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Form 990-PF

Return of Private Foundation

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

2012

Open to Public
Inspection

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

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

Name of foundation THE HUSTLER FAMILY FOUNDATION		A Employer identification number 91-2013526
Number and street (or P O box number if mail is not delivered to street address) 18917 SOUND VIEW PLACE		B Telephone number (see instructions) (206) 818-3034
City or town, state, and ZIP code EDMONDS, WA 980202359		C If exemption application is pending, check here <input checked="" type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" 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 checked="" type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 394,307	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.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	10,567	10,567		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	18,475			
	b Gross sales price for all assets on line 6a 169,139				
	7 Capital gain net income (from Part IV, line 2) . . .		18,475		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	29,042	29,042		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,000	0	1,000	
	c Other professional fees (attach schedule)	4,063	4,063	0	
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	259	59	200	
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	35	0	35	
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	5,357	4,122	1,235	
	25 Contributions, gifts, grants paid.	42,000		42,000	
	26 Total expenses and disbursements. Add lines 24 and 25	47,357	4,122	43,235	
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-18,315			
	b Net investment income (if negative, enter -0-) . . .		24,920		
	c Adjusted net income (if negative, enter -0-) . . .				

Part III 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	14,976	7,552	7,552
2	Savings and temporary cash investments			
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)	149,418	152,417	155,269
b	Investments—corporate stock (attach schedule)	205,336	191,446	231,486
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
15	Other assets (describe ►)			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	369,730	351,415	394,307
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	0	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ► <input checked="" 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	0	0	
28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29	Retained earnings, accumulated income, endowment, or other funds	369,730	351,415	
30	Total net assets or fund balances (see page 17 of the instructions)	369,730	351,415	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	369,730	351,415	

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	369,730
2	Enter amount from Part I, line 27a	2	-18,315
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	351,415
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	351,415

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.)
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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

(i) FMV 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))
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a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	2	18,475
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	

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)

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	34,776	438,282	0 079346
2010	23,917	386,630	0 061860
2009	25,897	396,243	0 065356
2008	27,517	440,967	0 062401
2007	31,043	508,472	0 061052

2 Total of line 1, column (d).	2	0 330015
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 066003
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	390,141
5 Multiply line 4 by line 3.	5	25,750
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	249
7 Add lines 5 and 6.	7	25,999
8 Enter qualifying distributions from Part XII, line 4.	8	43,235

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1	1	249
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			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
3	Add lines 1 and 2.		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	249
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a 6b 6c 6d	79
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments Add lines 6a through 6d.	7	499
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed <input checked="" type="checkbox"/>		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid <input checked="" type="checkbox"/>	10	250
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input checked="" type="checkbox"/> 250 Refunded <input checked="" type="checkbox"/> 11		

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	No
c	Did the foundation file Form 1120-POL for this year?		
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"/> \$ _____ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ _____ 0		
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"/> \$ _____ 0	1c	No
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	3 4a 4b	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"> ● 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? 	5 6	No
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> WA		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	9 10	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		No
13	Yes	

Website address ► N/A

14	The books are in care of ► H DEAN HUSTLER	Telephone no ► (425) 762-3681
	Located at ► 18917 SOUND VIEW PLACE EDMONDS WA	ZIP +4 ► 980202359

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ►	15
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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
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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? ► 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? ► Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b	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. ►		
1c	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?		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ► Yes <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)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012).		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		No
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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	
	Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	
	<i>If "Yes" to 6b, file Form 8870.</i>	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	

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)

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
H DEAN HUSTLER 18917 SOUNDVIEW PLACE EDMONDS, WA 98020	PRESIDENT 1 00	0	0	
ANDREW J HUSTLER PO BOX 1283 EDMONDS, WA 98020	VICE PRESIDENT 0 50	0	0	

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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.

1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and

1	
2	
All other program-related investments See page 24 of the instructions	
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	390,806
b	Average of monthly cash balances.	1b	5,276
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	396,082
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	396,082
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	5,941
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	390,141
6	Minimum investment return. Enter 5% of line 5.	6	19,507

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	19,507
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	249
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	249
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	19,258
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	19,258
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	19,258

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	43,235
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	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required).	3b	
b	Cash distribution test (attach the required schedule).	4	43,235
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	249
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).	6	42,986
6	Adjusted qualifying distributions. Subtract line 5 from line 4.		

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				19,258
2 Undistributed income, if any, as of the end of 2012			0	
a Enter amount for 2011 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	6,041			
b From 2008.	5,681			
c From 2009.	6,235			
d From 2010.	4,680			
e From 2011.	13,160			
f Total of lines 3a through e.	35,797			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 43,235			0	
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.			19,258	
e Remaining amount distributed out of corpus	23,977			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			
6 Enter the net total of each column as indicated below:	59,774			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	6,041			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	53,733			
10 Analysis of line 9				
a Excess from 2008.	5,681			
b Excess from 2009.	6,235			
c Excess from 2010.	4,680			
d Excess from 2011.	13,160			
e Excess from 2012.	23,977			

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

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

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

1 Information Regarding Foundation Managers

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

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

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

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

- a** The name, address, and telephone number 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	42,000
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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						
4 Dividends and interest from securities.						
5 Net rental income or (loss) from real estate						
a Debt-financed property.				14	10,567	
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	18,475	
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).			0		29,042	
13 Total. Add line 12, columns (b), (d), and (e).				13		29,042
(See worksheet in line 13 instructions to verify calculations.)						

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

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)
BAKER HUGHES INC - 10 SHS		2011-08-10	2012-03-02
CONOCOPHILLIPS - 10 SHS		2011-05-04	2012-04-13
PLANTRONICS INC NEW - 2 SHS		2011-08-15	2012-01-23
REGIONS FINANCIAL CORP - 95 SHS		2012-03-30	2012-06-04
REGIONS FINANCIAL CORP - 96 SHS		2012-04-05	2012-06-04
US BANCORP DEL NEW - 29 SHS		2012-02-15	2012-06-04
U S TREASURY NOTES SER F-2018 - 1,000 SHS		2012-03-23	2012-06-05
APPLIED MATERIALS INC DELAWARE - 40 SHS		2004-11-17	2012-02-15
APPLIED MATERIALS INC DELAWARE - 30 SHS		2005-02-10	2012-02-15
BAKER HUGHES INC - 15 SHS		2008-11-05	2012-01-17
BAKER HUGHES INC - 15 SHS		2008-11-05	2012-03-02
BAKER HUGHES INC - 25 SHS		2010-06-02	2012-03-02
CHUBBCORP - 32 SHS		2003-12-19	2012-03-27
CISCO SYS INC - 10 SHS		2005-03-24	2012-01-23
CISCO SYS INC - 44 SHS		2005-10-04	2012-01-23
CISCO SYS INC - 31 SHS		2005-10-05	2012-01-23
CISCO SYS INC - 25 SHS		2005-11-21	2012-01-23
CISCO SYS INC - 5 SHS		2005-11-21	2012-04-10
CISCO SYS INC - 52 SHS		2006-06-15	2012-04-10
CONOCOPHILLIPS - 31 SHS		2009-09-25	2012-04-12
CONOCOPHILLIPS - 24 SHS		2009-09-25	2012-04-13
EBAY INC - 1 SHS		2006-05-08	2012-03-07
EBAY INC - 5 SHS		2006-05-17	2012-03-07
EBAY INC - 15 SHS		2006-05-26	2012-03-07
EBAY INC - 19 SHS		2008-02-04	2012-03-07
EBAY INC - 17 SHS		2008-02-04	2012-03-08
EBAY INC - 17 SHS		2008-02-04	2012-03-08
EBAY INC - 15 SHS		2008-02-04	2012-04-10
FEDERAL NATL MTG ASSN GLOBAL - 8,000 SHS		2009-03-04	2012-06-05
DTD 09/26/2003 - 2,000 SHS		2009-04-15	2012-06-05

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)
DTD 09/26/2003 - 1,000 SHS		2009-07-23	2012-06-05
DTD 09/26/2003 - 1,000 SHS		2009-08-04	2012-06-05
DTD 09/26/2003 - 1,000 SHS		2009-09-24	2012-06-05
DTD 09/26/2003 - 1,000 SHS		2010-12-22	2012-06-05
DTD 09/26/2003 - 1,000 SHS		2011-04-08	2012-06-05
GAP INC DELAWARE - 5 SHS		2006-11-10	2012-04-25
GAP INC DELAWARE - 35 SHS		2007-01-05	2012-04-25
HOME DEPOT INC - 30 SHS		2008-03-28	2012-02-15
JPMORGAN CHASE CO - 65 SHS		2000-12-14	2012-01-23
JPMORGAN CHASE CO - 5 SHS		2000-12-14	2012-05-11
JPMORGAN CHASE CO - 30 SHS		2006-01-10	2012-05-11
JPMORGAN CHASE CO - 15 SHS		2008-02-05	2012-05-11
JONES LANG LASALLE INC - 10 SHS		2009-06-19	2012-03-22
KEYCORP - NEW - 45 SHS		2009-06-04	2012-01-23
KEYCORP - NEW - 120 SHS		2009-06-04	2012-06-04
KEYCORP - NEW - 74 SHS		2009-10-28	2012-06-04
MATTEL INC DE - 5 SHS		2009-10-15	2012-02-15
MATTEL INC DE - 1 SHS		2009-10-19	2012-02-15
MATTEL INC DE - 22 SHS		2009-10-22	2012-02-15
MATTEL INC DE - 27 SHS		2010-10-19	2012-02-15
MICROSOFT CORP - 55 SHS		2004-03-10	2012-02-15
MICROSOFT CORP - 10 SHS		2004-03-10	2012-04-10
MICROSOFT CORP - 34 SHS		2004-12-07	2012-04-10
NOBLE ENERGY INC - 5 SHS		2010-06-29	2012-01-23
NOBLE ENERGY INC - 10 SHS		2010-06-30	2012-03-30
NOBLE ENERGY INC - 4 SHS		2010-07-01	2012-03-30
NOBLE ENERGY INC - 6 SHS		2010-07-01	2012-04-10
NOBLE ENERGY INC - 2 SHS		2010-07-02	2012-04-10
NOBLE ENERGY INC - 8 SHS		2010-07-02	2012-04-11
NORTHROP GRUMMAN CORP - 18 SHS		2009-03-25	2012-02-02

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)
NORTHROP GRUMMAN CORP - 40 SHS		2009-06-24	2012-02-02
NORTHROP GRUMMAN CORP - 42 SHS		2009-06-24	2012-02-03
NOVARTIS AG ADR - 30 SHS		2005-03-08	2012-02-15
TEXAS INSTRUMENTS INC - 10 SHS		2007-02-28	2012-04-10
TEXAS INSTRUMENTS INC - 42 SHS		2007-03-09	2012-04-10
U S TREASURY NOTES SER F-2018 - 6,000 SHS		2009-06-04	2012-06-05
DUE 11/15/2018 RATE 3 750 - 1,000 SHS		2009-08-04	2012-06-05
DUE 11/15/2018 RATE 3 750 - 9,000 SHS		2009-10-26	2012-06-05
DUE 11/15/2018 RATE 3 750 - 1,000 SHS		2011-02-09	2012-06-05
U S TREASURY NOTES SER AE-2012 - 1,000 SHS		2010-12-09	2012-01-19
VODAFONE GROUP PLC SPONS - 65 SHS		2002-01-18	2012-01-23
HEWLETT PACKARD - 40 000 SHS		2012-01-24	2012-11-20
OSHKOSH CORP - 10 000 SHS		2012-02-03	2012-10-15
OSHKOSH CORP - 13 000 SHS		2012-02-03	2012-10-26
OSHKOSH CORP - 13 000 SHS		2012-02-03	2012-12-07
OSHKOSH CORP - 14 000 SHS		2012-02-03	2012-12-10
SOUTHWESTERN ENERGY COMPANY - 5 000 SHS		2012-05-01	2012-12-17
SOUTHWESTERN ENERGY COMPANY - 36 000 SHS		2012-05-01	2012-12-18
SOUTHWESTERN ENERGY COMPANY - 1 000 SHS		2012-05-02	2012-12-18
UNITED STS STL CP (NEW) - 90 000 SHS		2011-07-28	2012-07-16
USTSYNOTE 1375 12NV15 - 1,000 000 SHS		2012-03-23	2012-09-17
USTSYNOTE 4250 13NV15 - 1,000 000 SHS		2012-06-05	2012-12-21
BOEING CO - 8 000 SHS		2005-10-04	2012-12-21
DOVER CORP - 10 000 SHS		2007-06-29	2012-12-21
DOVER CORP - 5 000 SHS		2007-07-30	2012-12-21
EBAYINC - 10 000 SHS		2008-02-04	2012-12-13
EBAYINC - 12 000 SHS		2008-02-04	2012-12-28
EBAYINC - 19 000 SHS		2008-07-17	2012-12-28
EBAYINC - 10 000 SHS		2008-07-17	2012-12-31
FLUOR CORP NEW - 10 000 SHS		2008-12-23	2012-12-21

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)
FNMA 1625 150C26 - 2,000 000 SHS		2011-01-14	2012-12-21
FRANKLIN RESOURCES INC - 5 000 SHS		2008-10-14	2012-12-21
FRANKLIN RESOURCES INC - 5 000 SHS		2008-10-15	2012-12-21
FRANKLIN RESOURCES INC - 7 000 SHS		2008-10-16	2012-12-31
GAP INC - 10 000 SHS		2007-01-05	2012-08-29
GAP INC - 5 000 SHS		2008-07-17	2012-08-29
GAP INC - 15 000 SHS		2008-07-17	2012-08-30
GAP INC - 1 000 SHS		2008-07-17	2012-08-31
GAP INC - 2 000 SHS		2008-07-17	2012-09-04
GAP INC - 7 000 SHS		2008-07-17	2012-09-06
GAP INC - 2 000 SHS		2008-07-17	2012-12-04
GAP INC - 18 000 SHS		2008-07-17	2012-12-05
GREENHILL CO INC - 2 000 SHS		2011-07-15	2012-12-28
HOME DEPOT INC - 25 000 SHS		2008-03-28	2012-12-21
HONEYWELL INTERNATIONAL INC - 5 000 SHS		2003-01-30	2012-12-21
HONEYWELL INTERNATIONAL INC - 10 000 SHS		2004-12-09	2012-12-21
JOHNSON JOHNSON - 15 000 SHS		2004-11-19	2012-12-21
MICROSOFT CORP - 21 000 SHS		2004-12-07	2012-11-14
MICROSOFT CORP - 45 000 SHS		2005-01-25	2012-11-14
MICROSOFT CORP - 10 000 SHS		2006-04-28	2012-11-14
MICROSOFT CORP - 15 000 SHS		2006-04-28	2012-12-07
MICROSOFT CORP - 5 000 SHS		2006-04-28	2012-12-13
MICROSOFT CORP - 20 000 SHS		2010-10-06	2012-12-13
MICROSOFT CORP - 45 000 SHS		2011-06-30	2012-12-13
MORGAN STANLEY - 20 000 SHS		2009-09-30	2012-11-20
MORGAN STANLEY - 9 000 SHS		2009-11-03	2012-11-20
MORGAN STANLEY - 11 000 SHS		2009-11-03	2012-11-21
MORGAN STANLEY - 25 000 SHS		2009-12-31	2012-11-21
MORGAN STANLEY - 63 000 SHS		2010-10-20	2012-11-21
MORGAN STANLEY - 115 000 SHS		2010-10-20	2012-11-23

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)
MORGAN STANLEY - 12 000 SHS		2010-10-20	2012-11-23
SCHLUMBERGER LTD - 5 000 SHS		2007-01-16	2012-12-28
SCHLUMBERGER LTD - 12 000 SHS		2008-10-17	2012-12-28
SOUTHWESTERN ENERGY COMPANY - 17 000 SHS		2011-08-11	2012-12-17
SOUTHWESTERN ENERGY COMPANY - 18 000 SHS		2011-08-12	2012-12-17
UNITED STS STL CP (NEW) - 25 000 SHS		2011-07-28	2012-08-27
USTSYNOTE 1375 12NV15 - 8 0000000 SHS		2010-12-09	2012-07-26
USTSYNOTE 1375 12NV15 - 70001 000 SHS		2010-12-09	2012-08-21
USTSYNOTE 1375 12NV15 - 30001 000 SHS		2010-12-09	2012-09-17
USTSYNOTE 1375 12NV15 - 10001 000 SHS		2011-02-09	2012-09-17
USTSYNOTE 1375 12NV15 - 3 0001000 SHS		2011-09-16	2012-09-17
USTSYNOTE 2625 20NV15 - 1,000 000 SHS		2010-11-16	2012-12-14
USTSYNOTE 2625 20NV15 - 7,000 000 SHS		2010-11-16	2012-12-18
USTSYNOTE 2625 20NV15 - 5,000 000 SHS		2011-07-06	2012-12-18
USTSYNOTE 2625 20NV15 - 1,000 000 SHS		2011-11-28	2012-12-18
USTSYNOTE 2625 20NV15 - 3 0000000 SHS		2011-12-05	2012-12-18
US TSY NOTE 3000 17FB28 - 1,000 000 SHS		2010-09-10	2012-12-14
US TSY NOTE 3000 17FB28 - 1 0000000 SHS		2010-09-10	2012-12-21
US TSY NOTE 4875 16AU15 - 1,000 000 SHS		2009-06-04	2012-12-20
WALT DISNEY CO HLDG CO - 30 000 SHS		2001-10-09	2012-12-21
WEYERHAEUSER CO - 4 000 SHS		2010-07-22	2012-10-02
WEYERHAEUSER CO - 36 000 SHS		2010-07-22	2012-10-03
WEYERHAEUSER CO - 35 000 SHS		2010-07-22	2012-12-21
WEYERHAEUSER CO - 12 000 SHS		2010-07-22	2012-12-24
WEYERHAEUSER CO - 23 000 SHS		2010-07-22	2012-12-26
WEYERHAEUSER CO - 11 000 SHS		2010-07-22	2012-12-28
WEYERHAEUSER CO - 34 000 SHS		2010-07-22	2012-12-31
CAPITAL GAINS 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)
490		587	-97
740		739	1
77		66	11
527		622	-95
532		616	-84
835		830	5
1,179		1,138	41
517		694	-177
388		501	-113
718		520	198
736		520	216
1,226		985	241
2,207		1,054	1,153
198		181	17
870		779	91
613		547	66
494		426	68
98		85	13
1,018		1,039	-21
2,295		1,406	889
1,776		1,088	688
36		32	4
178		150	28
533		512	21
675		549	126
608		491	117
608		491	117
533		433	100
8,468		8,219	249
2,117		2,065	52

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)
1,059		1,028	31
1,059		1,027	32
1,059		1,032	27
1,059		1,047	12
1,059		1,046	13
139		101	38
974		679	295
1,371		826	545
2,437		1,637	800
186		126	60
1,116		1,218	-102
558		671	-113
834		325	509
367		249	118
823		665	158
507		417	90
162		98	64
32		20	12
712		434	278
874		619	255
1,654		1,412	242
304		257	47
1,034		928	106
508		302	206
980		609	371
392		245	147
559		367	192
186		124	62
740		495	245
1,053		700	353

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)
2,340		1,624	716
2,450		1,706	744
1,684		1,482	202
318		311	7
1,336		1,368	-32
7,073		6,032	1,041
1,179		1,003	176
10,609		9,127	1,482
1,179		1,029	150
1,010		1,006	4
1,812		1,775	37
472		1,141	-669
299		263	36
390		342	48
363		342	21
395		368	27
165		163	2
1,220		1,175	45
34		32	2
1,786		3,656	-1,870
1,002		1,008	-6
1,036		1,058	-22
608		543	65
646		514	132
323		250	73
508		289	219
600		347	253
950		455	495
501		239	262
588		432	156

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)
2,067		1,960	107
642		360	282
642		357	285
877		430	447
352		194	158
176		82	94
544		245	299
36		16	20
72		33	39
251		114	137
63		33	30
567		294	273
104		103	1
1,529		688	841
321		118	203
642		344	298
1,056		911	145
567		573	-6
1,215		1,176	39
270		242	28
397		363	34
135		121	14
540		488	52
1,216		1,169	47
328		616	-288
148		289	-141
179		353	-174
407		743	-336
1,024		1,601	-577
1,886		2,922	-1,036

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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			-97
			1
			11
			-95
			-84
			5
			41
			-177
			-113
			198
			216
			241
			1,153
			17
			91
			66
			68
			13
			-21
			889
			688
			4
			28
			21
			126
			117
			117
			100
			249
			52

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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			31
			32
			27
			12
			13
			38
			295
			545
			800
			60
			-102
			-113
			509
			118
			158
			90
			64
			12
			278
			255
			242
			47
			106
			206
			371
			147
			192
			62
			245
			353

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

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

**(I) 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	(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			716
			744
			202
			7
			-32
			1,041
			176
			1,482
			150
			4
			37
			-669
			36
			48
			21
			27
			2
			45
			2
			-1,870
			-6
			-22
			65
			132
			73
			219
			253
			495
			262
			156

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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			107
			282
			285
			447
			158
			94
			299
			20
			39
			137
			30
			273
			1
			841
			203
			298
			145
			-6
			39
			28
			34
			14
			52
			47
			-288
			-141
			-174
			-336
			-577
			-1,036

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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
			-107
			51
			202
			-72
			-93
			-501
			11
			8
			2
			1
			-37
			124
			812
			606
			30
			119
			65
			63
			102
			940
			43
			385
			440
			155
			287
			134
			409
			167

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 Paid during the year				
A MOMENT OF THUNDER SUPPORT AMERICA'S ARMED FORCES PO BOX 1082 TACOMA, WA 98401	NONE	PUBLIC CHARITY	COMMUNITY SERVICE	3,000
BIBLE LEAGUE INTERNATIONAL 1 BIBLE LEAGUE PLAZA CRETE, IL 60417	NONE	PUBLIC CHARITY	RELIGIOUS	8,000
CAMPUS CRUSADE FOR CHRIST 100 LAKE HART DR 3600 ORLANDO, FL 32832	NONE	PUBLIC CHARITY	RELIGIOUS	5,000
CHRISTIAN FELLOWSHIP HOUSE 369 SPLIT ROCK RD SYOSSET, NE 117911508	NONE	PUBLIC CHARITY	RELIGIOUS	10,500
DISPLACED ORPHANS INTERNATIONAL PO BOX 365 FREELAND, WA 98249	NONE	PUBLIC CHARITY	COMMUNITY SERVICE	7,500
LIFE OUTREACH INTERNATIONAL PO BOX 982000 FORT WORTH, TX 761828000	NONE	PUBLIC CHARITY	RELIGIOUS	5,000
SUPPORT AMERICA'S ARMED FORCES PO BOX 1082 TACOMA, WA 98401	NONE	PUBLIC CHARITY	COMMUNITY SERVICE	3,000
Total			► 3a	42,000

TY 2012 Accounting Fees Schedule

Name: THE HUSTLER FAMILY FOUNDATION

EIN: 91-2013526

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	1,000	0		1,000

TY 2012 Investments Corporate Stock Schedule

Name: THE HUSTLER FAMILY FOUNDATION

EIN: 91-2013526

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENT IN CORPORATE STOCKS	191,446	231,486

TY 2012 Investments Government Obligations Schedule

Name: THE HUSTLER FAMILY FOUNDATION

EIN: 91-2013526

US Government Securities - End of

Year Book Value: 152,417

US Government Securities - End of

Year Fair Market Value: 155,269

State & Local Government

Securities - End of Year Book

Value: 0

State & Local Government

Securities - End of Year Fair

Market Value: 0

TY 2012 Other Expenses Schedule

Name: THE HUSTLER FAMILY FOUNDATION

EIN: 91-2013526

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE LICENSE FEE	25	0		25
ONLINE ANNUAL REPORT FEE	10	0		10

TY 2012 Other Professional Fees Schedule

Name: THE HUSTLER FAMILY FOUNDATION

EIN: 91-2013526

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT	4,063	4,063		0

TY 2012 Taxes Schedule

Name: THE HUSTLER FAMILY FOUNDATION**EIN:** 91-2013526

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX ON INVESTMENTS	59	59		0
FEDERAL INCOME TAXES	200	0		200