Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning DEC 1, 2008 , and ending NOV 30, 2009

G 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
THE WUNDERKINDER FOUNDATION
C/O BRESLAUER RUTMAN & ANDERSON, LLC

Number and street (or P O box number if mail is not delivered to street address): 11400 W. OLYMPIC BLVD.
Room/suite: 550

City or town, state, and ZIP code: LOS ANGELES, CA 90064-1551

A Employer identification number: 95-4016320

B Telephone number: (310)481-3513

C If exemption application is pending, check here ▶☐

D 1. Foreign organizations, check here ▶☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 14,907,078.

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(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	1,452,342.			
	2 Check ▶☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,334.	1,334.		Statement 2
	4 Dividends and interest from securities	68,208.	68,208.		Statement 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-5,570,649.			Statement 1
	b Gross sales price for all assets on line 6a 96,095,069.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	-4,048,765.	69,542.	0.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 4	3,190.	0.	0.	0.
	b Accounting fees Stmt 5	13,630.	0.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 6	235.	0.	0.	0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	17,055.	0.	0.	0.
	25 Contributions, gifts, grants paid	37,520,231.			37,520,231.
	26 **Total expenses and disbursements.** Add lines 24 and 25	37,537,286.	0.	0.	37,520,231.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-41,586,051.			
	b **Net investment income** (if negative, enter -0-)		69,542.		
	c **Adjusted net income** (if negative, enter -0-)			0.	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	4,306,264.	1,870,958.	1,870,959.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 8	25,594,113.	12,943,525.	13,036,119.
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 9	26,000,000.	0.	0.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ Statement 10)	23,334,051.	22,833,894.	0.
	16 **Total assets** (to be completed by all filers)	79,234,428.	37,648,377.	14,907,078.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	79,234,428.	37,648,377.	
	30 **Total net assets or fund balances**	79,234,428.	37,648,377.	
	31 **Total liabilities and net assets/fund balances**	79,234,428.	37,648,377.	

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	79,234,428.
2	Enter amount from Part I, line 27a	2	-41,586,051.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	37,648,377.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	37,648,377.

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				
b	See Attached Statement			
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				
b				
c				
d				
e	96,095,069.		101,665,718.	-5,570,649.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				-5,570,649.

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 -5,570,649.

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). If (loss), enter -0- in Part I, line 8 } 3 N/A

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 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))
2007	10,337,832.	56,603,087.	.182637
2006	8,624,506.	50,744,069.	.169961
2005	5,215,016.	13,481,156.	.386837
2004	10,700,123.	17,505,427.	.611246
2003	407,897.	14,455,072.	.028218

2	**Total** of line 1, column (d)	2	1.378899
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	.275780
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	18,484,396.
5	Multiply line 4 by line 3	5	5,097,627.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	695.
7	Add lines 5 and 6	7	5,098,322.
8	Enter qualifying distributions from Part XII, line 4	8	37,520,231.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling letter: ______ (attach copy of ruling letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	695.
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	695.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	695.
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a 124,015.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	124,015.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	123,320.
11 Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶	2,500. Refunded ▶	11	120,820.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BRESLAUER RUTMAN & ANDERSON, LLC Telephone no. ▶ (310) 481-3513
Located at ▶ 11400 W. OLYMPIC BLVD.,STE. 550, LOS ANGELES, CA ZIP+4 ▶ 90064-1551

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 | N/A

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?	☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?		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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	☐ Yes ☒ No			
If "Yes," list the years ▶ ____, ____, ____, ____				
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.)	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. ▶ ____, ____, ____, ____				
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2008 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 2008.)*	N/A	3b		
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 2008?		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)? ☐ 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)? 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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
GERALD BRESLAUER 11400 W. OLYMPIC BLVD.,STE. 550 LOS ANGELES, CA 90064	PRES, DIRECT. 0.50	0.	0.	0.
MICHAEL RUTMAN 11400 W. OLYMPIC BLVD., STE. 550 LOS ANGELES, CA 90064	SEC,TREAS,DIR 0.50	0.	0.	0.
TAMMY ANDERSON 11400 W. OLYMPIC BLVD., STE. 550 LOS ANGELES, CA 90064	ASST. SECRETARY 0.50	0.	0.	0.
BRUCE RAMER 132 SOUTH RODEO DR., BEVERLY HILLS, CA 90210	DIRECTOR 0.50	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

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

Part IX-B **Summary of Program-Related Investments**

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

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	15,441,068.
b	Average of monthly cash balances	1b	3,324,816.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	18,765,884.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	18,765,884.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	281,488.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,484,396.
6	**Minimum investment return.** Enter 5% of line 5	6	924,220.

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	924,220.
2a	Tax on investment income for 2008 from Part VI, line 5 — 2a: 695.		
b	Income tax for 2008. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	695.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	923,525.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	923,525.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	923,525.

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	37,520,231.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	37,520,231.
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	5	695.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	37,519,536.

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				923,525.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003 — 11,790.				
b From 2004 — 9,876,708.				
c From 2005 — 4,581,385.				
d From 2006 — 7,021,664.				
e From 2007 — 8,292,380.				
f Total of lines 3a through e	29,783,927.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 37,520,231.				
a Applied to 2007, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				923,525.
e Remaining amount distributed out of corpus	36,596,706.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	66,380,633.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	11,790.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	66,368,843.			
10 Analysis of line 9:				
a Excess from 2004 — 9,876,708.				
b Excess from 2005 — 4,581,385.				
c Excess from 2006 — 7,021,664.				
d Excess from 2007 — 8,292,380.				
e Excess from 2008 — 36,596,706.				

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 2008, 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	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
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					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see the 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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT A ATTACHED				37520231.
Total			▶ 3a	37520231.
b *Approved for future payment*				
SEE STATEMENT B ATTACHED				10700000.
Total			▶ 3b	10700000.

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
	(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	1,334.	
4 Dividends and interest from securities			14	68,208.	
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			14	-5,570,649.	
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.		-5,501,107.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -5,501,107.

(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).
	N/A

823621
01-02-09

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		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
		N/A	

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		

Sign Here

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

Signature of officer or trustee — Date: 9/23/2010 — Title: President

Paid Preparer's Use Only

Preparer's signature	Date 9/23/2010	Check if self-employed ☐ / Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	BRESLAUER RUTMAN& ANDERSON, LLC 11400 W. OLYMPIC BLVD., STE 550 LOS ANGELES, CA 90064-1551	EIN ▶ Phone no. (310)481-3513

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

2008

Name of the organization
THE WUNDERKINDER FOUNDATION
C/O BRESLAUER RUTMAN & ANDERSON, LLC

Employer identification number
95-4016320

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	[X] 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

[X] For organizations 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 Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/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 Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests 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 Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate 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. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA **For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. These instructions will be issued separately.**

Name of organization
THE WUNDERKINDER FOUNDATION
C/O BRESLAUER RUTMAN & ANDERSON, LLC

Employer identification number
95-4016320

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SAM TRUST 11400 W. OLYMPIC BLVD., SUITE 550 LOS ANGELES, CA 90064-1551	$ 11,971.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	SAM TRUST 11400 W. OLYMPIC BLVD., SUITE 550 LOS ANGELES, CA 90064-1551	$ 11,953.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
3	COPERNICUS INVESTMENTS, LLC 11400 W. OLYMPIC BLVD., SUITE 550 LOS ANGELES, CA 90064-1551	$ 390,908.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
4		$	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization
THE WUNDERKINDER FOUNDATION
C/O BRESLAUER RUTMAN & ANDERSON, LLC

Employer identification number
95-4016320

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	7,773 SHARES, INTERNET BRANDS, INC, COMMON STOCK	$ 57,520.	09/25/09
2	7,762 SHARES, INTERNET BRANDS, INC. COMMON STOCK	$ 58,293.	11/13/09
3	67,098 SHARES, SAPIENT CORPORATION, COMMON STOCK	$ 474,383.	11/13/09
		$	
		$	
		$	

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	7773 SHARES INTERNET BRANDS INC.	P	02/25/99	09/25/09
b	7762 SHARES INTERNET BRANDS INC	P	02/25/99	11/13/09
c	67098 SHARES SAPIENT CORPORATION	P	12/25/06	11/13/09
d	US TREASURY BILL	P	12/12/08	12/18/08
e	US TREASURY BILL	P	12/18/08	01/08/09
f	US TREASURY BILL	P	01/08/09	01/15/09
g	US TREASURY BILL	P	10/08/09	11/05/09
h	INSTITUTIONAL DIVERSIFIED ARB	P	12/14/07	01/22/09
i	INSTITUTIONAL DIVERSIFIED ARB	P	07/02/08	06/29/09
j				
k				
l				
m				
n				
o				

	(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	56,441.		11,970.	44,471.
b	57,389.		11,953.	45,436.
c	472,888.		390,908.	81,980.
d	24,500,000.		24,500,057.	-57.
e	24,500,000.		24,500,486.	-486.
f	19,750,000.		19,750,192.	-192.
g	6,500,000.		6,500,152.	-152.
h	15,583,347.		20,000,000.	-4,416,653.
i	4,675,004.		6,000,000.	-1,324,996.
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				44,471.
b				45,436.
c				81,980.
d				-57.
e				-486.
f				-192.
g				-152.
h				-4,416,653.
i				-1,324,996.
j				
k				
l				
m				
n				
o				

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	-5,570,649.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

823591
04-25-08

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
7773 SHARES INTERNET BRANDS INC.	Purchased	02/25/99	09/25/09

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
56,441.	11,970.	0.	0.	44,471.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
7762 SHARES INTERNET BRANDS INC	Purchased	02/25/99	11/13/09

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
57,389.	11,953.	0.	0.	45,436.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
67098 SHARES SAPIENT CORPORATION	Purchased	12/25/06	11/13/09

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
472,888.	390,908.	0.	0.	81,980.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
US TREASURY BILL	Purchased	12/12/08	12/18/08

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
24,500,000.	24,500,057.	0.	0.	-57.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
US TREASURY BILL	Purchased	12/18/08	01/08/09

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
24,500,000.	24,500,486.	0.	0.	-486.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
US TREASURY BILL	Purchased	01/08/09	01/15/09

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
19,750,000.	19,750,192.	0.	0.	-192.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
US TREASURY BILL	Purchased	10/08/09	11/05/09

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
6,500,000.	6,500,152.	0.	0.	-152.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
INSTITUTIONAL DIVERSIFIED ARB	Purchased	12/14/07	01/22/09

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
15,583,347.	20,000,000.	0.	0.	-4,416,653.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
INSTITUTIONAL DIVERSIFIED ARB	Purchased	07/02/08	06/29/09

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
4,675,004.	6,000,000.	0.	0.	-1,324,996.

Capital Gains Dividends from Part IV	0.
Total to Form 990-PF, Part I, line 6a	-5,570,649.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 2

Source	Amount
DREYFUS GOV'T PRIME MMF	1,185.
GOLDMAN SACHS BNK	29.
MORGAN STANLEY - CREDIT INTEREST	120.
Total to Form 990-PF, Part I, line 3, Column A	1,334.

Form 990-PF Dividends and Interest from Securities Statement 3

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
COMERICA BANK	524.	0.	524.
COMERICA BANK - US TREASURY BILLS	17,581.	0.	17,581.
MORGAN STANLEY - US TREASURY BILLS	1,048.	0.	1,048.
US TREASURY STRIPS	49,055.	0.	49,055.
Total to Fm 990-PF, Part I, ln 4	68,208.	0.	68,208.

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	3,190.	0.	0.	0.
To Fm 990-PF, Pg 1, ln 16a	3,190.	0.	0.	0.

Form 990-PF Accounting Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CERTIFIED AUDIT	13,630.	0.	0.	0.
To Form 990-PF, Pg 1, ln 16b	13,630.	0.	0.	0.

Form 990-PF	Other Expenses	Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CA FILING FEE	10.	0.	0.	0.
ANNUAL REGISTRATION FEE	225.	0.	0.	0.
To Form 990-PF, Pg 1, ln 23	235.	0.	0.	0.

Footnotes	Statement 7

LOSSES ASSOCIATED WITH B. MADOFF PONZI SCHEME

WUNDERKINDER FOUNDATION DISCOVERED ON DECEMBER 11, 2008 THAT INVESTMENTS IT MADE WITH B. MADOFF SECURITIES WAS PART OF A PONZI SCHEME. $4,168,281 IN INCOME REPORTED IN PREVIOUS YEARS WAS NON-EXISTENT AND THE FOUNDATION IS PLANNING TO FILE AMENDED RETURNS TO RECOVER TAXES PAID ON THAT INVESTMENT INCOME. TAX YEAR ENDED 11/30/04 IS CLOSED BY STATUTE. ACCORDINGLY $333,894 IN INCOME EARNED THAT YEAR TOGETHER WITH THE ORIGINAL NET INVESTMENT IN THE AMOUNT OF $23,000,000 LESS $500,000 RECOVERED FROM THE SIPC IN 2009 IS SHOWN ON THE BALANCE SHEET AS AN ASSET.

Form 990-PF U.S. and State/City Government Obligations Statement 8

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
U.S. TREASURY STRIPS	X		493,751.	586,443.
U.S. TREASURY BILLS	X		12,449,774.	12,449,676.
Total U.S. Government Obligations			12,943,525.	13,036,119.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			12,943,525.	13,036,119.

Form 990-PF Other Investments Statement 9

Description	Valuation Method	Book Value	Fair Market Value
PARTNERSHIP INVESTMENT	COST	0.	0.
Total to Form 990-PF, Part II, line 13		0.	0.

Form 990-PF Other Assets Statement 10

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
INTEREST RECEIVABLE	157.	0.	0.
ASSETS INVESTED WITH B. MADOFF SECURITIES LLC - SEE STATEMENT 7 ATTACHED	23,333,894.	22,833,894.	0.
To Form 990-PF, Part II, line 15	23,334,051.	22,833,894.	0.

WUNDERKINDER FOUNDATION				11/30/2009
FORM 990-PF, PART XV, LINE 3				
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR				
Recipient Name and address	Relationship If Recipient Is An Individual	Foundation Status or Recipient	Purpose of Contribution	Amount
ACLU FOUNDATION OF SOUTHERN CALIFORNIA		501(c)(3)	Support for the poor	25,000
1313 West 8th Street Los Angeles, CA 90017				
AMERICAN FILM INSTITUTE		501(c)(3)	Educational	50,000
2021 N. Western Avenue, Los Angeles, CA 90027				
AMERICAN MUSEUM OF NATURAL HISTORY		501(c)(3)	Educational	25,000
Central Park West at 79th Street, New York, NY 10024-5192				
amFAR - THE FOUNDATION FOR AIDS RESEARCH		501(c)(3)	Aids Research	50,000
120 Wall Street 13th Floor New York, NY 10005				
AQUATIC ADVENTURES SICIENCE EDUCTATION FOUNDATION		501(c)(3)	Educational	2,500
2211 Pacific Beach Drive Suite A San Diego, CA 92109				
BAIS BEZALEL		501(c)(3)	Religious	40,000
8850 W. Pico Blvd., Los Angeles, CA 90035				
BOYS & GIRLS CLUB OF SANTA MONICA		501(c)(3)	Educational	7,500
1238 Lincoln Blvd. Santa Monica, CA 90401				
BABY BUGGY, INC.		501(c)(3)	Educational	12,500
306 W 37th Street 8th Floor New York, NY 10018				
CALIFORNIA STATE UNIVERSITY, LONG BEACH		501(c)(3)	Educational	388,000
1250 N Bellflower Blvd , Long Beach, CA 90840				
CEDARS-SINAI MEDICAL CENTER		501(c)(3)	Medical Research	500,000
P O Box 48750, Room 2416, Los Angeles, CA 90048				
CHADDOCK SCHOOL		501(c)(3)	Educational	1,120,000
205 South 24th Street Quincy, IL 62301				
CHILDREN'S ACTION NETWORK		501(c)(3)	Educational	6,000
10951 West Pico Blvd , Ste 206, Los Angeles, CA 90064				
CHILDREN'S HOSPITAL LOS ANGELES		501(c)(3)	Medical Reserarch	12,500
4650 Sunset Blvd Los Angeles, CA 90027				
CITY YEAR, INC.		501(c)(3)	Educational	1,300,000
606 Olive St 2nd Floor Los Angeles, CA 90014				
CYSTIC FIBROSIS FOUNDATION		501(c)(3)	Medical	5,000
6420 Wilshire Blvd 1st Floor Los Angeles, CA 90048				
DOCTORS WITHOUT BORDERS		501(c)(3)	Support for the poor	25,000
333 7th Avenue, 2nd Floor, New York, NY 10001-5004				
DONORSCHOOSE INC.		501(c)(3)	Educational	25,000
c/o Bob Daly, 10877 Wilshire Blvd., Suite 610, Los Angeles, CA				
EAST HAMPTON DAY CARE CENTER		501(c)(3)	Educational	10,000
PO Box 63 Gingerbread Lane Extension East Hampton, NY 11937				
EAST HAMPTON LIBRARY		501(c)(3)	Educational	10,000
159 Main Street East Hampton, NY 19937				
EDGEMAR CENTER FOR THE ARTS		501(c)(3)	Support for the Arts	10,000
2437 Main Street, Santa Monica, CA 90405				
FEMINIST MAJORITY FOUNDATION		501(c)(3)	Educational	5,000
433 South Beverly Drive, Beverly Hills, CA 90212				
FREEPLAY FOUNDATION USA		501(c)(3)	Educational	12,500
c/o Ubuntu Education Fund 32 Broadway, Ste 414 New York, NY 10004				

STATEMENT A

WUNDERKINDER FOUNDATION				11/30/2009
FORM 990-PF, PART XV, LINE 3				
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR				
Recipient Name and address	Relationship If Recipient Is An Individual	Foundation Status or Recipient	Purpose of Contribution	Amount
FRESH AIR FUND		501(c)(3)	Educational	5,000
633 Third Avenue New York, NY 10017				
GEFFEN PLAYHOUSE		501(c)(3)	Arts	25,000
10886 Le Conte Avenue, Los Angeles, CA 90024				
HEAL THE BAY		501(c)(3)	Preservation of Environment	3,334
1444 9th Street Santa Monica, CA 90401				
HEALTHY CHILD HEALTHY WORLD		501(c)(3)	Educational	20,000
12300 Wilshire Blvd. Suite 320 Los Angeles, CA 90025				
HUMAN RIGHTS WATCH		501(c)(3)	Educational	400,000
350 5th Avenue, 34th Floor, New York, NY 10118				
INNER CITY FILMMAKERS		501(c)(3)	Educational	10,000
3000 W Olympic Bvd., Santa Monica, CA 90404				
KECK SCHOOL OF MEDICINE		501(c)(3)	Educational	2,500,000
1975 Zonal Ave. Keith Admin 500 Los Angeles, CA 90033				
LIGHTHOUSE INTERNATIONAL		501(c)(3)	Educational	10,000
111 East 59th Street New York, NY 10022				
LOS ANGELES MUSEUM OF THE HOLOCAUST		501(c)(3)	Educational	5,000
6435 Wilshire Blvd Ste. 303 Los Angeles, CA 90048				
MARLBOROUGH SCHOOL		501(c)(3)	Educational	1,002,500
250 S. Rossmore Avenue, Los Angeles, CA 90004				
MOTION PICTURE & TELEVISION FUND		501(c)(3)	Support for the poor	100,000
23388 Mulholland Dr Ste. 220 Woodland Hills, CA 91364				
NATIONAL PARK FOUNDATION		501(c)(3)	Educational	5,000
1201 Eye Street NW Suite 550B Washinton, DC 20005				
NEW VISIONS FOUNDATION		501(c)(3)	Educational	666,667
3131 Olympic Blvd , Santa Monica, CA 90404				
NEW YORK RESTORATION PROJECT		501(c)(3)	Educational	15,000
254 West 31st Street, New York, NY 10001				
NEW YORK SHAKESPEARE FESTIVAL		501(c)(3)	Support for the Artss	25,000
425 Lafayette Street New York, NY 10003				
NORMAN ROCKWELL MUSEUM		501(c)(3)	Educational	120,000
9 Glendale Road, Stockbridge, MA 01262				
OCEANA		501(c)(3)	Environment	25,000
1350 Connecticut Avenue NW, 5th Floor, Washington, DC 20036				
PARA LOS NINOS		501(c)(3)	Educational	50,000
500 Lucas Ave. Los Angeles, CA 90017				
PARK CENTURY SCHOOL		501(c)(3)	Educational	1,000,000
3939 Landmark Street Culver City, CA 90232				
PEER HEALTH EXCHANGE		501(c)(3)	Medical	5,000
545 Sansome St Ste 900 San Francisco, CA 94111				
PLANNED PARENTHOOD HUDSON PECONIC		501(c)(3)	Educational	5,000
70 Maple Avenue, Smithtown, NY 11787				
PLANNED PARENTHOOD LOS ANGELES		501(c)(3)	Educational	175,000
1920 Marengo St , Los Angeles, CA 90033				

STATEMENT A

WUNDERKINDER FOUNDATION				11/30/2009
FORM 990-PF, PART XV, LINE 3				
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR				
Recipient Name and address	Relationship If Recipient Is An Individual	Foundation Status or Recipient	Purpose of Contribution	Amount
POMONA COLLEGE		501(c)(3)	Educational	250,000
550 North College Ave. Claremont, CA 91711				
RETREAT DOMESTIC VIOLENCE SERVICES		501(c)(3)	Educational	10,000
13 Goodfriend Dr., East Hampton, NY 11937				
RIGHTEOUS PERSONS FOUNDATION		501(c)(3)	Educational	5,245,030.20
11400 W. Olympic Blvd., Ste. 550, Los Angeles, CA 90064				
SAVE A BRAIN FOUNDATION		501(c)(3)	Medical Research	10,000
33 West End Avenue Ste. 15A New York, NY 10023				
SCHOOL ON WHEELS		501(c)(3)	Educational	17,500
28128 Pacific Coast Highway #192 Malibu, CA 90265				
SOUTHAMPTON HOSPITAL		501(c)(3)	Medical	10,000
240 Meetinghouse Lane Southampton, NY 11968				
STRONGHEART GROUP		501(c)(3)	Educational	1,000
1410 Lakeway Drive Austin, TX 78734				
TEMPLE EMMANUEL		501(c)(3)	Religious	180,000
8844 Burton Way, Bevely Hills, CA 90211				
TEMPLE UNIVERSITY, FOX SCHOOL OF Business		501(c)(3)	Educational	3,000
1810 N. 13th St , Philadelphia, PA 19122				
THE ART STUDENTS LEAGUE OF NEW YORK		501(c)(3)	Support of the Arts	5,000
215 West 57th Street New York, NY 10019				
THE CHAI CENTER		501(c)(3)	Educational	7,200
PO Box 68661, Los Angeles, CA				
THE ELLEN P HERMANSON FOUNDATION		501(c)(3)	Educational	50,000
130 West 42nd Street, Suite 801, New York, NY 10036				
THE ORAL CANCER FOUNDATION		501(c)(3)	Medical research	25,000
3419 Via Lido #205 Newport Beach, CA 92663				
THE PERLMAN MUSIC PROGRAM		501(c)(3)	Support of the Arts	100,000
19 West 69th St., Ste 304 New York, NY 10023				
THE PHILLIPS COLLECTION		501(c)(3)	Support of the Arts	5,000
1600 21st Street NW Washington, DC 20009				
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA		501(c)(3)	Educational	2,500
Davis, CA 95616				
THE ROSS SCHOOL		501(c)(3)	Educational	15,000
18 Goodfriend Drive Easthampton, NY 11937				
THE WONDER OF READING		501(c)(3)	Educational	10,000
5371 Wilshire Blvd Ste 210 Los Angeles, CA 90036				
U.S HOLOCAUST MEMORIAL MUSEUM		501(c)(3)	Educational	155,000
100 R Wallenberg Place SW, Washington, DC 20024-2126				
UCLA FOUNDATION		501(c)(3)	Educational	10,000
B100 Royce Hall Box 9515129, Los Angeles, CA 90095				
UNITED FRIENDS OF CHILDREN		501(c)(3)	Educational	10,000
1055 Wilshire Blvd Ste. 1955 Los Angeles, CA 90017				
UNIVERSTIY OF SOUTHERN CALIFORNIA		501(c)(3)	Educational	20,000,000
Los Angeles, CA 90089				

STATEMENT A

WUNDERKINDER FOUNDATION				11/30/2009
FORM 990-PF, PART XV, LINE 3				
GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR				
	Relationship If Recipient Is An Individual	Foundation Status or Recipient	Purpose of Contribution	Amount
Recipient Name and address				
WESTMARK SCHOOL		501(c)(3)	Educational	1,050,000
5461 Louise Avenue Encino, CA 91316				
WILDWOOD SCHOOL		501(c)(3)	Educational	125,000
12201 Washington Place, Los Angeles, CA 90066				
WOMEN'S CARE COTTAGE		501(c)(3)	Educational	5,000
6180 Laurel Cyn Blvd., Ste. 375, North Hollywood, CA 91606				
YALE UNIVERSITY		501(c)(3)	Educational	400,000
157 Church Street New Haven, CT 06510				
YOUNG STORYTELLERS FOUNDATION		501(c)(3)	Educational	5,000
143 N. Larchmont Blvd Los Angeles, CA 90004				
				37,520,231

STATEMENT A

THE WUNDERKINDER FOUNDATION
95-4016320

STATEMENT B

11/30/2009

FORM 990PF, PART XV(B) - APPROVED FOR FUTURE PAYMENT

RECIPIENT	RELATIONSHIP	STATUS	PURPOSE	AMOUNT
U.S. HOLOCAUST MEMORIAL MUSEUM 100 Raul Wallenberg Place, Washington, DC 20024	NONE	501(C)(3)	EDUCATIONAL	750,000
CEDARS-SINAI MEDICAL CENTER 8700 Beverly Blvd., Suite 2416; Los Angeles, CA 90048	NONE	501(C)(3)	MEDICAL RESEARCH	2,000,000
MARLBOROUGH SCHOOL 250 S. Rossmore, Los Angeles, CA 90004	NONE	501(C)(3)	EDUCATIONAL	2,000,000
PARK CENTURY SCHOOL 3939 Landmark Street, Culver City, CA 90232	NONE	501(C)(3)	EDUCATIONAL	1,500,000
POMONA COLLEGE 550 North College Avenue, Claremont, CA 91711	NONE	501(C)(3)	EDUCATIONAL	750,000
USC KECK SCHOOL OF MEDICINE 1975 Zonal Ave., Keith Admin. 500, Los Angeles, CA 90033	NONE	501(C)(3)	EDUCATIONAL	2,500,000
YALE UNIVERSITY, YALE SCHOOL OF MEDICINE 333 Cedar Street, New Haven, CT 06510	NONE	501(C)(3)	EDUCATIONAL	1,200,000
				10,700,000