EXTENSION GRANTED TO 8/16/2010

Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.		
Name of foundation THE DHONT FAMILY FOUNDATION		A Employer identification number 33-0846817
Number and street (or P O box number if mail is not delivered to street address) 2700 N. MAIN STREET	Room/suite 1100	B Telephone number 714-664-0440
City or town, state, and ZIP code SANTA ANA, CA 92705		C If exemption application is pending, check here ▶ ☐ D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 36,438,690.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	4,961.		N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	337,979.	337,979.		STATEMENT 1
	4 Dividends and interest from securities	1,015,801.	1,004,512.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<531,613.>			
	b Gross sales price for all assets on line 6a 15,080,911.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	4,484.	0.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	831,612.	1,342,491.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	106,536.	53,268.		53,268.
	14 Other employee salaries and wages	71,352.	57,082.		14,270.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	23,254.	11,627.		11,627.
	c Other professional fees STMT 5	100,885.	92,185.		8,700.
	17 Interest				
	18 Taxes STMT 6	38,182.	8,355.		5,120.
	19 Depreciation and depletion	294.	0.		
	20 Occupancy	21,511.	10,755.		10,756.
	21 Travel, conferences, and meetings	1,743.	871.		872.
	22 Printing and publications				
	23 Other expenses STMT 7	36,989.	23,253.		13,786.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	400,746.	257,396.		118,399.
	25 Contributions, gifts, grants paid	1,515,000.			1,515,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,915,746.	257,396.		1,633,399.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<1,084,134.>			
	b **Net investment income** (if negative, enter -0-)		1,085,095.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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923501 02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.** Form **990-PF** (2009)

08380723 788394 2550 2009.04000 THE DHONT FAMILY FOUNDATION 2550___1

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	86,134.	96,460.	96,460.
	2 Savings and temporary cash investments	15,701,633.	9,296,743.	9,296,743.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	23,664,079.	29,030,460.	27,039,692.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 5,795.			
	Less accumulated depreciation STMT 9 ▶ 4,756.	1,333.	1,039.	5,795.
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	39,453,179.	38,424,702.	36,438,690.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	39,453,179.	38,424,702.	
	30 **Total net assets or fund balances**	39,453,179.	38,424,702.	
	31 **Total liabilities and net assets/fund balances**	39,453,179.	38,424,702.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	39,453,179.
2	Enter amount from Part I, line 27a	2	<1,084,134.>
3	Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	55,657.
4	Add lines 1, 2, and 3	4	38,424,702.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	38,424,702.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED	P	VARIOUS	VARIOUS
b	CAPITAL GAINS DIVIDENDS			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	15,068,833.		15,612,524.	<543,691.>
b	12,078.			12,078.
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				<543,691.>
b				12,078.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } — 2 — <531,613.>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 — 3 — N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	863,977.	35,516,249.	.024326
2007	1,016,804.	24,886,855.	.040857
2006	1,069,921.	21,750,246.	.049191
2005	1,046,851.	21,685,214.	.048275
2004	926,864.	21,759,041.	.042597

2	Total of line 1, column (d)	2	.205246
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	.041049
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	34,056,121.
5	Multiply line 4 by line 3	5	1,397,970.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,851.
7	Add lines 5 and 6	7	1,408,821.
8	Enter qualifying distributions from Part XII, line 4	8	1,633,399.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	10,851.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	10,851.
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	10,851.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 27,000.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	27,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	16,149.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	4,700. Refunded ▶	11	11,449.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ KAREN GREENWOOD Telephone no. ▶714-664-0440
Located at ▶2700 N. MAIN STREET, SUITE 1100, SANTA ANA, CA ZIP+4 ▶92705

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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		1b		X
	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)):				
a	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 ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ANDRE G. DHONT 2700 N. MAIN STREET, SUITE 1100 SANTA ANA, CA 92705	PRESIDENT 20.00	106,536.	0.	0.
DENIS LESENNE 2700 N. MAIN STREET, SUITE 1100 SANTA ANA, CA 92705	SECRETARY/TREASURER 2.00	0.	0.	0.
ROBERT E. TOPP 2700 N. MAIN STREET, SUITE 1100 SANTA ANA, CA 92705	CHIEF FINANCIAL OFFICER 5.00	16,167.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KAREN GREENWOOD - 2700 N. MAIN STREET, SUITE 1100, SANTA ANA, CA	ADMINISTRATIVE ASSISTANT/BOOKKEEPER 25.00	71,352.	0.	0.
Total number of other employees paid over $50,000			▶	0

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	23,854,684.
b	Average of monthly cash balances	1b	10,720,058.
c	Fair market value of all other assets	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	34,574,742.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	34,574,742.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	518,621.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,056,121.
6	**Minimum investment return.** Enter 5% of line 5	6	1,702,806.

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

1	Minimum investment return from Part X, line 6			1	1,702,806.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	10,851.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	10,851.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,691,955.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	1,691,955.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,691,955.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,633,399.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,633,399.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	10,851.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,622,548.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				1,691,955.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,507,942.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 1,633,399.				
a Applied to 2008, but not more than line 2a			1,507,942.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				125,457.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				1,566,498.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED	NONE	501(C)(3)	GENERAL CONTRIBUTION	1,515,000.
Total			▶ 3a	1,515,000.
b Approved for future payment				
CHAPMAN UNIVERSITY ONE UNIVERSITY DRIVE ORANGE, CA 92866	NONE	501(C)(3)	EDUCATION	150,000.
ST. JUDE MEMORIAL FOUNDATION #1 P.O. BOX 4138 FULLERTON, CA 92834	NONE	501(C)(3)	COMMUNITY HEALTHCARE	750,000.
USC/NORRIS COMPREHENSIVE CANCER CENTER 1441 EASTLAKE AVE. LOS ANGELES, CA 90033	NONE	501(C)(3)	CANCER RESEARCH	600,000.
Total			▶ 3b	1,500,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	337,979.	
4 Dividends and interest from securities			14	1,015,801.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<531,613.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER INCOME - REFUNDS					4,484.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		822,167.	4,484.

13 Total. Add line 12, columns (b), (d), and (e) 13 826,651.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
11A	INCOME RECOGNIZED FROM THE REFUND OF FEES PAID IN THE PRIOR YEAR

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee — Date: 8-9-10 — Title: Executive Director

Paid Preparer's Use Only

Preparer's signature — Date: 7/23 — Check if self-employed ☐ — Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code: WRIGHT FORD YOUNG & CO. CPA'S
16140 SAND CANYON AVENUE
IRVINE, CALIFORNIA 92618-3715

EIN ▶

Phone no. (949)910-2727

Form **990-PF** (2009)

923622
02-02-10

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	FURNITURE AND FIXTURES	06/01/01	200DB	7.00	HY	17	2,021.				2,021.	2,021.		0.	2,021.
2	COMPUTER EQUIPMENT	06/01/01	200DB	5.00	HY	17	1,719.				1,719.	1,719.		0.	1,719.
3	FURNITURE AND FIXTURES	06/01/06	SL	7.00	HY	17	2,055.				2,055.	722.		294.	1,016.
	* TOTAL 990-PF PG 1 DEPR						5,795.				5,795.	4,462.		294.	4,756.

928111
04-24-09

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CDARS INTEREST	337,909.
WELLS FARGO	70.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	337,979.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	1,027,879.	12,078.	1,015,801.
TOTAL TO FM 990-PF, PART I, LN 4	1,027,879.	12,078.	1,015,801.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME - REFUNDS	4,484.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,484.	0.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	23,254.	11,627.		11,627.
TO FORM 990-PF, PG 1, LN 16B	23,254.	11,627.		11,627.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	84,718.	84,718.		0.
CONSULTING FEE	16,167.	7,467.		8,700.
TO FORM 990-PF, PG 1, LN 16C	100,885.	92,185.		8,700.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	13,475.	8,355.		5,120.
TAXES	24,707.	0.		0.
TO FORM 990-PF, PG 1, LN 18	38,182.	8,355.		5,120.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL PROCESSING	162.	100.		62.
TELEPHONE	1,024.	537.		537.
EMPLOYEE TRAINING	2,271.	871.		1,400.
INSURANCE	28,700.	17,816.		10,884.
BANK CHARGES	119.	119.		0.
COMPUTER EXPENSES	2,909.	2,909.		0.
POSTAGE AND DELIVERY	1,037.	518.		519.
MISCELLANEOUS	767.	383.		384.
TO FORM 990-PF, PG 1, LN 23	36,989.	23,253.		13,786.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB - INVESTMENT MUTUAL FUNDS	29,030,460.	27,039,692.
TOTAL TO FORM 990-PF, PART II, LINE 10B	29,030,460.	27,039,692.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 9

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE AND FIXTURES	2,021.	0.	2,021.
COMPUTER EQUIPMENT	1,719.	0.	1,719.
FURNITURE AND FIXTURES	2,055.	0.	2,055.
TOTAL TO FM 990-PF, PART II, LN 14	5,795.	0.	5,795.

Form **8868** (Rev. April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Type or print	Name of Exempt Organization	Employer identification number
	THE DHONT FAMILY FOUNDATION	33-0846817
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P.O. box, see instructions. 2700 N. MAIN STREET, NO. 1100	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SANTA ANA, CA 92705	

Check type of return to be filed (file a separate application for each return).

- [ ] Form 990
- [ ] Form 990-BL
- [ ] Form 990-EZ
- [X] Form 990-PF
- [ ] Form 990-T (corporation)
- [ ] Form 990-T (sec. 401(a) or 408(a) trust)
- [ ] Form 990-T (trust other than above)
- [ ] Form 1041-A
- [ ] Form 4720
- [ ] Form 5227
- [ ] Form 6069
- [ ] Form 8870

- The books are in the care of ▶ KAREN GREENWOOD 2700 N. MAIN STREET, SUITE 1100 - SANTA ANA, CA 92705
  Telephone No. ▶ 714-664-0440 FAX No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ [ ] If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for.
▶ [X] calendar year 2009 or
▶ [ ] tax year beginning ______, and ending ______

2 If this tax year is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 25,155.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	$ 27,000.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA **For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 4-2009)

923831 05-26-09

08380723 788394 2550 2009.04000 THE DHONT FAMILY FOUNDATION 2550___1

Dhont Family Foundation **2009 Contributions**

Recipient	EIN#	Address	Purpose	Amount
LEAP Learning Center #1	26-1320187	1221 Wass Street Tustin, CA 92780	Tutorial Program	$5,000.00
LEAP Learning Center #2	26-1320187	1221 Wass Street Tustin, CA 92780	Tutorial Program	$5,000.00
Giving Children Hope #1	95-3464287	8332 Commonwealth Avenue Buena Park, CA 90621	Alleviating Hunger	$15,000.00
Giving Children Hope #2	95-3464287	8332 Commonwealth Avenue Buena Park, CA 90621	Alleviating Hunger	$25,000.00
Serving People In Need	33-0329687	151 Kalmus H-2 Costa Mesa, CA 92626	Alleviating Homelessness	$5,000.00
Families of Spinal Muscular Atrophy	36-3320440	925 Busse Road Elk Grove Village, IL 60007	Stem Cell Research	$150,000.00
Boys and Girls Club of Fullerton	95-1855645	P.O. Box 1283 Fullerton, CA 92836	After School Tutorial Program	$15,000.00
Annuciation Catholic Church #1	20-2936622	215 South Pine Drive Fullerton, CA 92833	Education	$30,000.00
Annuciation Catholic Church #2	20-2936622	215 South Pine Drive Fullerton, CA 92833	Education	$5,000.00
Friends of the Children's Museum, La Habra	33-0244625	301 S. Euclid Street La Habra, CA 90631	Art Education	$15,000.00
Second Harvest Food Bank of Orange County #1	95-3033494	8014 Marine Way Irvine, CA 92618	Alleviating Hunger	$250,000.00
Second Harvest Food Bank of Orange County #2	95-3033494	8014 Marine Way Irvine, CA 92618	Alleviating Hunger	$75,000.00
Cal State Fullerton Philanthropic Foundation	33-0567945	2600 E. Nutwood Ave St 850 Fullerton, CA 92831	Education	$50,000.00
American Red Cross of Orange County	53-0196605	601 N. Golden Circle Drive Santa Ana, CA 92711	Capital Equipment	$25,000.00
America on Track	33-0724044	600 W. Santa Ana Blvd. Suite 710 Santa Ana, VA 92701	Tutorial Program	$10,000.00
Taller San Jose	59-3816355	801 N. Broadway Santa Ana, CA 92701	Education	$50,000.00
Bowers Museum-Kidseum	33-0106161	2002 N. Main St. Santa Ana, CA 92706	Art Education	$10,000.00
Working Wardrobes for a Fresh Start	33-0669145	3030 Pullman Street Costa Mesa, CA 92626	Clothing Assistance	$10,000.00
Orangewood Children's Foundation	95-3616628	1575 E. 17th St. Santa Ana, CA 92705	Social/Human Services	$50,000.00
St. Jude Memorial Foundation #1	95-1643325	P.O. Box 4138 Fullerton, CA 92834	Community Healthcare	$250,000.00
St. Jude Memorial Foundation #2	95-1643325	P.O Box 4138 Fullerton, CA 92834	Medical Equipment	$50,000.00
USC/Norris Comprehensive Cancer Center	95-1642394	1441 Eastlake Ave Los Angeles, CA	Cancer Research	$200,000.00
Chapman University	95-1643992	One University Drive Orange, CA 92866	Education	$150,000.00
Boys and Girls Club of Anaheim	33-0356284	P.O. Box 350 Anaheim, CA 92815	Alleviating Hunger	$5,000.00
Boys and Girls Club of Santa Ana	95-1893417	250 N. Golden Circle Suite 104 Santa Ana, CA 92705	Social/Human Services	$5,000.00
Laurel House	33-0098433	P.O. Box 3182 Tustin, CA 92781	Shelter Services	$5,000.00
Someone Cares Soup Kitchen	33-0279080	P.O. Box 11267 Costa Mesa, CA 92627	Alleviating Hunger	$5,000.00
Laura's House	33-0621826	999 Corporate Drive #225 Ladera Ranch, CA 92694	Shelter Services	$5,000.00
Fullerton Interfaith Emergency Services	33-0147739	P.O.Box 6326 Fullerton, CA 92834	Shelter Services	$5,000.00
The Salvation Army of Orange County	95-1156347	10200 Pioneer Road Tustin, CA 92782	Shelter Services	$5,000.00
The Blind Children's Learning Center of Orange County	95-6097023	18542 Vanderlip Avenue Suite B Santa Ana, CA 92705	Education	$5,000.00
Southwest Minority Economic Development Association	95-3312805	1601 W. Second Street Santa Ana, CA 92703	Social/Human Services	$5,000.00
Project Dignity	33-0516149	12020 Chapman Avenue Garden Grove, CA 92840	Social/Human Services	$5,000.00
Women's Transitional Living Center	51-0201813	P.O.Box 6103 Orange, CA 92863	Shelter Services	$5,000.00
Friendly Center	95-2479833	P.O. Box 706 Orange, CA 92856	Social/Human Services	$5,000.00
Helping Others Prepare for Eternity	33-0784384	11022 Acacia Parkway Suite C Garden Grove, CA 92840	Social/Human Services	$5,000.00
		Total 2009 Contributions		$1,515,000

First Foundation Advisors

REALIZED GAINS AND LOSSES

THE DHONT FAMILY FOUNDATION

C/O ANDRE DHONT

FFA/6660-5060

From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
11-17-08	04-20-09	125,000.000	Schwab Value Advantage	125,000		125,000	0	
11-17-08	05-28-09	20,000.000	Schwab Value Advantage	20,000		20,000	0	
06-19-09	06-23-09	2,540,000.000	Schwab Value Adv Money	2,540,000		2,540,000	0	
11-17-08	06-23-09	194,000.000	Schwab Value Advantage	194,000		194,000	0	
12-31-08	06-23-09	875.300	Schwab Value Advantage	875		875	0	
01-15-09	06-23-09	163.470	Schwab Value Advantage	163		163	0	
02-17-09	06-23-09	244.870	Schwab Value Advantage	245		245	0	
02-25-09	06-23-09	325,000.000	Schwab Value Advantage	325,000		325,000	0	
03-16-09	06-23-09	200.970	Schwab Value Advantage	201		201	0	
04-15-09	06-23-09	177.250	Schwab Value Advantage	177		177	0	
05-15-09	06-23-09	131.380	Schwab Value Advantage	131		131	0	
05-22-09	06-23-09	39,708.000	Schwab Value Advantage	39,708		39,708	0	
06-15-09	06-23-09	92.960	Schwab Value Advantage	93		93	0	
06-19-09	06-25-09	40,000.000	Schwab Value Adv Money	40,000		40,000	0	
06-19-09	06-29-09	200,000.000	Schwab Value Adv Money	200,000		200,000	0	
06-15-09	06-29-09	0.720	Schwab Value Advantage	1		1	0	
06-19-09	07-24-09	200,000.000	Schwab Value Adv Money	200,000		200,000	0	
06-19-09	08-05-09	200,000.000	Schwab Value Adv Money	200,000		200,000	0	
06-19-09	08-06-09	282,000.000	Schwab Value Adv Money	282,000		282,000	0	
06-19-09	09-24-09	20,000.000	Schwab Value Adv Money	20,000		20,000	0	
06-19-09	09-29-09	400,000.000	Schwab Value Adv Money	400,000		400,000	0	
06-23-09	10-01-09	13,905.325	JP Morgan High Yield Bond Fund	94,000		103,317	9,317	
06-30-09	10-01-09	0.005	JP Morgan High Yield Bond Fund	0		0	0	
03-07-08	11-23-09	125,786.164	Met West Low Duration Bd Fd - Inst'l	1,133,349		999,970		-133,379
03-07-08	11-23-09	100,806.452	Met West Total Return Bd Fd - Inst'l	986,909		999,970		13,061
03-07-08	11-23-09	181,818.182	Pimco Total Return	1,967,287		1,999,970		32,683
03-20-08	11-23-09	19,782.162	Hotchkis & Wiley Mid Cap Value Fund I	366,000		351,310		-14,690
04-23-08	11-23-09	7,639.009	Hotchkis & Wiley Mid Cap Value Fund I	146,146		135,660		-10,486
03-20-08	11-23-09	24,355.005	Legg Mason Opportunity Trust Inst'l	356,586		235,970		-120,616
05-14-08	11-23-09	33,948.980	Pennsylvania Mutual	366,000		309,256		-56,744
06-10-08	11-23-09	17,050.046	Pennsylvania Mutual	184,000		155,316		-28,684
12-09-08	11-23-09	783.395	Pennsylvania Mutual	5,100		7,136	2,036	
12-09-08	11-23-09	69.722	Pennsylvania Mutual	454		635	181	
12-09-08	11-23-09	1.567	Pennsylvania Mutual	10		14	4	
05-22-08	11-23-09	14,703.495	Third Avenue Small Cap Value	366,000		260,527		-105,473
06-10-08	11-23-09	7,445.164	Third Avenue Small Cap Value	184,000		131,919		-52,081
12-23-08	11-23-09	865.207	Third Avenue Small Cap Value	11,827		15,330	3,503	
12-23-08	11-23-09	187.947	Third Avenue Small Cap Value	2,569		3,330	761	
03-20-08	11-23-09	12,521.382	Wasatch Small Cap Growth Fund	366,000		366,125		125

First Foundation Advisors

REALIZED GAINS AND LOSSES

THE DHONT FAMILY FOUNDATION

C/O ANDRE DHONT

FFA/6660-5060

From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
06-10-08	11-23-09	5,929.745	Wasatch Small Cap Growth Fund	184,000		173,386		-10,614
12-19-08	11-23-09	53.003	Wasatch Small Cap Growth Fund	1,077		1,550	473	
03-20-08	11-23-09	7,061.910	William Blair Int'l Growth Fd - Inst'l	179,383		134,570		-44,813
03-20-08	11-23-09	1,765 799	Dodge & Cox International Stock Fund	70,565		56,970		-13,595
03-20-08	11-23-09	4,066.346	Harbor International Fund Inst'l	257,943		227,970		-29,973
06-24-09	11-24-09	44,848.515	Vanguard Total Bond Market Index Fund	453,000		471,791	18,791	
06-30-09	11-24-09	30.657	Vanguard Total Bond Market Index Fund	312		323	11	
07-31-09	11-24-09	153.627	Vanguard Total Bond Market Index Fund	1,579		1,616	37	
08-25-09	11-24-09	43,849.952	Vanguard Total Bond Market Index Fund	453,000		461,287	8,287	
08-31-09	11-24-09	177.001	Vanguard Total Bond Market Index Fund	1,832		1,862	30	
09-30-09	11-24-09	281.038	Vanguard Total Bond Market Index Fund	2,934		2,956	22	
10-30-09	11-24-09	282.057	Vanguard Total Bond Market Index Fund	2,948		2,967	20	
03-24-08	11-24-09	13,282.892	Vanguard Windsor II	376,576		315,970		-60,606
06-30-09	12-03-09	83.960	JP Morgan High Yield Bond Fund	570		638	68	
07-31-09	12-03-09	98.377	JP Morgan High Yield Bond Fund	699		748	48	
08-06-09	12-03-09	13,055.556	JP Morgan High Yield Bond Fund	94,000		99,222	5,222	
08-31-09	12-03-09	189.547	JP Morgan High Yield Bond Fund	1,357		1,441	83	
09-30-09	12-03-09	190.779	JP Morgan High Yield Bond Fund	1,421		1,450	29	
10-30-09	12-03-09	94.169	JP Morgan High Yield Bond Fund	708		716	8	
06-23-09	12-08-09	47,381.799	TCW Total Return Bond Fund I	453,000		485,458	32,458	
06-30-09	12-08-09	385.724	TCW Total Return Bond Fund I	3,672		3,952	280	
07-31-09	12-08-09	353.383	TCW Total Return Bond Fund I	3,463		3,621	158	
08-25-09	12-08-09	43,697.000	TCW Total Return Bond Fund I	437,000		447,705	10,705	
08-31-09	12-08-09	667.683	TCW Total Return Bond Fund I	6,657		6,841	184	
09-30-09	12-08-09	665.199	TCW Total Return Bond Fund I	6,705		6,815	110	
11-02-09	12-08-09	616.439	TCW Total Return Bond Fund I	6,288		6,316	28	

First Foundation Advisors

REALIZED GAINS AND LOSSES

THE DHONT FAMILY FOUNDATION

C/O ANDRE DHONT

FFA/6660-5060

From 01-01-09 Through 12-31-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
11-23-09	12-08-09	145,167.805	TCW Total Return Bond Fund I	1,488,000		1,487,342	-658	
TOTAL GAINS							92,854	45,869
TOTAL LOSSES							-658	-681,757
				15,612,524	0	15,068,833	92,196	-635,887

TOTAL REALIZED GAIN/LOSS -543,691

TOTAL MANAGEMENT FEES 84,718

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 92,196.00 +
635,887.00 -
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-543,691.00 *
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