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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

**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 7/01, 2009, and ending 6/30, 2010
☒ 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.
 InvestED  
 911 8TH AVENUE NORTH  
 SEATTLE, WA 98109
**A** Employer identification number

23-7189670

**B** Telephone number (see the instructions)

(206) 352-1199

**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

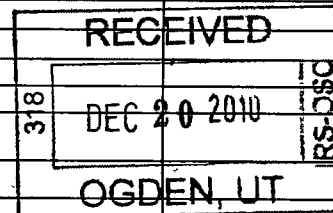
**I** Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 7,474,772.
**J** Accounting method:
 ☐ Cash
 ☒ Accrual
 ☐ Other (specify) \_\_\_\_\_

(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)
<b>1</b> Contributions, gifts, grants, etc. received (att sch)	169,328.			
<b>2</b> Cl <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
<b>3</b> Interest on savings and temporary cash investments				
<b>4</b> Dividends and interest from securities	208,740.	208,740.	208,740.	
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain/(loss) from sale of assets not on line 10	203,381.			
<b>b</b> Gross sales price for all assets on line 6a <u>3,056,690.</u>				
<b>7</b> Capital gain net income (from Part IV, line 2)		203,381.		
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold				
<b>c</b> Gross profit/(loss) (att sch)				
<b>11</b> Other income (attach schedule)				
<b>12 Total.</b> Add lines 1 through 11	581,449.	412,121.	208,740.	
<b>13</b> Compensation of officers, directors, trustees, etc	81,146.	20,287.		60,859.
<b>14</b> Other employee salaries and wages	96,687.	24,172.		72,515.
<b>15</b> Pension plans, employee benefits	16,559.	4,140.		12,419.
<b>16a</b> Legal fees (attach schedule) See St 1	1,639.	410.		1,229.
<b>b</b> Accounting fees (attach sch) See St 2	15,300.	3,825.		11,475.
<b>c</b> Other prof fees (attach sch)				
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) (see instr) See Stm 3	14,254.	3,564.		10,690.
<b>19</b> Depreciation (attach sch) and depletion	1,192.	1,192.		
<b>20</b> Occupancy	31,255.	7,814.		23,441.
<b>21</b> Travel, conferences, and meetings	9,937.	2,484.		7,453.
<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule) See Statement 4	127,300.	31,825.		95,475.
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	395,269.	99,713.		295,556.
<b>25</b> Contributions, gifts, grants paid Part XV	356,528.			356,528.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	751,797.	99,713.	0.	652,084.
<b>27</b> Subtract line 26 from line 12:				
<b>a Excess of revenue over expenses and disbursements</b>	-170,348.			
<b>b Net investment income</b> (if negative, enter -0-)		312,408.		
<b>c Adjusted net income</b> (if negative, enter -0-)			208,740.	



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ADMINISTRATIVE EXPENSES

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	1,732,708.	1,909,875.	1,909,875.
	3 Accounts receivable ▶ 30,791.			
	Less: allowance for doubtful accounts ▶	33,311.	30,791.	30,791.
	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	10,282.	5,717.	5,717.
	10a Investments — U.S. and state government obligations (attach schedule)	1,042,078.	1,381,983.	1,381,983.
	b Investments — corporate stock (attach schedule)	3,650,744.	2,629,620.	2,629,620.
	c Investments — corporate bonds (attach schedule)	867,414.	1,514,046.	1,514,046.
LIABILITIES	11 Investments — land, buildings, and equipment basis ▶ 4,531.			
	Less: accumulated depreciation (attach schedule) See Stmt 5 ▶ 1,791.	2,312.	2,740.	2,740.
	12 Investments — mortgage loans			
	13 Investments — other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ )			
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	7,338,849.	7,474,772.	7,474,772.
	17 Accounts payable and accrued expenses	44,469.	23,240.	
	18 Grants payable			
NET ASSETS OR FUND BALANCES	19 Deferred revenue	50.		
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ See Statement 6 )	104,815.	35,825.	
	23 Total liabilities (add lines 17 through 22)	149,334.	59,065.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	7,189,515.	7,415,707.	
ASSETS	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	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)	7,189,515.	7,415,707.	
TOTAL	31 Total liabilities and net assets/fund balances (see the instructions)	7,338,849.	7,474,772.	

## 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	7,189,515.
2	Enter amount from Part I, line 27a	2	-170,348.
3	Other increases not included in line 2 (itemize) ▶ See Statement 7	3	396,540.
4	Add lines 1, 2, and 3	4	7,415,707.
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	7,415,707.

**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)
1 a				
b				
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			

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

2 Capital gain net income or (net capital loss). <span style="float: right;">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	2	203,381.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). <span style="float: right;">[ If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 ]</span>	3	

**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	707,828.	7,595,681.	0.093188
2007	672,764.	8,439,869.	0.079713
2006	595,783.	8,728,546.	0.068257
2005	540,341.	8,698,160.	0.062121
2004	417,734.	8,628,820.	0.048411
2 Total of line 1, column (d)			2 0.351690
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 0.070338
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 7,253,771.
5 Multiply line 4 by line 3			5 510,216.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,124.
7 Add lines 5 and 6			7 513,340.
8 Enter qualifying distributions from Part XII, line 4			8 652,084.

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 the instructions)**

1 a 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 instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,124.
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	3,124.
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	3,124.
6 Credits/Payments			
a 2009 estimated tax prmts and 2008 overpayment credited to 2009	6a		
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		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		83.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		3,207.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2010 estimated tax	11		

**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)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) WA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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**Part VII-A Statements Regarding Activities Continued**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>http://www.invested.org</u>	13	X	
14	The books are in care of <u>JULIE DAVIS</u> Telephone no <u>206-352-1199</u> Located at <u>911 8TH AVENUE NORTH SEATTLE WA</u> ZIP + 4 <u>98109</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			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
<b>1 a</b> During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> 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>b</b> If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> 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 <input type="checkbox"/>	1 b	N/A
<b>c</b> 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
<b>2</b> 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)).		
<b>a</b> 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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> 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
<b>c</b> If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
<b>3 a</b> 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>b</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? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.</i> )	3 b	N/A
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
<b>b</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)?

Organizations relying on a current notice regarding disaster assistance check here

☐

5b

N/A

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?

If 'Yes' to 6b, file Form 8870.

6b

X

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 8		81,146.	7,700.	0.

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
TERENCE B BURNS 911 8TH AVENUE NORTH SEATTLE, WA 98109	DEV. DIR. 40	66,021.	6,500.	0.

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 – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services

0

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

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

	Expenses
1 See Statement 9	
	751,797.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 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	1 a	5,855,125.
b	Average of monthly cash balances	1 b	1,509,110.
c	Fair market value of all other assets (see instructions)	1 c	
d	<b>Total</b> (add lines 1a, b, and c)	1 d	7,364,235.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	7,364,235.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	110,464.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,253,771.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	362,689.

**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	362,689.
2a	Tax on investment income for 2009 from Part VI, line 5	2 a	3,124.
b	Income tax for 2009 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	3,124.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	359,565.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	359,565.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	359,565.

**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	1 a	652,084.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	652,084.
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	3,124.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	648,960.

**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
<b>1</b> Distributable amount for 2009 from Part XI, line 7				359,565.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years 20 __, 20 __, 20 __		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004				
<b>b</b> From 2005	114,159.			
<b>c</b> From 2006	172,166.			
<b>d</b> From 2007	262,453.			
<b>e</b> From 2008	333,558.			
<b>f</b> Total of lines 3a through e	882,336.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 652,084.				
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required — see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required — see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				359,565.
<b>e</b> Remaining amount distributed out of corpus	292,519.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,174,855.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount — see instructions		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,174,855.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005	114,159.			
<b>b</b> Excess from 2006	172,166.			
<b>c</b> Excess from 2007	262,453.			
<b>d</b> Excess from 2008	333,558.			
<b>e</b> Excess from 2009	292,519.			

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

N/A

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

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

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

**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.)**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

See Statement 10

**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
<i>a Paid during the year</i> SCHOOLS, SEE ATT'D STATEMENT	NONE	PUBLIC	FURTHER EDUCATIONAL PURPOSES OF THE SCHOOLS	356,528.
<b>Total</b>				<b>3a</b> 356,528.
<i>b Approved for future payment</i>				
<b>Total</b>				<b>3b</b>





2009

## Federal Statements

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**Statement 1**  
**Form 990-PF, Part I, Line 16a**  
**Legal Fees**

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	\$ 1,639.	\$ 410.		\$ 1,229.
Total	<u>\$ 1,639.</u>	<u>\$ 410.</u>	<u>\$ 0.</u>	<u>\$ 1,229.</u>

**Statement 2**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Audit Fees	\$ 15,300.	\$ 3,825.		\$ 11,475.
Total	<u>\$ 15,300.</u>	<u>\$ 3,825.</u>	<u>\$ 0.</u>	<u>\$ 11,475.</u>

**Statement 3**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PAYROLL TAXES	\$ 14,254.	\$ 3,564.		\$ 10,690.
Total	<u>\$ 14,254.</u>	<u>\$ 3,564.</u>	<u>\$ 0.</u>	<u>\$ 10,690.</u>

**Statement 4**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
CONTRACT SERVICES	\$ 38,606.	\$ 9,652.		\$ 28,954.
EQUIPMENT AND TECHNOLOGY	10,788.	2,697.		8,091.
FUNDRAISING EXPENSES	8,597.	2,149.		6,448.
INSURANCE	4,240.	1,060.		3,180.
OTHER EXPENSES	4,340.	1,085.		3,255.
POSTAGE AND SUPPLIES	7,748.	1,937.		5,811.
RECRUITING AND TRAINING	6,420.	1,605.		4,815.
SCHOOL WEBSITE DESIGN	19,829.	4,957.		14,872.
SPECIAL EVENTS	26,732.	6,683.		20,049.
Total	<u>\$ 127,300.</u>	<u>\$ 31,825.</u>	<u>\$ 0.</u>	<u>\$ 95,475.</u>

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**Statement 5**  
**Form 990-PF, Part II, Line 11**  
**Investments - Land, Buildings, and Equipment**

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Auto./Transportation Equip.	\$ 0.	\$ 0.	\$ 0.	\$ 2,740.
Furniture and Fixtures	4,531.	1,791.	2,740.	0.
Total	<u>\$ 4,531.</u>	<u>\$ 1,791.</u>	<u>\$ 2,740.</u>	<u>\$ 2,740.</u>

**Statement 6**  
**Form 990-PF, Part II, Line 22**  
**Other Liabilities**

COVERED CALL OPTION LIABILITY	\$ 35,825.
Total	<u>\$ 35,825.</u>

**Statement 7**  
**Form 990-PF, Part III, Line 3**  
**Other Increases**

UNREALIZED GAIN ON INVESTMENTS	\$ 396,540.
Total	<u>\$ 396,540.</u>

**Statement 8**  
**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
PAUL ISHI 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	\$ 0.	\$ 0.	\$ 0.
EMORY BUNDY 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
R. DANNER GRAVES 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
BONNIE HILORY 911 8TH AVENUE NORTH SEATTLE, WA 98109	Executive Direc 40.00	81,146.	7,700.	0.



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**Statement 8 (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 &amp; DC</u>	<u>Expense Account/ Other</u>
HON. BETTY B. FLETCHER 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	\$ 0.	\$ 0.	\$ 0.
TOM RATH 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
NANCY FIKE 911 8TH AVENUE NORTH SEATTLE, WA 98109	Secretary 1.00	0.	0.	0.
PAUL G. CONDRAT 911 8th AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
ROGER PERCY 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
LISA SCHAURES 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
GEORGE MOYNIHAN 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
STEVEN SHERMAN 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
THOMAS E GLEASON 911 8TH AVENUE NORTH SEATTLE, WA 98109	Treasurer 1.00	0.	0.	0.
JOEL W. GROEN 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
KATE JANEWAY 911 8TH AVENUE NORTH SEATTLE, WA 98109	Vice President 1.00	0.	0.	0.
DR. JIM MENZIES 911 8TH AVENUE NORTH SEATTLE, WA 98109	President 1.00	0.	0.	0.

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**Statement 8 (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 &amp; DC</u>	<u>Expense Account/ Other</u>
MARTIN J. NEEB 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	\$ 0.	\$ 0.	\$ 0.
DEBBIE WILLIAMS 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
DAN BARRITT 911 8TH AVENUE NORTH SEATTLE, WA 98109	Director 1.00	0.	0.	0.
		Total \$ 81,146.	\$ 7,700.	\$ 0.

**Statement 9**  
**Form 990-PF, Part IX-A, Line 1**  
**Summary of Direct Charitable Activities**

<u>Direct Charitable Activities</u>	<u>Expenses</u>
InvestED's primary activity is to contribute funds, generated through investments of InvestED's corpus and received from private and corporate donors, primarily to junior and senior high schools throughout the State of Washington to assist students to stay in school and to realize their full potential. InvestED has been classified as a tax-exempt charitable organization as under section 501(c)(3) of the Internal Revenue Code.	\$ 751,797.

**Statement 10**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program: JULIE DAVIS  
Name: InvestED  
Care Of: 911 8TH AVENUE NORTH  
Street Address: SEATTLE, WA 98109  
City, State, Zip Code: 206-352-1199  
Telephone: Contact <http://www.invested.org> for specific details  
Form and Content:  
Submission Deadlines:  
Restrictions on Awards:

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
A. C. Davis High School	\$ 1,492
Aberdeen High School	200
Academy of Citizenship and Empowerment	200
Aces High School	200
Adna High School	244
A-I High School	298
AIM High School	338
Aki Kurose Middle School	367
Alderwood Middle School	618
Alki Middle School	515
All Saints School	200
Allen Elementary School	200
Alternative High School - C.Kitsap	325
Alternative School #1	200
Amboy Middle School	200
Anacortes Middle School	590
Anacortes Senior High School	639
APOLO High School	236
Archbishop Murphy High School	460
Arlington High School	528
Arts and Academics Academy	200
Asa Mercer Middle School	200
Asotin High School	241
Assumption Catholic -Bellingham	200
Auburn High School	2,818
Auburn Mountainview High	1,663
Auburn Riverside High	1,814
Aviation High School	347
Bainbridge High School	345
Ballard High School	4,453
Ballou Junior High School	800
Bates Technical High School	1,184
Battle Ground High School	1,366
Bay View Elementary School	310
Beaver Lake Middle School	200
Bellarmine Preparatory School	859
Bellevue Christian School	200
Bellevue High School	3,807
Bellingham High School	1,138
BEST High School	1,664
Bethel Junior High School	200
Bethel Senior High School	707
Big Picture High School	500
Bilingual Orientation Center	1,318
Black Hills High School	254
Black River High School	200
Blaine High School	238
Blaine Middle School	200
Blanchet High School	3,081
Blue Heron Middle School	200
Bonney Lake High School	733
Bothell High School	533

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
Bremerton High School	200
Brewster Jr/Sr High School	773
Bridgeport High School	300
Bridgeport Middle School	300
Brier Terrace Middle School	213
Burlington-Edison High School	200
Camas High School	200
Canyon Park Junior High School	330
Capital High School	200
Carbonado School	200
Carmichael Middle School	200
Cascade High School - Cascade	400
Cascade High School - Everett	517
Cascade Middle School - Auburn	1,363
Cascade Middle School - Evergreen	402
Cascade Middle School - Highline	416
Cascade Middle School - Sedro-Wooley	389
Cashmere High School	200
Cashmere Middle School	200
Castle Rock High School	200
Cavelero Mid High School	843
Cedar Heights Jr. High-S.Kitsap	735
Cedar River Middle School	228
Cedarcrest High School	100
Cedarcrest Junior High School	481
Cedarcrest Middle School	300
Centennial Middle School - Snoh	300
Centennial Middle School - West-Spokane	309
Center for Career Alternatives	395
Central Kitsap High School	200
Central Kitsap Jr. High School	10
Central Valley High School	2,241
Centralia High School	223
Centralia Middle School	200
Challenger Secondary Schools	440
Charles Aylen Junior High School	800
Chase Middle School	408
Chehalis Middle School	200
Chelan High School	323
Chelan Middle School	210
Cheney High School	200
Cheney Middle School	200
Chief Kanim Middle School	200
Chief Leschi Schools	292
Chief Sealth High School	4,234
Chief Umtuch Middle School	200
Chinook Middle School - Bellevue	479
Chinook Middle School - Highline	433
Chinook Middle School - N Thurston	206
Choice Alternative School	780
Christ the King School	200
CleElum-Roslyn High School	200
Cleveland High School	1,387

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
Clover Park High School	677
Clovis Point Intermediate School	340
Colfax High School	300
College Place Middle School	288
Columbia High and Elementary	100
Columbia High School - Burbank	625
Columbia Jr. High School-Fife	359
Columbia Middle School-Burbank	550
Columbia River High School	237
Colville High School	300
Colville Junior High School	200
Concrete High School	300
Concrete Middle School	200
Connell High School	300
Contract Based Education-Spokane	100
Cougar Mt. Jr. High School	458
Coupeville Middle/High School	200
Covington Middle School	660
Coweeman Junior High	200
Curtis Junior High School	200
Curtis Senior High School	350
Cusick Junior/Senior High School	200
Daybreak Middle School	200
Dayton High School	413
Dayton Middle School	358
Decatur High School	585
Deer Park High School	200
Deer Park Middle School	283
Denny Middle School	728
Desert Hills Middle School	343
Discovery Alternative High School	295
Discovery Lab School	200
Discovery Middle School	1,394
Doris M. Stahl Junior High School	1,254
East Valley High School - Spokane	1,123
East Valley High School - Yakima	263
East Valley Middle School-Spokane	200
Eastlake High School	364
Eastmont High School	200
Eastmont Junior High School	801
Eastside Alternative High School	200
Eckstein Middle School	228
Edgemont Junior High School	800
Edison Elementary School	200
Edmonds-Woodway High School	200
Einstein Middle School	200
Eisenhower High School	282
Ellen Ochoa Middle School	300
Ellensburg Christian School	200
Elma Middle School	200
Emerald Ridge High School	1,180
Emerson High School	323
Enterprise Middle School	200

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
Enumclaw High School	200
Enumclaw Middle School	210
Ephrata High School	300
Evergreen High School - Evergreen	864
Evergreen Jr. High School - Lake Wash.	1,064
Evergreen Middle School	302
Evergreen Middle School - Cen. Valley	200
Explorations Academy	773
Explorer Middle School	530
Explorer West Middle School	300
Fairhaven Middle School	520
Fairview Junior High School	200
Federal Way High School	689
Ferndale High School	200
Ferris High School	2,904
Ferrucci Junior High School	800
Fife High School	421
Finn Hill Junior High School	1,114
First Creek Middle School	200
Foothills Middle School	268
Ford Middle School	578
Forks Alternative School	933
Forks High School	300
Forks Middle School	800
Fort Colville School	200
Fort Vancouver High School	470
Foster High School	1,025
Franklin High School	265
Franklin Middle School	285
Franklin Pierce High School	264
Freeman Elementary School	200
Freeman High School	200
Friday Harbor High School	635
Friday Harbor Middle School	200
Frontier Jr. High School	200
Frontier Middle School	300
G. W. Bush Middle School	200
Gaiser Middle School	479
Garfield High School	1,306
Garrison Middle School	457
Garry Middle School	567
Gateway Middle School	300
Giaudrone Middle School	200
Gig Harbor High School	200
Glacier Middle School	375
Glacier Peak High School	236
Glacier View Jr High	800
Global Connections High School	200
Glover Middle School	1,181
Goodman Middle School	200
Grace Academy	433
Graham-Kapowsin High School	200
Grand Coulee Dam Middle School	300

**Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year**

<b>Name</b>	<b>Amount</b>
Grandview High School	200
Grandview Middle School	300
Granger High School	200
Granger Middle School	330
Gray Middle School	200
Greenacres Jr. High School	200
Griffin Bay Learning Center	100
Griffin Middle School	200
Hamilton Middle School	602
Hamlin Robinson School	738
Hanford High School	463
Harbor Ridge Middle School	300
Harbour Pointe Middle School	300
Harrington Schools	200
Havermale High School	874
Hawkins Middle School	479
Hazen High School	235
Health Sciences and Human Services	200
Heatherwood Middle School	200
Henderson Bay High School	200
Henry Foss High School	424
Henry M. Jackson High School	300
Heritage High School	695
Hidden River Middle School	267
High Tech High	808
Highland High School	300
Highland Junior High	275
Highland Middle School	1,191
Highlands Middle School	800
Highline High School	903
Holy Family School -- Auburn	200
Holy Family School -- Lacey	200
Holy Names Academy - Seattle	261
Holy Rosary -- Edmonds	200
Home School Networks	200
Home School Plus	200
HomeLink	200
Homelink /Camas River	200
Hood Canal Elementary & Junior High	670
Hoquiam High School	400
Horizon Middle School	200
Horse Heaven Hills Middle School	200
House! Middle School	300
Hudson's Bay High School	913
Hudtloff Middle School	200
Hunt Middle School	200
Huntington Middle School	200
Icicle River Middle School	200
Illahee Middle School	479
Ilwaco Junior/Senior High School	220
Immaculate Conception - Mt Vernon	200
Indian Heritage Middle College	305
Inglemoor High School	200

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
Ingraham High School	912
Interagency Programs - Academy	4,196
Interlake High School	1,588
International School	309
Issaquah High School	300
Issaquah Middle School	1,394
Jason Lee Middle School - Vancouver	343
Jason Lee Middle School - Tacoma	508
Jefferson Middle School	694
Jenkins High School	200
Jenkins Middle School	200
John F. Kennedy High School	1,560
John R. Rogers High School	3,980
John Sager Middle School	200
John Sedgwick Junior High School	391
Johnson Christian School	200
Juanita High School	4,379
Jubilee Youth Ranch/ Academy	100
Kahlotus High School	200
Kalama High School	200
Kalles Junior High School	967
Kamiak High School	200
Kamiakin High School	200
Kamiakin Junior High School	2,550
Keithley Middle School	470
Kellogg Middle School	288
Kelso High School	470
Kenmore Junior High School	300
Kennewick High School	895
Kent Mountain View Academy	200
Kent Phoenix Academy	720
Kentlake High School	408
Kent-Meridian High School	300
Kentridge High School	300
Kentwood High School	328
Kettle Falls High School	200
Key Peninsula Middle School	559
Kilo Middle School	288
Kingston High School	870
Kingston Middle School	1,030
Kiona-Benton High School	275
Kirkland Junior High School	1,441
Kittitas Secondary School	200
Klahowya Secondary School	446
Klickitat School	645
Komachin Middle School	208
Kopachuck Middle School	200
Kulshan Middle School	215
La Center High School	200
La Center Middle School	200
La Salle High School	479
LaConner High School	340
LaCrosse Jr/Sr High School	254



**Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year**

<b>Name</b>	<b>Amount</b>
Lake Roosevelt High School	200
Lake Stevens High School	302
Lake Stevens Middle School	300
Lake Washington High School	3,629
Lakeridge Middle School	683
Lakes High School	527
Lakeside High School	410
Lakeside Middle School	300
Lakewood High School	316
Lakota Middle School	388
Laurin Middle School	200
LaVenture Middle School	345
Leaders In Learning	200
Leota Junior High School	200
Lewis & Clark High School - Spokane	3,264
Lewis & Clark High School - Vancouver	294
Lewis & Clark Middle School	359
Liberty Bell Junior/Senior High	385
Liberty High School -- Issaquah	406
Liberty High School-Spokane	441
Liberty Junior High School	300
Life Christian School & Academy	975
Lincoln High School	1,004
Lind Jr/Sr High School	316
Lindbergh High School	328
Lochburn Middle School	565
Lopez Middle/High School	786
Lucille Umbarger Elementary School	200
Lyle Secondary School	758
Lynden High School	300
Lynden Middle School	240
Lynnwood High School	426
Madison Middle School	200
Madrona K-8	650
Madrona School	200
Mann Middle School	200
Manson Secondary School	200
Maple Grove Middle School	200
Maplewood Coop	200
Marcus Whitman Junior High School	200
Mariner High School	340
Mark Morris High School	200
Marshall Middle School	200
Mary M Knight Junior/Senior High	200
Marysville Alternative High School	200
Marysville Arts & Technology High School	435
Marysville Middle School	300
Marysville-Pilchuck High School	300
Mason Middle School	200
Mattson Middle School	501
Maywood Middle School	300
McClure Middle School	200
McFarland Junior High School	200

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
McKnight Middle School	1,073
McLoughlin Middle School - Pasco	333
McMurray Middle School	205
Meadowdale High School	247
Meadowdale Middle School	200
Medical Lake High School	240
Medical Lake Middle School	200
Meeker Middle School - Kent	300
Mercer Island High School	585
Meridian High School	200
Meridian Middle School	300
Meridian Middle School (Kent)	200
Middle College H. S. at Northgate	100
Mill Creek Middle School	630
Miller Junior High	258
Monroe High School	603
Monroe Middle School	200
Montesano Jr./Sr.High School	310
Moses Lake High School	300
Mount Baker High School	300
Mount Baker Junior High School	223
Mount Baker Middle School - Auburn	597
Mount Baker Middle School-Mt. Vernon	608
Mount Rainier High School	385
Mount Si High School	1,277
Mount Vernon High School	6,015
Mountain View High School	666
Mountain View Middle School- Bremerton	200
Mountain View Middle School-Sumner	557
Mountlake Terrace High School	200
Mt. Spokane High School	325
Mt. Tahoma High School	338
Mt. View Middle School - Spokane	300
Napavine High School	200
Naselle-Grays River School	200
Nathan Hale High School	998
Neah Bay High School	200
Nelsen Middle School	559
New Frontiers Jr. High School	200
New Horizons High School	900
New Market Vocational Skills Center	660
New Start	200
Newport High School - Bellevue	895
Newport High School - Newport	200
Nisqually Middle School	213
Nooksack Valley High School	474
North Beach High School	200
North Central High School	700
North Kitsap High School	838
North Lake Middle School	300
North Mason High School	1,092
North Middle School	535
North Pines Middle School	300

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
North Thurston High School	386
North Whidbey Middle School	509
Northshore Junior High School	200
Northstar Junior High School	200
Northwest Career & Technical High School	200
Northwest School for Hearing-Impaired	416
Northwood Middle School - Kent	241
Northwood Middle School - Spokane	200
Nova Alternative High School	200
Oak Harbor Middle School	2,356
Oak Harbor Rotary Club	333
Oakland Alternative High School	545
Ocosta Junior/Senior High School	200
O'Dea High School	1,590
Odessa Jr./Sr. High School	260
Odle Middle School	517
Odyssey - The Essential School	200
Okanogan Junior/Senior High School	200
Olympia Waldorf School	200
Olympic High School	210
Olympic Middle School - Auburn	1,720
Olympic Middle School - Shelton	780
Olympic View Middle School	300
Omak High School	309
Omak Middle School	200
Options High School	200
Orchard Middle School	200
Oroville High School	200
Oroville Junior High School	200
Orting High School	230
Othello High School	200
Our Lady of Guadalupe -- Seattle	200
Pace Alternative School	210
Pacific Cascade	347
Pacific Middle School - Everergreen	200
Pacific Middle School - Highline	760
Park Middle School	300
Park Place Middle School	340
Pasco High School	2,140
Pateros Junior/Senior High School	200
Paterson Elementary School	200
Pe Ell High School	200
Peninsula High School	4,149
Pine Lake Middle School	300
Pioneer Middle School - Steilacoom	275
Pioneer Middle School - Walla	200
Pioneer Middle School - Wenatchee	200
Pleasant Valley Middle School	200
Pomeroy Junior/Senior High School	200
Port Angeles High School	200
Post Middle School	464
Prairie High School	1,040
Prescott High School	250

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
Preston Hall Middle School	300
Prosser High School	300
Puget Sound Skill Center	264
Pullman High School	200
Puyallup High School	980
Queen of Angels School	300
Quincy High School	2,521
Quincy Junior High School	656
Rainier Beach High School	4,817
Rainier High School	282
Rainier Middle School - Auburn	458
Raymond Jr/Sr High School	200
Reardan High School	689
Reardan Middle School	300
Redmond High School	2,714
Redmond Junior High School	1,364
Reeves Middle School	670
Remann Hall School	67
Renton High School	496
Richland High School	838
Ridgefield High School	236
Ridgeline Middle School	277
Ridgetop Jr. High School	200
River Ridge High School	200
River View High School	200
Riverside Achievement Center	237
Riverside High School	395
Riverside Middle School	200
Robinswood Middle and High School	590
Rochester High School	200
Rochester Middle School	250
Rogers High School	1,263
Roosevelt High School	1,191
Rose Hill Junior High School	2,637
Royal High School	200
Sacajawea Middle School-Federal Way	443
Sacajawea Middle School-Spokane	824
Sadie Halstead Middle School	200
Sage Hills High School	345
Saghalie Middle School	295
Salk Middle School	200
Salmon Bay School	501
Sammamish High School	2,778
Sartori School - Re-entry Program	200
Scriber Lake High School	320
Seattle Preparatory School	200
Seattle Urban Academy	780
Secondary Academy for Success	200
Sehome High School	2,169
Selah High School	431
Selah Intermediate School	250
Selah Junior High School	325
Selkirk Junior/Senior High Scho	200

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
Sequim High School	300
Sequoyah Middle School	443
Shadle Park High School	503
Shahala Middle School	290
Shaw Middle School	870
Shelton High School	323
Shorecrest High School	200
Shoreline Christian School	306
Shorewood High School	749
Showalter Middle School	200
Shuksan Middle School	439
Skyline High School	447
Skyview High School	200
Skyview Junior High School	222
Snohomish High School	661
Soap Lake High School	539
South Bend High School	200
South Kitsap High School	200
South Lake High School	200
South Sound High School	200
South Whidbey High School	277
Southridge High School	650
Spanaway Junior High	1,260
Spanaway Lake High School	766
Spokane Skills Center	573
Spokane Valley High School-Spokane	200
Sprague High School	200
Springdale Middle School	200
Squalicum High School	3,121
St. Aloysius Elementary School	300
St. Alphonsus School	300
St. Anne School - Seattle	200
St. Bernadette School	200
St. Brendan Parish School	200
St. Catherine School	300
St. Charles Borromeo	200
St. John School	393
St. Joseph - Kennewick	200
St. Joseph School -- Vancouver	237
St. Joseph/Marquette School	202
St. Mary Magdalen Elementary School	350
St. Matthew School	333
St. Monica School	200
St. Pius School	200
St. Therese School -- Seattle	223
St. Thomas More School	200
Stadium High School	200
Stanwood Middle/High School	248
Steilacoom High School	1,097
Sterling Middle School	200
Stevens Middle School	1,072
Stewart Middle School	200
Sultan High School	1,424

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
Sultan Middle School	700
Summit School	340
Summit View High School	200
Sumner High School	219
Sumner Middle School	200
Sunnyside High School	300
Sylvester Middle School	429
Tacoma School of the Arts	200
Tahoma High School	1,466
Technology, Engineering & Communications	200
Tekoa Elementary/High School	300
Tenino High School	200
The Bush School	200
The Northwest School	1,784
The Overlake School	200
The Summit School	200
Thomas Jefferson High School	481
Thomas Jefferson Middle School	538
Thunder Mountain Middle School	302
Tieton Middle School	200
Tillicum Middle School	486
Timbercrest Junior High School	200
Timberline High School	503
Todd Beamer High School	481
Toledo High School	210
Tolt Middle School	1,265
Tonasket High School	200
Tonasket Middle School	200
Toppenish High School	200
Tops at Seward	371
Totem Middle School	100
Totem Middle School - Federal Way	426
Totem Middle School-Marysville	824
Touchet Elementary & Sr. High	275
Truman High School	200
Tumwater High School	1,769
Tumwater Middle School	200
Tyee Middle School	873
Union Gap Elementary School	200
Union High School	862
University High School	300
University Prep	200
Valley School	200
Valley View Middle School	200
Vashon Island High School	812
Visitation School	254
Vista Middle School	200
Voyager Middle School	215
Wahkiakum High School	200
Wahluke High School	100
Waitsburg High School	300
Walker High School	1,070
Walla Walla High School	220

## Part XV - Supplemental Information 3. Grants and Contributions Paid During the Year

Name	Amount
Wapato High School	316
Warden High School	278
Warden Middle School	200
Washington High School	338
Washington Middle School - Olympia	470
Washington Middle School - Seattle	1,325
Washington Middle School - Yakima	1,536
Washington State School for Blind	338
Washington State University Foundation	2,500
Washougal High School	200
Washtucna Schools	200
Waterville Jr/Sr High School	300
Wenatchee High School	300
West Auburn High	200
West Seattle High School	1,613
West Valley High School - Spokane	208
West Valley High School - Yakima	772
West Valley Middle School-Yakima	200
West View Elementary School	200
Weston High School	208
Westside High School	200
Whatcom Middle School	200
White Pass Junior/Senior High School	200
White River High School	536
White River Middle School	201
Whitman Middle School	4,162
Wilson High School	657
Wilson Middle School	367
Wind River Middle School	200
Winlock High School	515
Wishkah Valley School	1,545
Wishram School	200
Woodbrook Middle School	200
Woodinville High School	200
Woodland High School	217
Woodland Middle School	200
Woodward Middle School	200
Wyeast Middle School	377
Yakima Alternatives School	200
Yakima Valley Skills Center	200
Yelm High School	624
Yelm Middle School	593
Zillah High School	200
Zillah Middle School	200
Adjustments	(830)
Grand Total	\$ 356,528

Client HAAS

InvestED

23-7189670

12/06/10

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STATEMENT 11  
ADVANCE 60 MONTH RULING

The Organization changed from a private foundation to a public charity, under Internal Revenue Code section 507(b)(1)(B). Per the letter received from the IRS dated July 21, 2009 (See Attached), the organization will be treated as a public charity described in sections 509(a)(1) and 170(b)(1)(A)(vi) of the Code for an advance ruling period of 60 months beginning July 1, 2009.

STATEMENT 12  
NAME CHANGE

On May 19, 2010, the Organization filed Articles of Amendment with the Washington State Secretary of State (See Attached) and officially changed its name from Saul and Dayee G. Haas Foundation to InvestED.



MAY 19 2010

STATE OF WASHINGTON

ARTICLES OF AMENDMENT

OF

SAUL AND DAYEE G. HAAS FOUNDATION

Pursuant to the Washington Nonprofit Corporation Act (the "Act") RCW 24.03.170, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation ("Articles"):

~~FIRST: The name of the Corporation is the Saul and Dayee G. Haas Foundation.~~

SECOND: The Articles of Incorporation are amended in their entirety as follows:

**ARTICLE 1. NAME**

The name of the corporation is InvestED.

**ARTICLE 2. DURATION**

The duration of the corporation shall be perpetual.

**ARTICLE 3. PURPOSES**

**3.1 Purposes**

The corporation is organized exclusively for charitable, scientific, literary, educational or religious purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code").

**3.2 Limitations**

**3.2.1 Nonprofit Status**

The corporation shall not have or issue shares of stock. The corporation is not organized for profit, and no part of its net earnings shall inure to the benefit of any director or officer of the corporation, or any private individual, except that the corporation shall be authorized and empowered to pay reasonable compensation to its directors or officers for services rendered, and to make payments and distributions in furtherance of the purposes of the corporation and subject to the limitations of Sections 3.2.2 and 3.2.3 hereof.

**3.2.2 Distributions; Dissolution**

No director or officer of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation or

the winding up of its affairs. Upon such dissolution or winding up, after paying or making adequate provision for the payment of all the liabilities of the corporation, all the remaining assets of the corporation shall be distributed by the Board of Directors, for a purpose or purposes similar to those set forth in Section 3.1 hereof, to any other organization that then qualifies for exemption under the provisions of Section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of by the Superior Court of King County, Washington, exclusively for a purpose or purposes similar to those set forth in Section 3.1 hereof, or to such organization or organizations, as said court shall determine, that are organized and operated for similar Code Section 501(c)(3) purposes.

### **3.2.3 Prohibited Activity**

(a) No substantial part of the activities of the corporation shall be devoted to attempting to influence legislation by propaganda or otherwise, except as may be permitted to Section 501(c)(3) organizations by the Code. The corporation shall not, directly or indirectly, participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. The corporation shall not have objectives or engage in activities which characterize it as an "action" organization within the meaning of the Code.

(b) Notwithstanding any other provisions of these Articles, the corporation shall not conduct or carry on activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Code or by an organization, contributions to which are deductible under Section 170(c)(2) of the Code.

(c) The corporation is prohibited from engaging in any excess benefit transaction as defined in Section 4958(c) of the Code.

(d) The corporation is prohibited from engaging in any act of self-dealing as defined in Section 4941(d) of the Code, from retaining any excess business holding as defined in Section 4943(c) of the Code that would subject the corporation to tax under Section 4943 of the Code, from making any investments that would subject the corporation to tax under Section 4944 of the Code, and from making any taxable expenditure as defined in Section 4945(d) of the Code. If Section 4942 of the Code is deemed applicable to the corporation, it shall make distributions at such time and in such manner that it is not subject to tax under Section 4942 of the Code.

### **3.3 Powers**

In general, and subject to such limitations and conditions as are or may be prescribed by law, by these Articles, or by the Bylaws of the corporation, the corporation shall have the authority to (a) engage in any and all such activities as are incidental or conducive to the attainment of the purposes of the corporation set forth in Section 3.1 hereof and (b) to

exercise any and all powers authorized or permitted under any laws that are now, or hereafter may be, applicable or available to the corporation.

#### ARTICLE 4. DIRECTORS

The number of directors of the corporation shall be determined in the manner provided by the Bylaws and may be increased or decreased from time to time in the manner provided therein.

#### ARTICLE 5. NO MEMBERS

The corporation shall have no members.

#### ARTICLE 6. LIMITATION OF DIRECTOR LIABILITY

To the full extent that the Act (as it exists on the date hereof or as it may hereafter be amended) permits the limitation or elimination of the liability of directors, a director of the corporation shall not be liable to the corporation, if any, for monetary damages for conduct as a director. Any amendments to or repeal of this Article 6 shall not adversely affect any right or protection of a director of the corporation for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal. If the Act is amended in the future to authorize corporate action further eliminating or limiting personal liability of directors, then the liability of a director for the Corporation shall be eliminated or limited to the full extent permitted by the Act, as so amended, without any requirement of further action by the Corporation.

#### ARTICLE 7. INDEMNIFICATION

##### 7.1 Right to Indemnification

The corporation shall indemnify and hold harmless, to the fullest extent permitted by applicable law as it presently exists or may hereafter be amended, any person who was or is made or is threatened to be made a party or is otherwise involved in any action, suit or proceeding, whether civil, criminal, administrative or investigative (a "*Proceeding*"), by reason of the fact that such person, or a person for whom such person is the legal representative, is or was a director or officer of the corporation or, while a director or officer of the corporation, is or was serving at the request of the corporation as a director, officer, partner, trustee, employee or agent of another corporation or of a partnership, joint venture, limited liability company, trust, enterprise or other nonprofit entity, including service with respect to employee benefit plans (each such other entity, "*Another Enterprise*") (such person, an "*Indemnified Person*"), against all liability and loss suffered and expenses (including attorneys' fees) actually and reasonably incurred by such Indemnified Person in connection with such Proceeding. Notwithstanding the preceding sentence, except as otherwise provided in Section 7.4 of this Article 7, the corporation shall be required to

indemnify an Indemnified Person in connection with a Proceeding (or part thereof) commenced by such Indemnified Person only if the commencement of such Proceeding (or part thereof) by the Indemnified Person was authorized in advance by the Board of Directors.

## **7.2 Restrictions on Indemnification**

The corporation may not indemnify any Indemnified Person for: (a) acts or omissions of the Indemnified Person finally adjudged to be intentional misconduct or a knowing violation of law; (b) conduct of the Indemnified Person finally adjudged to be in violation of Section 24.03.043 of the Act in reference to Section 23B.08.310 of the Washington Business Corporation Act; (c) any transaction with respect to which it was finally adjudged that such Indemnified Person personally received a benefit in money, property or services to which the Indemnified Person was not legally entitled or if the corporation is otherwise prohibited by applicable law from paying such indemnification; provided, however, that if Section 24.03.043 of the Act in reference to Section 23B.08.560 or any successor provision of the Washington Business Corporation Act is hereafter amended, the restrictions on indemnification set forth in this Section 7.2 shall be as set forth in such amended statutory provision.

## **7.3 Expenses Payable in Advance**

The corporation shall pay the reasonable expenses (including attorneys' fees) incurred by an Indemnified Person in defending any Proceeding in advance of such Proceeding's final disposition (such expenses "*Advanced Expenses*"), provided, however, that, to the extent required by law, such payment of Advanced Expenses in advance of the final disposition of the Proceeding shall be made only upon receipt of an undertaking by the Indemnified Person to repay all Advanced Expenses if it should be ultimately determined that the Indemnified Person is not entitled to be indemnified under this Article 7 or otherwise. Notwithstanding any of the foregoing in this Section 7.3, the corporation shall not be required to pay any Advanced Expenses to a person against whom the corporation directly brings a claim alleging that the corporation is not required to indemnify such person under Section 7.2 of this Article 7.

## **7.4 Written Statement Required and Right of Indemnified Person to Bring Suit**

An Indemnified Person seeking indemnification pursuant to Section 7.1 or Advanced Expenses pursuant to Section 7.3 must first submit to the Board of Directors a sworn statement requesting indemnification or Advanced Expenses, as the case may be, and reasonable evidence of all such amounts requested by such Indemnified Person (such statement, a "*Claim*"). If (a) a Claim pursuant to Section 7.1 above is not paid in full by the corporation within 60 days after such Claim has been received by the corporation, or (b) a Claim pursuant to Section 7.3 above is not paid in full by the corporation within 30 days after such Claim has been received by the corporation, then the Indemnified Person may at any

time after the expiration of the applicable period bring suit against the corporation to recover the unpaid amount of such Claim. If an Indemnified Person succeeds in whole or in part in any such suit or in a suit brought by the corporation to recover Advanced Expenses pursuant to the terms of an undertaking, then such Indemnified Person is also entitled to receive reimbursement from the corporation for the expense of prosecuting or defending such suit. The Indemnified Person shall be presumed to be entitled to indemnification under this Article 7 upon submission of a Claim (and, in an action brought to enforce a Claim for Advanced Expenses, where the required undertaking has been delivered to the corporation), and, thereafter, the corporation shall have the burden of proof to overcome the presumption that the Indemnified Person is so entitled.

#### **7.5 Procedures Exclusive**

Pursuant to Section 24.03.043 of the Act in reference to Section 23B.08.560(2) or any successor provision of the Washington Business Corporation Act, the procedures for indemnification and Advanced Expenses set forth in this Article 7 are in lieu of the procedures required by Section 23B.08.550 or any successor provision of the Washington Business Corporation Act.

#### **7.6 Nonexclusivity of Rights**

The right to indemnification and Advanced Expenses conferred by this Article 7 shall not be exclusive of any other right that any person may have or hereafter acquire under (a) any statute, (b) provision of these Articles, (c) Bylaws, (d) general or specific action of the Board of Directors, (e) contract or (f) otherwise.

#### **7.7 Insurance, Contracts and Funding**

The corporation may maintain insurance, at its expense, to protect itself and any director, officer, partner, trustee, employee or agent of the corporation or Another Enterprise against any expense, liability or loss, whether or not the corporation would have the power to indemnify such person against such expense, liability or loss under the Washington Business Corporation Act. The corporation may enter into contracts with any director, officer, partner, trustee, employee or agent of the corporation in furtherance of the provisions of this Article 7 and may create a trust fund, grant a security interest or use other means (including, without limitation, a letter of credit) to ensure the payment of such amounts as may be necessary to effect indemnification and Advanced Expenses as provided in this Article 7.

#### **7.8 Indemnification of Employees and Agents of the Corporation**

The corporation may, by action of the Board of Directors, grant rights to indemnification and advancement of expenses to employees and agents or any class or group of employees and agents of the corporation (a) with the same scope and effect as the provisions of this Article 7 with respect to the indemnification and Advanced Expenses of

directors and officers of the corporation, (b) pursuant to rights granted under, or provided by, the Act in reference to the Washington Business Corporation Act, or (c) as are otherwise consistent with law.

#### 7.9 Persons Serving Other Entities

Any person who, while a director or officer of the corporation, is or was serving (a) as a director or officer of another foreign or domestic corporation of which a majority of the shares entitled to vote in the election of its directors is held by the corporation or (b) as a partner, trustee or otherwise in an executive or management capacity in a partnership, joint venture, limited liability company, trust or other enterprise of which the corporation or a wholly owned subsidiary of the corporation is a general partner or has a majority ownership shall be deemed to be (i) so serving at the request of the corporation and (ii) entitled to indemnification and Advanced Expenses under this Article 7.

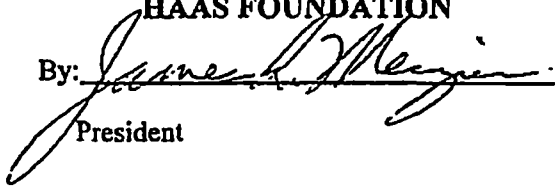
#### ARTICLE 8. AMENDMENT TO ARTICLES OF INCORPORATION

The corporation reserves the right to amend or repeal any of the provisions contained in these Articles in any manner now or hereafter permitted by law.

THIRD: The Board held a special meeting on May 14th, 2010 at which a quorum was present and at least a majority of the Directors present approved these Articles.

Dated: 5/17, 2010

SAUL AND DAYEE G.  
HAAS FOUNDATION

By:   
President