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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation THE LARRY L. HILLBLOM FOUNDATION, INC.		A Employer identification number 94-3241600
Number and street (or P O box number if mail is not delivered to street address) 755 BAYWOOD DRIVE		B Telephone number (707) 762-6691
City or town, state, and ZIP code PETALUMA, CA 94954		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 122,342,002. (Part I, column (d) must be on cash basis)		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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))		(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				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		367.	367.		STATEMENT 1
4 Dividends and interest from securities		1,076,463.	1,076,463.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,227,628.			
b Gross sales price for all assets on line 6a		6,686,107.			
7 Capital gain net income (from Part IV, line 2)			2,753,504.		
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)					
11 Other income		848,230.	1,305,904.		STATEMENT 3
12 Total. Add lines 1 through 11		4,152,688.	5,136,238.		
13 Compensation of officers, directors, trustees, etc.		853,000.	411,700.		441,300.
14 Other employee salaries and wages		68,042.	0.		68,042.
15 Pension plans, employee benefits		246,505.	142,399.		104,106.
16a Legal fees		1,086.	0.		1,086.
b Accounting fees		32,400.	15,552.		16,848.
c Other professional fees		374,944.	364,094.		10,850.
17 Interest					
18 Taxes		237,942.	91,017.		0.
19 Depreciation and depletion		3,224.	1,612.		
20 Occupancy		83,665.	40,158.		43,507.
21 Travel, conferences, and meetings		25,144.	0.		79,177.
22 Printing and publications					
23 Other expenses		75,150.	21,674.		53,476.
24 Total operating and administrative expenses. Add lines 13 through 23		2,001,102.	1,088,206.		818,392.
25 Contributions, gifts, grants paid		3,608,130.			4,123,704.
26 Total expenses and disbursements. Add lines 24 and 25		5,609,232.	1,088,206.		4,942,096.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<1,456,544.>			
b Net investment income (if negative, enter -0-)			4,048,032.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	62,199.	19,995.	19,995.
	2 Savings and temporary cash investments	405,720.	297,354.	297,354.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	6,693.	6,693.	6,693.
	10a Investments - U.S. and state government obligations STMT 9	4,163,735.	3,936,143.	3,936,143.
	b Investments - corporate stock STMT 10	62,785,475.	70,523,953.	70,523,953.
	c Investments - corporate bonds STMT 11	18,986,231.	19,032,332.	19,032,332.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	20,862,010.	21,780,078.	21,780,078.	
14 Land, buildings, and equipment: basis ▶ 160,910.				
Less: accumulated depreciation STMT 13 ▶ 136,986.	14,319.	23,924.	23,924.	
15 Other assets (describe ▶ STATEMENT 14)	5,350,212.	6,721,530.	6,721,530.	
16 Total assets (to be completed by all filers)	112,636,594.	122,342,002.	122,342,002.	
Liabilities	17 Accounts payable and accrued expenses	77,489.	23,456.	
	18 Grants payable	2,355,574.	1,840,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 15)	0.	28,750.	
23 Total liabilities (add lines 17 through 22)	2,433,063.	1,892,206.		
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	110,203,531.	120,449,796.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	110,203,531.	120,449,796.	
31 Total liabilities and net assets/fund balances	112,636,594.	122,342,002.		

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	110,203,531.
2 Enter amount from Part I, line 27a	2	<1,456,544.>
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN ON INVESTMENTS	3	11,702,809.
4 Add lines 1, 2, and 3	4	120,449,796.
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	120,449,796.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
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			
b			
c			
d			
e 7,211,983.		4,458,479.	2,753,504.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(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))
a			
b			
c			
d			
e			2,753,504.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,753,504.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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 (col. (b) divided by col. (c))
2011	6,130,798.	117,338,473.	.052249
2010	5,966,143.	114,030,501.	.052321
2009	8,998,939.	101,020,375.	.089080
2008	12,188,076.	136,988,904.	.088971
2007	12,297,317.	173,576,205.	.070847

2 Total of line 1, column (d)	2	.353468
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	.070694
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	116,220,845.
5 Multiply line 4 by line 3	5	8,216,116.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	40,480.
7 Add lines 5 and 6	7	8,256,596.
8 Enter qualifying distributions from Part XII, line 4 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.	8	4,942,096.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	80,961.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	80,961.
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	80,961.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	85,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	85,000.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	4,039.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☐ 4,039. Refunded ☐	11	0.	

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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? If "Yes," attach a conformed copy of the changes		X
4a 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? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA, WI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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>WWW.LLHF.ORG</u>	13	X	
14	The books are in care of ► <u>DAVID R. JONES, CFO</u> Telephone no. ► <u>(707) 762-6691</u> Located at ► <u>755 BAYWOOD DRIVE, SUITE 180, PETALUMA, CA</u> ZIP+4 ► <u>94954</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 ► 15 N/A			
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? 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>SEE STATEMENT 16</u>	16	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
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 ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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 ☒ 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 ☒ 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 ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1c	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? If "Yes," list the years ► _____, _____, _____	☐ Yes ☒ No	
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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

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

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		853,000.	182,307.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
COLONIAL CONSULTING - 750 THIRD AVENUE 20TH FLOOR, NEW YORK, NY 10017	INVESTMENT ADVICE	174,723.
WELLINGTON TRUST COMPANY, NA P.O. BOX 13766, NEWARK, NJ 07188	INVESTMENT MGMT	50,526.
Total number of others receiving over \$50,000 for professional services		0

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 SEE STATEMENT 18	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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	117,425,822.
b	Average of monthly cash balances	1b	564,884.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	117,990,706.
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	117,990,706.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,769,861.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	116,220,845.
6	Minimum investment return. Enter 5% of line 5	6	5,811,042.

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	5,811,042.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	80,961.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	108,163.
c	Add lines 2a and 2b	2c	189,124.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,621,918.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,621,918.
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	5,621,918.

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	4,942,096.
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:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,942,096.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,942,096.

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				5,621,918.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	3,453,349.			
b From 2008	5,360,807.			
c From 2009	3,987,580.			
d From 2010	369,011.			
e From 2011	406,361.			
f Total of lines 3a through e	13,577,108.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 4,942,096.				
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				4,942,096.
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).)	679,822.			679,822.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,897,286.			
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 instr.			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)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	2,773,527.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	10,123,759.			
10 Analysis of line 9:				
a Excess from 2008	5,360,807.			
b Excess from 2009	3,987,580.			
c Excess from 2010	369,011.			
d Excess from 2011	406,361.			
e Excess from 2012				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

1 Information Regarding Foundation Managers:

- N/A

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				
ABOUT FACE MEDIA LITERACY P.O. BOX 77665 SAN FRANCISCO, CA 94107	NONE	PUBLIC	GENERAL SUPPORT	3,000.
AMERICAN ASSIST CAMBODIA P.O. BOX 2716 GPO NEW YORK, NY 10116	NONE	PUBLIC	GENERAL SUPPORT	5,000.
BOY & GIRLS CLUB OF LAKE TAHOE P.O. BOX 17846 S. LAKE TAHOE, CA 96151	NONE	PUBLIC	GENERAL SUPPORT	5,000.
BUCK INSTITUTE FOR RESEARCH ON AGING 8001 REDWOOD BLVD NOVATO, CA 94945	NONE	PUBLIC	GENERAL SUPPORT	155,000.
COMMUNITY FOUNDATION OF SONOMA COUTY - STOLANE FUND 250 D STREET SANTA ROSA, CA 95404	NONE	PUBLIC	GENERAL SUPPORT	50,000.
Total			SEE CONTINUATION SHEET(S)	▶ 3a 4,123,704.
b Approved for future payment				
BUCK INSTITUTE FOR RESEARCH ON AGING 8001 REDWOOD BLVD. NOVATO, CA 94945	NONE	PUBLIC	GENERAL SUPPORT	290,000.
REGENTS, UNIVERSITY OF CALIF. C/O UCLA 10920 WILSHIRE BLVD. LOS ANGELES, CA 90024	NONE	PUBLIC	GENERAL SUPPORT	760,000.
REGENTS, UNIVERSITY OF CALIF. C/O UCSD 9500 GILMAN DRIVE LA JOLLA, CA 92093	NONE	PUBLIC	GENERAL SUPPORT	280,000.
Total			SEE CONTINUATION SHEET(S)	▶ 3b 1,840,000.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	THE NORTHERN TRUST COMPANY #0430 - SEE ATTACHED	P	VARIOUS	VARIOUS
b	THE NORTHERN TRUST COMPANY #0430 - SEE ATTACHED	P	VARIOUS	VARIOUS
c	THE NORTHERN TRUST COMPANY #0430 - CAP GAIN DSTRB	P	VARIOUS	VARIOUS
d	THE NORTHERN TRUST COMPANY #4436 - SEE ATTACHED	P	VARIOUS	VARIOUS
e	THE NORTHERN TRUST COMPANY #4436 - SEE ATTACHED	P	VARIOUS	VARIOUS
f	THE NORTHERN TRUST COMPANY #04436 - CAP GAIN DSTR	P	VARIOUS	VARIOUS
g	CAPITAL GAINS FROM PARTNERSHIPS	P	VARIOUS	VARIOUS
h	THE NORTHERN TRUST COMPANY #0430 - CAP GAIN DSTRB	P	VARIOUS	VARIOUS
i	THE NORTHERN TRUST COMPANY #0430 - ADJ FOR K-1 IN	P	VARIOUS	VARIOUS
j	THE NORTHERN TRUST COMPANY #0430 - ADJ FOR K-1 IN	P	VARIOUS	VARIOUS
k				
l				
m				
n				
o				

(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 1,823,145.		1,714,183.	108,962.
b 1,260,728.		1,179,282.	81,446.
c 1,445,489.			1,445,489.
d 503,653.		523,940.	<20,287.>
e 1,742,182.		1,041,074.	701,108.
f 4,745.			4,745.
g 525,876.			525,876.
h <99,044.>			<99,044.>
i 3,204.			3,204.
j 2,005.			2,005.
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			108,962.
b			81,446.
c			1,445,489.
d			<20,287.>
e			701,108.
f			4,745.
g			525,876.
h			<99,044.>
i			3,204.
j			2,005.
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2,753,504.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
COMMUNITY GUILD PO BOX 2753 PETALUMA, CA 94952	NONE	PUBLIC	GENERAL SUPPORT	5,000.
COMMUNITY SERVICE FUND 800 BRYANT STREET SAN FRANCISCO, CA 94103	NONE	PUBLIC	GENERAL SUPPORT	7,500.
CONCORDIA LUTHERAN CHURCH P.O. BOX 608 KINGSBURG, CA 93631	NONE	PUBLIC	GENERAL SUPPORT	63,737.
CONSERVATION STRATEGY FUND P.O. BOX 153 PHILO, CA 95466	NONE	PUBLIC	GENERAL SUPPORT	15,000.
COUNCIL ON AGING 30 KAWANA SPRING ROAD SANTA ROSA, CA 95404	NONE	PUBLIC	GENERAL SUPPORT	20,000.
CYSTIC FIBROSIS FOUNDATION 107 WESTRIDGE DRIVE PETALUMA, CA 94952	NONE	PUBLIC	GENERAL SUPPORT	2,000.
E&E PERFORMING ARTS CENTER 2606 14TH AVE KINGSBURG, CA 93631	NONE	PUBLIC	GENERAL SUPPORT	35,575.
FRESNO AREA DOWN SYNDROME SOCIETY 4420 N. FIRST STREET, SUITE 106 FRESNO, CA 91726-2328	NONE	PUBLIC	GENERAL SUPPORT	5,000.
FRESNO UNITED NEIGHBORHOOD 1515 E. DIVISADERO FRESNO, CA 93721	NONE	PUBLIC	GENERAL SUPPORT	12,520.
HABITAT FOR HUMANITY P.O. BOX 1420 MARIPOSA, CA 95338	NONE	PUBLIC	GENERAL SUPPORT	20,000.
Total from continuation sheets				3,905,704.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
HEALDSBURG PERFORMING ARTS PO BOX 870 HEALDSBURG, CA 95448	NONE	PUBLIC	GENERAL SUPPORT	3,000.
HEALTHCARE FOUNDATION NORTHERN SONOMA COUNTY 11 MONTE VISTA AVE. HEALDSBURG, CA 95448	NONE	PUBLIC	GENERAL SUPPORT	20,000.
IN SPIRIT P.O. BOX 383 WOODACRE, CA 94973	NONE	PUBLIC	GENERAL SUPPORT	5,000.
JEWISH FAMILY & CHILDREN 2150 POST STREET SAN FRANCISCO, CA 94115	NONE	PUBLIC	GENERAL SUPPORT	40,000.
JONI & FRIENDS CENTRAL CALIFORNIA 770 E. SHAW, # 127 FRESNO, CA 93710	NONE	PUBLIC	GENERAL SUPPORT	14,000.
KINGS RIVER UNION SCHOOL 3961 AVENUE 400 KINGSBURG, CA 93631	NONE	PUBLIC	GENERAL SUPPORT	10,000.
KINGSBURG HISTORIC SOCIETY, INC. 13496 E. KAMM AVE. KINGSBURG, CA 93631	NONE	PUBLIC	GENERAL SUPPORT	497,038.
KINGSBURG JOINT UNION HIGH SCHOOL 1900-18TH AVE. KINGSBURG, CA 93631	NONE	PUBLIC	GENERAL SUPPORT	56,899.
LA LUZ CENTER P.O. BOX 1016 BOYES HOT SPRINGS, CA 95416	NONE	PUBLIC	GENERAL SUPPORT	6,750.
LASALLIAN EDUCATION FUND 100 SHORELINE HWY, SUITE 386B MILL VALLEY, CA 94941	NONE	PUBLIC	GENERAL SUPPORT	2,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
MARIN CATHOLIC HIGH SCHOOL 159 MARK TWAIN DRIVE SAN RAFAEL, CA 94903	NONE	PUBLIC	GENERAL SUPPORT	10,000.
MARIN FRIENDS OF FERALS PO BOX 6282 SAN RAFAEL, CA 94903	NONE	PUBLIC	GENERAL SUPPORT	2,000.
MARINE APPLIED RESEARCH AND EXPLORATION 5805 OCEAN VIEW DRIVE OAKLAND, CA 94618	NONE	PUBLIC	GENERAL SUPPORT	4,000.
MOTHERS OF MILITARY SERVICE MEMBERS P.O. BOX 8123 SANTA ROSA, CA 95407	NONE	PUBLIC	GENERAL SUPPORT	4,000.
MOUNT ST. MARY'S COLLEGE 10 CHESTER PLACE LOS ANGELES, CA 90007	NONE	PUBLIC	GENERAL SUPPORT	5,000.
NEPALESE YOUTH OPPORTUNITY FOUNDATION, INC. 203 VALLEY STREET SAUSALITO, CA 94965	NONE	PUBLIC	GENERAL SUPPORT	2,000.
NEW PATH P.O. BOX 874 KINGSBURG, CA 93631	NONE	PUBLIC	GENERAL SUPPORT	10,000.
OAKHURST LUTHERAN CHURCH 39255 BLACK ROAD OAKHURST, CA 93644	NONE	PUBLIC	GENERAL SUPPORT	5,000.
OAKLAND SCHOOL FOR THE ARTS 2227 UNION STREET SAN FRANCISCO, CA 94123	NONE	PUBLIC	GENERAL SUPPORT	40,000.
PET RESCUE OF UNWANTED DOGS 13570 SOUTH ACADEMY AVE. KINGSBURG, CA 93631	NONE	PUBLIC	GENERAL SUPPORT	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
PETALUMA EDUCATIONAL FOUNDATION 200 DOUGLAS STREET PETALUMA, CA 94952	NONE	PUBLIC	GENERAL SUPPORT	6,000.
PHILANTHROPIC VENTURES FOUNDATION 1222 PRESERVATION PARK WAY OAKLAND, CA 94612-1201	NONE	PUBLIC	GENERAL SUPPORT	3,000.
REBUILDING TOGETHER PETALUMA, INC PO BOX 100 PETALUMA, CA 94953	NONE	PUBLIC	GENERAL SUPPORT	5,000.
REGENTS, UNIVERSITY OF CALIF. C/O UCLA 10920 WILSHIRE BLVD LOS ANGELES, CA 90024-6503	NONE	PUBLIC	GENERAL SUPPORT	836,420.
REGENTS, UNIVERSITY OF CALIF. C/O UCSF, P.O. BOX 0248 SAN FRANCISCO, CA 94143	NONE	PUBLIC	GENERAL SUPPORT	1,151,347.
SONOMA COMMUNITY CENTER 276 EAST NAPA STREET SONOMA, CA 95476	NONE	PUBLIC	GENERAL SUPPORT	7,850.
SONOMA COUNTY FAIR & EXPOSITION PO BOX 1536 SANTA ROSA, CA 95402	NONE	PUBLIC	GENERAL SUPPORT	2,000.
SONOMA STATE UNIVERSITY 1801 E. COTATI AVE. ROHNERT PARK, CA 94928	NONE	PUBLIC	GENERAL SUPPORT	5,000.
SONOMA/PETALUMA STATE HISTORIC PARKS ASSOCIATION 36 EAST SPAIN STREET SONOMA, CA 95476	NONE	PUBLIC	GENERAL SUPPORT	2,000.
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST. JUDE PLACE MEMPHIS, TN 38105	NONE	PUBLIC	GENERAL SUPPORT	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	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
THAT MAN MAY SEE, INC PO BOX 0352 SAN FRANCISCO, CA 94143	NONE	PUBLIC	GENERAL SUPPORT	5,000.
THE DANTA BENEDETTI FOUNDATION 863 EI PINTADO DANVILLE, CA 94526	NONE	PUBLIC	GENERAL SUPPORT	10,000.
TRAVER ELEMENTARY SCHOOL P.O. BOX 69 TRAVER, CA 93673	NONE	PUBLIC	GENERAL SUPPORT	8,531.
UC SAN DIEGO 9500 GILMAN DRIVE, MC 0934 LA JOLLA, CA 92093-0934	NONE	PUBLIC	GENERAL SUPPORT	508,117.
UC SANTA BARBARA 3227 CHEADLE HALL SANTA BARBARA, CA 93106-2050	NONE	PUBLIC	GENERAL SUPPORT	367,566.
UMKC LAW FOUNDATION 5100 ROCK HILL RD KANSAS CITY, MO 64110-2499	NONE	PUBLIC	GENERAL SUPPORT	3,000.
UNIVERSITY OF SAN FRANCISCO - SCHOOL OF LAW 2130 FULTON STREET SAN FRANCISCO, CA 94117	NONE	PUBLIC	GENERAL SUPPORT	5,000.
VALLEY PERFORMING ARTS P.O. BOX 71 KINGSBURG, CA 93631	NONE	PUBLIC	GENERAL SUPPORT	43,854.
WESTERN MARIN SENIOR SERVICES PO BOX 791 POINT REYES STATION, CA 94956-0791	NONE	PUBLIC	GENERAL SUPPORT	3,000.
Total from continuation sheets				

3 .Grants and Contributions Approved for Future Payment (Continuation)

223635
05-01-12

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF MARIN	367.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	367.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NORTHERN TRUST	1,076,463.	0.	1,076,463.
TOTAL TO FM 990-PF, PART I, LN 4	1,076,463.	0.	1,076,463.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BOOK-TAX DIFFERENCE - CAPITAL GAIN	<916,608.>	0.	
BOOK-TAX DIFFERENCE - DIV & INT	925,238.	0.	
PARTNERSHIP NET INCOME - BOOK	839,600.	839,600.	
PARTNERSHIP NET INCOME - TAX ADJUSTMENT	0.	466,304.	
TOTAL TO FORM 990-PF, PART I, LINE 11	848,230.	1,305,904.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1,086.	0.		1,086.
TO FM 990-PF, PG 1, LN 16A	1,086.	0.		1,086.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	32,400.	15,552.		16,848.	
TO FORM 990-PF, PG 1, LN 16B	32,400.	15,552.		16,848.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGAGEMENT CONSULTING	189,371. 185,573.	189,371. 174,723.		0. 10,850.	
TO FORM 990-PF, PG 1, LN 16C	374,944.	364,094.		10,850.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAX ON NET INVESTMENT INCOME	237,942.	0.		0.	
FOREIGN TAXES	0.	91,017.		0.	
TO FORM 990-PF, PG 1, LN 18	237,942.	91,017.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INSURANCE	22,664.	10,879.		11,785.	
SUPPLIES	3,556.	1,707.		1,849.	
REPAIRS & MAINTENANCE	1,566.	753.		813.	
ADMINISTRATIVE COSTS	17,364.	8,335.		9,029.	
MEDICAL ADVISORY BOARD	30,000.	0.		30,000.	
TO FORM 990-PF, PG 1, LN 23	75,150.	21,674.		53,476.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
NORTHERN TRUST	X		3,936,143.	3,936,143.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,936,143.	3,936,143.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,936,143.	3,936,143.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	10
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST			70,523,953.	70,523,953.
TOTAL TO FORM 990-PF, PART II, LINE 10B			70,523,953.	70,523,953.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
NORTHERN TRUST	19,032,332.	19,032,332.
TOTAL TO FORM 990-PF, PART II, LINE 10C	19,032,332.	19,032,332.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN LIMITED PARTNERSHIPS	FMV	21,737,262.	21,737,262.
LONG TERM INVESTMENTS - NORTHERN TRUST CASH & CASH EQUIVALENTS	FMV	42,816.	42,816.
TOTAL TO FORM 990-PF, PART II, LINE 13		21,780,078.	21,780,078.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT 13
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	86,138.	73,229.	12,909.
EQUIPMENT	48,885.	37,870.	11,015.
FURNITURE AND FIXTURES	25,887.	25,887.	0.
TOTAL TO FM 990-PF, PART II, LN 14	160,910.	136,986.	23,924.

FORM 990-PF	OTHER ASSETS		STATEMENT 14
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ARW, LLC	633,633.	854,356.	854,356.
PATHWAY PRIVATE EQUITY FUND	2,649,142.	3,661,906.	3,661,906.
INTEREST RECEIVABLE	11,659.	11,587.	11,587.
PORTFOLIO ADVISORS PRIVATE EQUITY	1,988,118.	2,193,681.	2,193,681.
PREPAID INCOME TAXES	67,660.	0.	0.
TO FORM 990-PF, PART II, LINE 15	5,350,212.	6,721,530.	6,721,530.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 15
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
INCOME TAXES PAYABLE	0.	28,750.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	28,750.

FORM 990-PF	NAME OF FOREIGN COUNTRY IN WHICH ORGANIZATION HAS FINANCIAL INTEREST	STATEMENT 16
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NAME OF COUNTRY

CAYMAN ISLANDS
BERMUDA
BRITISH VIRGIN ISLANDS
OTHER COUNTRY
CANADA

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 17
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PETER J. DONNICI 755 BAYWOOD DR., #180 PETALUMA, CA 94954	PRESIDENT & CEO 32.50	144,000.	34,885.	0.
STEPHEN J. SCHWARTZ 755 BAYWOOD DR., #180 PETALUMA, CA 94954	VICE PRESIDENT 20.00	84,000.	7,058.	0.
WALTER HILLBLOM 755 BAYWOOD DR., #180 PETALUMA, CA 94954	VICE PRESIDENT 25.00	91,000.	29,885.	0.
TERRY C. HILLBLOM 755 BAYWOOD DR., #180 PETALUMA, CA 94954	COO 27.50	129,000.	31,377.	0.
GRANT A. ANDERSON 755 BAYWOOD DR., #180 PETALUMA, CA 94954	VICE PRESIDENT 27.50	119,000.	42,622.	0.
DAVID R. JONES 755 BAYWOOD DR., #180 PETALUMA, CA 94954	CFO 32.50	116,000.	36,480.	0.
E. LEWIS REID 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	34,500.	0.	0.
JANICE QUISTAD 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	34,500.	0.	0.
PAUL KIMOTO 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	34,000.	0.	0.
IDA O'BRIEN 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	32,500.	0.	0.
JOSEPH WAECHTER 755 BAYWOOD DR., #180 PETALUMA, CA 94954	DIRECTOR 7.00	34,500.	0.	0.

WILLIAM A. ROBINSON	DIRECTOR			
755 BAYWOOD DR., #180	0.00	0.	0.	0.
PETALUMA, CA 94954				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII	853,000.	182,307.	0.
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FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	18
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ACTIVITY ONE

THE PURPOSE OF THE FOUNDATION IS TO SUPPORT MEDICAL RESEARCH
IN THE AREAS OF DIABETES AND AGING. GRANT RECIPIENTS ARE
SELECTED BASED UPON THIS CRITERIA IN FURTHERANCE OF THE
ORGANIZATION'S EXEMPT PURPOSE.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

0.

2012 Tax Information Statement

Page 26 of 38

Ref: JMO

Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.

ATTN: DAVID JONES

755 BAYWOOD DRIVE

SUITE 180

PETALUMA, CA 94954

26-24436

Account Number:

Recipient's Tax ID Number: 94-3241600

☐ Corrected☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
855244109	STARBUCKS CORP							
187.0000	05/16/2012 01/09/2004		10,018.76	3,107.00	0.00	6,909.76	0.00	0.00
315616102	F5 NETWORKS INC							
42.0000	05/17/2012 03/31/2011		4,936.90	4,274.31	0.00	662.59	0.00	0.00
46120E602	INTUITIVE SURGICAL INC COM NEW STK							
15.0000	05/17/2012 08/18/2005		7,893.41	1,106.46	0.00	6,786.95	0.00	0.00
92826C839	VISA INC CLASS A SHARES							
149.0000	06/27/2012 03/19/2008		18,333.06	8,546.49	0.00	9,786.57	0.00	0.00
855244109	STARBUCKS CORP							
97.0000	06/28/2012 01/09/2004		4,999.43	1,611.68	0.00	3,387.77	0.00	0.00
92826C839	VISA INC CLASS A SHARES							
79.0000	06/28/2012 03/19/2008		9,528.40	4,531.36	0.00	4,997.04	0.00	0.00
855244109	STARBUCKS CORP							
64.0000	06/29/2012 01/09/2004		3,390.66	1,063.36	0.00	2,327.30	0.00	0.00
92826C839	VISA INC CLASS A SHARES							
59.0000	06/29/2012 03/19/2008		7,253.31	3,384.18	0.00	3,869.13	0.00	0.00
92826C839	VISA INC CLASS A SHARES							
131.0000	07/02/2012 03/19/2008		16,404.88	7,514.03	0.00	8,890.85	0.00	0.00

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2012 Tax Information Statement

Account Number: 26-24436
 Recipient's Tax ID Number: 94-3241600

Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
 755 BAYWOOD DRIVE
 SUITE 180
 PETALUMA, CA 94954

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

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☐ 2nd TIN notice

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Ref: JMO

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
92826C839	VISA INC CLASS A SHARES			V	4,047.98	1,835.49	0.00	2,212.49	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC	07/03/2012	03/19/2008	ALXN	6,737.76	2,067.99	0.00	4,669.77	0.00	0.00
855244109	STARBUCKS CORP	07/05/2012	10/04/2010	SBUX	6,765.55	2,143.33	0.00	4,622.22	0.00	0.00
129.0000		07/05/2012	01/09/2004	ALXN	2,143.61	668.12	0.00	1,475.49	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC	07/08/2012	10/04/2010	SBUX	6,512.75	2,093.49	0.00	4,419.26	0.00	0.00
855244109	STARBUCKS CORP	07/08/2012	01/09/2004	ALXN	5,421.35	1,717.65	0.00	3,703.70	0.00	0.00
126.0000		07/09/2012	Various	SBUX	4,366.17	1,395.66	0.00	2,970.51	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC	07/09/2012	01/09/2004	ALXN	4,373.89	1,398.38	0.00	2,975.51	0.00	0.00
84.0000		07/10/2012	Various	ALXN	3,385.16	1,108.16	0.00	2,277.00	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC	07/11/2012	Various							
35.0000										

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2012 Tax Information Statement

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Recipient's Name and Address:

 Account Number: 26-24436
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 THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

 THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
 755 BAYWOOD DRIVE
 SUITE 180
 PETALUMA, CA 94954
☐ Corrected☐ 2nd TIN notice

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Cusip	Description	Stock or Other Symbol		Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.					
015351109	ALEXION PHARMACEUTICALS INC		ALXN					
25.0000	07/11/2012	10/04/2010	2,428.24	794.13	0.00	1,634.11	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC		ALXN					
60.0000	07/12/2012	09/24/2010	5,778.20	1,897.57	0.00	3,880.63	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC		ALXN					
48.0000	07/13/2012	Various	4,671.73	1,517.95	0.00	3,153.78	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC		ALXN					
51.0000	07/16/2012	09/23/2010	4,978.66	1,610.02	0.00	3,368.64	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC		ALXN					
41.0000	07/17/2012	09/23/2010	4,036.85	1,294.33	0.00	2,742.52	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC		ALXN					
35.0000	07/18/2012	09/23/2010	3,482.01	1,104.92	0.00	2,377.09	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC		ALXN					
30.0000	07/18/2012	09/23/2010	2,989.73	947.07	0.00	2,042.66	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC		ALXN					
41.0000	07/18/2012	09/23/2010	4,091.28	1,294.34	0.00	2,796.94	0.00	0.00
64110L106	NETFLIX INC COM STK		NFLX					
215.0000	09/05/2012	11/30/2010	11,801.19	43,617.24	0.00	-31,816.05	0.00	0.00

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2012 Tax Information Statement

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 Recipient's Name and Address:
 THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
 755 BAYWOOD DRIVE
 SUITE 180
 PETALUMA, CA 94954

Account Number: 26-24438
 Recipient's Tax ID Number: 94-3241600

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

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Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
64110L106	NETFLIX INC COM STK		NFLX				
230.0000	09/06/2012	Various	12,835.78	0.00	-32,957.53	0.00	0.00
64110L106	NETFLIX INC COM STK		NFLX				
130.0000	09/07/2012	11/29/2010	7,389.32	0.00	-18,136.45	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
41.0000	09/21/2012	09/08/2011	5,974.62	0.00	2,972.70	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
30.0000	09/21/2012	09/08/2011	4,367.74	0.00	2,171.21	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
36.0000	09/24/2012	Various	5,180.20	0.00	2,561.39	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
45.0000	09/25/2012	09/07/2011	6,609.70	0.00	3,468.11	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
22.0000	09/26/2012	09/07/2011	3,163.60	0.00	1,627.71	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
26.0000	09/27/2012	09/07/2011	3,797.18	0.00	1,982.04	0.00	0.00
747525103	QUALCOMM INC		QCOM				
383.0000	10/12/2012	Various	22,476.65	0.00	8,260.52	0.00	0.00

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Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.

28-24436

94-3241600

Account Number:

Recipient's Tax ID Number:

THE NORTHERN TRUST COMPANY

P.O. BOX 803878

CHICAGO, IL 60680

☐ Corrected☐ 2nd TIN noticeATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
747525103	QUALCOMM INC				QCOM						
317.0000	10/15/2012 Various				18,697.10		11,378.74	0.00	7,318.36	0.00	0.00
384802104	WW GRAINGER INC				GWV						
54.0000	10/18/2012 01/21/2010				11,281.65		5,381.29	0.00	5,900.36	0.00	0.00
384802104	WW GRAINGER INC				GWV						
27.0000	10/18/2012 01/21/2010				5,659.18		2,690.65	0.00	2,968.53	0.00	0.00
384802104	WW GRAINGER INC				GWV						
38.0000	10/19/2012 Various				7,862.60		3,785.31	0.00	4,077.28	0.00	0.00
384802104	WW GRAINGER INC				GWV						
34.0000	10/22/2012 01/26/2010				6,978.68		3,385.49	0.00	3,593.19	0.00	0.00
384802104	WW GRAINGER INC				GWV						
33.0000	10/23/2012 01/26/2010				6,733.37		3,285.92	0.00	3,447.45	0.00	0.00
384802104	WW GRAINGER INC				GWV						
22.0000	10/23/2012 01/26/2010				4,494.12		2,190.61	0.00	2,303.51	0.00	0.00
384802104	WW GRAINGER INC				GWV						
28.0000	10/24/2012 01/26/2010				5,633.36		2,785.05	0.00	2,845.31	0.00	0.00
747525103	QUALCOMM INC				QCOM						
132.0000	10/24/2012 12/22/2008				7,623.81		4,561.73	0.00	3,062.08	0.00	0.00

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Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

26-24436

Account Number:
Recipient's Tax ID Number:

94-3241600

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THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

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Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
75886F107	REGENERON PHARMACEUTICALS INC COM	REGN	14,385.61	6,164.80	0.00	8,220.81	0.00	0.00
89.0000	10/24/2012 Various	V						
92826C839	VISA INC CLASS A SHARES							
73.0000	10/24/2012 03/19/2008		10,004.32	4,187.21	0.00	5,817.11	0.00	0.00
384802104	W W GRAINGER INC	GWV						
30.0000	10/25/2012 01/26/2010		5,980.15	2,987.20	0.00	2,992.95	0.00	0.00
384802104	W W GRAINGER INC	GWV						
27.0000	10/25/2012 01/26/2010		5,388.08	2,688.48	0.00	2,699.60	0.00	0.00
747525103	QUALCOMM INC	QCOM						
277.0000	10/25/2012 12/22/2008		15,967.94	9,572.73	0.00	6,395.21	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM	REGN	5,715.49	2,459.47	0.00	3,256.02	0.00	0.00
36.0000	10/25/2012 09/09/2011	V						
92826C839	VISA INC CLASS A SHARES							
127.0000	10/25/2012 03/19/2008		17,436.80	7,284.59	0.00	10,152.21	0.00	0.00
384802104	W W GRAINGER INC	GWV						
60.0000	10/26/2012 01/26/2010		11,819.14	5,974.40	0.00	5,844.74	0.00	0.00
384802104	W W GRAINGER INC	GWV						
29.0000	10/26/2012 01/26/2010		5,728.92	2,887.63	0.00	2,841.29	0.00	0.00

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2012 Tax Information Statement

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 Recipient's Name and Address:
 THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
 755 BAYWOOD DRIVE
 SUITE 180
 PETALUMA, CA 94954

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THE NORTHERN TRUST COMPANY
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 CHICAGO, IL 60680

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
747525103	QUALCOMM INC		QCOM				
91.0000	10/26/2012	12/22/2008	5,310.26	0.00	2,165.43	0.00	0.00
384802104	W W GRAINGER INC		GWW				
40.0000	10/31/2012	Various	8,089.52	0.00	4,107.54	0.00	0.00
384802104	W W GRAINGER INC		GWW				
32.0000	10/31/2012	01/27/2010	6,433.05	0.00	3,249.77	0.00	0.00
384802104	W W GRAINGER INC		GWW				
38.0000	11/01/2012	01/27/2010	7,674.49	0.00	3,894.35	0.00	0.00
384802104	W W GRAINGER INC		GWW				
30.0000	11/01/2012	01/27/2010	6,050.31	0.00	3,065.98	0.00	0.00
384802104	W W GRAINGER INC		GWW				
22.0000	11/02/2012	01/27/2010	4,450.34	0.00	2,261.84	0.00	0.00
384802104	W W GRAINGER INC		GWW				
30.0000	11/05/2012	Various	6,040.80	0.00	3,064.85	0.00	0.00
384802104	W W GRAINGER INC		GWW				
42.0000	11/05/2012	01/22/2010	8,464.25	0.00	4,300.26	0.00	0.00
384802104	W W GRAINGER INC		GWW				
41.0000	11/06/2012	01/22/2010	8,339.59	0.00	4,274.74	0.00	0.00

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2012 Tax Information Statement

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Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA CA 94954

Account Number: 26-24436

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THE NORTHERN TRUST COMPANY

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Cusip	Description	Stock or Other Symbol		Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
		Quantity Sold	Date of Sale or Exchange						
384802104	W W GRAINGER INC			GWW					
49.0000	11/08/2012 01/22/2010			9,966.65	4,857.99	0.00	5,108.66	0.00	0.00
384802104	W W GRAINGER INC			GWW					
26.0000	11/07/2012 01/22/2010			5,186.87	2,577.71	0.00	2,609.16	0.00	0.00
384802104	W W GRAINGER INC			GWW					
24.0000	11/08/2012 01/22/2010			4,710.08	2,379.42	0.00	2,330.66	0.00	0.00
384802104	W W GRAINGER INC			GWW					
40.0000	11/09/2012 Various			7,784.40	3,960.85	0.00	3,823.55	0.00	0.00
384802104	W W GRAINGER INC			GWW					
29.0000	11/09/2012 01/22/2010			5,645.61	2,869.92	0.00	2,775.69	0.00	0.00
N07059186	#REORG/ASML HLDG REVERSE STOCK SPLIT ESCASML HLDG 0002K1QA71 0006066130 11/28/12								
604.7500	12/06/2012 Various			35,015.74	17,810.47	0.00	17,205.27	0.00	0.00
N07059186	#REORG/ASML HLDG REVERSE STOCK SPLIT ESCASML HLDG 0002K1QA71 0006066130 11/28/12								
76.8700	12/06/2012 Various			4,450.87	2,610.63	0.00	1,840.24	0.00	0.00
517834107	LAS VEGAS SANDS CORP			LVS					
75.0000	12/21/2012 10/08/2011			3,465.04	3,107.22	0.00	357.82	0.00	0.00
517834107	LAS VEGAS SANDS CORP			LVS					
100.0000	12/28/2012 11/10/2008			4,491.80	550.00	0.00	3,941.80	0.00	0.00
Total Long Term 15% Sales				1,742,182.17	1,041,074.30	0.00	701,107.86	0.00	0.00

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 THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
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 SUITE 180
 PETALUMA, CA 94954

Account Number: 26-24436
 Recipient's Tax ID Number: 94-3241600

THE NORTHERN TRUST COMPANY
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Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
					Bonds, etc.	Cost or Other Basis				
452327109		ILLUMINA INC			ILMN					
393.0000		02/16/2012 Various			21,149.07	12,562.40	0.00	8,586.67	0.00	0.00
037833100		APPLE COMPUTER INC			AAPL					
20.0000		02/17/2012 08/14/2006			10,031.67	1,285.82	0.00	8,745.85	0.00	0.00
452327109		ILLUMINA INC			ILMN					
93.0000		02/17/2012 Various			4,849.33	2,928.01	0.00	1,921.32	0.00	0.00
452327109		ILLUMINA INC			ILMN					
157.0000		02/21/2012 Various			8,079.26	4,929.70	0.00	3,149.56	0.00	0.00
452327109		ILLUMINA INC			ILMN					
98.0000		02/22/2012 Various			5,060.84	3,048.79	0.00	2,012.05	0.00	0.00
452327109		ILLUMINA INC			ILMN					
102.0000		02/22/2012 Various			5,207.50	3,135.98	0.00	2,071.52	0.00	0.00
452327109		ILLUMINA INC			ILMN					
71.0000		02/23/2012 Various			3,608.31	2,176.13	0.00	1,432.18	0.00	0.00
452327109		ILLUMINA INC			ILMN					
22.0000		02/23/2012 01/04/2010			1,123.73	675.21	0.00	448.52	0.00	0.00
452327109		ILLUMINA INC			ILMN					
88.0000		02/23/2012 Various			4,390.83	2,639.84	0.00	1,750.99	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.				
452327109	ILLUMINA INC		ILMN				
86.0000	02/24/2012	01/04/2010	4,400.39	0.00	1,766.83	0.00	0.00
452327109	ILLUMINA INC		ILMN				
22.0000	02/24/2012	01/04/2010	1,123.73	0.00	450.03	0.00	0.00
452327109	ILLUMINA INC		ILMN				
77.0000	02/27/2012	Various	3,940.61	0.00	1,584.56	0.00	0.00
452327109	ILLUMINA INC		ILMN				
20.0000	02/27/2012	01/04/2010	1,019.58	0.00	407.12	0.00	0.00
452327109	ILLUMINA INC		ILMN				
93.0000	02/28/2012	Various	4,789.24	0.00	1,950.86	0.00	0.00
452327109	ILLUMINA INC		ILMN				
22.0000	02/29/2012	12/28/2009	1,133.90	0.00	464.24	0.00	0.00
452327109	ILLUMINA INC		ILMN				
79.0000	02/29/2012	Various	4,055.16	0.00	1,647.99	0.00	0.00
452327109	ILLUMINA INC		ILMN				
111.0000	03/01/2012	Various	5,683.12	0.00	2,331.12	0.00	0.00
452327109	ILLUMINA INC		ILMN				
194.0000	03/02/2012	Various	9,938.21	0.00	4,094.01	0.00	0.00

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Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
452327109	ILLUMINA INC	ILMN	8,212.76	4,815.83	0.00	3,396.93	0.00	0.00
160.0000	03/02/2012 01/05/2010	ILMN	1,877.20	993.26	0.00	683.94	0.00	0.00
452327109	ILLUMINA INC	ILMN	4,757.42	2,829.30	0.00	1,928.12	0.00	0.00
33.0000	03/05/2012 01/05/2010	ILMN	7,322.44	4,371.83	0.00	2,950.61	0.00	0.00
452327109	ILLUMINA INC	ILMN	4,049.18	2,367.69	0.00	1,681.49	0.00	0.00
94.0000	03/05/2012 01/05/2010	SCHW	6,263.41	7,747.40	0.00	-1,483.99	0.00	0.00
452327109	ILLUMINA INC	SCHW	13,953.43	17,124.62	0.00	-3,171.19	0.00	0.00
146.0000	03/06/2012 Various	ALXN	36,006.35	12,818.05	0.00	23,188.30	0.00	0.00
452327109	ILLUMINA INC	AGN	23,255.08	9,950.50	0.00	13,304.58	0.00	0.00
80.0000	03/07/2012 12/23/2009							
808513105	CHARLES SCHWAB CORP NEW							
410.0000	03/16/2012 Various							
808513105	CHARLES SCHWAB CORP NEW							
908.0000	03/19/2012 Various							
015351109	ALEXION PHARMACEUTICALS INC							
400.0000	03/20/2012 Various							
018490102	ALLERGAN INC							
250.0000	03/20/2012 Various							

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2012 Tax Information Statement

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Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

26-24436

Account Number:
Recipient's Tax ID Number:
94-3241600☐ Corrected☐ 2nd TIN noticeTHE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
037833100	APPLE COMPUTER INC	03/20/2012	08/14/2006	AAPL	59,543.92	6,429.10	0.00	53,114.82	0.00	0.00
100.0000										
30249U101	FMC TECHNOLOGIES INC	03/20/2012	07/12/2007	FTI	20,435.63	8,277.00	0.00	12,158.63	0.00	0.00
400.0000										
315616102	F5 NETWORKS INC	03/20/2012	Various	FFIV	22,636.58	21,470.66	0.00	1,165.92	0.00	0.00
175.0000										
384802104	W W GRAINGER INC	03/20/2012	Various	GWV	21,103.71	10,010.42	0.00	11,093.29	0.00	0.00
100.0000										
45865V100	INTERCONTINENTAL EXCHANGE INC COM	03/20/2012	07/17/2006	ICE	20,865.57	8,400.00	0.00	12,465.57	0.00	0.00
150.0000										
46120E602	INTUITIVE SURGICAL INC COM NEW STK	03/20/2012	08/18/2005	ISRG	18,513.96	2,581.74	0.00	15,932.22	0.00	0.00
35.0000										
637071101	NATIONAL-OILWELL INC	03/20/2012	Various	NOV	20,244.63	7,580.62	0.00	12,664.01	0.00	0.00
250.0000										
654106103	NIKE INC CLASS B	03/20/2012	09/10/2009	NKE	22,515.59	11,062.40	0.00	11,453.19	0.00	0.00
200.0000										
747525103	QUALCOMM INC	03/20/2012	Various	QCOM	39,917.28	22,403.59	0.00	17,513.69	0.00	0.00
600.0000										

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2012 Tax Information Statement

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Recipient's Name and Address:
 THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
 755 BAYWOOD DRIVE
 SUITE 180
 PETALUMA, CA 94954

Account Number: 26-24436
 Recipient's Tax ID Number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
79466L302	SALESFORCE COM INC COM STK	CRM	14,806.02	0.00	37,073.23	0.00	0.00
350.0000	03/20/2012 01/24/2007	51,879.25					
806857108	SCHLUMBERGER LTD ISIN #AN8068571088	SLB	19,024.89	0.00	3,763.88	0.00	0.00
300.0000	03/20/2012 Various	22,788.57					
808513105	CHARLES SCHWAB CORP NEW	SCHW	2,667.93	0.00	-504.69	0.00	0.00
142.0000	03/20/2012 Various	2,163.24					
808513105	CHARLES SCHWAB CORP NEW	SCHW	23,339.67	0.00	-4,282.60	0.00	0.00
1241.0000	03/20/2012 Various	19,057.07					
855244109	STARBUCKS CORP	SBUX	8,307.50	0.00	18,402.01	0.00	0.00
500.0000	03/20/2012 01/09/2004	26,709.51					
92826C839	VISA INC CLASS A SHARES	V	25,811.55	0.00	26,976.99	0.00	0.00
450.0000	03/20/2012 03/19/2008	52,788.54					
808513105	CHARLES SCHWAB CORP NEW	SCHW	14,576.88	0.00	-2,673.38	0.00	0.00
777.0000	03/21/2012 Various	11,903.50					
808513105	CHARLES SCHWAB CORP NEW	SCHW	12,101.95	0.00	-2,120.47	0.00	0.00
648.0000	03/21/2012 Various	9,981.48					
808513105	CHARLES SCHWAB CORP NEW	SCHW	11,950.66	0.00	-2,342.49	0.00	0.00
648.0000	03/22/2012 Various	9,608.17					

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2012 Tax Information Statement

Page 23 of 38
 Recipient's Name and Address:
 THE LARRY L. HILLBLOM FOUNDATION, INC.
 Ref: JMO
 ATTN: DAVID JONES
 7955 BAYWOOD DRIVE
 SUITE 180
 PETALUMA, CA 94954

Account Number: 26-24436
 Recipient's Tax ID Number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
808513105	CHARLES SCHWAB CORP NEW				SCHW					
842 0000	03/23/2012 Various				12,568.47	12,091.87	0.00	476.60	0.00	0.00
808513105	CHARLES SCHWAB CORP NEW				SCHW					
799 0000	03/26/2012 Various				12,089.53	11,242.92	0.00	846.61	0.00	0.00
808513105	CHARLES SCHWAB CORP NEW				SCHW					
821 0000	03/27/2012 09/29/2010				12,267.56	11,547.36	0.00	720.20	0.00	0.00
808513105	CHARLES SCHWAB CORP NEW				SCHW					
777 0000	03/28/2012 Various				11,245.80	10,909.28	0.00	336.52	0.00	0.00
808513105	CHARLES SCHWAB CORP NEW				SCHW					
756 0000	03/29/2012 09/27/2010				10,786.89	10,566.08	0.00	220.81	0.00	0.00
808513105	CHARLES SCHWAB CORP NEW				SCHW					
756 0000	03/30/2012 Various				10,833.61	10,561.54	0.00	272.07	0.00	0.00
015351109	ALEXION PHARMACEUTICALS INC				ALXN					
100 0000	04/24/2012 Various				8,833.88	3,186.42	0.00	5,647.46	0.00	0.00
018480102	ALLERGAN INC				AGN					
75 0000	04/24/2012 12/02/2004				7,061.40	2,928.00	0.00	4,133.40	0.00	0.00
037833100	APPLE COMPUTER INC				AAPL					
50 0000	04/24/2012 08/14/2008				27,990.87	3,214.55	0.00	24,776.32	0.00	0.00

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2012 Tax Information Statement

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26-24436
94-3241600Account Number:
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P.O. BOX 803878
CHICAGO, IL 60680THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954☐ Corrected☐ 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
30249U101	FMC TECHNOLOGIES INC	04/24/2012	07/12/2007	FTI	8,307.03	0.00	4,685.84	0.00	0.00
175.0000					3,621.19				
315616102	F5 NETWORKS INC	04/24/2012	02/04/2011	FFIV	12,237.60	0.00	683.05	0.00	0.00
100.0000									
384802104	W W GRAINGER INC	04/24/2012	Various	GWW	10,138.53	0.00	5,147.27	0.00	0.00
50.0000					4,991.28				
45865V100	INTERCONTINENTALEXCHANGE INC COM	04/24/2012	07/17/2006	ICE	6,498.07	0.00	3,698.07	0.00	0.00
50.0000					2,800.00				
46120E802	INTUITIVE SURGICAL INC COM NEW STK	04/24/2012	08/18/2005	ISRG	5,591.08	0.00	4,853.44	0.00	0.00
10.0000					737.64				
637071101	NATIONAL-OILWELL INC	04/24/2012	11/03/2008	NOV	11,682.02	0.00	7,154.97	0.00	0.00
150.0000					4,527.05				
654106103	NIKE INC CLASS B	04/24/2012	09/10/2009	NIKE	10,651.66	0.00	5,120.46	0.00	0.00
100.0000					5,531.20				
747525103	QUALCOMM INC	04/24/2012	05/18/2010	QCOM	15,408.73	0.00	6,107.08	0.00	0.00
250.0000					9,301.65				
79466L302	SALESFORCE COM INC COM STK	04/24/2012	Various	CRM	18,777.70	0.00	13,492.07	0.00	0.00
125.0000					5,285.63				

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2012 Tax Information Statement

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Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

28-24436

94-3241600

Account Number:

Recipient's Tax ID Number:

☐ Corrected☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Culp		Description		Stock or Other Symbol		Wash Sale Loss Disallowed		Net Gain or Loss		Federal Income Tax Withheld		State Tax Withheld	
Quantity Sold	Date of Sale or Exchange	Date of Acquisition		Stocks, Bonds, etc.	Cost or Other Basis								
806857108	SCHLUMBERGER LTD ISIN #AN8068571086			SLB									
125.0000	04/24/2012	04/17/2006		9,063.98	7,839.78	0.00		1,224.20		0.00		0.00	
855244109	STARBUCKS CORP			SBUX									
200.0000	04/24/2012	01/09/2004		11,617.73	3,323.00	0.00		8,294.73		0.00		0.00	
92826C839	VISA INC CLASS A SHARES			V									
225.0000	04/24/2012	03/19/2008		26,729.78	12,905.78	0.00		13,824.00		0.00		0.00	
315616102	F5 NETWORKS INC			FFIV									
80.0000	05/15/2012	02/04/2011		9,982.74	9,790.08	0.00		192.66		0.00		0.00	
315816102	F5 NETWORKS INC			FFIV									
16.0000	05/15/2012	02/04/2011		2,001.55	1,958.02	0.00		43.53		0.00		0.00	
48120E602	INTUITIVE SURGICAL INC COM NEW STK			ISRG									
15.0000	05/15/2012	08/18/2005		8,274.61	1,106.46	0.00		7,168.15		0.00		0.00	
855244109	STARBUCKS CORP			SBUX									
363.0000	05/15/2012	01/09/2004		19,421.37	6,031.25	0.00		13,390.12		0.00		0.00	
315616102	F5 NETWORKS INC			FFIV									
112.0000	05/16/2012	Various		13,485.78	13,541.26	0.00		-55.48		0.00		0.00	
48120E602	INTUITIVE SURGICAL INC COM NEW STK			ISRG									
20.0000	05/16/2012	08/18/2005		10,819.83	1,475.28	0.00		9,344.55		0.00		0.00	

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2012 Tax Information Statement

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Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA CA 94954

Account Number: 28-24436

Recipient's Tax ID Number: 94-3241600

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680☐ Corrected☐ 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums

Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
					Stocks Bonds, etc.	Cost or Other Basis				
156782104		CERNER CORP			CERN					
100.0000		03/20/2012 Various			7,605.86	7,673.63	0.00	-67.77	0.00	0.00
189754104		COACH INC			COH					
250.0000		03/20/2012 Various			19,477.14	15,892.18	0.00	3,784.96	0.00	0.00
517834107		LAS VEGAS SANDS CORP			LVS					
350.0000		03/20/2012 Various			20,119.63	14,700.87	0.00	5,418.76	0.00	0.00
64110L106		NETFLIX INC COM STK			NFLX					
100.0000		03/20/2012 Various			11,373.79	23,859.96	0.00	-12,486.17	0.00	0.00
68372A104		OPENTABLE INC COM			OPEN					
53.0000		03/20/2012 05/09/2011			2,136.10	4,954.33	0.00	-2,818.23	0.00	0.00
741503403		PRICELINE COM INC COM			PCLN					
45.0000		03/20/2012 Various			31,084.99	23,868.20	0.00	7,416.79	0.00	0.00
75886F107		REGENERON PHARMACEUTICALS INC COM			REGN					
200.0000		03/20/2012 Various			23,250.66	15,871.81	0.00	7,378.85	0.00	0.00
845467109		SOUTHWESTERN ENERGY CO COM			SWN					
425.0000		03/20/2012 Various			14,530.48	16,843.50	0.00	-2,313.02	0.00	0.00
N07059186		#REORG/ASML HLDG REVERSE STOCK SPLIT ESCASML								
400.0000		03/20/2012 Various			19,207.85	14,490.39	0.00	4,717.26	0.00	0.00

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2012 Tax Information Statement

Page 10 of 38

Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

26-24436

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P.O. BOX 803878
CHICAGO, IL 60680☐ Corrected☐ 2nd TIN notice

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Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
023135108	AMAZON COM INC	AMZN	18,938.57	18,114.20	0.00	824.37	0.00	0.00
100.0000	04/24/2012 Various							
156782104	CERNER CORP	CERN	7,221.83	7,628.71	0.00	-406.88	0.00	0.00
100.0000	04/24/2012 Various							
189764104	COACH INC	COH	3,593.41	3,137.86	0.00	455.55	0.00	0.00
50.0000	04/24/2012 11/30/2011							
38259P508	GOOGLE INC CL A	GOOG	15,093.25	16,120.67	0.00	-1,027.42	0.00	0.00
25.0000	04/24/2012 Various							
517834107	LAS VEGAS SANDS CORP	LVS	14,098.61	10,393.19	0.00	3,705.32	0.00	0.00
250.0000	04/24/2012 Various							
64110L106	NETFLIX INC COM STK	NFLX	6,527.10	17,656.14	0.00	-11,129.04	0.00	0.00
75.0000	04/24/2012 05/09/2011							
74005P104	PRAXAIR INC	PX	11,233.88	11,411.42	0.00	-177.54	0.00	0.00
100.0000	04/24/2012 Various							
741503403	PRICELINE COM INC COM	PCLN	10,248.43	7,841.13	0.00	2,407.30	0.00	0.00
15.0000	04/24/2012 05/11/2011							
76886F107	REGENERON PHARMACEUTICALS INC COM	REGN	6,121.79	3,932.60	0.00	2,189.19	0.00	0.00
50.0000	04/24/2012 01/13/2012							

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2012 Tax Information Statement

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Recipient's Name and Address:

26-24436
94-3241600Account Number:
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P.O. BOX 803878
CHICAGO, IL 60680THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954☐ Corrected☐ 2nd TIN notice

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
N07059186	#REORG/ASML HLDG REVERSE STOCK SPLIT ESCASML								
175.0000	HLDG 0002K1QA71 0006066130 11/26/12	04/24/2012	Various	8,422.61	6,168.35	0.00	2,254.26	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
18.0000	07/05/2012 01/13/2012			2,179.63	1,415.74	0.00	763.89	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
15.0000	07/05/2012 Various			1,813.52	1,174.37	0.00	639.15	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
26.0000	07/06/2012 01/17/2012			3,110.95	2,027.39	0.00	1,083.56	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
26.0000	07/09/2012 01/17/2012			3,063.05	2,027.39	0.00	1,035.66	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
24.0000	07/10/2012 01/17/2012			2,793.28	1,871.43	0.00	921.85	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
22.0000	07/11/2012 Various			2,493.05	1,714.54	0.00	778.51	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
18.0000	07/12/2012 01/18/2012			2,053.70	1,401.71	0.00	651.99	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
42.0000	07/12/2012 01/18/2012			4,824.97	3,270.65	0.00	1,554.32	0.00	0.00

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Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC

28-24436

Account Number:
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94-3241600

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Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
22.0000	07/13/2012	01/18/2012		2,582.37	1,713.20	0.00	869.17	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
12.0000	07/16/2012	Various		1,414.53	917.84	0.00	496.69	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
128.0000	07/25/2012	Various		16,051.74	9,622.90	0.00	6,428.84	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
46.0000	07/25/2012	01/10/2012		5,808.87	3,386.54	0.00	2,422.33	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM			REGN					
76.0000	07/28/2012	Various		10,101.14	5,564.93	0.00	4,536.21	0.00	0.00
64110L106	NETFLIX INC COM STK			NFLX					
46.0000	09/07/2012	01/10/2012		2,614.68	4,415.78	0.00	-1,801.10	0.00	0.00
64110L106	NETFLIX INC COM STK			NFLX					
164.0000	09/10/2012	01/10/2012		9,210.44	15,743.19	0.00	-6,532.75	0.00	0.00
64110L106	NETFLIX INC COM STK			NFLX					
260.0000	09/11/2012	Various		14,654.13	23,018.13	0.00	-8,364.00	0.00	0.00
64110L106	NETFLIX INC COM STK			NFLX					
80.0000	09/12/2012	01/08/2012		4,590.15	6,706.90	0.00	-2,116.75	0.00	0.00

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 ATTN: DAVID JONES
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Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
3.0000	10/25/2012	01/09/2012	476.29	0.00	279.05	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
32.0000	10/26/2012	01/09/2012	4,816.47	0.00	2,712.55	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
20.0000	10/31/2012	01/09/2012	2,873.47	0.00	1,558.52	0.00	0.00
75886F107	REGENERON PHARMACEUTICALS INC COM		REGN				
20.0000	11/01/2012	01/09/2012	2,927.55	0.00	1,612.60	0.00	0.00
N07059186	#REORG/ASML HLDG REVERSE STOCK SPLIT ESCASML						
189.6300	HLDG 0002K1QA71 0006066130 11/28/12		10,979.80	0.00	1,217.42	0.00	0.00
N07059210	ADR ASML HOLDING NV NY REG 2012 (POST REV SPLIT)		ASML				
.5000	12/19/2012	11/29/2012	31.30	0.00	13.42	0.00	0.00
517834107	LAS VEGAS SANDS CORP		LVS				
261.0000	12/21/2012	Various	12,058.35	0.00	2,662.03	0.00	0.00
517834107	LAS VEGAS SANDS CORP		LVS				
98.0000	12/24/2012	07/28/2012	4,495.40	0.00	978.03	0.00	0.00
517834107	LAS VEGAS SANDS CORP		LVS				
206.0000	12/26/2012	07/26/2012	9,450.09	0.00	2,056.44	0.00	0.00

This is important tax information and is being furnished to you.

2012 Tax Information Statement

Page 14 of 38

Recipent's Name and Address:
THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

Account Number: 26-24436
Recipent's Tax ID Number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
517834107	LAS VEGAS SANDS CORP	12/27/2012	07/26/2012	LVS	8,195.67	6,496.35	0.00	1,699.32	0.00	0.00
181.0000										
517834107	LAS VEGAS SANDS CORP	12/28/2012	07/26/2012	LVS	179.67	143.57	0.00	36.10	0.00	0.00
4.0000										
Total Short Term Sales										
					503,852.55	523,940.49	0.00	-20,287.94	0.00	0.00
Long Term 15% Sales										
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/03/2012	Various	CHRW	5,853.46	5,815.06	0.00	38.40	0.00	0.00
83.0000										
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/03/2012	09/30/2010	CHRW	2,174.80	2,170.40	0.00	4.40	0.00	0.00
31.0000										
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/04/2012	09/30/2010	CHRW	1,790.39	1,820.34	0.00	-29.95	0.00	0.00
26.0000										
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/04/2012	09/30/2010	CHRW	3,379.01	3,430.63	0.00	-51.62	0.00	0.00
49.0000										
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/05/2012	09/30/2010	CHRW	2,081.30	2,167.61	0.00	-86.31	0.00	0.00
31.0000										
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/05/2012	Various	CHRW	5,103.27	5,319.72	0.00	-216.45	0.00	0.00
76.0000										

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2012 Tax Information Statement

Page 15 of 38

Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

Account Number: 26-24436

Recipient's Tax ID Number: 94-3241600

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680☐ Corrected☐ 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Quantity Sold	Description	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol		Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
					Stocks, etc.	Cost or Other Basis				
12541W208		C H ROBINSON WORLDWIDE INC COM NEW COM NEW			CHRW					
52.0000		01/06/2012	08/30/2010		3,536.16	3,636.00	0.00	-99.84	0.00	0.00
46120E602		INTUITIVE SURGICAL INC COM NEW STK			ISRG					
40.0000		01/06/2012	08/18/2005		18,470.43	2,950.56	0.00	15,519.87	0.00	0.00
12541W208		C H ROBINSON WORLDWIDE INC COM NEW COM NEW			CHRW					
64.0000		01/09/2012	09/30/2010		4,325.12	4,475.07	0.00	-149.95	0.00	0.00
46120E602		INTUITIVE SURGICAL INC COM NEW STK			ISRG					
35.0000		01/09/2012	08/18/2005		15,846.39	2,581.74	0.00	13,264.65	0.00	0.00
12541W209		C H ROBINSON WORLDWIDE INC COM NEW COM NEW			CHRW					
82.0000		01/10/2012	Various		5,577.73	5,724.51	0.00	-146.78	0.00	0.00
46120E602		INTUITIVE SURGICAL INC COM NEW STK			ISRG					
30.0000		01/10/2012	08/18/2005		13,512.29	2,212.92	0.00	11,299.37	0.00	0.00
12541W209		C H ROBINSON WORLDWIDE INC COM NEW COM NEW			CHRW					
82.0000		01/11/2012	Various		5,461.98	5,691.83	0.00	-229.85	0.00	0.00
12541W209		C H ROBINSON WORLDWIDE INC COM NEW COM NEW			CHRW					
29.0000		01/11/2012	10/01/2010		1,914.76	2,021.43	0.00	-106.67	0.00	0.00
12541W209		C H ROBINSON WORLDWIDE INC COM NEW COM NEW			CHRW					
27.0000		01/12/2012	10/04/2010		1,795.51	1,871.92	0.00	-76.41	0.00	0.00

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2012 Tax Information Statement

Page 16 of 38

Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

28-24436

94-3241600

Account Number:

Recipient's Tax ID Number:

☐ Corrected

☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/12/2012	10/04/2010	CHRW	4,991.80	0.00	-197.77	0.00	0.00
72.0000									
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/13/2012	Various	CHRW	6,436.62	0.00	-287.84	0.00	0.00
93.0000									
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/17/2012	09/28/2010	CHRW	4,840.97	0.00	-189.46	0.00	0.00
70.0000									
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/18/2012	09/28/2010	CHRW	5,809.16	0.00	-180.14	0.00	0.00
84.0000									
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/18/2012	Various	CHRW	7,259.96	0.00	-82.19	0.00	0.00
105.0000									
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/20/2012	Various	CHRW	7,806.48	0.00	-161.51	0.00	0.00
113.0000									
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/23/2012	Various	CHRW	9,495.47	0.00	-147.87	0.00	0.00
138.0000									
12541W209	C H ROBINSON WORLDWIDE INC COM NEW COM NEW	01/24/2012	09/27/2010	CHRW	6,393.24	0.00	-115.29	0.00	0.00
93.0000									
452327109	ILLUMINA INC			ILMN	4,679.29	0.00	1,272.11	0.00	0.00
112.0000									

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2012 Tax Information Statement

Page 17 of 38
 Recipient's Name and Address:
 THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
 755 BAYWOOD DRIVE
 SUITE 180
 PETALUMA, CA 94954

Account Number: 26-24436
 Recipient's Tax ID Number: 94-3241600

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

☐ Corrected

☐ 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.				
452327109	ILLUMINA INC						
188.0000	01/27/2012	Various	9,803.56	0.00	2,253.91	0.00	0.00
452327109	ILLUMINA INC						
107.0000	01/27/2012	Various	4,416.41	0.00	1,204.07	0.00	0.00
452327109	ILLUMINA INC						
119.0000	01/27/2012	Various	4,866.83	0.00	1,342.47	0.00	0.00
452327109	ILLUMINA INC						
116.0000	01/30/2012	01/07/2010	5,964.98	0.00	2,182.32	0.00	0.00
452327109	ILLUMINA INC						
54.0000	01/30/2012	01/07/2010	1,760.89	0.00	1,004.66	0.00	0.00
452327109	ILLUMINA INC						
309.0000	01/30/2012	Various	15,855.65	0.00	5,253.85	0.00	0.00
452327109	ILLUMINA INC						
72.0000	01/31/2012	01/07/2010	2,347.86	0.00	1,327.59	0.00	0.00
452327109	ILLUMINA INC						
123.0000	01/31/2012	01/07/2010	4,010.92	0.00	2,276.76	0.00	0.00
452327109	ILLUMINA INC						
60.0000	02/16/2012	01/07/2010	1,956.54	0.00	1,284.85	0.00	0.00

This is important tax information and is being furnished to you.

2012 Tax Information Statement

Page 8 of 26

 Recipient's Name and Address:
 THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
 755 BAYWOOD DRIVE
 SUITE 180
 PETALUMA CA 94954

 Account Number: 26-00430
 Recipient's Tax ID Number: 94-3241600

 THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

☐ Corrected

☐ 2nd TIN notice

2012 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales										
922040100	MFO VANGUARD INSTL INDEX FD SH BEN INT OPEN END				VINIX					
2488.5900	FD 01/27/2012 07/29/2011				300,000.00	294,574.41	0.00	5,425.59	0.00	0.00
922040100	MFO VANGUARD INSTL INDEX FD SH BEN INT OPEN END				VINIX					
7748.3300	FD 03/16/2012 07/29/2011				1,000,000.00	917,169.85	0.00	82,830.15	0.00	0.00
922031745	MFO VANGUARD FXD INC SECS FD INC				VIPIX					
42698.5500	INFLATION-PROTECTED SECS FD INSTL SHS				500,000.00	476,088.84	0.00	23,911.16	0.00	0.00
400993929	CF GRYPHON INTL EAFE GROWTH FD									
1616.4500	08/01/2012 08/01/2011				23,145.45	26,349.50	0.00	-3,204.05	0.00	0.00
Total Short Term Sales					1,823,145.45	1,714,182.60	0.00	108,962.85	0.00	0.00
Long Term 15% Sales										
922040100	MFO VANGUARD INSTL INDEX FD SH BEN INT OPEN END				VINIX					
2284.8400	FD 10/10/2012 07/29/2011				300,000.00	270,456.62	0.00	29,543.48	0.00	0.00
233203843	MFO DFA US SMALL CAP PORTFOLIO 6-10 SMALL CO				DFSTX					
12892.1400	PORTFOLIO OPEN END 10/11/2012 07/29/2011				300,000.00	284,529.53	0.00	15,470.47	0.00	0.00
107996571	CF HIGHLAND CREDIT STRATEGIES LIQUIDATION									
2883.2900	VEHICLE-OFFSHORE FUND 10/31/2012 08/02/2011				2,883.29	2,883.29	0.00	0.00	0.00	0.00
400993929	CF GRYPHON INTL EAFE GROWTH FD									
1564.6600	11/01/2012 08/01/2011				23,848.60	25,854.36	0.00	-2,004.76	0.00	0.00

This is important tax information and is being furnished to you.

2012 Tax Information Statement

Page 9 of 26

Recipient's Name and Address:

Ref: JMO

 Account Number: 26-00430
 Recipient's Tax ID Number: 94-3241600

 THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
 755 BAYWOOD DRIVE
 SUITE 180
 PETALUMA, CA 94954

 THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680
☐ Corrected☐ 2nd TIN notice

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Stock or Other Symbol	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
588981238	CF IR&M CORE BD II LLC FD							
584.3100	11/01/2012 09/01/2011		7,059.33	6,460.72	0.00	598.61	0.00	0.00
192590933	CF COLCHESTER GLOBAL BOND FUND GLOBAL BOND FUND							
104.3700	11/30/2012 08/01/2011		3,420.00	3,504.61	0.00	-84.61	0.00	0.00
800988908	CF SANDERSON INTL VALUE FD VALUE FD							
318.5700	11/30/2012 08/01/2011		9,918.00	10,128.95	0.00	-211.95	0.00	0.00
233203843	MFO DFA US SMALL CAP PORTFOLIO 6-10 SMALL CO PORTFOLIO OPEN END	DFSTX						
25456.0900	12/12/2012 07/28/2011		600,000.00	561,815.91	0.00	38,184.09	0.00	0.00
192590933	CF COLCHESTER GLOBAL BOND FUND GLOBAL BOND FUND							
104.3200	12/31/2012 08/01/2011		3,416.00	3,512.90	0.00	-96.90	0.00	0.00
800988908	CF SANDERSON INTL VALUE FD VALUE FD							
317.5600	12/31/2012 08/01/2011		10,182.00	10,134.58	0.00	47.42	0.00	0.00
Total Long Term 15% Sales			1,260,728.22	1,179,282.37	0.00	81,445.85	0.00	0.00

This is important tax information and is being furnished to you.

2012 Tax Information Statement

Account Number: 26-24436
 Recipient's Tax ID Number: 94-3241600

THE NORTHERN TRUST COMPANY
 P.O. BOX 803878
 CHICAGO, IL 60680

☐ Corrected

☐ 2nd TIN notice

Recipient's Name and Address:

THE LARRY L. HILLBLOM FOUNDATION, INC.
 ATTN: DAVID JONES
 755 BAYWOOD DRIVE
 SUITE 180
 PETALUMA, CA 94954

Page 7 of 38
 Ref: JMO

2012 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums.

Stock or Other Symbol

Cusip Description

Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
Short Term Sales								
452327109	ILLUMINA INC		ILLMN					
182.0000	01/26/2012	09/08/2011	9,636.18	9,279.62	0.00	356.56	0.00	0.00
452327109	ILLUMINA INC		ILLMN					
348.0000	01/26/2012	Various	18,491.83	16,925.43	0.00	1,566.40	0.00	0.00
452327109	ILLUMINA INC		ILLMN					
20.0000	01/26/2012	09/08/2011	1,078.37	1,019.74	0.00	58.63	0.00	0.00
68372A104	OPENTABLE INC COM		OPEN					
16.0000	03/07/2012	04/06/2011	688.14	1,765.38	0.00	-1,077.24	0.00	0.00
68372A104	OPENTABLE INC COM		OPEN					
49.0000	03/07/2012	Various	2,118.89	5,401.42	0.00	-3,282.53	0.00	0.00
68372A104	OPENTABLE INC COM		OPEN					
89.0000	03/08/2012	Various	3,824.23	9,716.86	0.00	-5,892.63	0.00	0.00
68372A104	OPENTABLE INC COM		OPEN					
23.0000	03/09/2012	Various	994.43	2,441.72	0.00	-1,447.29	0.00	0.00
68372A104	OPENTABLE INC COM		OPEN					
55.0000	03/09/2012	Various	2,386.03	5,901.89	0.00	-3,513.86	0.00	0.00
68372A104	OPENTABLE INC COM		OPEN					
60.0000	03/12/2012	03/30/2011	2,499.66	6,364.00	0.00	-3,864.34	0.00	0.00

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2012 Tax Information Statement

THE NORTHERN TRUST COMPANY
P.O. BOX 803878
CHICAGO, IL 60680

Account Number: 26-24436
Recipient's Tax ID Number: 94-3241600

☐ Corrected ☐ 2nd TIN notice

Page 8 of 38
Ref: JMO
Recipient's Name and Address:
THE LARRY L. HILLBLOM FOUNDATION, INC.
ATTN: DAVID JONES
755 BAYWOOD DRIVE
SUITE 180
PETALUMA, CA 94954

Sales are listed at Gross Proceeds less commissions and option premiums.

Cusip	Description	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld
68372A104	OPENTABLE INC COM	74.0000	03/13/2012	Various	OPEN	3,024.84	0.00	-4,820.82	0.00	0.00
68372A104	OPENTABLE INC COM	94.0000	03/14/2012	Various	OPEN	3,847.24	0.00	-6,094.10	0.00	0.00
68372A104	OPENTABLE INC COM	24.0000	03/14/2012	03/31/2011	OPEN	986.90	0.00	-1,530.91	0.00	0.00
68372A104	OPENTABLE INC COM	54.0000	03/15/2012	03/31/2011	OPEN	2,192.56	0.00	-3,472.51	0.00	0.00
68372A104	OPENTABLE INC COM	182.0000	03/16/2012	Various	OPEN	7,370.57	0.00	-10,087.02	0.00	0.00
68372A104	OPENTABLE INC COM	37.0000	03/16/2012	Various	OPEN	1,498.52	0.00	-2,180.28	0.00	0.00
68372A104	OPENTABLE INC COM	65.0000	03/18/2012	05/09/2011	OPEN	2,686.03	0.00	-3,390.03	0.00	0.00
023135106	AMAZON COM INC	200.0000	03/20/2012	Various	AMZN	36,752.33	0.00	258.64	0.00	0.00
04885W103	ATHENAHEALTH INC COM MON STOCK	100.0000	03/20/2012	Various	ATHN	7,443.86	0.00	-194.20	0.00	0.00

This is important tax information and is being furnished to you.

Form **8868**

(Rev. January 2013)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

► File a separate application for each return.

OMB No. 1545-1708

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **►**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐ **►**

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE LARRY L. HILLBLOM FOUNDATION, INC	84-3241600
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	755 BAYWOOD DRIVE, SUITE 180	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	PETALUMA, CA 94954	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► **DAVID R. JONES, CFO**

Telephone No. ► 707-762-6691

FAX No. ► 707-762-6694

- If the organization does not have an office or place of business in the United States, check this box ☐ **►**
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ☐ **►** . If it is for part of the group, check this box ☐ **►** and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year 20 12 or

► ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	85000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	85000
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	NONE

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Cat. No. 27918D

Form 8868 (Rev. 1-2013)

FILED 5-6-13

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **2**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions. THE LARRY L. HILLBLOOM FOUNDATION, INC	Employer identification number (EIN) or 94-3241600
	Number, street, and room or suite no. If a P.O. box, see instructions. 755 BAYWOOD DRIVE, SUITE 180	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PETALUMA, CA 94954	

Enter the Return code for the return that this application is for (file a separate application for each return) **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

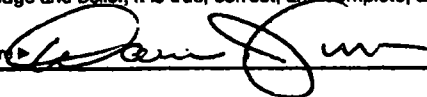
- The books are in the care of **DAVID R. JONES, CFO**
Telephone No. **707-762-6691** FAX No. **707-762-6694**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until **NOVEMBER 15**, 20 **13**.
- 5 For calendar year **2012**, or other tax year beginning 20, and ending 20
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension **ADDITIONAL TIME IS REQUESTED TO GATHER THE NECESSARY PAPERWORK TO COMPLETE AN ACCURATE AND COMPLETE TAX RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	85000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	85000
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	NONE

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title **CFO** Date **7-19-13**

Filed 7-19-13