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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2012**

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

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

Name of foundation Joshua Green Foundation		A Employer identification number 91-6050748
Number and street (or P.O. box number if mail is not delivered to street address) PO Box 21829		B Telephone number (see the instructions) (206) 622-0420
City or town Seattle	State ZIP code WA 98111-3829	C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply		D 1 Foreign organizations, check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial Return of a former public charity	2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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		
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 41,985,032.	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)	

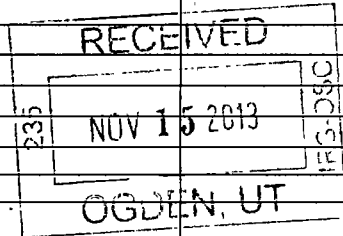
Part I Analysis of Revenue and Expenses

(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)
1 Contributions, gifts, grants, etc., received (att sch)	832,850.			
2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	108.	108.		
4 Dividends and interest from securities	1,164,480.	1,164,480.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	190,348.	L-6a Stmt		
b Gross sales price for all assets on line 6a	602,718.			
7 Capital gain net income (from Part IV, line 2)		190,348.		
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/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	2,187,786.	1,354,936.		
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) L-16a Stmt	198.			99.
b Accounting fees (attach sch) L-16b Stmt	1,405.	802.		702.
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	164,215.	17,215.		
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	1,089.	564.		525.
24 Total operating and administrative expenses. Add lines 13 through 23	166,907.	18,581.		1,326.
25 Contributions, gifts, grants paid	1,477,800.			1,477,800.
26 Total expenses and disbursements. Add lines 24 and 25	1,644,707.	18,581.		1,479,126.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	543,079.			
b Net investment income (if negative, enter -0-)		1,336,355.		
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing				
	2	Savings and temporary cash investments		723,769.	1,381,750.	1,381,750.
	3	Accounts receivable				
		Less: allowance for doubtful accounts				
	4	Pledges receivable				
		Less: allowance for doubtful accounts				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments — U.S. and state government obligations (attach schedule) L-10a Stmt		90,777.	90,777.	120,000.
	b	Investments — corporate stock (attach schedule) L-10b Stmt		12,090,472.	14,347,764.	40,483,282.
	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)		12,905,018.	15,820,291.	41,985,032.	
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)				
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			X		
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		12,905,018.	15,820,291.	
	30	Total net assets or fund balances (see instructions)		12,905,018.	15,820,291.	
	31	Total liabilities and net assets/fund balances (see instructions)		12,905,018.	15,820,291.	

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	12,905,018.
2	Enter amount from Part I, line 27a	2	543,079.
3	Other increases not included in line 2 (itemize) See Other Increases Stmt	3	2,372,194.
4	Add lines 1, 2, and 3	4	15,820,291.
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	15,820,291.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	14,000 BCE common (BCE)	P	05/16/10	12/21/12
b	Fractional share	P	12/31/10	10/31/12
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 602,689.		412,370.	190,319.
b 29.		0.	29.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			190,319.
b			29.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	190,348.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 </div>		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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	1,756,359.	35,268,880.	0.049799
2010	1,191,269.	32,649,960.	0.036486
2009	1,313,527.	26,231,285.	0.050075
2008	2,035,584.	39,804,988.	0.051139
2007	3,619,618.	42,610,668.	0.084946

2 Total of line 1, column (d)	2	0.272445
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	0.054489
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	41,079,176.
5 Multiply line 4 by line 3	5	2,238,363.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,364.
7 Add lines 5 and 6	7	2,251,727.
8 Enter qualifying distributions from Part XII, line 4	8	1,479,126.

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 Exempt Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 — see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	26,727.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	26,727.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	26,727.
6 Credits/Payments:			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	31,939.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	31,939.	
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	5,212.	
11 Enter the amount of line 10 to be credited to 2013 estimated tax	11	5,212.	Refunded

Part VII-A Statements Regarding Activities

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

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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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>Joshua Green Corporation</u> Telephone no <u>(206) 622-0420</u> Located at <u>1425 Fourth Avenue</u> <u>Seattle</u> <u>WA</u> ZIP + 4 <u>98101</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u>			X

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

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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

5 b

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

6 b

If 'Yes' to 6b, file Form 8870

X

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

7 b

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).

(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
Joshua Green III 1425 Fourth Avenue, Suite 420 Seattle WA 98101	President 4.00	0.	0.	0.
Charles P Burnett III 1425 Fourth Avenue, Suite 420 Seattle WA 98101	Vice President 0.50	0.	0.	0.
Charles E Riley 1425 Fourth Avenue, Suite 420 Seattle WA 98101	Trustee 1.00	0.	0.	200.
See Information about Officers, Directors, Trustees, Etc.		0.	0.	300.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				

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

None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
none		
Total number of others receiving over \$50,000 for professional services		None

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1 a	40,675,362.
b Average of monthly cash balances	1 b	1,029,385.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	41,704,747.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	41,704,747.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	625,571.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,079,176.
6 Minimum investment return. Enter 5% of line 5	6	2,053,959.

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	2,053,959.
2 a Tax on investment income for 2012 from Part VI, line 5	2 a	26,727.
b Income tax for 2012. (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	26,727.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,027,232.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	2,027,232.
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	2,027,232.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	1,479,126.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,479,126.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,479,126.

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				2,027,232.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			0.	
b Total for prior years. 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	1,235,220.			
b From 2008	82,890.			
c From 2009	208,914.			
d From 2010	0.			
e From 2011	15,676.			
f Total of lines 3a through e	1,542,700.			
4 Qualifying distributions for 2012 from Part XII, line 4: \$ 1,479,126.				
a Applied to 2011, but not more than line 2a				
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				1,479,126.
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).)	548,106.			548,106.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	994,594.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				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)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	687,114.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	307,480.			
10 Analysis of line 9:				
a Excess from 2008	82,890.			
b Excess from 2009	208,914.			
c Excess from 2010	0.			
d Excess from 2011	15,676.			
e Excess from 2012	0.			

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

N/A

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(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 XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year -- see instructions.)

1 Information Regarding Foundation Managers:

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

Joshua Green III, Charles P. Burnett III

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

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

Sandra Spurlock
P.O. Box 21829
Seattle WA 98111-3829 (206) 622-0420

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

Contact Sandra Spurlock or see website: www.joshuagreencorp.com

c Any submission deadlines:

none

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

Primarily King County

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<div>a Paid during the year</div> <div>Statement A various - see statement</div>		501c3	see schedule	1,477,800.
Total			▶ 3 a	1,477,800.
<div>b Approved for future payment</div>				
Total			▶ 3 b	

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2012

Name of the organization

Joshua Green Foundation

Employer identification number

91-6050748

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

☐ 501(c)(____) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 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 33-1/3% 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).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

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

Name of organization	Employer identification number
Joshua Green Foundation	91-6050748

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Joshua Green III P.O. Box 21829 Seattle WA 98111-3829	\$ 41,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	Jennifer Carter 1620 Windermere Drive E Seattle WA 98112	\$ 9,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	Shannon Hoffer 1523 Parkside Dr E Seattle WA 98112	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	Laura Gowen 12001 NE Country Club Rd Bainbridge Island WA 98110	\$ 5,400.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
5	H. Gowen II 5 Tremerton Street St Augustine FL 32084	\$ 8,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	David Burnett 2201 95th Ave NE Bellevue WA 98004	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

Joshua Green Foundation

91-6050748

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	CP Burnett III 28247 N. 78th St Scottsdale AZ 85266	\$ 176,100.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
8	Louisa Malatos 1244 Federal Ave E Seattle WA 98102	\$ 7,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
9	Leslie Hawkins 5490 132nd Ave NE Bellevue WA 98005	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
10	William & Vivian Burnett P.O. Box 3021 Incline Village NV 89450	\$ 539,900.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
11	William Burnett Jr 7845 NE 14th Medina WA 98039	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
12	Paige & Reagam Dunn 24488 SE 179th St Maple Valley WA 98038	\$ 8,250.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Form 990-PF
Part I, Line 6a

Net Gain or Loss From Sale of Assets

2012

Name <u>Joshua Green Foundation</u>	Employer Identification Number <u>91-6050748</u>
--	---

Asset Information:

Description of Property: <u>14,000 BCE common stock</u>	
Date Acquired: <u>05/16/10</u>	How Acquired: <u>Purchased</u>
Date Sold: <u>12/21/12</u>	Name of Buyer: <u>broker</u>
Sales Price: <u>602,689.</u>	Cost or other basis (do not reduce by depreciation) <u>412,370.</u>
Sales Expense: _____	Valuation Method: <u>Fair Market Value</u>
Total Gain (Loss): <u>190,319.</u>	Accumulation Depreciation: _____
Description of Property: <u>fractional shares</u>	
Date Acquired: <u>12/31/11</u>	How Acquired: <u>Purchased</u>
Date Sold: <u>10/31/12</u>	Name of Buyer: <u>broker</u>
Sales Price: <u>29.</u>	Cost or other basis (do not reduce by depreciation) <u>0.</u>
Sales Expense: _____	Valuation Method: <u>Fair Market Value</u>
Total Gain (Loss): <u>29.</u>	Accumulation Depreciation: _____
Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____	Accumulation Depreciation: _____
Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____	Accumulation Depreciation: _____
Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____	Accumulation Depreciation: _____
Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____	Accumulation Depreciation: _____
Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____	Accumulation Depreciation: _____
Description of Property: _____	
Date Acquired: _____	How Acquired: _____
Date Sold: _____	Name of Buyer: _____
Sales Price: _____	Cost or other basis (do not reduce by depreciation) _____
Sales Expense: _____	Valuation Method: _____
Total Gain (Loss): _____	Accumulation Depreciation: _____

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Section 4940 & 511 Taxes	147,000.			
Foreign Taxes withheld on divide	17,215.	17,215.		
Total	164,215.	17,215.		

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Director's Expense Stipend	500.			500.
Investment & Banking costs	564.	564.		
Registrations/regulatory	25.			25.
Total	1,089.	564.		525.

Form 990-PF, Page 2, Part III, Line 3

Other Increases Stmt

Distributions from S-Corp (Joshua Green Corp)	288,868.
Adjustments to basis of s-corp investment (prior yrs)	1,988,061.
Adjustments to basis of s-corp investment (2012)	86,154.
Gain on sale of s-corp stock (990T)	9,111.
Total	2,372,194.

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Sandra Spurlock 1425 Fourth Avenue, Suite 420 Seattle WA 98101	Secretary 2.00	0.	0.	0.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Jennifer Carter 1425 Fourth Avenue, Suite 420 Seattle WA 98101	Trustee 1.00	0.	0.	100.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Louisa Malatos 1425 Fourth Avenue, Suite 420 Seattle WA 98101	Trustee 1.00	0.	0.	200.
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/> Stanley B. McCammon 1425 Fourth Avenue, Suite 420 Seattle WA 98101	Vice President 1.00	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1

Continued

Information about Officers, Directors, Trustees, Etc.

(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
Person <input checked="" type="checkbox"/> Business <input type="checkbox"/>				

Total

0. 0. 300.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Davis Wright Tremaine	consulting	198.			99.
Total		198.			99.

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Sweeney Conrad	tax return	1,405.			702.
Total		1,405.			702.

Form 990-PF, Page 2, Part II, Line 10a

L-10a Stmt

Line 10a - Investments - US and State Government Obligations:	End of Year		End of Year	
	State and Local Obligations Book Value	State and Local Obligations FMV	US Government Obligations Book Value	US Government Obligations FMV
US Treasury Bond			90,777.	120,000.
Total			90,777.	120,000.

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
676,038 US Bancorp common	430,272.	21,592,654.
1,440.2 Joshua Green Corporation common	2,943,708.	5,629,742.
10,000 AT&T	255,029.	337,100.
40,000 Bristol Meyers Squibb	1,011,433.	1,303,600.
10,000 Cons Edison	457,800.	555,400.
10,000 Duke Energy	168,930.	212,645.
20,000 DuPont	670,600.	899,570.
2,400 Frontier Comm.	18,975.	10,272.
3,000 Heinz HJ Company	133,680.	173,040.
8,600 Johnson & Johnson	605,526.	602,860.
1mm JPM Chase Pfd 7.9% 2049	1,043,692.	1,133,510.
10,000 Kimberly Clark Corp	612,358.	844,300.
8,333 Kraft Foods	240,620.	378,902.
10,000 McDonald's Corp	633,785.	882,100.
25,000 Mondelez Int'l	445,120.	636,330.
10,000 Pfizer	186,300.	250,793.
5,000 Royal Dutch Shell	272,240.	354,450.
10,000 Southern Co	340,700.	428,100.
15,000 Total SA	701,280.	780,150.
10,000 Verizon	281,555.	432,700.
25,000 Vodafone	574,500.	629,750.
2.1mm Wells Fargo 7.98 Pfd	2,319,661.	2,415,314.
Total	<u>14,347,764.</u>	<u>40,483,282.</u>

Joshua Green Foundation

91-6050748

Form 990-PF

Statement A

Tax Year 12/31/2012

Part XV - Line 3 (a) Grants and Contributions Paid	City	State	Purpose	Amount
Agros International	Seattle	WA	General Fund	1,500 00
Agros International	Seattle	WA	General Fund	1,500 00
Agros International	Seattle	WA	General Fund	1,000 00
Agros International	Seattle	WA	General Fund	1,000 00
Alliance Defense Fund	Scottsdale	AZ	Blackstone Fellowship	3,000 00
American Center for Law and Justice	Virginia Beach	VA	General Fund	3,000 00
American Center for Law and Justice	Virginia Beach	VA	General Fund	2,000 00
American Center for Law and Justice	Virginia Beach	VA	General Fund	1,000 00
American Center for Law and Justice	Virginia Beach	VA	General Fund	1,000 00
ArtsFund	Seattle	WA	Jim Tune	2,000 00
ArtsFund	Seattle	WA	Pledge	30,000 00
Bailey-Boushay House	Seattle	WA	Captial Project	25,000 00
Bainbridge Foundation, Inc	Bainbridge Island	WA	One Call for All	700 00
Bainbridge Foundation, Inc	Bainbridge Island	WA	General Fund	500 00
Bellevue Christian School	Bellevue	WA	General Fund	40,000 00
Bellevue Christian School	Bellevue	WA	General Fund	2,500 00
Bellevue Christian School	Bellevue	WA	General Fund	2,500 00
Bellevue Christian School	Bellevue	WA	General Fund	1,000 00
Bellevue Christian School	Bellevue	WA	General Fund	1,000 00
Bellevue Schools Foundation	Bellevue	WA	General Fund	1,500 00
Bellevue Schools Foundation	Bellevue	WA	General Fund	1,500 00
Belmont Day School	Belmont	MA	General Fund	4,000 00
Belmont Day School	Belmont	MA	General Fund	1,000 00
Belmont Hill School	Belmont	MA	General Fund	2,250 00
Belmont Hill School	Belmont	MA	General Fund	2,250 00
Big Brothers Big Sisters	Seattle	WA	Grant	10,000 00
Boy Scouts of America	Seattle	WA	General Fund	3,000 00
Bremerton Salvation Army	Bremerton	WA	General Fund	50,000 00
Calvary Chapel Lynnwood	Edmonds	WA	Building Fund	100,000 00
Calvary Chapel Lynnwood	Edmonds	WA	General Fund	10,000 00
Calvary Chapel Lynnwood	Edmonds	WA	General Fund	5,000 00
Calvary Fellowship	Mountlake Terrace	WA	General Fund	2,500 00
Calvary Fellowship - Petrignani	Mountlake Terrace	WA	Pierre Petrignani	900 00
Calvary Fellowship - Petrignani	Mountlake Terrace	WA	Pierre Petrignani	900 00
Calvary Fellowship - Petrignani	Mountlake Terrace	WA	Pierre Petrignani	900 00
Calvary Fellowship - Petrignani	Mountlake Terrace	WA	Pierre Petrignani	900 00
Calvary Fellowship - Petrignani	Mountlake Terrace	WA	Pierre Petrignani	7,500 00
Camp Korey	Carnation	WA	Grant	10,000 00
Cape Henry Collegiate School	Virginia Beach	VA	General Fund	1,000 00
Cape Henry Collegiate School	Virginia Beach	VA	General Fund	1,000 00
Capital Hill Housing Foundation	Seattle	WA	Grant	50,000 00
Cornish College of the Arts	Seattle	WA	Grant	100,000 00

Curry Ingram Academy	Brentwood	TN	General Fund	1,000 00
Curry Ingram Academy	Brentwood	TN	General Fund	1,000 00
Disabled Sports USA	Citrus Heights	CA	General Fund	2,000 00
Disabled Sports USA	Citrus Heights	CA	General Fund	500 00
Dream Bigger	Bellingham	WA	General Fund	500 00
Dream Bigger	Bellingham	WA	General Fund	500 00
Epiphany Parish of Seattle	Seattle	WA	General Fund	500 00
Epiphany Parish of Seattle	Seattle	WA	General Fund	500 00
Epiphany School	Seattle	WA	General Fund	4,000 00
Epiphany School	Seattle	WA	General Fund	4,000 00
Epiphany School	Seattle	WA	General Fund	2,000 00
Epiphany School	Seattle	WA	General Fund	2,000 00
Epiphany School	Seattle	WA	General Fund	2,500 00
Evergreen Healthcare Foundation	Kirkland	WA	Capital Project	50,000 00
Fireproof Ministries Inc - CA	Pasadena	CA	General Fund	5,000 00
Fireproof Ministries Inc - CA	Pasadena	CA	General Fund	5,000 00
Focus on the Family	Colorado Springs	CO	General Fund	2,500 00
Focus on the Family	Colorado Springs	CO	General Fund	500 00
Forest Ridge School	Bellevue	WA	General Fund	1,000 00
Forest Ridge School	Bellevue	WA	General Fund	1,000 00
Gow School	South Wales	NY	General Fund	3,000 00
Grace Episcopal Church	Bainbridge Island	WA	General Fund	5,400 00
Grace Episcopal Church	Bainbridge Island	WA	General Fund	5,000 00
Harvard College Fund	Cambridge	MA	General Fund	2,500 00
Healing for the Nations	Independence	MO	General Fund	5,000 00
Immanuel Community Services	Seattle	WA	Grant	10,000 00
International Justice Mission	Washington	DC	General Fund	5,000 00
International Justice Mission	Washington	DC	General Fund	2,000 00
International Justice Mission	Washington	DC	J Blom Team	1,000 00
International Justice Mission	Washington	DC	J Blom Team	1,000 00
Island Church	Bainbridge Island	WA	General Fund	150,000 00
Island Church	Bainbridge Island	WA	General Fund	150,000 00
Island Church	Bainbridge Island	WA	General Fund	100,000 00
Junior Achievement	Seattle	WA	Grant	1,000 00
League to Save Lake Tahoe	South Lake Tahoe	CA	General Fund	200 00
Marietta College	Marietta	OH	General Fund	750 00
Marietta College	Marietta	OH	General Fund	750 00
Medical Teams International	Portland	OR	Intl Building Fund	2,500 00
Medical Teams International	Portland	OR	Intl Building Fund	2,500 00
Medical Teams International	Portland	OR	General Fund	2,500 00
Medical Teams International	Portland	OR	General Fund	2,500 00
Neighborhood Cooking Foundation	Seattle	WA	General Fund	500 00
Neighborhood Cooking Foundation	Seattle	WA	General Fund	500 00
Nichols College	Dudley	MA	New Student Center	30,000 00
Nichols College	Dudley	MA	General Fund	3,000 00
Northwest Family Life	Seattle	WA	General Fund	5,000 00
Northwest Family Life	Seattle	WA	General Fund	1,000 00
Northwest Harvest	Seattle	WA	General Fund	5,000 00
Northwest School	Seattle	WA	Capital Campaign	5,000 00

Northwest School	Seattle	WA	Capital Campaign	5,000 00
Northwest University	Kirkland	WA	General Fund	1,000 00
Northwest University	Kirkland	WA	General Fund	1,000 00
Northwest University	Kirkland	WA	General Fund	3,000 00
Pratt Fine Arts Center	Seattle	WA	Grant	20,000 00
Rainier Christian Schools	Renton	WA	Legacy Campaign	500 00
Rainier Christian Schools	Renton	WA	Legacy Campaign	500 00
Regent University Law School	Virginia Beach	VA	General Fund	500 00
Regent University Law School	Virginia Beach	VA	General Fund	500 00
Rhododendron Species Foundation	Federal Way	WA	General Fund	5,000 00
Rhododendron Species Foundation	Federal Way	WA	General Fund	10,000 00
Robert E Lee Memorial	Stratford	VA	General Fund	500 00
Robert E Lee Memorial	Stratford	VA	General Fund	500 00
Ronald McDonald House Seattle	Seattle	WA	General Fund	1,000 00
Ronald McDonald House Seattle	Seattle	WA	General Fund	1,000 00
San Diego Hope Church	San Diego	CA	Support of Sue Hegle	2,000 00
San Diego Hope Church	San Diego	CA	Support of Sue Hegle	2,000 00
San Diego Hope Church	San Diego	CA	Support of Sue Hegle	1,500 00
San Diego Hope Church	San Diego	CA	Support of Sue Hegle	1,500 00
Seattle Children's Hospital Guild Assoc	Seattle	WA	KC Howard Guild	1,000 00
Seattle Children's Hospital Guild Assoc	Seattle	WA	KC Howard Guild	1,000 00
Seattle Children's Theatre	Seattle	WA	Adrienne Coons Fund	500 00
Seattle Children's Theatre	Seattle	WA	Adrienne Coons Fund	500 00
Seattle Christian School	Seattle	WA	General Fund	1,000 00
Seattle Pacific University	Seattle	WA	General Fund	3,000 00
Seattle Pacific University	Seattle	WA	General Fund	1,000 00
Seattle Pacific University	Seattle	WA	General Fund	1,000 00
Seattle Pacific University	Seattle	WA	General Fund	500 00
Seattle Pacific University	Seattle	WA	General Fund	500 00
Seattle Parks Foundation	Seattle	WA	MOMentum	200 00
Seattle Parks Foundation	Seattle	WA	MOMentum	200 00
Seattle Parks Foundation	Seattle	WA	MOMentum	200 00
Seattle Parks Foundation	Seattle	WA	MOMentum	200 00
Seattle Preparatory School	Seattle	WA	General Fund	50 00
Seattle Preparatory School	Seattle	WA	General Fund	50 00
Soup Ladies	Black Diamond	WA	General Fund	500 00
Soup Ladies	Black Diamond	WA	General Fund	500 00
St Paul's School	Concord	NH	General Fund	1,000 00
St Paul's School	Concord	NH	General Fund	1,000 00
Taproot Theatre Company	Seattle	WA	Grant	50,000 00
The Sophia Way	Bellevue	WA	Grant	5,000 00
Union Gospel Mission of Reno- Sparks	Reno	NV	General Fund	3,000 00
Union Gospel Mission of Seattle	Seattle	WA	General Fund	1,000.00
Union Gospel Mission of Seattle	Seattle	WA	General Fund	1,000 00
United Way of King County	Seattle	WA	Safety Net '12-'13 Campaign	10,000 00
United Way of King County	Seattle	WA	Safety Net '12-'13 Campaign	5,000 00
University Prep	Seattle	WA	Annual Fund	2,000 00
University Prep	Seattle	WA	Annual Fund	2,000 00
University Prep	Seattle	WA	Annual Fund & Cap Campaign	4,500 00

University Prep	Seattle	WA	Annual Fund & Cap Campaign	4,500 00
Urban Impact	Seattle	WA	Grant	25,000 00
Vashon Community Care	Vashon Island	WA	Grant	10,000 00
Virginia Mason Foundation	Seattle	WA	Directors annual contribution	10,000 00
Virginia Mason Foundation	Seattle	WA	General Fund	10,000 00
Vision House	Renton	WA	Grant	25,000 00
WA Trust for Historic Preservation	Seattle	WA	Grant	25,000 00
Washington State Heritage Center	Olympia	WA	General Fund	1,000 00
Washington State Heritage Center	Olympia	WA	General Fund	1,000 00
Wave Church	Virginia Beach	VA	General Fund	2,000 00
Wave Church	Virginia Beach	VA	General Fund	2,000 00
Wave College, Inc	Virginia Beach	VA	Golf Tournament	1,500 00
Wave College, Inc	Virginia Beach	VA	Golf Tournament	1,500 00
Wellspring Family Services	Seattle	WA	Grant	25,000 00
Woodland Park Zoological Society	Seattle	WA	Pledge	100,000 00
World Concern	Seattle	WA	General Fund	2,500 00
World Vision	Federal Way	WA	General Fund	2,500 00
				<u>1,477,800 00</u>