

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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011 or tax year beginning _____, **and ending** _____

Name of foundation Broadcom Foundation		A Employer identification number 26-4754581
Number and street (or P.O. box number if mail is not delivered to street address) 5300 California Street	Room/suite 14067	B Telephone number (see instructions) (949) 926-6642
City or town, state, and ZIP code Irvine CA 92617		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 73,650,517	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>		(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)	25,000,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	904	904		
	4 Dividends and interest from securities	1,907,578	1,815,968		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-460,200			
	b Gross sales price for all assets on line 6a 43,712,442				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	26,448,282	1,816,872			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages	61,609			61,609
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	2,558			2,558
	b Accounting fees (attach schedule)	15,600			15,600
	c Other professional fees (attach schedule)	216,318	194,247		22,071
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	28,117	1,417		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	82,530			82,530
	24 Total operating and administrative expenses. Add lines 13 through 23	406,732	195,664		184,368
	25 Contributions, gifts, grants paid	2,525,167			2,525,167
26 Total expenses and disbursements. Add lines 24 and 25	2,931,899	195,664		2,709,535	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	23,516,383				
b Net investment income (if negative, enter -0-)		1,621,208			
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			
	2	Savings and temporary cash investments	2,638,066	2,303,077	2,303,077
	3	Accounts receivable ▶ 152,521			
		Less: allowance for doubtful accounts ▶		152,521	152,521
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U.S. and state government obligations (attach schedule)	11,735,429	13,905,912	14,224,861
	b	Investments—corporate stock (attach schedule)		23,041,462	23,900,366
	c	Investments—corporate bonds (attach schedule)	19,464,377	33,300,374	33,069,692
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans	597,456			
13	Investments—other (attach schedule)	15,366,649			
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)	49,801,977	72,703,346	73,650,517	
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 <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	49,801,977	72,703,346	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)	49,801,977	72,703,346		
31	Total liabilities and net assets/fund balances (see instructions)	49,801,977	72,703,346		

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	49,801,977
2	Enter amount from Part I, line 27a	2	23,516,383
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	73,318,360
5	Decreases not included in line 2 (itemize) ▶ <u>Adjust book value to actual</u>	5	615,014
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	72,703,346

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 Publicly-traded Securities				
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 43,712,442		44,172,642	-460,200	
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			-460,200	
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 -460,200
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 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))
2010	1,249,833	48,389,589	0.025829
2009	38,610	10,941,748	0.003529
2008			0.000000
2007			0.000000
2006			0.000000
2 Total of line 1, column (d)			2 0.029358
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 0.014679
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 63,533,681
5 Multiply line 4 by line 3			5 932,611
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 16,212
7 Add lines 5 and 6			7 948,823
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 2,709,535

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	16,212	
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	16,212	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	16,212	
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	32,733		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	0		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d		7	32,733	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	0	
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	16,521	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 16,521 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 page 19 of 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. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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?	13	X	
Website address ▶ <u>www.broadcomfoundation.org</u>				
14	The books are in care of ▶ <u>Lauri Fischer</u> Telephone no. ▶ <u>(949) 926-6642</u>			
	Located at ▶ <u>5300 California Street, Suite 14067 Irvine CA</u> ZIP+4 ▶ <u>92617</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>			
16	At any time during calendar year 2011, 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	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2011 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b** X

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? Yes No **6b** X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No **7b** N/A

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 ATTACHMENT				

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		.00		
		.00		
		.00		
		.00		
		.00		

Total number of other employees paid over \$50,000

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
Covington Capital Management 601 S Figueroa St, Ste 200, Los Angeles, CA 90017	Investment Management	194,247
Foundation Source 55 Walls Drive, Fairfield, CT 06824	Administrative	82,520
.....		0
.....		
.....		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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 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	55,826,541
b	Average of monthly cash balances	1b	8,674,658
c	Fair market value of all other assets (see instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	64,501,199
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	64,501,199
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	967,518
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	63,533,681
6	Minimum investment return. Enter 5% of line 5	6	3,176,684

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	3,176,684
2a	Tax on investment income for 2011 from Part VI, line 5	2a	16,212
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	16,212
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,160,472
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	3,160,472
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	3,160,472

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	2,709,535
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	0
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,709,535
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	16,212
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,693,323

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				3,160,472
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			1,665,043	
b Total for prior years: 20 ____, 20 ____, 20 ____		0		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 0				
b From 2007 0				
c From 2008 0				
d From 2009 0				
e From 2010 0				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ <u>2,709,535</u>				
a Applied to 2010, but not more than line 2a			1,665,043	
b Applied to undistributed income of prior years (Election required—see instructions)		0		
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				1,044,492
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011	0			0
<i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions		0		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				2,115,980
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2007 0				
b Excess from 2008 0				
c Excess from 2009 0				
d Excess from 2010 0				
e Excess from 2011 0				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number 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				
AMERICAN FRIENDS OF TEL AVIV UNIV, INC 39 BROADWAY RM 1510 NEW YORK NY 10006	N/A	509(a)(1)	Prof. Eran Socher's Research at Tel Aviv University	25,000
AMERICAN RED CROSS - ORANGE COUNTY CH. 601 N GOLDEN CIR SANTA ANA CA 92705	N/A	509(a)(1)	Point of Distribution Project	5,000
ARIZONA STATE UNIVERSITY OFC FOR RESEARCH AND SPONS PROJ TEMPE AZ 85287	N/A	509(a)(1)	Medical Implanted Communication System (MICS)	25,000
BOYS AND GIRLS CLUB OF SANTA ANA INC 950 HIGHLAND ST SANTA ANA CA 92703	N/A	509(a)(2)	Club Tech	3,500
CALIFORNIA INSTITUTE OF TECHNOLOGY DEV REC AND GIFT PROC PASADENA CA 91125	N/A	509(a)(1)	Low-power Spectrum Sensing and Analysis Project	25,000
CALIFORNIA SCIENCE CENTER FOUNDATION 700 EXPOSITION PARK DR LOS ANGELES CA 90037	N/A	509(a)(2)	Big Lab Programs	4,950
CHAPMAN UNIVERSITY 1 UNIVERSITY DR ORANGE CA 92866	N/A	509(a)(1)	2011 Funding	40,000
CHOC FOUNDATION 455 S. MAIN ST ORANGE CA 92868	N/A	509(a)(1)	Charitable Event	5,000
COMPUTER HISTORY MUSEUM 1401 N SHORELINE BLVD MOUNTAIN VIEW CA 94043	N/A	509(a)(1)	CHM Education Program for Middle School Students	5,000
DELAWARE VALLEY SCIENCE FAIRS INC 236 RANDELL HALL 3141 CHESTNUT PHILADELPHIA PA 19104	N/A	509(a)(1)	Delaware Valley Science Fairs	2,500
DISCOVERY SCIENCE CENTER OF ORANGE CN 2500 N MAIN ST SANTA ANA CA 92705	N/A	509(a)(1)	Broadcom Employee CHIP Education	24,500
Total . . . See Attached Statement			▶ 3a	2,525,167
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	904	
4 Dividends and interest from securities			14	1,907,578	
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	-460,200	
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		1,448,282	0
13 Total. Add line 12, columns (b), (d), and (e)			13	1,448,282	1,448,282

(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

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?

	Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1) Cash	1a(1)	X
(2) Other assets	1a(2)	X
b Other transactions:		
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3) Rental of facilities, equipment, or other assets	1b(3)	X
(4) Reimbursement arrangements	1b(4)	X
(5) Loans or loan guarantees	1b(5)	X
(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X

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) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: Jeffrey D. Haskell Date: 8/8/12 Title: CFO

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

Paid Preparer Use Only	Print/Type preparer's name Jeffrey D. Haskell	Preparer's signature Jeffrey D. Haskell	Date 7/26/2012	Check <input type="checkbox"/> if self-employed	PTIN P01345770
	Firm's name ▶ Foundation Source			Firm's EIN ▶ 51-0398347	
	Firm's address ▶ 55 Walls Drive, Fairfield, CT 06824			Phone no. (800) 839-1754	

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

2011

Name of the organization

Broadcom Foundation

Employer identification number

26-4754581

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 Broadcom Foundation	Employer identification number 26-4754581
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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	Broadcom International, Limited c/o Gregg Morrison, 5300 California Street Irvine CA 92617 Foreign State or Province: _____ Foreign Country: _____	\$ 25,000,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	_____ _____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	_____ _____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	_____ _____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	_____ _____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	_____ _____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ 0	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization Broadcom Foundation	Employer identification number 26-4754581
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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
-----	\$ 0	-----
-----	\$ 0	-----
-----	\$ 0	-----
-----	\$ 0	-----
-----	\$ 0	-----
-----	\$ 0	-----
-----	\$ 0	-----

Name of organization Broadcom Foundation	Employer identification number 26-4754581
--	---

Part III **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations 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.) ► \$ 0
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
-----

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

(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
..... For. Prov. Country

(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
..... For. Prov. Country

(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
..... For. Prov. Country

Name **Broadcom Foundation** Employer identification number **26-4754581**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 38 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1	Total tax (see instructions)		1	16,212
2 a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a		
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b		
c	Credit for federal tax paid on fuels (see instructions)	2c		
d	Total. Add lines 2a through 2c	2d		0
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3		16,212
4	Enter the tax shown on the corporation's 2010 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4		5,867
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5		5,867

Part II Reasons for Filing—Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

- 6** The corporation is using the adjusted seasonal installment method.
- 7** The corporation is using the annualized income installment method.
- 8** The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9 5/15/2011	6/15/2011	9/15/2011	12/15/2011
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	10 1,467	1,467	1,467	1,466
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11 17,933	14,800	0	0
Complete lines 12 through 18 of one column before going to the next column.				
12 Enter amount, if any, from line 18 of the preceding column	12	16,466	29,799	28,332
13 Add lines 11 and 12	13	31,266	29,799	28,332
14 Add amounts on lines 16 and 17 of the preceding column	14	0	0	0
15 Subtract line 14 from line 13. If zero or less, enter -0-	15 17,933	31,266	29,799	28,332
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16	0	0	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17 0	0	0	0
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18 16,466	29,799	28,332	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17—no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). <i>(Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)</i>	19 5/4/2011	5/4/2011	5/4/2011	5/4/2011
20 Number of days from due date of installment on line 9 to the date shown on line 19	20 0	0	0	0
21 Number of days on line 20 after 4/15/2011 and before 7/1/2011	21 0	0	0	0
22 Underpayment on line 17 × $\frac{\text{Number of days on line 21}}{365} \times 4\%$	22 \$	\$	\$	\$
23 Number of days on line 20 after 6/30/2011 and before 10/1/2011	23 0	0	0	0
24 Underpayment on line 17 × $\frac{\text{Number of days on line 23}}{365} \times 4\%$	24 \$	\$	\$	\$
25 Number of days on line 20 after 9/30/2011 and before 1/1/2012	25 0	0	0	0
26 Underpayment on line 17 × $\frac{\text{Number of days on line 25}}{365} \times 3\%$	26 \$	\$	\$	\$
27 Number of days on line 20 after 12/31/2011 and before 4/1/2012	27 0	0	0	0
28 Underpayment on line 17 × $\frac{\text{Number of days on line 27}}{366} \times 3\%$	28 \$	\$	\$	\$
29 Number of days on line 20 after 3/31/2012 and before 7/1/2012	29 0	0	0	0
30 Underpayment on line 17 × $\frac{\text{Number of days on line 29}}{366} \times *%$	30 \$	\$	\$	\$
31 Number of days on line 20 after 6/30/2012 and before 10/1/2012	31 0	0	0	0
32 Underpayment on line 17 × $\frac{\text{Number of days on line 31}}{366} \times *%$	32 \$	\$	\$	\$
33 Number of days on line 20 after 9/30/2012 and before 1/1/2013	33 0	0	0	0
34 Underpayment on line 17 × $\frac{\text{Number of days on line 33}}{366} \times *%$	34 \$	\$	\$	\$
35 Number of days on line 20 after 12/31/2012 and before 2/16/2013	35 0	0	0	0
36 Underpayment on line 17 × $\frac{\text{Number of days on line 35}}{365} \times *%$	36 \$	\$	\$	\$
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37 \$ 0	\$ 0	\$ 0	\$ 0
38 Penalty. Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns	38			\$ 0

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Schedule A Adjusted Seasonal Installment Method and Annualized Income Installment Method

(see instructions)

Form 1120S filers: For lines 1, 2, 3, and 21, below, "taxable income" refers to excess net passive income or the amount on which tax is imposed under section 1374(a), whichever applies.

Part I Adjusted Seasonal Installment Method (Caution: Use this method only if the base period percentage for any 6 consecutive months is at least 70%. See instructions.)

		(a)	(b)	(c)	(d)
		First 3 months	First 5 months	First 8 months	First 11 months
1	Enter taxable income for the following periods:				
a	Tax year beginning in 2008	1a			
b	Tax year beginning in 2009	1b			
c	Tax year beginning in 2010	1c			
2	Enter taxable income for each period for the tax year beginning in 2011 (see instructions for the treatment of extraordinary items).	2			
3	Enter taxable income for the following periods:		First 4 months	First 6 months	First 9 months
a	Tax year beginning in 2008	3a			Entire year
b	Tax year beginning in 2009	3b			
c	Tax year beginning in 2010	3c			
4	Divide the amount in each column on line 1a by the amount in column (d) on line 3a	4	0.00	0.00	0.00
5	Divide the amount in each column on line 1b by the amount in column (d) on line 3b	5	0.00	0.00	0.00
6	Divide the amount in each column on line 1c by the amount in column (d) on line 3c	6	0.00	0.00	0.00
7	Add lines 4 through 6	7	0.00	0.00	0.00
8	Divide line 7 by 3.0	8	0.00	0.00	0.00
9a	Divide line 2 by line 8	9a	0	0	0
b	Extraordinary items (see instructions)	9b			
c	Add lines 9a and 9b	9c	0	0	0
10	Figure the tax on the amount on line 9c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	10			
11a	Divide the amount in columns (a) through (c) on line 3a by the amount in column (d) on line 3a	11a	0.00	0.00	0.00
b	Divide the amount in columns (a) through (c) on line 3b by the amount in column (d) on line 3b	11b	0.00	0.00	0.00
c	Divide the amount in columns (a) through (c) on line 3c by the amount in column (d) on line 3c	11c	0.00	0.00	0.00
12	Add lines 11a through 11c	12	0.00	0.00	0.00
13	Divide line 12 by 3.0	13	0.00	0.00	0.00
14	Multiply the amount in columns (a) through (c) of line 10 by columns (a) through (c) of line 13. In column (d), enter the amount from line 10, column (d)	14	0	0	0
15	Enter any alternative minimum tax for each payment period (see instructions)	15			
16	Enter any other taxes for each payment period (see instructions)	16			
17	Add lines 14 through 16	17	0	0	0
18	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	18			
19	Total tax after credits. Subtract line 18 from line 17. If zero or less, enter -0-	19	0	0	0

Part II Annualized Income Installment Method

		(a)	(b)	(c)	(d)	
		First <u>2</u> months	First <u>3</u> months	First <u>6</u> months	First <u>9</u> months	
20	Annualization periods (see instructions)	20				
21	Enter taxable income for each annualization period (see instructions for the treatment of extraordinary items)	21	153,899	320,586	731,434	1,077,973
22	Annualization amounts (see instructions)	22	6	4	2	1.33333
23a	Annualized taxable income. Multiply line 21 by line 22	23a	923,394	1,282,344	1,462,868	1,437,294
b	Extraordinary items (see instructions)	23b	49,972	151,790		
c	Add lines 23a and 23b	23c	973,366	1,434,134	1,462,868	1,437,294
24	Figure the tax on the amount on line 23c using the instructions for Form 1120, Schedule J, line 2 (or comparable line of corporation's return)	24	9,734	14,341	14,629	14,373
25	Enter any alternative minimum tax for each payment period (see instructions)	25				
26	Enter any other taxes for each payment period (see instructions)	26				
27	Total tax. Add lines 24 through 26	27	9,734	14,341	14,629	14,373
28	For each period, enter the same type of credits as allowed on Form 2220, lines 1 and 2c (see instructions)	28				
29	Total tax after credits. Subtract line 28 from line 27. If zero or less, enter -0-	29	9,734	14,341	14,629	14,373
30	Applicable percentage	30	25%	50%	75%	100%
31	Multiply line 29 by line 30	31	2,434	7,171	10,972	14,373

Part III Required Installments

		1st installment	2nd installment	3rd installment	4th installment	
		Note: Complete lines 32 through 38 of one column before completing the next column.				
32	If only Part I or Part II is completed, enter the amount in each column from line 19 or line 31. If both parts are completed, enter the smaller of the amounts in each column from line 19 or line 31	32	2,434	7,171	10,972	14,373
33	Add the amounts in all preceding columns of line 32 (see instructions)	33		1,467	2,934	4,401
34	Adjusted seasonal or annualized income installments. Subtract line 33 from line 32. If zero or less, enter -0-	34	2,434	5,704	8,038	9,972
35	Enter 25% of line 5 on page 1 of Form 2220 in each column. Note: "Large corporations," see the instructions for line 10 for the amounts to enter	35	1,467	1,467	1,467	1,466
36	Subtract line 38 of the preceding column from line 37 of the preceding column	36		0	0	0
37	Add lines 35 and 36	37	1,467	1,467	1,467	1,466
38	Required installments. Enter the smaller of line 34 or line 37 here and on page 1 of Form 2220, line 10 (see instructions)	38	1,467	1,467	1,467	1,466

Form 990-PF, Part I, Line 16a - Legal Fees

		TOTAL:			
		2,558	0	0	2,558
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
1	General Governance Matters and Counseling	2,558	0		2,558
2					
3					
4					
5					
6					
7					
8					
9					
10					

Form 990-PF, Part I, Line 16b - Accounting Fees

		TOTAL:	15,600	0	0	15,600
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose	
1	Review of annual return and tax consultations	600	0		600	
2	Annual audit of financial statements	15,000	0		15,000	
3						
4						
5						
6						
7						
8						
9						
10						

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

		TOTAL:	216,318	194,247	0	22,071
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose	
1	Professional Investment Services	194,247	194,247			0
2	Annual Report Design Fee	9,109				9,109
3	STEM Fund Feasibility Study	5,000				5,000
4	Volunteer Portal Project Fee	7,962				7,962
5						
6						
7						
8						
9						
10						

Form 990-PF, Part I, Line 18 - Taxes

		TOTAL:	28,117	1,417	0	0
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose	
1	Estimated Tax for 2011	26,700	0			0
2	Foreign Tax Paid	1,417	1,417			0
3						
4						
5						
6						
7						
8						
9						
10						

Form 990-PF, Part I, Line 23 - Other Expenses

		TOTAL:	82,530	0	0	82,530
	Description	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose	
1	Administrative Fees	82,520	0	0	82,520	
2	Filing Fees	10	0		10	
3						
4						
5						
6						
7						
8						
9						
10						

Form 990-PF, Part II, Line 10a - Investments - U.S. and State Government Obligations

		TOTAL:	13,905,912	14,224,861
	Description	Book Value End of Year	FMV End of Year	
1	ALAMEDA FING-B - 4.482% - 7/1/2017 (010808CN1)	400,000	428,328	
2	BOSTON MASS SER. 2004A -5.000% - 01/01/2012 (1008526L1)	131,625	130,000	
3	CUYAHOGA ECON TXB G - 5.000% - 12/01/2019 (232263GV9)	586,500	643,908	
4	DOUGLAS CNTY WASH NO 00101.48400% 09/01/2012 (259561NY0)	150,725	150,537	
5	FFCB - 1.050% - 05/22/2015 (31331KVR8)	704,977	705,014	
6	FFCB - 2.050% - 09/26/2018 (31331KZQ6)	730,000	733,577	
7	FFCB - 2.500% - 09/21/2017 (31331JJ46)	749,250	759,255	
8	FFCB - 2.850% - 11/26/2018 (31331J3G6)	585,018	641,772	
9	FFCB - 3.540% - 09/09/2024 (31331JA86)	750,000	750,165	
10	FHLB - 1.750% - 09/11/2015 (313370JB5)	1,501,394	1,549,605	
11	FHLB - 2.000% - 11/10/2017 (3133764A0)	998,482	1,001,440	
12	FHLB - 2.300% - 10/24/2018 (313375ZV2)	900,000	907,569	
13	FHLB - 3.125% - 06/15/2018 (3133743U2)	457,313	454,068	
14	FHLB - 5.625% - 06/13/2016 (313771AA5)	657,828	680,094	
15	FNMA - 4.375% - 10/15/2015 (31359MZC0)	641,796	677,994	
16	ILLINOIS ST GO BDS SER - 04.550% - 07/01/2014 (452152GN5)	526,910	520,525	
17	PIERCE SWR-TXB-B-BABS - 2.625% - 08/01/2016 (720653JH8)	708,442	728,602	
18	SAN FRANCISCO ARPTS - 1.869% - 05/01/2012 (79765A3U8)	1,008,499	1,003,910	
19	TRIBOROUGH BRDG & TUNL AUTH N Y 05.250% 01/01/2017 (8960296K6)	316,471	315,000	
20	US TREAS NOTE - 2.625% - 12/31/2014 (912828ME7)	780,702	799,980	
21	WASHINGTON ST UNIV 3.93% 10/01/15 (940093Y50)	619,980	643,518	

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		TOTAL:	23,041,462	23,900,366
	Description	Shares	Book Value End of Year	FMV End of Year
1	3M CO (MMM)	4,000	326,681	326,920
2	ABB LTD. (ABB)	12,500	253,083	235,375
3	ABBOTT LABS (ABT)	6,000	314,738	337,380
4	ACCENTURE PLC (ACN)	4,000	162,183	212,920
5	ACE LTD (ACE)	3,995	196,979	280,129
6	AIR PRODS & CHEM INC. (APD)	4,000	326,530	340,760
7	ALLERGAN INC. (AGN)	2,500	179,064	219,350
8	ALLSCRIPTS HEALTHCARE SOLUTIONS (MDRX)	10,000	181,905	189,400
9	AMERICAN EXPRESS CO (AXP)	5,600	258,726	264,152
10	ANALOG DEVICES INC. (ADI)	6,500	243,410	232,570
11	APACHE CORPORATION (APA)	3,000	286,616	271,740
12	AUTOMATIC DATA PROCESSING INC. (ADP)	4,500	203,488	243,045
13	BECTON DICKINSON & CO (BDX)	3,000	221,099	224,160
14	BHP BILLITON LIMITED (BHP)	4,500	350,769	317,835
15	BLACKROCK INC (BLK)	2,000	324,403	356,480
16	BOEING CO (BA)	4,000	261,694	293,400
17	CHEVRONTEXACO CORP (CVX)	4,250	370,464	452,200
18	CHUBB CORP (CB)	4,500	245,486	311,490
19	CLOROX CO (CLX)	5,500	362,202	366,080
20	COLGATE-PALMOLIVE COMPANY (CL)	4,000	322,228	369,560
21	CONOCOPHILLIPS (COP)	6,000	368,766	437,220
22	DEVON ENERGY CORPORATION (DVN)	3,000	190,757	186,000
23	DOMINION RESOURCES INC (D)	6,000	274,889	318,480
24	DU PONT DE NEMOURS (DD)	5,500	274,511	251,790
25	EMC CORP-MASS (EMC)	11,000	204,928	236,940
26	EMERSON ELECTRIC CO. (EMR)	7,500	364,299	349,425
27	EXXON MOBIL CORP (XOM)	5,500	392,705	466,180
28	FLAHERTY&CRUMRINE CLAYMORE P (FFC)	55,000	933,194	960,300
29	FREEMPORT-MCMORAN COPPER & GOLD INC. (FCX)	7,500	350,903	275,925
30	GENERAL ELECTRIC CO (GE)	17,500	311,301	313,425
31	GENUINE PARTS COMPANY (GPC)	5,000	228,159	306,000
32	GOOGLE INC CL A (GOOG)	450	222,619	290,655
33	HSBC HLDGS PLC ADS (HBC)	5,500	287,780	209,550
34	ILLINOIS TOOL WORKS (ITW)	6,500	312,028	303,615
35	INTEL CORP (INTC)	12,000	271,014	291,000
36	INTERNATIONAL BUSINESS MACHINES (IBM)	1,750	290,295	321,790
37	ISHARE MSCI GERMANY (EWG)	7,000	156,987	134,540
38	ISHARES FTSE CHINA 25 INDEX FUND (FXI)	4,500	199,608	156,915
39	ISHARES MSCI AUSTRALIA INDEX FD (EWA)	8,000	196,832	171,520
40	ISHARES MSCI BRAZIL FREE INDEX FD (EWZ)	3,000	219,544	172,170
41	ISHARES MSCI CANADA INDEX FD (EWC)	6,000	174,156	159,600

Form 990-PF, Part II, Line 10b - Investments - Corporate Stock

		TOTAL:		23,041,462	23,900,366
	Description	Shares	Book Value End of Year	FMV End of Year	
42	JOHNSON & JOHNSON (JNJ)	6,000	390,840	393,480	
43	JP MORGAN CHASE & CO (JPM)	8,000	334,165	266,000	
44	KRAFT FOODS INC (KFT)	6,750	210,469	252,180	
45	LOWES COMPANIES INC. (LOW)	12,500	295,944	317,250	
46	M&T BANK CORP (MTB)	3,500	285,684	267,190	
47	MCDONALD'S CORP (MCD)	3,500	258,831	351,155	
48	MEAD JOHNSON NUTRITI (MJN)	3,600	212,535	247,428	
49	MEDTRONIC INC (MDT)	7,750	306,624	296,438	
50	MERCK & CO INC. (MRK)	9,000	323,781	339,300	
51	MICROSOFT CORPORATION (MSFT)	10,000	286,811	259,600	
52	NEXTERA ENERGY, INC (NEE)	5,500	281,627	334,840	
53	NIKE INC-CL B (NKE)	4,000	313,365	385,480	
54	ORACLE CORP (ORCL)	6,000	156,356	153,900	
55	PEPSICO INC (PEP)	5,500	359,467	364,925	
56	PLUM CREEK TIMBER REIT (PCL)	6,500	239,177	237,640	
57	POTASH CORPORATION OF SASKATCHEWAN INC (POT)	4,000	213,743	165,120	
58	POWERSHARES II PFD (PGX)	75,000	1,053,311	1,026,749	
59	PROCTER GAMBLE CO (PG)	5,000	312,547	333,550	
60	ROCHE HOLDING LTD ADR (RHHBY.PK)	6,000	219,985	255,300	
61	ROPER INDUSTRIES NEW COMMON (ROP)	3,000	241,282	260,610	
62	ROYAL DUTCH SHELL PLC (RDS-A)	5,000	331,805	365,450	
63	SCHLUMBERGER LTD (SLB)	3,000	268,166	204,930	
64	SPDR GOLD TR GOLD SHS (GLD)	1,800	271,746	273,582	
65	SPDR S&P EMERGING MARKETS DIV (EDIV)	3,500	166,989	164,325	
66	SYSCO CORP (SYY)	8,500	251,154	249,305	
67	T. ROWE PRICE ASSOCIATES (TROW)	4,250	210,272	242,038	
68	TARGET CORPORATION (TGT)	6,000	318,468	307,320	
69	TEVA PHARMECEUTICAL SP ADR (TEVA)	5,500	287,614	221,980	
70	TRANSOCEAN LTD. (RIG)	5,500	384,590	211,145	
71	UNION PACIFIC (UNP)	2,750	261,402	291,335	
72	UNITED PARCEL SERVICE (UPS)	4,000	290,776	292,760	
73	UNITED TECHNOLOGIES CORP (UTX)	4,000	297,313	292,360	
74	V F CORP (VFC)	2,500	207,277	317,475	
75	VANGUARD MSCI EUROPEAN ETF (VGK)	4,000	194,887	165,720	
76	VERIZON COMMUNICATIONS (VZ)	7,000	217,083	280,840	
77	VODAFONE GROUP PLC (VOD)	9,000	224,468	252,270	
78	WAL-MART STORES INC. (WMT)	5,000	263,681	298,800	
79	WALT DISNEY HOLDINGS CO. (DIS)	6,500	223,927	243,750	
80	WASTE MANAGEMENT INC. (WM)	8,000	277,323	261,680	
81	WILLIAMS COS (WMB)	9,000	178,954	297,180	

Form 990-PF, Part II, Line 10c - Investments - Corporate Bonds

		TOTAL:	33,300,374	33,069,692
	Description	Shares	Book Value End of Year	FMV End of Year
1	ALCOA INC 6.000% 1/15/12 (013817AF8)	405,000	406,192	405,397
2	AMERICAN EXPRESS CR CORP MTNBE 5.125% 08/25/2014 (0258M0CZ0)	600,000	660,613	644,592
3	ANHEUSER-BUSCH INBEV WOR NT - 1.500% - 07/14/2014 (03523TBL1)	175,000	175,205	176,251
4	ANNHEUSER-BUSCH INBEV WOR 4.125% 1/15/15 (03523TAM0)	600,000	631,876	646,896
5	ARIZONA PUB SVC CO NT 6.500% 03/01/2012 (040555CD4)	500,000	513,250	504,330
6	BANK OF CHINA NY CD 0.350% 01/30/2012 (06425HVS2)	500,000	500,000	499,985
7	BHP BILLITON - 5.125% - 03/29/2012 (055451AD0)	750,000	762,705	758,273
8	BP CAP MKTS P L C GTD SR 3.12500% 03/10/2012 (05565QBG2)	1,199,000	1,212,631	1,204,503
9	CITIGROUP INC NOTES - 6.000% - 02/21/2012 (172967BJ9)	1,200,000	1,220,475	1,206,696
10	COSTCO WHOLESALE CORP SR NTS 5.3% 3/15/12 (22160KAB1)	317,000	323,873	319,634
11	CREDIT SUISSE FB - 6.500% - 01/15/2012 (22541LAC7)	326,000	333,537	326,417
12	DOMINION RESOURCE 5.700% 9/17/12 (257469AF3)	975,000	1,031,513	1,007,458
13	ELI LILLY & CO NOTES 03.55000% 03/06/2012 (532457BD9)	750,000	762,308	753,915
14	GATX CORP - 5.500% - 02/15/2012 (36804PAL0)	500,000	510,160	501,345
15	GE CAP CORP - 5.875% - 02/15/2012 (36962GXS8)	460,000	470,870	462,769
16	GE CAP CORP SR UNSERUES 5.625% 9/15/17 (36962G3H5)	750,000	828,435	830,085
17	GENERAL ELEC CAP CORP - 1.13825% - 05/09/2016 (36962G5D2)	800,000	793,080	754,432
18	GENERAL ELEC CO 5.25% DUE 12-06-2017 BEO (369604BC6)	250,000	280,404	286,940
19	GENL MILLS INC MW 06.000% 02/15/12 (370334AS3)	1,900,000	1,928,897	1,911,019
20	GEORGE WASHINGTON UNIVERSITY 2.155% 9/15/12 (372546AD3)	400,000	400,000	403,904
21	GOLDMAN SACHS GROUP INC - 1.135% - 09/29/2014 (38143UAV3)	600,000	565,368	544,674
22	GOLDMAN SACHS GROUP INC - 4.000% - 07/29/2020 (38143UWU1)	500,000	500,000	474,355
23	GOLDMAN SACHS GROUP INC 5.3% DUE 02-14-2012 BEO (38141GEV2)	500,000	509,200	501,680
24	GOLDMAN SACHS SR NT - 6.600% - 01/15/2012 (38141GBU7)	250,000	254,785	250,315
25	HEWLETT PACKARD CO GLOBL BDS 5.25% 3/1/12 (428236AL7)	250,000	252,945	251,490
26	HEWLETT PACKARD CO NT - 03.300% - 12/09/2016 (428236BU6)	650,000	648,635	663,715
27	HEWLETT-PACKARD CO - 4.250% - 02/24/2012 (428236AU7)	1,000,000	1,017,335	1,004,500
28	JEFFERIES GROUP INC - 7.750% - 03/15/2012 (472319AA0)	273,000	283,270	277,095
29	JP MORGAN CHASE - 4.500% - 01/15/2012 (46625HCA6)	500,000	505,560	500,535
30	JPMORGAN CHASE & CO - 2.600% - 01/15/2016 (46625HHW3)	975,000	966,416	960,726
31	JPMORGAN CHASE & CO SR NT 6.00000% 01/15/2018 (46625HGY0)	150,000	166,395	168,074
32	KINDER MORGAN ENER PART DTD 3/14/2002 7.125% 3/15/2012 (494550AK2)	800,000	814,128	809,144
33	KINDER MORGAN ENER PARTNERS 6.0% 2/1/17 (494550AU0)	775,000	846,740	877,130
34	METLIFE INC SR NT 6.75000% 06/01/2016 (59156RAU2)	600,000	727,500	691,224
35	MORGAN STANLEY - 6.000% - 01/24/2020 (61745E2D2)	600,000	593,559	599,568
36	MORGAN STANLEY 5.45% 1/9/17 (617446C23)	900,000	897,514	866,484
37	MORGAN STANLEY-5.65438%-01/09/2012 (61746BCX2)	255,000	254,745	254,995
38	ONEOK PARTNERS LP NOTES 5.900% 04/01/12 (68268NAA1)	475,000	481,042	480,239
39	ORACLE CORP NOTES 05.75000% 04/15/2018 (68389XAC9)	600,000	713,972	728,088
40	RFMSI 2004-S6 3A2 4.5% 06/25/19 (76111XMC4)	600,000	610,500	609,642
41	SHELL INTERNATIONAL FIN - 4.300% - 09/22/2019 (822582AJ1)	750,000	793,072	870,263

Form 990-PF, Part II, Line 10c - Investments - Corporate Bonds

		TOTAL:	33,300,374	33,069,692
	Description	Shares	Book Value End of Year	FMV End of Year
42	STARBUCKS CORP NOTE CALL 6.25% 08/15/2017 (855244AC3)	600,000	708,660	712,548
43	TEXAS INSTRS INC NT - 2.375% - 05/16/2016 (882508AR5)	500,000	499,465	520,605
44	TIME WARNER INC 5.875% 11/15/2016 (887317AC9)	600,000	690,234	692,538
45	VALERO ENERGY - 6.875% - 04/15/2012 (91913YAD2)	897,000	923,827	911,585
46	VERIZON N J INC DEB A 5.875% 01/17/2012 (92344UAA3)	600,000	638,898	601,086
47	VERIZON WIRELESS CAP LLC- 5.250% - 02/01/2012SR NT (92344SAN0)	995,000	1,001,730	998,433
48	WELLS FARGO & CO NEWSR NT 4.37500% 01/31/2013 (949746NY3)	600,000	634,854	620,100
49	WESTPAC BANKING CORP - 3.000% - 12/09/2015 (961214BP7)	1,000,000	1,030,290	1,004,860
50	WHIRLPOOL CORP CR SENS - 8.00% - 05/01/2012 (96332HCC1)	500,000	514,500	510,870
51	XEROX CORPORATION - 5.500% -05/15/2012 (984121BS1)	500,000	509,211	508,290

Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility

	Grantee Name	Street	City	State	Zip Code	Foreign Country	Grant Date	Grant Amount	Grant Purpose	Amt. Expended by Grantee	Any Diversion by Grantee?	Dates of Reports by Grantee	Verification
1	Universita degli Studi di Pavia	Corso Strada Nuova 65	Pavia		27100	Italy	12/22/10	25,000	Funding for the High Efficiency Power Amplifier Research Project	0	To the knowledge of the grantor, no funds have been diverted.	9/6/11	None necessary
2	Universita degli Studi di Pavia	Corso Strada Nuova 65	Pavia		27100	Italy	12/19/11	25,000	Scientific Research	0	To the knowledge of the grantor, no funds have been diverted.	7/31/12 Expected Submission Date	None necessary
3	Heart and Stroke Foundation of Ontario	2300 Yonge St Suite 1300	Toronto		M4P IE4	Canada	9/9/11	2,500	To support the Becel Heart and Stroke Ride for Heart Project	0	To the knowledge of the grantor, no funds have been diverted.	1/31/13 Expected Submission Date	None necessary
4													
5													
6													
7													
8													

Form 990-PF, Part VIII, Line 1 - Compensation of Officers, Directors, Trustees and Foundation Managers

							TOTAL:	0	0	0
	Name	Street	City	State	Zip Code	Title	Avg Hrs	Comp	Benefits	Expense Acct
1	Eric K Brandt	5300 California St Suite 14067	Irvine	CA	92617	Director	1	0	0	0
2	Arthur Chong	5300 California St Suite 14067	Irvine	CA	92617	Director	1	0	0	0
3	Lauri Fischer	5300 California St Suite 14067	Irvine	CA	92617	Secretary	1	0	0	0
4	Scott A McGregor	5300 California St Suite 14067	Irvine	CA	92617	President / Director	1	0	0	0
5	Gregg S Morrison	5300 California St Suite 14067	Irvine	CA	92617	CFO	1	0	0	0
6	Henry Samueli	5300 California St Suite 14067	Irvine	CA	92617	Director	1	0	0	0
7	Terri L Timberman	5300 California St Suite 14067	Irvine	CA	92617	Director	1	0	0	0
8	Maria Wronski	5300 California St Suite 14067	Irvine	CA	92617	Treasurer	1	0	0	0
9										
10										

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

ENGINEERING CENTER EDUCATION TRUST

Street

ONE WALNUT ST

City

BOSTON

State

MA

Zip Code

02108

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

The DIGITS Project

Amount

3,500

Name

EXPLORA SCIENCE CENTER & CHILDRENS MUSEUM OF ALBUQUERQUE

Street

1701 MOUNTAIN RD NW

City

ALBUQUERQUE

State

NM

Zip Code

87104

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Building Communities through Connectivity

Amount

17,517

Name

GAINS PROGRAM - SANTA CLARA UNIFIED SCHOOL DISTRICT

Street

1889 LAWRENCE RD

City

SANTA CLARA

State

CA

Zip Code

95052

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Girls Achieving In Non-traditional Subjects

Amount

2,000

Name

GIRLS INCORPORATED OF ORANGE COUNTY

Street

1815 ANAHEIM AVE

City

COSTA MESA

State

CA

Zip Code

92627

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Eureka! Project

Amount

2,000

Name

GREATER SAN DIEGO SCIENCE AND ENGINEERING FAIR INC

Street

PO BOX 22658

City

SAN DIEGO

State

CA

Zip Code

92192

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Greater San Diego Science and Engineering Fair

Amount

2,500

Name

HABITAT FOR HUMANITY OF ORANGE COUNTY

Street

2200 S RITCHEY ST

City

SANTA ANA

State

CA

Zip Code

92705

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Corporate Team Build Project

Amount

2,500

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

HABITAT FOR HUMANITY SILICON VALLEY

Street

513 VALLEY WAY

City

MILPITAS

State

CA

Zip Code

95035

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Cleo Avenue Project 2011

Amount

10,000

Name

HARVEY MUDD COLLEGE

Street

301 PLATT BLVD

City

CLAREMONT

State

CA

Zip Code

91711

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Harvey Mudd College Clinic Program

Amount

25,000

Name

HEART AND STROKE FOUNDATION OF ONTARIO

Street

2300 YONGE ST, STE 1300

City

TORONTO

State

M4P

Zip Code

IE4

Foreign Country

Canada

Relationship

N/A

Foundation Status

Other

Purpose of grant/contribution

Expenditure Responsibility Grant

Amount

2,500

Name

HELP THEM GROW INC

Street

1030 E EL CAMINO REAL NO 424

City

SUNNYVALE

State

CA

Zip Code

94087

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Sikshana Project

Amount

5,000

Name

HOAG HOSPITAL FOUNDATION

Street

500 SUPERIOR AVE, STE 350

City

NEWPORT BEACH

State

CA

Zip Code

92663

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Choose Nursing Choose Hoag - Nursing Program

Amount

15,000

Name

INTERNATIONAL MEDICAL CORPS

Street

1919 SANTA MONICA BLVD STE 400

City

SANTA MONICA

State

CA

Zip Code

90404

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Respond to Emergencies - Japan Satellite Phone Support

Amount

50,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

IRVINE PUBLIC SCHOOLS FOUNDATION

Street

18552 MACARTHUR BLVD STE 200

City

IRVINE

State

CA

Zip Code

92612

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

IUSD Science Fair & Science Career Conference

Amount

10,200

Name

MASSACHUSETTS INSTITUTE OF TECH

Street

77 MASSACHUSETTS AVE NE49-3142

City

CAMBRIDGE

State

MA

Zip Code

02139

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Analog/Digital Circuits Project

Amount

30,000

Name

MASSACHUSETTS STATE SCIENCE & ENGINEERING FAIR INC

Street

955 MASSACHUSETTS AVE

City

CAMBRIDGE

State

MA

Zip Code

02139

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Massachusetts State Science & Engineering Fair, Inc.

Amount

3,000

Name

MUSEUM OF SCIENCE

Street

1 SCIENCE PARK

City

BOSTON

State

MA

Zip Code

02114

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Middle School Mentoring for Science Fair

Amount

30,000

Name

NORTH MUSEUM CORPORATION

Street

400 COLLEGE AVE

City

LANCASTER

State

PA

Zip Code

17603

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

2011 North Museum Science and Engineering Fair

Amount

2,500

Name

ORANGE COUNTY SCIENCE AND ENGINEERING FAIR INC

Street

PO BOX 1361

City

HUNTINGTN BCH

State

CA

Zip Code

92647

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Broadcom MASTERS Summer Science Fair Institute

Amount

25,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

ORANGE COUNTY SCIENCE AND ENGINEERING FAIR INC

Street

PO BOX 1361

City

HUNTINGTN BCH

State

CA

Zip Code

92647

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Orange County Science and Engineering Fair

Amount

2,500

Name

OREGON STATE UNIVERSITY FOUNDATION

Street

850 SW 35TH ST

City

CORVALLIS

State

OR

Zip Code

97333

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

High Performance Analog/Mixed-signal IC Design Project

Amount

25,000

Name

OREGON STATE UNIVERSITY FOUNDATION

Street

850 SW 35TH ST

City

CORVALLIS

State

OR

Zip Code

97333

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Micro-Power Data Converters Project

Amount

25,000

Name

REGENTS OF THE UNIVERSITY OF CALIFORNIA - UC DAVIS

Street

1 SHIELDS AVE

City

DAVIS

State

CA

Zip Code

95616

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Analog Circuits for Digital Communications Project

Amount

25,000

Name

REGENTS OF THE UNIVERSITY OF CALIFORNIA - UC DAVIS

Street

1 SHIELDS AVE

City

DAVIS

State

CA

Zip Code

95616

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Error Sources and Correction Techniques for High-S Project

Amount

25,000

Name

REGENTS OF THE UNIVERSITY OF CALIFORNIA AT BERKELEY

Street

171 UNIVERSITY HALL MC1104

City

BERKELEY

State

CA

Zip Code

94720

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Professor Ali Niknejad's CMOS Transceivers for Next Generation Wireless Project

Amount

25,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

REGENTS OF THE UNIVERSITY OF CALIFORNIA AT SAN DIEGO

Street

9500 GILMAN DR, MAIL CODE 0407

City	State	Zip Code	Foreign Country
LA JOLLA	CA	92093	

Relationship	Foundation Status
N/A	509(a)(1)

Purpose of grant/contribution	Amount
Cognitive Wireless System Development	25,000

Name

REGENTS OF THE UNIVERSITY OF CALIFORNIA AT SAN DIEGO

Street

9500 GILMAN DR, MAIL CODE 0407

City	State	Zip Code	Foreign Country
LA JOLLA	CA	92093	

Relationship	Foundation Status
N/A	509(a)(1)

Purpose of grant/contribution	Amount
Information Theory Project	25,000

Name

REGENTS OF THE UNIVERSITY OF CALIFORNIA AT SAN DIEGO

Street

9500 GILMAN DR, MAIL CODE 0407

City	State	Zip Code	Foreign Country
LA JOLLA	CA	92093	

Relationship	Foundation Status
N/A	509(a)(1)

Purpose of grant/contribution	Amount
Mixed-Signal Integrated Circuits Research	25,000

Name

REGENTS OF THE UNIVERSITY OF MICHIGAN

Street

3003 S STATE ST G395

City	State	Zip Code	Foreign Country
ANN ARBOR	MI	48109	

Relationship	Foundation Status
N/A	509(a)(1)

Purpose of grant/contribution	Amount
Energy Efficient Signal Processing Systems Project	25,000

Name

REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES

Street

10920 WILSHIRE BLVD STE 620

City	State	Zip Code	Foreign Country
LOS ANGELES	CA	90024	

Relationship	Foundation Status
N/A	509(a)(1)

Purpose of grant/contribution	Amount
STEM Education for Children in the Military	15,000

Name

REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES

Street

UCLA HENRY SAMUELI SCHOOL OF ENGINEERING & APPLIED SCIENCE

City	State	Zip Code	Foreign Country
LOS ANGELES	CA	90095	

Relationship	Foundation Status
N/A	509(a)(1)

Purpose of grant/contribution	Amount
Code Design and Analysis to Approach Capacity Project	25,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES

Street

UCLA HENRY SAMUELI SCHOOL OF ENGINEERING & APPLIED SCIENCE

City

LOS ANGELES

State

CA

Zip Code

90095

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Dejan Markovic's Research

Amount

25,000

Name

REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES

Street

UCLA HENRY SAMUELI SCHOOL OF ENGINEERING & APPLIED SCIENCE

City

LOS ANGELES

State

CA

Zip Code

90095

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Domain-Specific Computing Project

Amount

35,000

Name

REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES

Street

UCLA HENRY SAMUELI SCHOOL OF ENGINEERING & APPLIED SCIENCE

City

LOS ANGELES

State

CA

Zip Code

90095

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Energy Efficient Link Adaptation Project

Amount

25,000

Name

REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES

Street

UCLA HENRY SAMUELI SCHOOL OF ENGINEERING & APPLIED SCIENCE

City

LOS ANGELES

State

CA

Zip Code

90095

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Medical Technology & Communication Project

Amount

25,000

Name

REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES

Street

UCLA HENRY SAMUELI SCHOOL OF ENGINEERING & APPLIED SCIENCE

City

LOS ANGELES

State

CA

Zip Code

90095

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Mixed-Signal CMOS Circuits Project

Amount

25,000

Name

REGENTS UNIVERSITY OF CALIFORNIA LOS ANGELES

Street

UCLA HENRY SAMUELI SCHOOL OF ENGINEERING & APPLIED SCIENCE

City

LOS ANGELES

State

CA

Zip Code

90095

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Support the High Speed Electronics Lab on 3D Radar

Amount

25,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

SANTA CLARA VALLEY SCIENCE FAIR ASN

Street

PO BOX 307

City

LOS ALTOS

State

CA

Zip Code

94023

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Synopsis Science and Technology Championship

Amount

5,000

Name

SOCIETY FOR SCIENCE & THE PUBLIC

Street

1719 N ST NW

City

WASHINGTON

State

DC

Zip Code

20036

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

International MASTERS Program

Amount

250,000

Name

SOCIETY FOR SCIENCE & THE PUBLIC

Street

1719 N ST NW

City

WASHINGTON

State

DC

Zip Code

20036

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

STEM Project

Amount

1,000,000

Name

SOCIETY OF WOMEN ENGINEERS

Street

1368 PARK DR

City

MOUNTAIN VIEW

State

CA

Zip Code

94040

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

SWE SCV GetSET 2010 Project

Amount

2,500

Name

STANFORD UNIVERSITY

Street

326 GALVEZ ST

City

STANFORD

State

CA

Zip Code

94305

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Digital Communications Techniques Project

Amount

25,000

Name

STANFORD UNIVERSITY - SCHOOL OF ENGINEERING

Street

HUANG ENGINEERING CENTER STE 131 MAIL CODE 4027

City

STANFORD

State

CA

Zip Code

94305

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

OpenFlow and Software Defined Networks Project

Amount

35,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

STANFORD UNIVERSITY - SCHOOL OF ENGINEERING

Street

HUANG ENGINEERING CENTER STE 131 MAIL CODE 4027

City

STANFORD

State

CA

Zip Code

94305

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Wideband Filters Using Digital Nonlinearity Tuning Project

Amount

25,000

Name

TEXAS A&M FOUNDATION

Street

401 GEORGE BUSH DR

City

COLLEGE STATION

State

TX

Zip Code

77840

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

An Ultra Low Power 12-bit ADC Suitable for Implant Project

Amount

25,000

Name

TEXAS A&M FOUNDATION

Street

401 GEORGE BUSH DR

City

COLLEGE STATION

State

TX

Zip Code

77840

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

IC Design Techniques for High -Speed Project

Amount

25,000

Name

THE BREAKTHROUGH COLLABORATIVE INC

Street

545 SANSOME ST, STE 700

City

SAN FRANCISCO

State

CA

Zip Code

94111

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Breakthrough STEM Initiative

Amount

2,500

Name

THE FU FOUNDATION SCHOOL OF ENGINEERING AND APPLIED SCIENCE AT COLUMBIA UNIVERSITY

Street

622 W 113TH ST MC4523

City

NEW YORK

State

NY

Zip Code

10025

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Peter Kinget's Research: Analog Interfaces in Nanoscale CMOS

Amount

25,000

Name

THE UCLA FOUNDATION

Street

10920 WILSHIRE BLVD STE 900

City

LOS ANGELES

State

CA

Zip Code

90024

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

High-Performance Digital Signal Processing Project

Amount

25,000

Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

TOWER FOUNDATION OF SAN JOSE STATE UNIVERSITY

Street

1 WASHINGTON SQ

City SAN JOSE	State CA	Zip Code 95192	Foreign Country
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Relationship N/A	Foundation Status 509(a)(1)
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Purpose of grant/contribution MESA Schools Program	Amount 3,000
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Name

UNIVERSITA DEGLI STUDI DI PAVIA

Street

CORSO STRADA NUOVA, 65

City PAVIA	State	Zip Code 27100	Foreign Country Italy
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Relationship N/A	Foundation Status Other
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Purpose of grant/contribution Expenditure Responsibility Grant	Amount 25,000
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Name

UNIVERSITY OF CALIFORNIA IRVINE FOUNDATION

Street

4199 CAMPUS DR STE 400

City IRVINE	State CA	Zip Code 92612	Foreign Country
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Relationship N/A	Foundation Status 509(a)(2)
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Purpose of grant/contribution Design of High-Speed Blocks for Broadband Comm.	Amount 25,000
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Name

UNIVERSITY OF CALIFORNIA IRVINE FOUNDATION

Street

4199 CAMPUS DR STE 400

City IRVINE	State CA	Zip Code 92612	Foreign Country
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Relationship N/A	Foundation Status 509(a)(2)
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Purpose of grant/contribution Interference Management in Wireless Networks	Amount 25,000
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Name

UNIVERSITY OF CALIFORNIA IRVINE FOUNDATION

Street

4199 CAMPUS DR STE 400

City IRVINE	State CA	Zip Code 92612	Foreign Country
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Relationship N/A	Foundation Status 509(a)(2)
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Purpose of grant/contribution Multiuser MIMO--Exploring Interference Alignment	Amount 25,000
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Name

UNIVERSITY OF CALIFORNIA IRVINE FOUNDATION

Street

4199 CAMPUS DR STE 400

City IRVINE	State CA	Zip Code 92612	Foreign Country
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Relationship N/A	Foundation Status 509(a)(2)
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Purpose of grant/contribution Saturday Academy of Math for AUHSD-Ball Junior HS	Amount 25,000
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Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**Recipient(s) paid during the year****Name**

UNIVERSITY OF CALIFORNIA IRVINE FOUNDATION

Street

4199 CAMPUS DR STE 400

City

IRVINE

State

CA

Zip Code

92612

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Technology for Living and Caring

Amount

40,000

Name

UNIVERSITY OF MINNESOTA FOUNDATION

Street

200 OAK ST SE STE 500

City

MINNEAPOLIS

State

MN

Zip Code

55455

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Embedded Non-Volatile Memory Design Project

Amount

25,000

Name

UNIVERSITY OF SOUTHERN CALIFORNIA

Street

3551 TROUSDALE PKWY, STE 160

City

LOS ANGELES

State

CA

Zip Code

90089

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

System Level Power Minimization for Advanced Smart Project

Amount

25,000

Name

UNIVERSITY OF TORONTO

Street

21 KING'S COLLEGE CIR

City

TORONTO

State

ON

Zip Code

M5S 3J3

Foreign Country

Canada

Relationship

N/A

Foundation Status

509(a)(1)

Purpose of grant/contribution

Tony Chan Carusone's Highly Integrated CMOS Transceivers Research

Amount

25,000

Name

ZOOLOGICAL SOCIETY OF SAN DIEGO

Street

PO BOX 120551

City

SAN DIEGO

State

CA

Zip Code

92112

Foreign Country**Relationship**

N/A

Foundation Status

509(a)(2)

Purpose of grant/contribution

Giant Panda Field Study Program

Amount

6,000

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

0