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 07-01-2012 , and ending 06-30-2013

Name of foundation
THE RICHARD TAM FOUNDATION

A Employer identification number
88-0241216

Number and street (or P O box number if mail is not delivered to street address) Room/suite
8535 EDNA AVENUE NO 120

B Telephone number (see instructions)
(702) 642-1177

City or town, state, and ZIP code
LAS VEGAS, NV 89117

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)* ▶$ 17,310,023

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))*

	Line	Description	(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)	628,740			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	197,491	197,491		
	4	Dividends and interest from securities	240,478	240,478		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,612,815			
	b	Gross sales price for all assets on line 6a 8,825,972				
	7	Capital gain net income (from Part IV, line 2)		1,612,815		
	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	2,679,524	2,050,784		
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)	14,777	14,777		0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	120,818	120,818		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,841	2,841		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	3,290	3,290		0
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	10	10		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	141,736	141,736		0
	25	Contributions, gifts, grants paid	1,053,320			1,053,320
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,195,056	141,736		1,053,320
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,484,468			
	b	**Net investment income** (if negative, enter -0-)		1,909,048		
	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	247,502	251,510	251,510
	2	Savings and temporary cash investments			
	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)	1,408,268	1,309,105	1,326,462
	b	Investments—corporate stock (attach schedule)	8,062,087	9,879,768	12,680,802
	c	Investments—corporate bonds (attach schedule)	3,044,349	2,956,803	3,051,249
	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 ▶ ______)	150,512	0	0
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	12,912,718	14,397,186	17,310,023
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	12,912,718	14,397,186	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	12,912,718	14,397,186	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	12,912,718	14,397,186	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	12,912,718
2	Enter amount from Part I, line 27a	2	1,484,468
3	Other increases not included in line 2 (itemize) ▶ ______	3	0
4	Add lines 1, 2, and 3	4	14,397,186
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	14,397,186

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			(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	
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	1,612,815
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	740,975	14,960,184	0 049530
2010	720,417	15,147,258	0 047561
2009	652,505	14,673,771	0 044467
2008	507,069	13,765,996	0 036835
2007	27,090	9,838,029	0 002754

2	**Total** of line 1, column (d).	2	0 181147
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 036229
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	16,353,233
5	Multiply line 4 by line 3.	5	592,461
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	19,090
7	Add lines 5 and 6.	7	611,551
8	Enter qualifying distributions from Part XII, line 4.	8	1,053,320

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	19,090
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	19,090
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	19,090
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		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	143
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	19,233
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
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) ▶ NV			
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)*

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 ▶STERLING REALTY Telephone no ▶(702) 642-1177

Located at ▶8535 EDNA AVENUE 120 LAS VEGAS NV ZIP +4 ▶89117

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 |

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	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 ▶ 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		
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
JUDITH L SARGENT 8535 EDNA AVENUE 120 LAS VEGAS, NV 89117	PRESIDENT 5 00	0	0	0
R IAN ROSS 8535 EDNA AVENUE 120 LAS VEGAS, NV 89117	EXECUTIVE DIRECTOR 5 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	16,376,445
b	Average of monthly cash balances	1b	225,822
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	16,602,267
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	16,602,267
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	249,034
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	16,353,233
6	**Minimum investment return.** Enter 5% of line 5	6	817,662

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	817,662
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 19,090		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	19,090
3	Distributable amount before adjustments Subtract line 2c from line 1	3	798,572
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	798,572
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	798,572

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	1,053,320
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	1,053,320
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	19,090
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,034,230

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				798,572
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			741,128	
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 ▶ $ 1,053,320				
a Applied to 2011, but not more than line 2a			741,128	
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.				312,192
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			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				486,380
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))

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				1,053,320
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			14	197,491	
4 Dividends and interest from securities. . . .			14	240,478	
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	1,612,815	
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		2,050,784	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 2,050,784

(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

****** | 2013-08-30 | ******

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
PHILOMENA MOLONEY	PHILOMENA MOLONEY			P01487618

Firm's name ▶ MOLONEY & ASSOCIATES CPA FIRM | Firm's EIN ▶ 45-1627648

Firm's address ▶ 8905 W POST ROAD STE 210 LAS VEGAS, NV 89148 | Phone no (702) 778-1222 efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491242001043

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**

OMB No 1545-0047

2012

Name of the organization	**Employer identification number**
THE RICHARD TAM FOUNDATION	88-0241216

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
THE RICHARD TAM FOUNDATION

Employer identification number
88-0241216

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SALLY C HON 5521 TONYON ROAD SAN DIEGO, CA 92115	$ 209,580	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
2	STEPHEN CHIN 165 DERBY LANE MORAGA, CA 94556	$ 419,160	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
THE RICHARD TAM FOUNDATION

Employer identification number
88-0241216

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	25% INTEREST IN THE CHIN/HON/TAM COLLECTION OF CHINESE ART/JADE	$ 209,580	2013-01-02

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	50% INTEREST IN THE CHIN/HON/TAM COLLECTION OF CHINESE ART/JADE	$ 419,160	2013-01-02

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
THE RICHARD TAM FOUNDATION

Employer identification number
88-0241216

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
1	DONATE 25% INTEREST OF CHINESE ART TO THE FOUNDATION SO THAT THE ENTIRE COLLECTION COULD BE DONATED	DONATED 100% OF THE CHIN/HON/TAM COLLECTION OF CHINESE ART/JADE ON MAY 22, 2013	

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
SALLY C HON 5521 TONYON ROAD SAN DIEGO, CA 92115	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
2	DONATE 50% INTEREST OF CHINESE ART TO THE FOUNDATION SO THAT THE ENTIRE COLLECTION COULD BE DONATED	DONATED 100% OF THE CHIN/HON/TAM COLLECTION OF CHINESE ART/JADE ON MAY 22, 2013	

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee
STEPHEN CHIN 165 DERBY LAND MORAGA, CA 94556	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2012 Investments Corporate Bonds Schedule

Name: THE RICHARD TAM FOUNDATION

EIN: 88-0241216

Name of Bond	End of Year Book Value	End of Year Fair Market Value
	2,956,803	3,051,249

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491242001043

TY 2012 Investments Corporate Stock Schedule

Name: THE RICHARD TAM FOUNDATION

EIN: 88-0241216

Name of Stock	End of Year Book Value	End of Year Fair Market Value
	9,879,768	12,680,802

TY 2012 Investments Government Obligations Schedule

Name: THE RICHARD TAM FOUNDATION

EIN: 88-0241216

US Government Securities - End of Year Book Value: 1,309,105

US Government Securities - End of Year Fair Market Value: 1,326,462

State & Local Government Securities - End of Year Book Value: 0

State & Local Government Securities - End of Year Fair Market Value: 0

TY 2012 Legal Fees Schedule

Name: THE RICHARD TAM FOUNDATION

EIN: 88-0241216

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL AND PROFESSIONAL FEES	14,777	14,777		0

TY 2012 Other Assets Schedule

Name: THE RICHARD TAM FOUNDATION

EIN: 88-0241216

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ARTIFACTS 2	150,512	0	0

TY 2012 Other Expenses Schedule

Name: THE RICHARD TAM FOUNDATION

EIN: 88-0241216

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	10	10		0

TY 2012 Other Professional Fees Schedule

Name: THE RICHARD TAM FOUNDATION

EIN: 88-0241216

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	120,818	120,818		0
	0	0		0

TY 2012 Taxes Schedule

Name: THE RICHARD TAM FOUNDATION

EIN: 88-0241216

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	1,454	1,454		0
FOREIGN TAXES PAID	1,387	1,387		0

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)
829 SHS AMGEN INC	P	2012-04-27	2012-12-17
2 SHS AMTRUST FINANCIAL SERVICES	P	2012-09-20	2012-09-20
ARTIFACTS - JADE COLLECTION	P	1994-06-01	2013-05-22
8,243 SHS B&G FOODS INC CLASS A	P	2012-05-11	2012-12-17
2,772 SHS BAXTER INTERNATIONAL INC	P	2012-12-17	2013-06-19
121 SHS BLACKROCK INC	P	2013-02-13	2013-06-19
5,958 SHS BRINKER INTL INC	P	2012-05-11	2012-12-17
575 SHS CF INDUSTRIES HOLDINGS INC	P	2012-09-13	2013-03-19
77715 SHS CST BRANDS INC	P	2012-10-05	2013-05-02
627 SHS CST BRANDS INC	P	2012-10-05	2013-06-05
5,050 SHS DELTA AIRLINES INC NEW	P	2012-06-14	2013-02-13
10,999 SHS DENBURY RESOURCES INC NEW	P	2012-05-11	2012-10-05
3,008 SHS DIGITAL REALTY TRUST INC	P	2012-12-19	2013-06-19
215 SHS EBAY INC	P	2012-05-29	2012-12-17
1,487 SHS EPL OIL & GAS INC	P	2012-12-19	2013-06-05
3,633 SHS EXPEDIA INC	P	2012-06-11	2012-08-16
734 SHS FOOT LOCKER INC	P	2012-01-27	2012-10-05
249 SHS FOOT LOCKER INC	P	2012-12-17	2013-03-19
1,582 SHS GREEN MOUNTAIN COFFEE ROASTER INC	P	2012-12-17	2013-06-05
568 SHS GREEN MOUNTAIN COFFEE ROASTER INC	P	2012-12-17	2013-06-19
1,538 SHS H&R BLOCK INC	P	2012-12-17	2013-03-19
8,892 SHS H&R BLOCK INC	P	2012-12-17	2013-06-19
772 SHS HERTZ GLOBAL HLDGS INC	P	2013-02-13	2013-06-14
1,440 SHS HERTZ GLOBAL HLDGS INC	P	2013-02-13	2013-06-19
3,751 SHS IAC/INTERACTIVE CORP	P	2012-08-16	2013-02-13
585 SHS IAC/INTERACTIVE CORP	P	2012-12-17	2013-02-13
7,978 SHS JABIL CIRCUIT INC	P	2012-02-13	2012-10-05
386 SHS MAGNA INTL INC CL A	P	2013-03-19	2013-06-05
259 SHS NEXTERA ENERGY INC	P	2012-06-14	2012-12-17
0374 SHS PENTAIR INC	P	2012-10-01	2012-10-01

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)
407 SHS SNAP-ON INC	P	2012-11-29	2013-06-19
2,048 SHS TIME WARNER CABLE	P	2012-11-05	2013-05-31
3,205 SHS UNITEDHEALTH GROUP INC	P	2012-06-14	2013-02-28
411 SHS VISA INC CLASS A	P	2011-12-23	2012-12-17
100,000 SHS ABBOTT LABORATORIES NOTES	P	2007-12-21	2012-12-10
1,688 SHS ADT CORP/THE	P	2011-12-02	2012-12-17
100,000 SHS ALCOA INC SR UNSECURED	P	2010-11-12	2013-03-19
417 SHS ALLIANCE DATA SYSTEMS CORP	P	2011-11-02	2012-12-17
1,574 SHS AMTRUST FINANCIAL SERVICES INC	P	2010-02-24	2012-12-17
437 SHS AMTRUST FINANCIAL SERVICES INC	P	2010-02-24	2013-06-19
288 SHS APPLE INC	P	2008-11-26	2012-12-17
6,886 SHS BB&T CORP	P	2011-12-02	2012-12-19
100,000 SHS COMPUTER SCIENCE CORP	P	2011-02-03	2012-10-19
2,180 SHS CONOCOPHILLIPS	P	2010-06-17	2012-12-19
683 SHS CVS CAREMARK CORP	P	2011-12-19	2012-12-17
539 SHS DAVITA HEALTHCARE PARTNERS I	P	2011-12-02	2012-12-17
2,555 SHS DELTA AIRLINES INC NEW	P	2012-06-14	2013-06-19
1,860 SHS DELUXE CORP	P	2011-06-28	2013-02-13
5,252 SHS DELUXE CORP	P	2011-06-28	2013-06-14
1,441 SHS DISCOVER FINANCIAL	P	2011-08-17	2012-12-17
4,993 SHS DISCOVER FINANCIAL	P	2011-08-17	2013-02-13
553 SHS DU PONT E I DE NEMOURS AND COMPANY	P	2010-02-24	2012-09-13
2,494 SHS DU PONT E I DE NEMOURS AND COMPANY	P	2010-02-24	2012-12-17
7,638 E M C CORP MASS	P	2009-04-28	2013-02-28
75,000 SHS FEDL HOME LOAN MTG CORP NOTES	P	2007-12-21	2012-07-16
1,183 SHS FIFTH THIRD BANCORP	P	2011-06-28	2012-12-17
13,703 SHS FIFTH THIRD BANCORP	P	2011-06-28	2013-02-13
1,201 SHS FMC CORP NEW	P	2008-11-26	2012-09-13
1,749 SHS FMC CORP NEW	P	2008-11-26	2012-11-08
420 SHS FMC CORP NEW	P	2010-02-24	2012-11-08

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)
5,705 SHS FOOT LOCKER INC	P	2012-01-27	2013-03-19
100,000 SHS GENERAL ELEC CAP CORP ST UNSECURED NT	P	2009-11-12	2012-09-06
100,000 SHS GOLDEN WEST FINL CORP	P	2011-03-22	2012-10-01
45 SHS GOOGLE INC CL A	P	2009-01-28	2012-12-17
3,082 SHS HEINZ HJ CO COMMON	P	2008-11-26	2013-02-19
100,000 SHS HEWLETT-PACKARD CO NOTES CALLABLE	P	2011-08-31	2013-03-01
7,393 SHS INTEL CORP	P	2011-07-22	2012-12-17
113 SHS INTERNATIONAL BUSINESS MACHINE CORP	P	2008-02-12	2012-12-17
1,449 SHS JAZZ PHARMACEUTICALS PLC	P	2011-12-09	2012-12-17
128 SHS KIMBERLY-CLARK CORP	P	2011-04-08	2012-12-17
405 SHS MATTEL INCORPORATED	P	2011-06-28	2012-12-17
411 SHS MYLAN INC	P	2009-10-05	2012-12-17
176 SHS OCCIDENTAL PETE CORP	P	2008-11-26	2013-06-19
2,860 SHS OIL STATES INTL INC	P	2010-11-23	2012-12-17
1,519 SHS ONEOK INC NEW	P	2008-11-26	2012-12-17
3,112 SHS ONEOK INC NEW	P	2009-06-02	2012-12-17
810 SHS PENTAIR LTD	P	2011-12-02	2012-12-17
219 SHS PHILIP MORRIS INTERNATIONAL INC	P	2011-04-08	2012-12-17
1,089 SHS PHILLIPS 66	P	2010-06-17	2012-12-19
3,001 SHS PNC FINANCIAL SERVICES GROUP	P	2009-10-05	2012-12-17
3,972 SHS RAYONIER INC	P	2011-12-02	2012-12-17
71,000 SHS REGIONS FINANCIAL CORP SENIOR NOTES	P	2009-11-05	2013-05-14
5,698 SHS SEADRILL LTD	P	2011-11-02	2012-12-17
648 SHS SIRONA DENTAL SYSTEMS INC	P	2010-02-24	2012-12-17
3,366 SHS TIMKEN COMPANY	P	2010-12-20	2012-11-29
611 SHS TRIUMPH GROUP INC NEW	P	2011-10-20	2013-02-13
3,376 SHS TYCO INTERNATIONAL LTD SHS	P	2011-12-02	2012-12-17
208 SHS UNION PACIFIC CORP	P	2008-11-26	2012-12-17
195 SHS UNION PACIFIC CORP	P	2008-11-26	2013-02-28
160 SHS UNION PACIFIC CORP	P	2008-11-26	2013-06-19

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)
75,000 SHS US TREASURY NOTES	P	2007-12-21	2013-05-15
150,000 SHS US TREASURY WI NOTES	P	2008-01-29	2012-11-30
100,000 SHS VERIZON VIRGINIA INC GLOBAL NOTES CALLABLE	P	2009-11-09	2012-12-10
184 SHS WAL-MART STORES INC	P	2011-10-20	2012-12-17
2,764 SHS WAL-MART STORES INC	P	2011-10-20	2013-06-19
100,000 SHS LEHMAN BROS	P	2008-08-18	2013-05-17

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)
74,192		59,410	14,782
5			5
150,512		150,512	0
240,032		187,664	52,368
195,036		183,629	11,407
33,035		29,328	3,707
187,719		189,112	-1,393
113,111		126,791	-13,680
23		19	4
19,437		15,482	3,955
73,545		52,515	21,030
179,940		190,958	-11,018
181,551		203,975	-22,424
11,063		8,855	2,208
43,662		33,361	10,301
190,664		175,496	15,168
26,251		19,477	6,774
7,864		8,279	-415
115,136		62,558	52,578
46,776		22,461	24,315
42,388		29,148	13,240
261,488		168,519	92,969
19,358		14,252	5,106
36,789		26,583	10,206
159,018		197,643	-38,625
24,800		26,827	-2,027
144,344		197,501	-53,157
25,667		21,813	3,854
18,247		17,413	834
2		1	1

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)
37,496		32,257	5,239
198,438		203,534	-5,096
172,118		188,323	-16,205
61,224		41,648	19,576
118,094		103,366	14,728
77,886		52,426	25,460
110,125		106,217	3,908
60,557		41,854	18,703
45,266		20,345	24,921
15,870		5,649	10,221
148,134		27,229	120,905
204,231		162,808	41,423
101,963		107,007	-5,044
129,618		92,023	37,595
33,585		26,224	7,361
58,999		41,619	17,380
48,484		26,570	21,914
70,504		45,429	25,075
184,573		128,276	56,297
58,043		34,408	23,635
196,529		119,221	77,308
28,244		18,862	9,382
110,885		85,065	25,820
176,541		91,214	85,327
75,000		78,305	-3,305
17,370		14,453	2,917
221,926		167,416	54,510
70,207		25,143	45,064
92,255		36,615	55,640
22,154		11,798	10,356

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)
180,174		151,383	28,791
105,851		99,725	6,126
100,000		105,321	-5,321
32,246		15,824	16,422
222,247		116,654	105,593
100,000		104,752	-4,752
151,986		170,456	-18,470
21,875		12,097	9,778
74,600		67,581	7,019
10,943		8,387	2,556
15,027		10,994	4,033
11,520		6,625	4,895
16,312		9,630	6,682
190,620		163,660	26,960
65,488		21,729	43,759
134,166		46,266	87,900
39,414		28,786	10,628
19,205		14,431	4,774
57,424		27,323	30,101
172,797		139,749	33,048
197,032		161,672	35,360
78,721		70,911	7,810
210,862		186,881	23,981
39,925		23,043	16,882
150,127		162,110	-11,983
44,449		31,515	12,934
97,122		80,485	16,637
26,034		10,567	15,467
26,886		9,907	16,979
25,079		8,129	16,950

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)
75,000		74,994	6
150,000		153,182	-3,182
101,129		103,941	-2,812
12,767		10,371	2,396
207,573		155,793	51,780
93,397		93,397	0

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	
			14,782
			5
			0
			52,368
			11,407
			3,707
			-1,393
			-13,680
			4
			3,955
			21,030
			-11,018
			-22,424
			2,208
			10,301
			15,168
			6,774
			-415
			52,578
			24,315
			13,240
			92,969
			5,106
			10,206
			-38,625
			-2,027
			-53,157
			3,854
			834
			1

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	
			5,239
			-5,096
			-16,205
			19,576
			14,728
			25,460
			3,908
			18,703
			24,921
			10,221
			120,905
			41,423
			-5,044
			37,595
			7,361
			17,380
			21,914
			25,075
			56,297
			23,635
			77,308
			9,382
			25,820
			85,327
			-3,305
			2,917
			54,510
			45,064
			55,640
			10,356

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	
			28,791
			6,126
			-5,321
			16,422
			105,593
			-4,752
			-18,470
			9,778
			7,019
			2,556
			4,033
			4,895
			6,682
			26,960
			43,759
			87,900
			10,628
			4,774
			30,101
			33,048
			35,360
			7,810
			23,981
			16,882
			-11,983
			12,934
			16,637
			15,467
			16,979
			16,950

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	
			6
			-3,182
			-2,812
			2,396
			51,780
			0

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*				
ASSISTANCE LEAGUE OF LAS VEGAS 6446 W CHARLESTON BLVD LAS VEGAS, NV 89146			EDUCATION	10,000
TRAGEDY ASSISTANCE PROGRAM FOR SURVIVORS 3033 WILSON BLVD 630 ARLINGTON, VA 22201			PROVIDES CARE AND SUPPORT FOR FAMILIES AND FRIENDS GREIVING THE LOSS OF A MEMBER OF THE ARMED FORCES	20,000
PATRICK KELLY YOUTH FOUNDATION 355 CONVENTION CENTER DR LAS VEGAS, NV 89109			PROVIDE SUPPORT AND ENCOURAGE UNDERPRIVILEGED YOUTH TO PURSUE AN EDUCATION, GAIN SELF-CONFIDENCE THROUGH SPORTS, AND PARTICIPATE IN AFTER-SCHOOL PROGRAMS	10,000
HABITAT FOR HUMANITY 1401 NORTH DECATUR BLVD 35 LAS VEGAS, NV 89108			TO HELP REVITALIZE AND STABILIZE NEIGHBORHOODS BY BUILDING SINGLE FAMILY HOMES FOR WORKING FAMILIES EARNING LESS THAN 80% OF AREA MEDIAN INCOME	838,320
HOPE FOR THE WARRIORS 5101 C BACKLICK ROAD ANNANDALE, VA 22003			SUPPORTS WOUNDED US SERVICE MEMBERS, THEIR FAMILIES, AND FAMILIES OF THE FALLEN	20,000
I HAVE A DREAM FOUNDATION 5715 SOUTH SANDHILL ROAD LAS VEGAS, NV 89120			EDUCATION FOR AT-RISK YOUTH	100,000
AUTISM RESEARCH INSTITUTE 4182 ADAMS AVENUE SAN DIEGO, CA 92116			ARI IS DEDICATED TO DEVELOPING A STANDARD OF CARE FOR INDIVIDUALS WITH AUTISM SPECTRUM DISORDERS AND THEIR FAMILIES	25,000
VISION HOPE 31700 COUCHEZ STREET ST CLAIR SHORES, MI 48082			TO INSPIRE HOPE THROUGH LOVE, ENCOURAGEMENT AND FIRST-TIME, LIFE-CHANGING EXPERIENCES TO THE ABUSED, ABANDONED AND NEGLECTED CHILDREN OF THE LOCAL COMMUNITIES	30,000
Total . . . . ▶ **3a**				1,053,320