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Form **990-PF**

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

OMB No 1545-0052

**2007**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 2007, or tax year beginning , and ending

☒ Check all that apply. ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS  
label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

Name of foundation

**Do Right Foundation**

Number and street (or P O box number if mail is not delivered to street address)

**2540 S. Maryland Pkwy #178**

Room/suite

City or town, state, and ZIP code

**Las Vegas****NV 89109**

A Employer identification number

**36-7160651**

B Telephone number (see page 10 of the instructions)

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 was terminated under section 507(b)(1)(B), check here ☐I Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationJ Accounting method ☒ Cash ☐ Accrual

Other (specify)

Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 3,819,120** (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 pg 11 of the instructions))

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

Revenue

- 1 Contributions, gifts, grants, etc., received (attach schedule)
- 2 Check ☒ if the foundation is not required to attach Sch. B
- 3 Interest on savings and temporary cash investments
- 4 Dividends and interest from securities
- 5a Gross rents
- b Net rental income or (loss)
- 6a Net gain or (loss) from sale of assets not on line 10
- b Gross sales price for all assets on line 6a **2,669,871**
- 7 Capital gain net income (from Part IV, line 2)
- 8 Net short-term capital gain
- 9 Income modifications
- 10a Gross sales less returns and allowances
- b Less Cost of goods sold
- c Gross profit or (loss) (attach schedule)
- 11 Other income (attach schedule)
- 12 Total. Add lines 1 through 11

**5****83,634****83,634****83,634****114,754****114,754****114,754****-42,876****2,669,871****0****0****0****0****0****0****0****155,517****198,388****198,388**

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule) **See Stmt 1**

b Accounting fees (attach schedule)

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see page 14 of the instructions) **Stmt 2**

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (att. sch.) **Stmt 3**

24 Total operating and administrative expenses.

Add lines 13 through 23

25 Contributions, gifts, grants paid

26 Total expenses and disbursements. Add lines 24 and 25

**451****451****451****6,084****6,084****6,084****8,446****8,331****8,331****115****19,690****19,575****19,575****115****207,000****19,575****19,575****207,000****226,690****19,575****19,575****207,115**

27 Subtract line 26 from line 12.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

c Adjusted net income (if negative, enter -0-)

**-71,173****178,813****178,813**

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2007)

DAA

SCANNED JUL 25 2011

Operating and Administrative Expenses

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing		<b>76,018</b>	<b>76,018</b>
	<b>2</b> Savings and temporary cash investments			
	<b>3</b> Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	<b>4</b> Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	<b>5</b> Grants receivable			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	<b>7</b> Other notes and loans receivable (att. schedule) ▶ Less: allowance for doubtful accounts ▶			
	<b>8</b> Inventories for sale or use			
	<b>9</b> Prepaid expenses and deferred charges			
	<b>10a</b> Investments—U.S. and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule)			
	<b>c</b> Investments—corporate bonds (attach schedule)			
	<b>11</b> Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	<b>12</b> Investments—mortgage loans			
	<b>13</b> Investments—other (attach schedule) <b>See Statement 4</b>	<b>4,398,499</b>	<b>4,104,522</b>	<b>3,743,102</b>
	<b>14</b> Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach sch.) ▶			
<b>15</b> Other assets (describe ▶ )				
<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	<b>4,398,499</b>	<b>4,180,540</b>	<b>3,819,120</b>	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses			
	<b>18</b> Grants payable			
	<b>19</b> Deferred revenue			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule)			
	<b>22</b> Other liabilities (describe ▶ )			
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22)	<b>0</b>	<b>0</b>	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted			
	<b>25</b> Temporarily restricted			
	<b>26</b> Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds			
	<b>28</b> Paid-in or capital surplus, or land, bldg., and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds	<b>4,398,499</b>	<b>4,180,540</b>		
<b>30</b> <b>Total net assets or fund balances</b> (see page 17 of the instructions)	<b>4,398,499</b>	<b>4,180,540</b>		
<b>31</b> <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	<b>4,398,499</b>	<b>4,180,540</b>		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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)	<b>1</b>	<b>4,398,499</b>
<b>2</b> Enter amount from Part I, line 27a	<b>2</b>	<b>-71,173</b>
<b>3</b> Other increases not included in line 2 (itemize) ▶	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3	<b>4</b>	<b>4,327,326</b>
<b>5</b> Decreases not included in line 2 (itemize) ▶	<b>5</b>	<b>146,786</b>
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	<b>6</b>	<b>4,180,540</b>

**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 Fidelity Investment	P	Various	Various
b Morgan Keegan & Company	P	Various	Various
c David A Noyes & Company	P	Various	Various
d Morgan Keegan			
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 519,170		598,288	-79,118
b 435,971		403,892	32,079
c 1,714,341		1,710,567	3,774
d 389			389
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			-79,118
b			32,079
c			3,774
d			389
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div>	2	-42,876
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 pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	<div style="border: 1px solid black; padding: 2px;">           If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)            If (loss), enter -0- in Part I, line 8         </div>	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

(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))
2006	167,200	4,298,185	0.038900
2005	153,271	3,903,445	0.039266
2004	189,089	3,893,435	0.048566
2003	243,140	3,862,386	0.062951
2002	183,268	3,728,774	0.049150

2 Total of line 1, column (d)	2	0.238833
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	0.047767
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5	4	4,043,171
5 Multiply line 4 by line 3	5	193,130
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,788
7 Add lines 5 and 6	7	194,918
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 on page 18	8	207,115

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

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter (attach copy of ruling letter if necessary—see instructions)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/>		<b>1</b> 1,788
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		<b>2</b> 0
<b>3</b> Add lines 1 and 2		<b>3</b> 1,788
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		<b>4</b> 0
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		<b>5</b> 1,788
<b>6</b> Credits/Payments.		
<b>a</b> 2007 estimated tax payments and 2006 overpayment credited to 2007	<b>6a</b> 4,814	
<b>b</b> Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b> Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d		<b>7</b> 4,814
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		<b>8</b> 21
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		<b>9</b>
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		<b>10</b> 3,005
<b>11</b> Enter the amount of line 10 to be: Credited to 2008 estimated tax <b>3,005</b> Refunded		<b>11</b>

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<b>X</b>
<b>b</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)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		<b>X</b>
<b>c</b> Did the foundation file Form 1120-POL for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <b>\$</b> (2) On foundation managers <b>\$</b>		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b>		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		<b>X</b>
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year?		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		<b>X</b>
<b>6</b> 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?	<b>X</b>	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <b>IL</b>		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	<b>X</b>	
<b>9</b> 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 2007 or the taxable year beginning in 2007 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

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

11a	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 page 20 of the instructions)	11a		X
b	If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a?	N/A	11b	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► **www.doright.org**

14 The books are in care of ► **James McCrink** Telephone no. ►

**2540 S. Maryland Pkwy #178**

Located at ► **Las Vegas, NV** ZIP+4 ► **89109**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► **15**

**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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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 2007?	N/A	1c
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 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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 page 22 of the instructions)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2007 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 2007.)	N/A	3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2007?		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 page 22 of the 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 page 22 of the instructions)? ☐ Yes ☒ No **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No **N/A**

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 you answered "Yes" to 6b, also file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No **N/A** **7b**

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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 page 23 of the 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
James E. McCrink	Trustee 20	0	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 **▶**

Form 990-PF (2007) **Do Right Foundation****36-7160651**Page **7****Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3** Five highest-paid independent contractors for professional services (see page 23 of the 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

**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 N/A	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments (see page 24 of the 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 page 24 of the instructions	
3	
Total. Add lines 1 through 3	

Form **990-PF** (2007)



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,066,733
<b>b</b>	Average of monthly cash balances	<b>1b</b>	38,009
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,104,742
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,104,742
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	61,571
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,043,171
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	202,159

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	202,159
<b>2a</b>	Tax on investment income for 2007 from Part VI, line 5	<b>2a</b>	1,788
<b>b</b>	Income tax for 2007. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,788
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	200,371
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	200,371
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	200,371

**Part XII Qualifying Distributions** (see page 26 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	207,115
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	207,115
<b>5</b>	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 page 26 of the instructions)	<b>5</b>	1,788
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	205,327

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
<b>1</b> Distributable amount for 2007 from Part XI, line 7				200,371
<b>2</b> Undistributed income, if any, as of the end of 2006				
<b>a</b> Enter amount for 2006 only			205,679	
<b>b</b> Total for prior years. 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2007				
<b>a</b> From 2002				
<b>b</b> From 2003				
<b>c</b> From 2004				
<b>d</b> From 2005				
<b>e</b> From 2006				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2007 from Part XII, line 4: ▶ \$ <u>207,115</u>				
<b>a</b> Applied to 2006, but not more than line 2a			205,679	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 27 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 27 of the instructions)				
<b>d</b> Applied to 2007 distributable amount				1,436
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2007 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
<b>e</b> Undistributed income for 2006. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008				198,935
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2003				
<b>b</b> Excess from 2004				
<b>c</b> Excess from 2005				
<b>d</b> Excess from 2006				
<b>e</b> Excess from 2007				

## DAA

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year <b>See Statement 5</b>				<b>207,000</b>
<b>Total</b>			<b>▶ 3a</b>	<b>207,000</b>
<b>b</b> Approved for future payment <b>N/A</b>				
<b>Total</b>			<b>▶ 3b</b>	



**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?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
- (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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 organization. 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

	Yes	No
1a(1)	X	
1a(2)	X	
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 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
N/A		

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

Signature of officer or trustee

Date \_\_\_\_\_

**Title**

**Sign Here**

**Paid  
Preparer's  
Use Only**

**Preparer's  
signature**

**Bruce R. Gardiner**

Date \_\_\_\_\_

12/11/08

Check if  
self-emp

► [View all articles on this topic](#)

Preparer's SSN or PTIN

(See Signature on page 30  
of the instructions )

P00287027

Firm's name (or yours if self-employed), address, and ZIP code

**Swan & Gardiner, CPA's, LLC**

9005 W. Sahara Ave

Las Vegas, NV 89117

**EIN ▶ 88-0384266**

Phone no **702-869-9700**

Form **990-PF** (2007)

# **Federal Statements**

## **Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Legal and Professional Fee	\$ 4,709	\$ 4,709	\$ 4,709	\$
Total	\$ 4,709	\$ 4,709	\$ 4,709	\$ 0

## **Statement 2 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Foreign Income Tax	\$ 1,154	\$ 1,154	\$ 1,154	\$
Excise Tax 06	4,930	4,930	4,930	
Total	\$ 6,084	\$ 6,084	\$ 6,084	\$ 0

## **Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
Dues and Subscriptions	115			115
Management Fees	8,331	8,331	8,331	
Total	\$ 8,446	\$ 8,331	\$ 8,331	\$ 115

**Federal Statements****Statement 4 - Form 990-PF, Part II, Line 13 - Other Investments**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
David A Noyes & Company	\$ 2,262,037	\$ 2,280,001	Cost	\$ 2,091,166
Morgan Keegan & Company	320,938	167,301	Cost	151,853
Fidelity Investment	1,815,524	1,657,220	Cost	1,500,083
Total	<u>\$ 4,398,499</u>	<u>\$ 4,104,522</u>		<u>\$ 3,743,102</u>



DOR004 Do Right Foundation  
36-7160651  
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## Federal Statements

### Statement 5 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the

Year

Name	Address	Relationship	Status	Purpose	Amount
Access Research Network	PO Box 38069				3,000
Colorado Springs CO	80937				
Advocates for Self Govern	213 South Erwin St				2,000
Cartersville GA	30120				
Alliance Defense Fund	PO Box 53007				5,000
Phoenix AZ	85072				
American Educational Trus	PO Box 53062				5,000
Washington DC	20009				
American Family Associati	PO Box 2440				1,000
Tupelo MS	38803				
Americans for Mddle East	475 Riverside Drive, Room				4,000
New York NY	10115-0245				
Answers in Genesis	P.O.Box 510				5,000
Hebron KY	41048				
Blue Sky Inn	1963 W.Cullom Ave #2				2,000
Chicago IL	60613				
Boston Cure Project	300 Fifth Ave				2,000
Waltham MA	02451				
C-FAM	Washington DC 20005				4,000
CNI Foundation (Council f	1250 4th St SW Suite WG-1				5,000
Washington DC	20024				
Counterpunch	PO Box 228				3,000
Petrolia CA	95558				
Discovery Institute	208 Columbia Street				1,000
Seattle WA	98104				
Electronic Frontier Found	454 Shortwell Street				3,000
San Francisco CA	94110-19				
Fidelity Charitable Gift	PO Box 770001				30,000
Cincinnati OH	45277				
F.I.R.E (Firefighters in	10120 W. Flamingo Road, S				4,000
Las Vegas NV	89147				
FIJA	PO Box 5570				5,000
Helena MT	59604				
Filmmakers Alliance	1030 W.Hillcrest Boulevard				10,000
Inglewood, CA	90301				

DOR004 Do Right Foundation  
36-7160651  
FYE: 12/31/2007

## Federal Statements

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### Statement 5 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
Flouride Action Network	82 Judson St				
Canton NY 13617					5,000
HHV-6 Foundation	277 Sanysidro Road				
Santa Barbara CA 93108					20,000
IDEA Center (Intelligent	P.O.Box 30066				
Seattle WA 98113					4,000
If Americans Knew	6312 SW Capitol Hwy, #163				
Portland OR 97239					10,000
ICR (Institute for Creati	PO Box 59029				
Dallas TX 75229					4,000
Legion for Survival of Fr	PO Box 2739				
Newport Beach CA 92659					8,000
Ludwig Von Mises Institut	518 West Magnolia Ave				
Auburn AL 36832					10,000
Nevada Paralyzed Veterans	PO Box 570475				
Las Vegas NV 89157					4,000
New Century Foundation	Dept A, PO Box 527				
Oakton VA 22124					7,000
PCRF (Palestine Chi	PO Box 1926				
Kent OH 44240					4,000
Randolf Bourne Institute	1017 El Camino Real #306				
Redwood City CA 94063					4,000
Roman Catholic Faithful	PO Box 109				
Petersburg IL 62675					8,000
Samaritan's Purse	PO Box 3000				
Boone NC 28607-3000					3,000
Sundt Memorial Foundation	7817 Ivanhoe Ave #304				
La Jolla CA 92037					2,000
Swank MS Foundation	PO Box 1658				
Beaverton OR 97075					5,000
USS Livery Veterans Asso	4994 Lower Roswell Rd. Su				
Marietta GA 30068					10,000
W.Edwards Deming Institut	PO Box 59511				
Potomac MD 20859-9511					5,000

## Federal Statements

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**Statement 5 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the**  
**Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
Total					207,000

# **DO RIGHT FOUNDATION**

## **First Amendment to Trust Agreement**

August 2<sup>nd</sup>, 2007

## **Do Right Foundation**

### **First Amendment to Trust Agreement**

On this 2<sup>nd</sup> day of August, 2007, I, JAMES E. McCRINK, presently residing in Las Vegas, Nevada, the Grantor and the Trustee under a Trust Agreement dated November 8, 1996 (the "Trust Agreement") for the establishment of a charitable trust known as the "DO RIGHT FOUNDATION" (the "Foundation"), do hereby amend the Trust Agreement pursuant to the limited power to amend reserved in Section 17 thereof. This amendment shall be effective immediately when signed and acknowledged. References in the first person singular (I, me, my, etc.) shall be considered as references to JAMES E. McCRINK in his capacity as Grantor.

The Trust will change its fiscal year end to December 31<sup>st</sup>, and the Trust Agreement is hereby amended as set forth below:

1. Paragraph 2(b) of the Trust Agreement is amended to read in its entirety as follows:

(b) This trust shall be terminated as soon as is practicable following my death. Upon termination, the trustee shall distribute as soon as is practical the remaining principal of the trust property and all accrued or undistributed income thereof exclusively to THE SALVATION ARMY, an organization classified by the Internal Revenue Service as exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3). Provided however, if THE SALVATION ARMY does not then exist and has no legally designated successor, or if it is not then classified by the Internal Revenue Service as exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3) or the corresponding provisions of any future Internal Revenue law, then the trustee shall distribute the remaining principal of the trust property and all accrued or undistributed income thereof exclusively to such one or more organizations exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3) as the trustee shall decide.

2. Paragraph 12 of the Trust Agreement, captioned "Trustee Resignation", is amended to read in its entirety as follows:

12. Trustee Resignation. A trustee may resign at any time by written notice to such trustee's co-trustee or co-trustees, if any, to such trustee's successor or successors named or designated in the manner provided below, if any, and to me if then living, otherwise to my brother Charles T. McCrink, if living, but if he is also not then living, then to my friend and business associate Kelly P. Campbell, but if he is also not then living, then each of my adult descendants who then is living.

3. Paragraph 13 of the Trust Agreement, captioned "Trustee Succession and Appointment", is amended to read in its entirety as follows:

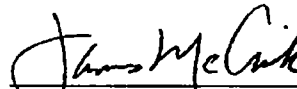
13. Trustee Succession and Appointment. When I cease to act as trustee, by reason of my death, disability or written resignation, then my brother Charles T. McCrink shall become and be trustee hereunder without the execution of any document. If my said brother fails or also ceases to act as trustee, then my friend and business associate Kelly P. Campbell shall become and be trustee hereunder without the execution of any document. If both Charles T. McCrink and Kelly P. Campbell fail or also cease to act as trustee and no further successor has been designated as provided below, then I, if legally competent, otherwise my brother Charles T. McCrink if legally competent, and otherwise the majority of my adult descendants who are legally competent, may appoint a successor to fill any further vacancy in the office of trustee by written instrument delivered to the person or corporation appointed. I, if legally competent, otherwise each acting trustee, by revocable writing filed with the trustee or with the trust records, as the case may be, (a) may designate one or more persons or organizations to act as successor or successors to him or her, such successor or successors to act immediately, prospectively, or successively, (b) may specify the time during which and the order in which each such successor shall act and (c) may provide that each successor trustee may designate further successors to himself or to herself. If more than one such writing is filed with the trustee or with the trust records, then the last writing so filed shall supersede all inconsistent provisions in a prior writing filed by that person or entity, but no writing so filed may supersede an effective designation made by a prior

acting trustee or trustees or under the previous provisions of this paragraph.  
Unless otherwise provided by the terms of his or her designation, each  
trustee shall act as long as he or she is legally competent and willing to act.

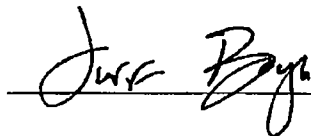
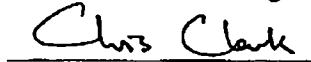
4. In all other respects, I hereby ratify, confirm and republish the Trust  
Agreement, as amended by this First Amendment.

Executed as of the date first written above.

GRANTOR AND TRUSTEE

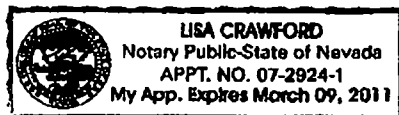
  
JAMES E. McCRINK

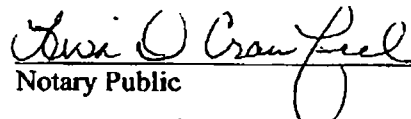
WITNESSES:

STATE OF Nevada :  
COUNTY OF Clark :

The foregoing instrument was acknowledged, subscribed and sworn to before me  
by JAMES E. McCRINK, who is personally known to me or has produced adequate  
identification, and who acknowledged to me that he executed the same for the purposes  
therein expressed, on this 2nd day of August, 2007.



  
Notary Public  
Lisa D. Crawford  
Printed Name

My Commission Expires: March 9, 2011

# **DO RIGHT FOUNDATION**

## **Second Amendment to Trust Agreement**

On this 20<sup>th</sup> day of December, 2007, I, JAMES E. McCRINK, presently residing in Las Vegas, Nevada, the Grantor and the Trustee under a Trust Agreement dated November 8, 1996 and amended by a First Amendment dated August 2, 2007 (the "Trust Agreement") for the establishment of a charitable trust known as the "DO RIGHT FOUNDATION" (the "Foundation"), do hereby amend the Trust Agreement pursuant to the limited power to amend reserved in Section 17 thereof. This amendment shall be effective immediately when signed and acknowledged. References in the first person singular (I, me, my, etc.) shall be considered as references to JAMES E. McCRINK in his capacity as Grantor.

The Trust Agreement is hereby amended as set forth below:

1. Paragraph 2(b) of the Trust Agreement is amended to read in its entirety as follows:

(b) This trust shall be terminated as soon as is practical following my death. Following my death, the trustee shall pay (or make provision for payment of) any liabilities or obligations of this trust. Then, the trustee shall identify those charitable beneficiaries (i) to which this trust



made grants during the period of twenty-four months preceding the date of my death, and (ii) which are organizations exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3), and which have been classified as publicly supported charitable organizations for a continuous period of at least sixty months prior to my death and are still so classified. Such organizations are referred to herein as "Recent Charitable Grantees". Then, the trustee shall distribute as soon as is practical the net remaining principal of the trust property and all accrued or undistributed income thereof (collectively referred to as the "remaining trust balance") as follows: (a) no less than 51% nor more than 100% (in the trustee's sole discretion) of the remaining trust balance to the Recent Charitable Grantees, in the same proportion as grants were paid to those beneficiaries by this trust within the said twenty-four month time period, and (b) the rest of the remaining trust balance (if any) to THE SALVATION ARMY, an organization classified by the Internal Revenue Service as exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3). I intend that the trustee shall have absolute discretion to determine how much of the remaining trust balance (within the range of 51% and 100%) shall pass to the Recent Charitable Grantees and how much (if anything) shall pass to THE SALVATION ARMY, and the trustee's decision within those parameters shall be final and binding, and shall not be subject to challenge. Provided, however, if there are no then-existing organizations that qualify as Recent Charitable Grantees, the trustee shall distribute all of the remaining trust balance to THE SALVATION ARMY, an organization classified by the Internal Revenue Service as exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3). Provided, further, that if THE SALVATION ARMY does not then exist and has no legally designated successor, or if it is not then classified by the Internal Revenue Service as exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3) or the corresponding provisions of any future Internal Revenue law, then the trustee shall distribute 100% of the remaining trust balance to the Recent Charitable Grantees in the proportions described above; but if there are no then-existing organizations that qualify as Recent Charitable Grantees, then the trustee shall distribute the remaining trust balance to one

or more organizations exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3) as the trustee shall decide provided that such organizations shall have been classified as publicly supported charitable organizations for a continuous period of at least sixty months prior to the date of distribution.

2. Paragraph 8(n) of the Trust Agreement has been added to read as follows:

(n) As provided herein, and subject to the requirements of Internal Revenue Code Sections 4943 and 4944, the Trustee has the power to invest and reinvest in assets of any kind located worldwide.

3. Paragraph 12 of the Trust Agreement, captioned "Trustee Resignation", is amended to read in its entirety as follows:

12. Trustee Resignation. A trustee may resign at any time by written notice to such trustee's co-trustee or co-trustees, if any, to such trustee's successor or successors named or designated in the manner provided below, if any, and to me if then living, otherwise to my friend and business associate KELLY P. CAMPBELL, if living, but if he is also not then living, then to my brother CHARLES T. McCRINK, but if he is also not then living, then each of my adult descendants who then is living.

4. Paragraph 13 of the Trust Agreement, captioned "Trustee Succession and Appointment", is amended to read in its entirety as follows:

13. Trustee Succession and Appointment. When I cease to act as trustee, by reason of my death, disability or written resignation, then my friend and business associate KELLY P. CAMPBELL shall become and be trustee hereunder without the execution of any document. If KELLY P.

CAMPBELL fails or also ceases to act as trustee, then my brother CHARLES T. McCRINK shall become and be trustee hereunder without the execution of any document. If both KELLY P. CAMPBELL and CHARLES T. McCRINK fail or also cease to act as trustee and no further successor has been designated as provided below, then I, if legally competent, otherwise my friend KELLY P. CAMPBELL if legally competent, and otherwise the majority of my adult descendants who are legally competent, may appoint a successor to fill any further vacancy in the office of trustee by written instrument delivered to the person or corporation appointed. I, if legally competent, otherwise each acting trustee, by revocable writing filed with the trustee or with the trust records, as the case may be, (a) may designate one or more persons or organizations to act as successor or successors to him or her, such successor or successors to act immediately, prospectively, or successively, (b) may specify the time during which and the order in which each such successor shall act and (c) may provide that each successor trustee may designate further successors to himself or to herself. If more than one such writing is filed with the trustee or with the trust records, then the last writing so filed shall supersede all inconsistent provisions in a prior writing filed by that person or entity, but no writing so filed may supersede an effective designation made by a prior acting trustee or trustees or under the previous provisions of this paragraph. Unless otherwise provided by the terms of his or her designation, each trustee shall act as long as he or she is legally competent and willing to act.

5. In all other respects, I hereby ratify, confirm and republish the Trust Agreement, as amended by this Second Amendment.

[The remainder of this page is intentionally left blank]

Executed as of the date first written above.

GRANTOR AND TRUSTEE

James E. McCrink  
JAMES E. McCRINK

WITNESSES:

Raymond Williams  
(Raymond Williams)

DO SHANGHWESEI

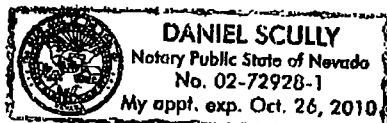
STATE OF NEVADA :  
COUNTY OF CLARK :

The foregoing instrument was acknowledged, subscribed and sworn to before me by JAMES E. McCRINK, who is personally known to me or has produced adequate identification, and who acknowledged to me that he executed the same for the purposes therein expressed, on this 20<sup>TH</sup> day of December, 2007.

Daniel Scully  
Notary Public

DANIEL SCULLY  
Printed Name

My Commission Expires:



# **DO RIGHT FOUNDATION**

## **Third Amendment to Trust Agreement**

On this 28<sup>th</sup> day of August, 2008, I, JAMES E. McCRINK, presently residing in Las Vegas, Nevada, the Grantor and the Trustee under a Trust Agreement dated November 8, 1996 and amended by a First Amendment dated August 2, 2007 and amended again by a Second Amendment dated September 20, 2007 (the "Trust Agreement") for the establishment of a charitable trust known as the "DO RIGHT FOUNDATION" (the "Foundation"), do hereby amend the Trust Agreement pursuant to the limited power to amend reserved in Section 17 thereof. This amendment shall be effective immediately when signed and acknowledged. References in the first person singular (I, me, my, etc ) shall be considered as references to JAMES E. McCRINK in his capacity as Grantor.

The Trust Agreement is hereby amended as set forth below:

I Paragraph 2(b) of the Trust Agreement is amended to read in its entirety as follows

(b) This trust shall be terminated as soon as is practical following the Trustor's death. Following the Trustor's death, the trustee shall pay (or make provision for payment of) any liabilities or obligations of this trust. Then, the trustee shall identify those charitable beneficiaries (i) to which the DO RIGHT FOUNDATION

and the HELPING HAND FUND (a Donor Advised Fund currently held with Fidelity Investments and/or the San Diego Foundation) made a grant at least once during the period of twelve months preceding the date of my death and at least three times during the period of forty-eight months preceding the date of the Trustor's death, and (ii) which are organizations exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3), and which have been classified as publicly supported charitable organizations for a continuous period of at least sixty months prior to the Trustor's death and are still so classified. Such organizations are referred to herein as "Recent Charitable Grantees". Provided, however, donations or grants from the DO RIGHT FOUNDATION to the HELPING HAND FUND shall not be included in the above-referenced formula identifying the Recent Charitable Grantees. Then, the trustee shall distribute as soon as is practical the net remaining principal of the trust property and all accrued or undistributed income thereof (collectively referred to as the "remaining trust balance") to the Recent Charitable Grantees, in the same proportion as grants were paid to those beneficiaries by the DO RIGHT FOUNDATION and the HELPING HAND FUND within the said twelve and forty-eight month time periods in (i), and (ii) above. The Trustor intends that the trustee shall have absolute discretion to determine how much of the remaining trust share balance shall pass to each of the Recent Charitable Grantees within those parameters and the trustee's decision shall be final and binding, and shall not be subject to challenge. Provided, however, if there are no then-existing organizations that qualify as Recent Charitable Grantees, the trustee shall distribute all of the remaining trust share balance to THE SALVATION ARMY, an organization classified by the Internal Revenue Service as exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3). Provided, further, that if THE SALVATION ARMY does not then exist and has no legally designated successor, or if it is not then classified by the Internal Revenue Service as exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3) or the corresponding provisions of any future Internal Revenue law, then the trustee shall distribute 100% of the remaining trust share balance to one or more organizations exempt from federal income taxation under Internal Revenue Code Section 501(a) as an organization described in Internal Revenue Code Section 501(c)(3), as the trustee shall decide provided that such organizations shall have been classified as publicly supported charitable organizations for a continuous period of at least sixty months prior to the date of distribution.

2. In all other respects, the Trustor hereby ratifies, confirms and republishes the Trust Agreement, as amended by this Third Amendment

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Executed as of the date first written above.

GRANTOR AND TRUSTEE

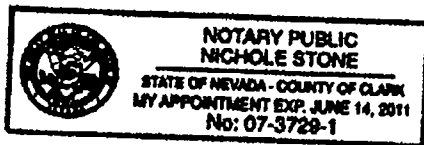
James E. McCrink  
JAMES E. McCRINK

WITNESSES:

Jack B. B.  
Ann O. Crawford

STATE OF NEVADA:  
COUNTY OF CLARK:

The foregoing instrument was acknowledged, subscribed and sworn to before me by JAMES E. McCRINK, who is personally known to me or has produced adequate identification, and who acknowledged to me that he executed the same for the purposes therein expressed, on this 28 day of August, 2008.



Nichole Stone  
Notary Public

Nichole Stone  
Printed Name

My Commission Expires: