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Form **990-PF**

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

OMB No 1545-0052

2012

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

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

Name of foundation THE SATO FOUNDATION		A Employer identification number 94-3356933
Number and street (or P O box number if mail is not delivered to street address) 264 MOUNTAIN VIEW AVENUE		B Telephone number (see instructions) (213) 861-5183
Room/suite		C If exemption application is pending, check here <input type="checkbox"/>
City or town, state, and ZIP code SAN RAFAEL CA 94901		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 8,342,676	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c) and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	237,638	234,747		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	539,324			
	b Gross sales price for all assets on line 6a 6,977,095				
	7 Capital gain net income (from Part IV, line 2)		539,324		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	776,962	774,071	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	18,223	16,400		1,822
	b Accounting fees (attach schedule)	1,500			1,500
	c Other professional fees (attach schedule)	50,258	30,155		20,103
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,333	1,333		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	958	270		688
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	72,272	48,158	0	24,113
25 Contributions, gifts, grants paid	397,000			397,000	
26 Total expenses and disbursements Add lines 24 and 25	469,272	48,158	0	421,113	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	307,690				
b Net investment income (if negative, enter -0-)		725,913			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

HTA

SCANNED JUL 22 2013

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	27,809	729,494	729,494
	2 Savings and temporary cash investments	166,485	8,054	8,054
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	515,435	710,054	485,841
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	7,550,906	7,093,862	7,119,287	
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	8,260,635	8,541,464	8,342,676	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	8,260,635	8,541,464	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	8,260,635	8,541,464		
31 Total liabilities and net assets/fund balances (see instructions)	8,260,635	8,541,464		

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	8,260,635
2 Enter amount from Part I, line 27a	2	307,690
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	8,568,325
5 Decreases not included in line 2 (itemize) See Attached Statement	5	26,861
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	8,541,464

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
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	539,324
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8			{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	433,644	8,679,306	0.049963
2010	432,278	8,706,997	0.049647
2009	514,761	8,468,600	0.060785
2008	575,173	10,313,581	0.055769
2007	591,209	11,847,924	0.049900
2 Total of line 1, column (d)			2 0.266064
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.053213
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5			4 8,452,898
5 Multiply line 4 by line 3			5 449,804
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 7,259
7 Add lines 5 and 6			7 457,063
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.			8 421,113

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	14,518	
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	14,518	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	14,518	
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	4,448	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,811	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	7,259	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	7,259	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax Refunded	11	0	

Part VII-A Statements Regarding Activities

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

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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ BANK OF AMERICA, N A Telephone no ▶ (213) 861-5183 Located at ▶ 515 S. FLOWER STREET 27TH FLOOR, LOS ANGELES, CA ZIP+4 ▶ 90071			
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			<input type="checkbox"/>
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 ▶		Yes	No 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here ▶

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945–5(d) N/A

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KOZO SATO PO BOX 6540 INCLINE VILLAGE, NV 89450-61	PRESIDENT 1 00			
NIEVES SATO PO BOX 6540 INCLINE VILLAGE, NV 89450-61	SEC/TREASURY 1 00			
SONIA SATO 369-B THIRD STREET 462 SAN RAFAEL, CA	DIRECTOR 5 00			
KATE SATO BURTON 16 PATRICK STREET ARLINGTON, MA 02474	DIRECTOR 1 00			

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

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

Total number of other employees paid over \$50,000 ▶ 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 (see instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶

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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	8,293,124
b	Average of monthly cash balances	1b	288,498
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	8,581,622
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	8,581,622
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	128,724
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,452,898
6	Minimum investment return. Enter 5% of line 5	6	422,645

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	422,645
2a	Tax on investment income for 2012 from Part VI, line 5	2a	14,518
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	14,518
3	Distributable amount before adjustments Subtract line 2c from line 1	3	408,127
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	408,127
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	408,127

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	421,113
b	Program-related investments—total from Part IX-B	1b	
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	421,113
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	421,113

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				408,127
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			395,435	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ <u>421,113</u>				
a Applied to 2011, but not more than line 2a			395,435	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2012 distributable amount				25,678
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				382,449
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

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

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

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

KOZO SATO NIEVES SATO

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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
a <i>Paid during the year</i> See Attached Statement				
Total				▶ 3a 397,000
b <i>Approved for future payment</i> NONE				
Total				▶ 3b 0

THE SATO FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

NAPA VALLEY UNIFIED EDUCATIONAL FDN FBO THE MUSIC CONNECTION

Street

2425 JEFFERSON STREET 106

City

NAPA

State

CA

Zip Code

94558

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

VOICES OF EVE N ANGELS

Street

PO BOX 1893

City

BENICIA

State

CA

Zip Code

94510

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

10,000

Name

CYBERMILL, INC

Street

3299 CALREMONT WAY STE 4

City

NAPA

State

CA

Zip Code

94558

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

50,000

Name

INTER-UNIVERSITY CENTER

Street**City****State****Zip Code****Foreign Country****Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

61,040

Name

THE OXBOW SCHOOL

Street

530 3RD STREET

City

NAPA

State

CA

Zip Code

94559

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

25,000

Name

BREAKTHROUGH COLLABORATIVE

Street

545 SANSOME ST # 700

City

SAN FRANCISCO

State

CA

Zip Code

94111

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

THE SATO FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FINE ART MUSEUMS OF SAN FRANCISCO

Street

GOLDEN GATE PARK

City

SAN FRANCISCO

State

CA

Zip Code

94118

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

NEVADA MUSEUM OF ART

Street

160 W LIBERTY ST

City

RENO

State

NV

Zip Code

89501

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

KALA ART INSTITUTE

Street

1060 HEINZ AVE

City

BERKELEY

State

CA

Zip Code

94710

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

RENO PHILHARMONIC ASSOCIATION

Street

925 RIVERSIDE DR

City

RENO

State

NV

Zip Code

89503

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

ASIAN ART MUSEUM

Street

200 LARKIN ST

City

SAN FRANCISCO

State

CA

Zip Code

94102

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

THE ARTS COUNCIL OF NAPA VALLEY

Street

3299 CALREMONT WAY #3

City

NAPA

State

CA

Zip Code

94558

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

THE SATO FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CALIFORNIA ACADEMY OF SCIENCES

Street

55 MUSCI CONCOURSE DR

City

SAN FRANCISCO

State

CA

Zip Code

94118

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

YERBA BUENA CENTER

Street

701 MISSION ST

City

SAN FRANCISCO

State

CA

Zip Code

94103

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

15,000

Name

SAFARI WEST WILDLIFE FOUNDATION

Street

3115 PORTER CREEK RD

City

SANTA ROSE

State

CA

Zip Code

954043

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

17,000

Name

WILDCARE

Street

76 ALBERT PARK LN

City

SAN RAFAEL

State

CA

Zip Code

94901

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

5,000

Name

AMERICAN CONSERVATORY THEATER

Street

415 GEARY ST

City

SAN FRANCISCO

State

CA

Zip Code

94102

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

13,960

Name

MARINE MAMAL CENTER

Street

2000 BUNKER RD

City

SAUSALITO

State

CA

Zip Code

94965

Foreign Country**Relationship**

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

30,000

THE SATO FOUNDATION

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CULTURAL COUNCIL OF SANTA CRUZZ

Street

1070 RIVER ST

City

SANTA CRUZ

State

CA

Zip Code

95060

Foreign Country

Relationship

NONE

Foundation Status

501(C)(3)

Purpose of grant/contribution

GENERAL OPERATING

Amount

20,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

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Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Amount		Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Gross Sales	Cost, Other Basis and Expenses		Net Gain or Loss
			Long Term CG Distributions	Short Term CG Distributions						Capital Gains/Losses	Other Sales		Gross Sales	Cost of Sale and Cost of Improvements	
1	BLACKROCK LOW DURATION	091928283	5,018	0			6/8/2010		11/5/2012	689,970	688,860	6,977,095	6,437,771	539,324	
2	BLACKROCK CORE BOND	091928747					6/9/2008		2/28/2012	5,590	5,425	0	0	19,090	
3	BLACKROCK CORE BOND	091928747					3/17/2010		9/21/2012	5	5	0	0	165	
4	BLACKROCK CORE BOND	091928747					7/20/2011		9/21/2012	0	0	0	0	0	
5	BLACKROCK CORE BOND	091928747					7/20/2011		9/21/2012	0	0	0	0	0	
6	BLACKROCK CORE BOND	091928747					3/17/2010		9/21/2012	4	4	0	0	0	
7	BLACKROCK CORE BOND TO	091928747					6/9/2008		10/5/2012	233,000	210,198	0	0	22,802	
8	BLACKROCK CORE BOND TO	091928747					5/22/2008		10/5/2012	900,000	830,620	0	0	69,380	
9	BLACKROCK CORE BOND TO	091928747					5/22/2008		10/5/2012	750,000	690,771	0	0	59,229	
10	BLACKROCK CORE BOND TO	091928747					6/9/2008		10/5/2012	250,000	225,074	0	0	24,926	
11	BLACKROCK CORE BOND TO	091928747					6/9/2008		11/5/2012	100,000	89,938	0	0	10,062	
12	BLACKROCK CORE BOND TO	091928747					5/22/2008		11/5/2012	150,000	136,013	0	0	13,987	
13	BLACKROCK CORE BOND TO	091928747					6/9/2008		12/5/2012	79,200	71,231	0	0	7,969	
14	BLACKROCK CORE BOND TO	091928747					5/22/2008		12/5/2012	304,000	279,707	0	0	24,293	
15	BLACKROCK GNMA INST	091929695					11/20/2008		2/28/2012	16,472	15,550	0	0	922	
16	BLACKROCK GNMA PORTFO	091929695					10/3/2008		11/5/2012	332,000	316,002	0	0	15,998	
17	BLACKROCK GNMA PORTFO	091929695					11/20/2008		11/5/2012	100,000	95,138	0	0	4,862	
18	BLACKROCK GNMA PORTFO	091929695					11/20/2008		12/5/2012	155,800	147,797	0	0	8,003	
19	BLACKROCK GNMA PORTFO	091929695					10/3/2008		12/5/2012	498,000	472,636	0	0	25,364	
20	BLACKROCK INFLATION PRO	091937748					11/20/2008		10/5/2012	364,425	285,604	0	0	78,822	
21	BLACKROCK INFLATION PRO	091937748					11/20/2008		10/5/2012	116,954	91,518	0	0	25,436	
22	BLACKROCK LOW DURATION	091928283					6/8/2010		11/5/2012	220,711	214,835	0	0	5,876	
23	BLACKROCK EQUITY DIVIDEN	08251M504					6/8/2010		12/5/2012	59,400	44,772	0	0	14,628	
24	BLACKROCK EQUITY DIVIDEN	08251M504					6/8/2010		12/5/2012	195,000	145,862	0	0	49,138	
25	BLACKROCK STRATEGIC INC	09256H286					11/8/2011		10/16/2012	450,000	430,030	0	0	19,970	
26	BLACKROCK STRATEGIC INC	09256H286					11/8/2011		10/16/2012	100,000	95,562	0	0	4,438	
27	BLACKROCK STRATEGIC INC	09256H286					11/8/2011		11/5/2012	251,940	240,476	0	0	11,464	
28	BLACKROCK STRATEGIC INC	09256H286					11/8/2011		11/5/2012	125,569	119,856	0	0	5,713	
29	BLACKROCK FDS II	09256H328					11/8/2011		11/16/2012	111,959	108,906	0	0	3,053	
30	BLACKROCK FDS II	09256H328					11/8/2011		11/16/2012	399,029	386,462	0	0	12,567	
31	FEDERAL HOME LN MTG COR	3128MDG67					11/8/2012		11/30/2012	2,734	2,869	0	0	-134	
32	FEDERAL HOME LN MTG COR	3128MDG67					11/8/2012		11/30/2012	769	807	0	0	-38	
33	FEDERAL HOME LN MTG COR	3128MDG67					11/8/2012		1/15/2013	1,159	1,214	0	0	-55	
34	FEDERAL HOME LN MTG COR	3128MDG67					11/8/2012		10/31/2012	4,122	4,318	0	0	-196	
35	FEDERAL NATL MTG ASSN	31418AJU3					10/18/2012		10/31/2012	612	648	0	0	-36	
36	FEDERAL NATL MTG ASSN	31418AJU3					10/18/2012		10/31/2012	1,637	1,944	0	0	-107	
37	FEDERAL NATL MTG ASSN	31418AJU3					10/18/2012		11/30/2012	1,140	1,204	0	0	-64	
38	FEDERAL NATL MTG ASSN	31418AJU3					10/18/2012		11/30/2012	380	402	0	0	-22	
39	FEDERAL NATL MTG ASSN	31418AJU3					10/18/2012		1/25/2013	2,471	2,606	0	0	-135	
40	FEDERAL NATL MTG ASSN	31418AJU3					10/18/2012		1/25/2013	824	868	0	0	-44	

Part I, Line 16a (990-PF) - Legal Fees

		18,223	16,400	0	1,822
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	18,223	16,400		1,822

Part I, Line 16b (990-PF) - Accounting Fees

		1,500	0	0	1,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,500			1,500

Part I, Line 16c (990-PF) - Other Professional Fees

		50,258	30,155	0	20,103
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	MERRILL LYNCH FEES AS AGENT	44,791	26,875		17,916
2	US TRUST FEES AS AGENT	5,467	3,280		2,187

Part I, Line 18 (990-PF) - Taxes

		1,333	1,333	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	1,333	1,333		
2					

Part I, Line 23 (990-PF) - Other Expenses

		958	270	0	688
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT FEES	270	270		
2	STATE AG FEES	155			155
3	PHONE	191			191
4	POSTAGE	79			79
5	COMPUTER EXPENSE-SOFTWARE UPDATES	76			76
6	INTERNET	187			187
7					
8					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1	BOND AMORTIZATION	1	1,371
2	CY LATE POSTING MUTUAL FUNDS	2	3,833
3	COST BASIS ADJUSTMENT	3	4,325
4	PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	4	17,332
5	Total	5	26,861

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1 BLACKROCK LOW DURATION BOND	091928283		6/6/2010	11/5/2012	686,970		0	663,880	18,090	0	0	0	18,090
2 BLACKROCK CORE BOND	091928247		6/9/2008	2/28/2012	5,435		0	5,435	0	0	0	0	0
3 BLACKROCK CORE BOND	091928247		7/20/2011	9/2/2012	0		0	0	0	0	0	0	0
4 BLACKROCK CORE BOND	091928247		7/20/2011	9/2/2012	0		0	0	0	0	0	0	0
5 BLACKROCK CORE BOND	091928247		3/17/2010	9/2/2012	4		0	4	0	0	0	0	0
6 BLACKROCK CORE BOND	091928247		6/9/2008	10/5/2012	233,000		0	210,188	22,812	0	0	0	22,812
7 BLACKROCK CORE BOND	091928247		5/22/2008	10/5/2012	900,000		0	830,620	69,380	0	0	0	69,380
8 BLACKROCK CORE BOND	091928247		5/22/2008	10/16/2012	750,000		0	690,771	59,229	0	0	0	59,229
9 BLACKROCK CORE BOND	091928247		6/9/2008	10/16/2012	250,000		0	225,074	24,926	0	0	0	24,926
10 BLACKROCK CORE BOND	091928247		6/9/2008	11/16/2012	100,000		0	89,938	10,062	0	0	0	10,062
11 BLACKROCK CORE BOND	091928247		5/22/2008	11/16/2012	150,000		0	136,013	13,987	0	0	0	13,987
12 BLACKROCK CORE BOND	091928247		6/9/2008	12/5/2012	79,200		0	71,231	7,969	0	0	0	7,969
13 BLACKROCK CORE BOND	091928247		5/22/2008	12/5/2012	304,000		0	279,707	24,293	0	0	0	24,293
14 BLACKROCK CORE BOND	091928247		11/20/2008	2/28/2012	16,472		0	15,550	922	0	0	0	922
15 BLACKROCK GNMA INST	091928247		10/5/2012	11/16/2012	332,000		0	316,002	15,998	0	0	0	15,998
16 BLACKROCK GNMA PORTFOLIO	091928247		11/20/2008	11/16/2012	100,000		0	95,138	4,862	0	0	0	4,862
17 BLACKROCK GNMA PORTFOLIO	091928247		11/20/2008	12/5/2012	155,800		0	147,797	8,003	0	0	0	8,003
18 BLACKROCK GNMA PORTFOLIO	091928247		10/5/2012	12/5/2012	488,000		0	472,836	25,364	0	0	0	25,364
19 BLACKROCK GNMA PORTFOLIO	091928247		11/20/2008	10/5/2012	364,426		0	285,604	78,822	0	0	0	78,822
20 BLACKROCK INFLATION PROTECTED	091937748		11/20/2008	10/5/2012	116,954		0	91,516	25,438	0	0	0	25,438
21 BLACKROCK INFLATION PROTECTED	091937748		9/8/2010	11/5/2012	220,711		0	214,835	5,876	0	0	0	5,876
22 BLACKROCK LOW DURATION BOND	09251M504		6/8/2010	12/5/2012	59,400		0	44,772	14,628	0	0	0	14,628
23 BLACKROCK EQUITY DIVIDEND 1	09251M504		6/8/2010	12/5/2012	185,000		0	145,882	49,118	0	0	0	49,118
24 BLACKROCK STRATEGIC INCOME	09256H285		11/8/2011	10/16/2012	450,000		0	430,030	19,970	0	0	0	19,970
25 BLACKROCK STRATEGIC INCOME	09256H285		11/8/2011	10/16/2012	100,000		0	95,582	4,418	0	0	0	4,418
26 BLACKROCK STRATEGIC INCOME	09256H285		11/8/2011	11/5/2012	251,940		0	240,476	11,464	0	0	0	11,464
27 BLACKROCK STRATEGIC INCOME	09256H285		11/8/2011	11/5/2012	125,565		0	119,856	5,713	0	0	0	5,713
28 BLACKROCK STRATEGIC INCOME	09256H285		11/8/2011	11/5/2012	111,959		0	108,908	3,053	0	0	0	3,053
29 BLACKROCK FDS II	09256H328		11/8/2011	11/16/2012	399,028		0	388,482	12,546	0	0	0	12,546
30 BLACKROCK FDS II	09256H328		11/8/2011	11/16/2012	2,734		0	2,668	66	0	0	0	66
31 FEDERAL HOME LN MTS CORP	3128MDGE7		11/8/2012	11/30/2012	768		0	607	161	0	0	0	161
32 FEDERAL HOME LN MTS CORP	3128MDGE7		11/8/2012	11/30/2012	1,159		0	1,214	-55	0	0	0	-55
33 FEDERAL HOME LN MTS CORP	3128MDGE7		11/8/2012	11/5/2013	4,122		0	4,318	-196	0	0	0	-196
34 FEDERAL HOME LN MTS CORP	3128MDGE7		11/8/2012	10/31/2012	612		0	648	-36	0	0	0	-36
35 FEDERAL NATL MTG ASSN	31418AJU3		10/18/2012	10/31/2012	1,837		0	1,944	-107	0	0	0	-107
36 FEDERAL NATL MTG ASSN	31418AJU3		10/18/2012	11/30/2012	1,140		0	1,204	-64	0	0	0	-64
37 FEDERAL NATL MTG ASSN	31418AJU3		10/18/2012	11/30/2012	390		0	402	-12	0	0	0	-12
38 FEDERAL NATL MTG ASSN	31418AJU3		10/18/2012	12/5/2013	2,471		0	2,608	-135	0	0	0	-135
39 FEDERAL NATL MTG ASSN	31418AJU3		10/18/2012	12/5/2013	824		0	868	-44	0	0	0	-44
40 FEDERAL NATL MTG ASSN	31418AJU3		10/18/2012	12/5/2013			0			0	0	0	

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return		4,448
2 First quarter-estimated tax payment		
3 Second quarter estimated tax payment		
4 Third quarter estimated tax payment		
5 Fourth quarter estimated tax payment		
6 Other payments		0
7 Total		4,448

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2011 that remained undistributed at the beginning of the 2012 tax year	1	395,435
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	395,435

THE SATO FOUNDATION

24-Hour Assistance: (800) MERRILL
Access Code: 39-802-04036

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

December 01, 2012 - December 31, 2012

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N A	8,071	8,063	.01	0 06	8,054
TOTAL ML Bank Deposit Program	8,071			0 06	8,054

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est Annual Yield%
CASH	1 01	1 01		1 01		
ML BANK DEPOSIT PROGRAM	8,054 00	8,054 00	1 0000	8,054.00	1	01
TOTAL		8,055 01		8,055.01	1	01

LONG PORTFOLIO

Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL	8,055.01				.01

YOUR EMA TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income	Year To Date
12/31	Bank Interest		BANK DEPOSIT INTEREST	06	2 77
	Subtotal (Taxable Interest)			06	2 77
	NET TOTAL			.06	2.77

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS December 31, 2012 December 31, 2012

CASH/MONEY ACCOUNTS	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	337.31	337.31		337.31		
TOTAL INCOME INVESTMENTS		337.31		337.31		

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Interest	Estimated Annual Income	Current Yield%
TOTAL PRINCIPAL/INCOME INVESTMENTS	337.31	337.31				

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS	Date	Transaction Type	Quantity	Description	Income Cash	Principal Cash	Income Year To Date
	12/07	Rpt Fgn Div		ROHM 6963	362.70		12.65
				JPY PAR ORDINARY			
				RPT FGN DIV			
				HOLDING 2000.0000			
				PAY DATE 12/07/2012			
				Subtotal (Taxable Dividends)	362.70		44,135.54
				NET TOTAL	362.70		44,148.19

REALIZED GAINS/(LOSSES)	Description	Quantity	Acquired Date	Liquidation Date	Sale Amount	Cost Basis	Gains/(Losses) * This Statement	Year to Date
	Subtotal (Long-Term)							1,088.02
	TOTAL							1,088.02

* - Excludes transactions for which we have insufficient data
 The capital gains and losses shown above may not reflect all transactions which must be reported on your 2012 tax return. These reportable transactions will appear on your January statement



SATO FOUNDATION - SEPARATE FUND

YOUR TRUST MANAGEMENT ACCOUNT STATEMENT OF INCOME INVESTMENTS December 01, 2012 - December 31, 2012

CASH/MONEY ACCOUNTS	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Estimated Annual Income Yield %
CASH	843.28	843.28	843.28	843.28		
TOTAL INCOME INVESTMENTS		843.28		843.28		

LONG PORTFOLIO	Adjusted Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Interest	Estimated Annual Income	Current Yield %
TOTAL PRINCIPAL/INCOME INVESTMENTS	843.28	843.28				

YOUR TRUST MANAGEMENT ACCOUNT TRANSACTIONS

DATE	TRANSACTION TYPE	QUANTITY	DESCRIPTION	INCOME CASH	PRINCIPAL CASH	INCOME YEAR TO DATE
12/07	Rpt Fgn Div		ROHM 6963 \$75 PAR ORDINARY RPT FGN DIV HOLDING 5000 0000 PAY DATE 12/07/2012	906.75		77
	Subtotal (Taxable Dividends)			906.75		140,825.77
	NET TOTAL			906.75		140,826.54

REALIZED GAINS/(LOSSES)	Quantity	Acquired Date	Liquidation Date	Sale Amount	Cost Basis	Gains/(Losses) * This Statement	Year to Date
TOTAL						.18	.18

* - Excludes transactions for which we have insufficient data
 The capital gains and losses shown above may not reflect all transactions which must be reported on your 2012 tax return. These reportable transactions will appear on your January statement



Trade Date



Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FDN SEP FUND - COMBINED
THE SATO FDN - SEPARATE FUND

Units Cash/Currency	Description	CUSIP Sector (2)	Market Value (1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash Equivalents								
13,133.060	BOFA CASH RESERVES TRUST CLASS	097100788	\$13,133.06	\$1.05	\$13,133.06 1,000	\$0.00	\$2.50	0.01%
	Total Cash Equivalents		\$13,133.06	\$1.05	\$13,133.06	\$0.00	\$2.50	0.01%
	Total Cash/Currency		\$13,133.06	\$1.05	\$13,133.06	\$0.00	\$2.50	0.01%
Equities								
(2) Industry Sector Codes								
CND = Consumer Discretionary FIN = Financials IFT = Information Technology TEL = Telecommunication Services CNS = Consumer Staples HEA = Health Care MAT = Materials UTL = Utilities ENR = Energy IND = Industrials OEQ = Other Equities								
U.S. Large Cap								
10,053.078	BLACKROCK EQUITY DIVIDEND FUND CLI Ticker: MADVX	09251M504 OEQ	\$200,357.84 19,930	\$0.00	\$149,589.80 14,880	\$50,768.04	\$4,654.58	2.32%
	Total U.S. Large Cap		\$200,357.84	\$0.00	\$149,589.80	\$50,768.04	\$4,654.58	2.32%
International Developed								
5,000.000	ROHM CO JPY50 ISIN: JP3982800009 JAPAN Ticker: 6963 JP	6747204#1 MAT	\$161,158.45 32,232	\$0.00	\$513,435.13 102,687	-\$352,276.68	\$0.00	0.00%
	Total International Developed		\$161,158.45	\$0.00	\$513,435.13	-\$352,276.68	\$0.00	0.00%
	Total Equities		\$361,516.29	\$0.00	\$663,024.93	-\$301,508.64	\$4,654.58	1.28%

Trade Date



THE SATO FDN SEP FUND - COMBINED
THE SATO FDN - SEPARATE FUND

Portfolio Detail

Dec 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP Sector (2)	Market Value (1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income								
Investment Grade Taxable								
48,760.956	BLACKROCK GNMA PORTFOLIO CLI	091929695	\$496,874.14 10.190	\$1,587.21	\$481,285.77 9.870	\$15,588.37	\$19,065.53	3.83%
31,049.541	BLACKROCK TOTAL RETURN II PORTFOLIO CLI	091928747	304,285.50 9.800	931.76	280,255.41 9.026	24,030.09	9,842.70	3.23
	Total Investment Grade Taxable		\$801,159.64	\$2,518.97	\$761,541.18	\$39,618.46	\$28,908.23	3.60%
	Total Fixed Income		\$801,159.64	\$2,518.97	\$761,541.18	\$39,618.46	\$28,908.23	3.60%
	Total Portfolio		\$1,175,808.99	\$2,520.02	\$1,437,699.17	-\$261,890.18	\$33,565.31	2.85%
	Accrued Income		\$2,520.02					
	Total		\$1,178,329.01					

(1) Market Value in the Portfolio Detail section does not include Accrued Income

Trade Date



Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FDN SEP FUND - COMBINED
THE SATO FDN - SEP FUND - CFIM

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									
Cash Equivalents									
437,449.690	BOFA CASH RESERVES TRUST CLASS	097100788	\$437,449.69	\$19.10	\$437,449.69	\$437,449.69	\$0.00	\$83.12	0.01%
93,000.000	METLIFE INC UNSECD SR COMPONENT DEB SER C STEP UP 10/12 DTD 09/15/12 VAR RT DUE 12/15/22	59156RBF4	94,866.51 102.007	125.98	95,592.84 102.788	95,592.84 102.788	-726.33	2,834.64	2.98 3.02
	Total Cash Equivalents		\$532,316.20	\$145.08	\$533,042.53	\$533,042.53	-\$726.33	\$2,917.76	0.54%
	Total Cash/Currency		\$532,316.20	\$145.08	\$533,042.53	\$533,042.53	-\$726.33	\$2,917.76	0.54%
Fixed Income									
Investment Grade Taxable									
220,000.000	2013 UNITED STATES TREASNT DTD 11/15/10 0.500% DUE 11/15/13 Moody's: AAA S&P: AA+	912828PU8	\$220,609.40 100.277	\$142.82	\$220,687.50 100.313	\$220,687.50 100.313	-\$78.10	\$1,100.00	0.49% 0.17
219,000.000	2013 UNITED STATES TREASNT DTD 12/15/10 0.750% DUE 12/15/13 Moody's: AAA S&P: AA+	912828PL8	220,162.89 100.531	76.71	220,231.88 100.563	220,231.88 100.563	-68.99	1,642.50	0.74 0.18
222,000.000	2014 UNITED STATES TREASNT DTD 01/03/12 0.125% DUE 12/31/13 Moody's: AAA S&P: AA+	912828RW2	221,862.36 99.938	0.77	221,783.21 99.902	221,783.21 99.902	79.15	277.50	0.12 0.17
221,000.000	2014 UNITED STATES TREASNT DTD 02/29/12 0.250% DUE 02/28/14 Moody's: AAA S&P: AA+	912828S66	221,121.55 100.055	187.72	221,103.59 100.047	221,103.59 100.047	17.96	552.50	0.25 0.19
216,000.000	2014 UNITED STATES TREASNT DTD 04/15/11 1.250% DUE 04/15/14 Moody's: AAA S&P: AA+	912828OC7	218,851.20 101.320	578.57	219,223.12 101.492	219,223.12 101.492	-371.92	2,700.00	1.23 0.22

Portfolio Detail

THE SATO FDN SEP FUND - COMBINED
THE SATO FDN - SEP FUND - CFIM
Dec. 01, 2012 through Dec. 31, 2012

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Investment Grade Taxable (cont)									
90,000.000	WELLS FARGO & CO NEW SUB NT DTD 04/06/04 4.625% DUE 04/15/14 Moody's: A3 S&P: A	949746FS5	94,645.80 105.162	878.75	94,944.60 105.494	-298.80	4,162.50	4.39 0.65	
217,000.000	UNITED STATES TREAS NT DTD 05/16/11 1.000% DUE 05/15/14 Moody's: AAA S&P: AA+	912828DM5	219,321.90 101.070	686.67	219,509.06 101.156	-187.16	2,170.00	0.98 0.23	
94,000.000	2015 BANK NEW YORK INC MELLON UNSECD MEDIUM TERM SR NT C1/20/15 @100 DTD 02/21/12 1.200% DUE 02/20/15 Moody's: AA3 S&P: A+	06406HCC1	95,009.56 101.074	410.47	95,116.72 101.188	-107.16	1,128.00	1.18 0.74	
189,000.000	FEDERAL NATL MTG ASSN NT DTD 04/19/12 0.500% DUE 05/27/15 Moody's: AAA S&P: AA+	313560KM4	189,686.07 100.363	89.25	189,623.70 100.330	62.37	945.00	0.49 0.36	
221,000.000	UNITED STATES TREAS NT DTD 06/15/12 0.375% DUE 06/15/15 Moody's: AAA S&P: AA+	912828SZ4	221,344.76 100.156	38.70	220,991.37 99.996	353.39	828.75	0.37 0.33	
185,000.000	2016 FEDERAL NATL MTG ASSN CONS BD DTD 08/19/11 1.250% DUE 09/28/16 Moody's: AAA S&P: AA+	313560CM3	189,798.90 102.594	597.39	189,847.00 102.620	-48.10	2,312.50	1.21 0.61	
187,000.000	2017 FEDERAL HOME LN MTG CORP REFERENCE NT DTD 01/30/12 1.000% DUE 03/08/17 Moody's: AAA S&P: AA+	3137EADC0	189,384.25 101.275	586.97	189,793.59 101.494	-409.34	1,870.00	0.98 0.78	
55,000.000	CIGNA CORP SR NT DTD 03/15/07 5.375% DUE 03/15/17 Moody's: BAA2 S&P: BBB	125509BJ7	62,283.65 113.243	870.45	62,637.30 113.886	-353.65	2,956.25	4.74 2.15	

Fixed Income (cont)

Trade Date



Portfolio Detail

Dec. 01, 2012 through Dec 31, 2012

THE SATO FDN SEP FUND - COMBINED
THE SATO FDN - SEP FUND - CFIM

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
91,000.000	BB&T CORP SR MTN SER C CALL 2/22/17 @100 DTD 03/22/12 2.150% DUE 03/22/17 Moody's: A2 S&P: A-	05531FAK9	94,119.48 103.428	538.04	94,756.48 104.128	-637.00	1,956.50	2.07 1.41	
79,000.000	2018 SOUTHERN CALIF GAS CO 1ST MTG BD SER HH DTD 10/17/03 5.450% DUE 04/15/18 Moody's: AA3 S&P: A+	842434CD2	94,498.22 119.618	908.94	95,631.87 121.053	-1,133.65	4,305.50	4.55 1.67	
78,000.000	TRAVELERS COS INC SR NT DTD 05/13/08 5.800% DUE 05/15/18 Moody's: A2 S&P: A	88417EAE9	94,486.86 121.137	578.06	96,040.62 123.129	-1,553.76	4,524.00	4.78 1.77	
80,000.000	2019 MCDONALDS CORP SR UNSEC MTN DTD 01/16/09 5.000% DUE 02/01/19 Moody's: A2 S&P: A	58013MEG5	93,191.20 116.489	1,666.66	95,560.00 119.450	-2,368.80	4,000.00	4.29 2.21	
79,000.000	COCA COLA CO SR NT DTD 03/06/09 4.875% DUE 03/15/19 Moody's: AA3 S&P: AA-	191216AM2	94,231.99 119.281	1,133.97	95,384.60 120.740	-1,152.61	3,851.25	4.08 1.71	
182,000.000	FEDERAL HOME LN MTG CORP REFERENCE MTN DTD 04/16/12 1.750% DUE 05/30/19 Moody's: AAA S&P: AA+	3137EADG1	188,271.72 103.446	274.26	188,757.66 103.713	-485.94	3,185.00	1.69 1.30	
54,000.000	DUKE ENERGY CORP NEW SR UNSEC NT DTD 08/28/09 5.050% DUE 09/15/19 Moody's: BAA2 S&P BBB	26441CAD7	62,639.46 115.999	802.95	63,803.70 118.155	-1,164.24	2,727.00	4.35 2.42	
79,000.000	BOEING CAP CORP SR NT -DTD 10/27/09 4.700% DUE 10/27/19 Moody's: A2 S&P: A	097014AL8	93,211.31 117.989	660.09	94,682.29 119.851	-1,470.98	3,713.00	3.98 2.05	

Trade Date



Bank of America Private Wealth Management

Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FDN SEP FUND - COMBINED
THE SATO FDN - SEP FUND - CFIM

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
80,000.000	2020 PNC FDG CORP CO GTD SR UNSECD NT DTD 02/08/10 5.125% DUE 02/08/20 Moody's: A3 S&P: A-	693476B J1	95,146.40 118.933	1,628.61	96,014.40 120.018	-868.00	4,100.00	4.30 2.37	
82,000.000	RAYTHEON CO SR NT DTD 11/19/09 4.400% DUE 02/15/20 Moody's: A3 S&P: A-	755111B R1	93,845.72 114.446	1,363.02	95,596.42 116.581	-1,750.70	3,608.00	3.84 2.37	
54,000.000	TIME WARNER INC NEW CO GTD SR NT UNSECD DTD 03/11/10 4.875% DUE 03/15/20 Moody's: BAA2 S&P: BBB	887317A F2	63,074.70 116.805	775.12	63,058.50 116.775	16.20	2,632.50	4.17 2.45	
83,000.000	LOWES COS INC NT DTD 04/15/10 4.625% DUE 04/15/20 Moody's: A3 S&P: A-	548661C 08	97,413.78 117.366	810.40	96,413.63 116.161	1,000.15	3,838.75	3.94 2.23	
80,000.000	UNITED TECHNOLOGIES CORP SR UNSECD NT DTD 02/26/10 4.500% DUE 04/15/20 Moody's: A2 S&P: A	913017B R9	93,988.00 117.485	760.00	94,988.00 118.735	-1,000.00	3,600.00	3.83 2.05	
84,000.000	JPMORGAN CHASE & CO SR UNSECD NT DTD 07/22/10 4.400% DUE 07/22/20 Moody's: A2 S&P: A	46625HHS2	94,822.56 112.884	1,632.40	94,395.00 112.375	427.56	3,696.00	3.89 2.65	
88,000.000	PEPSICO INC SR UNSECD NT DTD 10/26/10 3.125% DUE 11/01/20 Moody's: AA3 S&P: A-	713448B R8	94,306.96 107.167	458.33	95,626.08 108.666	-1,319.12	2,750.00	2.91 2.29	
82,000.000	2021 BERKSHIRE HATHAWAY FIN CORP CO GTD SR NT DTD 01/11/11 4.250% DUE 01/15/21 Moody's: AA2 S&P: AA+	084664B Q3	94,081.88 114.734	1,606.97	94,879.74 115.707	-797.86	3,485.00	3.70 2.40	

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Trade Date



Portfolio Detail

Dec. 01, 2012 through Dec 31, 2012

THE SATO FDN SEP FUND - COMBINED
THE SATO FDN - SEP FUND - CFIM

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Investment Grade Taxable (cont)									
83,000.000	MERCK & CO INC NEW SR UNSECD NT DTD 12/10/10 3.875% DUE 01/15/21 Moody's: A1 S&P: AA	58933YAA3	93,146.75 112.225	1,483.04	93,988.37 113.239	-841.62	3,216.25	3.45 2.34	
81,000.000	DU PONT E I DE NEMOURS & CO SR UNSECD NT DTD 03/25/11 4.250% DUE 04/01/21 Moody's: A2 S&P: A	263534CE7	92,955.60 114.760	860.62	94,822.58 116.818	-1,666.98	3,442.50	3.70 2.41	
59,000.000	GENERAL MILS INC SR UNSECD NT CALL 9/15/21 @100 DTD 11/28/11 3.150% DUE 12/15/21 Moody's: BAA1 S&P: BBB+	370334BM5	61,672.11 104.529	82.60	62,587.20 106.080	-915.09	1,858.50	3.01 2.69	
90,000.000	U S BANCORP SR UNSECD MTN CALL 2/15/22 @100 DTD 03/02/12 3.000% DUE 03/15/22 Moody's: A1 S&P: A+	91159HHC7	93,602.70 104.003	794.99	95,376.60 105.974	-1,773.90	2,700.00	2.88 2.59	
146,227.100	FEDERAL HOME LN MTG CORP POOL #G14497 DTD 06/01/12 3.000% DUE 06/01/27 Moody's: AAA S&P: AA+	3128MDGE7	154,320.77 105.535	365.57	153,458.49 104.945	862.28	4,386.81	2.84 1.13	
145,299.820	FEDERAL NATL MTG ASSN POOL #MA1174 DTD 09/01/12 3.000% DUE 09/01/27 Moody's: AAA S&P: AA+	31418AJU3	153,568.83 105.691	363.25	153,745.38 105.813	-176.55	4,358.99	2.83 1.11	
Total Investment Grade Taxable			\$4,554,679.29	\$24,693.13	\$4,574,860.25	-\$20,180.96	\$98,561.05	2.16%	

Trade Date



Bank of America Private Wealth Management

Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FDN SEP FUND - COMBINED
THE SATO FDN - SEP FUND - CFIM

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
International Developed Bonds									
88,000.000	2015 WESTPAC BKG CORP SR UNSEC'D NT AUSTRALIA DTD 08/27/09 4 200% DUE 02/27/15 Moody's: AA2 S&P: AA-	961214BH5	\$94,402.00 107.275	\$1,273.07	\$94,784.80 107.710	\$94,784.80 107.710	-\$382.80	\$3,696.00	3.91% 0.75
	Total International Developed Bonds		\$94,402.00	\$1,273.07	\$94,784.80	\$94,784.80	-\$382.80	\$3,696.00	3.91%
	Total Fixed Income		\$4,649,081.29	\$25,966.20	\$4,669,645.05	\$4,669,645.05	-\$20,563.76	\$102,277.05	2.20%
	Total Portfolio		\$5,181,397.49	\$26,111.28	\$5,202,687.58	\$5,202,687.58	-\$21,290.09	\$105,194.81	2.03%
	Accrued Income		\$26,111.28						
	Total		\$5,207,508.77						

(1) Market Value in the Portfolio Detail section does not include Accrued Income

Trade Date



Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FOUNDATION - COMBINED
IM THE SATO FOUNDATION

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency									
Cash Equivalents									
84,971.290	BOFA CASH RESERVES TRUST CLASS	097100788	\$84,971.29	\$2.36	\$84,971.29	\$84,971.29	\$0.00	\$16.14	0.01%
	Total Cash Equivalents		\$84,971.29	\$2.36	\$84,971.29	\$84,971.29	\$0.00	\$16.14	0.01%
	Total Cash/Currency		\$84,971.29	\$2.36	\$84,971.29	\$84,971.29	\$0.00	\$16.14	0.01%
Equities									
(2) Industry Sector Codes									
CND = Consumer Discretionary FIN = Financials IFT = Information Technology TEL = Telecommunication Services									
CNS = Consumer Staples HEA = Health Care MAT = Materials UTL = Utilities									
ENR = Energy IND = Industrials OEQ = Other Equities									
U.S. Large Cap									
3,003.575	BLACKROCK EQUITY DIVIDEND FUND	09251M504	\$59,861.25	\$0.00	\$45,029.48	\$45,029.48	\$14,831.77	\$1,390.66	2.32%
	CLI	OEQ	19.930		14.992				
	Ticker: MADVX								
	Total U.S. Large Cap		\$59,861.25	\$0.00	\$45,029.48	\$45,029.48	\$14,831.77	\$1,390.66	2.32%
International Developed									
2,000.000	ROHM CO	6747204#1	\$64,463.38	\$0.00	\$2,000.01	\$2,000.01	\$62,463.37	\$0.00	0.00%
	JPY50	MAT	32.232		1,000				
	ISIN JP3982800009 JAPAN								
	Ticker: 6963 JP								
	Total International Developed		\$64,463.38	\$0.00	\$2,000.01	\$2,000.01	\$62,463.37	\$0.00	0.00%
	Total Equities		\$124,324.63	\$0.00	\$47,029.49	\$47,029.49	\$77,295.14	\$1,390.66	1.11%

Trade Date



Portfolio Detail

Dec. 01, 2012 through Dec 31, 2012

THE SATO FOUNDATION - COMBINED
IM THE SATO FOUNDATION

Units	Description	CUSIP Sector (2)	Market Value (1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income									
Investment Grade Taxable									
15,122.029	BLACKROCK GNMA PORTFOLIO CL I	091929695	\$154,093.48 10.190	\$492.85	\$149,191.09 9.866	\$4,902.39	\$5,912.71	3.83%	
8,011.591	BLACKROCK TOTAL RETURN II PORTFOLIO CL I	091928747	78,513.59 9.800	240.75	70,685.48 8.823	7,828.11	2,539.67	3.23	
	Total Investment Grade Taxable		\$232,607.07	\$733.60	\$219,876.57	\$12,730.50	\$8,452.38	3.63%	
	Total Fixed Income		\$232,607.07	\$733.60	\$219,876.57	\$12,730.50	\$8,452.38	3.63%	
	Total Portfolio		\$441,902.99	\$735.96	\$351,877.35	\$90,025.64	\$9,859.18	2.23%	
	Accrued Income		\$735.96						
	Total		\$442,638.95						

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

Trade Date



Bank of America Private Wealth Management

Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FOUNDATION - COMBINED
IM THE SATO FOUNDATION - CFIM

Units	Description	CUSIP Sector (2)	Market Value (1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash/Currency								
Cash Equivalents								
69,330.050	BOFA CASH RESERVES TRUST CLASS	097100788	\$69,330.05	\$4.05	\$69,330.05 1,000	\$0.00	\$13.17	0.01%
28,000.000	METLIFE INC UNSECD SR COMPONENT DEB SER C STEP UP 10/12 DTD 09/15/12 VAR RT DUE 12/15/22	591568BF4	28,561.96 102.007	37.93	28,780.64 102.788	-218.68	853.44	2.98 3.02
	Total Cash Equivalents		\$97,892.01	\$41.99	\$98,110.69	-\$218.68	\$866.61	0.88%
	Total Cash/Currency		\$97,892.01	\$41.99	\$98,110.69	-\$218.68	\$866.61	0.88%
Fixed Income								
Investment Grade Taxable								
68,000.000	2013 UNITED STATES TREASNT DTD 11/15/10 0.500% DUE 11/15/13 Moody's: AAA S&P: AA+	912828P08	\$68,188.36 100.277	\$44.14	\$68,212.50 100.313	-\$24.14	\$340.00	0.49% 0.17
68,000.000	UNITED STATES TREASNT DTD 12/15/10 0.750% DUE 12/15/13 Moody's: AAA S&P: AA+	912828P08	68,361.08 100.531	23.82	68,382.50 100.563	-21.42	510.00	0.74 0.18
68,000.000	UNITED STATES TREASNT DTD 01/03/12 0.125% DUE 12/31/13 Moody's: AAA S&P: AA+	912828RW2	67,957.84 99.938	0.23	67,933.59 99.902	24.25	85.00	0.12 0.17
68,000.000	2014 UNITED STATES TREASNT DTD 02/29/12 0.250% DUE 02/28/14 Moody's: AAA S&P: AA+	912828S66	68,037.40 100.055	57.76	68,031.88 100.047	5.52	170.00	0.25 0.19
67,000.000	UNITED STATES TREASNT DTD 04/15/11 1.250% DUE 04/15/14 Moody's: AAA S&P: AA+	9128280C7	67,884.40 101.320	179.46	67,999.77 101.492	-115.37	837.50	1.23 0.22

Trade Date



Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FOUNDATION - COMBINED
IM THE SATO FOUNDATION - CFIM

Units	Description	CUSIP Sector (2)	Market Value (1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Investment Grade Taxable (cont)									
28,000.000	WELLS FARGO & CO NEW SUB NT DTD 04/06/04 4.625% DUE 04/15/14 Moody's: A3 S&P: A	949746F55	29,445.36 105.162	273.39	29,538.32 105.494		-92.96	1,295.00	4.39 0.65
67,000.000	UNITED STATES TREAS NT DTD 05/16/11 1.000% DUE 05/15/14 Moody's: AAA S&P: AA+	912828DM5	67,716.90 101.070	212.01	67,774.69 101.156		-57.79	670.00	0.98 0.23
29,000.000	BANK NEW YORK INC MELLON UNSECD MEDIUM TERM SR NT C1/20/15 @100 DTD 02/21/12 1.200% DUE 02/20/15 Moody's: AA3 S&P: A+	06406HCC1	29,311.46 101.074	126.63	29,344.52 101.188		-33.06	348.00	1.18 0.74
58,000.000	FEDERAL NATL MTG ASSN NT DTD 04/19/12 0.500% DUE 05/27/15 Moody's: AAA S&P: AA+	313560KM4	58,210.54 100.363	27.39	58,191.40 100.330		19.14	290.00	0.49 0.36
68,000.000	UNITED STATES TREAS NT DTD 06/15/12 0.375% DUE 06/15/15 Moody's: AAA S&P: AA+	912828SZ4	68,106.08 100.156	11.90	67,997.34 99.996		108.74	255.00	0.37 0.33
59,000.000	FEDERAL NATL MTG ASSN CONS BD DTD 08/19/11 1.250% DUE 09/28/16 Moody's: AAA S&P: AA+	313560CM3	60,530.46 102.594	190.52	60,545.80 102.620		-15.34	737.50	1.21 0.61
59,000.000	FEDERAL HOME LN MTG CORP REFERENCE NT DTD 01/30/12 1.000% DUE 03/08/17 Moody's: AAA S&P: AA+	3137EADC0	59,752.25 101.275	185.19	59,881.40 101.494		-129.15	590.00	0.98 0.78
17,000.000	CIGNA CORP SR NT DTD 03/15/07 5.375% DUE 03/15/17 Moody's: BAA2 S&P: BBB	125509BJ7	19,251.31 113.243	269.05	19,360.62 113.886		-109.31	913.75	4.74 2.15

Fixed Income (cont)

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Trade Date



Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FOUNDATION - COMBINED
IM THE SATO FOUNDATION - CFIM

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
28,000.000	BB&T CORP SR MTN SER C CALL 2/22/17 @100 DTD 03/22/12 2.150% DUE 03/22/17 Moody's: A2 S&P: A-	05531FAK9	28,959.84 103.428	165.55	29,155.84 104.128	-196.00	602.00	2.07 1.41	
24,000.000	2018 SOUTHERN CALIF GAS CO 1ST MTG BD SER HH DTD 10/17/03 5.450% DUE 04/15/18 Moody's: AA3 S&P: A+	842434CD2	28,708.32 119.618	276.13	29,052.72 121.053	-344.40	1,308.00	4.55 1.67	
24,000.000	TRAVELERS COS INC SR NT DTD 05/13/08 5.800% DUE 05/15/18 Moody's: A2 S&P: A	89417EAE9	29,072.88 121.137	177.86	29,550.96 123.129	-478.08	1,392.00	4.78 1.77	
25,000.000	2019 MCDONALDS CORP SR UNSEC'D MTN DTD 01/16/09 5.000% DUE 02/01/19 Moody's: A2 S&P: A	58013MEG5	29,122.25 116.489	520.83	29,862.50 119.450	-740.25	1,250.00	4.29 2.21	
24,000.000	COCA COLA CO SR NT DTD 03/06/09 4.875% DUE 03/15/19 Moody's: AA3 S&P: AA-	191216AM2	28,627.44 119.281	344.49	28,977.60 120.740	-350.16	1,170.00	4.08 1.71	
56,000.000	FEDERAL HOME LN MTG CORP REFERENCE MTN DTD 04/16/12 1.750% DUE 05/30/19 Moody's: AAA S&P: AA+	3137EADG1	57,929.76 103.446	84.39	58,079.28 103.713	-149.52	980.00	1.69 1.30	
17,000.000	DUKE ENERGY CORP NEW SR UNSEC'D NT DTD 08/28/09 5.050% DUE 09/15/19 Moody's: BAA2 S&P: BBB	26441CAD7	19,719.83 115.999	252.78	20,086.35 118.155	-366.52	858.50	4.35 2.42	
24,000.000	BOEING CAP CORP SR NT DTD 10/27/09 4.700% DUE 10/27/19 Moody's: A2 S&P: A	097014AL8	28,317.36 117.989	200.53	28,764.24 119.851	-446.88	1,128.00	3.98 2.05	

Trade Date



Bank of America Private Wealth Management

Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FOUNDATION - COMBINED
IM THE SATO FOUNDATION - CFIM

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yid/ YTM
Investment Grade Taxable (cont)									
24,000.000	2020 PNC FDG CORP CO GTD SR UNSEC NT DTD 02/08/10 5.125% DUE 02/08/20 Moody's: A3 S&P: A-	693476BJ1	28,543.92 118.933	488.58	28,804.32 120.018	-260.40	1,230.00	4.30 2.37	
25,000.000	RAYTHEON CO SR NT DTD 11/19/09 4.400% DUE 02/15/20 Moody's: A3 S&P: A-	755111BRI	28,611.50 114.446	415.55	29,145.25 116.581	-533.75	1,100.00	3.94 2.37	
17,000.000	TIME WARNER INC NEW CO GTD SR NT UNSEC DTD 03/11/10 4.875% DUE 03/15/20 Moody's: BAA2 S&P: BBB	887317AF2	19,856.85 116.805	244.02	19,851.75 116.775	5.10	828.75	4.17 2.45	
26,000.000	LOWES COS INC NT DTD 04/15/10 4.625% DUE 04/15/20 Moody's: A3 S&P: A-	548661CD8	30,515.16 117.366	253.86	30,201.86 116.161	313.30	1,202.50	3.94 2.23	
25,000.000	UNITED TECHNOLOGIES CORP SR UNSEC NT DTD 02/26/10 4.500% DUE 04/15/20 Moody's: A2 S&P: A	913017BR9	29,371.25 117.485	237.50	29,683.75 118.735	-312.50	1,125.00	3.83 2.05	
26,000.000	JPMORGAN CHASE & CO SR UNSEC NT DTD 07/22/10 4.400% DUE 07/22/20 Moody's: A2 S&P: A	46625HHS2	29,349.84 112.884	505.27	29,217.50 112.375	132.34	1,144.00	3.89 2.65	
27,000.000	PEPSICO INC SR UNSEC NT DTD 10/26/10 3.125% DUE 11/01/20 Moody's: AA3 S&P: A-	713448BR8	28,935.09 107.167	140.62	29,339.82 108.666	-404.73	843.75	2.91 2.29	
25,000.000	2021 BERKSHIRE HATHAWAY FIN CORP CO GTD SR NT DTD 01/11/11 4.250% DUE 01/15/21 Moody's: AA2 S&P: AA+	084664BQ3	28,683.50 114.734	489.93	28,926.75 115.707	-243.25	1,062.50	3.70 2.40	

Fixed Income (cont)

Investment Grade Taxable (cont)

24,000.000

2020
PNC FDG CORP
CO GTD SR UNSEC NT
DTD 02/08/10 5.125% DUE 02/08/20
Moody's: A3 S&P: A-

693476BJ1

28,543.92
118.933

488.58

28,804.32
120.018

-260.40

1,230.00

4.30

2.37

25,000.000

RAYTHEON CO
SR NT
DTD 11/19/09 4.400% DUE 02/15/20
Moody's: A3 S&P: A-

755111BRI

28,611.50
114.446

415.55

29,145.25
116.581

-533.75

1,100.00

3.94

2.37

17,000.000

TIME WARNER INC NEW
CO GTD SR NT UNSEC
DTD 03/11/10 4.875% DUE 03/15/20
Moody's: BAA2 S&P: BBB

887317AF2

19,856.85
116.805

244.02

19,851.75
116.775

5.10

828.75

4.17

2.45

26,000.000

LOWES COS INC
NT
DTD 04/15/10 4.625% DUE 04/15/20
Moody's: A3 S&P: A-

548661CD8

30,515.16
117.366

253.86

30,201.86
116.161

313.30

1,202.50

3.94

2.23

25,000.000

UNITED TECHNOLOGIES CORP
SR UNSEC NT
DTD 02/26/10 4.500% DUE 04/15/20
Moody's: A2 S&P: A

913017BR9

29,371.25
117.485

237.50

29,683.75
118.735

-312.50

1,125.00

3.83

2.05

26,000.000

JPMORGAN CHASE & CO
SR UNSEC NT
DTD 07/22/10 4.400% DUE 07/22/20
Moody's: A2 S&P: A

46625HHS2

29,349.84
112.884

505.27

29,217.50
112.375

132.34

1,144.00

3.89

2.65

27,000.000

PEPSICO INC
SR UNSEC NT
DTD 10/26/10 3.125% DUE 11/01/20
Moody's: AA3 S&P: A-

713448BR8

28,935.09
107.167

140.62

29,339.82
108.666

-404.73

843.75

2.91

2.29

25,000.000

2021
BERKSHIRE HATHAWAY FIN CORP
CO GTD SR NT
DTD 01/11/11 4.250% DUE 01/15/21
Moody's: AA2 S&P: AA+

084664BQ3

28,683.50
114.734

489.93

28,926.75
115.707

-243.25

1,062.50

3.70

2.40

Trade Date



Bank of America Private Wealth Management

Portfolio Detail

Dec. 01, 2012 through Dec 31, 2012

THE SATO FOUNDATION - COMBINED
 IM THE SATO FOUNDATION - CFIM

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
Investment Grade Taxable (cont)									
26,000.000	MERCK & CO INC NEW SR UNSECD NT DTD 12/10/10 3.875% DUE 01/15/21 Moody's: A1 S&P: AA	58933YAA3	29,178.50 112.225	464.56	29,442.14 113.239	29,442.14 113.239	-263.64	1,007.50	3.45 2.34
25,000.000	DU PONT E I DE NEMOURS & CO SR UNSECD NT DTD 03/25/11 4.250% DUE 04/01/21 Moody's: A2 S&P: A	263534CE7	28,690.00 114.760	265.62	29,204.50 116.818	29,204.50 116.818	-514.50	1,062.50	3.70 2.41
18,000.000	GENERAL MLS INC SR UNSECD NT CALL 9/15/21 @100 DTD 11/28/11 3.150% DUE 12/15/21 Moody's: BAA1 S&P: BBB+	370334BM5	18,815.22 104.529	25.20	19,094.40 106.080	19,094.40 106.080	-279.18	567.00	3.01 2.69
28,000.000	U S BANCORP SR UNSECD MTN CALL 2/15/22 @100 DTD 03/02/12 3.000% DUE 03/15/22 Moody's: A1 S&P: A+	91159HHC7	29,120.84 104.003	247.33	29,672.72 105.974	29,672.72 105.974	-551.88	840.00	2.88 2.59
41,126.370	FEDERAL HOME LN MTG CORP POOL #G14497 DTD 06/01/12 3.000% DUE 06/01/27 Moody's: AAA S&P: AA+	3128MDGE7	43,402.71 105.535	102.82	43,160.20 104.945	43,160.20 104.945	242.51	1,233.79	2.84 1.13
48,433.280	FEDERAL NATL MTG ASSN POOL #MA1174 DTD 08/01/12 3.000% DUE 09/01/27 Moody's: AAA S&P: AA+	31418AJU3	51,189.62 105.691	121.08	51,248.47 105.813	51,248.47 105.813	-58.85	1,453.00	2.83 1.11
Total Investment Grade Taxable			\$1,407,475.12	\$7,625.99	\$1,413,717.25	\$1,413,717.25	-\$6,242.13	\$30,430.54	2.16%

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Trade Date



Portfolio Detail

Dec. 01, 2012 through Dec. 31, 2012

THE SATO FOUNDATION - COMBINED
IM THE SATO FOUNDATION - CFIM

Units	Description	CUSIP Sector (2)	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Fixed Income (cont)									
International Developed Bonds									
27,000.000	WESTPAC BKG CORP SR UNSEC'D NT AUSTRALIA DTD 08/27/09 4.200% DUE 02/27/15 Moody's: AA2 S&P: AA-	961214BH5	\$28,964.25 107.275	\$390.60	\$29,081.70 107.710		-\$117.45	\$1,134.00	3.91% 0.75
	Total International Developed Bonds		\$28,964.25	\$390.60	\$29,081.70		-\$117.45	\$1,134.00	3.91%
	Total Fixed Income		\$1,436,439.37	\$8,016.59	\$1,442,798.95		-\$6,359.58	\$31,564.54	2.19%
	Total Portfolio		\$1,534,331.38	\$8,058.58	\$1,540,909.64		-\$6,578.26	\$32,431.15	2.11%
	Accrued Income		\$8,058.58						
	Total		\$1,542,389.96						

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

Form **8868**
 (Rev. January 2013)
 Department of the Treasury
 Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**

- 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	Name of exempt organization or other filer, see instructions THE SATO FOUNDATION	Employer identification number (EIN) or 94-3356933
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions 264 MOUNTAIN VIEW AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions SAN RAFAEL	CA 08534-1501

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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 ▶ BANK OF AMERICA, N.A.
 Telephone No ▶ 609-274-6834 FAX No ▶ _____

- 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 8/15/2013 to file the exempt organization return for the organization named above. The extension is for the organization's return for calendar year 2012 or tax year beginning _____, and ending _____

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	\$	7,259
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	\$	4,448
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	\$	2,811

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.

Form **8868** (Rev. 1-2013)