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## Form 990-PF

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

OMB No 1545 0052

2009

Department of the Treasury
Internal Revenue Service Note: The foundation m

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements For calendar year 2009, or tax year beginning , 2009, and ending G Check all that apply. Initial return Initial Return of a former public charity Final return Amended return Address change Name change Employer identification number Use the BERCAW FAMILY FOUNDATION IRS label 06-1649745 Otherwise, 3530 W GARRY AVE Telephone number (see the instructions) print SANTA ANA, CA 92704 (714) 384-0506 or type See Specific C If exemption application is pending, check here Instructions D 1 Foreign organizations, check here X Section 501(c)(3) exempt private foundation Н Check type of organization 2 Foreign organizations meeting the 85% test, check here and attach computation Other taxable private foundation Section 4947(a)(1) nonexempt charitable trust If private foundation status was terminated Fair market value of all assets at end of year J Accounting method X Cash under section 507(b)(1)(A), check here (from Part II, column (c), line 16) Other (specify) If the foundation is in a 60-month termination **►** \$ under section 507(b)(1)(B), check here 689,579 (Part I, column (d) must be on cash basis.) Part | Analysis of Revenue and (a) Revenue and (d) Disbursements (b) Net investment (c) Adjusted net Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) expenses per books for charitable income income purposes (cash basis only) (see the instructions)) Contributions, gifts, grants, etc, received (att sch) 50,000 if the foundn is not req to att Sch B Interest on savings and temporary cash investments CEIVED Dividends and interest from securities 13,898 13,898 5a Gross rents b Net rental income or (loss) NOV **0 9** Z010 48,497 REVERU 6a Net gain/(loss) from sale of assets not on line 10 **b** Gross sales price for all assets on line 6a 3,729,448 48,497 Capital gain net income (from Part IV, line 2) OCDEN, UT 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances **b** Less Cost of goods sold c Gross profit/(loss) (att sch) 11 Other income (attach schedule) SEE STATEMENT 1 7,393 7,393 788 Total. Add lines 1 through 11 69,788 0 13 Compensation of officers, directors, trustees, etc. Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) SEE ST 2 4,675 4,675. **b** Accounting fees (attach sch) c Other prof fees (attach sch) SEE ST 3 2.969 2,969. SCANNED NOV 1 0 2010 17 Interest 50 50. 310 18 Taxes (attach schedule)(see instr.) SEE STM 4 10. 19 Depreciation (attach sch) and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (attach schedule) SEE STATEMENT 5 13 Total operating and administrative 8,017 7,704 expenses. Add lines 13 through 23 Contributions, gifts, grants paid PART XV 165,000 165,000. Total expenses and disbursements. 7,704 Add lines 24 and 25 173,017 0 165,000. Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements -53,22962,084 **b** Net investment income (if negative, enter 0) 0 C Adjusted net income (if negative, enter 0)

Page 2

| Parl              | 11   | Balance Sheets Attached schedules and amounts in the description column should be for end of year amounts only              | Beginning of year          | End o          | <del></del>                            |
|-------------------|------|---|----------------------------|----------------|--|
|                   |      | (See instructions )   | (a) Book Value             | (b) Book Value | (c) Fair Market Value                  |
|                   | 1    | Cash – non-interest-bearing   |                            |                |  |
|                   | 2    | Savings and temporary cash investments  | 426,820.                   | 62,125.        | 62,125.                                |
|                   | 3    | Accounts receivable   |                            |                |  |
|                   | ١.   | Less allowance for doubtful accounts  |                            |                | ······································ |
|                   | 4    | Pledges receivable  |                            |                |  |
|                   | _    | Less allowance for doubtful accounts  | <del></del>                |                |  |
|                   | 5    | Grants receivable   | <del></del>                |                |  |
|                   | 6    | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions) |                            |                |  |
|                   | 7    | Other notes and loans receivable (attach sch)   |                            |                |  |
| A                 |      | Less. allowance for doubtful accounts   |                            |                |  |
| S                 | 8    | Inventories for sale or use   |                            |                |  |
| A<br>S<br>E<br>T  | 9    | Prepaid expenses and deferred charges   |                            |                |  |
| Ś                 | 10:  | a Investments — U.S. and state government obligations (attach schedule)   |                            |                |  |
|                   |      | b Investments — corporate stock (attach schedule) STATEMENT 6   | 268,096.                   | 579,562.       | 627,454.                               |
|                   | I    | c Investments — corporate bonds (attach schedule)   | 2007 0301                  | 3.3,302.       | 02771011                               |
|                   |      | Investments — land, buildings, and equipment basis  |                            |                |  |
|                   |      | Less accumulated depreciation (attach schedule)   | \$                         | -              |  |
|                   | 12   | Investments – mortgage loans  |                            |                |  |
|                   | 13   | Investments — other (attach schedule)   |                            |                |  |
|                   | 14   | Land, buildings, and equipment. basis   |                            |                |  |
|                   | '~   | Less, accumulated depreciation  |                            | =              |  |
|                   |      | (attach schedule)   |                            |                |  |
|                   | 15   | /   |                            |                |  |
|                   | 16   | Total assets (to be completed by all filers — see instructions. Also, see page 1, item l)                                   | 694,916.                   | 641,687.       | 689,579.                               |
| Ļ                 | 17   | Accounts payable and accrued expenses   |                            |                |  |
| À                 | 18   | Grants payable  |                            |                |  |
| В                 | 19   | Deferred revenue  |                            |                |  |
| Ļ                 | 20   | Loans from officers, directors, trustees, & other disqualified persons  |                            |                |  |
| I<br>T            | 21   | Mortgages and other notes payable (attach schedule)   |                            |                |  |
| Ī                 | 22   | Other liabilities (describe   |                            |                |  |
| E<br>S            | 23   | Total liabilities (add lines 17 through 22)   | 0.                         | 0.             |  |
|                   |      | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.                          |                            |                |  |
| N F               | 24   | Unrestricted  |                            |                |  |
| N F<br>E U<br>T N | 25   | Temporarily restricted  |                            |                |  |
| D                 | 26   | Permanently restricted  |                            |                |  |
| A B S A L T A     |      | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.                                       |                            |                |  |
| E L<br>T A<br>S N | 27   | Capital stock, trust principal, or current funds  |                            | -              |  |
| SNC               | 28   | Paid-in or capital surplus, or land, building, and equipment fund   |                            |                |  |
| 0 E               | 29   | Retained earnings, accumulated income, endowment, or other funds.   | 694,916.                   | 641,687.       |  |
| RS                | 30   | Total net assets or fund balances (see the instructions) Total liabilities and net assets/fund balances                     | 694,916.                   | 641,687.       |  |
|                   | 31   | (see the instructions)  | 694,916.                   | 641,687.       |  |
| Parl              | III  | Analysis of Changes in Net Assets or Fund Balanc  |                            |                |  |
| 1                 | Tota | I net assets or fund balances at beginning of year — Part II, colum   | nn (a), line 30 (must agre | e with         |  |
| _                 |      | of-year figure reported on prior year's return)   | -                          | 1              | 694,916.                               |
| _                 |      | r amount from Part I, line 27a  |                            | 2              | -53,229.                               |
| 3<br>4            |      | Increases not included in line 2 (itemize)  |                            |                | 641 607                                |
| 5                 |      | lines 1, 2, and 3 ases not included in line 2 (itemize)   |                            | 4 5            | 641,687.                               |
| _                 |      | I net assets or fund balances at end of year (line 4 minus line 5)  | - Part II, column (h) line |                | 641,687.                               |
|                   |      |   | , 55.51111 (5), 11116      |                |  |

| (a) Lat and describe the kindfo; of property sold (ag., real catale, 2- pectods of the control day, year)  2-story brick waterboars; or common stock, 200 shares MLC Company)  1a PUBLICLY TRADED SECURITIES  P VARIOUS VARIOUS  c d d e (e) Gross sales price (f) Deparation allowed (ar alloweddle)  e (e) Gross sales price (f) Deparation allowed (ar alloweddle)  a 3, 621, 257, 3, 549, 932, 71, 325, 5  b 108, 191, 31, 019, -22, 828, 6  d e Complete only for assets showing gen in column (f) and owned by the foundation on 12/31/69  d e Complete only for assets showing gen in column (f) and owned by the foundation on 12/31/69  (g) Fair Market Value (g) Adjusted bases (h) Excess of column (g) fairy was on 1/231/69 (ar alloweddle)  a 10/31/69  2 Capital gen net income or (net capital loss)  C Capital gen net income or (net capital loss)  C Capital gen net income or (net capital loss)  If gen, also enter in Part I, line 8, column (g) (see the instructions) If (loss), enter -0- in Part I, line 7  Part Y Qualification Unider Section 4940(c) for Reduced Tax on Net Investment income)  If section 4940(c)(2) applies, leave this part blank  Was the foundation discs of qualify under section 4940(c). Do not complete the part length of gross as eases the foundation hable for the section 4940(c) to under the part Line 7  2 Capital gen net income of qualify under section 4940(c). Do not complete the part line 8  Part Y Qualification Unider Section 4940(c). Do not complete the part line 8  2 Capital gen net more on qualify under section 4940(c). Do not complete the part line 9  2 Capital gen return capital section 4940(c). Do not complete the part line 9  2 Capital gen return on the part blank  Was the foundation discs on qualify under section 4940(c). Do not complete the part line 9  2 Capital general parts are more and column for each of the part line 9  2 Capital general general general general development line 9  2 Capital general general general general development line 9  3 Adjusted general general general general general general  | Part IV Capital Gains and I   | osses for Tax on Investmen   | t Income  |              |                      |                                       |
|--|---|--|---|--------------|----------------------|---------------------------------------|
| b PUBLICLY TRADED SECURITIES P VARIOUS VARIOUS  c d d e (e) Gross sales price (f) Deprecation allowed (g) Cost or either base price (e) place price of sale plus expenses of sale (e) plus (f) minus (g) a 3,621,257. 3,549,932. 71,325. b 108,191. 131,01922,828. c d d e Complete only for assets showing gain in column (f) and owned by the foundation on 12/31/69 (f) from the column (f) over column (f), if any as of 12/31/69 (g) Fact of the sale of the column (f) over column (f), if any as of 12/31/69 (g) Fact of the sale of the column (f) over column (f), if any as of 12/31/69 (g) Fact of the sale of the column (f) over column (f), if any as of 12/31/69 (g) Fact of the sale of the column (f) over column (f), if any as of 12/31/69 (g) Fact of the sale of the column (f) over column (f), if any as of 12/31/69 (g) Fact of the sale of the column (f) over column (f), if any as of 12/31/69 (g) Fact of the sale of the column (f) over column (f), if any as of 12/31/69 (g) Fact of the sale of the column (f) over column (f), if any over    | (a) List and describ  | e the kind(s) of property sold (e.g., re   | eal estate.   | P - Purchase |                      |                                       |
| Depth Intervention   P   | 1a PUBLICLY TRADED SEC  | P  | VARIOUS   | VARIOUS      |                      |                                       |
| Comparison   Com   | b PUBLICLY TRADED SEC   | P  |   |              |                      |                                       |
| (e) Gross sales price  (f) Degree ration allowed (gr Cost or other basis (e) Dain or rices) (e) plus (f) mirrus (g)  a 3, 621, 257.  b 108, 191.  c 131, 019.  -22, 828.  c d .  d .  e Complete only for assets showing gain in column (ft) and owned by the foundation on 12/31/69 (g) Fair Market Value (g) Adjusted basis as of 12/31/69 (g) Fair Market Value (g) Adjusted basis (over column (g), 1 any over column (g), 1 any over column (g), 2 and mirror column (g), 3 and mi | С   |  |   |              |                      |                                       |
| (e) Gross sales price (f) Depreciation allowed (g) Cord or other basis (h) Gain or (foss) (e) plus (f) minus (g)  a 3, 621, 257.  b 108, 191.  c 131, 019.  -22, 828.  c e  d e  Complete only for assets showing gain in column (f) and owned by the foundation on 12/31/69 (i) Gains (folium fit) gain mare column (g) as of 12/31/69 (ii) Gains (folium fit) gain mare column (g) and owned by the foundation on 12/31/69 (ii) Gains (folium fit) gain mare column (g) by the foundation on 12/31/69 (ii) Gains (folium fit) gain mare column (g) by the foundation on 12/31/69 (ii) Gains (folium fit) gain mare column (g) by the foundation on 12/31/69 (iii) Gains (folium fit) gain mare column (g) by the folium fit) gain mare column (g) by the folium fit) gain mare column (g) by the folium fit gain, also enter in Part I, line 8, column (g) (see the instructions) if (loss), enter -0- in Part I, line 7 and I, line 8 (ii) gain, also enter in Part I, line 8, column (g) (see the instructions) if (loss), enter -0- in Part I, line 7 and I, line 8 (iii) gain, also enter in Part I, line 8, column (g) (see the instructions) if (loss), enter -0- in Part I, line 7 and I, line 8 (iii) gain, also enter in Part I, line 8, column (g) (see the instructions) if (loss), enter -0- in Part I, line 7 and I, line 8 (iii) gain, also enter in Part I, line 8, column (g) (see the instructions) if (loss), enter -0- in Part I, line 7 and I, line 8 (iii) gain, also enter in Part I, line 8, column (g) (see the instructions) if (loss), enter -0- in Part I, line 7 and I, line 8 (iii) gain mare column (g) gain mare column (g) gain in gain (gain gain gain gain gain gain gain gain   | d   |  |   |              | <u> </u>             |                                       |
| Section 4940(g)(2) applies, leave this part blank   Section 4940(g) for Reduced Tax on Net Investment Income   Section 4940(g)(2) applies, leave this part blank   Section 4940(g)(g)(g)(g)(g)(g)(g)(g)(g)(g)(g)(g)(g)(  |   |  |   |              |                      |                                       |
| b 108,191.   131,019.   -22,828.   c   d   |   |  |   |              |                      |                                       |
| Complete only for assets showing gain in column (b) and owned by the foundation on 12/31/69  (b) Fair Market Value as of 12/31/69  as of 12/31/69  as of 12/31/69  as of 12/31/69  (c) Excess of column (1) over column (1) ov |   |  |   |              |                      |                                       |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) Fair Market Yulue as of 12/31/69 (ii) Gains (Column (h) gain maus column (h) a.  1.1, 325. b.  2.2, 828. c. d. d. e. 2. Capital gain net income or (net capital loss).  If gain, also enter in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter -0 - in Part I, line 7 If (loss), enter -0 - in Part I,  |   |  | 131   | <u>,019.</u> |                      | -22,828.                              |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) Fair Market Value as of 12/31/69  (ii) Fair Market Value as of 12/31/69  (iii) Fair Market Value as of 12/31/69  (iv) Excess of column (i), if any over column (i), if any over column (ii), if any over column (iii) gain minar column (iii), but not less than 6-yer tosset (from column (iii)).  If gain, also enter in Part I, line 7   |   |  | <del> </del>  |              |                      |                                       |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) Farr Market Value as of 12/31/69  (ii) Gains (Column (i)) gain in more column (iii) gain |   |  |   |              |                      |                                       |
| (i) Fair Market Value as of 12/31/69 (ii) Adjusted basis over column (i), if any part of 12/31/69 (iii) Adjusted basis over column (i), if any part of 12/31/69 (iii) Adjusted part over column (i), if any part of 12/31/69 (iii) Adjusted part over column (i), if any part of 12/31/69 (iii) Adjusted part over column (i), if any part of 12/31/69 (iii) Adjusted qualifying distributions before making any entires.  (iii) Fair Line 8 (iii) Adjusted qualifying distributions before making any entires.  (iii) Fair Line 8 (iii) Adjusted qualifying distributions before making any entires.  (iii) Fair Line 8 (iii) Adjusted qualifying distributions before making any entires.  (iii) Fair Line 8 (iii) Adjusted qualifying distributions before making any entires.  (iii) Fair Canada (iii) Adjusted qualifying distributions before making any entires.  (iii) Pair Line 9 (iii) Adjusted qualifying distributions before making any entires.  (iii) Pair Line 9 (iii) Adjusted qualifying distributions before making any entires.  (iii) Pair Line 9 (iii) Adjusted qualifying distributions before making any entires.  (iii) Pair Line 9 (iii) Adjusted qualifying distributions before making any entires.  (iii) Pair Line 9 (iii) Adjusted qualifying distributions before making any entires.  (iii) Pair Canada (iii) Adjusted qualifying distributions before making any entires.  (iii) Pair Line 9 (iii) Adjusted qualifying distributions before making any entires.  (iii) Distribution ratio (oliumn (b) divided by column (c)) Pair Value of nonchartable use assets (column (b) divided by column (c)) Pair Value of nonchartable use assets (column (b) divided by column (c)) Pair Value of nonchartable use assets (column (b) divided by column (c)) Pair Value of nonchartable use assets (column (b) divided by column (c)) Pair Value of nonchartable use assets (column (b) divided by column (c)) Pair Value of nonchartable use assets for 2009 (iii) Pair Value of nonchartable use assets for 2009 (iii) Pair Value of nonchartable use assets for 2009 (iii) Pair Value of nonch | <del></del>   | a gain in column (b) and award but   | he foundation on 10/21/00                           |              |                      | · · · · · · · · · · · · · · · · · · · |
| c c d d  | (i) Fair Market Value   | (j) Adjusted basis   | (k) Excess of column                                | (i)<br>y     | gain minus column (l | (), but not less                      |
| c c d d  | a   |  |   |              |                      | 71.325.                               |
| d e 2 Capital gain net income or (net capital loss).   | ь   |  | <del></del>   |              |                      |                                       |
| e  2 Capital gain net income or (net capital loss). — If gain, also enter in Part I, line 7  | C   |  |   |              |                      | ,                                     |
| 2 Capital gain net income or (net capital loss).   If gain, also enter in Part I, line 7   3 Net short-term capital gain or (loss) as defined in sections 122(5) and (6).   If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0   Part V   Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income  (For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)  If section 4940(d)(2) applies, leave this part blank  Was the foundation liable for the section 4942 (ax on the distributable amount of any year in the base period?   If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part  1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.  (a)  Base period years (b)  Calendar year (or tax year beginning in)  Adjusted qualifying distributions  (b)  Adjusted qualifying distributions  Net value of noncharitable-use assets  (column (b) divided by column (c))  2008   | d   |  |   |              |                      |                                       |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).  If gain, also enter in Part I, line 8, column (c) (see the instructions) if (loss), enter -0- in Part I, line 8  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?  If Yes, the foundation does not qualify under section 4940(e). Do not complete this part  1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.  (a)  Calendar year (or tax year beginning in)  Adjusted qualifying distributions  Calendar year (or tax year beginning in)  Adjusted qualifying distributions  Calendar year (or tax year beginning in)  2008  1, 169, 921. 468, 620. 2.496524  2007  190, 000. 493, 058. 0.385350  2006  330, 550. 608, 099. 0.543579  2005  93, 750. 674, 095. 0.139075  2004  321, 000. 374, 641. 0.856820  2 Total of line 1, column (d)  2 4.421348  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  4 Enter the net value of nonchantable-use assets for 2009 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  6 Enter 1% of net investment income (1% of Part I, line 27b)  8 Inter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the   | e   |  |   |              |                      |                                       |
| If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0-   Part V   Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income  | 2 Capital gain net income or (net                                   | capital loss). — If gain, also If (loss), ent                                    | enter in Part I, line 7<br>er -0- in Part I, line 7 | 2            |                      | 48,497.                               |
| Part V   Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income  | 3 Net short-term capital gain or (I                                 | oss) as defined in sections 1222(5) ar   | nd (6).   |              |                      |                                       |
| Part V   Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income  | If gain, also enter in Part I, line                                 | 8. column (c) (see the instructions)   | If (loss), enter -0-                                | 1            |                      |                                       |
| (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?  If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part  1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.  (b) Net value of noncharitable-use assets  Calendar year (or tax year beginning in)  2008  1,169,921.  468,620.  2.496524  2007  190,000.  493,058.  0.385350  2006  330,550.  608,099.  0.543579  2005  93,750.  674,095.  2004  321,000.  374,641.  0.856820  2 Total of line 1, column (d)  2 4.421348  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  4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5  6 Enter 1% of net investment income (1% of Part I, line 27b)  6 Enter 1% of net investment income (1% of Part I, line 27b)  8 Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the  | ın Part I, line 8   |  |   |              |                      | 0.                                    |
| (a)  | If 'Yes,' the foundation does not quali                             | fy under section 4940(e). Do not com   | plete this part                                     |              | Yes                  | X No                                  |
| Base period years   Calendar year (or lax year beginning in)   Adjusted qualifying distributions   Net value of noncharitable-use assets   Column (b) divided by column (c)  |   |  | instructions before making ar                       | ny entries.  | <del></del>          |                                       |
| 2007       190,000.       493,058.       0.385350         2006       330,550.       608,099.       0.543579         2005       93,750.       674,095.       0.139075         2004       321,000.       374,641.       0.856820         2 Total of line 1, column (d)       2       4.421348         3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years       3       0.884270         4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5       4       666,567.         5 Multiply line 4 by line 3       5       589,425.         6 Enter 1% of net investment income (1% of Part I, line 27b)       6       621.         7 Add lines 5 and 6       7       590,046.         8 Enter qualifying distributions from Part XII, line 4       8       165,000.         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  | Base period years<br>Calendar year (or tax year                     |  | Net value of  | ets (c       | Distribution         |                                       |
| 2006 330, 550. 608, 099. 0.543579 2005 93, 750. 674, 095. 0.139075 2004 321, 000. 374, 641. 0.856820  2 Total of line 1, column (d) 2 4.421348 3 Average distribution ratio for the 5-year base period – divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.884270 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 4 666, 567. 5 Multiply line 4 by line 3 5 589, 425. 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 6 621. 7 Add lines 5 and 6 7 590, 046. 8 Enter qualifying distributions from Part XII, line 4 8 165,000.  | 2008  | 1,169,921.   | 468   | ,620.        |                      | 2.496524                              |
| 2005 93,750. 674,095. 0.139075 2004 321,000. 374,641. 0.856820  2 Total of line 1, column (d)  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  4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  8 Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the  | 2007  | 190,000.   | 493   | ,058.        |                      | 0.385350                              |
| 2 Total of line 1, column (d) 2 4.421348 3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.884270 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 5 Multiply line 4 by line 3 5 589, 425. 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 6 621. 7 Add lines 5 and 6 7 590, 046. 8 Enter qualifying distributions from Part XII, line 4   | 2006  |  |   |              |                      |                                       |
| 2 Total of line 1, column (d) 2 4.421348  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  4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  8 Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the   |   |  |   |              |                      |                                       |
| 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  4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  8 Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the   | 2004  | 321,000.   | 374   | ,641.        |                      | 0.856820                              |
| number of years the foundation has been in existence if less than 5 years  4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5  5 Multiply line 4 by line 3  6 Enter 1% of net investment income (1% of Part I, line 27b)  7 Add lines 5 and 6  8 Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the  | 2 Total of line 1, column (d)                                       |  |   | 2            |                      | 4.421348                              |
| 5 589,425. 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 621. 7 Add lines 5 and 6 7 590,046. 8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the  | 3 Average distribution ratio for the number of years the foundation | e 5-year base period — divide the tota<br>has been in existence if less than 5 y | on line 2 by 5, or by the years                     | 3            |                      | 0.884270                              |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 621.  7 Add lines 5 and 6 7 590,046.  8 Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the  | 4 Enter the net value of noncharit                                  |  | line 5  | 4            |                      |                                       |
| 7 Add lines 5 and 6 7 590,046.  8 Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the   | 5 Multiply line 4 by line 3   | able-use assets for 2009 from Part X,  | , inte 5  |              |                      | 666,567.                              |
| 7 Add lines 5 and 6 7 590,046.  8 Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the   |   | able-use assets for 2009 from Part X   | , iiile 3   | 5            |                      |                                       |
| 8 Enter qualifying distributions from Part XII, line 4  If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the   | 6 Enter 1% of net investment inco                                   |  | , inte 3  |              |                      | 589,425.                              |
| 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   |   |  | , inte 3  | 6            |                      | 589,425.<br>621.                      |
| Part VI instructions   | <b>7</b> Add lines 5 and 6  | ome (1% of Part I, line 27b)   | , mie 3   | 7            |                      | 589,425.<br>621.<br>590,046.          |

| Form                                    | 990-PF (2009) BERCAW FAMILY FOUNDATION 06-   | 1649              | /45     |      | _ F      | 2age_4   |
|---|--|-------------------|---------|------|----------|--|
| Parl                                    | VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see   | the in            | structi | ons) |          |  |
| 1 a                                     | Exempt operating foundations described in section 4940(d)(2), check here   |                   |         |      |          |  |
|   | Date of ruling or determination letter (attach copy of letter if necessary - see instr.)   |                   |         |      |          |  |
| b                                       | Domestic foundations that meet the section 4940(e) requirements in Part V,   | 1                 |         |      | 1,2      | 242.   |
|   | check here ▶ ☐ and enter 1% of Part I, line 27b  |                   |         |      |          |  |
| С                                       | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)   |                   |         |      |          |  |
| 2                                       | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable  |                   |         |      |          |  |
|   | foundations only Others enter -0-)   | 2                 |         |      |          | 0.   |
| _                                       | Add lines 1 and 2  | 3                 |         |      | 1,2      | 242.   |
| 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                 |         |      | 1,       | 242.   |
|   | Credits/Payments.  |                   |         |      |          |  |
|   | 2009 estimated tax pmts and 2008 overpayment credited to 2009  6a 221.   | }                 |         |      |          |  |
|   | Exempt foreign organizations — tax withheld at source  The product of the product | -                 |         |      |          |  |
|   | Tax paid with application for extension of time to file (Form 8868)  6c 1,050.   | 1                 |         |      |          |  |
|   | Backup withholding erroneously withheld  Total credits and payments. Add lines for through fid.  | { <b>.</b>        |         |      | 1 ,      | 271  |
| 8                                       | Total credits and payments. Add lines 6a through 6d  Enter any <b>penalty</b> for underpayment of estimated tax. Check here  | 7                 |         |      | 1,4      | 271.   |
| 9                                       | Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed   | 8                 |         |      |          | 0.   |
| 10                                      | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  | 10                |         |      |          | 29.  |
| 11                                      | Enter the amount of line 10 to be Credited to 2010 estimated tax   | 11                |         |      |          | 0.   |
| *************************************** | VII-A Statements Regarding Activities  |                   |         | ·    |          | <del>.</del>                                     |
| ,                                       |  |                   |         |      | Yes      | No   |
| ıa                                      | 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?   |                   |         | 1 a  |          | X  |
|   |  |                   |         |      |          | <del> </del>                                     |
| IJ                                      | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?   |                   |         | 1 b  |          | Х  |
|   | If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials public   | shed              |         |      |          |  |
|   | or distributed by the foundation in connection with the activities   | 3//Cu             |         |      |          |  |
|   | Did the foundation file Form 1120-POL for this year?   |                   |         | 1 c  |          | X  |
| d                                       | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year.   |                   |         |      |          |  |
| e                                       | (1) On the foundation  |                   | 0.      |      |          |  |
| ·                                       | foundation managers • \$ 0.  |                   |         |      |          |  |
| 2                                       | Has the foundation engaged in any activities that have not previously been reported to the IRS?  |                   | -       | 2    |          | X  |
|   | If 'Yes,' attach a detailed description of the activities.   |                   |         |      |          |  |
| 3                                       | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles   |                   |         |      |          |  |
| J                                       | of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes  |                   |         | 3    |          | X  |
| 4a                                      | Did the foundation have unrelated business gross income of \$1,000 or more during the year?  |                   | [       | 4a   |          | Х  |
| Ь                                       | If 'Yes,' has it filed a tax return on Form 990-T for this year?   |                   | [       | 4b   | N        | /A   |
| 5                                       | Was there a liquidation, termination, dissolution, or substantial contraction during the year?   |                   |         | 5    |          | X  |
|   | If 'Yes,' attach the statement required by General Instruction T.  |                   |         |      |          |  |
| 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 conf  | ıct               |         |      |          |  |
| _                                       | with the state law remain in the governing instrument?   |                   |         | 6    | X        |  |
|   | Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV  |                   |         | 7    | X        | ļ  |
| Ba                                      | Enter the states to which the foundation reports or with which it is registered (see the instructions)   |                   | _       |      |          |  |
|   | <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? If 'No,' attach explanation  |                   |         | 0.   | Y        |  |
| _                                       |  |                   |         | 8Ь   | <u>X</u> | <del> </del>                                     |
| 9                                       | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 49 for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If 'Yes,' complete  | 42(j)(5<br>Part ¥ | ),      | 9    |          | X  |
| 10                                      |  |                   | ··••    |      |          | <del>                                     </del> |
| 10                                      | Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their na and addresses.   | mes               |         | 10   |          | X  |
| BAA                                     |  |                   | Fo      |      | 0-PF     | (2009)   |

| Form       | 990-PF (2009) BERCAW FAMILY FOUNDATION   | 06-164974                       | 5     | Page 5      |
|------------|--|---------------------------------|-------|-------------|
| Par        | t 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    | х           |
| 12         | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?  |                                 | 12    | x           |
| 13         | Did the foundation comply with the public inspection requirements for its annual returns and exemption   | application?                    | 13    | Х           |
| 14         | Website address  ► N/A  The books are in care of ► THOMAS BERCAW  Telepho  | 714                             | 201   | 0506        |
| 14         | Located at > 3530 W GARRY AVE SANTA ANA CA ZIP + 4   | ne no ► <u>(714)</u><br>► 92704 | _ 204 | 0200_       |
| 15         | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> — Check here   | <u> </u>                        | N/A   |             |
|            | and enter the amount of tax-exempt interest received or accrued during the year  | ►  15                           | 14/11 | N/A         |
| Par        | t VII-B Statements Regarding Activities for Which Form 4720 May Be Required  |                                 |       | 11/ 11      |
| <u> </u>   | File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.  |                                 |       | Yes No      |
| 1 a        | During the year did the foundation (either directly or indirectly)   |                                 |       | 111         |
|            | (1) Engage in the sale or exchange, or leasing of property with a disqualified person?   | Yes X No                        |       |             |
|            |  |                                 |       |             |
|            | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a<br>disqualified person?  | Yes X No                        |       |             |
|            | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?   | Yes X No                        |       |             |
|            | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?   | Yes X No                        |       |             |
|            | (5) Transfer any income or assets to a disqualified person (or make any of either available  |                                 |       |             |
|            | for the benefit or use of a disqualified person)?  | Yes X No                        |       |             |
|            | (5) Agree to now appropriate to a property of a 12 / Franchism Other Mill / III  |                                 |       |             |
|            | (6) Agree to pay money or property to a government official? ( Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) | Yes X No                        |       |             |
| t          | 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 the instruction   | ns)?                            | 1ь    | N/A         |
|            | Organizations relying on a current notice regarding disaster assistance check here   | ▶ [                             |       |             |
| c          | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?  |                                 | 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)).   |                                 |       |             |
| а          | At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?  | Yes X No                        |       |             |
|            | If 'Yes,' list the years > 20, 20, 20, 20  |                                 |       |             |
|            | 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 all years listed, answer 'No' and attach statement — see the instructions)   | i)(2) to                        | 2b    | N/A         |
| c          | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years h   | iere.                           |       |             |
|            | ► 20, 20, 20   |                                 |       |             |
| 3 <i>a</i> | Did the foundation hold more than a 2% direct or indirect interest in any business   | □, ⊌                            |       |             |
|            | enterprise at any time during the year?  | Yes X No                        |       |             |
| t          | of Yes,' did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation  | ı                               |       |             |
|            | 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                                   | 1                               |       |             |
|            | (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 2009)   |                                 | 26    | n/A         |
| _          | Ç ,  |                                 | 3ь    | MA W        |
| 4a         | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  |                                 | 4a    | <u> </u>    |
| t          | 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 2009?  |                                 | 4ь    | X           |
| BAA        |  | Fr                              | 1 .   | D-PF (2009) |
|            |  |                                 |       | \/          |

| Form 990-PF (2009) BERCAW FAMILY FOUR  |  |  |  | 549745                 | Page 6      |
|--|--|--|--|------------------------|-------------|
| Part VII-B   Statements Regarding Activit  |  | m 4720 May Be Red                                    | uired (continued   | )                      |             |
| 5a During the year did the foundation pay or incur   |  |  |  | _                      |             |
| (1) Carry on propaganda, or otherwise attempt  | t to influence legislation                                     | (section 4945(e))?                                   | ∐ Yes [X   | No                     |             |
| (2) Influence the outcome of any specific publi<br>on, directly or indirectly, any voter registral                                     | ion drive?   |  |  | No                     |             |
| (3) Provide a grant to an individual for travel,   | study, or other similar p                                      | urposes?   | Yes X  | No                     |             |
| (4) Provide a grant to an organization other than in section 509(a)(1), (2), or (3), or section (4)                                    | an a charitable, etc, org<br>4940(d)(2)? (see instruc          | anization described tions)                           | Yes  | No                     |             |
| (5) Provide for any purpose other than religiou<br>educational purposes, or for the prevention   | s, charitable, scientific,<br>of cruelty to children or        | literary, or<br>r animals?                           | Yes X  | No No                  |             |
| <b>b</b> If any answer is 'Yes' to 5a(1)-(5), did <b>any</b> of the described in Regulations section 53.4945 or in (see instructions)? | he transactions fail to qual<br>a current notice regardir      | ualify under the exception<br>ng disaster assistance | ns   | 5ь                     | N/A         |
| Organizations relying on a current notice regard   | ding disaster assistance                                       | check here   | ▶ [  |                        |             |
| c If the answer is 'Yes' to question 5a(4), does the tax because it maintained expenditure respons                                     | ne foundation claim exer<br>ibility for the grant?             | mption from the                                      | N/A Yes  | ¬No                    |             |
| If 'Yes,' attach the statement required by Regu  | lations section 53 4945-                                       | 5(d).  |  | ]                      |             |
| 6a Did the foundation, during the year, receive any<br>on a personal benefit contract?   | funds, directly or indire                                      | ectly, to pay premiums                               | ∏Yes ∑   | ₹ No                   |             |
| <b>b</b> Did the foundation, during the year, pay premiu<br>If 'Yes' to 6b, file Form 8870   | ims, directly or indirectly                                    | y, on a personal benefit                             | contract?  | 6Ь                     | X           |
| 7a At any time during the tax year, was the foundation   | ation a party to a prohib                                      | ited tax shelter transacti                           | on? Yes  | No                     |             |
| <b>b</b> If yes, did the foundation receive any proceeds   | or have any net income   | attributable to the trans                            | action?  | 7b                     | N/A         |
| Part VIII Information About Officers, D and Contractors  | rectors, Trustees  | , Foundation Mana                                    | igers, Highly Paid   | d Employee             | es,         |
| 1 List all officers, directors, trustees, foundation   | managers and their co  | mpensation (see instru                               | ctions).   |                        |             |
| (a) Name and address   | (b) Title and average<br>hours per week<br>devoted to position | (c) Compensation<br>(If not paid, enter -0-)         | (d) Contributions to<br>employee benefit<br>plans and deferred<br>compensation | (e) Expense other allo |             |
| THOMAS BERCAW 3530 W GARRY AVE SANTA ANA, CA 92704   | PRESIDENT<br>1.00  | 0.   | 0.   |                        | 0.          |
|  |  |  |  |                        |             |
| 2 Compensation of five highest-paid employees  |  |  |  | NO.                    |             |
| 2 Compensation of five highest-paid employees (a) Name and address of each employee  | (b) Title and average  | (c) Compensation                                     |  |                        |             |
| paid more than \$50,000  | hours per week devoted to position                             | (c) Compensation                                     | (d) Contributions to<br>employee benefit<br>plans and deferred<br>compensation | (e) Expense other allo |             |
| NONE   |  |  | compensation   |                        |             |
|  |  |  |  |                        |             |
|  |  |  |  |                        |             |
|  |  |  |  |                        |             |
|  |  |  |  |                        | _           |
| Total number of other employees paid over \$50,000   |  |  |  | -                      | 0           |
| BAA  | TEEA0306L (  | 07/06/09   | <del>,,,,</del>  | Form <b>99</b>         | 0-PF (2009) |

| Form 990-PF (2009) BERCAW FAMILY FOUNDATION 06-16  Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid and Contractors (continued)  |                               |
|---|-------------------------------|
| 3 Five highest-paid independent contractors for professional services — (see instructions). If none, enter 'NONE.'  | ·,, ·                         |
| (a) Name and address of each person paid more than \$50,000 (b) Type of service   | (c) Compensation              |
| NONE  |                               |
|   |                               |
|   |                               |
|   |                               |
|   |                               |
| Total number of others receiving over \$50,000 for professional services  | 0                             |
| Part IX-A Summary of Direct Charitable Activities   |                               |
| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc | Expenses                      |
| 1 NO DIRECT CHARITABLE ACTIVITIES OTHER THAN CONTRIBUTIONS PAID TO CHARITABLE ORGANIZATIONS. SEE ATTACHED LISTING OF DONEES.  |                               |
| 2   |                               |
| 3   |                               |
| 4   |                               |
|   |                               |
| Part IX-B Summary of Program-Related Investments (see instructions)   |                               |
| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2  | Amount                        |
| 1 <u>N/A</u>  |                               |
| 2   |                               |
| All other program-related investments. See instructions.  |                               |
|   |                               |
| Total. Add lines 1 through 3  BAA   | O . Form <b>990-PF</b> (2009) |

Page 8

| Part X Minimum Investment Return (All domestic foundations must complete this part. F see instructions.)  | <sup>-</sup> oreign | foundations,              |
|---|---------------------|---------------------------|
| 1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.  |                     | 422.046                   |
| a Average monthly fair market value of securities   | 1a                  | 432,246.                  |
| b Average of monthly cash balances  | 1 b                 | 244,472.                  |
| c Fair market value of all other assets (see instructions)  | 1c                  | 676 710                   |
| d Total (add lines 1a, b, and c)  | 1d                  | 676,718.                  |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c   | 1 1                 |                           |
| (attach detailed explanation) 1e 0.   | 1 _                 | •                         |
| 2 Acquisition indebtedness applicable to line 1 assets  | 2                   | 0.                        |
| 3 Subtract line 2 from line 1d  | 3                   | 676,718.                  |
| 4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)   | 4                   | 10,151.                   |
| 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4  | 5                   | 666,567.                  |
| 6 Minimum investment return. Enter 5% of line 5   | 6                   | 33,328.                   |
| Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private ope and certain foreign organizations check here ► ☐ and do not complete this part XI. |                     | oundations                |
| 1 Minimum investment return from Part X, line 6   | 1                   | 33,328.                   |
| 2a Tax on investment income for 2009 from Part VI, line 5   |                     | <u> </u>                  |
| <b>b</b> Income tax for 2009. (This does not include the tax from Part VI)  | 1                   |                           |
| c Add lines 2a and 2b   | 2c                  | 1,242.                    |
| 3 Distributable amount before adjustments. Subtract line 2c from line 1   | 3                   | 32,086.                   |
| 4 Recoveries of amounts treated as qualifying distributions   | 4                   |                           |
| 5 Add lines 3 and 4   | 5                   | 32,086.                   |
| 6 Deduction from distributable amount (see instructions)  | 6                   |                           |
| 7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1  | 7                   | 32,086.                   |
| Part XII Qualifying Distributions (see Instructions)  | <u>[]</u>           |                           |
| 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                  | 165,000.                  |
| <b>b</b> Program-related investments — total from Part IX-B   | 1b                  |                           |
| 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>b</b> Cash distribution test (attach the required schedule)  | 3ь                  |                           |
| 4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4   | 4                   | 165,000.                  |
| 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)                        | 5                   |                           |
| 6 Adjusted qualifying distributions. Subtract line 5 from line 4  | 6                   | 165,000.                  |
| Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether qualifies for the section 4940(e) reduction of tax in those years | er the four         | ndation                   |
| BAA   |                     | Form <b>990-PF</b> (2009) |

## Part XIII Undistributed Income (see instructions)

| 1 Distributable amount for 2009 from Part XI, Inter 2  Undistributed mane, if any, as of the end of 2009  a Enter amount for 2008 only  b Total for prior years: 30 _ 20 _ 0  5 Excess distributions carryiver, if any, to 2009  a From 2006   |   | (a)<br>Corpus | <b>(b)</b><br>Years prior to 2008 | <b>(c)</b><br>2008 | <b>(d)</b><br>2009                     |
|--|---|---------------|-----------------------------------|--------------------|--|
| 2. Undistributed moran, if any, as of the red of 2009 a Enter administrator 70,000 only b Total for prox pears: 20   | 1 Distributable amount for 2009 from Part XI, line 7  |               |                                   |                    | 32 086                                 |
| b Total for promy sears: 20 _ 20 _ 20 _ 3 = 20   | · · ·   |               |                                   |                    | 32,000.                                |
| 3 Exercitativitions carryover, if any, in 2006 a From 2004 3 21, 0 00, b From 2005 5 33,750, c From 2006 1, 1, 146, 648, 1 Total of times 3a through e 4 Qualifying distributions for 2009 from Part XII, inne 4. * \$ 165, 000. a Applied to 2008, but not more than line 2a  | •   |               |                                   | 0.                 |  |
| a From 2004 321, 000. b From 2005 93, 750. c From 2006 300, 573. d From 2007 165, 568. e From 2008 1, 146, 648. 1 Total of lines 3a through e  4 Qualifying distributions for 2009 from Part XII, line 4. ► \$ 165, 000. a Applied to 2008, but not more than line 2a b Applied to 2008, but not more than line 2a b Applied to 2009 distributions or or or years (Election required — see instructions) d Applied to 2009 distributable amount e Remaining amount distributed out of corpus 5 Exess distributions carpyee applied to 200 (If an amount appears in column (a), the Same amount most be shown in column (a), the Same amount most be shown in column (a). b From years' undistributed income. Subtract line 40 from line 2b  D From years' undistributed income. Subtract line 40 from line 2b. c Enter the neat total of each column as indicated below: a Carpus Add lines 3i, 4c, and 4c. Subtract line 5 b Prov years' undistributed income. Subtract line 40 from line 2b. c Enter the neat total of a each column as indicated below: a Carpus Add lines 3i, 4c, and 4c. Subtract line 5 d From years' undistributed income. Subtract line 40 from line 2b. c Enter the amount of pror years' undistribute- ed income for which a notice of deticency has been issued, or on with this section 494(2c) tax has been previously assessed 4 Subtract lines for form line 5b Taxable amount — see instructions  0.  d Undistributed in accord 2008. Subtract lines 4 and 5 from line 1. This amount must be distributed in 2010. Amounts treated as distributions carryover from 2004 not applied on line 9 to line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1, 839, 453.  1, 839, 453.  1, 839, 453.  1, 839, 453.  | <b>b</b> Total for prior years: 20, 20, 20  |               | 0.                                |                    |  |
| b From 2006  | 3 Excess distributions carryover, if any, to 2009   |               |                                   |                    |  |
| From 2006   3.00, 5.73   1.65, 5.68     From 2008   1,146, 648   2,027,539     From 2008   1,146, 648   2,027,539     Total of lines 3 at through e   2,027,539     Cualifying distributions for 2009 from Part XII, line 4. ► \$ 165,000.   | a From 2004 321,000.  |               |                                   | Ī                  |  |
| d From 2008  |   |               |                                   | 1                  |  |
| Total of lines 3a through e   2,027,539.   |   |               |                                   | 1                  |  |
| 1 Total of lines 3a through e   2, 027, 539.   |   |               |                                   | 1                  |  |
| 4. Qualitying distributions for 2009 from Part XII, line 4. ► \$ 1.65,000. a Applied to 2008, but not more than line 2a 0.  2. Applied to undistributed income of prior years (Election required — see instructions)  3. Applied to 2009, but not more than line 2a 0.  4. Applied to 2009 distributions out of corpus (Election required — see instructions)  4. Applied to 2009 distributions out of corpus (Election required — see instructions)  5. Excess distributions carry septed to 2009. (If an amount appears in column (a), the same amount must be shown in column (a).)  6. Enter the net total of each column as indicated below:  a lorpus Add lines 3f, 4s, and 4e. Subtract line 5  b Prior years undistributed morne. Subtract line 4o from line 2b  5. Prior years undistributed income. Subtract line 4o from line 2b  6. Enter the net total of each column as indicated below:  a lorpus Add lines 3f, 4s, and 4e. Subtract line 5  6. Enter the net total of each column as indicated below:  a lorpus Add lines 3f, 4s, and 4e. Subtract line 5  6. Enter the net total of each column as indicated below:  a lorpus Add lines 3f, 4s, and 4e. Subtract line 5  6. Subtract line 6o. Trans line 6o. Taxable amount — see instructions  6. Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.  7. Amounts treated as distributions out of corpus to startly requirements imposed by section 170(6)(1)(f) or 4942(6)(3)  6. Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9. Excess distributions carryover from 204 not applied on line 5 or line 7 (see instructions)  9. Excess from 2005 93, 750.  6. Excess from 2006 300, 573.  6. Excess from 2006 132, 914.   | <b>e</b> From 2008 1,146,648.   |               |                                   | 1                  |  |
| XII, line 4. ► \$ 165,000.  a Applied to 2009, but not more than line 2a b Applied to undistributed income of prory years (Election required — see instructions)  c Treated as distributions out of corpus (Election required — see instructions)  d Applied to 2009 distributable amount e Remaining amount distributed out of corpus (Fian amount appears in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount of prior years' undistributed income to find the section of th | f Total of lines 3a through e   | 2,027,539.    |                                   |                    | ······                                 |
| a Applied to 2008, but not more than line 2a  b Applied to undistributed income of pror years (Election required — see instructions)  c Treated as distributions out of corpus (Election required — see instructions)  d Applied to 2009 distributable amount e Remaining amount distributed out of corpus (if an amount appears in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount of pror years' undistributed line 4b from line 2b  c Enter the net total of each column as indicated below: a Carpus Add lines 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income. Subtract line 4b from line 2b  c Enter the amount of pror years' undistributed income for which a notice of deliciency has been issued, or on which the section 4942(a) tax has been previously assessed distribution for the first subject of the same amount — see instructions  d Undistributed income for 2008. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  11,839,453.  10 Analysis of line 9.  a Excess from 2005  a Excess from 2006  a Excess from 2007  165,568. d Excess from 2007  165,568. d Excess from 2009  132,914.   | * *   |               |                                   | 1                  |  |
| b Applied to undistributed income of prior years (Election required — see instructions)  c Treated as distributions carryover from 2004 not applied to 2009 distributable amount  d Remaining amount distributed out of corpus  5 Excess distributions carryover apole to 2009 (if an amount appears in column (g), the same amount maybe shown in column (g), the same amount must be shown in column (g).)  6 Enter the net total of each column as indicated below:  a Cirpus. Add lines 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income. Subtract line 4 from line 2b.  c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.  d Subtract line 6c from line 6b. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of The same and the subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  of Undistributed income for 2009. Subtract |   |               |                                   |                    |  |
| Cilection required — see instructions (Cilection required — see instructions)  d Applied to 2009 distributable amount e Remaining amount distributed out of corpus  Exists distributions carryover applied to 2009 (if an amount appears in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount appears in column (a), the same amount must be distributed income in a column (a), the same amount appears in column (a), the same amount appears in column (a), the same amount must be shown in column (a), the same amount of prior years' undistributed income for sufficient in a findicated below:  a Cripar Add lines 3f, 4c, and 4e. Subtract lines 5  b Prior years' undistributed income. Subtract lines 4b from line 2b  c Enter the amount of prior years' undistributed income for which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b Taxable amount — see instructions  et Indistributed income for 2008. Subtract lines 4 from line 2a. Taxable amount — see instructions  et Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  f Undistributed income for 2009. Subtract lines 4 from line 2a. Taxable amount — see instructions  d Amounts treated as distributions out of corpus to satisfy requirements imposed by section 17(6)(1)(1)(7) or 4942(6)(3)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  10. Amounts treated as distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess from 2005   | a Applied to 2008, but not more than line 2a  |               |                                   | 0.                 | ••••••                                 |
| (Election required — see instructions) d Applied to 2009 distributable amount e Remaining amount distributed out of corpus 5   | <ul> <li>Applied to undistributed income of prior years<br/>(Election required — see instructions)</li> </ul> |               | 0.                                |                    |  |
| d Applied to 2009 distributable amount  e Remaining amount distributed out of corpus  5 Excess distributions carryever from 2004 not applied to 2009  (If an amount appears in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a),  6 Enter the net total of each column as indicated below:  a Corpus Add lines 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income. Subtract line 4b from line 2b  c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b Taxable amount – see instructions  e Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  10 Analysis of line 9.  a Excess from 2005 93, 750. b Excess from 2006 1, 146, 648. e Excess from 2009 132, 914.   | c Treated as distributions out of corpus  |               |                                   |                    |  |
| e Remaining amount distributed out of corpus 5 xxess distributions carryover applied to 2009 (if an amount appears in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column (a), the same amount must be shown in column as indicated below:  a Corpus Add lines 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income. Subtract line 4b from line 2b  c Enter the amount of prior years' undistributed income for which is section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b Taxable amount — see instructions  e Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(r) or 4942(b)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9.  a Excess from 2005  b Excess from 2006  c Excess from 2007  d Excess from 2007  d Excess from 2008  1,146,648. e Excess from 2009  132,914.  |   | <u> </u>      |                                   |                    | 20.006                                 |
| 5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (d), the same amount must be shown in column (d), the same amount must be shown in column (d), the same amount must be shown in column (d), the same amount must be shown in column (d), the same amount must be shown in column (d), the same amount must be shown in column (d), the same amount must be shown in column (d), the same amount as the same should be shown in column (d), the same amount of prior years' undistributed income for which a notice of deficiency has been insued, or on which the section 4942(a) tax has been previously assessed d.  d. Subtract line 65 from line 6b. Taxable amount — see instructions e. Undistributed income for 2009. Subtract lines amount — see instructions e. Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.  7. Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8. Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9. Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a.  1, 839, 453.  10. Analysis of line 9. a. Excess from 2005 b. Excess from 2007 c. Excess from 2007 c. Excess from 2007 d. Excess from 2008 e. Excess from 2009 132, 914.  | , .   | 122 014       |                                   |                    | 32,086.                                |
| (if an amount appears in column (d), the same amount must be shown in column (a).)  6 Enter the net total of each column as indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 40 from line 20 c Enter the amount of prior years' undistributed income for which a notice of deficiency has been insued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9. a Excess from 2005 b Excess from 2005 c Excess from 2005 c Excess from 2007 d Excess from 2007 d Excess from 2007 d Excess from 2009 11,446,648. e Excess from 2009 132,914.  | 3   |               |                                   | <u></u>            | ^                                      |
| 6 Enter the net total of each column as indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income. Subtract line 40 from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been insued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount — see instructions e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a 1,839,453.  1,839,453.  1,839,453.  1,839,453.  2,160,453.  2,160,453.  0.  0.  0.  0.  0.  0.  0.  0.  0.  |   | 0.            |                                   | <u> </u>           | ······································ |
| indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5  D Prior years' undistributed income. Subtract line 4b from line 2b  C Enter the amount of prior years' undistributed ed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b Taxable amount — see instructions  e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9.  a Excess from 2005  b Excess from 2005  c Excess from 2006  c Excess from 2007  d Excess from 2008  1, 146, 648. e Excess from 2009  132, 914.  | same amount must be shown in column (a).)   |               |                                   |                    |  |
| indicated below: a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5  D Prior years' undistributed income. Subtract line 4b from line 2b  C Enter the amount of prior years' undistributed ed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b Taxable amount — see instructions  e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9.  a Excess from 2005  b Excess from 2005  c Excess from 2006  c Excess from 2007  d Excess from 2008  1, 146, 648. e Excess from 2009  132, 914.  |   |               |                                   |                    |  |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income. Subtract line 4b from line 2b  c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b Taxable amount — see instructions  e Undistributed income for 2008. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(f') or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract line 6a  10 Analysis of line 9.  a Excess from 2005 93,750. b Excess from 2006 1300,573. c Excess from 2008 132,914.   |   |               |                                   | <u> </u>           |  |
| b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b Taxable amount – see instructions e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1,839,453.  10 Analysis of line 9. a Excess from 2005 B Excess from 2005 C Excess from 2006 C Excess from 2008 1,146,648. e Excess from 2009 132,914.  |   | 2.160.453.    |                                   |                    |  |
| line 4b from line 2b  c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b Taxable amount – see instructions  e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions  f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1, 839, 453.  10 Analysis of line 9.  a Excess from 2005 93, 750. b Excess from 2006 1, 146, 648. d Excess from 2008 1, 146, 648. d Excess from 2009 132, 914.   | ,   |               |                                   |                    |  |
| ed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b Taxable amount — see instructions  e Undistributed income for 2008. Subtract line 4 from line 2a. Taxable amount — see instructions  f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1, 839, 453.  10 Analysis of line 9.  a Excess from 2005 93, 750. b Excess from 2006 300, 573. c Excess from 2006 1, 146, 648. e Excess from 2009 132, 914.   | line 4b from line 2b  |               | 0.                                | <u> </u>           |  |
| has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b Taxable amount — see instructions  e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1,839,453.  10 Analysis of line 9.  a Excess from 2005 93,750. b Excess from 2006 300,573. c Excess from 2007 165,568. d Excess from 2008 1,146,648. e Excess from 2009 132,914.  | c Enter the amount of prior years' undistribut-   |               |                                   |                    |  |
| ## description of the first of  |   |               |                                   | [<br>#             |  |
| amount – see instructions  e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions  f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1,839,453.  10 Analysis of line 9.  a Excess from 2005   | 4942(a) tax has been previously assessed  |               | 0.                                | <u>[</u>           |  |
| e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount — see instructions  f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1,839,453.  10 Analysis of line 9. a Excess from 2005 b Excess from 2006 C Excess from 2007 165,568. d Excess from 2008 1,146,648. e Excess from 2009 132,914.  | d Subtract line 6c from line 6b Taxable   |               |                                   | <u> </u>           |  |
| Inne 2a. Taxable amount — see instructions   0   | amount - see instructions   |               | 0.                                |                    |  |
| f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions).  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a.  10 Analysis of line 9.  a Excess from 2005 93, 750. b Excess from 2006 300, 573. c Excess from 2007 165, 568. d Excess from 2008 1, 146, 648. e Excess from 2009 132, 914.  | e Undistributed income for 2008. Subtract line 4a from  |               |                                   |                    |  |
| 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1,839,453.  10 Analysis of line 9.  a Excess from 2005 93,750. b Excess from 2006 300,573. c Excess from 2007 165,568. d Excess from 2008 1,146,648. e Excess from 2009 132,914.  | line 2a. Taxable amount — see instructions  |               |                                   | 0.                 |  |
| 4d and 5 from line 1 This amount must be distributed in 2010  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1,839,453.  10 Analysis of line 9.  a Excess from 2005 93,750. b Excess from 2006 300,573. c Excess from 2007 165,568. d Excess from 2008 1,146,648. e Excess from 2009 132,914.  | f Undistributed income for 2009. Subtract lines   |               |                                   | ]                  |  |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1,839,453.  10 Analysis of line 9.  a Excess from 2005 93,750. b Excess from 2006 300,573. c Excess from 2007 165,568. d Excess from 2008 1,146,648. e Excess from 2009 132,914.  | 4d and 5 from line 1. This amount must be   |               |                                   | j                  | •                                      |
| corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8   |   |               |                                   |                    | 0.                                     |
| by section 170(b)(1)(F) or 4942(g)(3) (see instructions)  8  |   |               |                                   | Ţ                  |  |
| 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1,839,453.  10 Analysis of line 9. a Excess from 2005 b Excess from 2006 c Excess from 2007 d Excess from 2008 1,146,648. e Excess from 2009 132,914.  | by section 170(b)(1)(F) or 4942(g)(3)   |               |                                   |                    |  |
| applied on line 5 or line 7 (see instructions)  9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a  1,839,453.  10 Analysis of line 9.  a Excess from 2005 b Excess from 2006 c Excess from 2007 d Excess from 2008 1,146,648. e Excess from 2009 132,914.  | ,   | 0.            |                                   |                    |  |
| Subtract lines 7 and 8 from line 6a  | 8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)                 | 321,000.      |                                   |                    |  |
| 10 Analysis of line 9.         a Excess from 2005       93,750.         b Excess from 2006       300,573.         c Excess from 2007       165,568.         d Excess from 2008       1,146,648.         e Excess from 2009       132,914.  | 9 Excess distributions carryover to 2010.<br>Subtract lines 7 and 8 from line 6a                              | 1,839,453.    |                                   |                    |  |
| a Excess from 2005 93,750. b Excess from 2006 300,573. c Excess from 2007 165,568. d Excess from 2008 1,146,648. e Excess from 2009 132,914.   | 10 Analysis of line 9.  |               |                                   |                    |  |
| b Excess from 2006 300,573. c Excess from 2007 165,568. d Excess from 2008 1,146,648. e Excess from 2009 132,914.  | · · · · · · · · · · · · · · · · · · ·   |               |                                   | 1                  |  |
| c Excess from 2007       165,568.         d Excess from 2008       1,146,648.         e Excess from 2009       132,914.  |   | ]             |                                   | 1                  |  |
| e Excess from 2009 132, 914.   |   | ]             |                                   | 1                  |  |
|  |   | ]             |                                   | 1                  |  |
|  | <b>e</b> Excess from 2009 132, 914.   |               |                                   |                    |  |

| Form 990-PF (2009) BERCAW FAMILY FO  |                                       |  |  | 06-164974               | 5 Page <b>10</b><br>N/A |  |  |  |
|--|---------------------------------------|--|--|-------------------------|-------------------------|--|--|--|
| Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)   |                                       |  |  |                         |                         |  |  |  |
| 1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling |                                       |  |  |                         |                         |  |  |  |
| <b>b</b> Check box to indicate whether the foundation  |                                       | ating foundation des                         |  | 4942(j)(3) or           | 4942(j)(5)              |  |  |  |
| 2a Enter the lesser of the adjusted net income from Part I or the minimum  | Tax year                              |  | Prior 3 years                                |                         |                         |  |  |  |
| investment return from Part X for each year listed   | (a) 2009                              | <b>(b)</b> 2008                              | (c) 2007                                     | (d) 2006                | (e) Total               |  |  |  |
| <b>b</b> 85% of line 2a  |                                       |  |  |                         |                         |  |  |  |
| c Qualifying distributions from Part XII,<br>line 4 for each year listed   |                                       |  |  |                         |                         |  |  |  |
| d Amounts included in line 2c not used directly<br>for active conduct of exempt activities   |                                       |  |  |                         |                         |  |  |  |
| <ul> <li>Qualifying distributions made directly<br/>for active conduct of exempt activities.<br/>Subtract line 2d from line 2c</li> </ul>  |                                       |  |  |                         |                         |  |  |  |
| 3 Complete 3a, b, or c for the<br>alternative test relied upon.  |                                       |  |  |                         |                         |  |  |  |
| a 'Assets' alternative test — enter  |                                       |  |  |                         |                         |  |  |  |
| (1) Value of all assets  |                                       |  |  |                         |                         |  |  |  |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i)  |                                       |  |  |                         |                         |  |  |  |
| b 'Endowment' alternative test — enter 2/3 of<br>minimum investment return shown in Part X,<br>line 6 for each year listed   |                                       |  |  |                         |                         |  |  |  |
| c 'Support' alternative test — enter.  | 1                                     |  |  |                         |                         |  |  |  |
| (1) Total support other than gross<br>investment income (interest,<br>dividends, rents, payments<br>on securities loans (section<br>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<br>an exempt organization   |                                       |  |  |                         |                         |  |  |  |
| (4) Gross investment income  |                                       |  |  |                         |                         |  |  |  |
| Supplementary Information assets at any time during t  |                                       |  | e organization l                             | had \$5,000 or m        | ore in                  |  |  |  |
| Information Regarding Foundation Manage     a List any managers of the foundation who had close of any tax year (but only if they have THOMAS BERCAW                             | jers:<br>lave contributed mo          | ere than 2% of the to                        | tal contributions rece<br>ection 507(d)(2).) | eived by the foundati   | on before the           |  |  |  |
| <b>b</b> List any managers of the foundation who ca partnership or other entity) of which the NONE   | wn 10% or more of foundation has a 10 | the stock of a corpo<br>% or greater interes | ration (or an equally<br>t.                  | / large portion of the  | ownership of            |  |  |  |
| 2 Information Regarding Contribution, Gran<br>Check here ► X if the foundation only r<br>requests for funds If the foundation make<br>complete items 2a, b, c, and d             | nakes contributions                   | to preselected chari                         | table organizations                          |                         |                         |  |  |  |
| <b>a</b> The name, address, and telephone numbe  | r of the person to w                  | hom applications sh                          | ould be addressed                            |                         |                         |  |  |  |
| <b>b</b> The form in which applications should be s  | submitted and inform                  | mation and materials                         | they should include                          | ),                      |                         |  |  |  |
| c Any submission deadlines   |                                       |  |  |                         |                         |  |  |  |
| d Any restrictions or limitations on awards, s   | such as by geograph                   | hical areas, charitab                        | le fields, kinds of ins                      | stitutions, or other fa | ctors                   |  |  |  |
|  |                                       | <del></del>                                  | ··· , ···                                    |                         |                         |  |  |  |

| 3 Grants and Contributions Paid During the Year or Approved for Future Payment                     |  |                      |                                       |                                 |          |  |  |  |  |
|--|--|----------------------|---------------------------------------|---------------------------------|----------|--|--|--|--|
| Recipient  | If recipient is an individual,<br>show any relationship to<br>any foundation manager or<br>substantial contributor | Foundation status of | Purp                                  | ose of grant or<br>contribution | Amount   |  |  |  |  |
| Name and address (home or business)  | substantial contributor  | recipient            |                                       |                                 |          |  |  |  |  |
| a Paid during the year ST. ANDREW'S PRESBYTERIAN CHUR 600 ST. ANDREWS ROAD NEWPORT BEACH, CA 92663 | NONE   | PUBLIC               | GENERAL                               | SUPPORT                         | 65,000.  |  |  |  |  |
| CTR FOR IND. & FAMILY THERAPY<br>800 TOWN & COUNTRY RD<br>ORANGE, CA 92686                         | NONE   | PUBLIC               | GENERAL                               | SUPPORT                         | 100,000. |  |  |  |  |
|  |  |                      |                                       |                                 |          |  |  |  |  |
|  |  |                      |                                       |                                 |          |  |  |  |  |
| Total  | ,  |                      | · · · · · · · · · · · · · · · · · · · | <b>►</b> 3a                     | 165,000. |  |  |  |  |
| <b>b</b> Approved for future payment   |  |                      |                                       |                                 |          |  |  |  |  |
| Total  |  |                      |                                       | <b>▶</b> 31                     |          |  |  |  |  |

## Part XVI-A Analysis of Income-Producing Activities

| -  | ss amounts unless otherwise indicated gram service revenue:  | Unrelate<br>(a)<br>Business<br>code | d business income (b) Amount | Excluded by  (c) Exclusion code                  | section 512, 513, or 514<br>(d)<br>Amount | (e)  Related or exempt function income (see the instructions) |
|--|--|-------------------------------------|------------------------------|--|---|---|
|  |  |                                     |                              | code   |   | (see the instructions)  |
| "—   | <del></del>  |                                     |                              | + +-   |   |   |
| <u> </u>                                   |  |                                     |                              |  |   |   |
| ۲ <u> </u>                                 |  | _                                   |                              |  | _   | <del></del>   |
| <u> </u>                                   |  |                                     |                              |  |   | <del></del>   |
| f  |  | -                                   |                              |  |   |   |
| · -  | s and contracts from government agencies   | -                                   |                              | + +  |   | <u> </u>  |
| _  | nbership dues and assessments  |                                     |                              | + +  |   | -   |
|  |  |                                     |                              |  |   |   |
|  | est on savings and temporary cash investments  |                                     |                              | 14-  | 12 000                                    |   |
|  | dends and interest from securities   |                                     |                              | 14   | 13,898.                                   |   |
|  | rental income or (loss) from real estate:  |                                     |                              | <del>                                     </del> |   |   |
|  | t-financed property  |                                     |                              | ļ  |   |   |
|  | debt-financed property   |                                     |                              |  |   |   |
|  | ental income or (loss) from personal property  |                                     |                              | <del>  </del>                                    |   |   |
|  | er investment income   |                                     |                              | 1  | 7,393.                                    |   |
|  | or (loss) from sales of assets other than inventory  |                                     |                              | 18   | 48,497.                                   | <u>-</u>  |
|  | income or (loss) from special events   |                                     |                              |  |   |   |
|  | ss profit or (loss) from sales of inventory  |                                     |                              | <del>                                     </del> |   |   |
| <b>11</b> Other                            | er revenue:  |                                     |                              |  |   |   |
| a  |  |                                     |                              |  |   |   |
| b  |  |                                     | <del></del>                  |  |   |   |
| c  |  |                                     |                              |  |   |   |
| ď  |  |                                     |                              |  |   |   |
| е  |  |                                     |                              | ļ  |   |   |
|  |  |                                     |                              | 1 1  | 69,788.                                   |   |
|  | total Add columns (b), (d), and (e)  | <u></u>                             |                              | 1 1  |   |   |
| 13 Tota                                    | ai. Add line 12, columns (b), (d), and (e)   |                                     |                              | ! 1  | 13  | 69,788.   |
| 13 Tota                                    |  | culations.)                         |                              |  |   | 69,788.   |
| 13 Tota<br>(See work                       | al. Add line 12, columns (b), (d), and (e) scheet in the instructions for line 13 to verify calc   |                                     | shment of Exemp              | ot Purpose                                       | 13  | 69,788.   |
| 13 Tota<br>(See work                       | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc    B   Relationship of Activities to the | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |
| 13 Tota<br>(See work<br>Part XV<br>Line No | al. Add line 12, columns (b), (d), and (e) sheet in the instructions for line 13 to verify calc  | Accompli                            |                              | <del>-</del>                                     | 13<br>s                                   |   |

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

| Did the organization directly or indirectly engage in any of the following with any other organization described in section 50(c) of the Code (other than section 50(c)) (3) organizations or in section 527, a Transfers from the reporting foundation to a noncharitable exempt organization of.  (1) Cash (2) Other assets 1  |    |            |                                      |                      |  |                                  |                                     |                                  |                      |          |            |
|--|----|------------|--------------------------------------|----------------------|--|----------------------------------|-------------------------------------|----------------------------------|----------------------|----------|------------|
| a Transfers from the reporting foundation to a noncharitable exempt organization of.  (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guaranties (6) Performance of services or membership or fundrasing solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees  It (6) Performance of services or membership or fundrasing solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees  It (6) Performance of services or membership or fundrasing solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees  It (6) Performance of services or membership or fundrasing solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees  It (6) Performance of services or membership or fundrasing schedule. Column (b) should always show the fair market value of the goods, other assets, or services received.  (a) Lie as (b) Amount mohed (c) Name of noncharitable exempt organization (d) Description of trastrer, transactions, and sharing strangement (d) Performance of services received.  (a) Name of organization (b) Type of organization (c) Description of trastrer, transactions, and sharing strangement of security of the Code (where than section 501(c)(3)) or in section 52??  If It is a section 501(c) of the Code (where than section 501(c)(3)) or in section 52?  If It is a section 501(c) of the Code (where than section 501(c)(3)) or in section 52?  If It is a section 501(c) of the Code (where than section 501(c)(3)) or in section 52?  If It is a section 501(c) of the Code (where than section 501(c)(3)) or in section 52?  If It is a section 501(c) of the Code (where than section 501(c)(3)) or in section 52?  If It is a section 501(c) of the Code (where than section 501(c)(3) |    | 1 Did th   | e organization directly of           | or indirectly end    | gage in any of the followir                                | ig with any oth                  | er organization<br>or in section 52 | 7                                |                      | Yes      | No         |
| (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Putrobases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan quarrantees (5) Loans or loan quarrantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees  d if the answer to any of the above is "es", complete the following schedule. Column. (b) should always show the fair market value in the goods, other assets, or services given by the reporting foundation if the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.  (a) Line to (b) Amount involved (c) Name of noncharitable exempt organization  (d) Description of transfers, transactions, and sharing arrangement  N/A  2a is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations (a) Line to (b) Amount involved (c) Name of noncharitable exempt arganization  (d) Description of transfers, transactions, and sharing arrangement  N/A  (a) Name of organization  (b) Type of organization (c) Description of relationship  (c) Description of relationship  (d) Description of relationship  (e) Description of relationship  (f) Type of organization (h) Type of organization |    | relatır    | ng to political organization         | ons?                 |  |                                  | 0 300 32                            | ' '                              |                      |          |            |
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| described in section 501(c) of the Code (other than section 501(c)(3)) or in section 52??  b If 'Yes,' complete the following schedule.  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  Under penalties of penjury, 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  Paid Preparer's signature  Preparer's signature  Preparer's signature  Preparer's signature  Preparer's signature  Preparer's lidentifying number of the code (other than section 501(c)(3)) or in section 52??  (b) Type of organization  (c) Description of relationship  Check if self of the Code (other than section 501(c)(3)) or in section 52??  Date Date Date Check if self or in the complex of the code in the complex of the code in the co |    |            |                                      |                      | <del></del>  |                                  |                                     |                                  |                      | -        |            |
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| described in section 501(c) of the Code (other than section 501(c)(3)) or in section 52??  b If 'Yes,' complete the following schedule.  (a) Name of organization  (b) Type of organization  (c) Description of relationship  N/A  Under penalties of penjury, 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  Paid Preparer's signature  Preparer's signature  Preparer's signature  Preparer's signature  Preparer's signature  Preparer's lidentifying number of the code (other than section 501(c)(3)) or in section 52??  (b) Type of organization  (c) Description of relationship  Check if self of the Code (other than section 501(c)(3)) or in section 52??  Date Date Date Check if self or in the complete complete than taxpayer or fiduciary) is based on all information of which preparer has any knowledge and belief, it is true, correct, and complete Declaration of preparer's identifying number of the complete complete than taxpayer or fiduciary) is based on all information of which preparer has any knowledge and belief, it is true, correct, and complete than taxpayer or fiduciary) is based on all information of which preparer has any knowledge and belief, it is true, correct, and complete than taxpayer or fiduciary) is based on all information of which preparer has any knowledge and belief, it is true, correct, and complete than taxpayer or fiduciary) is based on all information of which preparer has any knowledge and belief, it is true, correct, and complete than taxpayer or fiduciary) is based on all information of which preparer has any knowledge and belief, it is true, correct, and complete than taxpayer or fiduciary) is based on all information of which preparer has any knowledge and belief, it is true, correct, and complete than taxpayer or fiduciary) is based on all information of |    |            | <u></u>                              | L                    |  |                                  |                                     |                                  |                      |          |            |
| (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    Paid Preparer's signature of officer or trustee   Date   Title  |    | descr      | ibed in section 501(c) of            | f the Code (oth      | ted with, or related to, one<br>er than section 501(c)(3)) | or more tax-e<br>or in section 5 | xempt organiza<br>527?              | tions                            | Yes                  | X        | No         |
| Under penaltiespof 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    Variable   Varia |    |            |                                      |                      | (h) Type of organ  | uzation                          | T                                   | (c) Description of rela          | tionship             |          |            |
| 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    Check if Signature   Preparer's signature   Date   Date   Date   Preparer's signature in the in Self employed   N/A   | N  |            | 1-7 Hamo of organizatio              | J. 1                 | (b) Type of organ  | <u></u>                          | <del> </del>                        | Cy Description of rela           | uorianip             |          |            |
| Signature of officer or trustee  Paid Preparer's signature  Preparer's signature  Firm's name (or yours if self employed), address, and ZIP code  Production of officer or trustee    Check if self employed   N/A   |    | ,          |                                      |                      |  | _                                | +                                   |                                  |                      |          |            |
| Signature of officer or trustee  Paid Preparer's signature  Preparer's signature  Firm's name (or yours if self employed), address, and ZIP code  Production of officer or trustee    Check if self employed   N/A   |    |            | <del></del>                          |                      |  |                                  | 1                                   |                                  |                      |          |            |
| Signature of officer or trustee  Paid Preparer's signature  Preparer's signature  Firm's name (or yours if self employed), address, and ZIP code  Production of officer or trustee    Check if self employed   N/A   |    |            |                                      |                      |  |                                  |                                     | •••                              |                      |          |            |
| Signature of officer or trustee  Paid Preparer's signature  Preparer's signature  Firm's name (or yours if self employed), address, and ZIP code  Production of officer or trustee    Check if self employed   N/A   |    | •          |                                      |                      |  |                                  |                                     |                                  |                      |          |            |
| Signature of officer or trustee  Paid Preparer's signature  Preparer's signature  Firm's name (or yours if self employed), address, and ZIP code  Production of officer or trustee    Check if self employed   N/A   |    | Under pena | ties of perjury, I declare that I ha | we examined this re  | turn, including accompanying sched                         | ules and statements              | and to the best of m                | y knowledge and belief, it is tr | ue, correct, a       | nd       |            |
| Signature of officer or trustee  Paid Preparer's signature  Preparer's signature  Preparer's signature  Firm's name (or yours if self employed), address, and ZIP code    Application of officer or trustee   Date   Date   Check if self employed   N/A   |    | complete   | Declaration of preparer (other t     | nan taxpayer or tid  | uciary) is based on all information                        | of which preparer                | has any knowledge                   |                                  |                      |          |            |
| Signature of officer or trustee  Paid Preparer's signature  Preparer's signature  Preparer's signature  Firm's name (or yours if self employed), address, and ZIP code    Application of officer or trustee   Date   Date   Check if self employed   N/A   |    |            | 11.1151                              | $\Lambda \Lambda$    |  | 141                              | 1 - 2010                            | <b>.</b> D.,                     |                      |          |            |
| Preparer's signature  Preparer's signature  Preparer's signature  Preparer's signature  Preparer's signature  JEFFREY HIRSHMAN  Date    D  | Š  | Sign       | ature of officer or truebee          |                      |  |                                  |                                     | _ <u> </u>                       |                      |          |            |
| Paid Preparer's signature      Paid Preparer's Signature    Preparer's Signat  | N  | Sight      | / //                                 | $+H \sim H$          |  | <del></del>                      |                                     | Propri                           | rer's Identifi       | una num  | her        |
| Preparer's Use Only    Firm's name (or yours if self employed), address, and ZIP code   TUSTIN, CA 92780-7924   Phone no   (714) 505-90  | Ħ  | Paid       |                                      | MX                   | MY PION  | 1.                               | -1 . 1.                             | Check if (See                    | Signature in         |          |            |
| Use Only   yours if self employed), address, and ZIP code   17501 EAST 17TH STREET, SUITE 100   Phone no ► (714) 505-90  | R  | Pre-       | J.P.F.                               | <del>\-     \-</del> | <del></del>  |                                  | 1100110                             | employed ► N/A                   | 1                    |          |            |
| Only employed), address, and ZIP code TUSTIN, CA 92780-7924 Phone no ► (714) 505-90  | _  |            | vours if self                        | <del></del>          |  |                                  | <u>'''</u>                          | EIN N/A                          |                      |          |            |
|  |    |            | employed), - 1/50.                   | I EAST 17            |  | 100                              |                                     | <b>↓</b>                         | = -                  |          | _          |
| BAA Form 990-Pi  | _  |            | ZIP code TUST                        | IN, CA 92            | 180-1924   |                                  |                                     | Phone no ► (71                   |                      |          |            |
|  | B  | AΑ         |                                      |                      |  |                                  |                                     |                                  | Form 99              | 90-PF (  | (2009)     |

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

Department of the Treasury Internal Revenue Service

#### **Schedule of Contributors**

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

OMB No 1545 0047

2009

| Name of the organization  |  | Employer identification number   |  |  |  |
|---|--|--|--|--|--|
| BERCAW FAMILY FOUNDATION  |  | 06-1649745   |  |  |  |
| Organization type (check one).  |  |  |  |  |  |
| Filers of:  | Section:   |  |  |  |  |
| Form 990 or 990-EZ  | 501(c)() (enter number) organization<br>4947(a)(1) nonexempt charitable trust <b>not</b> treat   | ated as a private foundation   |  |  |  |
|   | 527 political organization   |  |  |  |  |
| Form 990-PF   | $\overline{\mathbf{X}}$ 501(c)(3) exempt private foundation  |  |  |  |  |
|   | 4947(a)(1) nonexempt charitable trust treated  | as a private foundation  |  |  |  |
|   | 501(c)(3) taxable private foundation   |  |  |  |  |
| Check if your organization is covered by the G Note: Only a section 501(c)(7), (8), or (10) org   | ieneral Rule or a Special Rule. anization can check boxes for both the General Rule  | and a Special Rule. See instructions   |  |  |  |
| General Rule —  |  |  |  |  |  |
| X For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II) |  |  |  |  |  |
| Special Rules –   |  |  |  |  |  |
| 509(a)(1)/170(b)(1)(A)(vi) and received from  | Form 990 or 990-EZ, that met the 33-1/3% support tesm any one contributor, during the year, a contribution or (ii) Form 990-EZ, line 1 Complete Parts I and II   | st of the regulations under sections of the greater of ( 1) \$5,000 or (2) 2% of the |  |  |  |
| For a section 501(c)(7), (8), or (10) organized aggregate contributions of more than \$1,000 prevention of cruelty to children or animals   | zation filing Form 990 or 990-EZ, that received from a<br>00 for use <i>exclusively</i> for religious, charitable, scient<br>Complete Parts I, II, and III   | ny one contributor, during the year, ific, literary, or educational purposes, or the |  |  |  |
| contributions for use exclusively for religion this box is checked, enter here the total coil   | zation filing Form 990 or 990-EZ, that received from a<br>us, charitable, etc, purposes, but these contributions<br>ntributions that were received during the year for an<br>unless the <b>General Rule</b> applies to this organization | did not aggregate to more than \$1,000. If exclusively religious, charitable, etc.   |  |  |  |
| religious, charitable, etc, contributions of \$   | 5,000 or more during the year.   | <b>▶</b> \$  |  |  |  |
| 990-PF) but it <b>must</b> answer 'No' on Part IV, lin  | y the General Rule and/or the Special Rules does not<br>ie 2 of their Form 990, or check the box on line H of it<br>g requirements of Schedule B (Form 990, 990-EZ, or   | ts Form 990-EZ, or on line 2 of its Form   |  |  |  |
| BAA For Privacy Act and Paperwork Reducti<br>for Form 990, 990EZ, or 990-PF.  | ion Act Notice, see the Instructions So  | chedule B (Form 990, 990-EZ, or 990-PF) (2009)                                       |  |  |  |

| Name of org   |                                   | i i                               | r identification number  |
|---------------|-----------------------------------|-----------------------------------|--|
|               | FAMILY FOUNDATION                 | 06-1                              | 649745   |
| Part I        | Contributors (see instructions )  | ,                                 |  |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4 | (c)<br>Aggregate<br>contributions | (d)<br>Type of contribution  |
| 1             | THOMAS & LISA BERCAW              |                                   | Person X Payroll   |
|               | 3530 W GARRY AVENUE               | \$50,000.                         | Noncash (Complete Part II if there   |
|               | SANTA ANA, CA 92704               |                                   | is a noncash contribution)   |
| (a)<br>Number | (b) Name, address, and ZIP + 4    | (c)<br>Aggregate<br>contributions | (d) Type of contribution   |
|               |                                   | \$                                | Person Payroll Noncash (Complete Part II if there is a noncash contribution)   |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4 | (c)<br>Aggregate<br>contributions | (d)<br>Type of contribution  |
|               |                                   | \$                                | Person Payroll Noncash  (Complete Part II if there is a noncash contribution)  |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4 | (c)<br>Aggregate<br>contributions | (d) Type of contribution   |
| <del></del>   |                                   | \$                                | Person Payroll Noncash  (Complete Part II if there is a noncash contribution)  |
| (a)<br>Number | (b) Name, address, and ZIP + 4    | (c)<br>Aggregate<br>contributions | (d) Type of contribution   |
|               |                                   | \$                                | Person Payroll Noncash  (Complete Part II if there is a noncash contribution)  |
| (a)<br>Number | (b)<br>Name, address, and ZIP + 4 | (c)<br>Aggregate<br>contributions | (d) Type of contribution   |
|               |                                   | \$                                | Person Payroll Noncash  (Complete Part II if there is a noncash contribution.) |

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

of 1

Page 1

of Part I

|                           |  |     |        | _                       |                  |     |                     |
|---------------------------|--|-----|--------|-------------------------|------------------|-----|---------------------|
| ; .                       |  |     |        |                         |                  |     |                     |
| chedule E                 | 3 (Farm 990, 990-EZ, or 990-PF) (2009)       |     | Page   | 1                       | of               | 1   | of Part II          |
| lame of organ             |  |     |        | - 1                     | nployer ider     |     |                     |
| BERCAW                    | FAMILY FOUNDATION                            |     |        | 0                       | 6-1649           | 745 | <u> </u>            |
| Part II                   | Noncash Property (see instructions.)         |     |        |                         |                  |     |                     |
| (a)<br>No. from<br>Part I | (b)<br>Description of noncash property given |     | FMV (d | (c)<br>or esti<br>struc | mate)<br>tions)  | D   | (d)<br>ate received |
|                           | N/A  |     |        |                         | -                |     | <u> </u>            |
|                           |  | \$_ |        | _                       |                  |     |                     |
| (a)<br>No. from<br>Part I | (b)  Description of noncash property given   |     | FMV (d | (c)<br>or esti<br>struc | mate)<br>tions)  | D   | (d)<br>ate received |
|                           |  | \$  |        |                         |                  |     |                     |
| (a)<br>No. from<br>Part I | (b)  Description of noncash property given   | _   | FMV (c | (c)<br>or esti          | imate)           | D   | (d)<br>ate received |
|                           |  |     |        |                         |                  |     |                     |
|                           |  | \$_ |        |                         |                  |     |                     |
| (a)<br>No. from<br>Part I | (b) Description of noncash property given    |     | FMV (c | (c)<br>or esti<br>struc | imate)<br>tions) | D   | (d)<br>ate received |
|                           |  |     |        |                         |                  |     |                     |
|                           |  | \$_ |        |                         |                  |     |                     |
| (a)<br>No. from<br>Part I | (b) Description of noncash property given    |     | FMV (c | (c)<br>or esti<br>struc | mate)<br>tions)  | D   | (d)<br>ate received |
|                           |  | 1   |        |                         |                  |     |                     |

(a)
No. from Part I

Description of noncash property given

FMV (or estimate) (see instructions)

\$

(d)
Date received

BAA

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2009)

BAA

Relationship of transferor to transferee

Transferee's name, address, and ZIP + 4

(e) Transfer of gift

| 2009  | FEDERAL STATEMENTS  | PAGE 1                         |
|---|---|--------------------------------|
|   | BERCAW FAMILY FOUNDATION  | 06-1649745                     |
| STATEMENT 1<br>FORM 990-PF, PART I, LINE 11<br>OTHER INCOME             | (A) (B) NET   | (C)                            |
| OTHER INVESTMENT INCOME   | REVENUE INVESTMENT PER BOOKS INCOME  \$ 7,393.\$ 7,393.\$  TOTAL \$ 7,393.\$ 7,393.\$   | ADJUSTED<br>NET INCOME         |
| STATEMENT 2<br>FORM 990-PF, PART I, LINE 16B<br>ACCOUNTING FEES         |   |                                |
| ACCOUNTING  | (A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME  \$ 4,675. \$ 4,675. \$ 4,675. \$ 4,675. \$ 0.       | (D) CHARITABLE PURPOSES  \$ 0. |
| STATEMENT 3<br>FORM 990-PF, PART I, LINE 16C<br>OTHER PROFESSIONAL FEES |   |                                |
| INVESTMENT ADVISORY FEES  | (A) (B) NET (C) EXPENSES INVESTMENT ADJUSTED PER BOOKS INCOME NET INCOME  \$ 2,969. \$ 2,969. TOTAL \$ 2,969. \$ 2,969. \$ 0. | (D) CHARITABLE PURPOSES  \$ 0. |
| STATEMENT 4<br>FORM 990-PF, PART I, LINE 18<br>TAXES                    |   |                                |
| IRS FORM 990-PF<br>OTHER TAXES & REGISTRATION                           |   | (D) CHARITABLE PURPOSES  \$ 0. |
|   |   |                                |

to >

| 009   | FEDERAL STATEMENTS       | PAGE  |
|---|--------------------------|---|
|   | BERCAW FAMILY FOUNDATION | 06-16497  |
| STATEMENT 5<br>FORM 990-PF, PART I, LINE 23<br>OTHER EXPENSES               |                          |   |
| PENALTIES   |                          | (C) (D) ADJUSTED CHARITABLE ET INCOME PURPOSES  0. \$ 0           |
| STATEMENT 6<br>FORM 990-PF, PART II, LINE 10B<br>INVESTMENTS - CORPORATE ST | DCKS                     |   |
| CORPORATE STOCKS  |                          | OOK FAIR MARKET ALUE VALUE  |
| INVESTMENTS IN SMITH BARNEY INVESTMENTS IN SMITH BARNEY                     | A/C 515-0801 COST 1      | 437,367. \$ 467,370.<br>142,195. 160,084.<br>579,562. \$ 627,454. |
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