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

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

For calendar year 2012, or tax year beginning

, 2012, and ending

ALEXANDER F. VICTOR FOUNDATION  
P.O. BOX LAW  
MONTEREY, CA 93942**A** Employer identification number  
94-6121837**B** Telephone number (see the instructions)  
(831) 649-1100**C** If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**G** Check all that apply: ☐ Initial return ☐ Initial return of a former public charity  
☐ Final return ☐ Amended return  
☐ Address change ☐ Name change**H** Check type of organization: ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)  
\$ 1,719,951.  
**J** Accounting method ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

**(a)** Revenue and expenses per books**(b)** Net investment income**(c)** Adjusted net income**(d)** Disbursements for charitable purposes (cash basis only)

REVENUE

**1** Contributions, gifts, grants, etc., received (att sch)**2** Check ☒ if the foundn is not req to att Sch B**3** Interest on savings and temporary cash investments**4** Dividends and interest from securities**5a** Gross rents**b** Net rental income or (loss) 104,322.**6a** Net gain/(loss) from sale of assets not on line 10**b** Gross sales price for all assets on line 6a**7** Capital gain net income (from Part IV, line 2)**8** Net short-term capital gain**9** Income modifications**10a** Gross sales less returns and allowances**b** Less Cost of goods sold**c** Gross profit/(loss) (att sch)**11** Other income (attach schedule)

SEE STATEMENT 1

**12 Total.** Add lines 1 through 11

ADMINISTRATIVE AND OPERATING EXPENSES

**13** Compensation of officers, directors, trustees, etc**14** Other employee salaries and wages**15** Pension plans, employee benefits**16a** Legal fees (attach schedule)**b** Accounting fees (attach sch) SEE ST 2**c** Other prof fees (attach sch) SEE ST. 3**17** Interest**18** Taxes (attach schedule) (see instrs) SEE STM 4**19** Depreciation (attach sch) and depletion**20** Occupancy**21** Travel, conferences, and meetings**22** Printing and publications**23** Other expenses (attach schedule)

SEE STATEMENT 5

**24 Total operating and administrative expenses.** Add lines 13 through 23**25** Contributions, gifts, grants paid PART XV**26 Total expenses and disbursements.** Add lines 24 and 25**27** Subtract line 26 from line 12:**a** Excess of revenue over expenses and disbursements**b** Net investment income (if negative, enter -0-)**c** Adjusted net income (if negative, enter -0-)

91,14-16

11

**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
<b>ASSETS</b>	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	43,808.	59,305.	59,305.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule) STATEMENT 6	245,369.	245,369.	279,652.
	c Investments — corporate bonds (attach schedule)			
	11 Investments — land, buildings, and equipment: basis	30,000.		
<b>LIABILITIES</b>	Less: accumulated depreciation (attach schedule) SEE STMT 7	30,000.		
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule) STATEMENT 8	234,007.	234,007.	280,994.
	14 Land, buildings, and equipment: basis	80,043.		
	Less: accumulated depreciation (attach schedule) SEE STMT 9	7,446.		
	15 Other assets (describe)	726.		
	16 Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	597,277.	611,278.	1,719,951.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
<b>FUND ASSETS</b>	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe SEE STATEMENT 10)		843.	
	23 Total liabilities (add lines 17 through 22)	0.	843.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
<b>NET ASSET BALANCES</b>	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. X			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	597,277.	610,435.	
	30 Total net assets or fund balances (see instructions)	597,277.	610,435.	
	31 Total liabilities and net assets/fund balances (see instructions)	597,277.	611,278.	

**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	597,277.
2 Enter amount from Part I, line 27a	2	11,519.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 11	3	3,682.
4 Add lines 1, 2, and 3	4	612,478.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 12	5	2,043.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	610,435.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A				
b				
c				
d				
e				

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

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

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>		2	
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	<div style="border: 1px solid black; padding: 2px;"> </div>		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	87,546.	711,895.	0.122976
2010	87,807.	1,638,925.	0.053576
2009	86,421.	1,547,026.	0.055863
2008	83,710.	1,632,217.	0.051286
2007	80,871.	1,674,043.	0.048309

2 Total of line 1, column (d)	2	0.332010
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	0.066402
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	1,706,582.
5 Multiply line 4 by line 3	5	113,320.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,022.
7 Add lines 5 and 6	7	114,342.
8 Enter qualifying distributions from Part XII, line 4	8	90,649.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	2,043.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,043.
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	2,043.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	1,200.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,200.	
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	843.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax. Refunded	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		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? <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, column (c), and Part XIV</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

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Form 990-PF (2012)

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . Website address <u>N/A</u>	13	X	
14	The books are in care of <u>GEORGE R WALKER</u> Telephone no <u>(831) 649-1100</u> Located at <u>215 W FRANKLIN MONTEREY CA</u> ZIP + 4 <u>93940</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	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></u>	16	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
<b>1 a</b> 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>b</b> If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	N/A
<b>c</b> Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c	X
<b>2</b> 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))		
<b>a</b> At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20 __ , 20 __ , 20 __ , 20 __</u>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2 b	N/A
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20 __ , 20 __ , 20 __ , 20 __</u>		
<b>3 a</b> 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>b</b> If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	3 b	N/A
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
<b>b</b> Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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Form 990-PF (2012)

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

5 b

N/A

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)

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

6 b

X

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

**7 a** 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

7 b

**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
GEORGE R WALKER P.O. BOX LAW MONTEREY, CA 93942	CEO 2.00	20,000.	0.	0.
DOROTHY A JOHNSON 215 W FRANKLIN STREET MONTEREY, CA 93940	SECRETARY 3.00	3,300.	0.	0.
PATRICIA A WALKER P.O. BOX LAW MONTEREY, CA 93942	CFO 0	0.	0.	0.

**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

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

## Part IX-A Summary of Direct Charitable Activities

## Expenses

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

Amount

**Total.** Add lines 1 through 3

Form 990-PF (2012)



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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1 a	551,272.
b	Average of monthly cash balances	1 b	81,299.
c	Fair market value of all other assets (see instructions)	1 c	1,100,000.
d	<b>Total</b> (add lines 1a, b, and c)	1 d	1,732,571.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,732,571.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	25,989.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,706,582.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	85,329.

**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	85,329.
2a	Tax on investment income for 2012 from Part VI, line 5	2 a	2,043.
b	Income tax for 2012. (This does not include the tax from Part VI).	2 b	
c	Add lines 2a and 2b	2 c	2,043.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	83,286.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	83,286.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	83,286.

**Part XII** Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	90,649.
b	Program-related investments — total from Part IX-B	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	90,649.
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	90,649.

**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

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Form 990-PF (2012)

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
<b>1</b> Distributable amount for 2012 from Part XI, line 7				83,286.
<b>2</b> Undistributed income, if any, as of the end of 2012.				
<b>a</b> Enter amount for 2011 only			0.	
<b>b</b> Total for prior years 20__, 20__, 20__		0.		
<b>3</b> Excess distributions carryover, if any, to 2012.				
<b>a</b> From 2007	131.			
<b>b</b> From 2008	4,247.			
<b>c</b> From 2009	10,737.			
<b>d</b> From 2010	8,231.			
<b>e</b> From 2011	53,699.			
<b>f</b> Total of lines 3a through e	77,045.			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4: \$ 90,649.				
<b>a</b> Applied to 2011, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required — see instructions)	0.			
<b>d</b> Applied to 2012 distributable amount				83,286.
<b>e</b> Remaining amount distributed out of corpus	7,363.			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	84,408.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
<b>e</b> Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
<b>f</b> Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	131.			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	84,277.			
<b>10</b> Analysis of line 9.				
<b>a</b> Excess from 2008	4,247.			
<b>b</b> Excess from 2009	10,737.			
<b>c</b> Excess from 2010	8,231.			
<b>d</b> Excess from 2011	53,699.			
<b>e</b> Excess from 2012	7,363.			

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

N/A

- [illegible]

**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).)

NONE

- 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.

SEE STATEMENT 13

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

SEE STATEMENT FOR LINE 2A

- c Any submission deadlines.

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

**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
<b>a</b> Paid during the year SEE STATEMENT 14				
<b>Total</b>			<b>3 a</b>	82,700.
<b>b</b> Approved for future payment				
<b>Total</b>			<b>3 b</b>	





2012

## FEDERAL STATEMENTS

PAGE 1

CLIENT 810037

ALEXANDER F. VICTOR FOUNDATION

94-6121837

5/17/13

08 24AM

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 11**  
**OTHER INCOME**

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
ROYALTY OTHER INC LOSS			
TOTAL	\$ 1,794.	\$ 0.	\$ 0.

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HAYASHI AND WAYLAND LLP	\$ 2,575.			\$ 2,575.
TOTAL	\$ 2,575.	\$ 0.	\$ 0.	\$ 2,575.

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	\$ 150.	\$ 150.		
LEGAL FEE	468.	468.		
TOTAL	\$ 618.	\$ 618.	\$ 0.	\$ 0.

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEPT OF JUSTICE	\$ 50.			\$ 50.
FRANCHSE TAX	10.			10.
TOTAL	\$ 60.	\$ 0.	\$ 0.	\$ 60.

CLIENT 810037

ALEXANDER F. VICTOR FOUNDATION

94-6121837

5/17/13

08 24AM

**STATEMENT 5**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 14.			\$ 14.
RENTAL EXPENSES	278.	\$ 278.		
<b>TOTAL</b>	<b>\$ 292.</b>	<b>\$ 278.</b>	<b>\$ 0.</b>	<b>\$ 14.</b>

**STATEMENT 6**  
**FORM 990-PF, PART II, LINE 10B**  
**INVESTMENTS - CORPORATE STOCKS**

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
UNITED TECHNOLOGIES CORP	COST	\$ 35,469.	\$ 32,804.
COHEN & STEERS INTL REALTY FUND	COST	14,901.	31,416.
TEMPLETON EMRG MKTS	COST	11,376.	17,310.
NORTHWESTERN CORP	COST	33,034.	34,730.
A T & T INC	COST	31,477.	33,710.
NOVO NOREISK A/S DR	COST	31,068.	40,803.
ORACLE CORP	COST	30,864.	29,988.
HONEYWELL INT'L INC.	COST	29,834.	31,735.
PROCTOR & GAMBLE CORP	COST	27,346.	27,156.
<b>TOTAL</b>		<b>\$ 245,369.</b>	<b>\$ 279,652.</b>

**STATEMENT 7**  
**FORM 990-PF, PART II, LINE 11**  
**INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT**

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
BUILDINGS	\$ 30,000.	\$ 30,000.	\$ 0.	\$ 0.
<b>TOTAL</b>	<b>\$ 30,000.</b>	<b>\$ 30,000.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>

**STATEMENT 8**  
**FORM 990-PF, PART II, LINE 13**  
**INVESTMENTS - OTHER**

OTHER INVESTMENTS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BP PRUDHOE BAY RLY TR UNITS BI	COST	\$ 0.	\$ 0.
CAPITALSOURCE INC	COST	0.	0.
CROSS TIMBERS ROYALTY TRUST	COST	5,048.	2,692.
ISHARES INTL SMALL CAP FD	COST	16,718.	21,212.
I SHARES MSCI EAFE INDEX	COST	16,125.	20,470.
ISHARES MSCI EMRG MKTS	COST	15,301.	14,192.
I SHARES MSCI PAC EX JAPAN	COST	25,622.	31,112.



2012

## FEDERAL STATEMENTS

PAGE 3

CLIENT 810037

ALEXANDER F. VICTOR FOUNDATION

94-6121837

5/17/13

08.40AM

STATEMENT 8 (CONTINUED)  
FORM 990-PF, PART II, LINE 13  
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
AMEX S&P 500 INDEX FUNDS	COST	\$ 24,686.	\$ 40,079.
ISHARES S&P MIDCAP 400 INDEX FUND	COST	7,939.	15,764.
MESABI TRUST	COST	5,079.	5,090.
NORTHERN EURO OIL ROYALTY TRUST	COST	4,754.	2,806.
PERMIAN BASIN ROYALTY TR	COST	4,123.	2,145.
PLUM CREEK TIMBER	COST	3,199.	4,437.
SABINE ROYALTY TRUST	COST	7,477.	6,963.
SAN JUAN BASIN ROYALTY TRUST	COST	4,898.	2,011.
SCHLUMBERGER LTD.	COST	24,744.	20,790.
ISHRES FTSE EPRA NAREIT DEV (IFAS)	COST	6,935.	12,458.
ISHARES FTSE EPRA NAREIT DEV (IFGL)	COST	7,695.	13,252.
TOTAL OTHER INVESTMENTS		\$ 180,343.	\$ 215,473.
<u>OTHER PUBLICLY TRADED SECURITIES</u>			
ONEOK PARTNERS LLP	COST	28,158.	37,793.
EL PASO PIPELINE PARTNERS LP	COST	25,506.	27,728.
TOTAL OTHER PUBLICLY TRADED SECURITIES		\$ 53,664.	\$ 65,521.
TOTAL		\$ 234,007.	\$ 280,994.

STATEMENT 9  
FORM 990-PF, PART II, LINE 14  
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
BUILDINGS	\$ 30,043.	\$ 7,446.	\$ 22,597.	\$ 1,050,000.
LAND	50,000.		50,000.	50,000.
TOTAL	\$ 80,043.	\$ 7,446.	\$ 72,597.	\$ 1,100,000.

STATEMENT 10  
FORM 990-PF, PART II, LINE 22  
OTHER LIABILITIES

TOTAL \$ 843.

STATEMENT 11  
FORM 990-PF, PART III, LINE 3  
OTHER INCREASES

ELPASO PIPELINE-K-I ADJ LOSS. . . . .	\$ 547.
ONEOK PTNERS-K-I ADJ-LOSS&DISTR . . . . .	3,135.
TOTAL	\$ 3,682.

2012

## FEDERAL STATEMENTS

PAGE 4

CLIENT 810037

ALEXANDER F. VICTOR FOUNDATION

94-6121837

5/17/13

08 24AM

**STATEMENT 12**  
**FORM 990-PF, PART III, LINE 5**  
**OTHER DECREASES**

FEDERAL INCOME TAXES

TOTAL	\$	2,043.
	\$	<u>2,043.</u>

**STATEMENT 13**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM:

NAME:

GEORGE R WALKER

CARE OF:

STREET ADDRESS:

P.O. BOX LAW

CITY, STATE, ZIP CODE:

MONTEREY, CA 93942

TELEPHONE:

(831) 649-1100

E-MAIL ADDRESS:

FORM AND CONTENT:

APPLICATIONS SHOULD BE SUBMITTED ON THE LETTERHEAD OF THE APPLICANT. THE APPLICATIONS SHOULD INCLUDE THE ORGANIZATION'S TAX ID NUMBER AND EXEMPTION INFORMATION, THE GENERAL PURPOSE AND ACTIVITIES OF THE APPLICANT, THE NEED FOR THE FUNDS AND THE NAMES OF THE MEMBERS OF THE BOARD OF DIRECTORS.

SUBMISSION DEADLINES:

NOVEMBER 15TH OF EVERY YEAR

RESTRICTIONS ON AWARDS:

GIFTS ARE ONLY MADE TO CHARITABLE ORGANIZATIONS WITH EXEMPT STATUS FROM FEDERAL AND STATE GOVERNMENTS.

**STATEMENT 14**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ALLIANCE ON AGING 2200 GARDEN ROAD MONTEREY, CA 93940	N/A	N/A	GENERAL	\$ 2,000.
AMERICAN FIELD SERVICE 3439 7TH AVENUE CARMEL, CA 93923	N/A	N/A	GENERAL	500.
A,W.I.A. P.O. BOX 942 CARMEL VALLEY, CA 93924	N/A	N/A	GENERAL	1,000.
BEACON HOUSE P.O. BOX 301 PACIFIC GROVE, CA 93950	N/A	N/A	GENERAL	1,000.

2012

## FEDERAL STATEMENTS

PAGE 5

CLIENT 810037

ALEXANDER F. VICTOR FOUNDATION

94-6121837

5/17/13

08 24AM

**STATEMENT 14 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BOY SCOUTS AMERICA-MTRY BAY AREA COUNCIL 55 E. SAN JOAQUIN STREET SALINAS, CA 93901	N/A	N/A	GENERAL	\$ 2,000.
BOYS & GIRLS CLUBS OF MONTEREY COUNTY P.O. BOX 97 SEASIDE, CA 93955	N/A	N/A	GENERAL	1,000.
CARMEL BACH FESTIVAL P.O. BOX 575 CARMEL, CA 93921	N/A	N/A	GENERAL	1,000.
CARMEL FOUNDATION P.O. BOX 1050 CARMEL, CA 93921	N/A	N/A	GENERAL	2,000.
CARMEL HOST LIONS CLUB P.O. BOX 3113 CARMEL, CA 93921	N/A	N/A	GENERAL	500.
CARMEL MUSIC SOCIETY P.O. BOX 22783 CARMEL, CA 93922	N/A	N/A	GENERAL	1,000.
CARMEL PUBLIC LIBRARY FOUNDATION P.O. BOX 2042 CARMEL, CA 93921	N/A	N/A	GENERAL	500.
COMMUNITY HUMAN SERVICES P.O. BOX 3076 MONTEREY, CA 93942	N/A	N/A	GENERAL	1,000.
FOOD BANK OF MONTEREY 815 WEST MARKET STREET, #5 SALINAS, CA 93901	N/A	N/A	GENERAL	1,000.
FRIENDS OF VETERANS HOME OF CA P.O. BOX 789 PACIFIC GROVE, CA 93950	N/A	N/A	GENERAL	1,000.
GATEWAY CENTER OF MONTEREY COUNTY 850 CONGRESS AVENUE PACIFIC GROVE, CA 93950	N/A	N/A	GENERAL	1,000.

CLIENT 810037

ALEXANDER F. VICTOR FOUNDATION

94-6121837

5/17/13

08.24AM

**STATEMENT 14 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
JOSEPHINE KERNES MEMORIAL POOL 15 PORTOLA AVENUE MONTEREY, CA 93940	N/A	N/A	GENERAL	\$ 2,000.
LEGAL SERVICES FOR SENIORS 915 HILBY AVENUE, SUITE 2 SEASIDE, CA 93955	N/A	N/A	GENERAL	2,000.
LIFEWATER INTERNATIONAL P.O. BOX 3131 SAN LUIS OBISPO, CA 93403	N/A	N/A	GENERAL	1,000.
MEALS ON WHEELS OF THE MTRY PENINSULA 700 JEWELL AVENUE PACIFIC GROVE, CA 93950	N/A	N/A	GENERAL	1,000.
MONTEREY COLLEGE OF LAW 100 COL. DURHAM STREET SEASIDE, CA 93955	N/A	N/A	GENERAL	2,000.
MONTEREY COUNTY SYMPHONY ASSN 2560 GARDEN ROAD, #101 MONTEREY, CA 93940	N/A	N/A	GENERAL	1,000.
OHIO STATE UNIVERSITY-COLLEGE OF NURSING 1585 NEIL AVENUE COLUMBUS, OH 43210	N/A	N/A	GENERAL	3,000.
PACIFIC LEGAL FOUNDATION 3900 LENNANE DRIVE, SUITE 200 SACRAMENTO, CA 95834	N/A	N/A	GENERAL	2,000.
PACIFIC REPERTORY THEATRE P.O. BOX 222035 CARMEL, CA 93922	N/A	N/A	GENERAL	2,000.
PLANNED PARENTHOOD MAR MONTE 316 N. MAIN STREET, #100 SALINAS, CA 93901	N/A	N/A	GENERAL	500.
POPULATION ACTION INTERNATIONAL 1300 - 19TH ST, NW, SECOND FLOOR WASHINGTON, DC 20036	N/A	N/A	GENERAL	1,000.

2012

## FEDERAL STATEMENTS

PAGE 7

CLIENT 810037

ALEXANDER F. VICTOR FOUNDATION

94-6121837

5/17/13

08:24AM

**STATEMENT 14 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ROTARY INTERNATIONAL - ONE ROTARY CENTER 1560 SHERMAN AVENUE EVANSTON, IL 60201	N/A	N/A	GENERAL	\$ 1,000.
ROTARY FOUNDATION 14280 COLLECTIONS CENTER DRIVE CHICAGO, IL 60693	N/A	N/A	GENERAL	1,000.
THE SALVATION ARMY P.O. BOX 1884 MONTEREY, CA 93942	N/A	N/A	GENERAL	3,000.
STEVENSON SCHOOL-FACULTY ENRICH PROGRAM 3152 FOREST LAKE ROAD PEBBLE BEACH, CA 93953	N/A	N/A	FACULTY ENRICHMENT PROGRAM	15,000.
STEVENSON SCHOOL-GENERAL 3152 LAKE FOREST ROAD PEBBLE BEACH, CA 93953	N/A	N/A	GENERAL	15,000.
SOCIETY FOR PREV OF CRUELTY TO ANIMALS P.O. BOX 3058 MONTEREY, CA 93942	N/A	N/A	GENERAL	1,000.
VISITING NURSES ASSOCIATION P.O. BOX 2480 MONTEREY, CA 93942	N/A	N/A	GENERAL	1,500.
YOUNG AMERICA'S 110 ELDEN STREET HERNDON, VA 22070	N/A	N/A	GENERAL	1,000.
YMCA OF MONTEREY PENINSULA 600 CAMINO EL ESTERO MONTEREY, CA 93940	N/A	N/A	GENERAL	2,500.
YWCA OF THE MONTEREY PENINSULA 457 WEBSTER STREET MONTEREY, CA 93940	N/A	N/A	GENERAL	1,000.
YOUTH MUSIC MONTEREY 546 HARTNELL STREET, #B MONTEREY, CA 93940	N/A	N/A	GENERAL	500.

CLIENT 810037

ALEXANDER F. VICTOR FOUNDATION

94-6121837

5/17/13

08 24AM

**STATEMENT 14 (CONTINUED)  
FORM 990-PF, PART XV, LINE 3A  
RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
BLIND & VISUARY IMPAIRED CENTER 225 LAUREL AVENUE PACIFIC GROVE , CA 93950	N/A	N/A	GENERAL	\$ 1,000.
COMMUNITY FOUNDATION FOR MONTEREY COUNTY 2354 GARDEN RD MONTEREY, CA 93940	N/A	N/A	GENERAL	1,000.
COMMUNITY FOUNDATION-MARTIN HURD FD 2354 GARDEN RD MONTEREY, CA 93940	N/A	N/A	GENERAL	200.
EARS INC 400 RIVER ROAD SALINAS, CA 93908	N/A	N/A	GENERAL	1,000.
GIRL SCOUT OF CA CENTRAL COAST P O BOX 6220 VENTURA, CA 93006	N/A	N/A	GENERAL	1,000.
MY MUSEUM 425 WASHINGTON ST MONTEREY, CA 93940	N/A	N/A	GENERAL	1,000.
RANCHO CIELO YOUTH P O BOX 6948 SALINAS, CA 93912	N/A	N/A	GENERAL	1,000.
TOTAL				\$ <u>82,700.</u>

12/31/12

## 2012 FEDERAL BOOK DEPRECIATION SCHEDULE

PAGE 1

CLIENT 810037

ALEXANDER F. VICTOR FOUNDATION

94-6121837

5/17/13

08 24AM

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS. PCT	CUR 179 BONUS ALLOW	SPECIAL DEPR.	PRIOR 179/ BONUS/ SP DEPR	PRIOR DEC BAL DEPR	SALVAGE /BASIS REDUCT	DEPR. BASIS	PRIOR DEPR	METHOD	LIFE	RATE	CURRENT DEPR
FORM 990/990-PF																
BUILDINGS																
1	BUILDING	VARIOUS		30,000							30,000	30,000	S/L	MM	39 .02564	0
2	ROOF-COTTAGE	5/07/98		11,426							11,426	3,992	S/L	MM	39 .02564	293
3	ROOF-TEA ROSE	5/15/06		18,617							18,617	2,684	S/L	MM	39 .02564	477
TOTAL BUILDINGS																
				60,043		0	0	0	0	0	60,043	36,676				770
LAND																
4	LAND	VARIOUS		50,000							50,000					0
TOTAL LAND																
				50,000		0	0	0	0	0	50,000	0				0
TOTAL DEPRECIATION																
				110,043		0	0	0	0	0	110,043	36,676				770
GRAND TOTAL DEPRECIATION																
				110,043		0	0	0	0	0	110,043	36,676				770