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

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

For calendar year 2012, or tax year beginning 8/01, 2012, and ending 7/31, 2013

ARGYROS FAMILY FOUNDATION
949 SOUTH COAST DRIVE #600
COSTA MESA, CA 92626**A** Employer identification number
95-3421867**B** Telephone number (see the instructions)
(714) 481-5000**C** If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**G** Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change**H** Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 119,809,370.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses**

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. (att sch)	15,698,556.			
2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	1,977,298.	1,977,298.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	17,725,665.			
b Gross sales price for all assets on line 6a	15,101,968.			
7 Capital gain net income (from Part IV, line 2)		12,978,199.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
SEE STATEMENT 1	35,454.	11,795.		
12 Total. Add lines 1 through 11	35,436,973.	14,967,292.	0.	
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages	8,898.			8,898.
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE ST 2	20,606.	10,303.		10,303.
b Accounting fees (attach sch) SEE ST 3	31,891.	15,945.		15,946.
c Other prof fees (attach sch) SEE ST 4	75,000.			75,000.
17 Interest				
18 Taxes (attach schedule) (see instrs) SEE STM 5	245,153.	1,561.		863.
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	17,029.			17,029.
22 Printing and publications				
23 Other expenses (attach schedule)				
SEE STATEMENT 6	211,311.	195,384.		13,403.
24 Total operating and administrative expenses. Add lines 13 through 23	609,888.	223,193.		141,442.
25 Contributions, gifts, grants paid PART XV.	13,381,692.			13,381,692.
26 Total expenses and disbursements. Add lines 24 and 25	13,991,580.	223,193.	0.	13,523,134.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	21,445,393.			
b Net investment income (if negative, enter -0-)		14,744,099.		
c Adjusted net income (if negative, enter -0-)			0.	

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
ASSETS	1 Cash — non-interest-bearing	10,989,783.	13,100,602.	13,100,602.
	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 instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U.S. and state government obligations (attach schedule)			
	b Investments — corporate stock (attach schedule)	7,482,646.	18,097,590.	92,459,761.
	c Investments — corporate bonds (attach schedule)	1,500,000.	1,500,000.	1,305,261.
	11 Investments — land, buildings, and equipment basis			
LIABILITIES	Less accumulated depreciation (attach schedule)			
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)	13,074,902.	12,894,617.	12,943,746.
	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)	33,047,331.	45,592,809.	119,809,370.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
FUND ASSETS	20 Loans from officers, directors, trustees, & 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.	
	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.	X		
	27 Capital stock, trust principal, or current funds			
NET ASSETS OR FUND BALANCES	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	33,047,331.	45,592,809.	
	30 Total net assets or fund balances (see instructions)	33,047,331.	45,592,809.	
	31 Total liabilities and net assets/fund balances (see instructions)	33,047,331.	45,592,809.	

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	33,047,331.
2 Enter amount from Part I, line 27a	2	21,445,393.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	54,492,724.
5 Decreases not included in line 2 (itemize) SEE STATEMENT 7	5	8,899,915.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	45,592,809.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(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 4,166,823.			4,166,823.
b 499,924.		499,942.	-18.
c 8,913,060.		175,938.	8,737,122.
d 642,112.		541,463.	100,649.
e 880,049.		906,426.	-26,377.

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

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a			4,166,823.
b			-18.
c			8,737,122.
d			100,649.
e			-26,377.

2 Capital gain net income or (net capital loss).	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	12,978,199.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-</div> <div>in Part I, line 8</div> </div>	3	0.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	10,648,192.	87,239,842.	0.122057
2010	9,400,535.	92,564,774.	0.101556
2009	11,747,719.	90,926,496.	0.129200
2008	9,721,659.	89,290,102.	0.108877
2007	7,436,833.	128,230,914.	0.057996

2 Total of line 1, column (d)	2	0.519686
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	0.103937
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	109,694,345.
5 Multiply line 4 by line 3	5	11,401,301.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	147,441.
7 Add lines 5 and 6	7	11,548,742.
8 Enter qualifying distributions from Part XII, line 4	8	13,523,134.

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.

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	147,441.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	147,441.
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	147,441.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a 84,855.		
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c 164,000.		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	248,855.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	101,414.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax 101,414. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions). CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes,' attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>DANIEL RUSSO, ARGYROS FDTN</u> Telephone no <u>714-481-5000</u> Located at <u>949 SOUTH COAST DRIVE, SUITE 600 COSTA MESA</u> ZIP + 4 <u>92626</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country <u></u>				

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <u></u>	1 b	N/A
Organizations relying on a current notice regarding disaster assistance check here <u></u>		
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?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3 b	X
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

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

6 b X

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

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

N/A 7 b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		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 NO DIRECT CHARITABLE ACTIVITIES OTHER THAN CONTRIBUTIONS PAID TO CHARITABLE ORGANIZATIONS. SEE ATTACHED LISTING OF DONEES.	
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1 a	88,639,160.
b Average of monthly cash balances	1 b	7,273,123.
c Fair market value of all other assets (see instructions)	1 c	15,452,534.
d Total (add lines 1a, b, and c)	1 d	111,364,817.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	111,364,817.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,670,472.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	109,694,345.
6 Minimum investment return. Enter 5% of line 5	6	5,484,717.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	5,484,717.
2a Tax on investment income for 2012 from Part VI, line 5	2 a	147,441.
b Income tax for 2012 (This does not include the tax from Part VI.)	2 b	
c Add lines 2a and 2b	2 c	147,441.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	5,337,276.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	5,337,276.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,337,276.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	13,523,134.
b Program-related investments — total from Part IX-B	1 b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	13,523,134.
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	147,441.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	13,375,693.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				5,337,276.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
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	2,270,149.			
d From 2010	9,446,543.			
e From 2011	6,329,114.			
f Total of lines 3a through e	18,045,806.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 13,523,134.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2012 distributable amount				5,337,276.
e Remaining amount distributed out of corpus	8,185,858.			
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	26,231,664.			
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	190,012.			
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	26,041,652.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009	2,080,137.			
c Excess from 2010	9,446,543.			
d Excess from 2011	6,329,114.			
e Excess from 2012	8,185,858.			

N/A

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

(4) Gross investment income

[illegible]

Form 990-PF (2012)

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 ATTACHED LIST		PUBLIC		13,381,692.
Total			3 a	13,381,692.
b Approved for future payment SEE ATTACHED LIST		PUBLIC		19,649,322.
Total			3 b	19,649,322.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

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) Exclu- sion 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	1,977,298.	
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			15	33.	
8	Gain or (loss) from sales of assets other than inventory			18	17,725,665.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a	P/S INCOME (LOSS) W/O UBTI	900001	22,438.	1	12,983.	
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)		22,438.		19,715,979.	
13	Total. Add line 12, columns (b), (d), and (e)				13	19,738,417.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

OMB No 1545-0047

2012

Name of the organization

ARGYROS FAMILY FOUNDATION

Employer identification number

95-3421867

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

☐ 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).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number

ARGYROS FAMILY FOUNDATION

95-3421867

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GLA FOUNDATION 600 UNIVERSITY ST #3600 SEATTLE, WA 98101-1307	\$ 4,148,046	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	ARGYROS FAMILY TRUST 949 SOUTH COAST DRIVE, STE 600 COSTA MESA, CA 92626	\$ 11,550,510	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

ARGYROS FAMILY FOUNDATION

95-3421867

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	STOCK - CORELOGIC, FIRST AMERICAN FINANCIAL, COSTCO WHOLESALE GROUP, BERKSHIRE HATHAWAY	\$ 2,338,036.	1/28/13
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	STOCK - ROCKWELL COLLINS, KANSAS CITY SOUTHERN, UNION PACIFIC, US BANCORP, BANK OF AMERICA	\$ 11,550,510.	12/20/13
(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
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

Employer identification number
95-3421867

Part III	Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8) or (10)
-----------------	---

For organizations completing Part III, enter 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

► \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

ARGYROS FAMILY FOUNDATION

95-3421867

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

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 33.	\$ 11,795.	
P/S INCOME (LOSS) W/O UBTI	35,421.		
TOTAL	\$ 35,454.	\$ 11,795.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	\$ 20,606.	\$ 10,303.		\$ 10,303.
TOTAL	\$ 20,606.	\$ 10,303.	\$ 0.	\$ 10,303.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 31,891.	\$ 15,945.		\$ 15,946.
TOTAL	\$ 31,891.	\$ 15,945.	\$ 0.	\$ 15,946.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	\$ 75,000.			\$ 75,000.
TOTAL	\$ 75,000.	\$ 0.	\$ 0.	\$ 75,000.

ARGYROS FAMILY FOUNDATION

95-3421867

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	\$ 242,729.			
FOREIGN TAXES	950.	\$ 950.		
FOREIGN TAXES - FROM K-1	290.	290.		
PAYROLL TAX	863.			\$ 863.
STATE INCOME TAX - RCP FUND I	66.	66.		
STATE INCOME TAX - RCP FUND II	242.	242.		
STATE INCOME TAX - RCP FUND III	13.	13.		
TOTAL	<u>\$ 245,153.</u>	<u>\$ 1,561.</u>	<u>\$ 0.</u>	<u>\$ 863.</u>

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 145.	\$ 145.		
CHARITABLE CONTRIBUTION - FROM K-1	283.			\$ 283.
DIVIDEND EXPENSE	1,197.	1,197.		
INSURANCE	12,866.			12,866.
LICENSES & FEES	170.	170.		
MANAGEMENT FEES	102,442.	102,442.		
MEALS	484.	242.		
NONDEDUCTIBLE EXPENSES - FROM K-1	2,282.			
OFFICE EXPENSE	692.	692.		
PERSONNEL RECRUITMENT EXP	254.			254.
PORTFOLIO EXPENSES	5.	5.		
PORTFOLIO EXPENSES - FROM K-1	90,491.	90,491.		
TOTAL	<u>\$ 211,311.</u>	<u>\$ 195,384.</u>	<u>\$ 0.</u>	<u>\$ 13,403.</u>

STATEMENT 7
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

EXCESS FMV OVER STOCK CONTRIBUTIONS

TOTAL \$ 8,899,915.
\$ 8,899,915.

ARGYROS FAMILY FOUNDATION

95-3421867

STATEMENT 8
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
GEORGE L. ARGYROS 949 S. COAST DR. SUITE 600 COSTA MESA, CA 92626	CEO, TTEE 20.00	\$ 0.	\$ 0.	\$ 0.
JULIE A. ARGYROS 949 S. COAST DR. SUITE 600 COSTA MESA, CA 92626	PRESIDENT, TTEE 5.00	0.	0.	0.
DANIEL RUSSO 949 S. COAST DR. SUITE 600 COSTA MESA, CA 92626	CFO, TTEE 10.00	0.	0.	0.
WENDY HALES 949 S. COAST DR. SUITE 600 COSTA MESA, CA 92626	EXEC. DIRECTOR 5.00	0.	0.	0.
BRENT LAW 949 S. COAST DR. SUITE 600 COSTA MESA, CA 92626	SEC, TTEE 10.00	0.	0.	0.
STEPHANIE GEHL 949 S COAST DRIVE, SUITE 600 COSTA MESA, CA 92626	BD OF TRUSTEE 0	0.	0.	0.
CHRIS DUBIA 949 S. COAST DR. SUITE 600 COSTA MESA, CA 92626	BD OF TRUSTEE 0	0.	0.	0.
LISA MITCHELL 949 S. COAST DR. SUITE 600 COSTA MESA, CA 92626	BD OF TTEE 0	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME: CAROL CAMPBELL

CARE OF:

STREET ADDRESS: 949 SOUTH COAST DRIVE, SUITE 600

CITY, STATE, ZIP CODE: COSTA MESA, CA 92626

TELEPHONE:

E-MAIL ADDRESS:

FORM AND CONTENT:

1) IDENTITY & HISTORICAL BACKGROUND OF REQUESTING ORGANIZATION, 2) STATEMENT AS TO THE INTENDED USE OF THE CONTRIBUTION, 3) FEDERAL IDENTIFICATION NUMBER, AND 4) COPY OF THE IRS DETERMINATION LETTER INDICATING THE ORGANIZATION IS EXEMPT UNDER CODE SECTION 501(C)(3).

SUBMISSION DEADLINES:

JUNE 1

2012

FEDERAL STATEMENTS

PAGE 4

ARGYROS FAMILY FOUNDATION

95-3421867

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

RESTRICTIONS ON AWARDS: GRANTS ARE TYPICALLY PAID FOR SPECIAL PROJECTS &
SITUATIONS.

THE ARGYROS FOUNDATION GRANTS

FOR THE TWELVE MONTHS ENDED JULY 31, 2013
(Actuals as of 07/31/13)
(Schedule 4 - REVISED)

Date of Commitment	A Committed Amount	B Pmts prior to 08-01-12	C YTD Actuals	D Backman/DST APT/GLA Fnd/HBI	E-A-B-C-D Remaining to Contribute	F Recommnd Add'l Contrib.	G Remaining Plan 2012 - 2013	H Plan For 2013 - 2014
08/17/08	500,000	400,000	100,000	0	0	0	0	0
12/05/12	2,500,000	0	500,000	0	2,000,000	0	0	600,000
08/04/11	1,000,000	200,000	200,000	0	800,000	0	0	200,000
08/30/08	20,000,000	19,554,639	445,361	0	0	0	0	0
07/23/07	2,000,000	1,254,800	745,201	0	(1)	0	0	0
08/14/12	8,000,000	0	2,010,807	0	5,989,193	0	0	895,609
07/02/12	5,000,000	0	3,337,038	0	1,662,962	0	0	1,662,962
08/21/12	100,000	0	25,000	0	75,000	0	0	25,000
08/25/07	20,000,000	18,692,108	0	3,307,891	(0)	0	0	0
08/07/10	1,000,000	400,000	200,000	0	400,000	0	0	200,000
08/20/07	1,000,000	800,000	200,000	0	0	0	0	0
04/28/12	600,000	200,000	202,891	0	97,319	0	0	97,319
02/01/13	2,600,000	0	0	0	2,600,000	0	0	600,000
07/14/09	50,000	30,000	10,000	0	10,000	0	0	10,000
02/05/08	250,454	200,454	48,548	0	0	0	0	0
08/01/09	50,000	15,000	6,000	0	30,000	0	0	3,000
12/12/12	1,000,000	0	200,000	0	800,000	0	0	200,000
08/18/13	2,500,000	0	1,011,942	0	1,488,058	0	0	488,058
07/12/08	2,000,000	1,769,487	240,514	0	(1)	0	0	0
01/25/10	150,000	100,000	50,000	0	0	0	0	0
07/03/07	3,000,000	1,500,000	600,000	0	1,000,000	0	0	500,000
11/03/09	500,000	375,346	124,655	0	(1)	0	0	0
04/07/11	5,000,000	800,000	1,203,208	0	2,996,792	0	0	1,000,000
	78,890,000	44,281,835	11,380,952	3,307,891	19,649,322	0	0	6,383,948
Total Committed Donations			2,820,740					
Total Noncommitted Donations			13,381,682					
Total Donations by Entity			13,381,682					
2012-2013 Total Donations			13,381,682					

2012/13 Contribution Summary

Contributions Required by 07/31/13

2012/2013 Contribution Breakdown:

	Limit	Spent	Remainder
General Contributions		(1,052,740)	
Committed Contributions		(11,360,952)	
Julia Argyros' Contributions		(118,000)	
Stephanie Argyros' Contributions		(340,000)	(40,000)
Lisa Mitchell's Contributions	300,000	(280,000)	40,000
Dan Russo's Contributions	300,000	(50,000)	0
Brent Law's Contributions	50,000	(50,000)	0
Chris Dubba's Contributions	50,000	(50,000)	0
Kevin Hauber's Contributions	50,000	(50,000)	0
Carol Campbell's Contributions	25,000	(25,000)	0
Wendy Hales' Contributions	25,000	(25,000)	0
Total 2012/2013 Contributions		(13,381,682)	
Non-deductible Contributions From Page 2		26,115	
Total Amount Over / (Under) Contributed		\$13,155,673	

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO : 990PF
AS OF JULY 31, 2013

	RELATION- SHIP	STATUS	PURPOSE	DONATION AMOUNT
ADRIAN SCHOOLS EDUCATIONAL FOUNDATION 785 RIVERSIDE AVENUE, SUITE 2 ADRIAN, MI 49221	NONE	PUBLIC	EDUCATION	100,000.00
ALZHEIMER'S ASSOCIATION, ORANGE COUNTY CHAPTER 17771 COWAN, SUITE 200 IRVINE, CA 92614	NONE	PUBLIC	MEDICAL	525,000.00
ANAHEIM DUCKS FOUNDATION INC 2695 EAST KATELLA AVENUE ANAHEIM, CA 92806	NONE	PUBLIC	MEDICAL	500.00
ANIMAL RESCUE COALITION INC 1408 STATE STREET SARASOTA, FL 34236	NONE	PUBLIC	PUB. CHAR.	10,000.00
ASSISTANCE LEAGUE OF NEWPORT-MESA 2220 FAIRVIEW ROAD COSTA MESA, CA 92627	NONE	PUBLIC	PUB. CHAR.	140,000.00
AVE MARIA UNIVERSITY 5050 AVE MARIA BOULEVARD AVE MARIA, FL 34142-9505	NONE	PUBLIC	EDUCATION	20,000.00
BALBOA ISLAND MUSEUM AND HISTORICAL SOCIETY 331 MARINE AVENUE BALBOA ISLAND, CA 92662	NONE	PUBLIC	PUB. CHAR.	5,000.00
BIG BROTHERS / BIG SISTERS OF ORANGE COUNTY 14131 YORBA STREET, SUITE 200 TUSTIN, CA 92780-2053	NONE	PUBLIC	PUB. CHAR.	10,000.00
BLIND CHILDREN'S LEARNING CENTER 18542-B VANDERSLIP AVENUE SANTA ANA, CA 92705	NONE	PUBLIC	EDUCATION	5,000.00
BOY SCOUTS OF AMERICA - TROOP 718 26176 ANTONIO PARKWAY RANCHO SANTA MARGARITA, CA 92688-6502	NONE	PUBLIC	PUB. CHAR.	2,150.00
BOYS & GIRLS CLUB OF LONG BEACH 3635 LONG BEACH BOULEVARD LONG BEACH, CA 90806	NONE	PUBLIC	PUB. CHAR.	5,000.00
BRAILLE INSTITUTE - ORANGE COUNTY REGIONAL CENTER 527 NORTH DALE STREET ANAHEIM, CA 92801	NONE	PUBLIC	EDUCATION	5,000.00
CASA OF ORANGE COUNTY 1505 EAST 17TH STREET, SUITE 214 SANTA ANA, CA 92705	NONE	PUBLIC	PUB. CHAR.	40,000.00
THE CHANCE THEATER 5552 EAST LA PALMA AVENUE ANAHEIM, CA 92807	NONE	PUBLIC	ARTS	5,000.00
CHAPMAN UNIVERSITY ONE UNIVERSITY DRIVE ORANGE, CA 92866	NONE	PUBLIC	EDUCATION	3,326,368.50
CHARITABLE VENTURES OF ORANGE COUNTY 1505 EAST 17TH STREET, SUITE 101 SANTA ANA, CA 92705	NONE	PUBLIC	PUB. CHAR.	45,000.00

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO : 990PF
AS OF JULY 31, 2013

	RELATION- SHIP	STATUS	PURPOSE	DONATION AMOUNT
CHARITYSMITH / WORD OF HONOR P.O. BOX 777 BELLEVUE, ID 83313	NONE	PUBLIC	PUB. CHAR.	20,000.00
CHILD HELP USA - ORANGE COUNTY CHAPTER P.O. BOX 2954 NEWPORT BEACH, CA 92859	NONE	PUBLIC	PUB. CHAR.	5,000.00
CHOC CHILDREN'S FOUNDATION 455 SOUTH MAIN STREET ORANGE, CA 92868-8690	NONE	PUBLIC	MEDICAL	3,347,037.67
CHILDREN'S MUSEUM OF ORANGE COUNTY, INC (PRETEND CITY) 29 HUBBLE IRVINE, CA 92618	NONE	PUBLIC	PUB. CHAR.	10,000.00
COLLEGE OF SOUTHERN IDAHO FOUNDATION, INC P.O. BOX 1238 TWIN FALLS, ID 83303-1238	NONE	PUBLIC	EDUCATION	10,000.00
CORONA DEL MAR GIRLS VOLLEYBALL FOUNDATION C/O BROOKE DUNNING 701 BELLIS STREET NEWPORT BEACH, CA 92660	NONE	PUBLIC	EDUCATION	2,500.00
COUNCIL OF AMERICAN AMBASSADORS 888 SEVENTEENTH STREET, NW, SUITE 306 WASHINGTON DC 20006-3307	NONE	PUBLIC	PUB. CHAR.	2,000.00
CROSWELL OPERA HOUSE & FINE ARTS ASSOCIATION 129 EAST MAUMEE STREET ADRIAN, MI 49221	NONE	PUBLIC	ARTS	25,000.00
CSIS - CENTER FOR STRATEGIC & INTERNATIONAL STUDIES 1800 K STREET NW WASHINGTON, DC 20006	NONE	PUBLIC	EDUCATION	250,000.00
CSULB 49ER FOUNDATION 6300 STATE UNIVERSITY DRIVE, #332 LONG BEACH, CA 90815	NONE	PUBLIC	EDUCATION	25,000.00
CURE DUCHENNE 1400 QUAIL STREET, SUITE 110 NEWPORT BEACH, CA 92660	NONE	PUBLIC	MEDICAL	45,000.00
CYSTINOSIS RESEARCH FOUNDATION 18802 BARDEEN AVENUE IRVINE, CA 92612-1521	NONE	PUBLIC	MEDICAL	10,000.00
DESERT COMMUNITY FOUNDATION FOR VINTAGE CLUN EMPLOYEE SCHOLARSHIPS 75-105 MERLE ST., SUITE 300 PALM DESERT, CA 92211	NONE	PUBLIC	EDUCATION	500.00
ENVIRONMENTAL NATURE CENTER 1601 SIXTEENTH STREET NEWPORT BEACH, CA 92663-5977	NONE	PUBLIC	EDUCATION	25,000.00
ETERNAL WORD TELEVISION NETWORK 5817 OLD LEEDS ROAD IRONDALE, AL 35210	NONE	PUBLIC	RELIGIOUS	6,000.00

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO : 990PF
AS OF JULY 31, 2013

	RELATION- SHIP	STATUS	PURPOSE	DONATION AMOUNT
FOUNDATION FOR NEUROSCIENCE, STROKE AND RECOVERY P.O. BOX 7817 LAGUNA NIGUEL, CA 92607	NONE	PUBLIC	MEDICAL	5,000.00
GEORGE W BUSH PRESIDENTIAL LIBRARY 600 TRAVIS STREET, SUITE 4200 HOUSTON, TX 77002	NONE	PUBLIC	PUB. CHAR.	200,000.00
GOODWILL OF ORANGE COUNTY 410 NORTH FAIRVIEW SANTA ANA, CA 92703	NONE	PUBLIC	PUB. CHAR.	200,000.00
GSF FOUNDATION 18301 VON KARMAN AVENUE, SUITE 1100 IRVINE, CA 92612	NONE	PUBLIC	PUB. CHAR.	5,000.00
GUILDS OF SEGERSTROM CENTER FOR THE ARTS 900 TOWN CENTER DRIVE COSTA MESA, CA 92626	NONE	PUBLIC	ARTS	10,000.00
HARBOR DAY SCHOOL 3443 PACIFIC VIEW DRIVE NEWPORT BEACH, CA 92625	NONE	PUBLIC	EDUCATION	270,181.00
HOAG HOSPITAL FOUNDATION 500 SUPERIOR AVENUE, SUITE 350 NEWPORT BEACH, CA 92663	NONE	PUBLIC	MEDICAL	13,000.00
HORATIO ALGER ASSOCIATION OF DISTINGUISHED AMERICANS 99 CANAL CENTER PLAZA ALEXANDRIA, VA 22314	NONE	PUBLIC	PUB. CHAR.	60,000.00
HUMAN OPTIONS, INC P.O. BOX 53745 IRVINE, CA 92619	NONE	PUBLIC	PUB. CHAR.	10,000.00
IDAHO COMMUNITY FOUNDATION, INC 210 WEST STATE STREET BOISE, ID 83702	NONE	PUBLIC	PUB. CHAR.	100,000.00
JUVENILE DIABETES RESEARCH FOUNDATION - UTAH CHAPTER 132 SOUTH 600 EAST SALT LAKE CITY, UT 84102	NONE	PUBLIC	MEDICAL	5,000.00
LADERA FOOTBALL LEAGUE 27702 CROWN VALLEY PARKWAY, SUITE D-4 #307 LADERA RANCH, CA 92694	NONE	PUBLIC	PUB. CHAIR	250.00
LAGUNA PLEIN AIR PAINTERS ASSOCIATION P.O. BOX 4109 LAGUNA BEACH, CA 92652	NONE	PUBLIC	ARTS	45,000.00
LAGUNA UNITED FC 7129 CITY LIGHTS DRIVE ALISO VIEJO, CA 92656	NONE	PUBLIC	PUB. CHAIR	1,000.00
LAS FLORES MIDDLE SCHOOL 25862 ANTONIO PARKWAY RANCHO SANTA MARGARITA, CA 92688	NONE	PUBLIC	EDUCATION	1,000.00
LAURA'S HOUSE 999 CORPORATE DRIVE, SUITE 225 LADERA RANCH, CA 92694-2156	NONE	PUBLIC	PUB. CHAR.	10,000.00

ARGYROS FAMILY FOUNDATION
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SUPPLEMENT TO : 890PF
AS OF JULY 31, 2013

	RELATION- SHIP	STATUS	PURPOSE	DONATION AMOUNT
LOVE IN THE MIRROR INC 2632 EAST 4TH STREET LONG BEACH, CA 90814	NONE	PUBLIC	PUB. CHAR.	5,000.00
MARINE CORPS SCHOLARSHIP FOUNDATION 909 NORTH WASHINGTON STREET, SUITE 400 ALEXANDRIA, VA 22314	NONE	PUBLIC	PUB. CHAR.	74,546.00
MATT LEINART FOUNDATION 17280 NEWHOPE STREET, SUITE 10 FOUNTAIN VALLEY, CA 92708	NONE	PUBLIC	PUB. CHAR.	10,000.00
MERCY HOUSE P.O. BOX 1905 SANTA ANA, CA 92702	NONE	PUBLIC	PUB. CHAR.	5,000.00
MISSING PERSONS FOUNDATION 23016 LAKE FOREST DRIVE, SUITE 147 LAKE FOREST, CA 92653	NONE	PUBLIC	PUB. CHAR.	25,000.00
NATIONAL FILM PRESERVATION FOUNDATION 870 MARKET STREET, SUITE 1113 SAN FRANCISCO, CA 94102	NONE	PUBLIC	PUB. CHAR.	100,000.00
NATIONAL HELLENIC SOCIETY FOUNDATION INC 7272 WISCONSIN AVENUE, SUITE 300 BETHESDA, MD 20814	NONE	PUBLIC	PUB. CHAR.	5,000.00
NATIONAL LEAGUE OF YOUNG MEN INC P.O. BOX 3403 NEWPORT BEACH, CA 92659-3403	NONE	PUBLIC	PUB. CHAR.	2,500.00
NEWPORT HARBOR HIGH SCHOOL BOYS LA CROSSE BOOSTER CLUB, INC C/O MARK BUCHANAN 379 CATALINA SHORE DRIVE COSTA MESA, CA 92627	NONE	PUBLIC	EDUCATION	5,000.00
ONE HEART CORPORATION (ONE HEART BULGARIA) 561 NORTH 150 WEST CENTERVILLE, UT 84014	NONE	PUBLIC	PUB. CHAR.	20,000.00
OPERATION SMILE, INC 6435 TIDEWATER DRIVE NORFOLK, VA 23509	NONE	PUBLIC	MEDICAL	365,240.00
ORANGEWOOD CHILDREN'S FOUNDATION 1575 EAST 17TH STREET SANTA ANA, CA 92705	NONE	PUBLIC	PUB. CHAR.	173,000.00
ORANGE CATHOLIC FOUNDATION P.O. BOX 14233 ORANGE, CA 92863-1233	NONE	PUBLIC	RELIGIOUS	50,000.00
ORANGE COUNTY COMMUNITY FOUNDATION FOR BIG CANYON EMPLOYEE SCHOLARSHIPS 4041 MACARTHUR BLVD. SUITE 510 NEWPORT BEACH, CA 92660	NONE	PUBLIC	EDUCATION	1,000.00
ORPHANED STARFISH FOUNDATION 55 EXCHANGE PLACE, SUITE 405 NEW YORK, NY 10005	NONE	PUBLIC	PUB. CHAR.	10,000.00

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	RELATION- SHIP	STATUS	PURPOSE	DONATION AMOUNT
PACIFIC MARINE MAMMAL CENTER 20612 LAGUNA CANYON ROAD LAGUNA BEACH, CA 92651	NONE	PUBLIC	PUB. CHAR.	1,500.00
PADRES UNIDOS 708 NORTH GARFIELD SANTA ANA, CA 92701	NONE	PUBLIC	PUB. CHAR.	500.00
PBS SOCAL (KOCE TV FOUNDATION) 3080 BRISTOL STREET, SUITE 400 COSTA MESA, CA 92626	NONE	PUBLIC	PUB. CHAIR	25,000.00
THE PEGASUS SCHOOL 19692 LEXINGTON LANE HUNTINGTON BEACH, CA 92646-3763	NONE	PUBLIC	EDUCATION	57,600.00
PHOENIX HOUSE OF CALIFORNIA 11600 ELDRIDGE AVENUE LAKE VIEW TERRACE, CA 91342	NONE	PUBLIC	PUB. CHAIR	10,000.00
PROJECT ACCESS INC 3900 BIRCH STREET, SUITE 113 NEWPORT BEACH, CA 92660	NONE	PUBLIC	PUB. CHAIR	15,000.00
PROJECT HOPE ALLIANCE 1954 PLACENTIA AVENUE, SUITE 202 COSTA MESA, CA 92627	NONE	PUBLIC	PUB. CHAIR	40,400.00
PSW REGIONAL CHURCH 2401 NORTH LAKE AVENUE ALTADENA, CA 91001-2418	NONE	PUBLIC	RELIGIOUS	500.00
RICHARD NIXON FOUNDATION 18001 YORBA LINDA BLVD. YORBA LINDA, CA 92886	NONE	PUBLIC	PUB. CHAR.	10,000.00
SAGE HILL SCHOOL 20402 NEWPORT COAST DRIVE NEWPORT COAST, CA 92657	NONE	PUBLIC	EDUCATION	1,011,942.00
SANTA CLARA DE ASIS CATHOLIC CHURCH 22005 AVENIDA DE LA PAZ YORBA LINDA, CA 92887	NONE	PUBLIC	RELIGIOUS	9,000.00
SANTA MARGARITA CATHOLIC HIGH SCHOOL 22062 ANTONIO PARKWAY RANCHO SANTA MARGARITA, CA 92688	NONE	PUBLIC	EDUCATION	10,000.00
SEGERSTROM CENTER FOR THE ARTS 600 TOWN CENTER DRIVE COSTA MESA, CA 92626	NONE	PUBLIC	ARTS	285,514.00
SOUTH COAST REPERTORY 655 TOWN CENTER DRIVE P.O. BOX 2197 COSTA MESA, CA 92628-2197	NONE	PUBLIC	ARTS	75,000.00
SOUTH TEXAS CHAPTER OF QUAIL COALITION P.O. BOX 532 FALFURRIAS, TX 78355	NONE	PUBLIC	PUB. CHAR.	1,000.00

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO : 990PF
AS OF JULY 31, 2013

	RELATION- SHIP	STATUS	PURPOSE	DONATION AMOUNT
ST ANDREWS PRESBYTERIAN CHURCH 800 ST ANDREWS ROAD NEWPORT BEACH, CA 92663	NONE	PUBLIC	RELIGIOUS	500,000.00
ST ANTHONY GREEK ORTHODOX CHURCH 778 SOUTH ROSEMEAD BOULEVARD PASADENA, CA 91107	NONE	PUBLIC	RELIGIOUS	124,655.00
ST MARTIN DE PORRES CATHOLIC CHURCH 19767 YORBA LINDA BOULEVARD YORBA LINDA, CA 92886	NONE	PUBLIC	RELIGIOUS	20,000.00
ST POLYCARP CATHOLIC SCHOOL 6104 EAST CALLE PANTANO STANTON, CA 90680	NONE	PUBLIC	EDUCATION	10,000.00
SUN VALLEY SUMMER SYMPHONY P.O. BOX 1914 SUN VALLEY, ID 83353	NONE	PUBLIC	PUB. CHAR.	20,000.00
SWIFTSURE RANCH THERAPEUTIC EQUESTRIAN CENTER 114 CALYPSO LANE BELLEVUE, ID 83313	NONE	PUBLIC	MEDICAL	10,000.00
TARBUT VTORAH COMMUNITY DAY SCHOOL 5 FEDERATION WAY IRVINE, CA 92603	NONE	PUBLIC	EDUCATION	17,500.00
TRABUCO CANYON LITTLE LEAGUE 31441 SANTA MARGARITA PARKWAY, SUITE A-190 RANCHO SANTA MARGARITA, CA 92688	NONE	PUBLIC	PUB. CHAR.	600.00
UCI FOUNDATION 100 THEORY, #250 IRVINE, CA 92697-5602	NONE	PUBLIC	EDUCATION	1,203,208.00
UMASS MEMORIAL FOUNDATION INC 333 SOUTH STREET SHREWSBURY, MA 01545	NONE	PUBLIC	MEDICAL	5,000.00
UNITED CEREBRAL PALSY ASSOCIATION OF ORANGE COUNTY 980 ROOSEVELT, SUITE 100 IRVINE, CA 92620	NONE	PUBLIC	PUB. CHAR.	60,000.00
USEPPA ISLAND HISTORICAL SOCIETY P.O. BOX 640 BOKEELIA, FL 33922	NONE	PUBLIC	PUB. CHAR.	5,000.00
UNITED STATES FUND FOR UNICEF 10351 SANTA MONICA BOULEVARD, SUITE 402 LOS ANGELES, CA 90025	NONE	PUBLIC	PUB. CHAR.	10,000.00
THE V FOUNDATION FOR CANCER RESEARCH 106 TOWERVIEW COURT CARY, NC 27513	NONE	PUBLIC	MEDICAL	5,000.00
VIRGIN UNITE USA 65 BLEECKER STREET, 6TH FLOOR NEW YORK, NY 10012	NONE	PUBLIC	PUB. CHAR.	15,000.00

ARGYROS FAMILY FOUNDATION
EIN 95-3421867
SUPPLEMENT TO : 990PF
AS OF JULY 31, 2013

	RELATION- SHIP	STATUS	PURPOSE	DONATION AMOUNT
WOMEN OF CHAPMAN UNIVERSITY CHAPMAN UNIVERSITY ONE UNIVERSITY DRIVE ORANGE, CA 92886	NONE	PUBLIC	EDUCATION	1,000.00
THE WOODEN FLOOR 1810 NORTH MAIN STREET SANTA ANA, CA 92706-2727	NONE	PUBLIC	ARTS	1,000.00
WOOD RIVER HIGH SCHOOL 1250 FOX ACRES ROAD HAILEY, ID 83333	NONE	PUBLIC	EDUCATION	6,000.00
ZOOLOGICAL SOCIETY OF SAN DIEGO P.O. BOX 120551 SAN DIEGO, CA 92112-0551	NONE	PUBLIC	PUB. CHAR.	1,000.00
TOTALS:				<u>\$ 13,361,692.17</u>

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return.

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only. ☐**All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.**

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	ARGYROS FAMILY FOUNDATION	95-3421867
	Number, street, and room or suite number. If a P.O. box, see instructions	Social security number (SSN)
	949 SOUTH COAST DRIVE #600	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	COSTA MESA, CA 92626	

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

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

- The books are in the care of ▶ DANIEL RUSSO, ARGYROS FDTN

Telephone No. ▶ 714-481-5000 FAX No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 3/15, 20 14, to file the exempt organization return for the organization named above.

The extension is for the organization's return for:

- ▶ ☐ calendar year 20 ____ or
- ▶ ☒ tax year beginning 8/01, 20 12, and ending 7/31, 20 13.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	192,355.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$	28,355.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	164,000.

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

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

Form 8868 (Rev 1-2013)

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

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

Enter filer's identifying number, see instructions

Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	ARGYROS FAMILY FOUNDATION	95-3421867
	Number, street, and room or suite number. If a P.O. box, see instructions.	Social security number (SSN)
	HMWC CPAS AND BUSINESS ADVISORS 17501 EAST 17TH STREET, SUITE 100	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	TUSTIN, CA 92780-7924	

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

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

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

- The books are in care of DANIEL RUSSO, ARGYROS FDTN
 Telephone No. 714-481-5000 FAX No. _____
 • If the organization does not have an office or place of business in the United States, check this box ☐
 • If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 6/15, 20 14.
 5 For calendar year _____, or other tax year beginning 8/01, 20 12, and ending 7/31, 20 13.
 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension... TAXPAYER RESPECTFULLY REQUESTS ADDITIONAL TIME TO GATHER INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	147,441.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	248,855.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	0.

Signature and Verification must be completed for Part II only.

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

Signature ▶

Title ▶

Date ▶

BAA

FIFZ/SG2L 01/21/13

Form 8868 (Rev 1-2013)