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

2008

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

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

Name of foundation

THE KENNETH T. AND EILEEN L. NORRIS
FOUNDATION

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

11 GOLDEN SHORE, SUITE 450

Room/suite

City or town, state, and ZIP code

LONG BEACH, CA 90802

A Employer identification number

95-6080374

B Telephone number

(562) 435-8444

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: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col (c), line 16)

\$ 145,953,072. (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)

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)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B3 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 32,429,657.

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)

11 Other income

12 Total Add lines 1 through 11

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

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

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

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-)

N/A

40,478.

40,478.

STATEMENT 2

5,863,909.

5,863,975.

STATEMENT 3

<2,823,173.>

STATEMENT 1

0.

12,161.

12,161.

STATEMENT 4

3,093,375.

5,916,614.

67,000.

0.

67,000.

35,378.

24,765.

10,613.

35,099.

35,099.

0.

1,760.

1,760.

0.

63,087.

9,173.

162.

37,917.

18,958.

18,957.

2,867.

0.

2,867.

904,558.

452,618.

451,942.

1,147,666.

542,373.

551,541.

7,824,620.

7,824,620.

8,972,286.

542,373.

8,376,161.

<5,878,911.>

5,374,241.

N/A

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	16,277,350.	661,258.	661,258.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 3,109.			
	Less: allowance for doubtful accounts ▶	72,899.	3,109.	3,109.
	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	98,110.	5,128.	5,128.
	10a Investments - U.S. and state government obligations STMT 12	0.	505,204.	506,795.
	b Investments - corporate stock STMT 13	31,652,279.	29,695,291.	67,875,422.
	c Investments - corporate bonds STMT 14	57,669,203.	69,211,065.	74,089,025.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 15	1,800,861.	1,415,267.	2,809,510.
	14 Land, buildings, and equipment: basis ▶ 96,394.			
	Less accumulated depreciation STMT 16 ▶ 95,640.	754.	754.	754.
	15 Other assets (describe ▶ SECURITY DEPOSIT)	2,071.	2,071.	2,071.
	16 Total assets (to be completed by all filers)	107,573,527.	101,499,147.	145,953,072.
	17 Accounts payable and accrued expenses	8,283,084.	6,591,658.	
	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 ▶ STATEMENT 17)	0.	32,370.		
23 Total liabilities (add lines 17 through 22)	8,283,084.	6,624,028.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> 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	99,290,443.	94,875,119.	
30 Total net assets or fund balances	99,290,443.	94,875,119.		
31 Total liabilities and net assets/fund balances	107,573,527.	101,499,147.		

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	99,290,443.
2 Enter amount from Part I, line 27a	2	<5,878,911.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	8,289,876.
4 Add lines 1, 2, and 3	4	101,701,408.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 11	5	6,826,289.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	94,875,119.

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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 STATEMENTS					
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 32,429,657.		35,252,830.	<2,823,173.>		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e			<2,823,173.>		
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	<2,823,173.>	
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	9,074,040.	169,194,847.	.053631
2006	8,548,288.	187,496,266.	.045592
2005	8,342,290.	175,248,251.	.047603
2004	8,170,212.	169,898,061.	.048089
2003	7,981,614.	167,983,146.	.047514
2 Total of line 1, column (d)			2 .242429
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 .048486
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 134,769,530.
5 Multiply line 4 by line 3			5 6,534,435.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 53,742.
7 Add lines 5 and 6			7 6,588,177.
8 Enter qualifying distributions from Part XII, line 4			8 8,376,161.

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

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

1a 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 Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	53,742.
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	53,742.
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	53,742.
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	58,880.	
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	58,880.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,138.	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ <u>0.</u> (2) On foundation managers. <input checked="" type="checkbox"/> \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> <u>CA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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? Website address ► <u>WWW.NORRISFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>RONALD BARNES, TRUSTEE-EXEC. DIR.</u> Telephone no. ► <u>(562) 435-8444</u> Located at ► <u>11 GOLDEN SHORE, SUITE 450, LONG BEACH, CA</u> ZIP+4 ► <u>90802</u>			
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?	<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 checked="" type="checkbox"/> Yes <input 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 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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? If "Yes," list the years ► _____, _____, _____, _____	<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 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
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

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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

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
SEE STATEMENT 18		67,000.	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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FOUNDATION**

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
KTN ENTERPRISES, INC. 11 GOLDEN SHORE, STE 450, LONG BEACH, CA 90802	MANAGEMENT FEES	875,891.

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.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	130,089,892.
b	Average of monthly cash balances	1b	6,720,904.
c	Fair market value of all other assets	1c	11,062.
d	Total (add lines 1a, b, and c)	1d	136,821,858.
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	136,821,858.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,052,328.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	134,769,530.
6	Minimum investment return. Enter 5% of line 5	6	6,738,477.

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	6,738,477.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	53,742.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	53,742.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	6,684,735.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	6,684,735.
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	6,684,735.

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	8,376,161.
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	8,376,161.
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	53,742.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,322,419.

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				6,684,735.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			8,283,084.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 8,376,161.				
a Applied to 2007, but not more than line 2a			8,283,084.	
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				93,077.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				6,591,658.
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	0.			
9 Excess distributions carryover to 2009 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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)

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:

(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

[illegible]

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 ☐ 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:

SEE ATTACHED

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

SEE ATTACHED

c Any submission deadlines:

SEE ATTACHED

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

NONE

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			





[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.

Sign Here	 Signature of officer or trustee		 Date	 Title
	Paid Preparer's Use Only Preparer's signature  Firm's name (or yours if self-employed), address and ZIP code GURSEY SCHNEIDER LLP 1888 CENTURY PARK EAST, SUITE 900 LOS ANGELES, CA 90067-1735	Date 2-27-10	Check if self-employed <input type="checkbox"/>	Preparer's identifying number EIN Phone no. 310-552-0960

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 6000 SHS GENERAL ELECTRIC		P	08/04/87	02/25/09
b 24000 SHS GENERAL ELECTRIC		P	08/05/87	02/25/09
c 12000 SHS GENERAL ELECTRIC		P	06/05/86	02/25/09
d 2400 SHS GENERAL ELECTRIC		P	10/16/89	02/25/09
e 1200 SHS GENERAL ELECTRIC		P	04/04/90	02/25/09
f 12000 SHS GENERAL ELECTRIC		P	04/18/90	02/25/09
g 12000 SHS GENERAL ELECTRIC		P	07/19/90	02/25/09
h 6000 SHS MERCK		P	03/01/91	11/03/09
i 4000 SHS MERCK		P	03/21/91	11/03/09
j 12000 SHS GENERAL ELECTRIC		P	05/06/93	02/25/09
k 2400 SHS GENERAL ELECTRIC		P	07/21/94	02/25/09
l 10000 SHS JOHNSON & JOHNSON		P	09/09/94	03/11/09
m 6000 SHS GENERAL ELECTRIC		P	10/26/94	02/25/09
n 25000 SHS CITIGROUP INC		P	10/28/94	01/16/09
o 8000 SHS GENERAL ELECTRIC		P	01/23/95	02/25/09

(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 55,423.		88,500.	<33,077.>
b 221,694.		116,663.	105,031.
c 110,847.		177,000.	<66,153.>
d 22,169.		35,400.	<13,231.>
e 11,085.		17,700.	<6,615.>
f 110,847.		64,815.	46,032.
g 110,847.		72,720.	38,127.
h 187,346.		96,465.	90,881.
i 124,898.		68,422.	56,476.
j 110,847.		90,666.	20,181.
k 22,169.		35,400.	<13,231.>
l 472,591.		127,022.	345,569.
m 55,423.		88,500.	<33,077.>
n 144,019.		213,302.	<69,283.>
o 73,898.		118,000.	<44,102.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<33,077.>
b			105,031.
c			<66,153.>
d			<13,231.>
e			<6,615.>
f			46,032.
g			38,127.
h			90,881.
i			56,476.
j			20,181.
k			<13,231.>
l			345,569.
m			<33,077.>
n			<69,283.>
o			<44,102.>

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

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

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	24000 SHS AMERICAN EXPRESS	P	02/23/95	02/25/09
b	1000 SHS AMERIPRISE FINANCIAL	P	02/23/95	03/04/09
c	8025 SHS HSBC HLDGS PLC	P	05/04/95	02/27/09
d	6000 SHS AMERICAN EXPRESS	P	05/26/95	02/25/09
e	3000 SHS AMERIPRISE FINANCIAL	P	05/26/95	03/04/09
f	15000 SHS AMERICAN EXPRESS	P	09/07/95	02/25/09
g	3000 SHS AMERIPRISE FINANCIAL	P	09/07/95	03/04/09
h	15000 SHS CITIGROUP INC	P	12/18/95	01/16/09
i	4815 HSBC HLDGS PLC	P	02/13/96	02/27/09
j	24000 SHS GENERAL ELECTRIC	P	03/07/96	02/25/09
k	4815 HSBC HLDGS PLC	P	04/18/96	02/27/09
l	2000 SHS GENERAL ELECTRIC	P	06/11/96	02/25/09
m	6000 SHS GENERAL ELECTRIC	P	06/12/96	02/25/09
n	8000 SHS NORTHERN TR CORP	P	06/12/96	03/11/09
o	2000 SHS NORTHERN TR CORP	P	07/24/96	03/11/09

(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 303,867.		235,586.	68,281.
b 16,201.		17,864.	<1,663.>
c 272,326.		240,160.	32,166.
d 75,967.		61,170.	14,797.
e 48,602.		48,051.	551.
f 189,917.		180,202.	9,715.
g 48,602.		43,107.	5,495.
h 86,412.		189,787.	<103,375.>
i 163,396.		198,802.	<35,406.>
j 221,694.		312,374.	<90,680.>
k 163,396.		202,996.	<39,600.>
l 18,475.		29,500.	<11,025.>
m 55,423.		86,375.	<30,952.>
n 374,192.		114,250.	259,942.
o 93,548.		29,688.	63,860.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			68,281.
b			<1,663.>
c			32,166.
d			14,797.
e			551.
f			9,715.
g			5,495.
h			<103,375.>
i			<35,406.>
j			<90,680.>
k			<39,600.>
l			<11,025.>
m			<30,952.>
n			259,942.
o			63,860.

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

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

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 1070 SHS HSBC HLDGS	P	08/14/96	02/27/09
b 15000 SHS AMERICAN EXPRESS	P	02/24/97	02/25/09
c 3000 SHS AMERIPRISE FINANCIAL	P	02/24/97	03/04/09
d 15000 SHS AMERICAN EXPRESS	P	06/18/97	02/25/09
e 1200 SHS AMERIPRISE FINANCIAL	P	06/18/97	03/04/09
f 4800 SHS AMERIPRISE FINANCIAL	P	10/08/97	03/04/09
g 30000 SHS WELLS FARGO & COMPANY	P	01/14/02	01/28/09
h 4200 SHS WELLS FARGO & COMPANY	P	01/14/02	01/28/09
i 6000 SHS WELLS FARGO & COMPANY	P	01/14/02	01/28/09
j 9800 SHS WELLS FARGO & COMPANY	P	01/14/02	01/28/09
k 10000 SHS HEINZ H.J.	P	07/31/02	02/27/09
l 1 SH JM SMUCKER CO	P	10/18/02	12/08/08
m 6448 SHS SMUCKER CO	P	10/18/02	03/04/09
n 10000 SHS HEINZ H.J.	P	12/17/02	02/27/09
o 1275 SHS HSBC HLDGS PLC	P	04/21/03	02/27/09

(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 36,310.		51,536.	<15,226.>
b 189,917.		302,579.	<112,662.>
c 48,602.		25,672.	22,930.
d 189,917.		337,279.	<147,362.>
e 19,441.		8,715.	10,726.
f 77,763.		33,563.	44,200.
g 455,013.		655,762.	<200,749.>
h 63,702.		91,749.	<28,047.>
i 91,003.		131,100.	<40,097.>
j 148,638.		214,179.	<65,541.>
k 333,466.		321,614.	11,852.
l 22.		15.	7.
m 239,529.		177,770.	61,759.
n 333,466.		311,259.	22,207.
o 43,267.		68,096.	<24,829.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<15,226.>
b			<112,662.>
c			22,930.
d			<147,362.>
e			10,726.
f			44,200.
g			<200,749.>
h			<28,047.>
i			<40,097.>
j			<65,541.>
k			11,852.
l			7.
m			61,759.
n			22,207.
o			<24,829.>

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

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

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	10000 SHS 3M CO	P	04/22/03	02/19/09
b	10000 SHS UNITED PARCEL SVC CLB	P	06/11/03	02/19/09
c	33750 SHS BERKLEY W R CORP	P	07/14/03	03/04/09
d	5 SHS BERKSHIRE HATHAWAY	P	03/12/04	03/04/09
e	30000 SHS ISHARES MSCI JAPAN	P	03/31/04	01/22/09
f	20000 SHS ISHARES MSCI JAPAN	P	04/02/04	01/22/09
g	18000 SHS ISHARES MSCI EMRG MKT	P	04/21/04	01/28/09
h	5000 SHS SECTOR SPDR AMEX ENER	P	10/15/04	02/27/09
i	10000 SHS ITT INDUSTRIES INC	P	12/17/04	03/04/09
j	8000 SHS ROYAL DUTCH SHELL CLA	P	12/23/04	02/27/09
k	10000 SHS SECTOR SPDR AMEX ENER	P	03/23/05	02/27/09
l	2000 SHS ROYAL DUTCH SHELL CLA	P	05/11/05	02/27/09
m	5000 SHS SECTOR SPDR AMEX ENER	P	07/11/05	02/27/09
n	2000 SHS ISHARES MSCI EMRG MKT	P	09/13/05	01/28/09
o	3750 SHS BERKLEY WR CORP	P	11/07/05	03/04/09

(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 496,927.		647,000.	<150,073.>
b 449,772.		638,850.	<189,078.>
c 709,772.		537,130.	172,642.
d 385,098.		473,900.	<88,802.>
e 260,876.		324,600.	<63,724.>
f 173,917.		215,400.	<41,483.>
g 393,514.		353,960.	39,554.
h 206,356.		178,739.	27,617.
i 381,652.		419,441.	<37,789.>
j 368,683.		449,109.	<80,426.>
k 412,712.		437,243.	<24,531.>
l 92,171.		119,206.	<27,035.>
m 206,356.		230,472.	<24,116.>
n 43,724.		54,030.	<10,306.>
o 78,864.		113,674.	<34,810.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<150,073.>
b			<189,078.>
c			172,642.
d			<88,802.>
e			<63,724.>
f			<41,483.>
g			39,554.
h			27,617.
i			<37,789.>
j			<80,426.>
k			<24,531.>
l			<27,035.>
m			<24,116.>
n			<10,306.>
o			<34,810.>

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

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

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	5000 SHS ISHARES MSCI EAFE GRO	P	12/09/05	12/19/08
b	20000 SHS VANGUARD HORIZON	P	12/22/05	01/16/09
c	15000 SHS VANGUARD STRATEGIC	P	12/30/05	01/16/09
d	5000 SHS ISHARES MSCI EAFE GRO	P	01/13/06	12/19/08
e	4000 SHS AMERIPRISE FINANCIAL	P	02/10/06	03/04/09
f	10000 SHS VANGUARD INTL GROWTH	P	02/21/06	01/16/09
g	10000 SHS VANGUARD HORIZON	P	03/07/06	01/16/09
h	10000 SHS VANGUARD HORIZON	P	04/07/06	01/16/09
i	10000 SHS VANGUARD INTL GROWTH	P	04/07/06	01/16/09
j	10 SHS BERKSHIRE HATHAWAY	P	06/26/06	03/04/09
k	2500 SHS BERKLEY W R CORP	P	07/16/06	03/04/09
l	5 SHS BERKSHIRE HATHAWAY	P	11/03/06	03/04/09
m	5000 SHS 3M CO	P	11/20/06	02/19/09
n	5000 SHS SECTOR SPDR AMEX ENER	P	05/23/07	02/27/09
o	5000 SHS HEINZ HJ	P	05/23/07	02/27/09

(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 222,185.		277,550.	<55,365.>
b 225,000.		390,200.	<165,200.>
c 165,600.		330,900.	<165,300.>
d 222,185.		294,600.	<72,415.>
e 64,803.		173,805.	<109,002.>
f 357,300.		693,311.	<336,011.>
g 112,500.		209,900.	<97,400.>
h 112,500.		217,200.	<104,700.>
i 357,300.		755,700.	<398,400.>
j 770,195.		924,911.	<154,716.>
k 52,576.		84,930.	<32,354.>
l 385,098.		527,005.	<141,907.>
m 248,464.		402,786.	<154,322.>
n 206,356.		338,400.	<132,044.>
o 166,733.		233,100.	<66,367.>

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<55,365.>
b			<165,200.>
c			<165,300.>
d			<72,415.>
e			<109,002.>
f			<336,011.>
g			<97,400.>
h			<104,700.>
i			<398,400.>
j			<154,716.>
k			<32,354.>
l			<141,907.>
m			<154,322.>
n			<132,044.>
o			<66,367.>

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

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

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 50000 SHS BRIGGS & STRATTON COR	P	02/02/09	02/25/09
b 10000 NUSTAR ENERGY LP UNIT	P	02/11/09	03/10/09
c 10000 SHS JOHNSON & JOHNSON	P	02/11/09	03/11/09
d 10000 SHS NORTHERN TR CORP	P	02/11/09	03/11/09
e 20000 SHS MERCK	P	03/24/09	11/03/09
f 500M JP MORGAN CHASE & CO	P	06/11/99	01/15/09
g 800M GOLDMAN SACHS GROUP	P	06/29/99	05/22/09
h 500M TRANS-CANADA PL	P	09/24/99	01/21/09
i 1200M MORGAN JP & CO	P	12/17/99	01/15/09
j 1000M SEARS ROEBUCK ACCEP	P	04/11/00	05/01/09
k 1000M HSBC HLDINGS	P	04/19/00	07/15/09
l 1300M COCA COLA ENTERPRISE	P	04/25/00	09/30/09
m 1000M WACHOVIA CORP NEW	P	06/12/00	02/02/09
n 1000M REPUBLIC NY CORP	P	01/10/01	05/15/09
o 800M MERRILL LYNCH & CO	P	02/02/01	02/17/09

(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 616,247.		818,175.	<201,928.>
b 418,009.		484,229.	<66,220.>
c 472,591.		585,757.	<113,166.>
d 467,740.		604,700.	<136,960.>
e 624,488.		521,774.	102,714.
f 500,000.		500,000.	0.
g 800,000.		800,000.	0.
h 500,000.		500,000.	0.
i 1,200,000.		1,200,000.	0.
j 1,000,000.		1,000,000.	0.
k 1,000,000.		1,000,000.	0.
l 1,300,000.		1,300,000.	0.
m 1,000,000.		1,000,000.	0.
n 1,000,000.		1,000,000.	0.
o 800,000.		800,000.	0.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<201,928.>
b			<66,220.>
c			<113,166.>
d			<136,960.>
e			102,714.
f			0.
g			0.
h			0.
i			0.
j			0.
k			0.
l			0.
m			0.
n			0.
o			0.

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	
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	

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	1000M BANKAMERICA CORP	P	07/27/01	02/17/09
b	600M DAIMLERCHRYSLER	P	11/13/01	09/01/09
c	500M DAIMLERCHRYSLER	P	12/20/01	09/01/09
d	500M HOUSEHOLD FIN CORP	P	02/07/02	02/02/09
e	500M GTE CALIFORNIA INC	P	03/14/02	09/01/09
f	500M FIRST TENN BANK MTN	P	06/20/02	12/01/08
g	500M GOLDMAN SACHS GROUP	P	10/21/02	05/22/09
h	335M COUNTRYWD HM LN MTN	P	04/11/06	09/15/09
i	500M GTE CALIFORNIA INC	P	04/11/06	01/15/09
j	200M DU PONT E I DE NE	P	04/11/06	10/15/09
k	415M GTE CALIFORNIA INC	P	08/01/06	09/01/09
l	400M BELL SOUTH TELECOM	P	08/07/06	01/15/09
m	VANGUARD INTL GRO	P		12/18/08
n	AMER FDS EURO PAC GROWT	P		12/26/08
o	AMER FDS NEW PERSPECTIVE	P		12/26/08

(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 1,000,000.		1,000,000.	0.
b 600,000.		600,000.	0.
c 500,000.		500,000.	0.
d 500,000.		500,000.	0.
e 500,000.		500,000.	0.
f 500,000.		500,000.	0.
g 500,000.		500,000.	0.
h 335,000.		335,000.	0.
i 500,000.		500,000.	0.
j 200,000.		200,000.	0.
k 415,000.		415,000.	0.
l 400,000.		400,000.	0.
m 57,400.			57,400.
n 22,357.			22,357.
o 103,867.			103,867.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			0.
c			0.
d			0.
e			0.
f			0.
g			0.
h			0.
i			0.
j			0.
k			0.
l			0.
m			57,400.
n			22,357.
o			103,867.

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

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

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	INTEGRAL CAPITAL III	P		
b	INTEGRAL CAPITAL IV	P		
c	INTEGRAL CAPITAL V	P		
d	INTEGRAL CAPITAL V	P		
e	INTEGRAL CAPITAL VI	P		
f	INTEGRAL CAPITAL VI	P		
g	WHITEHALL STREET REAL ESTATE XI	P		
h	WHITEHALL STREET REAL ESTATE XI	P		
i	WHITEHALL STREET REAL ESTATE XI	P		
j	WHITEHALL STREET REAL ESTATE XI	P		
k	SEARS ROEBUCK ACCEPTANCE CLASS ACTION SETTLEMENT	P		
l	TENANT HEALTHCARE CORP. CLASS ACTION SETTLEMENT	P		
m	RESIDUAL RIGHTS BUYOUT	D		
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		4.	<4.>
b	1,618.		1,618.
c	1,120.		1,120.
d		8,908.	<8,908.>
e		856.	<856.>
f	1,042.		1,042.
g	236.		236.
h	16,671.		16,671.
i	313.		313.
j	469.		469.
k	721.		721.
l	1,102.		1,102.
m	8,300.		8,300.
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<4.>
b			1,618.
c			1,120.
d			<8,908.>
e			<856.>
f			1,042.
g			236.
h			16,671.
i			313.
j			469.
k			721.
l			1,102.
m			8,300.
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	<2,823,173.>
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

The Kenneth T. & Eileen L. Norris Foundation

I.D. #95-6080374

Charitable Donation Summary - Year End November 30, 2009

<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
24th Street Theatre 1117 West 24th Street Los Angeles, CA 90007	\$10,000	Saturday Explorer Series
A Better LA 3980 South Menlo Avenue Los Angeles, CA 90037	\$10,000	Unrestricted
A Noise Within 234 South Brand Boulevard Glendale, CA 91204	\$5,000	Classics Live!
A Place Called Home 2830 South Central Avenue Los Angeles, CA 90011	\$30,000	General Operating Support
Access OC 17701 Cowan, Suite 220 Irvine, CA 92614	\$20,000	Outpatient Surgery Program
Activities For Retarded Children 6456 Whitsett Avenue North Hollywood, CA 91606	\$10,000	General Operating Support
Aid for AIDS 8235 Santa Monica Boulevard, Suite 200 West Hollywood, CA 90046	\$5,000	Wellness Pharmacy Program Operated by Aid for AIDS
Algalita Marine Research Foundation 148 North Marina Drive Long Beach, CA 90803	\$10,000	Ship-2-Shore
Alisa Ann Ruch Burn Foundation 2501 West Burbank Boulevard, Suite 201 Burbank, CA 91505	\$15,000	Burn Survivor Services
American Film Institute 2021 North Western Avenue Los Angeles, CA 90027-1657	\$80,000	AFI Catalog of Feature Films and AFI General Support
American Red Cross of Greater Los Angeles 11355 Ohio Avenue Los Angeles, CA 90025	\$24,000	Local Disaster Relief Efforts & Catastrophic Disaster Plan
Angel Flight West, Inc 3161 Donald Douglas Loop South Santa Monica, CA 90405-3213	\$20,000	Southern California Alpha Initiative
Angels Gate Cultural Center 3601 South Gaffey Street San Pedro, CA 90731	\$5,000	Education Programs for Underserved Children
ARCS Foundation, Inc , Los Angeles Founder Chapter 24520 Hawthorne Boulevard, Suite 113 Torrance, CA 90505-6505	\$25,000	ARCS 2009-2010 Scholarship Fund Campaign
Arrowhead Arts Association P.O. Box 1930 Lake Arrowhead, CA 92352	\$5,000	25th Anniversary - Arrowhead Arts Association - 'Silver Lights of Broadway' - Music Concert
Art & Creativity for Healing 26079 Getty Drive Laguna Niguel, CA 92677	\$15,000	Healing for Heroes - A Response to Active Service Military Families

The Kenneth T. & Eileen L. Norris Foundation

I.D. #95-6080374

Charitable Donation Summary - Year End November 30, 2009

Organization	Deductible Portion	Project Title
Art Center College of Design 1700 Lida Street Pasadena, CA 91103	\$5,000	Undergraduate Scholarship Support
Assistance League of Long Beach 6220 East Spring Street Long Beach, CA 90815	\$29,000	Operation School Bell
Assistance League of Southern California 1370 North St Andrew's Place Hollywood, CA 90028	\$24,000	General Operating Support
Audubon Center at Debs Park 6404 Wilshire Boulevard, Suite 1250 Los Angeles, CA 90048	\$24,000	Audubon Center at Debs Park
Autry Museum of Western Heritage 4700 Western Heritage Los Angeles, CA 90027-1462	\$50,000	2009 Masters of the American West Fine Art Exhibition and Sale
Bethune Theatredanse 3342 Barham Boulevard Los Angeles, CA 90068	\$5,000	Infinite Dreams at The Aquarium of the Pacific in Long Beach
Blind Childrens Center 4120 Marathon Street Los Angeles, CA 90029	\$5,000	Unrestricted
Blind Childrens Center 4120 Marathon Street Los Angeles, CA 90029	\$50,000	Blind Childrens Center Campaign Pledge 1/2
Blind Children's Learning Center 18542-B Vanderlip Avenue Santa Ana, CA 92705	\$15,000	Vision Assessment Program
Boojum Institute for Experiential Education 57705 Ramsey Road Anza, CA 92539	\$10,000	General Operating Support
BookEnds 6520 Platt Avenue, Suite 331 West Hills, CA 91307	\$15,000	General Operating Support
Bowers Museum of Cultural Art 2002 North Main Street Santa Ana, CA 92706	\$10,000	After School Learning Center
Bowers Museum of Cultural Art 2002 North Main Street Santa Ana, CA 92706	\$5,000	Unrestricted
Boys & Girls Clubs of Long Beach 3635 Long Beach Boulevard Long Beach, CA 90807	\$15,000	5 Core Programs
Boys & Girls Clubs of Pasadena 3230 East Del Mar Boulevard Pasadena, CA 91107	\$5,000	Unrestricted
Boys & Girls Clubs of the Los Angeles Harbor 1200 South Cabrillo Avenue San Pedro, CA 90731	\$20,000	College Bound

The Kenneth T. & Eileen L. Norris Foundation

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Charitable Donation Summary - Year End November 30, 2009

Organization	Deductible Portion	Project Title
Boys & Girls Clubs of the South Bay 1220 West 256th Street Harbor City, CA 90710	\$10,000	Unrestricted
Braille Institute of America 741 North Vermont Avenue Los Angeles, CA 90029-3594	\$25,000	Braille Literacy Initiative
Bresee Foundation 184 S Bimini Place Los Angeles, CA 90004	\$15,000	Bresee Foundation After-School Program
Bring Me A Book Foundation 1045 Terra Bella Avenue Mountain View, CA 94043	\$6,000	Southern California Early Childhood Literacy Initiative
Burn Institute 8825 Aero Drive, Suite 200 San Diego, CA 92123	\$15,000	Burn Survivor Support Program
Cabrillo Festival of Contemporary Music 147 South River Street, Suite 232 Santa Cruz, CA 95060	\$10,000	2009 Cabrillo Music Festival of Contemporary Music
California Academy of Mathematics and Science c/o California State University Dominguez Hills Foundation 1000 East Victoria Street Carson, CA 90747	\$30,000	CAMS Robotics Program
California Art Club 75 South Grand Avenue Pasadena, CA 91105	\$5,000	98th Annual Gold Medal Juried Exhibition
California Center for the Arts - Escondido 340 North Escondido Boulevard Escondido, CA 92025	\$10,000	Museum Exhibition Season
California Institute of Technology 1200 East California State Boulevard MC5-32 Pasadena, CA 91125	\$100,000	Cahill Center for Astronomy and Astrophysics Pledge 4/5
California Institute of Technology 1200 East California State Boulevard MC5-32 Pasadena, CA 91125	\$75,000	Norris Foundation Discovery Fund for Biomedical Science & Technology Pledge 3/5
California Wildlife Center P O. Box 2022 Malibu, CA 90265	\$5,000	Unrestricted
Casa Colina Centers for Rehabilitation P O. box 6001 Pomona, CA 91769-6001	\$5,000	Casa Colina Children's Services
Catalina Island Conservancy 330 Golden Shore, Suite 170 Long Beach, CA 90802	\$10,000	Youth Programs Fund
Cats in Need of Human Care - Riverside Chapter 6353 Greyson Way Riverside, CA 92506	\$10,000	Spay/Neuter, Microchip, Rescue and Adoption Expenses

The Kenneth T. & Eileen L. Norris Foundation
I.D. #95-6080374

Charitable Donation Summary - Year End November 30, 2009

Organization	Deductible Portion	Project Title
Center for Educational Leadership 4959 Palo Verde Street, Suite 208C-8 Montclair, CA 91763	\$5,000	Pomona Young Entrepreneur Boot Camp
Center Theatre Group 601 West Temple Street Los Angeles, CA 90012	\$5,000	Performing for Los Angeles Youth (P.L.A.Y.)
Chamber Orchestra of the South Bay P O. Box 2095 Palos Verdes Peninsula, CA 90274	\$10,000	2009 Season Opening Concert
Chapman University One University Drive Orange, CA 92866	\$15,000	Scholarship Fund
Child SHARE Program, Inc 1544 West Glenoaks Boulevard Glendale, CA 91201	\$20,000	Los Angeles Hispanic Outreach Project
Children of the Night 14530 Sylvan Street Van Nuys, CA 91411	\$30,000	Children of the Night Home
Children's Dental Health Association of San Diego 1270 24th Street San Diego, CA 92102	\$5,000	Children's Dental Health Center
Children's Dental Health Clinic 455 East Columbia Street Suite 32 Long Beach, CA 90806	\$10,000	IV Sedation/Specialty Care Area
Children's Hospital of Los Angeles 4650 Sunset Boulevard, #29 Los Angeles, CA 90027	\$25,000	The Neuroblastoma Research Program
Children's Nature Institute Franklin Canyon Park 2600 Franklin Canyon Drive Beverly Hills, CA 90210	\$12,000	Outreach Discovery Program
City of Hope 1055 Wilshire Boulevard Los Angeles, CA 90017	\$25,000	Exploiting Neural Stem Cells to Target Cancer
Claremont Graduate University 150 East Tenth Street Claremont, CA 91711	\$15,000	Consulting Clinics in the Arts
Claremont McKenna College 850 Columbia Avenue Claremont, CA 91711-6420	\$5,000	Unrestricted
Council on Foundations P O Box 0021 Washington, DC 20055	\$20,770	2009 Membership Renewal
Criminal Justice Legal Foundation P.O. Box 1199 Sacramento, CA 95812	\$24,000	General Support
CSU Dominguez Hills Foundation 1000 East Victoria Street Welch Hall 425 Carson, CA 90747	\$7,000	Faculty Release Time Awards

The Kenneth T. & Eileen L. Norris Foundation
I.D. #95-6080374

Charitable Donation Summary - Year End November 30, 2009

<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
CSU Long Beach - Center for First Amendment Studies UTC 104, 1250 Bellflower Boulevard Long Beach, CA 90840-2801	\$15,000	Report on the First Amendment Profiles of the Justices of the Supreme Court
CSU Long Beach - CSULB Foundation 1250 Bellflower Boulevard BH-387 Long Beach, CA 90840-0116	\$20,000	Support for Multiple Projects
Cultural Heritage Foundation of Southern California, Inc 3800 Homer Street Los Angeles, CA 90031	\$5,000	A Golden Vision The Growth of Southern California
Cystic Fibrosis Foundation 6420 Wilshire Boulevard, First Floor Los Angeles, CA 90048	\$5,000	Par Wars Golf Classic
Da Camera Society of Mount St Mary's College 10 Chester Place Los Angeles, CA 90007	\$10,000	The Beethoven Project
David Starr Jordan High School 6500 Atlantic Avenue Long Beach, CA 90805	\$5,000	Panther Pride
Descanso Gardens Guild, Inc 1418 Descanso Drive La Canada Flintridge, CA 91011	\$10,000	Harvest Garden Planting Box Project
Descanso Gardens Guild, Inc. 1418 Descanso Drive La Canada Flintridge, CA 91011	\$25,000	'Rodent-Proofing' the Harvest Garden
Dientes Community Dental Clinic, Inc. 1830 Commercial Way Santa Cruz, CA 95065	\$2,500	Unrestricted
Discovery Science Center 2500 North Main Street Santa Ana, CA 92705	\$5,000	Free Educators' Workshops Professional Training in Science Instruction for K-12 Educators
Dramatic Results 3308 Lime Avenue Signal Hill, CA 90755	\$5,000	Math In A Basket
Dream Street Foundation 6399 Wilshire Boulevard, Suite 721 Los Angeles, CA 90048	\$15,000	Southern California Camping Program
Eisner Pediatric & Family Medical Center 1530 South Olive Street Los Angeles, CA 90015	\$10,000	Dental Care for Low-Income Adults
Elizabeth Glaser Pediatric AIDS Foundation 11150 Santa Monica Boulevard, Suite 1050 Los Angeles, CA 90025	\$5,000	General Support for the Elizabeth Glaser Pediatric AIDS Foundation's Research Program
Elizabeth House P.O. Box 94077 Pasadena, CA 91109	\$15,000	Case Management Program

The Kenneth T. & Eileen L. Norris Foundation
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Charitable Donation Summary - Year End November 30, 2009

Organization	Deductible Portion	Project Title
Exceptional Children's Foundation 8740 Washington Boulevard Culver City, CA 90232	\$15,000	Enrichment Program
Fern Street Community Arts, Inc. P O Box 621004 San Diego, CA 92162	\$5,000	After-School Circus Skills Program
Flintridge Preparatory School 4543 Crown Avenue La Canada Flintridge, CA 91011	\$10,000	Financial Aid Program
Ford Theatre Foundation 2580 Cahuenga Boulevard East Hollywood, CA 90068	\$5,000	Big!World!Fun! Family Series
Fresh Start Surgical Gifts 2011 Palomar Airport Road, Suite 206 Carlsbad, CA 92011	\$5,000	Surgery Weekend
Friends of Banning Museum P.O Box 1927 401 East M Street Wilmington, CA 90748	\$5,000	Computer Equipment
Friends of Banning Museum P.O Box 1927 401 East M Street Wilmington, CA 90748	\$200,000	Moving Forward, the Campaign for the Banning Museum Pledge 2/2
Friends of Cabrillo Marine Aquarium 3720 Stephen M White Drive San Pedro, CA 90731	\$15,000	General Support
Friends of Rancho San Pedro 18127 South Alameda Street Rancho Dominguez, CA 90220	\$10,000	Museum Education and Outreach Programs
Friends, The Foundation of The California African American Museum 600 State Drive Exposition Park Los Angeles, CA 90037	\$5,000	Discovery Gallery
Fulfillment Fund 6100 Wilshire Boulevard, Suite 600 Los Angeles, CA 90048	\$15,000	Fulfillment Fund's College Access & Success Model
Gabriella Axelrad Education Foundation 631 South Commonwealth Avenue Los Angeles, CA 90005	\$5,000	everybody dance!
Glendale Healthy Kids P O. Box 201 Glendale, CA 91209	\$10,000	Kids Health Fair
Golden West College Foundation 15744 Golden West Street Huntington Beach, CA 92647-2748	\$15,000	Golden West College Expanded Nursing Program and Educational Equipment Campaign
Goodwill Industries of Southern California 342 North San Fernando Road Los Angeles, CA 90031	\$24,000	Workforce & Career Development - Job Development and Placement Services

The Kenneth T. & Eileen L. Norris Foundation
I.D. #95-6080374

Charitable Donation Summary - Year End November 30, 2009

Organization	Deductible Portion	Project Title
Grand Vision Foundation 434 West 6th Street San Pedro, CA 90731	\$5,000	Meet the Music
Greater Los Angeles Zoo Association 5333 Zoo Drive Los Angeles, CA 90027-1498	\$10,000	The Pachyderm Forest
Harvey Mudd College 301 Platt Boulevard Claremont, CA 91711	\$40,000	The President's Scholars Program
Heart of Los Angeles Youth 2701 Wilshire Boulevard Los Angeles, CA 90057	\$5,000	HOLA Bridges Middle School Education Program
Help the Homeless Help Themselves, Inc. P O. Box 3363 Palos Verdes Peninsula, CA 90274	\$23,000	Rental Assistance Program
Hillsides 940 Avenue 64 Pasadena, CA 91105	\$30,000	Independent Living Program
Historical Society of Southern California P O Box 93487 Pasadena, CA 91109-3487	\$5,000	Keeping History Alive
Huntington Library, Art Collections, and Botanical Gardens, The 1151 Oxford Road San Marino, CA 91108	\$200,000	President's Discretionary Fund
Huntington Library, Art Collections, and Botanical Gardens, The 1151 Oxford Road San Marino, CA 91108	\$5,000	Art Collectors Council
Huntington Medical Research Institutes 99 North El Molino Avenue Pasadena, CA 91101	\$25,000	Towards Personalized Treatment for Migraine
I Have A Dream Foundation - Los Angeles 634 South Spring Street, Suite 812 Los Angeles, CA 90014	\$25,000	Project 14 Summer School Program
Idyllwild Arts Foundation P O Box 38 Idyllwild, CA 92549	\$5,000	2009 Summer Arts Program Scholarships for Disadvantaged Southern CA Students
Inner-City Arts 720 Kohler Street Los Angeles, CA 90021	\$10,000	Early Arts Learning Initiative (EARLI)
Inner-City Filmmakers 3000 West Olympic Boulevard Santa Monica, CA 90404	\$5,000	Inner-City Filmmakers Arts Education & Career Development Program
International City Theatre P O. Box 32069 Long Beach, CA 90832-2069	\$10,000	General Operating Support

The Kenneth T. & Eileen L. Norris Foundation

I.D. #95-6080374

Charitable Donation Summary - Year End November 30, 2009

<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
International House of Blues Foundation 6255 Sunset Boulevard, 18th Floor Hollywood, CA 90028	\$5,000	IHOBF-Los Angeles 2009 Arts and Cultural Programs
International Printing Museum Foundation 315 Torrance Boulevard Carson, CA 90745	\$5,000	Book Arts Institute
John Douglas French Alzheimer's Foundation 11620 Wilshire Boulevard, Suite 270 Los Angeles, CA 90025	\$20,000	The John Douglas French Distinguished Research Scholar Award
John Tracy Clinic 806 West Adams Boulevard Los Angeles, CA 90007	\$400,000	Breaking the Sound Barrier Campaign
John Wayne Cancer Institute 2200 Santa Monica Boulevard Santa Monica, CA 90404	\$30,000	Specimen Repository Freezer Replacement Project
Joy2Learn Foundation 3405 Via Palomino Palos Verdes Estates, CA 90274	\$10,000	Part-time Consultant
Jumpstart For Young Children, Inc 965 Mission Street, Suite 300 San Francisco, CA 94103	\$5,000	Jumpstart Southern California
Junior Achievement of Southern California 6250 Forest Lawn Drive Los Angeles, CA 90068	\$10,000	JA Downtown Expansion Program
Junior Blind of America 5300 Angeles Vista Boulevard Los Angeles, CA 90043	\$30,000	General Operating Support
Keck Graduate Institute of Applied Life Sciences 535 Watson Drive Claremont, CA 91711	\$125,000	The Norris Foundation Endowed Scholarship/The Center for Rare Disease Therapies Pledge 2/2
Kidspace Children's Museum 480 North Arroyo Boulevard Pasadena, CA 91103	\$20,000	Childhood Educational Opportunities
L A. Care Health Plan 555 West 5th Street, 29th Floor Los Angeles, CA 90013	\$5,000	Healthy Kids 6-18 Program Expansion
La Salle High School 3880 East Sierra Madre Boulevard Pasadena, CA 91107-1996	\$15,000	San Miguel Scholarship Fund and Brother Celestine Scholarship Fund
Las Floristas, Inc. c/o Deborah Veady 3820 Chatwin Avenue Long Beach, CA 90808	\$5,000	Scholarship Fundraiser
Las Floristas, Inc. c/o Deborah Veady 3820 Chatwin Avenue Long Beach, CA 90808	\$20,000	Rancho Los Amigos Medical Center, Pediatric Department Programs

The Kenneth T. & Eileen L. Norris Foundation
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Charitable Donation Summary - Year End November 30, 2009

Organization	Deductible Portion	Project Title
Liberty Painting Corporation P.O. Box 930 Yreka, CA 96097	\$25,000	Unrestricted
Liberty Painting Corporation P.O. Box 930 Yreka, CA 96097	\$2,000	Operations & Equipment
Library Foundation of Los Angeles 630 West Fifth Street Los Angeles, CA 90071	\$25,000	Grandparents and Books
Little Company of Mary Community Health Foundation 1300 West 7th Street San Pedro, CA 90732	\$10,000	Women and Children's Clinic
Long Beach Aquarium of the Pacific 320 Golden Shore, Suite 150 Long Beach, CA 90802	\$30,000	Aquarium Education Fund
Long Beach Bar Foundation 3515 Linden Avenue Long Beach, CA 90807	\$5,000	SHORTSTOP
Long Beach Day Nursery 1548 Chestnut Avenue Long Beach, CA 90813	\$20,000	Early Intervention Program (EIP)
Long Beach Museum of Art 2300 East Ocean Boulevard Long Beach, CA 90803	\$20,000	The Lipton Collection
Long Beach Nonprofit Partnership 3635 Atlantic Avenue Long Beach, CA 90807	\$5,000	Capacity Building Support Initiative
Long Beach Public Library Foundation 101 Pacific Avenue Long Beach, CA 90822	\$10,000	Family Learning Centers
Los Angeles Conservancy 523 West Sixth Street, Suite 826 Los Angeles, CA 90014	\$10,000	Education & Outreach
Los Angeles County High School for the Arts Foundation Library North, Room 1034 5151 State University Drive Los Angeles, CA 90032	\$15,000	Dance Education
Los Angeles County Museum of Art 5905 Wilshire Boulevard Los Angeles, CA 90036	\$10,000	Evenings for Educators
Los Angeles Master Chorale Association 135 North Grand Avenue Los Angeles, CA 90012	\$10,000	20th Annual High School Choir Festival
Los Angeles Opera 135 North Grand Avenue Los Angeles, CA 90012	\$10,000	Education Programs
Los Angeles Philharmonic Association 151 South Grand Avenue Los Angeles, CA 90012	\$5,000	SummerSounds. Music & Art for Kids at the Hollywood Bowl

The Kenneth T. & Eileen L. Norris Foundation
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Charitable Donation Summary - Year End November 30, 2009

<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
Los Angeles Police Department-Harbor Area Juvenile Impact Program 221 North Bayview Avenue Wilmington, CA 90744	\$20,000	Juvenile Impact Program
Los Angeles Regional Foodbank 1734 East 41st Street Los Angeles, CA 90058	\$24,000	Food Distribution Fund
Loyola High School of Los Angeles 1901 Venice Boulevard Los Angeles, CA 90006-4496	\$10,000	Financial Aid
Mama's Kitchen 1875 Second Avenue San Diego, CA 92101	\$20,000	Children's Nutritional Health Program
Marymount College 30800 Palos Verdes Drive East Rancho Palos Verdes, CA 90275	\$25,000	The Kenneth T. and Eileen L. Norris Endowed Scholarship Fund
Marymount College 30800 Palos Verdes Drive East Rancho Palos Verdes, CA 90275	\$5,000	Team McFadden
Midnight Mission 601 South San Pedro Street Los Angeles, CA 90014	\$25,000	General Operating Support
Military Women In Need 10801 National Boulevard, Suite 560 Los Angeles, CA 90064	\$24,000	General Operating Support
Miller Children's Hospital c/o Memorial Medical Center Foundation 2801 Atlantic Avenue Long Beach, CA 90801	\$40,000	Miller Children's Expansion - Equipment Needs
Miller PTA 1975 Miller Avenue Escondido, CA 92025	\$8,000	Accelerated Reading Program
Missoula Children's Theatre 200 North Adams Street Missoula, MT 59802	\$5,000	Empowering Underserved California Youth through Participation in Musical Theatre
Monarch School Project 808 West Cedar Street San Diego, CA 92101	\$5,000	Core Program Operating Support
MOSTE 6601 Center Drive West, Suite 544 Los Angeles, CA 90045	\$5,000	MOSTE and More MOSTE Programs
Mothers Against Drunk Driving 5757 West Century Boulevard, Suite 615 Los Angeles, CA 90045	\$25,000	Victim Services and Outreach
Mount St. Mary's College 10 Chester Place Los Angeles, CA 90007	\$5,000	Associate's Degree in Nursing

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Charitable Donation Summary - Year End November 30, 2009

Organization	Deductible Portion	Project Title
Mountains Community Hospital Foundation P O. Box 1493 Lake Arrowhead, CA 92352	\$5,000	Extended Care Center Expansion
Muscular Dystrophy Association 4510 East Pacific Cost Highway Suite 430 Long Beach, CA 90804	\$10,000	MDA Southern California Clinics
Museum of Latin American Art (MoLAA) 628 Alamitos Avenue Long Beach, CA 90802	\$10,000	Aprende con MoLAA/Learn with MoLAA
Museum of Making Music, a division of the NAMM Foundation 5790 Armada Drive Carlsbad, CA 92008	\$10,000	The Robert Moog Synthesizer Exhibition
Museum of Making Music, a division of the NAMM Foundation 5790 Armada Drive Carlsbad, CA 92008	\$10,000	Comprehensive Research & Development for Interactive Room Transformation
Museum of Making Music, a division of the NAMM Foundation 5790 Armada Drive Carlsbad, CA 92008	\$5,000	Unrestricted
Museum of Making Music, a division of the NAMM Foundation 5790 Armada Drive Carlsbad, CA 92008	\$7,000	Underwrite Keith Emerson Performance
Music Center/Performing Arts Center of Los Angeles County 135 North Grand Avenue Los Angeles, CA 90012	\$50,000	Mark Taper Forum Rededication Campaign Pledge 2/2
Music for All Seasons 336 Park Avenue, Suite 2R Scotch Plains, NJ 07076-1100	\$5,000	Orangewood Children's Home
Music Intelligence Neural Development Institute (MIND Research Institute) 3631 South Harbor Boulevard, Suite 200 Santa Ana, CA 92704	\$15,000	Improving Children's Lives Through Education
My Stuff Bags Foundation 5347 Sterling Center Drive Westlake Village, CA 91361	\$20,000	2009 My Stuff Bags Program
National Action Council for Minorities in Engineering, Inc. (NACME) 440 Hamilton Avenue, Suite 302 White Plains, NY 10601-1813	\$10,000	NACME Scholars Program
National Foundation of Dentistry for the Handicapped 1800 15th Street Unite 100 Denver, CO 80202	\$5,000	Donated Dental Services (DDS)

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Charitable Donation Summary - Year End November 30, 2009

<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
National Multiple Sclerosis Society - Southern California Chapter 2440 South Sepulveda Boulevard, Suite 115 Los Angeles, CA 90064	\$15,000	The Eric Small Centers for Optimal Living with MS
Natural History Museum of Los Angeles County 900 Exposition Boulevard Los Angeles, CA 90007	\$50,000	School Visits Program and NHM Next Campaign
No Limits Theater Group 9801 Washington Boulevard, 2nd Floor Culver City, CA 90232	\$5,000	No Limits Speech and Language Educational Center
Norris Center for the Performing Arts 27570 Crossfield Drive Rolling Hills Estates, CA 90274	\$150,000	General Operating Support
Occidental College 1600 Campus Road Los Angeles, CA 90041	\$35,000	Norris Science Scholars Program
Ocean Institute 24200 Dana Point Harbor Drive Dana Point, CA 92629	\$10,000	Watershed Education Program
Okizu Foundation 16 Digital Drive, Suite 130 Novato, CA 94949	\$11,000	Camp Okizu-Oncology Camp
Old Globe Theatre P O Box 122171 San Diego, CA 92112-2171	\$5,000	The Old Globe 2009 Summer Shakespeare Festival and Shakespeare Education Programs
One Voice 1228 15th Street, Suite C Santa Monica, CA 90404	\$5,000	College Scholars Program
Operation Gratitude 16444 Refugio Road Encino, CA	\$5,000	Unrestricted
Operation Jump Start 3515 Linden Avenue Long Beach, CA 90807	\$25,000	College Access Mentoring Program
Operation Rainbow 4200 Park Boulevard PMB 157 Oakland, CA 94602	\$35,000	Operation Rainbow Medical Missions
Oralingua School for the Hearing Impaired 7056 South Washington Avenue Whittier, CA 90602	\$10,000	Support for Core Programming (Academic and Therapeutic)
Orange County Performing Arts Center 600 Town Center Drive Costa Mesa, CA 92626	\$5,000	Arts Teach
Otis College of Art and Design 9045 Lincoln Boulevard Los Angeles, CA 90045	\$10,000	Scholarship Campaign

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Organization	Deductible Portion	Project Title
Our Saviour Center 4368 Santa Anita Avenue El Monte, CA 91731	\$15,000	Emergency Food Distribution Program
Outreach Concern, Inc 2030 East Fourth Street, Suite 237 Santa Ana, CA 92705	\$5,000	School Expansion & Maintenance for the 2009-2010 School Year
Pajaro Valley Unified School District Aptos Junior High School Library 1001 Huntington Drive Aptos, CA 95003	\$5,000	Unrestricted
Palos Verdes Art Center 5504 West Crestridge Road Rancho Palos Verdes, CA 90275	\$24,950	Special Mornings Art Program
Palos Verdes Art Center 5504 West Crestridge Road Rancho Palos Verdes, CA 90275	\$5,000	Unrestricted
Palos Verdes Independence Day Celebration Committee P.O. Box 1182 Palos Verdes Estates, CA 90274	\$10,000	Kenneth T. Norris Heritage of Freedom Award - 4th of July 2009 Celebration
Palos Verdes Peninsula Land Conservancy 916 Silver Spur Road, Suite 207 Rolling Hills Estates, CA 90274-3810	\$10,000	3rd Grade Naturalist Program
Palos Verdes Sunset Rotary Charities, Inc. 3562 Heroic Drive Rancho Palos Verdes, CA 90275	\$15,000	Project Ego
Para Los Niños 500 Lucas Avenue Los Angeles, CA 90017-2002	\$5,000	Para Los Niños Charter Elementary School
Pasadena Conservatory of Music 100 North Hill Avenue Pasadena, CA 91106	\$5,000	Pasadena Conservatory Music Education Outreach Programs 2009-2010
Pasadena Symphony Association 117 East Colorado Boulevard, Suite 200 Pasadena, CA 91105	\$5,000	TEMPO! (Teaching the Essentials through Music Participation and Observation)
Peace Games, Inc 865 South Figueroa Street #900 Los Angeles, CA 90017	\$10,000	Block by Block Initiative
Pediatric Therapy Network 1815 West 213th Street, Suite 100 Torrance, CA 90501	\$10,000	Unrestricted
Pediatric Therapy Network 1815 West 213th Street, Suite 100 Torrance, CA 90501	\$20,000	General Operating Support
Peninsula Committee for the Los Angeles Philharmonic Orchestra P.O. Box 2122 Palos Verdes Peninsula, CA 90274	\$5,000	Youth Activities/ 5th Grade Students Concert at Norris Theatre

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<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
Peninsula Education Foundation P O Box 2632 Palos Verdes Peninsula, CA 90274	\$25,000	Counseling Staff at the College Career Center at Palos Verdes High
Peninsula Friends of the Library P O Box 2361 Palos Verdes Peninsula, CA 90274	\$25,000	Capacity-Building Grant for Fund Development
Peninsula Symphony Association P O Box 2602 Palos Verdes Peninsula, CA 90274-8602	\$10,000	2009 Norris Foundation Concert
Pepperdine University 24255 Pacific Coast Highway Malibu, CA 90263	\$10,000	Norris Scholars
Pets Are Wonderful Support 1546 North Argyle Avenue Hollywood, CA 90028	\$15,000	Long Beach Client Services
Philanthropic Research, Inc 4801 Courthouse Street Suite 220 Williamsburg, VA 23188	\$1,500	Honorary GuideStar Membership
Pitzer College 1050 N Mills Avenue Claremont, CA 91711-6101	\$10,000	Fabian Nunez '97 Scholarship Fund
Polytechnic School 1030 East California Boulevard Pasadena, CA 91106	\$15,000	The Next 100 Years Campaign - Restoration of Historic Classrooms
Pomona College 550 North College Avenue Claremont, CA 91711-6306	\$25,000	Educating Future Scientists' The Summer Undergraduate Science Program at Pomona College
Providence Speech and Hearing Center 1301 West Providence Avenue Orange, CA 92868	\$5,000	Low Income Subsidy Program
Public Counsel P O. Box 76900 Los Angeles, CA 90076	\$35,000	Vulnerable and At-Risk Children and Youth Program
Puente Learning Center 501 South Boyle Avenue Los Angeles, CA 90033	\$5,000	Academic and Workforce Development Ages 11-24
R M. Pyles Boys Camp 27211 Henry Mayo Drive Valencia, CA 91355-1009	\$5,000	Unrestricted
Rady Children's Hospital Foundation 3020 Children's Way, MC 5005 San Diego, CA 92123	\$40,000	Rady Children's Registered Nurse/Respiratory Therapist Residency in Pediatrics Program
Rancho Los Alamitos Foundation 6400 Bixby Hill Road Long Beach, CA 90815	\$25,000	Cottonwood Conservators - A Membership Development Program to Generate Increased Annual Operating Support
Rancho Los Cerritos Foundation 4600 Virginia Road Long Beach, CA 90807	\$10,000	Strong Roots - New Growth (Phase II Master Plan Projects)

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<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
Reading is Fundamental of Southern California, Inc. 7250 Bandini Boulevard Suite 208 Los Angeles, CA 90040	\$10,000	Motivational Reading Program
Red Scarf Society for the Performing Arts P O Box 1824 Yreka, CA 96097	\$5,000	Educational Outreach
Reprise Theatre Company 1575 Westwood Boulevard, Suite 204 Los Angeles, CA 90024	\$5,000	Student Matinee Series
Resources for Indispensable Schools and Educators (RISE) P O. Box 26405 Los Angeles, CA 90026	\$5,000	Los Angeles Program
Rolling Hills Preparatory School One Rolling Hills Prep Way San Pedro, CA 90732	\$5,000	Scholarship Fund
San Diego Food Bank 9850 Distribution Avenue San Diego, CA 92121	\$25,000	San Diego Food Bank General Operating Support
San Diego Rescue Mission P O Box 80427 San Diego, CA 92138-0427	\$30,000	San Diego Rescue Mission
San Diego Space & Science Foundation Reuben H Fleet Science Center P O Box 33303 San Diego, CA 92163	\$30,000	General Operating Support
San Gabriel Valley Foundation for Dental Health P.O Box 99 Temple City, CA 91780	\$5,000	Unrestricted Funding
Sandpipers, Inc P.O Box 72 Hermosa Beach, CA 90254	\$10,000	Children's Fund
Santa Monica Museum of Art 2525 Michigan Avenue Bergamot Station G1 Santa Monica, CA 90404	\$5,000	General Operating Support
Save-the-Redwoods League 114 Sansome Street Suite 1200 San Francisco, CA 94104	\$23,000	2009 General Operating Support
Scripps College 1030 Columbia Avenue Claremont, CA 91711	\$25,000	Norris Foundation Summer Science Research Fellowships
Sequoiah School 535 South Pasadena Avenue Pasadena, CA 91105	\$5,000	'Hands-On Science'

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Organization	Deductible Portion	Project Title
Shakespeare By the Sea 397 West 11th Street San Pedro, CA 90731	\$5,000	Shakespeare by the Sea's 2009 Season of Free Shakespeare
Shoes That Fit 1420 North Claremont Boulevard, Suite 107B Claremont, CA 91711	\$10,000	2009 Southern California Back-To-School and Holiday Shoes and Clothing Project
Siena House Maternity Home of Santa Cruz County 108 High Street Santa Cruz, CA 95060	\$2,500	Unrestricted
Siskiyou Arboretum P O Box 36 Yreka, CA 96097	\$1,000	Ford Institute Leadership Program, Cohort 1V Construction of Structure for Yreka Community Garden
Siskiyou County Library Vestal Foundation P.O. Box 117 Yreka, CA 96097	\$2,000	Yreka Friends of the Library for the Purchase of New Books
Siskiyou Domestic Violence & Crisis Center 118 Ranch Lane Yreka, CA 96097	\$15,000	Siskiyou Domestic Violence & Crisis Center
Southern California Conservatory of Music (SCCM) 8230 Fallbrook Avenue West Hills, CA 91304	\$5,000	Free Access to Music Education (FAME)
Southern California Grantmakers 1000 North Alameda Street Suite 230 Los Angeles, CA 90012	\$8,900	2009 Membership Renewal
Southern California Public Radio 89.3 KPCC-FM 261 South Figueroa Street, Suite 200 Los Angeles, CA 90012	\$5,000	Education Coverage
Special Olympics Southern California, Inc 6730 East Carson Street Long Beach, CA 90808	\$25,000	General Operating for Sports Training for Individuals with Intellectual Disabilities
Spreckels Organ Society 1549 El Prado, Suite 10 San Diego, CA 92101-1661	\$5,000	International Summer Festival
Sproul Ranch, Inc 42263 50th Street West Suite 610 Quartz Hill, CA 93536	\$10,000	Deaf Kids' Kamp
Stable Hands P.O. Box 1852 Yreka, CA 96097	\$10,000	Financial Support for Therapeutic Riding Program for Disabled Youth
Stone Soup Child Care Programs 15910 Ventura Boulevard, Suite 1702 Encino, CA 91436	\$30,000	Fee Support

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Organization	Deductible Portion	Project Title
Students Run L A 6505 Zelzah Avenue Reseda, CA 91335	\$15,000	Training for the Marathon; Training for Life
Teach for America-Los Angeles 606 South Olive Street, Suite 300 Los Angeles, CA 90014	\$25,000	Teach For America - Los Angeles Corps Member Support
Team Prime Time P O. Box 241496 Los Angeles, CA 90024	\$20,000	'Norris 20' Learning Group Project
The Catalyst Foundation 44758 Elm Avenue Lancaster, CA 93534	\$10,000	Primary Medical Care for Low-Income and Homeless Persons in the Antelope Valley
The Children's Burn Foundation 5000 Van Nuys Boulevard, Suite 450 Sherman Oaks, CA 91403	\$30,000	Full Recovery Program
The Children's Clinic 2790 Atlantic Avenue Long Beach, CA 90806	\$20,000	Core Operating Support
The Elizabeth Hospice, Inc 150 West Crest Street Escondido, CA 92025-9883	\$20,000	Hospice Charity Care
The Enamelist Society 4817 Delbrook Road Mechanicsburg, PA 17050-3009	\$10,000	Unrestricted
The Jeffrey Foundation 5470 West Washington Boulevard Los Angeles, CA 90016	\$15,000	Education, Recreation and Community Integration for Special Needs Students
The Jester & Pharley Phund P.O. Box 817 Palos Verdes Estates, CA 90274	\$15,000	Smiles For Kids With Cancer
The Monterey Museum of Art 559 Pacific Street Monterey, CA 93940	\$5,000	Los Angeles Rising. L A. Artists and the City
The Museum of Contemporary Art 250 South Grand Avenue Los Angeles, CA 90012	\$10,000	Contemporary Art Start
The Painted Turtle Gang Camp Foundation 1300 4th Street, Suite 300 Santa Monica, CA 90401	\$12,500	Medical Specialty Camp Program
The Planetary Society 65 North Catalina Avenue Pasadena, CA 91106-2301	\$5,000	Planetary Radio
The Saban Free Clinic 8405 Beverly Boulevard Los Angeles, CA 90048	\$10,000	Integrated Health Care Program
The Salvation Army - San Pedro Sage House & Torrance Adult Day Care Center 900 West James M. Wood Boulevard Los Angeles, CA 90015	\$30,000	San Pedro Sage House/Torrance Adult Day Care Center

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Charitable Donation Summary - Year End November 30, 2009

<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
The Salvation Army - Sierra del Mar Division 2320 Fifth Avenue San Diego, CA 92101	\$30,000	Meals and More: Serving San Diego's Homebound Seniors
Thelonious Monk Institute of Jazz 1801 Avenue of the Stars, Suite 302 Los Angeles, CA 90067	\$5,000	Jazz in the Classroom
Toberman Settlement House, Inc 131 North Grand Avenue San Pedro, CA 90731	\$23,000	Program and General Operating Support
Training, Education, and Research Institute 251 Airport Road Oceanside, CA 92058	\$10,000	RN Case Manager Program
TreePeople, Inc. 12601 Mulholland Drive Beverly Hills, CA 90210	\$15,000	Campus Forestry Program
TrinityCare Hospice Foundation 2601 Airport Drive, Suite 230 Torrance, CA 90505-6193	\$5,000	TrinityKids Care
Union Rescue Mission 545 South San Pedro Street Los Angeles, CA 90013	\$30,000	Women and Family Services
United Through Reading 11555 Sorrento Valley Road Suite 203 San Diego, CA 92121	\$30,000	United Through Reading Military Program
University of California - California State Summer School for Mathematics and Science Office of the President 1111 Franklin Street, Room 7202 Oakland, CA 94607-5200	\$25,000	Southern California COSMOS Site UC Irvine
University of California - Santa Barbara - College of Letters and Science Office of Development 4219 Cheadle Hall Santa Barbara, CA 93106-2013	\$20,000	The Norris Fellowships for Mentorship in Science
University of Redlands 1200 East Colton Drive P.O. Box 3080 Redlands, CA 92373-0999	\$150,000	Phase Two Science Campaign Construction of Appleton Hall Pledge 5/5
University of California Riverside 1150 University Avenue Suite 257A Riverside, CA 92521	\$10,000	CoperniKids and CoperniKids Family Cafe
Urban Education Partnership 315 West Ninth Street, Suite 1110 Los Angeles, CA 90015	\$7,000	Humanitas

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Organization	Deductible Portion	Project Title
USC - Ethel Percy Andrus Gerontology Center 3715 McClintock Avenue Los Angeles, CA 90089-0191	\$20,000	48Hr! Caregiver Retreat Program
USC - Flora L Thornton School of Music 840 West 34th Street, MUS 408 Los Angeles, CA 90089-0851	\$20,000	Thornton Outreach Program (TOP)
USC - Heather Anne Barnes Endowed Scholarship Fund USC Restricted Fund Accounting University Park Los Angeles, CA 90089-8003	\$5,000	Heather Anne Barnes Endowed Scholarship Fund
USC - Heather Anne Barnes Endowed Scholarship Fund USC Restricted Fund Accounting University Park Los Angeles, CA 90089-8003	\$10,000	Heather Anne Barnes Endowed Scholarship Fund
USC - Heather Anne Barnes Endowed Scholarship Fund USC Restricted Fund Accounting University Park Los Angeles, CA 90089-8003	\$7,000	Heather Anne Barnes Endowed Scholarship Fund
USC - Heather Anne Barnes Endowed Scholarship Fund USC Restricted Fund Accounting University Park Los Angeles, CA 90089-8003	\$5,000	Heather Anne Barnes Endowed Scholarship Fund
USC - Heather Anne Barnes Endowed Scholarship Fund USC Restricted Fund Accounting University Park Los Angeles, CA 90089-8003	\$10,000	Heather Anne Barnes Endowed Scholarship Fund
USC - Heather Anne Barnes Endowed Scholarship Fund USC Restricted Fund Accounting University Park Los Angeles, CA 90089-8003	\$10,000	Heather Anne Barnes Endowed Scholarship Fund
USC - Heather Anne Barnes Endowed Scholarship Fund USC Restricted Fund Accounting University Park Los Angeles, CA 90089-8003	\$10,000	Heather Anne Barnes Endowed Scholarship Fund
USC - Heather Anne Barnes Endowed Scholarship Fund USC Restricted Fund Accounting University Park Los Angeles, CA 90089-8003	\$5,000	Heather Anne Barnes Endowed Scholarship Fund
USC - Keck School of Medicine 1975 Zonal Avenue, KAM 415 Los Angeles, CA 90089-9032	\$10,000	NMES/BION Therapy in Head and Neck Cancer Patients

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Charitable Donation Summary - Year End November 30, 2009

<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
USC - Leventhal School of Accounting University of Southern California Citigroup Center Los Angeles, CA 90089-8201	\$5,000	Unrestricted
USC - Leventhal School of Accounting University of Southern California Citigroup Center Los Angeles, CA 90089-8201	\$60,000	The Scholarship in Honor of Professor Jack Larsen Pledge 2/5
USC - Men's Crew (Friends of USC Men's Rowing) 1026 West 34th Street Los Angeles, CA 90089-2500	\$10,000	Finalize the Facility Upgrade II, Boathouse Permitting and Project Management
USC/Norris Comprehensive Cancer Center 1975 Zonal Avenue, Suite 415 Los Angeles, CA 90089-9181	\$2,000,000	Norris Foundation Epigenome Center Pledge 2/5
USC - Physically Challenged Athletes Scholarship Fund Heritage Hall 203A MC0602 Los Angeles, CA 90089-0602	\$5,000	Unrestricted
USC - Physically Challenged Athletes Scholarship Fund Heritage Hall 203A MC0602 Los Angeles, CA 90089-0602	\$10,000	USC Physically Challenged Athletes Scholarship Fund
USC - Radio KUSC 515 South Figueroa Street, Suite 2050 Los Angeles, CA 90071	\$5,000	Classical Music Programming
USC - School of Cinematic Arts 900 West 34th Street, Room 465 Los Angeles, CA 90089-2211	\$100,000	USC School of Cinematic Arts Complex
USC - School of Pharmacy 1985 Zonal Avenue PSC 502 Los Angeles, CA 90033	\$25,000	Norris Foundation USC STAR Summer Research Scholars Program
USC - School of Pharmacy 1985 Zonal Avenue PSC 502 Los Angeles, CA 90033	\$44,000	Alzheimer's Disease Cause and Stages of Development Therapeutic Windows
USC - The Center on Philanthropy and Public Policy School of Policy, Planning, and Development 650 Childs Way, Room 210 Los Angeles, CA 90089-0626	\$10,000	Philanthropic Partners Program
USC - Town & Gown c/o Ms. Alli Solum 520 Toyopa Drive Pacific Palisades, CA 90272	\$80,000	Eileen Norris Endowment Fund

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<u>Organization</u>	<u>Deductible Portion</u>	<u>Project Title</u>
USC - Viterbi School of Engineering 3650 McClintock Avenue OHE 500 Los Angeles, CA 90089-1451	\$25,000	Women in Engineering (WiE) Program
Venice Community Housing Corporation 720 Rose Avenue Venice, CA 90291-2710	\$24,000	Venice YouthBuild
Venice Family Clinic 604 Rose Avenue Venice, CA 90291	\$10,000	Adult Primary Health Care
Walter Hoving Home, Inc 127 South El Molino Avenue Pasadena, CA 91101	\$24,000	Meals for Women
We Tell Stories 5740 York Boulevard Los Angeles, CA 90042	\$5,000	On Our Feet In Open Court PLUS
Wellness Community Foothills 200 East Del Mar Boulevard, Suite 118 Pasadena, CA 91105	\$10,000	Psychosocial Services for People Affected by Cancer
Wildlife Waystation 14831 Little Tujunga Canyon Road Angeles National Forest, CA 91342-5999	\$10,000	Unrestricted
World Childhood Leukemia Council 4503 Agnes Avenue Studio City, CA 91607	\$3,000	Unrestricted
YMCA - Ketchum/Downtown 401 South Hope Street Los Angeles, CA 90071	\$50,000	The YMCA-Norris Foundation Youth and Family Health Initiative Pledge 2/2
YMCA - San Pedro & Peninsula 301 South Bandini Street San Pedro, CA 90731	\$50,000	Wilmington YMCA Expansion and Renovation Project Pledge 3/4
YMCA - Siskiyou 350 Foothill Drive Yreka, CA 96097	\$20,000	Youth Fitness Center and Climbing Gymnasium
YMCA - Torrance/South Bay 2900 West Sepulveda Boulevard Torrance, CA 90505	\$15,000	CHAMPS Childhood Obesity Program Integration at YMCA Childcare Sites and at Harbor-UCLA Medical Center
YMCA - West Valley Family Branch 18810 Vanowen Street Reseda, CA 91335	\$10,000	Building Character & Fighting Youth Obesity through West Valley YMCA Youth Sports Program
Yosemite Institute 28 Geary Street, Suite 650 San Francisco, CA 94108	\$10,000	Diversity Initiative Scholarship Program
Youth Science Center 16949 Wedgeworth Drive Hacienda Heights, CA 91745	\$5,000	General Operating Support
Total	\$7,824,620	

KENNETH L. & EILEEN L.
NORRIS FOUNDATION

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GRANT INFORMATION

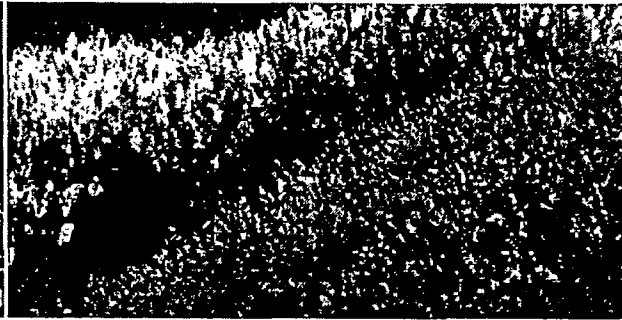
FEATURED ORGANIZATIONS

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FINANCIAL STATEMENTS

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GRANT INFORMATION

General Guidelines

> Funding Categories

> Because the Norris Foundation provides continuing support for many organizations, few new programs are added to the budget each year.

> Grant Qualifications

> General Guidelines

> Available funding resources allow approval of only a limited number of requests. A declination should not be considered a reflection upon the merits of the proposal or the related organization.

> Application Process

> Other Resources

> Letters of Inquiry or Intent are not required and will not be accepted in place of a proposal.

> Qualifying organizations may submit a request once a year and receive no more than one grant per year.

> Proposals are due by the category's closing date.

> Applicant will receive an answer within five months of window closing date.

> A Post-Grant Information Report will be required.

KENNETH I. & EILEEN L.
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GRANT INFORMATION

Funding Categories & Acceptance Windows

> Funding Categories

> Grant Qualifications

> General Guidelines

> Application Process

> Other Resources

Community

December 1 - January 31

- Applicants will receive responses within five months of window closing dates.

Cultural (the Arts)

December 1 - January 31

- Applicants will receive responses within five months of window closing dates.

Youth

February 15 - March 31

- Applicants will receive responses within five months of window closing dates.

Medicine

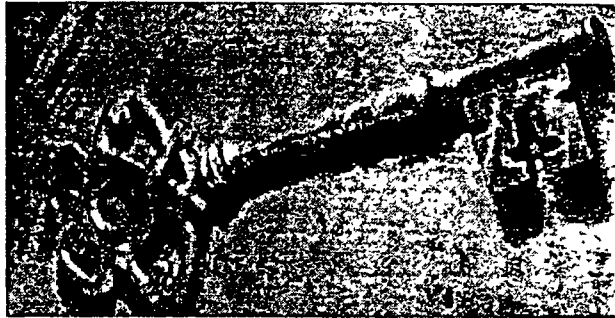
May 1 - June 30

- Applicants will receive responses within five months of window closing dates.

Education/Science

May 1 - June 30

- Applicants will receive responses within five months of window closing dates.

**KENNETH L. & EILEEN L.
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GRANT INFORMATION

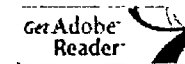
Application Process

Proposal must be structured and include the following:

1. Grant Application.
 - Download Acrobat Fillable Form
 - Download & Complete by Hand
2. History and goals of the organization.
3. Detailed description of the project.
4. Target and action plan of project, and expected results. Be sure to include project budget.
5. List of other organizations contacted for support of this specific project proposal, and the amount(s) requested from them.
6. Percentage of revenues coming from federal, state, and local governments.
7. List of current Board of Directors.
8. Tax exempt letter from the Internal Revenue Service.
9. The most recent audited financial statements and 990.
10. Any additional information that would support the application.

[> Funding Categories](#)
[> Grant Qualifications](#)
[> General Guidelines](#)
[> Application Process](#)
[> Other Resources](#)

You will need Adobe Reader in order to view/print application



Please address all communications to:

Ronald R. Barnes
Executive Director
The Kenneth T. & Eileen L. Norris Foundation
11 Golden Shore, Suite 450
Long Beach, California 90802

Grant Application

[illegible]

KENNETH T. & EILEEN L.
NORRIS FOUNDATION

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FAQ'S

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Grant Qualifications

> Funding Categories

> Organization must be tax exempt under the Section 501(c)(3) of the Internal Revenue Service Code.

> Grant Qualifications

> Most organizations are in the Southern California area.

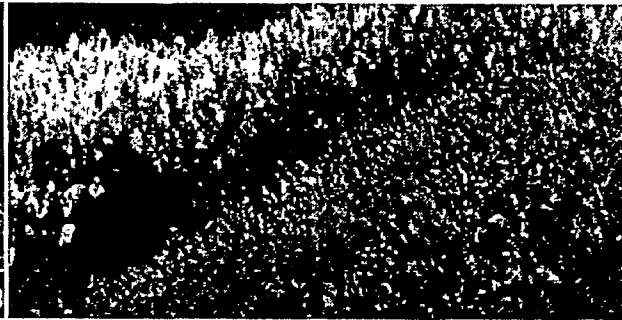
> General Guidelines

> Application Process

> The organization should apply within one of the Norris Foundation's funding areas:

> Other Resources

Community
Cultural
Youth
Medicine
Education/Science

**KENNETH L. & EILEEN L.
NORRIS FOUNDATION****HOME****GRANT INFORMATION****FEATURED ORGANIZATIONS****FAQ's****FINANCIAL STATEMENTS****ABOUT US****CONTACT US****GRANT INFORMATION****General Guidelines****> Funding Categories**

> Because the Norris Foundation provides continuing support for many organizations, few new programs are added to the budget each year.

> Grant Qualifications**> General Guidelines**

> Available funding resources allow approval of only a limited number of requests. A declination should not be considered a reflection upon the merits of the proposal or the related organization.

> Application Process**> Other Resources**

> Letters of Inquiry or Intent are not required and will not be accepted in place of a proposal.

> Qualifying organizations may submit a request once a year and receive no more than one grant per year.

> Proposals are due by the category's closing date.

> Applicant will receive an answer within five months of window closing date.

> A Post-Grant Information Report will be required.

KENNETH T. & EILEEN L.
NORRIS FOUNDATION

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Funding Categories & Acceptance Windows

> Funding Categories

> Grant Qualifications

> General Guidelines

> Application Process

> Other Resources

Community

December 1 - January 31

- Applicants will receive responses within five months of window closing dates.

Cultural (the Arts)

December 1- January 31

- Applicants will receive responses within five months of window closing dates.

Youth

February 15 - March 31

- Applicants will receive responses within five months of window closing dates.

Medicine

May 1 - June 30

- Applicants will receive responses within five months of window closing dates.

Education/Science

May 1- June 30

- Applicants will receive responses within five months of window closing dates.

2008 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	LEASEHOLD IMPROVEMENTS	VARIOUS	SL	.000		HY16	56,322.				56,322.	56,322.		0.	56,322.
2	LEASEHOLD IMPROVEMENTS	10/01/86	SL	10.00		HY16	8,708.				8,708.	8,708.		0.	8,708.
3	LEASEHOLD IMPROVEMENTS	12/15/86	SL	10.00		HY16	857.				857.	857.		0.	857.
4	FURNITURE & FIXTURES	09/01/86		5.00		HY16	16,753.				16,753.	16,753.		0.	16,753.
5	PAINTINGS	09/01/86		.000		HY16	754.				754.			0.	
6	COMPUTER SOFTWARE	12/23/98	SL	3.00		HY16	13,000.				13,000.	13,000.		0.	13,000.
	* TOTAL 990-PF PG 1 DEPR						96,394.				96,394.	95,640.		0.	95,640.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
6000 SHS GENERAL ELECTRIC	PURCHASED	08/04/87	02/25/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
55,423.	88,500.	0.	0.	<33,077.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
24000 SHS GENERAL ELECTRIC	PURCHASED	08/05/87	02/25/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
221,694.	116,663.	0.	0.	105,031.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
12000 SHS GENERAL ELECTRIC	PURCHASED	06/05/86	02/25/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
110,847.	177,000.	0.	0.	<66,153.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2400 SHS GENERAL ELECTRIC	22,169.	35,400.	0.	0.	<13,231.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1200 SHS GENERAL ELECTRIC	11,085.	17,700.	0.	0.	<6,615.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12000 SHS GENERAL ELECTRIC	110,847.	64,815.	0.	0.	46,032.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12000 SHS GENERAL ELECTRIC	110,847.	72,720.	0.	0.	38,127.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
6000 SHS MERCK	187,346.	96,465.	0.	PURCHASED 0.	03/01/91	11/03/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
4000 SHS MERCK	124,898.	68,422.	0.	PURCHASED 0.	03/21/91	11/03/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
12000 SHS GENERAL ELECTRIC	110,847.	90,666.	0.	PURCHASED 0.	05/06/93	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
2400 SHS GENERAL ELECTRIC	22,169.	35,400.	0.	PURCHASED 0.	07/21/94	02/25/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10000 SHS JOHNSON & JOHNSON	472,591.	127,022.	0.	0.	345,569.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6000 SHS GENERAL ELECTRIC	55,423.	88,500.	0.	0.	<33,077.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
25000 SHS CITIGROUP INC	144,019.	213,302.	0.	0.	<69,283.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8000 SHS GENERAL ELECTRIC	73,898.	118,000.	0.	0.	<44,102.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24000 SHS AMERICAN EXPRESS	303,867.	235,586.	0.	0.	68,281.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000 SHS AMERIPRISE FINANCIAL	16,201.	17,864.	0.	0.	<1,663.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8025 SHS HSBC HLDGS PLC	272,326.	240,160.	0.	0.	32,166.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6000 SHS AMERICAN EXPRESS	75,967.	61,170.	0.	0.	14,797.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3000 SHS AMERIPRISE FINANCIAL	48,602.	48,051.	0.	0.	551.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15000 SHS AMERICAN EXPRESS	189,917.	180,202.	0.	0.	9,715.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3000 SHS AMERIPRISE FINANCIAL	48,602.	43,107.	0.	0.	5,495.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15000 SHS CITIGROUP INC	86,412.	189,787.	0.	0.	<103,375.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4815 HSBC HLDGS PLC	163,396.	198,802.	0.	0.	<35,406.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
24000 SHS GENERAL ELECTRIC	221,694.	312,374.	0.	0.	<90,680.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4815 HSBC HLDGS PLC	163,396.	202,996.	0.	0.	<39,600.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2000 SHS GENERAL ELECTRIC	18,475.	29,500.	0.	0.	<11,025.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6000 SHS GENERAL ELECTRIC	55,423.	86,375.	0.	0.	<30,952.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8000 SHS NORTHERN TR CORP	374,192.	114,250.	0.	0.	259,942.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2000 SHS NORTHERN TR CORP	93,548.	29,688.	0.	0.	63,860.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1070 SHS HSBC HLDGS	36,310.	51,536.	0.	0.	<15,226.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15000 SHS AMERICAN EXPRESS	189,917.	302,579.	0.	0.	<112,662.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3000 SHS AMERIPRISE FINANCIAL	48,602.	25,672.	0.	0.	22,930.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
15000 SHS AMERICAN EXPRESS	189,917.	337,279.	0.	0.	<147,362.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1200 SHS AMERIPRISE FINANCIAL	19,441.	8,715.	0.	0.	10,726.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4800 SHS AMERIPRISE FINANCIAL	77,763.	33,563.	0.	0.	44,200.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
30000 SHS WELLS FARGO & COMPANY	455,013.	655,762.	0.	0.	<200,749.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4200 SHS WELLS FARGO & COMPANY	63,702.	91,749.	0.	0.	<28,047.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6000 SHS WELLS FARGO & COMPANY	91,003.	131,100.	0.	0.	<40,097.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
9800 SHS WELLS FARGO & COMPANY	148,638.	214,179.	0.	0.	<65,541.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10000 SHS HEINZ H.J.	333,466.	321,614.	0.	0.	11,852.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1 SH JM SMUCKER CO	22.	15.	0.	0.	7.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6448 SHS SMUCKER CO	239,529.	177,770.	0.	0.	61,759.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10000 SHS HEINZ H.J.	333,466.	311,259.	0.	0.	22,207.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1275 SHS HSBC HLDGS PLC	43,267.	68,096.	0.	0.	<24,829.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10000 SHS 3M CO	496,927.	647,000.	0.	0.	<150,073.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10000 SHS UNITED PARCEL SVC CLB	449,772.	638,850.	0.	0.	<189,078.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
33750 SHS BERKLEY W R CORP	PURCHASED	07/14/03	03/04/09		
	709,772.	537,130.	0.	0.	172,642.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
5 SHS BERKSHIRE HATHAWAY	PURCHASED	03/12/04	03/04/09		
	385,098.	473,900.	0.	0.	<88,802.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
30000 SHS ISHARES MSCI JAPAN	PURCHASED	03/31/04	01/22/09		
	260,876.	324,600.	0.	0.	<63,724.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
20000 SHS ISHARES MSCI JAPAN	PURCHASED	04/02/04	01/22/09		
	173,917.	215,400.	0.	0.	<41,483.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
18000 SHS ISHARES MSCI EMRG MKT	PURCHASED	04/21/04	01/28/09		
	393,514.	353,960.	0.	0.	39,554.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
5000 SHS SECTOR SPDR AMEX ENER	PURCHASED	10/15/04	02/27/09		
	206,356.	178,739.	0.	0.	27,617.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
10000 SHS ITT INDUSTRIES INC	PURCHASED	12/17/04	03/04/09		
	381,652.	419,441.	0.	0.	<37,789.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
8000 SHS ROYAL DUTCH SHELL CLA	PURCHASED	12/23/04	02/27/09		
	368,683.	449,109.	0.	0.	<80,426.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
10000 SHS SECTOR SPDR AMEX ENER	PURCHASED	03/23/05	02/27/09		
	412,712.	437,243.	0.	0.	<24,531.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
2000 SHS ROYAL DUTCH SHELL CLA	PURCHASED	05/11/05	02/27/09		
	92,171.	119,206.	0.	0.	<27,035.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
5000 SHS SECTOR SPDR AMEX ENER	PURCHASED	07/11/05	02/27/09		
	206,356.	230,472.	0.	0.	<24,116.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
2000 SHS ISHARES MSCI EMRG MKT	PURCHASED	09/13/05	01/28/09		
	43,724.	54,030.	0.	0.	<10,306.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
3750 SHS BERKLEY WR CORP	PURCHASED	11/07/05	03/04/09		
	78,864.	113,674.	0.	0.	<34,810.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
5000 SHS ISHARES MSCI EAFE GRO	PURCHASED	12/09/05	12/19/08		
	222,185.	277,550.	0.	0.	<55,365.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
20000 SHS VANGUARD HORIZON	PURCHASED	12/22/05	01/16/09		
	225,000.	390,200.	0.	0.	<165,200.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
15000 SHS VANGUARD STRATEGIC	PURCHASED	12/30/05	01/16/09		
	165,600.	330,900.	0.	0.	<165,300.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5000 SHS ISHARES MSCI EAFE GRO	222,185.	294,600.	0.	0.	<72,415.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4000 SHS AMERIPRISE FINANCIAL	64,803.	173,805.	0.	0.	<109,002.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10000 SHS VANGUARD INTL GROWTH	357,300.	693,311.	0.	0.	<336,011.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10000 SHS VANGUARD HORIZON	112,500.	209,900.	0.	0.	<97,400.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
10000 SHS VANGUARD HORIZON	PURCHASED	04/07/06	01/16/09		
	112,500.	217,200.	0.	0.	<104,700.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
10000 SHS VANGUARD INTL GROWTH	PURCHASED	04/07/06	01/16/09		
	357,300.	755,700.	0.	0.	<398,400.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
10 SHS BERKSHIRE HATHAWAY	PURCHASED	06/26/06	03/04/09		
	770,195.	924,911.	0.	0.	<154,716.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
2500 SHS BERKLEY W R CORP	PURCHASED	07/16/06	03/04/09		
	52,576.	84,930.	0.	0.	<32,354.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5 SHS BERKSHIRE HATHAWAY	385,098.	527,005.	0.	0.	<141,907.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5000 SHS 3M CO	248,464.	402,786.	0.	0.	<154,322.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5000 SHS SECTOR SPDR AMEX ENER	206,356.	338,400.	0.	0.	<132,044.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5000 SHS HEINZ HJ	166,733.	233,100.	0.	0.	<66,367.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
50000 SHS BRIGGS & STRATTON COR	PURCHASED	02/02/09	02/25/09		
	616,247.	818,175.	0.	0.	<201,928.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
10000 NUSTAR ENERGY LP UNIT	PURCHASED	02/11/09	03/10/09		
	418,009.	484,229.	0.	0.	<66,220.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
10000 SHS JOHNSON & JOHNSON	PURCHASED	02/11/09	03/11/09		
	472,591.	585,757.	0.	0.	<113,166.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
10000 SHS NORTHERN TR CORP	PURCHASED	02/11/09	03/11/09		
	467,740.	604,700.	0.	0.	<136,960.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
20000 SHS MERCK	624,488.	521,774.	0.	PURCHASED 0.	03/24/09	11/03/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
500M JP MORGAN CHASE & CO	500,000.	500,000.	0.	PURCHASED 0.	06/11/99	01/15/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
800M GOLDMAN SACHS GROUP	800,000.	800,000.	0.	PURCHASED 0.	06/29/99	05/22/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
500M TRANS-CANADA PL	500,000.	500,000.	0.	PURCHASED 0.	09/24/99	01/21/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1200M MORGAN JP & CO	1,200,000.	1,200,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000M SEARS ROEBUCK ACCEP	1,000,000.	1,000,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1000M HSBC HLDINGS	1,000,000.	1,000,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1300M COCA COLA ENTERPRISE	1,300,000.	1,300,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
1000M WACHOVIA CORP NEW	1,000,000.	1,000,000.	0.	PURCHASED	06/12/00	02/02/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
1000M REPUBLIC NY CORP	1,000,000.	1,000,000.	0.	PURCHASED	01/10/01	05/15/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
800M MERRILL LYNCH & CO	800,000.	800,000.	0.	PURCHASED	02/02/01	02/17/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
1000M BANKAMERICA CORP	1,000,000.	1,000,000.	0.	PURCHASED	07/27/01	02/17/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
600M DAIMLERCHRYSLER	600,000.	600,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500M DAIMLERCHRYSLER	500,000.	500,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500M HOUSEHOLD FIN CORP	500,000.	500,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500M GTE CALIFORNIA INC	500,000.	500,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500M FIRST TENN BANK MTN	500,000.	500,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500M GOLDMAN SACHS GROUP	500,000.	500,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
335M COUNTRYWD HM LN MTN	335,000.	335,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500M GTE CALIFORNIA INC	500,000.	500,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200M DU PONT E I DE NE	200,000.	200,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
415M GTE CALIFORNIA INC	415,000.	415,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
400M BELLSOUTH TELECOM	400,000.	400,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
VANGUARD INTL GRO	57,400.	0.	0.	0.	57,400.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
AMER FDS EURO PAC GROWT				PURCHASED		12/26/08
	22,357.	0.	0.	0.		22,357.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
AMER FDS NEW PERSPECTIVE				PURCHASED		12/26/08
	103,867.	0.	0.	0.		103,867.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
INTEGRAL CAPITAL III				PURCHASED		
	0.	4.	0.	0.		<4.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
INTEGRAL CAPITAL IV				PURCHASED		
	1,618.	0.	0.	0.		1,618.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
INTEGRAL CAPITAL V	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,120.	0.	0.	0.	1,120.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
INTEGRAL CAPITAL V	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	8,908.	0.	0.	<8,908.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
INTEGRAL CAPITAL VI	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	856.	0.	0.	<856.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
INTEGRAL CAPITAL VI	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,042.	0.	0.	0.	1,042.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WHITEHALL STREET REAL ESTATE XI			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
236.	0.	0.	0.	236.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WHITEHALL STREET REAL ESTATE XI			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
16,671.	0.	0.	0.	16,671.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WHITEHALL STREET REAL ESTATE XI			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
313.	0.	0.	0.	313.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WHITEHALL STREET REAL ESTATE XI			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
469.	0.	0.	0.	469.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEARS ROEBUCK ACCEPTANCE CLASS ACTION SETTLEMENT	721.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						721.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
TENANT HEALTHCARE CORP. CLASS ACTION SETTLEMENT	1,102.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						1,102.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED DONATED	DATE ACQUIRED	DATE SOLD
RESIDUAL RIGHTS BUYOUT	8,300.	0.	0.			
				(E) DEPREC.	(F) GAIN OR LOSS	
						8,300.

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

<2,823,173.>

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
CITY NATIONAL BANK	640.
CITY NATIONAL BANK - MONEY MARKET	39,838.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	40,478.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CORPORATE BOND AMORTIZATION PREMIUM	<250,028.>	0.	<250,028.>
DEDUCTIONS RELATED TO PORTFOLIO INCOME - ICP III	<64.>	0.	<64.>
DEDUCTIONS RELATED TO PORTFOLIO INCOME - ICP IV	<89.>	0.	<89.>
DEDUCTIONS RELATED TO PORTFOLIO INCOME - ICP V	<155.>	0.	<155.>
DEDUCTIONS RELATED TO PORTFOLIO INCOME - ICP VI	<261.>	0.	<261.>
DEDUCTIONS RELATED TO PORTFOLIO INCOME-WHITEHALL XI	<2,683.>	0.	<2,683.>
DIVIDEND INCOME - COMMON STOCK	1,691,924.	0.	1,691,924.
DIVIDEND INCOME - MUTUAL FUNDS	55,424.	0.	55,424.
INTEGRAL CAPITAL PARTNERS III, L.P. - INTEREST	33.	0.	33.
INTEGRAL CAPITAL PARTNERS IV - INTEREST	658.	0.	658.
INTEGRAL CAPITAL PARTNERS V - INTEREST	216.	0.	216.
INTEGRAL CAPITAL PARTNERS VI, L.P. - INTEREST	2,015.	0.	2,015.
INTEREST INCOME - CORPORATE BONDS	4,365,549.	0.	4,365,549.
MUNICIPAL BOND INTEREST AMORTIZATION	<66.>	0.	<66.>
WHITEHALL STREET R/E LTD XI - DIVIDENDS	207.	0.	207.
WHITEHALL STREET R/E LTD XI - INTEREST	1,091.	0.	1,091.
WHITEHALL STREET R/E LTD XII - DIVIDENDS	59.	0.	59.
WHITEHALL STREET R/E LTD XII - INTEREST	79.	0.	79.
TOTAL TO FM 990-PF, PART I, LN 4	5,863,909.	0.	5,863,909.

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
WHITEHALL STREET R/E LTD XI-PARTNERSHIP INCOME	408.	408.		
WHITEHALL STREET R/E LTD XI-OTHER INCOME	724.	724.		
WHITEHALL STREET R/E LTD XI-SEC 988 INCOME	1,427.	1,427.		
WHITEHALL STREET R/E LTD XI - SEC 1231 GAIN	182.	182.		
WHITEHALL STREET R/E LTD XI - SEC 987 GAIN	2,404.	2,404.		
WHITEHALL STREET REAL ESTATE L.P. XI - OTHER DEDUCTIONS	<48.>	<48.>		
WHITEHALL STREET REAL ESTATE L.P. XII-PARTNERSHIP INCOME	7,064.	7,064.		
TOTAL TO FORM 990-PF, PART I, LINE 11	12,161.	12,161.		

FORM 990-PF	ACCOUNTING FEES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX RETURN PREPARATION FEES	35,378.	24,765.		10,613.
TO FORM 990-PF, PG 1, LN 16B	35,378.	24,765.		10,613.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CUSTODIAN FEES	35,099.	35,099.		0.
TO FORM 990-PF, PG 1, LN 16C	35,099.	35,099.		0.

FORM 990-PF	TAXES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PERSONAL PROPERTY TAXES	180.	18.		162.
FOREIGN TAX EXPENSE	9,155.	9,155.		0.
EXCISE TAX	53,742.	0.		0.
STATE FILING FEE	10.	0.		0.
TO FORM 990-PF, PG 1, LN 18	63,087.	9,173.		162.

FORM 990-PF	OTHER EXPENSES		STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE	875,891.	437,946.		437,946.
PARKING	2,865.	1,433.		1,433.
INSURANCE	10,175.	10,175.		0.
EDUCATION	2,450.	0.		2,450.
TELEPHONE	2,023.	0.		2,023.
OFFICE EXPENSE	5,272.	2,636.		2,636.
MISCELLANEOUS	511.	428.		83.
DUES	500.	0.		500.
MAINTENANCE	4,871.	0.		4,871.
TO FORM 990-PF, PG 1, LN 23	904,558.	452,618.		451,942.

FOOTNOTES	STATEMENT	9
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THE FOLLOWING PORTION OF THIS COMPENSATION REPRESENTS AN OUTSIDE CONSULTANT FEE PAID FOR INVESTIGATING CHARITABLE ORGANIZATIONS TO WHICH THE FOUNDATION MAKES OR CONSIDERS MAKING CONTRIBUTIONS:

WILLIAM G. COREY \$36,000

RONALD BARNES AND WALTER ZANINO WERE INDIRECTLY COMPENSATED BY THE KENNETH T. AND EILEEN L. NORRIS FOUNDATION DURING THE TAXABLE YEAR AS EMPLOYEES OF KTN ENTERPRISES, INC., THE CORPORATION WHICH PROVIDES MANAGEMENT SERVICES TO THE FOUNDATION. THE AMOUNT OF THEIR RELATED COMPENSATION FROM THE CORPORATION FOR THE PERIOD DECEMBER 1, 2008 THROUGH NOVEMBER 30, 2009 WAS \$209,921 AND \$151,789, RESPECTIVELY.

RONALD BARNES IS THE SOLE OWNER OF KTN ENTERPRISES, INC.

THE COMPENSATION PAID DIRECTLY OR INDIRECTLY TO THE TRUSTEES WAS REASONABLE AND NECESSARY TO CARRY OUT THE EXEMPT PURPOSE OF THE FOUNDATION AND WAS NOT EXCESSIVE. THEREFORE, THE PAYMENTS OF COMPENSATION WERE NOT ACTS OF SELF-DEALING WITHIN THE MEANING OF REG. 53-4941(D) - (3)(C).

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 10

DESCRIPTION	AMOUNT
INTEGRAL CAPITAL PARTNERS III - UNREALIZED GAIN	3.
INTEGRAL CAPITAL PARTNERS V L.P. - UNREALIZED GAIN	6,789.
REVERSAL OF ACCRUAL OF UNPAID GRANTS AT 11/30/08	8,283,084.
TOTAL TO FORM 990-PF, PART III, LINE 3	8,289,876.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 11

DESCRIPTION	AMOUNT
INTEGRAL CAPITAL PARTNERS IV L.P. - UNREALIZED LOSS	1,075.
INTEGRAL CAPITAL PARTNERS VI, L.P. - UNREALIZED LOSS	167,795.
ACCRUAL OF UNPAID GRANTS 11/30/09	6,591,658.
INTEGRAL CAPITAL PARTNERS V., L.P. - BOOK/TAX DIFFERENCE	10.
WHITEHALL STREET REAL ESTATE L.P. XI - BOOK/TAX DIFFERENCE	14,534.
WHITEHALL STREET REAL ESTATE L.P. XII - BOOK/TAX DIFFERENCE	6,076.
WHITEHALL STREET REAL ESTATE L.P. XI - UNREALIZED LOSSES	17,221.
WHITEHALL STREET REAL ESTATE L.P. XII - UNREALIZED LOSS	27,378.
INTEGRAL CAPITAL PARTNERS VI., L.P. - BOOK/TAX DIFFERENCE	542.
TOTAL TO FORM 990-PF, PART III, LINE 5	6,826,289.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 12

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
500M CALIFORNIA ST		X	505,204.	506,795.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			505,204.	506,795.
TOTAL TO FORM 990-PF, PART II, LINE 10A			505,204.	506,795.

FORM 990-PF

CORPORATE STOCK

STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
10000 SHS WAL MART STORES	426,513.	545,500.
10000 SHS HOME DEPOT	126,667.	273,600.
12 SHS BERKSHIRE HATHAWAY	228,150.	1,207,200.
12000 SHS AMGEN	376,625.	676,200.
12000 SHS COCA-COLA	137,864.	686,400.
24000 SHS T. ROWE PRICE	166,789.	1,174,320.
24000 SHS T. ROWE PRICE	159,375.	1,174,320.
13 SHS BERKSHIRE HATHAWAY	333,593.	1,307,800.
18000 SHS JOHNSON & JOHNSON	228,640.	1,131,120.
15000 SHS HOME DEPOT	79,550.	410,400.
14000 SHS COCA-COLA	194,155.	800,800.
32000 SHS PROCTER & GAMBLE	204,020.	1,995,200.
18000 SHS HOME DEPOT	103,734.	492,480.
18000 SHS NORTHERN TR CORP	149,100.	890,820.
4000 SHS EXXON	130,564.	300,280.
4000 SHS EXXON	86,406.	300,280.
4000 SHS EXXON	86,406.	300,280.
60000 SHS CANADIAN NATL RY	231,560.	3,156,000.
24000 INTEL CORP.	96,938.	460,800.
24000 SHS COCA-COLA	173,971.	1,372,800.
24000 SHS INTEL CORP.	186,000.	460,800.
8000 SHS MICROSOFT CORP.	51,070.	235,280.
48000 SHS MICROSOFT CORP.	172,875.	1,411,680.
48000 SHS T. ROWE PRICE	174,723.	2,348,640.
27000 SHS HOME DEPOT.	170,460.	738,720.
30000 SHS HOME DEPOT	257,276.	820,800.
6400 SHS EXXON	138,250.	480,448.
32000 SHS INTEL CORP.	233,750.	614,400.
10000 SHS INTEL CORP.	120,859.	192,000.
64000 SHS MICROSOFT CORP.	334,200.	1,882,240.
4000 SHS COCA-COLA	24,843.	228,800.
4000 SHS COLGATE PALMOLIVE	154,685.	336,760.
8000 SHS JOHNSON & JOHNSON	81,875.	502,720.
8000 SHS JOHNSON & JOHNSON	88,675.	502,720.
8000 SHS PROCTER & GAMBLE	47,440.	498,800.
40000 SHS INTEL CORP.	280,000.	768,000.
48852 SHS NORTHERN TR CORP	200,000.	2,417,685.
5 SHS BERKSHIRE HATHAWAY	162,750.	503,000.
5148 SHS NORTHERN TR CORP	33,290.	254,775.
1600 SHS EXXON MOBIL	34,563.	120,112.
8000 SHS AMGEN	268,290.	450,800.
8000 SHS COCA-COLA	79,490.	457,600.
8000 SHS COCA-COLA	106,994.	457,600.
8000 SHS COLGATE PALMOLIVE	105,991.	673,520.
8000 SHS COLGATE PALMOLIVE	127,053.	673,520.
16000 SHS JOHNSON & JOHNSON	87,905.	1,005,440.
8000 SHS NORTHERN TR CORP	96,500.	395,920.

6000 SHS T. ROWE PRICE GROUP	55,625.	195,720.
4620 SHS CHEVRONTEXACO	194,908.	360,545.
7700 SHS CHEVRONTEXACO	295,294.	600,908.
18480 SHS CHEVRONTEXACO	392,165.	1,442,179.
6054 SHS PROCTER & GAMBLE	272,759.	377,461.
10000 SHS TRANSCANADA PIPELINES	144,668.	322,700.
1930 SHS MEDCO HEALTH SOLUTION	17,598.	121,899.
20000 SHS TRANSCANADA PIPELINE	323,126.	645,400.
5 SHS BERKSHIRE HATHAWAY	381,055.	503,000.
5000 SHS COLGATE PALMOLIVE	292,500.	420,950.
241 SHS MEDCO HEALTH SOLUTION	5,693.	30,443.
723 SHS MEDCO HEALTH SOLUTION	6,840.	91,329.
723 SHS MEDCO HEALTH SOLUTION	5,485.	91,329.
724 SHS MEDCO HEALTH SOLUTION	6,992.	91,456.
724 SHS MEDCO HEALTH SOLUTION	6,598.	91,456.
724 SHS MEDCO HEALTH SOLUTION	5,836.	91,456.
5000 SHS TRANSCANADA PIPELINE	73,266.	161,350.
5000 SHS TRANSCANADA PIPELINE	73,230.	161,350.
15000 SHS EXXON MOBIL	732,050.	1,126,050.
10000 CANADIAN NATL RY	311,060.	526,000.
10000 CANADIAN NATL RY	318,535.	526,000.
5176 MEDCO HEALTH SOLUTION	264,272.	653,832.
10344 ROYAL DUTCH SHELL CLB	76,549.	598,297.
2586 ROYAL DUTCH SHELL CLB	55,437.	149,574.
5172 ROYAL DUTCH SHELL CLB	113,567.	299,148.
7758 ROYAL DUTCH SHELL CLB	211,425.	448,723.
5172 ROYAL DUTCH SHELL CLB	158,952.	299,148.
3447 ROYAL DUTCH SHELL CLB	181,032.	199,374.
4200 SHS CHEVRONTEXACO	272,706.	327,768.
5000 SHS COLGATE PALMOLIVE	330,528.	420,950.
521 ROYAL DUTCH SHELL CLB	35,777.	30,134.
10000 SHS TRANSCANADA PIPELINES	301,581.	322,700.
5000 SHS MEDCO HEALTH SOLUTION	352,920.	631,600.
10000 SHS COLGATE PALMOLIVE	663,398.	841,900.
10000 SHS AMGEN	607,544.	563,500.
10000 SHS CANADIAN NATL RY	382,602.	526,000.
5000 SHS CHEVRONTEXACO	331,462.	390,200.
5000 SHS COCA-COLA	239,768.	286,000.
10000 SHS COLGATE PALMOLIVE	656,612.	841,900.
20000 SHS ENERGY TRANSFER PARTN	739,452.	865,800.
5000 SHS EXXON MOBIL	400,084.	375,350.
5000 SHS COLGATE PALMOLIVE	388,200.	420,950.
10000 SHS GOLDMAN SACHS GROUP	1,552,140.	1,696,600.
10000 SHS IBM CORP	1,044,537.	1,263,500.
5000 SHS ISHARES MSCI EAFE	276,700.	276,950.
10000 SHS MEDCO HEALTH SOLUTION	524,041.	631,600.
33000 SHS MICROSOFT CORP	924,300.	970,530.
20000 SHS NORTHERN TR CORP	1,195,116.	989,800.
10000 SHS NORTHERN TR CORP	573,218.	494,900.
10000 SHS NORTHERN TR CORP	556,877.	494,900.
20000 SHS POWERSHARES QQQ	800,000.	871,200.
20000 SHS POWERSHARES QQQ	837,600.	871,200.
20000 SHS PROCTER & GAMBLE	1,001,624.	1,247,000.
13946 SHS PROCTER & GAMBLE	650,943.	869,533.

10000 SHS WAL MART STORES	543,179.	545,500.
20000 SHS WAL MART STORES	995,438.	1,091,000.
TOTAL TO FORM 990-PF, PART II, LINE 10B	29,695,291.	67,875,422.

FORM 990-PF	CORPORATE BONDS	STATEMENT 14
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1090M ALLSTATE CORP.	1,090,000.	1,090,000.
400M CREDIT SUISSE FB USA	407,724.	435,856.
1000M BELL SOUTH CAP FUNDING	1,000,384.	1,014,790.
1000M FIRST UN NATL BANK	1,000,366.	1,012,190.
500M HOUSEHOLD FINANCE CO	504,545.	520,175.
500M VERIZON GLOBAL FDG	504,906.	531,170.
500M WELLS FARGO & CO	502,275.	539,630.
300M BOEING CAP CORP	301,596.	319,041.
500M BOEING CAP CORP	503,356.	528,130.
1000M CHASE MANHATTAN CORP	1,006,992.	1,036,680.
500M CREDIT SUISSE FB USA	495,585.	544,820.
500M GENERAL ELEC CAP CORP	501,469.	540,220.
500M GOLDMAN SACHS GROUP	502,889.	516,805.
500M GOLDMAN SACHS GROUP	504,470.	547,010.
500M HEWLETT PACKARD	509,874.	560,960.
500M MORGAN ST DEAN WITTE	503,814.	518,175.
500M MORGAN ST DEAN WITTE	505,603.	546,195.
1000M MORGAN STANLEY DEAN	1,005,946.	1,066,630.
500M SEARS ROEBUCK	494,140.	385,000.
500M TAMPA ELECTRIC	507,414.	544,065.
500M VERIZON GLOBAL FDG	503,449.	531,170.
500M VERIZON NEW JERSEY	477,070.	538,020.
360M ALCOA INC	365,588.	372,845.
500M MAY DEPARTMENT STORE	527,974.	507,500.
167 EURO INV BANK EMTN	243,263.	260,578.
266 BRIT COLUMBIA EMTN	238,021.	276,802.
500M WAL MART	479,250.	502,125.
500M SLM CORP MTN	483,160.	497,655.
400M SBC COMMUNICATIONS	397,028.	417,732.
500M GANNETT CO INC	499,955.	492,500.
400M WALT DISNEY CO	401,781.	430,120.
500M HSBC FIN CORP	504,754.	523,700.
500M BEAR STEARNS COS	497,750.	524,545.
500M BELL SOUTH CORP NT	503,674.	542,055.
500M VIACOM INC SR NT	503,178.	529,050.
500M HOUSEHOLD FIN CORP	507,928.	546,590.
500M GE CAPITAL CORP MTN	505,336.	538,250.
500M CSX CORP	495,000.	530,030.
500M MSDW SUB NT	483,530.	508,770.
500M BEAR STERNS & CO NT	506,398.	553,185.
500M CISCO SYSTEMS NOTE	493,215.	562,655.

500M BEAR STEARNS COS	499,355.	517,435.
500M AMGEN INC	503,724.	557,305.
500M BEAR STEARNS COS INC	500,000.	536,145.
1000M BEAR STEARNS COS INC	1,000,755.	1,033,240.
1000M CATERPILLAR FIN	1,000,000.	1,091,920.
500M CITIGROUP INC	486,540.	533,135.
500M CITIGROUP INC	470,655.	516,775.
500M CS FIRST BOSTON USA	500,697.	544,820.
500M CS FIRST BOSTON USA	504,428.	549,870.
500M DETROIT EDISON CC	507,061.	542,845.
1000M DOW CHEM CO	1,000,000.	1,011,460.
1000M FIRST TENN BK	927,910.	941,530.
1000M GENERAL ELEC CAP	929,550.	1,046,160.
1000M GLAXOSMITHKLINE	992,140.	1,076,650.
500M HEWLETT PACKARD	494,835.	554,060.
500M HOME DEPOT	471,505.	533,040.
1000M HSBC FIN CORP	1,028,447.	1,061,080.
500M JOHNSON CTLS INC	505,044.	524,885.
1000M JP MORGAN CHASE NT	1,045,656.	1,100,950.
1000M KEY BK N A MTN	1,025,655.	1,043,420.
1000M MERRILL LYN & CO MTN	1,016,084.	1,061,400.
1000M MERRILL LYNCH & CO	1,014,622.	1,075,980.
1000M MORGAN STANLEY	994,100.	1,072,810.
1000M NATL RURAL UTIL NT	1,011,004.	1,116,900.
1000M SOUTHWESTERN ELEC	959,300.	1,031,640.
1000M TARGET CORP	995,800.	1,089,810.
500M VERIZON COMMUN INC	493,850.	550,190.
455M MORGAN STANLEY NT	455,543.	456,497.
1000M MBNA CORP SR MTN	961,250.	1,012,790.
315M MORGAN STANLEY SR NT	315,577.	319,394.
1000M NATIONAL RURAL UTILS	1,000,000.	1,032,960.
1000M CITIGROUP INC	1,013,572.	1,057,250.
1000M BEAR STEARNS CO INC	1,011,573.	1,123,740.
1000M AT&T INC	1,010,814.	1,102,630.
1000M WELLS FARGO & CO	998,000.	1,079,260.
1000M WELLS FARGO & CO	977,910.	1,048,170.
1000M AMERICAN EXPRESS BK	905,510.	1,072,950.
1000M AMERICAN EXPRESS BK	910,900.	1,072,950.
1000M MONUMENTAL GLOBAL FD	903,190.	1,050,050.
1000M PRINCIPAL LIFE INC	918,770.	1,067,210.
1000M ALLSTATE LIFE GL	1,000,408.	1,077,900.
500M XEROX CORP	504,989.	532,030.
1000M CME GROUP	1,029,524.	1,092,180.
1000M AMERICAN EXPRESS CR	1,023,733.	1,135,910.
1000M JP MORGAN CHASE	993,800.	1,088,820.
1000M CONOCOPHILLIPS	1,021,941.	1,086,710.
1000M US BK NATL ASSN	1,033,538.	1,132,040.
1000M GOLDMAN SACHS GROUP	1,035,861.	1,103,520.
500M MORGAN STANLEY	508,137.	544,850.
500M NORDSTROM INC	512,138.	564,600.
1000M SOUTHTRUST CORP	962,090.	1,060,050.
1000M WASTE MGMT INC	1,037,235.	1,135,050.
1000M GEN ELEC CAP CORP	1,000,000.	1,022,860.
1000M DIAGEO FIN BV	1,004,901.	1,109,750.

500M HOME DEPOT INC	499,665.	533,040.
500M WELLS FARGO & CO	510,384.	521,730.
1000M UBS AG STAMFORD CT	857,500.	1,037,720.
500M GENERAL ELEC CAP	443,245.	515,540.
TOTAL TO FORM 990-PF, PART II, LINE 10C	69,211,065.	74,089,025.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 15
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
46555 SHS AMERICAN FUNDS NEW PERSPECTIVE FUND	COST	500,000.	1,181,572.
19142 SHS AMERICAN FUNDS NEW PERSPECTIVE FUND	COST	250,000.	485,827.
16119 SHS AMERICAN FUNDS EURO PAC GROWTH FUND	COST	250,000.	620,729.
INTEGRAL CAPITAL III	COST	8,268.	4,977.
INTEGRAL CAPITAL IV	COST	28,230.	30,113.
INTEGRAL CAPITAL V	COST	0.	83,318.
INTEGRAL CAPITAL VI	COST	277,779.	310,165.
WHITEHALL STREET REAL ESTATE LP XI	COST	100,990.	92,809.
WHITEHALL STREET REAL ESTATE LP XII	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,415,267.	2,809,510.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 16
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	56,322.	56,322.	0.
LEASEHOLD IMPROVEMENTS	8,708.	8,708.	0.
LEASEHOLD IMPROVEMENTS	857.	857.	0.
FURNITURE & FIXTURES	16,753.	16,753.	0.
PAINTINGS	754.	0.	754.
COMPUTER SOFTWARE	13,000.	13,000.	0.
TOTAL TO FM 990-PF, PART II, LN 14	96,394.	95,640.	754.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	17
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
INTEGRAL CAPITAL V - EXCESS BASIS	0.	28,628.	
WHITEHALL STREET REAL ESTATE LP XII - EXCESS BASIS	0.	3,742.	
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	32,370.	

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	18
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HARLYNE J. NORRIS 11 GOLDEN SHORE, SUITE 450 LONG BEACH, CA 90802	TRUSTEE 5.00	4,000.	0.	0.
WILLIAM G. COREY, M.D. 11 GOLDEN SHORE, SUITE 450 LONG BEACH, CA 90802	TRUSTEE 20.00	40,000.	0.	0.
RONALD R. BARNES 11 GOLDEN SHORE, SUITE 450 LONG BEACH, CA 90802	EXECUTIVE DIRECTOR 35.00	4,000.	0.	0.
LISA HANSEN 11 GOLDEN SHORE, SUITE 450 LONG BEACH, CA 90802	TRUSTEE 5.00	3,000.	0.	0.
WALTER ZANINO 11 GOLDEN SHORE, SUITE 450 LONG BEACH, CA 90802	TRUSTEE 35.00	4,000.	0.	0.
BRADLEY K. NORRIS 11 GOLDEN SHORE, SUITE 450 LONG BEACH, CA 90802	TRUSTEE 5.00	3,000.	0.	0.
JAMES MARTIN 11 GOLDEN SHORE, SUITE 450 LONG BEACH, CA 90802	TRUSTEE 5.00	3,000.	0.	0.

THE KENNETH T. AND EILEEN L. NORRIS FOUN

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KIMBERLEY PRESLEY	TRUSTEE			
11 GOLDEN SHORE, SUITE 450	5.00	4,000.	0.	0.
LONG BEACH, CA 90802				

BECKY ACCORDINO	GRANTS ADMINISTRATOR			
11 GOLDEN SHORE, SUITE 450	35.00	2,000.	0.	0.
LONG BEACH, CA 90802				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		67,000.	0.	0.
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