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Form

990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation THE SODERQUIST FAMILY FOUNDATION C/O DONALD G SODERQUIST % DONALD G SODERQUIST		A Employer identification number 73-1621266	
Number and street (or P O box number if mail is not delivered to street address) 201 SOUTH 19TH STREET SUITE P Suite		B Telephone number (see instructions) (479) 986-0110	
City or town, state, and ZIP code ROGERS, AR 72758		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 19,724,556	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	1,177,459			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	531	531		
	4 Dividends and interest from securities.	380,754	380,754		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	212,305			
	b Gross sales price for all assets on line 6a _____ 2,837,063				
	7 Capital gain net income (from Part IV, line 2)		212,305		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	1,771,049	593,590		
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	7,554	7,554		
	c Other professional fees (attach schedule)	88,599	88,599		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	24,423	1,260		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	14,388			
	21 Travel, conferences, and meetings	79	79		
	22 Printing and publications				
	23 Other expenses (attach schedule)	150	150		
	24 Total operating and administrative expenses. Add lines 13 through 23	135,193	97,642		0
	25 Contributions, gifts, grants paid	788,770			788,770
	26 Total expenses and disbursements. Add lines 24 and 25	923,963	97,642		788,770
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	847,086			
	b Net investment income (if negative, enter -0-)		495,948		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,066,721	1,600,695	1,600,695
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	11,180,991	11,490,961	12,846,662
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ 4,860,904 Less accumulated depreciation (attach schedule) ▶ _____	4,860,904	4,860,904	5,254,508
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	15	Other assets (describe ▶ _____)	19,549	22,691	22,691
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	17,128,165	17,975,251	19,724,556

Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	

Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> 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	17,128,165	17,975,251	
	30	Total net assets or fund balances (see page 17 of the instructions)	17,128,165	17,975,251	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	17,128,165	17,975,251	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	17,128,165
2	Enter amount from Part I, line 27a	2	847,086
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	17,975,251
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	17,975,251

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

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

Complete only for assets showing 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 Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	212,305
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	793,877	15,578,089	0 050961
2010	695,080	16,051,199	0 043304
2009	711,234	14,075,345	0 05053
2008	773,970	14,874,934	0 052032
2007	650,054	15,262,136	0 042593

2	Total of line 1, column (d).	2	0 23942
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 047884
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	13,430,166
5	Multiply line 4 by line 3.	5	643,090
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,959
7	Add lines 5 and 6.	7	648,049
8	Enter qualifying distributions from Part XII, line 4.	8	788,770

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,959
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3		Add lines 1 and 2.		3	4,959
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	4,959
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	19,935	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c		
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments Add lines 6a through 6d.		7	19,935
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	14,976
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 14,976	Refunded <input type="checkbox"/>	11	

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶DONALD G SODERQUIST Telephone no ▶(479) 986-0110 Located at ▶201 SOUTH 19TH STREET SUITE P ROGERS AR ZIP +4 ▶72758			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

Total number of other employees paid over \$50,000.

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
RAYMOND JAMES & ASSOCIATES INC	INVESTMENT MANAGEMNT	88,599
PO BOX 1515		
LOWELL,AR 72745		
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 GRANT TO CHARITIES AND ORGANIZATIONS (SEE ATTACHMENT 11) FOR CHARITABLE PURPOSES	788,770
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	12,306,810
b	Average of monthly cash balances.	1b	1,327,876
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	13,634,686
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	13,634,686
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	204,520
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,430,166
6	Minimum investment return. Enter 5% of line 5.	6	671,508

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	671,508
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	4,959
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	4,959
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	666,549
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	666,549
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	666,549

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	788,770
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	788,770
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	4,959
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	783,811
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				666,549
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			758,169	
b Total for prior years 2010 , 2009 , 2008				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ➤ \$ 788,770				
a Applied to 2011, but not more than line 2a			758,169	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				30,601
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				635,948
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				0
c Excess from 2010. . . .				0
d Excess from 2011. . . .				0
e Excess from 2012. . . .				0

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

DONALD G SODERQUIST

b

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

NA

2

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

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

a

The name, address, and telephone number of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	788,770
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	531	
4 Dividends and interest from securities.			14	380,754	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	212,305	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e). . .				593,590	
13 Total. Add line 12, columns (b), (d), and (e).			13		593,590

[illegible]

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

**Paid
Preparer
Use Only**

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge				
	***** Signature of officer or trustee		2013-07-25 Date		***** Title
Paid Preparer Use Only	Print/Type preparer's name Robert J Hoffman		Preparer's Signature Robert J Hoffman		Date
	Check if self-employed <input checked="" type="checkbox"/>		PTIN		
	Firm's name <input type="checkbox"/> Hoffman Bricker & Adams PC 12977 North Forty Drive Suite 309		Firm's EIN <input type="checkbox"/> 		
	Firm's address <input type="checkbox"/> St Louis, MO 63141		Phone no (314) 579-2445		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
RAYMOND JAMES 78336171 - ATTACHED	D	2012-03-14	2012-09-20
RAYMOND JAMES 78336171 - ATTACHED	D	2009-11-23	2012-05-30
RAYMOND JAMES 78693805 - ATTACHED	D	2011-02-23	2012-01-05
RAYMOND JAMES 78693805 - ATTACHED	D	2011-03-23	2012-08-05
RAYMOND JAMES 79785837 - ATTACHED	D	2012-01-01	2012-05-04
RAYMOND JAMES 79785837 - ATTACHED	D	2009-06-23	2012-01-03
MARSH & MCLENNAN COMP LITIGATION PROCEEDS		2000-01-01	2012-02-17
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
43,106		48,935	-5,829
223,296		170,239	53,057
885,139		906,880	-21,741
526,066		388,659	137,407
42,336		44,643	-2,307
1,013,716		1,065,402	-51,686
571		0	571
			102,833

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing 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 Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-5,829
			53,057
			-21,741
			137,407
			-2,307
			-51,686
			571


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DONALD G SODERQUIST	DIRECTOR/PRESIDENT 0	0	0	
201 SOUTH 19TH STREET SUITE P ROGERS,AR 72758				
JOANN SODERQUIST	DIRECTOR/SECR/TREAS 0	0	0	
201 SOUTH 19TH STREET SUITE P ROGERS,AR 72758				
MARK SODERQUIST	DIRECTOR/VICE PRES 0	0	0	
PO BOX 3215 OAK PARK,IL 603033215				
WENDY SODERQUIST-TOGAMI	DIRECTOR/VICE PRES 0	0	0	
21901 ESTATE DRIVE SILOAM SPRINGS,AR 727619246				
SANDRA FORD	DIRECTOR/VICE PRES 0	0	0	
2900 WEST SEMINOLE ROAD ROGERS,AR 727581338				
JEFFREY SODERQUIST	DIRECTOR/VICE PRES 0	0	0	
17799 RIDGEWAY DRIVE SILOAM SPRINGS,AR 72761				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAMARITAN'S PURSE 801 BAMBOO ROAD PO BOX 3000 BOONE,NC 28607	NO RELATION	CHARITY	CHARITABLE	4,970
WESTLAWN YOUTH NETWORK 2141 S ST LOUIS AVENUE CHICAGO,IL 60623	NO RELATION	CHARITY	CHARITABLE	125,000
CIRCLE Y RANCH 3910 BAYVIEW DRIVE LANSING,MI 48911	No Relation	CHARITY	Charitable	30,000
LAKE GENEVA FOUNDATION W2655 SOUTH STREET LAKE GENEVA,WI 53147	NO RELATION	CHARITY	CHARITABLE	135,000
DICKSON VALLEY CAMP 8250 FINNIE ROAD NEWARK,IL 605419574	NO RELATION	CHARITY	CHARITABLE	20,000
EZEKIEL ROIN PO BOX 6748 SILOAM SPRINGS,AR 72761	NO RELATION	CHARITY	CHARITABLE	76,000
NEW LIFE RANCH 160 NEW LIFE RANCH DRIVE COLCORD,OK 74338	NO RELATION	CHARITY	CHARITABLE	132,500
BOYS AND GIRLS CLUB 655 HERITAGE COURT SILOAM SPRINGS,AR 72761	NO REALTION	CHARITY	CHARITABLE	3,000
POTTERS HOUSE ASSOCIATION INTERNATIONAL PO BOX 106 - DEPARTMENT A PEWAUKEE,WI 53072	NO RELATION	CHARITY	CHARITABLE	5,000
SAMARITAN COMMUNITY CENTER 1211 WEST HUDSON ROAD ROGERS,AR 72756	NO RELATION	CHARITY	CHARITABLE	50,000
NEW BEGINNINGS 608 S HICO STREET SILOAM SPRINGS,AR 72761	NO RELATION	CHARITY	CHARITABLE	10,000
TAYLOR UNIVERSITY 236 WEST READE AVENUE UPLAND,IN 46989	NO RELATION	CHARITY	CHARITABLE	50,000
NATIONAL HOUSE OF HOPE PO BOX 560503 ORLANDO,FL 32856	NO RELATION	CHARITY	CHARITABLE	40,000
FELLOWSHIP BIBLE CHURCH OF NORTHWEST ARKANSAS 1051 PLEASANT GROVE ROAD ROGERS,AR 72758	NO RELATION	CHARITY	CHARITABLE	28,000
FRONTIERS PO BOX 60670 PHOENIX,AZ 85082	NO RELATION	CHARITY	CHARITABLE	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TWIN PEAKS BIBLE CAMP PO BOX 907 GRAND JUNCTION,CO 81502	NO RELATION	CHARITY	CHARITABLE	10,000
TITUS TASK PO BOX 82 SILOAM SPRINGS,AR 72761	NO RELATION	CHARITY	CHARITABLE	30,000
MISSION ON THE MOVE PO BOX 206 220 CYPRESS POINT ROAD SPRINGFIELD,GA 31329	NO RELATION	CHARITY	CHARITABLE	8,300
THE MANNA CENTER 670 HERITAGE COURT SILOAM SPRINGS,AR 72761	NO RELATION	CHARITY	CHARITABLE	1,000
OUTSIDE THE BOWL PO BOX 6193 OCEANSIDE,CA 92052	NO RELATION	CHARITY	CHARITABLE	5,000
WILLOW CREEK ASSOCIATION 67 E ALGONQUIN ROAD SOUTH BARRINGTON,IL 60010	NO RELATION	CHARITY	CHARITABLE	5,000
DUKE DIVINITY SCHOLARSHIP PO BOX 90969 DURHAM,NC 277080969	NO RELATION	CHARITY	CHARITABLE	10,000
JOHN BROWN UNIVERSITY (SODERQUIST CENTER) 2000 W UNIVERSITY STREET SILOAM SPRINGS,AR 72761	NO RELATION	CHARITY	CHARITABLE	5,000
Total  3a				788,770

Schedule B

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2012

Name of the organization THE SODERQUIST FAMILY FOUNDATION C/O DONALD G SODERQUIST	Employer identification number 73-1621266
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

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

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

Name of organization THE SODERQUIST FAMILY FOUNDATION C/O DONALD G SODERQUIST	Employer identification number 73-1621266
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	DONALD G SODERQUIST 201 SOUTH 19TH STREET SUITE P ROGERS, AR 72758	\$ 7,554	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u>2</u>	SODERQUIST CHARITABLE LEAD ANNUITY 201 SOUTH 19TH STREET SUITE P ROGERS, AR 72758	\$ 1,169,905	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
<u> </u>		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization THE SODERQUIST FAMILY FOUNDATION C/O DONALD G SODERQUIST	Employer identification number 73-1621266
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization THE SODERQUIST FAMILY FOUNDATION C/O DONALD G SODERQUIST	Employer identification number 73-1621266
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Part III

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

For organizations completing Part III, enter 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 space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		
—	<div></div>	<div></div>	<div></div>
	<div>(e) Transfer of gift</div>		
	<div>Transferee's name, address, and ZIP 4Relationship of transferor to transferee</div>		

TY 2012 Accounting Fees Schedule**Name:** THE SODERQUIST FAMILY FOUNDATION

C/O DONALD G SODERQUIST

EIN: 73-1621266

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,554	7,554		

TY 2012 All Other Program Related Investments Schedule

Name: THE SODERQUIST FAMILY FOUNDATION
C/O DONALD G SODERQUIST

EIN: 73-1621266

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Depreciation Schedule

Name: THE SODERQUIST FAMILY FOUNDATION
C/O DONALD G SODERQUIST
EIN: 73-1621266

TY 2012 Investments Corporate
 Stock Schedule

Name: THE SODERQUIST FAMILY FOUNDATION
 C/O DONALD G SODERQUIST
 EIN: 73-1621266

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3,932 SHARES WAL MART STORES	219,119	268,280
895 SHS AMERICAN EXPRESS CO	15,797	51,445
530 SHS BARD C R INCORPORATED	45,178	51,802
1,730 SHS BARRICK GOLD CORP	59,458	60,567
890 SHS BAXTER INTERNATIONAL	40,487	59,327
505 SHS BECTON DICKINSON & CO	36,612	39,486
620 SHS CVS CAREMARK CORP	19,958	29,977
280 SHS CHEVRON CORP NEW	19,736	30,279
765 SHS CHUBB CORPORATION	36,394	57,620
2,525 SHS CISCO SYSTEMS	45,275	49,614
898 SHARES CONOCOPHILLIPS	39,072	52,075
2,910 SHS DELL INC	37,360	29,507
955 SHS DEVON ENERGY CORP	51,349	49,698
1,461 SHS DR PEPPER		
SNAPPLE GROUP INC	47,825	64,547
855 SHS EBAY INC	14,808	43,602
2,295 SHS EXELON CORP	81,390	68,253
765 SHS EXXON MOBIL CORP	52,026	66,211
840 SHS GLAXO SMITHKLINE PLC	30,507	36,515
67 SHS GOOGLE INC	33,964	47,394
880 SHS JOHNSON & JOHNSON	54,241	61,688
905 SHS KIMBERLY CLARK	0	0
670 SHS LILLY ELI & CO	0	0
1,700 SHS MEDTRONIC INC	55,576	69,734
2,535 SHS MICROSOFT CORP	66,356	67,707
1,790 SHS MOLSON COORS		
BREWING COMPANY CO CL B	82,002	76,594
825 NEWMONT MINING CORP	35,188	38,313
790 SHS NORTHROP GRUMMAN	41,715	53,388
1,020 SHS PNC FINL SVCS GROUP	53,360	59,476

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1,150 SHARES PEPSICO INC	67,228	78,695
755 SHS PROCTER & GAMBLE CO	37,796	51,257
4,380 SHS SCHWAB CHARLES CORP	51,616	62,897
400 SHS SIGMA ALDRICH CORP	14,792	29,432
955 SHS SUNTRUST BKS INC	14,814	27,074
1,360 SHS TARGET CORPORATION	49,221	80,471
615 SHS TORCHMARK CORP	11,571	31,777
620 SH TRAVELERS COMPANIES	28,882	44,528
1,500 US BANCORP DEL COM	33,401	47,910
1,320 SHS UNILEVER N VN	37,759	50,556
1.150 SHS WAL MART STORES	57,171	78,465
1,595 SHS WELLS FARGO & CO	41,698	54,517
55,682.767 SHS ALLIANCE		
BERNSTEIN HIGH INC FUND A	458,765	528,986
4,634.527 ALLIANZ RCM TECH		
FUND CL A M/F	232,132	206,932
11,233.829 SHS BLACKROCK		
GLOBAL ALLOC FUND	221,500	221,756
34,450.254 SHS DWS FLOATING RT	311,944	323,832
2,404.312 SHS DODGE		
& COX INTL STOCK FUND	63,021	83,285
7,539.528 SHS FIDELITY ADVISOR		
MID CAP II FUND	116,610	133,450
3,790.808 SHS FIDELITY		
LATIN AMERICA FND CL A	199,610	175,666
14,953.583 SHS FIDELITY		
ADV NEW INSIGHTS FUND I	305,845	344,231
3,340.544 SHS FIDELTY		
SELECT MATERIALS FUND	180,224	238,515
356,304.864 SHS		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FRANKLIN INCOME FUND	779,400	798,123
13,430.887 SHS FRANKLIN		
CONVERTIBLE SEC FUND	212,726	204,284
8,450.816 GOLDMAN SACHS		
GROWTH OPP FUND CL A M/F	174,917	196,481
17,617.812 SHS OAKMARK INTL FD	320,996	368,741
6,486.136 SHS OAKMARK		
SELECT FUND CL I	188,205	200,318
9,616.731 SHS IVY		
ASSET STRATEGY FUND CL A	219,793	248,881
24,334.342 SHS JP MORGAN		
SM CAP GROWTH FUND CL A	216,189	263,054
68,929.917 SHS LOOMIS		
SAYLES BOND FUND RTL CL	914,876	1,038,085
67,115.748 SHS LOOMIS		
SAYLES STRATEGIC INCOME	908,469	1,038,281
17,612.605 SHS CGM ADV		
TARGETED EQUITY FND CL A	213,069	180,177
41260.204 SHS NEUBERGER BERMAN		
HIGH INC BOND CL N/L	393,224	390,734
3,070.209 NUVEEN TRADEWINDS		
VALUE OPP FUND CL A	0	0
19531.827 SHS NUVEEN TRADEWIND		
GLOBAL ALL CAP FUND CL A	0	0
10,009.182 SHS PERMANENT		
PORTFOLIO FUND	373,802	486,847
49,074.650 SHS TCW TOTAL		
RETURN BOND FUND CL I	491,201	504,978
8,579.815 THORNBURG VL FUND	0	0
1,249.067 THE TOCQUEVILLE		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOLD FUND N/L	103,594	79,428
309 SHS ABBOTT LABS	19,016	20,239
138 SHS AFFILIATED MGRS GROUP	16,194	17,961
83 SHS AGCO CORPORATION	0	0
435 SHS ACME PACKET INC	0	0
276 SHS AIRGAS INCORPORATED	19,066	25,196
565 SHS ALERE INC	0	0
193 SHS ALEXION PHARMA	5,032	18,092
258 SHS ALLERGAN INC	22,934	23,666
73 SHS AMAZON	17,136	18,314
500 SHS AM TOWER CORP	0	0
197 SHS APPLE INC	79,498	104,838
529 SHS ARM HLDGS PLC SPON	0	0
856 SHS ATMEL CORP	0	0
312 SHS BIOMARIN PHARMACEUTICA	10,241	15,350
309 SHS BORGWARNER INC	0	0
541 SHS BROADCOM CORP	17,495	17,967
456 BROADSOFT INC	15,591	16,566
730 SHS BRUKER CORP	0	0
446 SHS CBS CORP	12,161	16,970
1,169 SHS CBRE GOUP INC	18,693	23,263
175 SHS CABOT OIL & GAS CORP	0	0
278 SHS CAMERON INTL CORP	0	0
337 SHS CAPITAL ONE FINL	16,640	19,522
355 SHS CARDINAL HEALTH	0	0
255 SHS CELGENE CORP	18,320	20,010
209 SHS CERNER CORPORATION	10,667	16,200
219 SHS CHART INDUSTRIES	0	0
243 SHS CITRIX SYSTEMS INC	0	0
315 SHS COGNIZANT TECHNOLOGY	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
299 SHS COMMVault SYSTEMS INC	14,656	20,829
220 SHS CONCHO RES INC	0	0
476 SHS CONSTELLATION BRANDS	16,934	16,846
260 SHS COPA HOLDINGS SA	21,396	25,857
375 SHS CROWN CASTLE INTL	20,774	27,060
298 SHS CUBIST PHARMACEUTICALS	12,825	12,531
224 SHS CUMMINS INC	17,389	24,270
129 SHS DECKER OUTDOOR CORP	0	0
626 SHS DELPHI AUTOMOTIVE PLC	20,345	23,944
385 SHS DIRECTV COM	0	0
337 SHS DISCOVERY COMM	13,842	19,714
670 SHS DOLLAR GENERAL CORP	27,913	29,540
814 SHS EBAY INCORPORATED	26,930	41,512
920 SHS EMC CORP MASS	0	0
269 SHS ENSCO PLC SPONS	0	0
516 SHS EXACTTARGET INC	12,931	10,320
154 SHS EXPEDIA INC	9,168	9,468
283 SHS EXXON MOBIL CORP	0	0
141 SHS F5 NETWORKS	0	0
776 SHS FORTINET INC	17,491	16,312
261 SHS GARDENER DENVER INC	0	0
612 SHS GARTNER INC	0	0
419 SHS GILEAD SCIENCES INC	18,255	30,776
649 SHS GNC HOLDINGS INC	23,910	21,599
68 SHS GOOGLE INC	42,193	48,102
39 SHS GRAINGER W W INC	0	0
269 SHS HERSHEY COMPANY	19,344	19,427
1,419 SH HERTZ GLOBAL HOLDINGS	20,527	23,087
174 SHS HUMANA INC	0	0
41 SHS INTUITIVE SURGICAL INC	20,309	20,105

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1568 SHS IRIDIUM COMM	13,544	10,537
528 SHS KANSAS CITY SOUTHERN	30,143	44,077
222 SHS LIBERY MEDIA CORP	23,669	25,754
617 SHS LIMITED BRANDS INC	29,778	29,036
172 SHS LINKEDIN CORP	17,867	19,747
238 SHS LULULEMON ATHLETICA	12,888	18,143
53 SHS MASTERCARD INC	0	0
227 SHS MERCADLIBRE INC	19,530	17,831
393 SHS MICROCHIP TECHNOLOGY	0	0
371 SHS MONSANTO COMPANY	26,560	35,115
341 SHS NORDSTROM INC	19,157	18,243
315 SHS OIL STS INTL	0	0
762 SHS ORACLE CORP	0	0
182 SHS PIONEER NAT RES CO	16,741	19,826
159 SHS PRECISION CASTPARTS	20,719	30,118
19 SHS PRICELINE COM	7,859	11,787
350 SHS QUALLCOMM INC	21,417	21,651
582 SHS QLIK TECHNOLOGIES	0	0
165 SHS RACKSPACE HOSTING INC	11,153	12,255
149 SHS RED HAT INC	7,954	7,891
308 SHS ROSS STORES	0	0
404 SHS SBA COMM	19,875	28,676
133 SHS SALESFORCE COM INC	20,356	22,357
1,567SHS SANDRIDGE ENERGY INC	0	0
332 SHS SANOFI SPONSORED ADR	15,678	15,730
223 SHS SCHLUMBERGER LIMITED	15,296	15,453
143 SHS SHIRE PLC	0	0
271 SHS SHUTTERFLY INC	0	0
881 SHS SMART BALANCE INC	10,225	11,365
473 SHS STARBUCKS CORP	20,609	25,367

Name of Stock	End of Year Book Value	End of Year Fair Market Value
162 SHS STRATASYS INC	11,805	12,984
960 SHS TD AMERITRADE HLDG	0	0
534 SHS TESLA MTRS INC	16,425	18,087
248 SHS TEMPUR PEDIC INTL	0	0
788 SHS TIBCO SOFTWARE	0	0
538 SHS TJX COMPANIES INC	24,621	22,838
398 SHS TEAM HEALTH HLDGS	11,522	11,450
127 SHS TERADATA CORP	8,808	7,860
164 SHS TRANSDIGM GROUP INC	12,759	22,363
132 SHS ULTRA SALON COSMETICS	11,924	12,970
319 SHS UNDER ARMOUR INC	15,323	15,481
342 SHS UNITEDHEALTH GROUP	18,600	18,550
430 SHS VERISK ANALYTICS	21,472	21,917
613 SHS VIRGIN MEDIA	20,619	22,528
286 SHS VISA INCORPORATED	23,286	43,352
260 SHS VMWARE INC	24,472	24,476
245 SHS WEIGHT WATCHERS INC	0	0
411 SHS WESCO INTL INC	0	0
287 SHS WHOLE FOODS MKT INC	20,396	26,163
639 SHS WILLIAMS COMPANIES INC	20,126	20,921
397 SHS WILLIAMS SONOMA	0	0
293 SHS CHECKPOINT SOFTWARE	0	0
460 SHS AVAGO TECHNOLOGIES	0	0
37,957.546 SHS VANGUARD SHORT		
TERM BOND INDX FUND	404,278	403,489
37,772.705 SHS VANGUARD SHORT		
TERM INV GRAD FUND	406,877	409,078

TY 2012 Land, Etc. Schedule

Name: THE SODERQUIST FAMILY FOUNDATION
C/O DONALD G SODERQUIST
EIN: 73-1621266

TY 2012 Other Assets Schedule**Name:** THE SODERQUIST FAMILY FOUNDATION

C/O DONALD G SODERQUIST

EIN: 73-1621266

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID FEDERAL TAXES	4,605	14,976	14,976
2011 INCOME PAID IN 2012	14,355	0	0
STOCK SALES REPORTED IN 2011			
THAT SETTLED IN 2012	589	0	0
2012 INCOME PAID IN 2013	0	6,235	6,235
STOCK SALES REPORTED IN 2012			
THAT SETTLED IN 2013	0	1,480	1,480

TY 2012 Other Expenses Schedule

Name: THE SODERQUIST FAMILY FOUNDATION

C/O DONALD G SODERQUIST

EIN: 73-1621266

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS EXPENSES	150	150		

TY 2012 Other Professional Fees Schedule**Name:** THE SODERQUIST FAMILY FOUNDATION

C/O DONALD G SODERQUIST

EIN: 73-1621266

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RAYMOND JAMES & ASSOCIATES INC	41,617	41,617		
RAYMOND JAMES & ASSOCIATES INC	21,542	21,542		
RAYMOND JAMES & ASSOCIATES INC	25,440	25,440		

TY 2012 Taxes Schedule

Name: THE SODERQUIST FAMILY FOUNDATION

C/O DONALD G SODERQUIST

EIN: 73-1621266

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX CREDIT (78336171)	316	316		
FOREIGN TAX CREDIT (79785837)	944	944		
REAL ESTATE TAXES	18,204			
4940 TAX FROM 2012 RETURN	4,959			