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

2009

Department 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

, 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.	<p>WILLAMETTA K. DAY FOUNDATION Number and street (or P O box number if mail is not delivered to street address) 865 SOUTH FIGUEROA ST., STE 700 City or town, state, and ZIP code LOS ANGELES, CA 90017</p>		<p>A Employer identification number 95-6092476</p> <p>B Telephone number 213-891-6300</p> <p>C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/></p> <p>E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/></p> <p>F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/></p>		
<p>H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p> <p>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 43,085,140. (Part I, column (d) must be on cash basis.)</p>		<p>J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p>			
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	
Revenue		1 Contributions, gifts, grants, etc., received	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B Interest on savings and temporary cash investments	N/A	
		3 Dividends and interest from securities	239,368.	1,499,542.	
		5a Gross rents b Net rental income or (loss)	3,245,471.	STATEMENT 2	
		6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	35,700,145.	STATEMENT 1	
		7 Capital gain net income (from Part IV, line 2)	2,979,786.		
		8 Net short-term capital gain			
		9 Income modifications Gross sales less returns and allowances			
		10a b Less Cost of goods sold c Gross profit or (loss)			
		11 Other income	5,459.	STATEMENT 3	
		12 Total. Add lines 1-11	3,484,839.	4,484,787.	
Operating and Administrative Expenses		13 Compensation of officers, directors, trustees, etc.	0.	0.	
		14 Other employee salaries and wages			
		15 Pension plans, employee benefits			
		16a Legal fees	STMT 4	1,159.	
		b Accounting fees	STMT 5	38,000.	
		c Other professional fees	STMT 6	309,664.	
		17 Interest		552,652.	
		18 Taxes	STMT 7	185,727.	
		19 Depreciation and depletion		5,106.	
		20 Occupancy			
		21 Travel, conferences, and meetings			
		22 Printing and publications			
		23 Other expenses	STMT 8	2,840.	
		24 Total operating and administrative expenses. Add lines 13 through 23		3,550.	
		25 Contributions, gifts, grants paid		292.	
		26 Total expenses and disbursements. Add lines 24 and 25		537,390.	
				596,551.	
				31,374.	
				496,001.	
				1,928,704.	
				1,033,391.	
				596,551.	
				1,960,078.	
		27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)			
				2,451,448.	
				3,888,236.	
				N/A	

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	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		6,792,618.	213,356.	213,356.
	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		113,254.	56,385.	56,385.
Assets	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock	STMT 9	13,708,159.	28,470,379.	28,470,379.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 10	11,541,281.	14,344,150.	14,344,150.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►	STATEMENT 11)	29,036.	870.	870.
	16 Total assets (to be completed by all filers)		32,184,348.	43,085,140.	43,085,140.
Liabilities	17 Accounts payable and accrued expenses		33,000.	97,638.	
	18 Grants payable		13,129,297.	11,698,094.	
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►	STATEMENT 12)	0.	78,233.	
	23 Total liabilities (add lines 17 through 22)		13,162,297.	11,873,965.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		19,022,051.	31,211,175.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg., and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances		19,022,051.	31,211,175.	
	31 Total liabilities and net assets/fund balances		32,184,348.	43,085,140.	

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	19,022,051.
2 Enter amount from Part I, line 27a	2	2,451,448.
3 Other increases not included in line 2 (itemize) ► <u>NET UNREALIZED GAIN</u>	3	9,737,676.
4 Add lines 1, 2, and 3	4	31,211,175.
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	31,211,175.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b	SEE ATTACHED STATEMENTS				
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e	35,700,145.	32,720,359.			2,979,786.
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					
b					
c					
d					
e					2,979,786.
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		2,979,786.
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	{ 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	2,270,173.	57,013,074.	.039818
2007	8,117,806.	64,063,101.	.126716
2006	3,766,591.	60,913,234.	.061835
2005	5,577,801.	59,549,710.	.093666
2004	2,271,250.	56,457,588.	.040229

2 Total of line 1, column (d)

2 .362264

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 .072453

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4 35,363,638.

5 Multiply line 4 by line 3

5 2,562,202.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 38,882.

7 Add lines 5 and 6

7 2,601,084.

8 Enter qualifying distributions from Part XII, line 4

8 1,960,078.

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 ► <input type="checkbox"/> 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 ► <input type="checkbox"/> and enter 1% of Part I, line 27b 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-) 3 Add lines 1 and 2 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- 6 Credits/Payments: a 2009 estimated tax payments and 2008 overpayment credited to 2009 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ►	1	77,765.
		2	0.
		3	77,765.
		4	0.
		5	77,765.
		6a	146,874.
		6b	
		6c	
		6d	
		7	146,874.
		8	
		9	
		10	69,109.
		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	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. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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?	4b	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	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? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14 The books are in care of ► OAKMONT CORPORATION Telephone no. ► 213-891-6300		
Located at ► 865 SOUTH FIGUEROA ST., STE 700, LOS ANGELES, CA ZIP+4 ► 90017		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► 15 N/A and enter the amount of tax-exempt interest received or accrued during the year		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 1b N/A	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 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)	3b	N/A
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)

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))?

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

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

(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)?

(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

Yes No

Yes No

Yes No

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

d Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

e Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

Yes No

6b

X

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

g At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

h If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

Yes No

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		0.	0.	0.

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

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

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

0

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			0.
3	N/A		
			0.
Total. Add lines 1 through 3			0.

Form 990-PF (2009)

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	22,315,794.
b	Average of monthly cash balances	1b	2,278,713.
c	Fair market value of all other assets	1c	11,307,664.
d	Total (add lines 1a, b, and c)	1d	35,902,171.
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	35,902,171.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	538,533.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	35,363,638.
6	Minimum investment return. Enter 5% of line 5	6	1,768,182.

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	1,768,182.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	77,765.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	28,612.
c	Add lines 2a and 2b	2c	106,377.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,661,805.
4	Recoveries of amounts treated as qualifying distributions	4	1,500.
5	Add lines 3 and 4	5	1,663,305.
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	1,663,305.

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	1,960,078.
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	1,960,078.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,960,078.

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				1,663,305.
2 Undistributed income, if any, as of the end of 2009			0.	
a Enter amount for 2008 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006	630,754.			
d From 2007	5,114,265.			
e From 2008				
f Total of lines 3a through e	5,745,019.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 1,960,078.			0.	
a Applied to 2008, but not more than line 2a				
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				1,663,305.
e Remaining amount distributed out of corpus	296,773.			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.			
6 Enter the net total of each column as indicated below:	6,041,792.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	6,041,792.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006	630,754.			
c Excess from 2007	5,114,265.			
d Excess from 2008				
e Excess from 2009	296,773.			

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT A				1928704.
Total				► 3a 1928704.
<i>b Approved for future payment</i>				
NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) 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					
4 Dividends and interest from securities			14	239,368.	
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			14		
8 Gain or (loss) from sales of assets other than inventory	900000	<3,000.>18		3,248,471.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		<3,000.>		3,487,839.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	3,484,839.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
N/A	

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "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		

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

Sign Here

Signature of officer or trustee

11/15/10

SECRETARY/TREASURER

Signature of officer or trustee		Date	Title	Preparer's identifying number	
Paid Preparer's Use Only	Preparer's signature	 WTAS LLC 633 WEST FIFTH ST., STE 2700 LOS ANGELES, CA 90071		Date 10/11/16	Check if self- employed <input type="checkbox"/>
Firm's name (or yours if self-employed), address, and ZIP code			EIN 		
			Phone no. 213-593-2300		

EXHIBIT D

RESOLUTION OF THE BOARD OF TRUSTEES

AMENDMENT TO BYLAWS

RESOLVED, that the Bylaws of the Foundation be amended in the following manner:

Section 1 of Chapter 1 is deleted in its entirety and replaced with the following:

“The number of Trustees shall not exceed ten (10). The period of time during which any Trustee shall act as such (hereinafter referred to as his or her “Term”) shall be three (3) years from his or her election. Any Trustee whose Term thus expires, may however, be reappointed for a succeeding Term or Terms as hereinafter provided.”

Section 3 of Chapter 1 is deleted in its entirety and replaced with the following:

“All vacancies in the Board shall be filled by the affirmative vote of a majority of the Trustees, and filed with the original trust instrument, except that in case the Trustee to be replaced be a descendant or relative of Trustor, then the appointment of the successor Trustee shall be made in the same manner by the remaining Trustees who are descendants or relatives of WK Day.”

Section 5 of Chapter II is deleted in its entirety and replaced with the following:

“At all meetings of the Board a majority of the Trustees shall constitute a quorum, and the concurrence of a majority of the Board present at the meeting shall be necessary and sufficient for the transaction of any business.”

Section 1 of Chapter III is amended by adding the following sentence at the end of the paragraph:

“The Board may appoint such other officers with such other titles as the Board shall determine.”

WILLAMETTA K. DAY FOUNDATION
95-6092476
REALIZED GAINS AND LOSSES
2009

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
1/2/2009	1/5/2009	11,560	Nasdaq OMX Group/The	301,748 37	311,310 21	9,561 84	
1/2/2009	1/6/2009	6,340	Nasdaq OMX Group/The	165,491 75	164,248 82	(1,242 93)	
1/5/2009	1/6/2009	17,515	Nasdaq OMX Group/The	470,673 59	453,756 81	(16,916 78)	
11/26/2008	1/7/2009	51,780	WELLS FARGO & COMPANY	1,474,145 53	1,353,785 68	(120,359 85)	
11/28/2008	1/7/2009	6,420	WELLS FARGO & COMPANY	178,990 24	167,850 60	(11,139 64)	
11/26/2008	1/7/2009	48,150	JP MORGAN CHASE & CO	1,465,979 71	1,373,403 63	(92,576 08)	
11/28/2008	1/7/2009	6,250	JP MORGAN CHASE & CO	191,840 00	178,271 50	(13,568 50)	
11/26/2008	1/15/2009	26,345	WAL-MART STORES INC	1,488,115 77	1,338,250 00	(149,865 77)	
11/28/2008	1/15/2009	2,955	WAL-MART STORES INC	166,469 33	150,105 47	(16,363 86)	
1/2/2009	1/21/2009	17,100	UNION PACIFIC	858,490 11	688,089 88	(170,400 23)	
1/2/2009	1/22/2009	7,300	UNION PACIFIC	366,489 93	306,896 85	(59,593 08)	
1/5/2009	1/22/2009	9,800	UNION PACIFIC	497,137 34	411,998 51	(85,138 83)	
1/28/2009	2/10/2009	17,200	SPDR Trust Series 1	1,488,703 00	1,425,400 73	(63,302 27)	
2/13/2009	2/19/2009	6,000	BAC Capital Trust X 6 25%	68,100 00	44,999 74	(23,100 26)	
2/13/2009	2/20/2009	2,500	BAC Capital Trust X 6 25%	28,375 00	15,999 91	(12,375 09)	
2/20/2009	3/13/2009	1,310,000	PDL Bio Pharma Inc Conv Bond 2 750% Due 08-16-23	1,200,287 50	1,228,125 00	27,837 50	
2/23/2009	3/13/2009	327,000	PDL Bio Pharma Inc Conv Bond 2 750% Due 08-16-23	299,613 75	306,562 50	6,948 75	
1/2/2009	3/16/2009	7,000	POTASH CORP	539,079 10	551,751 60	12,672 50	
11/26/2008	3/16/2009	12,200	TEVA PHARMACEUTICAL-SP ADR	523,044 50	550,818 37	27,773 87	
3/13/2009	3/18/2009	30,600	Morgan Stanley	752,160 24	697,315 00	(54,845 24)	
3/13/2009	3/18/2009	2,000	GOLDMAN SACHS GROUP	195,085 60	197,473 49	2,387 89	
3/13/2009	3/18/2009	5,600	GOLDMAN SACHS GROUP	546,239 68	568,493 69	22,254 01	
1/2/2009	3/19/2009	15,900	POTASH CORP	1,224,479 67	1,291,576 79	67,097 12	
11/26/2008	3/19/2009	22,150	TEVA PHARMACEUTICAL-SP ADR	949,625 87	955,151 37	5,525 50	
11/28/2008	3/19/2009	4,250	TEVA PHARMACEUTICAL-SP ADR	180,120 52	183,268 32	3,147 80	
9/8/1998	3/19/2009	43,740	SEI INVESTMENTS COMPANY	249,682 50	507,853 53		258,171 03
2/13/2009	3/19/2009	7,540	Wells Fargo Capital XIV 8 625%	185,634 80	158,188 31	(27,446 49)	
2/17/2009	3/19/2009	7,660	Wells Fargo Capital XIV 8 625%	182,920 80	160,705 90	(22,214 90)	
3/12/2009	3/19/2009	2,700	Wells Fargo Capital XIV 8 625%	55,566 00	56,645 68	1,079 68	
2/13/2009	3/19/2009	12,045	JPM Chase Capital XXVI 8 00%	269,085 30	237,164 72	(31,920 58)	
2/17/2009	3/19/2009	4,755	JPM Chase Capital XXVI 8 00%	102,375 15	93,625 43	(8,749 72)	
3/10/2009	3/19/2009	800	JPM Chase Capital XXVI 8 00%	13,920 00	15,751 91	1,831 91	
3/11/2009	3/19/2009	8,100	JPM Chase Capital XXVI 8 00%	152,847 00	159,488 11	6,641 11	
3/12/2009	3/19/2009	21,000	JPM Chase Capital XXVI 8 00%	412,860 00	413,487 68	627 68	
3/2/2009	3/19/2009	774,200	Suntech Power Conv Bond 0 250% Due 02-15-12	661,941 00	661,941 00	-	
3/2/2009	3/19/2009	374,500	Suntech Power Conv Bond 0 250% Due 02-15-12	320,197 50	320,197 50	-	
3/3/2009	3/19/2009	220,100	Suntech Power Conv Bond 0 250% Due 02-15-12	189,286 00	188,185 50	(1,100 50)	
3/3/2009	3/19/2009	206,500	Suntech Power Conv Bond 0 250% Due 02-15-12	179,138 75	176,557 50	(2,581 25)	
3/4/2009	3/19/2009	179,100	Suntech Power Conv Bond 0 250% Due 02-15-12	157,476 36	153,130 50	(4,345 86)	
2/13/2009	3/19/2009	11,200	Morgan Stanley Cap Tr VI 6 60%	185,584 00	167,887 06	(17,696 94)	
3/11/2009	3/19/2009	2,900	Morgan Stanley Cap Tr VI 6 60%	40,600 00	43,470 75	2,870 75	
3/12/2009	3/19/2009	3,000	Morgan Stanley Cap Tr VI 6 60%	43,650 00	44,969 75	1,319 75	
3/13/2009	3/20/2009	26,000	WELLS FARGO & COMPANY	379,607 80	366,288 54	(13,319 26)	
3/12/2009	3/20/2009	5,700	Morgan Stanley Cap Tr VI 6 60%	82,935 00	82,706 53	(228 47)	
3/19/2009	3/23/2009	417,900	CITIGROUP INC	1,536,701 88	1,238,857 57	(297,844 31)	
3/19/2009	3/23/2009	124,400	CITIGROUP INC	457,443 68	377,066 71	(80,376 97)	
3/19/2009	3/23/2009	72,100	CITIGROUP INC	265,126 12	218,757 37	(46,368 75)	
3/19/2009	3/23/2009	71,800	CITIGROUP INC	264,022 96	217,323 01	(46,699 95)	
2/17/2009	4/13/2009	906,000	CIT Group INC - CIT Float 11/10 1 474% Due 11-03-10	742,920 00	686,748 00	(56,172 00)	
2/26/2009	4/13/2009	227,000	CIT Group INC - CIT Float 11/10 1 474% Due 11-03-10	177,060 00	172,066 00	(4,994 00)	
3/20/2009	4/13/2009	442,000	CIT Group INC - CIT Float 11/10 1 474% Due 11-03-10	344,760 00	335,036 00	(9,724 00)	

3/19/2009	4/14/2009	203,200	CITIGROUP INC	747,207 04	817,208 70	70,001 66	
3/13/2009	5/18/2009	19,000	JP MORGAN CHASE & CO	453,062 60	677,250 87	224,188 27	
3/19/2009	5/29/2009	489,600	CITIGROUP INC	1,800,357 12	1,797,128 28	(3,228 84)	
4/13/2009	6/16/2009	3,800	BANK OF AMERICA CORP	37,599 86	48,638 74	11,038 88	
3/13/2009	6/16/2009	1,500	JP MORGAN CHASE & CO	35,768 10	50,233 70	14,465 60	
10/25/1999	6/16/2009	1,100	STATE STREET CORP	10,282 15	49,630 72		39,348 57
3/13/2009	6/16/2009	2,000	WELLS FARGO & COMPANY	29,200 60	49,158 73	19,958 13	
12/17/2008	6/23/2009	3,900	MONSANTO CO	297,996 66	304,316 97	6,320 31	
12/17/2008	6/29/2009	2,680	MONSANTO CO	204,777 19	204,478 20	(298 99)	
4/13/2009	8/12/2009	53,300	BANK OF AMERICA CORP	527,387 51	851,440 23	324,052 72	
3/13/2009	8/12/2009	22,900	JP MORGAN CHASE & CO	546,059 66	965,111 70	419,052 04	
3/13/2009	8/27/2009	12,000	WELLS FARGO & COMPANY	175,203 60	329,031 53	153,827 93	
12/17/2008	9/10/2009	3,255	MONSANTO CO	248,712 60	255,569 18	6,856 58	
12/17/2008	9/10/2009	12,345	MONSANTO CO	943,274 04	973,868 30	30,594 26	
10/1/2009	10/2/2009	7,000	ECHO GLOBAL LOGISTICS INC	98,000 00	98,208 16	208 16	
10/6/2009	10/7/2009	2,800	VERISK ANALYTICS INC-CLASS A	61,600 00	80,609 92	19,009 92	
8/12/2009	10/15/2009	254,000	MPG OFFICE TRUST INC	281,025 60	774,730 79	493,705 19	
8/13/2009	10/15/2009	136,200	MPG OFFICE TRUST INC	156,316 74	415,426 51	259,109 77	
8/13/2009	10/16/2009	71,800	MPG OFFICE TRUST INC	82,404 86	196,138 17	113,733 31	
8/14/2009	10/16/2009	384,000	MPG OFFICE TRUST INC	410,880 00	1,048,984 09	638,104 09	
8/17/2009	10/16/2009	154,000	MPG OFFICE TRUST INC	152,552 40	420,686 33	268,133 93	
4/13/2009	10/27/2009	109,500	BANK OF AMERICA CORP	1,083,469 65	1,659,528 28	576,058 63	
4/13/2009	10/27/2009	43,400	BANK OF AMERICA CORP	429,429 98	660,873 83	231,443 85	
4/15/2009	10/27/2009	39,300	BANK OF AMERICA CORP	379,901 31	598,441 05	218,539 74	
4/15/2009	10/27/2009	26,700	BANK OF AMERICA CORP	254,061 18	406,574 45	152,513 27	
TOTAL GAINS					4,450,493 90	297,519 60	
TOTAL LOSSES					(1,566,100 19)		
				<u>32,720,359 15</u>	<u>35,902,272 46</u>	<u>2,884,393 71</u>	<u>297,519 60</u>
						TOTAL CAPITAL GAIN ON SECURITIES	3,181,913.31
						ENRON SETTLEMENT - LITIGATION SETTLEMENT INCOME	63,503
						EDISON SCHOOL - LITIGATION SETTLEMENT INCOME	54
						TOTAL CAPITAL GAIN	<u>3,245,470.31</u>

WILLAMETTA K. DAY FOUNDATION

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FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST & DIVIDENDS	239,368.	0.	239,368.
TOTAL TO FM 990-PF, PART I, LN 4	239,368.	0.	239,368.

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1S - OTHER INCOME	0.	4,490.	
FROM K-1S - SECTION 1231 GAIN/LOSS	0.	969.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	5,459.	

FORM 990-PF

LEGAL FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	LEGAL FEES	1,159.	1,043.	
TO FM 990-PF, PG 1, LN 16A	1,159.	1,043.		116.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	38,000.	34,200.		0.
TO FORM 990-PF, PG 1, LN 16B	38,000.	34,200.		0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	309,664.	278,698.		30,966.
FROM K-1 - ALEGRIA II, LP	0.	32,595.		0.
FROM K-1 - ALEGRIA III, LP	0.	65,130.		0.
FROM K-1 - CONDOR RIDGE				
PARTNERS, LP	0.	748.		0.
FROM K-1 - CONDOR RIDGE				
PARTNERS III, LP	0.	1,111.		0.
FROM K-1 - ELKINS, LP	0.	2,796.		0.
FROM K-1 - MADRONO, LP	0.	27,551.		0.
FROM K-1 - MANNING				
PARTNERS, LP	0.	2,000.		0.
FROM K-1 - MORRISON				
PARTNERS, LP	0.	21,770.		0.
FROM K-1 - PIERRE, LP	0.	68,022.		0.
FROM K-1 - SIERRA MEDIA				
PARTNERS, LP	0.	431.		0.
FROM K-1 - STONEVIEW				
PARTNERS, LP	0.	692.		0.
FROM K-1 - TCW AMERICAS				
DEVELOPMENT ASSOC, LP	0.	37,938.		0.
FROM K-1 - TCW ENERGY FUND				
XIV-A, LP	0.	3,977.		0.
FROM K-1 - TREKK				
OPPORTUNITY PARTNERS, LP	0.	5,743.		0.
FROM K-1S - OTHER				
PORTFOLIO DEDUCTIONS	0.	3,450.		0.
TO FORM 990-PF, PG 1, LN 16C	309,664.	552,652.		30,966.

FORM 990-PF

TAXES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	185,727.	1,424.		0.
FOREIGN TAX FROM K-1 - ALEGRIA II, LP	0.	9.		0.
FOREIGN TAX FROM K-1 - ALEGRIA III, LP	0.	402.		0.
FOREIGN TAX FROM K-1 - MANNING PARTNERS, LP	0.	6.		0.
FOREIGN TAX FROM K-1 - TCW AMERICAS DEVELOPMENT ASSOC, LP	0.	3,265.		0.
TO FORM 990-PF, PG 1, LN 18	185,727.	5,106.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSES	2,840.	2,556.		284.
FROM K-1 - ALEGRIA II, LP	0.	<4.>		6.
FROM K-1 - ALEGRIA III, LP	0.	10.		2.
FROM K-1 - TCW ENERGY FUND XIV-A, LP	0.	988.		0.
TO FORM 990-PF, PG 1, LN 23	2,840.	3,550.		292.

WILLAMETTA K. DAY FOUNDATION

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FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
STOCK PORTFOLIO		28,470,379.	28,470,379.
TOTAL TO FORM 990-PF, PART II, LINE 10B		28,470,379.	28,470,379.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALLEGRIA III, LP	FMV	2,024,529.	2,024,529.
ALLEGRIA II, LP	FMV	1,157,139.	1,157,139.
CONDOR RIDGE PARTNERS, LP	FMV	350,416.	350,416.
CONDOR RIDGE PARTNERS III, LP	FMV	233,593.	233,593.
ELKINS, LP	FMV	548,281.	548,281.
MADRONO, LP	FMV	698,176.	698,176.
MANNING PARTNERS, LP	FMV	117,456.	117,456.
MORRISON PARTNERS, LP	FMV	277,378.	277,378.
PIERRE, LP	FMV	5,013,685.	5,013,685.
SIERRA MEDIA PARTNERS, LP	FMV	53,865.	53,865.
STONEVIEW PARTNERS, LP	FMV	231,599.	231,599.
TCW ENERGY FUND XIV	FMV	1,350,159.	1,350,159.
TCW WORLDWIDE OPPORTUNITIES FUND	FMV	2,142,830.	2,142,830.
TREKK OPPORTUNITY PARTNERS, LP	FMV	145,044.	145,044.
TOTAL TO FORM 990-PF, PART II, LINE 13		14,344,150.	14,344,150.

WILLAMETTA K. DAY FOUNDATION

95-6092476

FORM 990-PF

OTHER ASSETS

STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INTEREST RECEIVABLE	933.	0.	0.
DIVIDENDS RECEIVABLE	28,103.	870.	870.
TO FORM 990-PF, PART II, LINE 15	29,036.	870.	870.

WILLAMETTA K. DAY FOUNDATION

95-6092476

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITIES	0.	78,233.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	78,233.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT A. DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	CHAIRMAN/TRUSTEE 0.00	0.	0.	0.
THEODORE J. DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	PRESIDENT/TRUSTEE 0.00	0.	0.	0.
HOWARD M. DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	VP/TRUSTEE 0.00	0.	0.	0.
TAMMIS DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	VP/TRUSTEE 0.00	0.	0.	0.
JERRY W. CARLTON 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	VP/TRUSTEE 0.00	0.	0.	0.
ALLISON M. KELLER 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	SECRETARY/TREASURER/TRUSTEE 0.00	0.	0.	0.
THOMAS JOSEPH DEEGAN-DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.	0.
DOROTHY W. DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.	0.
LUCINDA M. FOURNIER 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.	0.
HOWARD M. DAY, JR. 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

PART XV - LINE 1B
LIST OF FOUNDATION MANAGERS

STATEMENT 14

NAME OF MANAGER

ROBERT A. DAY
THEODORE J. DAY
HOWARD M. DAY
TAMMIS DAY
THOMAS JOSEPH DEEGAN-DAY
DOROTHY W. DAY
LUCINDA M. FOURNIER
HOWARD M. DAY, JR.

WKD Foundation
2009 Grants and Contributions Paid During the Year
January 1 - December 31, 2009

Name	Address	Amount	Date	Foundation Status of Recipient	Purpose of Grant or Contribution
Boys and Girls Clubs of Central Oregon	P O Box 1028, Redmond, OR 97756	12,500.00	01/12/09	Public	Unrestricted
Chimps Inc	65525 Gerking Market Road, Bend, Oregon 97701	600.00	01/14/09	Public	Unrestricted
Working Wonders Children's Museum	520 SW Powerhouse Dr Suite 624, Bend, OR 97702	399.00	01/14/09	Public	Unrestricted
Nevada Museum of Art Inc	160 West Liberty Street, Reno, NV 89501	2,500.00	01/21/09	Public	Unrestricted
National Cowboy and Western Heritage Museum	1700 N E 63rd Street, Oklahoma City, Oklahoma 73111	5,000.00	01/23/09	Public	Unrestricted
Westside Waldorf School	17310 Sunset Blvd, Pacific Palisades, CA 90272	75,000.00	01/26/09	Public	Unrestricted
Madison Project	1900 Pico Boulevard, Santa Monica, CA 90405	5,000.00	01/26/09	Public	Unrestricted
Nevada Museum of Art Inc	160 West Liberty Street, Reno, NV 89501	7,500.00	01/30/09	Public	Unrestricted
NYU Hospitals Center	550 First Avenue, Suite NBV5E5, New York, NY 10016	5,000.00	01/30/09	Public	Unrestricted
The Colleagues	2525 Michigan Avenue, Santa Monica, CA 90404	12,500.00	02/04/09	Public	Unrestricted
Clare Foundation Inc	909 Pico Boulevard, Santa Monica, CA 90405	5,000.00	02/11/09	Public	Unrestricted
Court Appointed Special Advocate	1615 East 17th Street, Suite 100, Santa Ana, CA 92705	3,000.00	02/11/09	Public	Unrestricted
Renown Health Foundation	1155 Mill Street -02, Reno, NV 89502	2,500.00	03/02/09	Public	Unrestricted
Curtis School Foundation	15871 Mulholland Drive, Los Angeles, CA 90049	125.00	03/06/09	Public	Unrestricted
Southern California Institute of Architecture	960 E 3rd Street, Los Angeles, CA 90017	30,000.00	03/18/09	Public	Unrestricted
San Francisco Museum of Modern Art	151 Third Street, San Francisco, CA 94103	1,500.00	03/18/09	Public	Unrestricted
Loyola High School of Los Angeles	1901 Venice Blvd, Los Angeles, CA 90006	500.00	04/01/09	Public	Unrestricted
Carthorp School	428 San Vicente Blvd, Santa Monica, CA 90402	1,500.00	04/03/09	Public	Unrestricted
The Ethics and Public Policy Center	1015 15th Street, NW Suite 900, Washington, DC 20005	5,000.00	04/15/09	Public	Unrestricted
United Friends of the Children	10536 Culver Blvd, Culver City, CA 90232	1,000.00	04/15/09	Public	Unrestricted
SYP FBO Building LA's Future	503 N Arden Drve, Beverly Hills, CA 90210	5,000.00	04/15/09	Public	Unrestricted
Friends of Nick, Inc	8 West 38th Street, Suite 901, New York, NY 10018	10,000.00	04/16/09	Public	Unrestricted
California Waterfowl Association	4630 Northgate Blvd, Suite 150 Sacramento, CA 95834	500.00	04/16/09	Public	Unrestricted
Palisades Charter High School	15777 Bowdoin St, Pacific Palisades, CA 90272	750.00	05/01/09	Public	Unrestricted
Wnght Foundation For Pediatric Ophthalmology And Strabismus	520 South San Vicente Blvd, Los Angeles, CA 90048	7,500.00	05/06/09	Public	Unrestricted
Working Wonders Children's Museum	520 SW Powerhouse Dr Suite 624, Bend, OR 97702	7,500.00	05/07/09	Public	Unrestricted
My Child Foundation, Inc	906 N W Freeman Court, Hillsboro, OR 97124	500.00	05/11/09	Public	Unrestricted
Boy Scouts of America	350 Fifth Ave, Suite 430 New York, NY 10118-0350	500.00	05/20/09	Public	Unrestricted
Los Angeles County Museum of Art	5905 Wilshire Blvd, Los Angeles, CA 90036	15,000.00	05/20/09	Public	Unrestricted
United Friends of the Children	10536 Culver Blvd, Culver City, CA 90232	12,500.00	05/27/09	Public	Unrestricted
My Child Foundation, Inc	P O Box 531285, San Diego, CA 94110	1,250.00	05/27/09	Public	Unrestricted
Seven Tepees Youth Program	3177 Seventeenth St, San Francisco, CA 94110	1,000.00	05/28/09	Public	Unrestricted
Council on Foreign Relations	58 E 68th Street, New York, NY 10021	1,500.00	06/02/09	Public	Unrestricted
Pasadena Waldorf School	209 East Manposa St, Altadena, CA 91001	30,000.00	06/02/09	Public	Unrestricted
American Cancer Society	250 William Street, Atlanta, GA 30303	500.00	06/02/09	Public	Unrestricted
Cate School	P O Box 5005, Carpinteria, CA 93014	1,000.00	06/02/09	Public	Unrestricted
Pacific Council on International Policy	3520 Trousdale Pkwy, SOS B15, Los Angeles, CA 90089-0035	1,000.00	06/02/09	Public	Unrestricted
Liberty Hill Foundation	2121 Cloverfield Blvd, Suite 113, Santa Monica, CA 90404	3,000.00	06/02/09	Public	Unrestricted
Yale University	P O Box 803, New Haven, CT 06503	3,000.00	06/02/09	Public	Unrestricted
Kiva Microfunds	3180 18th Street, Suite 201, San Francisco, CA 94110	3,000.00	06/02/09	Public	Unrestricted
Donors Choose Inc	347 W 36TH Street, Suite 503, New York, NY 10018	1,500.00	06/02/09	Public	Unrestricted
Western Diocese of the Armenian	3325 N Glenoaks Blvd, Burbank, CA 91504	5,000.00	06/02/09	Public	Unrestricted
LACHSA Foundation	5151 State University Dr, Library North Room 1034, Los Angeles, CA 90032	500.00	06/02/09	Public	Unrestricted
U S Fund for UNICEF	9911 W Pico Blvd, Suite 1530, Los Angeles, CA 90035	6,000.00	06/02/09	Public	Unrestricted
Asia Society of Southern California	350 South Figueroa Street, Suite 350, Los Angeles, CA 90071	1,000.00	06/02/09	Public	Unrestricted
Good Shepherd Center for Homeless Women and Children	1650 Rockwood Street, Los Angeles, CA 90026	6,000.00	06/02/09	Public	Unrestricted
St Anthony Hall	P O Box 879, Ithaca, NY 14850	500.00	06/02/09	Public	Unrestricted
Freeman Spogli Institute for	100 Encina Hall, Stanford University, Stanford, CA 94305	3,000.00	06/02/09	Public	Unrestricted
LA Forum for Architecture	P O Box 281774, Los Angeles, CA 90029-1774	500.00	06/02/09	Public	Unrestricted
American Red Cross	3150 E 29th Street, Long Beach, CA 90806	5,000.00	06/08/09	Public	Unrestricted
Court Appointed Special Advocate	1615 East 17th Street, Suite 100, Santa Ana, CA 92705	1,000.00	06/11/09	Public	Unrestricted
Salesian Boys & Girls Club of Los Angeles	3218 Wabash Avenue, Los Angeles, CA 90063	1,000.00	06/11/09	Public	Unrestricted
Chimps Inc	P O Box 6973 Bend, OR 97708-6973	5,000.00	06/22/09	Public	Unrestricted
Linfield College	900 S E Baker Street, McMinnville, OR 97128-6894	200,000.00	06/26/09	Public	Unrestricted
Robert Louis Stevenson School	3152 Forest Lake Road, Pebble Beach, CA 93953-3200	100,000.00	06/26/09	Public	Unrestricted
OSU Foundation	850 SW 35th Street, Corvallis, OR 97333	7,500.00	06/26/09	Public	Unrestricted
Exceptional Children's Foundation	8740 Washington Blvd, Culver City, CA 90232	2,500.00	07/20/09	Public	Unrestricted
Chimps Inc	P O Box 6973 Bend, OR 97708-6973	10,000.00	07/20/09	Public	Unrestricted

WKD Foundation
 2009 Grants and Contributions Paid During the Year
 January 1 - December 31, 2009

Name	Address	Amount	Date	Foundation Status of Recipient	Purpose of Grant or Contribution
Marylhurst University	17600 Pacific Highway, Marylhurst, OR 97036-0261	10,000.00	07/20/09	Public	Unrestricted
San Fernando Valley Counseling Center	8350 Reseda Boulevaed, Northndge, CA 91324	1,000.00	07/23/09	Public	Unrestricted
National Cowboy and Western Heritage Museum	1700 N E 63rd Street, Oklahoma City, Oklahoma 73111	1,000.00	07/28/09	Public	Unrestricted
Lacer Afterschool Programs	1718 N Cherokee Ave, Suite A, Los Angeles, CA 90028	1,500.00	08/12/09	Public	Unrestricted
Southern California Institute of Architecture	960 E 3rd Street, Los Angeles, CA 90017	100,000.00	08/14/09	Public	Unrestricted
Hayden Enterprises Giving Fund	963 SW Simpson Ave, Suite 110, Bend, OR 97702	7,500.00	08/26/09	Public	Unrestricted
Avon Products Foundation Inc	1345 Avenue of the Americas, New York, NY 10105	2,500.00	09/09/09	Public	Unrestricted
Veterans Park Conservancy	11661 San Vicente Blvd, Suite 204, Los Angeles, CA 90049	250.00	09/15/09	Public	Unrestricted
Chimps Inc	P O Box 6973 Bend, OR 97708-6973	6,000.00	09/22/09	Public	Unrestricted
Upward Bound House	1104 Washington Ave, Santa Monica, CA 90403	500.00	10/08/09	Public	Unrestricted
Marine Corps Scholarship Foundation Inc	4640 Admiralty Way, Suite 406 Manna del Rey, CA 90292	2,500.00	10/20/09	Public	Unrestricted
Rice University/James A Baker III Institute for Public Policy	P O Box 1892, Houston, TX 77251-1892	12,500.00	10/20/09	Public	Unrestricted
Al Wooten Jr Heritage Center	9106 S Western Avenue, Los Angeles, CA 90047	5,000.00	10/23/09	Public	Unrestricted
American Jewish Committee	9911 W Pico Blvd, Suite 1602, Los Angeles, CA 90035	5,000.00	10/23/09	Public	Unrestricted
Farm Neck Foundation Inc	P O Box 1656 Oak Bluffs, MA 02557	1,000.00	10/23/09	Public	Unrestricted
Edgartown Firemen's Association Inc	P O Box 737, Edgartown, MA 02539-0737	500.00	10/23/09	Public	Unrestricted
Cedars-Sinai Medical Center	8700 Beverly Boulevard, Suite 2416, Los Angeles, CA 90048	2,500.00	10/23/09	Public	Unrestricted
John F Kennedy Center for the Performing Arts	2700 F Street NW, Washington, DC 20566-0001	2,500.00	10/23/09	Public	Unrestricted
South Texas Chapter- Quail Unlimited	P O Box 5818, Kingsville, TX 78364-5818	1,000.00	10/29/09	Public	Unrestricted
Court Appointed Special Advocate	1615 East 17th Street, Suite 100, Santa Ana, CA 92705	10,000.00	11/06/09	Public	Unrestricted
Heal The Bay	1444 9th Street, Santa Monica, CA 90401	500.00	11/10/09	Public	Unrestricted
Princeton University	Office of Campaign & Individual Giving, Princeton, NJ 08544	500.00	11/10/09	Public	Unrestricted
Loyola High School of Los Angeles	1901 Venice Blvd, Los Angeles, CA 90006	3,000.00	11/10/09	Public	Unrestricted
Loyola High School of Los Angeles	1901 Venice Blvd, Los Angeles, CA 90006	1,000.00	11/10/09	Public	Unrestricted
Midnight Mission	601 South San Pedro Street, Los Angeles, CA 90014	1,000.00	11/10/09	Public	Unrestricted
UCLA Foundation	10920 Wilshire Blvd, Suite 1400, Los Angeles, CA 90095	250.00	11/10/09	Public	Unrestricted
Marlborough School	250 South Rossmore Avenue, Los Angeles, CA 90004	1,000.00	11/10/09	Public	Unrestricted
Carlthorp School	428 San Vicente Blvd, Santa Monica, CA 90402	7,500.00	11/10/09	Public	Unrestricted
Chimps Inc	P O Box 6973 Bend, OR 97708-6973	1,500.00	11/19/09	Public	Unrestricted
Chimps Inc	P O Box 6973 Bend, OR 97708-6973	750.00	11/19/09	Public	Unrestricted
Big Brothers Big Sisters of Central Oregon	62895 Hamby Road, Bend, Oregon 97701	3,000.00	11/19/09	Public	Unrestricted
Bark Avenue Foundation	3142 Dona Emilia Drive, Studio City, CA 91604	500.00	11/19/09	Public	Unrestricted
University of Nevada Reno Foundation	Mail Stop 162, Reno, NV 89557	50,000.00	12/02/09	Public	Unrestricted
Linfield College	900 S E Baker Street, McMinnville, OR 97128-6894	120,000.00	12/02/09	Public	Unrestricted
Claremont McKenna College	850 Columbia Avenue, Claremont, CA 91711	50,000.00	12/03/09	Public	Unrestricted
Pitzer College	150 E 8th Street, Ste A, Claremont, CA 91711	675,000.00	12/03/09	Public	Unrestricted
Revlon/UCLA Breast Center	200 UCLA Medical Plaza, Suite B265, Los Angeles, CA 90095	25,000.00	12/03/09	Public	Unrestricted
Children's Hospital Los Angeles	4650 Sunset Blvd, Los Angeles, CA 90027	5,000.00	12/10/09	Public	Unrestricted
Saint John's Hospital and Health Center Foundation	1329 22nd Street, Santa Monica, CA 90404	75,000.00	12/10/09	Public	Unrestricted
Saint Mary's Regional Medical Center	235 West 6th Street, Reno, NV 89503	25,000.00	12/17/09	Public	Unrestricted
Greater Houston Community Foundation	4550 Post Oak Place, Suite 100, Houston, TX 77027	12,500.00	12/18/09	Public	Unrestricted
Mananne Frostig Center of Educational Therapy	971 North Altadena Dr, Pasadena, CA 91107-1870	7,000.00	12/22/09	Public	Unrestricted
United States Fund for UNICEF	10351 Santa Monica Blvd, Suite 420, Los Angeles, CA 90025	12,500.00	12/22/09	Public	Unrestricted
Mt Bachelor Sports Education Foundation	563 SW 13th Street, Suite 201, Bend, Oregon 97702	1,080.00	12/23/09	Public	Unrestricted
Chimps Inc	P O Box 6973 Bend, OR 97708-6973	900.00	12/23/09	Public	Unrestricted
Bard College	Bard Prison Initiative, Annandale on Hudson, NY 12504	3,000.00	12/23/09	Public	Unrestricted
Just Detention International	3325 Wilshire Blvd, Suite 340 Los Angeles, CA 90010	3,000.00	12/23/09	Public	Unrestricted
Big Brothers Big Sisters of Central Oregon	62895 Hamby Road, Bend, Oregon 97701	2,100.00	12/23/09	Public	Unrestricted
Holy Cross School	5500 Pans Avenue, New Orleans, LA 70122	25,000.00	12/23/09	Public	Unrestricted
The Friendship Paddle	920 Garden Street A, Santa Barbara, CA 93101	250.00	12/29/09	Public	Unrestricted
Wounded Warrior Project	P O Box 758517, Topeka, KS 66675-8517	5,000.00	12/29/09	Public	Unrestricted
Carlthorp School	428 San Vicente Blvd, Santa Monica, CA 90402	1,000.00	12/29/09	Public	Unrestricted
		1,928,704.00			

WILLAMETTA K. DAY FOUNDATION

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 STATEMENT 1		P	VARIOUS	VARIOUS
b ENRON SETTLEMENT - LITIGATION SETTLEMENT INCOME		P	VARIOUS	VARIOUS
c EDISON SCHOOL - LITIGATION SETTLEMENT INCOME		P	VARIOUS	VARIOUS
d ALEGRIA II, LP		P	VARIOUS	VARIOUS
e ALEGRIA II, LP		P	VARIOUS	VARIOUS
f ALEGRIA III, LP		P	VARIOUS	VARIOUS
g ALEGRIA III, LP		P	VARIOUS	VARIOUS
h CONDOR RIDGE PARTNERS, LP		P	VARIOUS	VARIOUS
i CONDOR RIDGE PARTNERS III, LP		P	VARIOUS	VARIOUS
j CONDOR RIDGE PARTNERS III, LP		P	VARIOUS	VARIOUS
k ELKINS, LP		P	VARIOUS	VARIOUS
l MADRE PARTNERS, LP		P	VARIOUS	VARIOUS
m MANNING PARTNERS, LP		P	VARIOUS	VARIOUS
n MORRISON PARTNERS, LP		P	VARIOUS	VARIOUS
o PIERRE, LP		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 35,902,272.		32,720,359.	3,181,913.
b 63,503.			63,503.
c 54.			54.
d <1,163.>			<1,163.>
e 27,775.			27,775.
f <2,649.>			<2,649.>
g 100,966.			100,966.
h 46.			46.
i 1,193.			1,193.
j 2,949.			2,949.
k <97,084.>			<97,084.>
l <130,598.>			<130,598.>
m <20,155.>			<20,155.>
n <3,686.>			<3,686.>
o <46,759.>			<46,759.>

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,181,913.
b			63,503.
c			54.
d			<1,163.>
e			27,775.
f			<2,649.>
g			100,966.
h			46.
i			1,193.
j			2,949.
k			<97,084.>
l			<130,598.>
m			<20,155.>
n			<3,686.>
o			<46,759.>

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 }

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

2 _____

3 _____

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<u>a</u> SIERRA MEDIA PARTNERS, LP		P	VARIOUS	VARIOUS
<u>b</u> STONEVIEW PARTNERS, LP		P	VARIOUS	VARIOUS
<u>c</u> TCW AMERICAS DEVELOPMENT ASSOC, LP		P	VARIOUS	VARIOUS
<u>d</u> TCW AMERICAS DEVELOPMENT ASSOC, LP		P	VARIOUS	VARIOUS
<u>e</u> TCW ENERGY FUND XIV-A, LP		P	VARIOUS	VARIOUS
<u>f</u> TCW ENERGY FUND XIV-A, LP		P	VARIOUS	VARIOUS
<u>g</u> TREKK OPPORTUNITY PARTNERS, LP		P	VARIOUS	VARIOUS
<u>h</u> TREKK OPPORTUNITY PARTNERS, LP		P	VARIOUS	VARIOUS
<u>i</u> FROM K-1S - SECTION 1256 GAIN/LOSS		P	VARIOUS	VARIOUS
<u>j</u>				
<u>k</u>				
<u>l</u>				
<u>m</u>				
<u>n</u>				
<u>o</u>				
(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)	
<u>a</u> <3,295.>			<3,295.>	
<u>b</u> <77,982.>			<77,982.>	
<u>c</u> <20,980.>			<20,980.>	
<u>d</u> <45,416.>			<45,416.>	
<u>e</u> 32,575.			32,575.	
<u>f</u> <1,536.>			<1,536.>	
<u>g</u> 29.			29.	
<u>h</u> 20,576.			20,576.	
<u>i</u> <490.>			<490.>	
<u>j</u>				
<u>k</u>				
<u>l</u>				
<u>m</u>				
<u>n</u>				
<u>o</u>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	<3,295.>	
<u>a</u>			<77,982.>	
<u>b</u>			<20,980.>	
<u>c</u>			<45,416.>	
<u>e</u>			32,575.	
<u>f</u>			<1,536.>	
<u>g</u>			29.	
<u>h</u>			20,576.	
<u>i</u>			<490.>	
<u>j</u>				
<u>k</u>				
<u>l</u>				
<u>m</u>				
<u>n</u>				
<u>o</u>				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	2,979,786.
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