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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 06-01-2012 , and ending 05-31-2013

Name of foundation
ETON LANE FOUNDATION

A Employer identification number
93-1246688

Number and street (or P O box number if mail is not delivered to street address) PO BOX 14746 | Room/suite

B Telephone number (see instructions)
(503) 238-1025

City or town, state, and ZIP code
PORTLAND, OR 972930746

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* $ 2,590,828

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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 ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	51,362	51,362		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	50,073			
	b	Gross sales price for all assets on line 6a 219,491				
	7	Capital gain net income (from Part IV, line 2)		50,073		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	101,435	101,435		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,058	100		212
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	100	0		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,158	100		212
	25	Contributions, gifts, grants paid	80,000			80,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	82,158	100		80,212
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	19,277			
	b	**Net investment income** (if negative, enter -0-)		101,335		
	c	**Adjusted net income** (if negative, enter -0-)				

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		-1	-1
	2	Savings and temporary cash investments	75,461	40,750	40,750
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,594,464	1,648,453	2,550,079
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,669,925	1,689,202	2,590,828
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.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,669,925	1,689,202	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	1,669,925	1,689,202	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,669,925	1,689,202	

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	1,669,925
2	Enter amount from Part I, line 27a	2	19,277
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	1,689,202
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,689,202

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 Additional Data Table			
b				
c				
d				
e				

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

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
b				
c				
d				
e				

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	50,073
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		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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011			
2010			
2009	0		0 000000
2008			
2007			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	2,027
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	2,027
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	2,027
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a			
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,500		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	3,500
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	24
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	1,449
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 1,449	**Refunded** ▶		11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	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.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OR			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			Yes	No
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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶THE FOUNDATION Telephone no ▶(503) 238-1025

Located at ▶PO BOX 14746 PORTLAND OR ZIP+4 ▶972930746

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 |

			Yes	No
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☑ Yes ☐ No			
	If "Yes," list the years ▶ 2011 , 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	Yes	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ 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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ 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)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		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?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
WILLIAM M KELLER 1504 SE ETON LANE PORTLAND, OR 97222	PRESIDENT & DIRECTOR 1 00	0	0	0
FRANCES E KELLER 1504 SE ETON LANE PORTLAND, OR 97222	DIRECTOR 1 00	0	0	0
PAUL D KELLER 3310 FILLMORE EUGENE, OR 97405	DIRECTOR 1 00	0	0	0
JOHN M KELLER 3227 NE 145TH AVE PORTLAND, OR 97230	DIRECTOR 1 00	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

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 . . . . ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	2,214,941
b	Average of monthly cash balances			1b	61,723
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	2,276,664
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	2,276,664
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	34,150
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	2,242,514
6	**Minimum investment return.** Enter 5% of line 5			6	112,126

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	112,126
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,027		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	2,027
3	Distributable amount before adjustments Subtract line 2c from line 1			3	110,099
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	110,099
6	Deduction from distributable amount (see instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	110,099

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	80,212
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	80,212
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	80,212

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				110,099
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			81,989	
b Total for prior years 20___, 20___, 20___		0		
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 ▶ $ 80,212				
a Applied to 2011, but not more than line 2a			80,212	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				0
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
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.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			1,777	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				110,099
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0			
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)

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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 *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				80,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	51,362	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	50,073	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		101,435	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 101,435

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	**1a(1)**		No
	(2) Other assets	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
	(4) Reimbursement arrangements	**1b(4)**		No
	(5) Loans or loan guarantees	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

******	2014-01-26	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☐ **Yes** ☐ **No**

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Firm's name			Firm's EIN	
Firm's address			Phone no	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
VISA INC CL A CLASS A		2011-02-22	2013-05-02
VISA INC CL A CLASS A		2011-02-22	2013-05-02
STAPLES INC		2012-09-25	2013-04-18
STAPLES INC		2012-09-25	2013-04-18
BROOKFIELD PROP PART LPF		2013-04-15	2013-04-15
L BRANDS INC		2005-06-09	2013-04-11
COCA COLA FEMSA SAB ADRF SPONSORED ADR 1 ADR REP 10 ORD		2003-10-31	2013-02-25
COMCAST CORP NEW CL A		2004-05-11	2013-02-13
PITNEY BOWES INC		2003-01-23	2013-01-17
P P G INDUSTRIES INC EXCHANGE OFFER EXP 01/28/2013		2001-10-09	2013-01-17
PITNEY BOWES INC		2005-06-17	2013-01-17
PITNEY BOWES INC		2005-06-17	2013-01-17
MEMC ELECTRNC MATERIALS		2011-06-21	2012-12-05
MEMC ELECTRNC MATERIALS		2011-06-21	2012-12-04
CONAGRA FOODS INC		2011-02-22	2012-12-03
SAREPTA THERAPEUTICS		2001-08-30	2012-09-28
SAREPTA THERAPEUTICS		2004-05-28	2012-09-28
SAREPTA THERAPEUTICS		2004-05-11	2012-09-28
DENTSPLY INTL INC		2006-11-03	2012-09-24
DENTSPLY INTL INC		2006-11-03	2012-09-24
MOTOROLA SOLUTIONS INC		1998-07-08	2012-09-21
UNILEVER N V NY SHS NEWF N Y REGISTRY SHARES 1 NEW YORK SH REP 1 ORD		2001-10-09	2012-09-21
LIMITED BRANDS INC		2005-06-09	2012-09-20
HILLSHIRE BRANDS CO		2008-03-24	2012-09-20
LIMITED BRANDS INC		2005-06-09	2012-09-20
PROCTER & GAMBLE		2001-06-21	2012-09-20
CONSTELLATION BRAND CL A CLASS A		2008-03-06	2012-09-19
CONSTELLATION BRAND CL A CLASS A		2008-03-06	2012-09-19
DE MASTER BLNDRS ORD F		2008-03-24	2012-07-02
SYMANTEC CORP		2010-01-20	2012-12-14

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
MEMC ELECTRNC MATERIALS		2011-06-21	2012-12-05
MEMC ELECTRNC MATERIALS		2011-06-21	2012-12-05
CONAGRA FOODS INC		2011-02-01	2012-12-03
CONAGRA FOODS INC		2011-02-01	2012-12-03
CONAGRA FOODS INC		2011-02-01	2012-12-03
CALLAWAY GOLF		2010-01-12	2012-11-30
CALLAWAY GOLF		2010-01-12	2012-11-30
PENTAIR LIT		2007-02-27	2013-04-08
PENTAIR LIT		2007-12-24	2013-04-08
ADT CORP		2007-12-24	2013-02-07
ADT CORP		2007-02-27	2013-02-07

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
852		372	480
4,259		1,862	2,397
9,585		9,044	541
598		565	33
18		18	0
4,991		2,145	2,846
8,191		1,011	7,180
16,791		7,529	9,262
1,762		5,049	-3,287
20,982		6,885	14,097
1,175		4,344	-3,169
588		2,170	-1,582
4,219		11,697	-7,478
1,199		3,342	-2,143
13,160		9,913	3,247
2,495		7,530	-5,035
2,495		2,275	220
2,495		2,584	-89
2,323		1,893	430
7,043		5,741	1,302
4,323		5,448	-1,125
13,671		6,920	6,751
10,048		4,289	5,759
3,255		2,439	816
5,024		2,144	2,880
9,790		4,040	5,750
12,151		6,795	5,356
4,540		2,539	2,001
9,445		4,987	4,458
9,321		9,259	62

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,713		7,520	-4,807
1,808		5,014	-3,206
1,495		1,129	366
7,476		5,644	1,832
1,495		1,129	366
5,393		6,290	-897
1,348		1,573	-225
581		399	182
3,164		1,802	1,362
6,024		3,295	2,729
1,205		794	411

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			480
			2,397
			541
			33
			0
			2,846
			7,180
			9,262
			-3,287
			14,097
			-3,169
			-1,582
			-7,478
			-2,143
			3,247
			-5,035
			220
			-89
			430
			1,302
			-1,125
			6,751
			5,759
			816
			2,880
			5,750
			5,356
			2,001
			4,458
			62

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-4,807
			-3,206
			366
			1,832
			366
			-897
			-225
			182
			1,362
			2,729
			411

Form 990PF Part XV Line 1a - 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).

WILLIAM M KELLER
FRANCES E KELLER
JOHN M KELLER

Form 990PF Part XV Line 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 *Paid during the year*				
BOY SCOUTS OF AMERICA CASCADE PACIFIC COUNCIL 2145 SW NAITO PARKWAY PORTLAND, OR 97201	NONE	PC	UNRESTRICTED	500
CATHOLIC BROADCASTING NORTHWEST 5000 N WILLAMETTE BLVD PORTLAND, OR 97203	NONE	PC	UNRESTRICTED	1,000
CENTRAL CATHOLIC HIGH SCHOOL 2401 SE STARK STREET PORTLAND, OR 97214	NONE	PC	CAPITAL CAMPAIGN	5,000
CYOCAMP HOWARD 825 NE 20TH SUITE 320 PORTLAND, OR 972322275	NONE	PC	UNRESTRICTED	500
EQUESTRIAN ORDER OF THE HOLY SEPULCHRE OF JERUSALEM C/O SIR LEONARD E VUYLSTEKE TREASURER 2838 E BURNSIDE ST PORTLAND, OR 97214	NONE	PC	UNRESTRICTED	7,500
LA SALLE HIGH SCHOOL 11999 SE FULLER ROAD MILWAUKIE, OR 97222	NONE	PC	UNRESTRICTED	5,500
NORTHWEST FAMILY SERVICES 6200 SE KING ROAD PORTLAND, OR 97222	NONE	PC	UNRESTRICTED	500
ST AGATHA CHURCH 1430 SE NEHALEM ST PORTLAND, OR 97202	NONE	PC	UNRESTRICTED	25,000
ST AGATHA SCHOOL 1430 SE NEHALEM ST PORTLAND, OR 97202	NONE	PC	EDUCATION	3,500
ST MARY CATHOLIC CHURCH 1062 CHARNLETON ST EUGENE, OR 97401	NONE	PC	LIFE TEEN SUPPORT	7,000
ST THERESE SCHOOL 1260 NE 132ND AVE PORTLAND, OR 97230	NONE	PC	UNRESTRICTED	2,000
ST THERESE 1260 NE 132ND AVE PORTLAND, OR 97230	NONE	PC	UNRESTRICTED	2,000
STANDUP GIRLCOM FOUNDATION 4335 RIVER ROAD N SALEM, OR 97303	NONE	PC	UNRESTRICTED	2,000
UNIVERSITY OF PORTLAND 5000 N WILLAMETTE BLVD PORTLAND, OR 97203	NONE	PC	ANNUAL FUND AND BASKETBALL PROGRAM SUPPORT	18,000
Total . . . . ▶ 3a				80,000

TY 2012 Applied to Prior Year Election

Name: ETON LANE FOUNDATION

EIN: 93-1246688

Election: PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)3(D)(2), THE FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF UNDISTRIBUTED INCOME FOR THE YEAR ENDING MAY 31, 2010 IN THE AMOUNT OF $8,843.

TY 2012 Investments Corporate Stock Schedule

Name: ETON LANE FOUNDATION

EIN: 93-1246688

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABB LTD ADR	6,946	8,716
AMGEN INC	14,539	30,159
ANADARKO PETROLEUM	8,596	26,241
BABCOCK AND WILCOX	7,845	8,904
BANK OF AMERICA	55,189	57,044
BANK OF NEW YORK	9,780	8,507
BECTON DICKINSON	6,069	19,724
BOEING	10,207	22,280
BOSTON SCIENTIFIC CORP	29,091	25,410
BROCADE CUMMINS SYS	7,919	7,602
BROOKFIELD ASSET MGMT	11,372	15,822
BROOKFIELD PROP PART	546	538
BUNGE LIMITED	2,750	6,960
CATERPILLAR INC	8,939	34,320
CHARTER COMMUNICATIONS	10,119	0
CHEVRON CORP	9,275	76,473
CHUBB CORPORATION	5,253	8,710
CIRCUIT CITY STORES	7,870	0
CISCO SYSTEMS	10,005	14,469
CITIGROUP	25,258	19,496
CITRIX SYSTEMS	10,013	23,177
COCA COLA CO	8,057	15,996
COCA COLA FEMSA	2,023	14,634
COMCAST CORP	10,776	20,083
CONOCOPHILLIPS	7,958	29,934
COOPER TIRE	10,155	19,380
COSTCO WHSL	11,609	43,852
COVIDIEN LTD	1,981	3,180
DEERE & CO	10,645	43,555
DIAMOND OFFSHR DRILLING	5,955	20,643

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DOW CHEMICAL	9,952	8,615
EBAY	7,951	8,115
EPIQ SYSTEMS	10,712	9,704
FEDEX CORP	17,199	19,268
GAMESTOP CORP	9,919	16,580
GENERAL ELECTRIC	27,066	23,320
GOODYEAR TIRE	26,539	43,906
HARTFORD FINL	5,154	4,594
HELMERICH & PAYNE	6,676	18,522
HOME DEPOT	9,955	21,632
HONDA MOTOR CO	5,449	13,149
HOSPIRA	14,934	17,340
HUNTINGTON BACK SHS	5,678	7,750
INTEL CORP	27,385	29,136
IBM	8,883	20,802
INTL GAME TECH	11,008	7,152
JOHNSON & JOHNSON	10,630	16,836
JOHNSON CONTROLS	9,949	13,076
JPMORGAN	10,794	16,377
KEYCORP INC	6,942	3,504
LIFE TECHNOLIGIES CORP	15,154	26,231
LILLY ELI & CO	17,462	15,948
L BRANDS INC	4,289	10,002
LOUISIANA PACIFIC	11,724	10,542
MARATHON OIL	5,515	20,634
MARATHON PETE CORP	3,731	24,750
MARSH & MCLENNAN	1,407	2,001
MC DONALDS CORP	10,099	10,623
MERCK & CO	16,464	23,350
MICRON TECHNOLOGY	28,480	19,272

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MICROSOFT	31,273	38,390
MOLSON COORS BREWING	6,530	9,882
MORGAN STANLEY	9,809	9,065
MURPHY OIL CORP HLDG	6,728	6,332
NETAPP INC	2,754	7,506
NIKE	10,405	61,660
PETROLEO BRASILEIRO ADR	30,194	26,655
PFIZER INC	16,205	13,615
PHILLIPS 66	2,365	16,243
PIXEL WORKS	10,620	1,002
PRECISION CASTPARTS CORP	8,971	32,088
PROCTER & GAMBLE	5,730	15,352
RATHEON CO	2,927	6,664
RENETCH INC	5,010	2,200
ROYAL DUTCH SHELL	10,381	13,274
SUMMIT BANK	47,348	59,750
SUNTECH POWER	14,539	624
TCF FINANCIAL CORP	4,835	3,600
TECK RESOURCES LTD	9,651	8,007
TILLY'S INC	3,059	3,304
TRANOCEAN INC	16,314	23,508
TRAVELERS CO	7,186	15,656
TE CONNECTIVITY LTD	9,344	22,195
TYCO INTL LTD	6,252	10,143
US BANCORP	2,207	21,036
UNION PACIFIC	11,925	185,544
VISA INC	7,447	17,814
WAL MART DE MEX	10,047	14,705
WAL MART STORES	22,412	37,420
WEYERHAEUSER	17,275	14,552

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXCEL ENERGY	11,995	20,104
YAHOO	9,895	7,890
YINGLI GREEN ENERGY ADRF	4,259	570
ZIMMER HOLDINGS INS CORP	8,359	15,702
3 M COMPANY	10,185	12,130
US GLOBAL INV CHINA	26,176	19,717
LIBERTY PROPERTY TRUST	10,773	14,203
REDWOOD TRUST INC	12,651	5,748
A T & T INC NEW	5,529	6,998
AETNA INC NEW	6,363	12,076
AMERICAN EXPRESS COMPANY	7,773	15,142
APACHE CORP	19,022	16,426
APPLE	12,765	11,423
ARCHER-DANIELS-MIDLND CO	6,283	6,466
BANK OF AMERICA	9,851	19,124
BIG LOTS INC	8,317	8,513
BP PLC ADR FSPONSORED ADR 1 ADR REP 6 ORD	12,234	12,873
BUNGE LIMITED F	6,804	6,960
CISCO SYSTEMS INC	15,050	19,292
CITIGROUP INC NEW	11,853	15,597
COACH	5,185	5,826
COOPER TIRE & RUBBER CO	8,049	10,336
DEVON ENERGY CP NEW	9,232	7,106
E O G RESOURCES INC	9,713	12,910
ELECTRONIC ARTS INC	8,383	11,495
EPIQ SYSTEMS INC	13,643	12,130
GENERAL ELECTRIC COMPANY	12,456	17,490
GOODYEAR TIRE & RUBBER	15,556	18,925
HUNTSMAN CORPORATION	8,409	13,615
INTEL CORP	15,647	18,210

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KEYCORP INC NEW	6,409	10,780
MARSH & MC LENNAN CO INC	5,400	10,005
MASTERCARD INC	7,508	17,108
MC DONALDS CORP	12,463	19,314
MCKESSON CORPORATION	6,245	11,386
METLIFE INC	7,633	8,842
MICRON TECHNOLOGY INC	7,628	11,680
MURPHY OIL CORP HLDG	8,444	9,498
NESTLE S A REG B ADR F1 ADR REPS 1 ORD	4,846	6,632
NEXTERA ENERGY INC	5,524	7,562
NOKIA CORP SPON ADR F1 ADR REP 1 NOKIA CORPS	11,184	3,096
NORDSTROM INC	7,409	11,764
PARKER-HANNIFIN CORP	8,123	14,964
PETROLEO BRASILEIRO ADRFSPONSORED ADR 1 ADR REP 2 COMMON	18,408	8,885
SCHLUMBERGER LTD F	6,813	7,303
STATE STREET CORP	8,813	13,236
SUMMITBANK	25,083	35,850
TECK RESOURCES LTD	8,043	6,673
TIDEWATER INC (CITIZEN) US CITIZEN CERTIFICATES	7,928	9,641
TILLY'S INC	4,747	4,956
TIMKEN COMPANY	5,706	13,622
VERIZON COMMUNICATIONS	6,223	9,696
VISA INC CL A CLASS A	6,463	13,360
WASHINGTON BANKING CO	6,012	6,820
WEYERHAEUSER CO	8,009	14,910
XCEL ENERGY INC	4,783	5,744
US GLOBAL INV CHINA	25,048	23,095
ALLEGHENY TECH	13,449	13,785
COACH	10,359	11,652
HOWARD HUGHES CORP	10,846	14,940

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KOHLS CORP	10,451	11,567
TELKONET	6,460	390

TY 2012 Other Expenses Schedule

Name: ETON LANE FOUNDATION

EIN: 93-1246688

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CORPORATE FEES	100	0		0

TY 2012 Taxes Schedule

Name: ETON LANE FOUNDATION

EIN: 93-1246688

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OREGON DEPT OF JUSTICE	212	0		212
INVESTMENT EXPENSES	100	100		0
FEDERAL TAX	1,746	0		0