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

OMB No 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

For calendar year 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

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

LA84 FOUNDATION
2141 WEST ADAMS BOULEVARD
LOS ANGELES, CA 90018-2040

A Employer identification number

95-3792725

B Telephone number (see the instructions)

(323) 730-9600

C If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**H** Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method: ☐ Cash ☒ Accrual
☐ Other (specify) _____

▶ \$ 128,701,995.

(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

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

1 Contributions, gifts, grants, etc. received (att sch)

1,980.

2 Ck ☒ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

13,798.

13,798.

13,798.

4 Dividends and interest from securities

1,277,033.

1,277,033.

1,277,033.

5a Gross rents

b Net rental income or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-7,012,273.

b Gross sales price for all assets on line 6a

2,067,088.

7 Capital gain net income (from Part IV, line 2)

RECEIVED

0.

8 Net short-term capital gain

0.

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

-871,157.

12 Total. Add lines 1 through 11

-6,590,619.

1,290,831.

1,290,831.

13 Compensation of officers, directors, trustees, etc

488,678.

159,868.

328,810.

14 Other employee salaries and wages

1,084,074.

28,610.

1,055,464.

15 Pension plans, employee benefits

448,286.

43,439.

404,847.

16a Legal fees (attach schedule) SEE ST 2

129,983.

20,570.

109,413.

b Accounting fees (attach sch) SEE ST 3

93,640.

45,642.

47,998.

c Other prof fees (attach sch) SEE ST 4

74,522.

48,573.

25,949.

17 Interest

18 Taxes (attach schedule)(see instr) SEE STM 5

11,998.

1,984.

19 Depreciation (attach sch) and depletion

77,219.

20 Occupancy

278,221.

278,221.

21 Travel, conferences, and meetings

45,778.

10,540.

35,238.

22 Printing and publications

6,601.

6,601.

23 Other expenses (attach schedule)

SEE STATEMENT 6

1,491,049.

14,559.

1,476,490.

24 Total operating and administrative expenses. Add lines 13 through 23

4,230,049.

371,801.

3,771,015.

25 Contributions, gifts, grants paid PART XV

2,465,458.

2,695,119.

26 Total expenses and disbursements. Add lines 24 and 25

6,695,507.

371,801.

0.

6,466,134.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-13,286,126.

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

919,030.

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

1,290,831.

SCANNED NOV 16 2010

19 GUY

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1	Cash — non-interest-bearing		32,921.	228,720.	228,720.
	2	Savings and temporary cash investments		20,879,696.	5,893,846.	5,893,846.
	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 (attach schedule) (see the instructions)				
	7	Other notes and loans receivable (attach sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges		285,958.	108,241.	108,241.
	10a	Investments — U.S. and state government obligations (attach schedule)				
	b	Investments — corporate stock (attach schedule) STATEMENT 7		47,933,989.	58,572,873.	58,572,873.
	c	Investments — corporate bonds (attach schedule) STATEMENT 8		7,614,416.	14,460,327.	14,460,327.
	11	Investments — land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments — mortgage loans					
13	Investments — other (attach schedule) STATEMENT 9		42,913,657.	48,329,742.	48,329,742.	
14	Land, buildings, and equipment basis 6,487,301.					
	Less: accumulated depreciation (attach schedule) SEE STMT 10 5,379,055.		1,185,466.	1,108,246.	1,108,246.	
15	Other assets (describe)					
16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)		120,846,103.	128,701,995.	128,701,995.	
LIABILITIES	17	Accounts payable and accrued expenses		1,082,133.	519,589.	
	18	Grants payable		2,687,718.	1,945,123.	
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)		3,769,851.	2,464,712.	
NET FUND ASSETS OR BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ☒					
	24	Unrestricted		117,076,252.	126,237,283.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☐					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see the instructions)		117,076,252.	126,237,283.	
	31	Total liabilities and net assets/fund balances (see the instructions)		120,846,103.	128,701,995.	

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	117,076,252.
2	Enter amount from Part I, line 27a	2	-13,286,126.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 11	3	22,447,157.
4	Add lines 1, 2, and 3	4	126,237,283.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	126,237,283.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a NORTHERN TRUST DOMESTIC EQ	P	VARIOUS	11/30/09
b NORTHERN TRUST FIXED INCOME	P	VARIOUS	6/30/09
c PAYDEN EURO EMERGING MKT	P	VARIOUS	8/06/09
d PAYDEN GLOBAL EQUITY	P	VARIOUS	8/06/09
e MUTUAL FUND CAPITAL LOSSES	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,131,275.		1,168,919.	-37,644.
b 144,440.		143,235.	1,205.
c 378,648.		642,942.	-264,294.
d 412,725.		622,393.	-209,668.
e		6,501,872.	-6,501,872.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (i) over column (j), if any	
a			-37,644.
b			1,205.
c			-264,294.
d			-209,668.
e			-6,501,872.

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	-7,012,273.
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]	3	-7,012,273.

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 the 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 (column (b) divided by column (c))
2008	8,498,292.	142,833,366.	0.059498
2007	7,420,086.	164,697,125.	0.045053
2006	7,957,773.	157,323,866.	0.050582
2005	9,139,188.	147,108,479.	0.062126
2004	5,208,839.	136,452,675.	0.038173

2 Total of line 1, column (d)	2	0.255432
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	0.051086
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	118,506,149.
5 Multiply line 4 by line 3	5	6,054,005.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	9,190.
7 Add lines 5 and 6	7	6,063,195.
8 Enter qualifying distributions from Part XII, line 4	8	6,466,134.

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

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

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	9,190.
c 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.
3 Add lines 1 and 2		3	9,190.
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	9,190.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	40,000.	
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	40,000.	
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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	30,810.	
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax ☒ 30,810. ☐ Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
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		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ 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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XIV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the 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	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		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.LA84FOUNDATION.ORG</u>	13	X	
14	The books are in care of <u>CONRAD FREUND</u> Telephone no <u>(323) 730-4604</u> Located at <u>2141 WEST ADAMS, LOS ANGELES, CA</u> ZIP + 4 <u>90018-2040</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A		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
1 a 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1 c	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? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2 b	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 here <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

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?

7b N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12				
		488,678.	75,500.	26,000.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
F. PATRICK ESCOBAR 2141 W. ADAMS BLVD LOS ANGELES, CA 90018	VP-GRANTS&PRO 40	142,000.	38,540.	6,000.
WAYNE WILSON 2141 W. ADAMS BLVD LOS ANGELES, CA 90018	VP-EDUC SRV 40	124,461.	30,825.	6,000.
GABRIELA TOVAR 2141 W. ADAMS BLVD LOS ANGELES, CA 90018	MGR-GRANTS&PR 40	99,603.	20,622.	0.
JALAL HAZZARD 2141 W. ADAMS BLVD LOS ANGELES, CA 90018	PROGRAM OFF. 40	68,480.	18,223.	0.
KAREN GODDY 2141 W. ADAMS BLVD LOS ANGELES, 90018 90018	ASST TREAS 40	67,501.	26,600.	0.

Total number of other employees paid over \$50,000

7

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, 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
LATHAM & WATKINS PO BOX 894271 LOS ANGELES, CA 90189-4271	LEGAL	115,697.
PAMELA R ROSS, CPA 22739 FEDERALIST ROAD CALABASAS, CA 91302	CPA	61,140.
EDNEY CONSULTING 5855 GREEN VALLEY CIRCLE CULVER CITY, CA 90230	IT CONSULTING	62,491.
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 SPORTS PROGRAMS - THE FOUNDATION INITIATES, FINANCES AND OPERATES YOUTH SPORTS PROGRAMS IN SWIMMING, RUNNING AND CYCLING TO INTRODUCE LARGE NUMBERS OF YOUTH TO ORGANIZED SPORTS.	526,229.
2 SEE STATEMENT 13	388,027.
3 MARKETING AND DEVELOPMENT - THE FOUNDATION DISTRIBUTES INFORMATION ABOUT PROMOTING SPORTS AND CONDUCTS SPORTS AWARDS PROGRAMS.	108,741.
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	106,040,000.
b	Average of monthly cash balances	1b	14,270,811.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	120,310,811.
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	120,310,811.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,804,662.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	118,506,149.
6	Minimum investment return. Enter 5% of line 5	6	5,925,307.

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	5,925,307.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	9,190.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	9,190.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	5,916,117.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,916,117.
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	5,916,117.

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	6,466,134.
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	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	6,466,134.
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	9,190.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,456,944.

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

BAA

Form 990-PF (2009)

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				5,916,117.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2009.				
a From 2004				
b From 2005				
c From 2006				
d From 2007	6,321,039.			
e From 2008	1,376,652.			
f Total of lines 3a through e	7,697,691.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 6,466,134.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	6,466,134.			
d Applied to 2009 distributable amount				0.
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).)	5,916,117.			5,916,117.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,247,708.			
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 instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	8,247,708.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	404,922.			
d Excess from 2008	1,376,652.			
e Excess from 2009	6,466,134.			

Part XIV	Private Operating Foundations (see instructions and Part VII-A, question 9)
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- [illegible]

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

- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- NONE
-
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
- NONE

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

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

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

SEE STATEMENT 14

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

SEE STATEMENT FOR LINE 2A

- c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 ATTACHMENT A	N/A	PUBLIC	YOUTH SPORTS	2,695,119.
Total				3a 2,695,119.
b Approved for future payment SEE ATTACHMENT B	N/A	PUBLIC	YOUTH SPORTS	1,785,770.
Total				3b 1,785,770.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	13,798.	
4 Dividends and interest from securities			14	1,277,033.	
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					-7,012,273.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a LIBRARY INCOME			1	105,805.	
b PASSTHROUGHS-SEE SCH P			14	-976,962.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				419,674.	-7,012,273.
13 Total. Add line 12, columns (b), (d), and (e)				13	-6,592,599.

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

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

[illegible]

LA84 FOUNDATION

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
LIBRARY INCOME	\$ 105,805.		
PASSTHROUGHS-SEE SCH P	-976,962.		
TOTAL	\$ -871,157.	\$ 0.	\$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DAL SOGLIO & MARTENS	\$ 1,330.			\$ 1,330.
LATHAM & WATKINS	115,697.	\$ 20,570.		95,127.
RODRIGUEZ, HORII & CHOI	12,291.			12,291.
STEPHEN M. BURGIN	665.			665.
TOTAL	\$ 129,983.	\$ 20,570.	\$ 0.	\$ 109,413.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GREEN HASSON & JANKS	\$ 32,500.			\$ 32,500.
PAMELA R. ROSS	61,140.	\$ 45,642.		15,498.
TOTAL	\$ 93,640.	\$ 45,642.	\$ 0.	\$ 47,998.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BRAND CULTURE COMPANY	\$ 3,000.			\$ 3,000.
DOMINIQUE CESPEDES	6,625.			6,625.
JAMES ROBIE DESIGN	7,024.			7,024.
KAISER CONSULTING	3,500.	\$ 3,500.		
KATYA MOSHKOVICH	6,000.	6,000.		
KRAVITZ, INC.	1,000.			1,000.
LASNIK-BROIDA CONSULTING	6,060.			6,060.
NORTHERN TRUST	18,823.	18,823.		
THE BURGESS GROUP	20,250.	20,250.		

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STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
YOU BETCHA INTERACTIVE	\$ 2,240.			\$ 2,240.
TOTAL	<u>\$ 74,522.</u>	<u>\$ 48,573.</u>	<u>\$ 0.</u>	<u>\$ 25,949.</u>

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	\$ 10,014.			
PROPERTY TAXES	1,984.			\$ 1,984.
TOTAL	<u>\$ 11,998.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 1,984.</u>

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ART AND ARTIFACT STORAGE	\$ 17,932.			\$ 17,932.
BANK CHARGES	2,137.			2,137.
COACHING EDUCATION	250,055.			250,055.
COMPUTER EQUIPMENT AND SUPPLIES	16,781.			16,781.
COMPUTER MAINTENANCE AND SUPPORT	86,626.	\$ 220.		86,406.
CYCLING PROGRAM	77,650.			77,650.
INSURANCE	218,816.			218,816.
INTERNET CHARGES	8,502.			8,502.
LIBRARY OPERATIONS	60,217.			60,217.
MARKETING AND DEVELOPMENT	108,741.			108,741.
MIDDLE SCHOOL PROGRAM	7,699.			7,699.
MISCELLANEOUS	4,992.			4,992.
OFFICE AND FACILITY SUPPLIES	27,386.			27,386.
PAYROLL SERVICE AND BENEFIT ADMIN	9,669.			9,669.
PHOTOCOPYING	9,931.			9,931.
RESEARCH STUDIES	5,000.			5,000.
SHIPPING AND POSTAGE	14,911.			14,911.
STORAGE	301.			301.
SUBSCRIPTIONS AND DUES	31,864.	14,339.		17,525.
SUMMER SWIM	378,595.			378,595.
SUPPORT MATERIALS	26,602.			26,602.
TELEPHONE	36,136.			36,136.
WEBSITE	28,221.			28,221.
YOUTH RUN	62,285.			62,285.
TOTAL	<u>\$ 1,491,049.</u>	<u>\$ 14,559.</u>	<u>\$ 0.</u>	<u>\$ 1,476,490.</u>

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STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
ANCHOR POINT CAPITAL	MKT VAL	\$ 16,888,783.	\$ 16,888,783.
NORTHERN TRUST	MKT VAL	41,684,090.	41,684,090.
	TOTAL	<u>\$ 58,572,873.</u>	<u>\$ 58,572,873.</u>

STATEMENT 8
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

<u>CORPORATE BONDS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
PAYDEN RYSEL	MKT VAL	\$ 5,803,703.	\$ 5,803,703.
MET WEST	MKT VAL	91,751.	91,751.
BLACKSTONE DISTRESSED	MKT VAL	300,839.	300,839.
NORTHERN TRUST	MKT VAL	995,963.	995,963.
DELAWARE INCOME	MKT VAL	7,268,071.	7,268,071.
	TOTAL	<u>\$ 14,460,327.</u>	<u>\$ 14,460,327.</u>

STATEMENT 9
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER INVESTMENTS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
GOLDMAN SACHS PARTNERSHIPS	MKT VAL	\$ 1,782,432.	\$ 1,782,432.
TCW	MKT VAL	1,402,643.	1,402,643.
BT PRIVATE EQUITY FUND	MKT VAL	63,506.	63,506.
BLACKSTONE ALTERNATIVE ASSETS	MKT VAL	32,378,210.	32,378,210.
ABBOTT CAPITAL	MKT VAL	2,140,329.	2,140,329.
BRENTWOOD ASSOC	MKT VAL	3,496,435.	3,496,435.
PALOMAR VENTURES	MKT VAL	852,904.	852,904.
AUDAX MEZZANINE FUNDS	MKT VAL	1,530,034.	1,530,034.
WARBURG PINCUS	MKT VAL	836,889.	836,889.
COASTVIEW CAPITAL	MKT VAL	35,357.	35,357.
KEYHAVEN CAPITAL PARTNERS	MKT VAL	1,396,316.	1,396,316.
OAKTREE MEZZANINE	MKT VAL	730,627.	730,627.
ENCAP CAPITAL	MKT VAL	749,361.	749,361.
SPUR CAPITAL	MKT VAL	64,632.	64,632.
FORT WASHINGTON	MKT VAL	682,349.	682,349.
SCALE VENTURE	MKT VAL	187,718.	187,718.
WESTBRIDGE	MKT VAL	0.	0.
	TOTAL	<u>\$ 48,329,742.</u>	<u>\$ 48,329,742.</u>

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STATEMENT 10
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
AUTO./TRANSPORTATION EQUIP.	\$ 25,012.	\$ 25,012.	\$ 0.	\$ 0.
FURNITURE AND FIXTURES	199,387.	199,387.	0.	0.
MACHINERY AND EQUIPMENT	432,870.	416,714.	16,156.	16,156.
BUILDINGS	4,472,032.	4,279,018.	193,014.	193,014.
IMPROVEMENTS	555,357.	458,924.	96,433.	96,433.
LAND	802,643.		802,643.	802,643.
TOTAL	\$ 6,487,301.	\$ 5,379,055.	\$ 1,108,246.	\$ 1,108,246.

STATEMENT 11
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAIN ON INVESTMENTS

TOTAL \$ 22,447,157.
\$ 22,447,157.

STATEMENT 12
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
ANITA DEFRANTZ 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	PRESIDENT 40.00	\$ 303,678.	\$ 40,350.	\$ 20,000.
CONRAD FREUND 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	COO 40.00	185,000.	35,150.	6,000.
JOHN BRYSON 2131 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
JANET EVANS 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
YVONNE BRATHWAITE BURKE 2131 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
JAE MIN CHANG 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.

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STATEMENT 12 (CONTINUED)
 FORM 990-PF, PART VIII, LINE 1
 LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JAMES L. EASTON 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	\$ 0.	\$ 0.	\$ 0.
PRISCILLA FLORENCE 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
ROBERT V. GRAZIANO 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
RAFER JOHNSON 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
MAUREEN KINDEL 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
THOMAS E. LARKIN, JR. 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	CHAIRMAN 0	0.	0.	0.
PETER O'MALLEY 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
JOAN A. PAYDEN 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
FRANK M. SANCHEZ 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
PETER V. UEERROTH 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
GILBERT R. VASQUEZ 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.
DAVID L. WOLPER 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	0.	0.	0.

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STATEMENT 12 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
JOHN ZIFFREN 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	DIRECTOR 0	\$ 0.	\$ 0.	\$ 0.
		TOTAL	<u>\$ 488,678.</u>	<u>\$ 75,500.</u>
			<u>\$ 26,000.</u>	

STATEMENT 13
FORM 990-PF, PART IX-A, LINE 2
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

<u>DIRECT CHARITABLE ACTIVITIES</u>	<u>EXPENSES</u>
EDUCATION SERVICES - THE FOUNDATION OPERATES ON ITS PREMISES A SPORTS LIBRARY WHICH CONTAINS ARCHIVES OF PRINTED MATERIALS, FILMS AND VIDEOS RELATED TO SPORTS. THE FOUNDATION ALSO OPERATES A WEBSITE DEDICATED TO SPORTS RESEARCH. THE FOUNDATION CONDUCTS COACHING CLINICS FOR VARIOUS TEAM SPORTS.	\$ 388,027.

STATEMENT 14
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	LA84 FOUNDATION
CARE OF:	GRANTS PROGRAM
STREET ADDRESS:	2141 W. ADAMS BLVD
CITY, STATE, ZIP CODE:	LOS ANGELES, CA 90018
TELEPHONE:	(323) 730-4600
FORM AND CONTENT:	PLEASE SEE WEBSITE AT WWW.LA84FOUNDATION.ORG
SUBMISSION DEADLINES:	PLEASE SEE WEBSITE
RESTRICTIONS ON AWARDS:	PLEASE SEE WEBSITE

2009

FEDERAL SUPPLEMENTAL INFORMATION

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LA84 FOUNDATION

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11/07/10

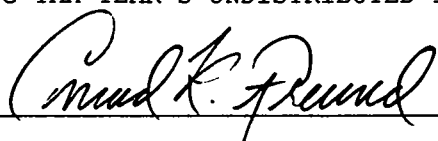
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FORM 990-PF

ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2)
TO TREAT EXCESS QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS

PURSUANT TO IRC SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D)(2), THE FOUNDATION HEREBY
ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY
PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS.

SIGNED



NAME AND TITLE: CONRAD R. FREUND, C.O.O.

<u>Payee Name</u>	<u>Payee Address</u>	<u>Status</u>	<u>Purpose</u>	<u>Amount</u>
A World Fit For Kids!	678 Lafayette Park Place Los Angeles, CA 90057	Public	Youth sports	\$ 15,705 24
A World Fit For Kids!	678 Lafayette Park Place Los Angeles, CA 90057	Public	Youth sports	10,609 22
A World Fit For Kids!	678 Lafayette Park Place Los Angeles, CA 90057	Public	Youth sports	7,248 82
AAF Rose Bowl Aquatics Center	360 North Arroyo Boulevard Pasadena, CA 91103	Public	Youth sports	13,876 22
AAF Rose Bowl Aquatics Center	360 North Arroyo Boulevard Pasadena, CA 91103	Public	Youth sports	26,154 87
AAF Rose Bowl Aquatics Center	360 North Arroyo Boulevard Pasadena, CA 91103	Public	Youth sports	31,158 91
Academic Basketball Association	732 Howard Ave Carson, CA 90746-3909	Public	Youth sports	2,902 81
Anahuak Youth Soccer Association	5317 North Figueroa Ave Los Angeles, CA 90042	Public	Youth sports	25,178 00
Assistance League of Southern California	1370 North Saint Andrews Place Hollywood, CA 90028	Public	Youth sports	3,079 45
Boys & Girls Club of Whittier, Inc	7905 Greenleaf Avenue Whittier, CA 90602	Public	Youth sports	12,365 00
Boys & Girls Clubs of America - Vista	410 West California Avenue Vista, CA 92083	Public	Youth sports	4,631 14
Boys & Girls Clubs of Inland North County	115 West Woodward Avenue Escondido, CA 92025	Public	Youth sports	18,514 98
Boys & Girls Clubs of Tustin	580 West Sixth Street Tustin, CA 92781	Public	Youth sports	7,600 00
Boys & Girls Clubs of Tustin	580 West Sixth Street Tustin, CA 92781	Public	Youth sports	42,400 00
C S H A - Youth Leagues, Inc	2564 Associated Road, #9 Fullerton, CA 92635	Public	Youth sports	5,079 86
Catholic Charities of Los Angeles, Inc	1531 James M Wood Boulevard Los Angeles, CA 90015	Public	Youth sports	20,000 00
City of Santa Ana	888 W Santa Ana Blvd Suite 200 Santa Ana, CA 92701	Public	Youth sports	25,000 00
Community Harvest Foundation	4859 Slauson Ave , #121 Los Angeles, CA 90056	Public	Youth sports	2,287 95
Crescenta Valley Gymnastics Club of San Dimas	224 East Arrow Highway San Dimas, CA 91773	Public	Youth sports	1,540 05
East Los Angeles Community Youth Center	4360 Dozier Street Los Angeles, CA 90022	Public	Youth sports	5,583 02
East Los Angeles Community Youth Center	4360 Dozier Street Los Angeles, CA 90022	Public	Youth sports	9,548 00
East Los Angeles Community Youth Center	4360 Dozier Street Los Angeles, CA 90022	Public	Youth sports	11,698 00
Friends of Expo Center	Post Office Box 6097 Los Angeles, CA 90734	Public	Youth sports	733 15
Friends of Expo Center	Post Office Box 6097 Los Angeles, CA 90734	Public	Youth sports	10,441 69
Friends of Expo Center	Post Office Box 6097 Los Angeles, CA 90734	Public	Youth sports	154,266 85
Friends of Expo Center	Post Office Box 6097 Los Angeles, CA 90734	Public	Youth sports	11,843 82

Fullerton Youth Rugby Foundation	630 Hawthorne Ave Fullerton, CA 92833-3724	Public	Youth sports	10,458 71
Golden State Gymnastics Inc	1828 N Keystone Burbank, CA 91504	Public	Youth sports	10,000 00
Heart of Los Angeles Youth, Inc	2701 Wilshire Blvd Los Angeles, CA 90057	Public	Youth sports	7,032 00
Hollenbeck Police Activities League	2130 1st Street, Suite 305 Los Angeles, CA 90033	Public	Youth sports	17,446 07
Hollenbeck Police Activities League	2130 1st Street, Suite 305 Los Angeles, CA 90033	Public	Youth sports	7,043 12
Hollenbeck Police Activities League	2130 1st Street, Suite 305 Los Angeles, CA 90033	Public	Youth sports	16,010 30
Hollenbeck Police Activities League	2130 1st Street, Suite 305 Los Angeles, CA 90033	Public	Youth sports	8,427 46
Industry Sheriff's Youth Activities League	P O Box 7114 City Of Industry, CA 91744	Public	Youth sports	4,625 09
Industry Sheriff's Youth Activities League	P O Box 7114 City Of Industry, CA 91744	Public	Youth sports	2,924 63
Industry Sheriff's Youth Activities League	P O Box 7114 City Of Industry, CA 91744	Public	Youth sports	9,743 00
Inglewood Police Activities League	330 North Centinela Avenue Inglewood, CA 90302	Public	Youth sports	8,304 77
Inglewood Police Activities League	330 North Centinela Avenue Inglewood, CA 90302	Public	Youth sports	11,695 23
International Rescue Committee, Inc	5348 University Avenue, Suite 205 San Diego, CA 92105	Public	Youth sports	18,297 29
International Rescue Committee, Inc	5348 University Avenue, Suite 205 San Diego, CA 92105	Public	Youth sports	2,534 01
International Rescue Committee, Inc	5348 University Avenue, Suite 205 San Diego, CA 92105	Public	Youth sports	8,584 36
Kids In Sports	3980 S Menlo Avenue, Suite 237 Los Angeles, CA 90037	Public	Youth sports	56,859 00
LA Scores	3685 Motor Avenue #110 Los Angeles, CA 90034	Public	Youth sports	11,440 29
LA Scores	3685 Motor Avenue #110 Los Angeles, CA 90034	Public	Youth sports	12,756 03
LA Scores	3685 Motor Avenue #110 Los Angeles, CA 90034	Public	Youth sports	8,573 68
Lake Casitas Rowing Association	P O Box 74 Oak View, CA 93022	Public	Youth sports	15,572 61
LA's Best	200 North Spring Street, Suite M-120 Los Angeles, CA 90012	Public	Youth sports	79,196 00
LA's Best	200 North Spring Street, Suite M-120 Los Angeles, CA 90012	Public	Youth sports	7,002 00
LA's Best	200 North Spring Street, Suite M-120 Los Angeles, CA 90012	Public	Youth sports	74,259 75
LA's Best	200 North Spring Street, Suite M-120 Los Angeles, CA 90012	Public	Youth sports	72,372 73
LK Foundation	5870 West Olympic Blvd Los Angeles, CA 90036	Public	Youth sports	2,505 00
LK Foundation	5870 West Olympic Blvd Los Angeles, CA 90036	Public	Youth sports	1,854 03
LK Foundation	5870 West Olympic Blvd Los Angeles, CA 90036	Public	Youth sports	3,489 00

LK Foundation	5870 West Olympic Blvd Los Angeles, CA 90036	Public	Youth sports	2,452 50
LK Foundation	5870 West Olympic Blvd Los Angeles, CA 90036	Public	Youth sports	2,862 00
LK Foundation	5870 West Olympic Blvd Los Angeles, CA 90036	Public	Youth sports	3,189 00
Los Angeles Inner-City Lacrosse Association	158 Westmont Drive Alhambra, CA 91801	Public	Youth sports	3,770 90
Los Angeles Unified School District	333 South Beaudry Ave, 19th Floor Los Angeles, CA 90017	Public	Youth sports	125,249 07
Los Angeles Unified School District	333 South Beaudry Ave, 19th Floor Los Angeles, CA 90017	Public	Youth sports	73,419 99
Los Angeles Unified School District	333 South Beaudry Ave, 19th Floor Los Angeles, CA 90017	Public	Youth sports	32,424 99
Los Angeles Unified School District	333 South Beaudry Ave, 19th Floor Los Angeles, CA 90017	Public	Youth sports	350,000 00
Los Angeles Unified School District	333 South Beaudry Ave, 19th Floor Los Angeles, CA 90017	Public	Youth sports	97,338 64
Mission Bay Performance Paddlers	4131 Raffee Street San Diego, CA 92117	Public	Youth sports	1,197 04
Mission Bay Performance Paddlers	4131 Raffee Street San Diego, CA 92117	Public	Youth sports	4,995 00
Mission Bay Performance Paddlers	4131 Raffee Street San Diego, CA 92117	Public	Youth sports	3,312 96
Mount SAC Auxiliary Services Relays Youth Days	34453 Fawn Ridge Place Yucaipa, CA 92399	Public	Youth sports	2,320 00
Mount SAC Auxiliary Services Relays Youth Days	34453 Fawn Ridge Place Yucaipa, CA 92399	Public	Youth sports	141,837 00
Olympicos Soccer Club Inc	1668 Newton Avenue San Diego, CA 92113	Public	Youth sports	7,093 54
P F Bresee Foundation	184 South Birmini Place Los Angeles, CA 90004	Public	Youth sports	3,822 98
P F Bresee Foundation	184 South Birmini Place Los Angeles, CA 90004	Public	Youth sports	4,344 78
P F Bresee Foundation	184 South Birmini Place Los Angeles, CA 90004	Public	Youth sports	2,828 90
PALS - Hollywood	1358 North Wilcox Avenue Los Angeles, CA 90028	Public	Youth sports	10,275 37
PALS - Hollywood	1358 North Wilcox Avenue Los Angeles, CA 90028	Public	Youth sports	3,928 92
PALS - Hollywood	1358 North Wilcox Avenue Los Angeles, CA 90028	Public	Youth sports	6,969 75
Perris Valley Youth Association Sports	P O Box 478 Perris, CA 92572	Public	Youth sports	4,891 30
Perris Valley Youth Association Sports	P O Box 478 Perris, CA 92572	Public	Youth sports	5,400 00
Perris Valley Youth Association Sports	P O Box 478 Perris, CA 92572	Public	Youth sports	7,420 00
Salvation Army - Southern California Divisional Headquarters	PO 15899 Del Valle Station Los Angeles, CA 90015	Public	Youth sports	41,430 00
San Diego Adaptive Sports Foundation	P O Box 153792 San Diego, CA 92195-3792	Public	Youth sports	6,612 50
San Diego Adaptive Sports Foundation	P O Box 153792 San Diego, CA 92195-3792	Public	Youth sports	4,900.00

San Diego Adaptive Sports Foundation	P O Box 153792 San Diego, CA 92195-3792	Public	Youth sports	5,254 68
Search To Involve Pilipino Americans	3200 West Temple Street Los Angeles, CA 90026	Public	Youth sports	5,659 08
Search To Involve Pilipino Americans	3200 West Temple Street Los Angeles, CA 90026	Public	Youth sports	6,263 20
Southern California Speed Skating Association	2242 Rancho Corona Drive Corona, CA 92882	Public	Youth sports	17,750 00
Southern California Speed Skating Association	2242 Rancho Corona Drive Corona, CA 92882	Public	Youth sports	18,250 00
Southern California Speed Skating Association	2242 Rancho Corona Drive Corona, CA 92882	Public	Youth sports	22,000 00
Southern California Tennis Association	P O Box 240015 Los Angeles, CA 90024	Public	Youth sports	50,000 00
Southern California Tennis Association	P O Box 240015 Los Angeles, CA 90024	Public	Youth sports	51,302 65
Southern California Tennis Association	P O Box 240015 Los Angeles, CA 90024	Public	Youth sports	34,302 30
Southern California Tennis Association	P O Box 240015 Los Angeles, CA 90024	Public	Youth sports	14,838 80
Southern California Youth Soccer Organization	Suite 113 Santa Ana, CA 92705	Public	Youth sports	12,945 30
Southern California Youth Soccer Organization	Suite 113 Santa Ana, CA 92705	Public	Youth sports	12,530 20
Southern California Youth Soccer Organization	Suite 113 Santa Ana, CA 92705	Public	Youth sports	7,354 51
Special Olympics - Southern California	5875 Green Valley Circle, Suite 200 Culver City, CA 90230	Public	Youth sports	15,466 21
Special Olympics - Southern California	5875 Green Valley Circle, Suite 200 Culver City, CA 90230	Public	Youth sports	13,555 91
St Vincent Medical Center Foundation	2222 Ocean View Ave , Suite 114 Los Angeles, CA 90057-2788	Public	Youth sports	14,988 57
St Vincent Medical Center Foundation	2222 Ocean View Ave , Suite 114 Los Angeles, CA 90057-2788	Public	Youth sports	584 83
Students Run LA	6505 Zelzah Avenue Reseda, CA 91335	Public	Youth sports	68,339 75
Students Run LA	6505 Zelzah Avenue Reseda, CA 91335	Public	Youth sports	68,741 43
Students Run LA	6505 Zelzah Avenue Reseda, CA 91335	Public	Youth sports	1,320 50
The Boys & Girls Clubs of Venice, Inc	2232 Lincoln Boulevard Venice, CA 90291	Public	Youth sports	7,764 00
The Challengers Boys and Girls Club	5029 South Vermont Avenue Los Angeles, CA 90037	Public	Youth sports	40,000 00
THINK Together	Suite 200 Santa Ana, CA 92705	Public	Youth sports	37,422 00
THINK Together	Suite 200 Santa Ana, CA 92705	Public	Youth sports	37,578 00
Toberman Neighborhood Center, Inc	131 North Grand Avenue San Pedro, CA 90731	Public	Youth sports	4,640 00
Toberman Neighborhood Center, Inc	131 North Grand Avenue San Pedro, CA 90731	Public	Youth sports	5,705 34
Toberman Neighborhood Center, Inc	131 North Grand Avenue San Pedro, CA 90731	Public	Youth sports	6,484 35

United Skates Synchronized Team Association, Inc	3039 East 1st Street Long Beach, CA 90803	Public	Youth sports	6,349 27
United Skates Synchronized Team Association, Inc	3039 East 1st Street Long Beach, CA 90803	Public	Youth sports	9,030 73
United Skates Synchronized Team Association, Inc	3039 East 1st Street Long Beach, CA 90803	Public	Youth sports	10,420 00
West Covina Judo Club	1203 West Puente Avenue West Covina, CA 91790	Public	Youth sports	3,561 50
West Covina Judo Club	1203 West Puente Avenue West Covina, CA 91790	Public	Youth sports	4,246 57
Westside Jewish Community Center Inc	5870 West Olympic Boulevard Los Angeles, CA 90036	Public	Youth sports	2,500 00
Westside Jewish Community Center Inc	5870 West Olympic Boulevard Los Angeles, CA 90036	Public	Youth sports	22,500 00
YMCA - Metropolitan Los Angeles	625 South New Hampshire Avenue Los Angeles, CA 90005	Public	Youth sports	100,000 00
YMCA - Wilmington	1121 North Avalon Boulevard Wilmington, CA 90744	Public	Youth sports	6,124 66
Youth Policy Institute, Inc	634 South Spring Street, #818 Los Angeles, CA 90014	Public	Youth sports	19,911 30
Youth Speak Collective	11243 Glenoaks Boulevard, Suite 11 Pacoima, CA 91331	Public	Youth sports	6,693 09
TOTAL				\$ 2,695,119.07

<u>Organization Name</u>	<u>Organization Address</u>	<u>Status</u>	<u>Purpose</u>	<u>Balance</u>
A Better LA	3980 S Menlo Avenue Los Angeles, CA 90037	Public	Youth sports	\$ 50,000 00
A World Fit For Kids ¹	678 Lafayette Park Place Los Angeles, CA 90057	Public	Youth sports	16,436 72
AAF Rose Bowl Aquatics Center	360 North Arroyo Boulevard Pasadena, CA 91103	Public	Youth sports	51,810 00
After-School All-Stars San Diego	2590 Truxtun Road, Suite 202 San Diego, CA 92106	Public	Youth sports	21,672 00
American Baseball Congress of Southern California	P O Box 1625 Monterey Park, CA 91754	Public	Youth sports	3,000 00
Assistance League of Southern California	1370 North Saint Andrews Place Hollywood, CA 90028	Public	Youth sports	21,920 55
Boys & Girls Clubs of Burbank, Inc	2244 N Buena Vista Street Burbank, CA 91504	Public	Youth sports	16,576 00
Boys & Girls Clubs Of Pasadena	3230 East Del Mar Boulevard Pasadena, CA 91107	Public	Youth sports	10,000 00
Carousel Ranch	34289 Rocking Horse Road Agua Dulce, CA 91390	Public	Youth sports	3,000 00
City of Los Angeles, Dept of Recreation & Parks	3401 Riverside Drive Los Angeles, CA 90027	Public	Youth sports	24,762 72
City of Santa Ana	888 W Santa Ana Blvd Suite 200 Santa Ana, CA 92701	Public	Youth sports	25,000 00
City of Santa Clarita, Dept of Pks & Rec	Center 20850 Centre Pointe Parkway	Public	Youth sports	3,931 19
Claremont Junior All American Football	2058 North Mills Ave #524 Claremont, CA 91711	Public	Youth sports	3,000 00
CP Team, Inc	P O Box 681 Corona Del Mar, CA 92625	Public	Youth sports	9,087 05
Culver City Babe Ruth Baseball League, Incorporated	P O Box 4848 Culver City, CA 90231	Public	Youth sports	2,000 00
El Segundo Youth Football and Cheer Association	710 Bayonne St El Segundo, CA 90245	Public	Youth sports	3,000 00
Friends of Expo Center	Post Office Box 6097 Los Angeles, CA 90734	Public	Youth sports	10,769 31
Ginga Arts	P O Box 641422 Los Angeles, CA 90064	Public	Youth sports	20,000 00
Golden State Gymnastics Inc	1828 N Keystone Burbank, CA 91504	Public	Youth sports	16,012 00
Hacienda Heights Junior All American Football Association	P O Box 5832 Hacienda Heights, CA 91745	Public	Youth sports	3,000 00
Heart of Los Angeles Youth, Inc	2701 Wilshire Blvd Los Angeles, CA 90057	Public	Youth sports	42,968 00
Industry Sheriff's Youth Activities League	P O Box 7114 City Of Industry, CA 91744	Public	Youth sports	7,569 28
Inter Tribal Sports Inc	29377 Rancho California Rd , Ste 103 Temecula, CA 92591	Public	Youth sports	60,000 00
J F Shea Therapeutic Riding Center, Inc	26284 Oso Road San Juan Capistrano, CA 92675	Public	Youth sports	3,000 00
Junior All American Football of La Puente, Inc	P O Box 745 La Puente, CA 91745-0745	Public	Youth sports	3,000 00

Kids In Sports	3980 S Menlo Avenue, Suite 237 Los Angeles, CA 90037	Public	Youth sports	73,518 00
Lake Casitas Rowing Association	P O Box 74 Oak View, CA 93022	Public	Youth sports	1,537 39
LA's Best	200 North Spring Street, Suite M-120 Los Angeles, CA 90012	Public	Youth sports	89,542 25
Los Angeles Boys & Girls Club	2635 Pasadena Avenue Los Angeles, CA 90031	Public	Youth sports	56,130 00
Los Angeles Unified School District	19th Floor Los Angeles, CA 90017	Public	Youth sports	350,630 94
Montebello Youth Football and Cheer Inc	1012 W Beverly Blvd , #183 Montebello, CA 90640	Public	Youth sports	3,000 00
Mount SAC Auxiliary Services Relays Youth Days	34453 Fawn Ridge Place Yucaipa, CA 92399	Public	Youth sports	126,000 00
Orange County Makapo Aquatics Project	P O Box 17515 Irvine, CA 92623	Public	Youth sports	3,000 00
Organization Of West Adams Christian Athletics	4500 West Adams Blvd Los Angeles, CA 90016	Public	Youth sports	3,000 00
Palmdale Youth Football League	P O Box 901051 Palmdale, CA 93590	Public	Youth sports	3,000 00
Perris Valley Youth Association Sports	P O Box 478 Perris, CA 92572	Public	Youth sports	2,288 70
Phantoms Youth Rugby Football Club	724 Farben Dr Diamond Bar, CA 91765	Public	Youth sports	3,000 00
Primo Boxing Club Inc	1720 San Pascual Street #A Santa Barbara, CA 93103	Public	Youth sports	3,000 00
Pueblo Nuevo Development	PO Box 17778 Los Angeles, CA 90017	Public	Youth sports	50,000 00
Salesian Boys and Girls Club of Los Angeles	3218 Wabash Avenue Los Angeles, CA 90063	Public	Youth sports	49,559 00
Santa Clarita Track Club, Inc	27900 Youngberry Drive Santa Clarita, CA 91350-1756	Public	Youth sports	3,000 00
Southern California Speed Skating Association	2242 Rancho Corona Drive Corona, CA 92882	Public	Youth sports	60,000 00
Southern California Tennis Association	P O Box 240015 Los Angeles, CA 90024	Public	Youth sports	14,395 05
Southern California Youth Soccer Organization	Suite 113 Santa Ana, CA 92705	Public	Youth sports	7,169 99
SSS Good Samaritan Association	16907 Eric Avenue Cerritos, CA 90703	Public	Youth sports	1,000 00
Students Run LA	6505 Zelzah Avenue Reseda, CA 91335	Public	Youth sports	68,339 75
Taking The Reins	3919 1/2 Rigali Avenue Los Angeles, CA 90039	Public	Youth sports	3,000 00
Team Prime Time Inc	P O Box 241496 Los Angeles, CA 90024	Public	Youth sports	3,000 00
The Boys & Girls Clubs of Venice, Inc	2232 Lincoln Boulevard Venice, CA 90291	Public	Youth sports	25,256 00
THINK Together	Suite 200 Santa Ana, CA 92705	Public	Youth sports	75,000 00
Toberman Neighborhood Center, Inc	131 North Grand Avenue San Pedro, CA 90731	Public	Youth sports	1,211 31

Western States Golf Association	1921 West 98th Street Los Angeles, CA 90047-9517	Public	Youth sports	3,000 00
Woodcraft Rangers, Inc	1625 West Olympic Boulevard Los Angeles, CA 90015	Public	Youth sports	100,000 00
YMCA - Montebello/Commerce	2000 West Beverly Boulevard Montebello, CA 90640	Public	Youth sports	36,000 00
YMCA - Orange County	1633 E Fourth St Suite 184 Santa Ana, CA 92701	Public	Youth sports	120,000 00
Youth Speak Collective	11243 Glenoaks Boulevard, Suite 11 Pacoima, CA 91331	Public	Youth sports	16,676 91
TOTAL				\$ 1,785,770.11

LA84 FOUNDATION

FEIN 95-3792725

PARTNERSHIP INCOME PER K-1S

	Ordinary Income	Interest	Dividends	ST Cap Gains	LT Cap Gains	Other Income/Loss	Other Deductions	Subtotal	Minus UBTI**	Total
Abbott Capital Private Equity Fund III	(3,939)	10,686	16,317	(5,021)	127,341	2,617	68,715	79,286	143	79,143
Abbott Capital Private Equity Fund VI	(214)	647	37	99	42	11	34,246	(33,624)	2,018	(35,642)
Audax Mezzanine Fund		61,697	21	(441)	(1,766)		8,827	50,684	19,072	31,612
Audax Mezzanine Fund II		118,159	131		(16,283)		22,648	79,359	(14,848)	94,207
Blackstone Credit Liquidity Partners		49,031	56,773	413	2,145	232	10,561	98,033		98,033
Blackstone Credit Liquidity (Cayman)							104	(104)		(104)
Blackstone Capital Partners IV			26				284	(258)		(258)
Blackstone Capital Partners (Cayman)		17	2,574	4,130	127,964		2,625	132,060	-	132,060
Blackstone ECC Capital Partners IV	(9)				(232)			(241)	(188)	(53)
Blackstone FC Capital Partners						164		164		164
Blackstone FCH Capital Partners						16		16		16
BCP (Cayman) V-S							50	(50)		(50)
BCP V-S					(48)		105	(153)		(153)
BCP V Co-Investors					(69)		13	(82)		(82)
BCP V Co-Investors (Cayman)							39	(39)		(39)
BCP V Co-Investors (Cayman SW A)							51	(51)		(51)
Blackstone Capital Partners (Cayman) V-NQ	(202)						86	(288)	(202)	(86)
Blackstone Capital Partners (Cayman) V		301	419		(1,853)	(2)	2,421	(3,556)	(245)	(3,311)
Blackstone Capital Partners (Cayman II) V		5,914		(272)	(908)	16	1,697	3,053	1,710	1,343
Blackstone Capital Partners (Cayman III) V		4					46	(42)		(42)
Blackstone Capital Partners V USS Feeder	(3,934)	672	3		(1,139)	156	425	(4,667)	(4,309)	(358)
Blackstone RGIS Capital Partners V	14,479	6,435	45	201	(117)	(1,263)	13,359	6,421	644	5,777
Blackstone HEI Capital Partners V							47	(47)		(47)
Blackstone PB Capital Partners V	(476)		1				70	(545)	(479)	(66)
Blackstone Real Estate Partners IV TE 2LP	(8,876)	65				(72,270)	1,650	(82,731)	(84,757)	2,026
Blackstone Real Estate Partners (DC) IV TE	(4,986)	1,120	29,843			(8,440)	220	17,317	(11,815)	29,132
Blackstone Real Estate Partners IV TE(DC) I	(6,396)	3,180	1,770			(6,831)	512	(8,789)	(9,600)	811
Blackstone Real Estate Partners V TE 2	22,608	4,240	19,897		3	1,103	228	47,623	16,117	31,506
Blackstone Real Estate Partners V TE 2-NQ	(5,364)	263				4,379	10	(732)	(1,346)	614
Blackstone Real Estate Partners VI TE 2	14,979	2,438			2	120	414	17,125	11,290	5,835
Blackstone Real Estate Partners VI TE 2-NQ	(474)							(474)	(474)	-
The Blackstone Group L P (final)	1	81	3	(1)	(3)		7	74	(1)	75

LA84 FOUNDATION

FEIN 95-3792725

PARTNERSHIP INCOME PER K-1S

	Ordinary Income	Interest	Dividends	ST Cap Gains	LT Cap Gains	Other Income/Loss	Other Deductions	Subtotal	Minus UBTI**	Total
Brentwood Associates Private Equity III		10,055			(698,295)			(688,240)		(688,240)
Brentwood Associates Private Equity IV							42,003	(42,003)		(42,003)
Coastview Boiscience					(13,484)		2,075	(15,559)		(15,559)
Encap Energy Capital Fund VII	(79,126)	437				(1,635)	94,295	(174,619)		(174,619)
Fort Washington		4,936			(5,694)		8,780	(9,538)		(9,538)
Goldman Sachs Vintage Fund V	1,439	13,051	2,824	(231)	75	692	24,996	(7,146)	2,978	(10,124)
GS Capital Partners VI Parallel		17,240	24,301	8,064	67,091	28	21,622	95,102	760	94,342
GSCP VI Parallel AIV			23		(19)		1,935	(1,931)		(1,931)
Keyhaven Capital Partners I	(1,256)	15,631	1,809	3,636	5,087	5,272	25,418	4,761	(1,256)	6,017
Keyhaven Capital Partners II	(30)	12,020	241	4,898	2,028	4,166	21,572	1,751	(30)	1,781
Keyhaven Capital Partners III		46				(41)	16,689	(16,684)		(16,684)
OCM Mezzanine Fund II		70,910	23,166	533	(1,229)	1,257	13,159	81,478		81,478
Palomar Ventures II		2	1,432	2,478	(333,736)	685	30,989	(360,128)		(360,128)
Scale Venture Partners III		169					24,941	(24,772)		(24,772)
Spur Ventures		51		(52)	(58)		7,098	(7,157)		(7,157)
TCW Energy Fund XIV-A	(14,118)	162,701	1	32,575	(1,536)	(1,422)	82,461	95,740	(14,133)	109,873
TCW Shared Opportunity Fund III		870	62	(3)	9,926		7,496	3,359		3,359
Warburg Pincus		1,902	5,580		(30,712)		4,594	(27,824)		(27,824)
Westbridge Ventures (final)			417		(366,286)		1,376	(367,245)		(367,245)
Totals	(75,894)	574,971	187,716	51,006	(1,131,763)	(70,990)	600,959	(1,065,913)	(88,951)	(976,962)
**UBTI REPORTED AND TAXED ON FORM 990-T										

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3 month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization	Employer identification number
	LA84 FOUNDATION	95-3792725
	Number, street and room or suite number. If a P.O. box, see instructions	For IRS use only
	PAMELA R. ROSS, CPA 22739 FEDERALIST ROAD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	CALABASAS, CA 91302-4809	

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

☐ Form 990	☒ Form 990-PF	☐ Form 1041 A	☐ Form 6069
☐ Form 990-BL	☐ Form 990-T (section 401(a) or 408(a) trust)	☐ Form 4720	☐ Form 8870
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of CONRAD FREUND
Telephone No (323) 730-4604 FAX No (323) 730-9636
- 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 is for

- I request an additional 3-month extension of time until 11/15, 2010
- For calendar year 2009, or other tax year beginning 20, and ending 20
- If this tax year is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension COMPLETE AND ACCURATE ACCOUNTING DATA IS NOT YET AVAILABLE FOR PREPARATION OF THE TAX RETURN

8a 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	8a \$	10,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	40,000.
c Balance Due. Subtract line 8b from line 8a. 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 instrs	8c \$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Pamela Ross Title CPA Date 8/7/10