

See a Social Security Number? Say Something! Report Privacy Problems to https://public.resource.org/privacy Or call the IRS Identity Theft Hotline at 1-800-908-4490



Department of the Treasury Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052 2010

ror c	aienda	r year 2010, or tax year	r beginning		, and en	ıding					
G CI	neck all	I that apply	Initial return	Initial return of a for		· —	Final return				
			Amended return	Address chang	<u>e</u>		Name change				
Nam	e of fo	undation					A Employer Identification	number			
		·	ORKS FOUNDA				20-5522254				
Num	ber and	•	mail is not delivered to street	address)		Room/suite	B Telephone number				
			AD, SUITE D				(650) 347-	9700			
City	or tow	n, state, and ZIP code BURLINGAME	C, CA 94010				C If exemption application is po 0 1. Foreign organizations	ending, check here			
H C	heck ty	rpe of organization	X Section 501(c)(3) ex	empt private foundation			Foreign organizations me check here and attach co.	eting the 85% test,			
	Secti	on 4947(a)(1) nonexem		Other taxable private foundat	tion		E If private foundation stat				
l Fa	ır mark	et value of all assets at e	and of year J Accounting	ng method X Cash	Accr	ual	under section 507(b)(1)	(A), check here			
(fr	om Pa	rt II, col. (c), line 16)		her (specify)			F If the foundation is in a 6				
_				mn (d) must be on cash b	asis.)		under section 507(b)(1)	(B), check here			
Pa		Analysis of Revenue an (The total of amounts in columnecessanly equal the amount (The total of the amount of the	mns (b), (c), and (d) may not	(a) Revenue and expenses per books	(b) Net in: inco		(c) Adjusted net income	(d) Disbursements for chantable purposes (cash basis only)			
	1 C	ontribut <u>ions,</u> gifts, grant	s, etc , received	108,838.							
	_		n is not required to attach Sch. B								
1 107	3 In	nterest on savings and tempo ash investments	orary					· · · · · · · · · · · · · · · · · · ·			
7	4 D	ovidends and interest fro	om securities	83,960.	8	3,960.	83,960.	STATEMENT 1			
9	5a G	Gross rents									
4	bи	let rental income or (loss)									
A O G		let gain or (loss) from sale of a		<276,997.	>	***************************************					
Revenue		ssets on line 6a	1,635,305.			***************************************					
ğ Ç	7 °	Capital gain net income (from	Part IV, line 2)			0.					
Ę		let short-term capital gai	ın		······	 	0.				
3	l c	ncome modifications Gross sales less returns	1			************					
•	102 a	ind allowances			······		······································	············			
)	l .	ess Cost of goods sold			•••••						
	l .	Gross profit or (loss) Other income						!!!!			
	1	Fotal. Add lines 1 throug	ıh 11	<84,199.	> 8	3,960.	83,960.				
		Compensation of officers, dire		0.		0.	03,900.	0.			
	1	Other employee salaries a		207,113.		0.	0.	207,113.			
		ension plans, emptoyee		26,401.		0.	0.	26,401.			
enses	18a T	EDITES EIVED	STMT 2	36,752.		0.	0.	36,752.			
en	l b A	Accounting fees	3 mts/miles	37,501.		0.	0.	37,501.			
EXT	100		STMT 4	177,394.		0.	0.	177,394.			
Administrative Exp	18	Other professional fees (
trat	18	axes	T STMT 5	18,252.		1,067.	0.	17,185.			
nis	19 (Deprenation and deplets)A	13,136.		0.	0.				
Ē	200	Secupancy		18,000.		0.	0.	18,000.			
ď	1	Fravel, conferences, and	-	14,135.		0.	0.	14,135.			
and	1	Printing and publications		1,330.		0.	0.	1,330.			
Operating	23 (Other expenses	STMT 6	202,669.	1	0,695.	0.	191,974.			
era	24 1	Total operating and adm		752 602	4	1 760	_				
Ô	05 5	expenses. Add lines 13 (<u> </u>	752,683.	<u>T</u>	1,762.	0.	727,785.			
-	1	Contributions, gifts, gran		1,037,798.		••••	1	1,037,798.			
	1	Total expenses and dist	ursements.	1 700 401	1	1 760		1 765 500			
		Add lines 24 and 25	12	1,790,481.		1,762.	0.	1,765,583.			
	1	Subtract line 26 from line		<1,874,680.	>						
	1	Excess of revenue over exper Net investment income (1,0/4,000.		2,198.					
		Adjusted net income (if n			<u>'</u>	2,130.	83,960.				
023			Reduction Act Notice see	the instructions	***************************************	•	03,300.	Form 000 DE (0040)			

Cash - non-misrast-basing	D.	- T	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	year
2 Savings and temporary cash investments Accounts increased by Less: allowance for doubtful accounts by Less allowance for doubtful accounts by S Grants receivable B Receivable due from others, directors, trustiess, and other disqualified persons 7 Over-rese interest was been deterred charges 9 Personal systems and deterred charges 12 Investments - corporate bonds 11 Investments - corporate bonds 12 Investments - corporate bonds 13 Investments - corporate bonds 14 Land, buildings, and agrument bases by B1,116, 15 Other assets (describe by SECURITY DEPOSIT) 4,500. 4,500. 4,500. 15 Other assets (describe by SECURITY DEPOSIT) 4,500. 4,500. 4,500. 16 Other assets (describe by SECURITY DEPOSIT) 4,500. 4,500. 4,500. 17 Accounts pixybbs and accribed boyaths filers) 18 Grants byybbs 19 Other accounts (account, busbos, and above disqualsfed prepares) 20 Loses from entire, encodes, busbos, and allers of the building of the complete lines 27 through 31. 21 Total Habilities (add lines 17 through 22) 22 Total Habilities (describe by Carrier films 23 Total Habilities (add lines 17 through 22) 24 Total Investments 25 Total Habilities and net assets from building stand films 30 and 31. 25 Total Habilities and net assets from building stand films 30 and 31. 26 Total Habilities and net assets from building stand films 30 and 31. 27 Capital stock films proposed on prior year's return building stand films 30 total interess of from building stand films 30 and 31. 28 Total Habilities and net assets from building stand films 30 and 31. 29 Total Habilities and net assets from building stand films 30 and 31. 20 Total Habilities and net assets from building stand films 30 and 31.		***	column should be for end-of-year amounts only			(c) Fair Market Value
S counts receivable Less allowance for doubthal accounts Principles receivable		1	Cash - non-interest-bearing			316.
Less allowance for doubtful accounts 4 Pelodges receivable Less allowance for doubtful accounts 5 Grants receivable 6 Receivable 6 Receivable 6 Receivable 7 Cereir mass receivable 8 Inventiones for sale or use 10 Investments 10 Investments 10 Investments 11 Investments 12 Investments 13 Investments 14 Land, buildings, and equipment basis 15 Charles seeks (describe 15 SECURITY DEPOSIT 14 Land, buildings, and equipment basis 16 Charles seeks (describe 17 Security payable 18 Grants payable 19 Deferred revenue 20 Lews kemisters, investment 20 Lews kemisters describe 21 Investments 21 Investments 22 Charles buildings 23 Total liabilities (describe 23 Total liabilities (describe 24 Tourouth payable 25 Permanently restricted 26 Foundations that do not follow SFAS 117, check here 27 Accounts payable 28 Total assets of concepts and there notes payable 29 Lews kemisters (describe 29 Total liabilities (describe 20 Lews kemisters (describe 21 Total accounts payable 22 Charles buildings (describe 23 Total liabilities (describe 24 Total accounts payable 25 Total accounts payable 26 Linestricted 27 Foundations that do not follow SFAS 117, check here 28 Total liabilities (describe 29 Total liabilities (describe 20 Lews kemister (describe 21 Total liabilities (describe 22 Total liabilities (describe 23 Total liabilities and not season and convenient, or other funds 29 Read and compiles lines 27 through 31 20 Lews kemister (describe 21 Total accounts of fund balances at beginning of year - Part II, column (d), line 30 (must agree with end-of-year figure epocited de prior year's return 20 Levs kemister of fund balances 21 Total accounts from Part I, line 27 22 (1, 1874, 680.: 3 33 Total column (did line 2 (demize) 24 (4, 238, 139 25 (1, 874, 680.: 3 34 (4, 238, 139 26 (4, 238, 139 26 (4, 238, 139			The state of the s	2,828,128.	2,048,236.	2,048,236.
Produce receivable Less allowance for doubtful accounts Sometimes receivable Someti		3				
S Grants receivable 8 Receivables due from officers, directors, frustless, and other disqualified persons 7 Centre rises receivable to substitute and different charges 10 Investments of sale or use 10 Investments or sale or use 11 Investments - corporate stock 12 Investments - corporate stock 13 Investments - corporate stock 13 Investments - corporate stock 14 Investments - corporate stock 15 Investments - corporate stock 16 Investments - corporate stock 17 Investments - ordingage learn 18 Investments - other and deposition 19 Investments - ordingage learn 10 Investments - ordingage learn 11 Investments - ordingage learn 12 Investments - ordingage learn 13 Investments - ordingage learn 14 Investments - ordingage learn 15 Investments - ordingage learn 16 Investments - ordingage learn 17 Investments - ordingage learn 18 Investments - ordingage learn 19 Investments - ordingage learn 19 Investments - ordingage learn 19 Investments - ordingage learn 10 Investments - ordingage lea				······································		
S Receased before the form officers, directors, frustees, and other dequalified persons		4				
8 Recevables due from officers, directors, frustees, and other disqualified persons 7 Order receive exclusive services 10 Investments - Order of doubtful accounts						
To the restriction secretary is a completed by all filters is completed by all filter		5				
Prepare developes control by the control of the co		6				
By Pragrad openies and deferred charges 10 investments - US and state government obligations 1 investments - Corporate bonds 2 i		_				
Investments - US and state government obligations b investments - corporate stock c Investmen		7				
Prepart is Pr			 			
10 Investments - or or or state of complete boxes	ets	_				
b investments - corporate stock c investments - corporate bonds 11 investments - corporate bonds 12 investments - corporate bonds 13 investments - order corporate bonds 14 Land, buildings, and equipment basis	Ass	-	·			
1 Investments - corporate bonds 11 Investments - tune budges, undecorrect bads 12 Investments - montpage loans 12 Investments - montpage loans 13 Investments - other 14 Land, buildings, and equipment basis			· · · · · · · · · · · · · · · · · · ·			
11 Investments - Unit buildings, and requirent buildings and requirement buildings, and requirement basis			·			 ·
12 Investments - mortgage loans			_			
12 Investments - mortgage loans STMT 7 3,535,672		''		+		
13 Investments - other STMT 7 3,535,672. 2,139,577. 2,042,480. 14 Land, buildings, and equipment basis ► 35,606. 40,304. 45,510. 45,510. 15 Other assets (describe ► SECURITY DEPOSIT 4,500. 4,500. 4,500. 16 Total assets (to be completed by all filers) 6,408,909. 4,238,139. 4,141,042. 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 21 Loans from offices, direction, trustless, and other disquarified persons 21 Loans from offices, direction L		12				
14 Land, Dutklings, and equipment basis				3,535,672	2 139 577	2 042 490
15 Cher assets (describe					2,137,311.	2,042,400.
18 Total assets (to be completed by all filers) 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Lears from officers, directors, functions, and other disquarified persons 21 Mortgages and other notes payable 22 Other habitifies (describe 23 Total liabilities (describe 24 Unrestricted 25 Temporanty restricted 26 Permanently restricted 27 Capital stock, frust principal 31. 28 Paid-in or capital surplus, or land, bidg, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total inabilities and net assets or fund balances 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) 2 Capital stock, frust prior payable 2 Capital stock, frust principal, or current funds 3 Total liabilities and net assets/fund balances 6, 408, 909. 4, 238, 139. Part III Analysis of Changes in Net Assets or Fund Balances 1 Total ret 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) 2 Capital stock, frust prior payable 3 Other increases not included in line 2 (itemiza) BOOK/TAX ADJUSTMENTS 5 296,090. 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 6 4,238,139.		` `	Less accumulated depreciation STMT 8 35,606.	40.304.	45.510.	45 510
18 Total assets (to be completed by all filers) 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Lears from officers, directors, functions, and other disquarified persons 21 Mortgages and other notes payable 22 Other habitifies (describe 23 Total liabilities (describe 24 Unrestricted 25 Temporanty restricted 26 Permanently restricted 27 Capital stock, frust principal 31. 28 Paid-in or capital surplus, or land, bidg, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total inabilities and net assets or fund balances 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) 2 Capital stock, frust prior payable 2 Capital stock, frust principal, or current funds 3 Total liabilities and net assets/fund balances 6, 408, 909. 4, 238, 139. Part III Analysis of Changes in Net Assets or Fund Balances 1 Total ret 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) 2 Capital stock, frust prior payable 3 Other increases not included in line 2 (itemiza) BOOK/TAX ADJUSTMENTS 5 296,090. 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 6 4,238,139.		15		4,500.	4.500	4 500
17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe) 23 Total liabilities (add lines 17 through 22) 24 Unrestricted 25 Temporanty restricted 26 Permanently restricted 27 Emporanty restricted 28 Permanently restricted 29 Retained earnings, accumulated income, endowment, or other funds 29 Retained earnings, accumulated income, endowment, or other funds 30 Total ret assets or fund balances 4 (A0 8, 909 . 4, 238, 139 . Part III Analysis of Changes in Net Assets or Fund Balances 1 Total ret 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) 2 Center amount from Part I, line 27a 3 Other increases not included in line 2 (termize) BOOK/TAX ADJUSTMENTS 4 (4, 238, 139) Center applications and of the color of the payar (line 4 minus line 5) - Part III, column (b), line 30 (most agree with displaces at each of year (line 4 minus line 5) - Part III, column (b), line 30 (must agree with end-of-year figure reported on prior year's return) 3 Other increases not included in line 2 (termize) BOOK/TAX ADJUSTMENTS 5 Decreases not included in line 2 (termize) BOOK/TAX ADJUSTMENTS 5 Center amount from Part I, line 27a (11, 201 minus line 5) - Part III, column (b), line 30 (12, 238, 139) Center amount from Part I, line 27a (13, 239, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139					1,300.	4,500.
17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe) 23 Total liabilities (add lines 17 through 22) 24 Unrestricted 25 Temporanty restricted 26 Permanently restricted 27 Emporanty restricted 28 Permanently restricted 29 Retained earnings, accumulated income, endowment, or other funds 29 Retained earnings, accumulated income, endowment, or other funds 30 Total ret assets or fund balances 4 (A0 8, 909 . 4, 238, 139 . Part III Analysis of Changes in Net Assets or Fund Balances 1 Total ret 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) 2 Center amount from Part I, line 27a 3 Other increases not included in line 2 (termize) BOOK/TAX ADJUSTMENTS 4 (4, 238, 139) Center applications and of the color of the payar (line 4 minus line 5) - Part III, column (b), line 30 (most agree with displaces at each of year (line 4 minus line 5) - Part III, column (b), line 30 (must agree with end-of-year figure reported on prior year's return) 3 Other increases not included in line 2 (termize) BOOK/TAX ADJUSTMENTS 5 Decreases not included in line 2 (termize) BOOK/TAX ADJUSTMENTS 5 Center amount from Part I, line 27a (11, 201 minus line 5) - Part III, column (b), line 30 (12, 238, 139) Center amount from Part I, line 27a (13, 239, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139) Center amount from Part I, line 27a (14, 238, 139		16	Total assets (to be completed by all filers)	6,408,909.	4,238,139	4.141.042
18 Grants payable 19 Deferred revenue 20 Loans from officen, furctions, furctions and other disqualified persons 21 Mortgages and other notes payable 22 Or		↑			3723372333	1/11/012.
19 Deferred revenue 20 Loans from officem, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe ►) 23 Total liabilities (add lines 17 through 22) Chernolations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. 24 Unrestricted 25 Permanently restricted Foundations that do not follow SFAS 117, check here And complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 28 Paldi-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 1 Total liabilities and net assets/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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (temize) ► BOOK/TAX ADJUSTMENTS 5 Decreases not included in line 2 (temize) ► BOOK/TAX ADJUSTMENTS 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30		18	· ·			
23 Total liabilities (add lines 17 through 22) Conditions that follow SFAS 117, check here and complete lines 24 through 25 and lines 30 and 31. 24 Unrestricted 25 Permanently restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here X and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 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 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) 20 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 296,090. 5 Total net assets or fund balances at end of year (line 4 minus line 5)-Part II, column (b), line 30 Form 990-PE 2010	S	19				
23 Total liabilities (add lines 17 through 22) Conditions that follow SFAS 117, check here and complete lines 24 through 25 and lines 30 and 31. 24 Unrestricted 25 Permanently restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here X and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 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 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) 20 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 296,090. 5 Total net assets or fund balances at end of year (line 4 minus line 5)-Part II, column (b), line 30 Form 990-PE 2010	ij	20	Loans from officers, directors, trustees, and other disqualified persons			
23 Total liabilities (add lines 17 through 22) Conditions that follow SFAS 117, check here and complete lines 24 through 25 and lines 30 and 31. 24 Unrestricted 25 Permanently restricted 26 Permanently restricted Foundations that do not follow SFAS 117, check here X and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 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 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) 20 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 296,090. 5 Total net assets or fund balances at end of year (line 4 minus line 5)-Part II, column (b), line 30 Form 990-PE 2010	jabi	21	Mortgages and other notes payable			
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. 24 Unrestricted 25 Temporanity restricted 26 Permanently restricted 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 31 Total liabilities and net assets/fund balances 4 A08,909. 4,238,139. 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 Decreases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Form 990.PE (291.0) Form 990.PE (291.0) Form 990.PE (291.0)	J	22	Other liabilities (describe >)			
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. 24 Unrestricted 25 Temporanity restricted 26 Permanently restricted 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 31 Total liabilities and net assets/fund balances 4 A08,909. 4,238,139. 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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 Decreases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 Form 990.PE (291.0) Form 990.PE (291.0) Form 990.PE (291.0)						
and complete lines 24 through 26 and lines 30 and 31. 24 Unrestricted 25 Temporarily restricted 26 Permanentry restricted 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bidg , and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 30 Total net assets or fund balances 31 Total liabilities and net assets/fund balances 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 Total net assets or fund balances at end of year (line 4 minus line 5) - Part III, column (b), line 30 Enter any Strict Str	_	23	Total liabilities (add lines 17 through 22)	0.	0.	
24 Unrestricted 25 Temporarily restricted 26 Permanentity restricted Foundations that do not follow SFAS 117, check here X and complete lines 27 through 31. 27 Capital stock, trust principal, or current funds 0 . 0 . 0 . 0			Todalazations that follows of No 117, ender note			
31 Total liabilities and net assets/fund balances 6,408,909. 4,238,139. Part III Analysis of Changes in Net Assets or Fund Balances 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 6,408,909. 2	s		and complete lines 24 through 26 and lines 30 and 31.			
31 Total liabilities and net assets/fund balances 6,408,909. 4,238,139. Part III Analysis of Changes in Net Assets or Fund Balances 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 6,408,909. 2	၁င		Unrestricted			
31 Total liabilities and net assets/fund balances 6,408,909. 4,238,139. Part III Analysis of Changes in Net Assets or Fund Balances 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 6,408,909. 2	alar		· · · · ·			
31 Total liabilities and net assets/fund balances 6,408,909. 4,238,139. Part III Analysis of Changes in Net Assets or Fund Balances 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 6,408,909. 2	Ö	26				
31 Total liabilities and net assets/fund balances 6,408,909. 4,238,139. Part III Analysis of Changes in Net Assets or Fund Balances 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 6,408,909. 2	Ş	1				
31 Total liabilities and net assets/fund balances 6,408,909. 4,238,139. Part III Analysis of Changes in Net Assets or Fund Balances 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 6,408,909. 2	9	l	· · · · · · · · · · · · · · · · · · ·			
31 Total liabilities and net assets/fund balances 6,408,909. 4,238,139. Part III Analysis of Changes in Net Assets or Fund Balances 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 6,408,909. 2	ets		, , , , , , , , , , , , , , , , , , , ,			
31 Total liabilities and net assets/fund balances 6,408,909. 4,238,139. Part III Analysis of Changes in Net Assets or Fund Balances 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 6,408,909. 2	SS	1	• • • • • • • • • • • • • • • • • • • •			
31 Total liabilities and net assets/fund balances 6,408,909. 4,238,139. Part III Analysis of Changes in Net Assets or Fund Balances 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 6,408,909. 2	et /	1				
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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ BOOK/TAX ADJUSTMENTS 5 296,090. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Form 990-PE (2010)	Ž	30	I OTAL NET ASSETS OF TUNG DAIANCES	0,408,909.	4,238,139.	
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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ BOOK/TAX ADJUSTMENTS 5 296,090. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Form 990-PE (2010)		21	Total liabilities and not access found belonger	6 408 909	1 220 120	
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) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ► 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ► BOOK/TAX ADJUSTMENTS 5 296,090. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	_				4,230,139.	
(must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 296,090. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Form 990-PE (2010)		ar	Analysis of Changes in Net Assets or Fund I	Balances		
(must agree with end-of-year figure reported on prior year's return) 2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) BOOK/TAX ADJUSTMENTS 5 296,090. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Form 990-PE (2010)	1	Tot	al net assets or fund halances at henringing of year - Part II. column (a) lin	e 30		
2 Enter amount from Part I, line 27a 3 Other increases not included in line 2 (itemize) ▶ 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ BOOK/TAX ADJUSTMENTS 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Enter amount from Part I, line 27a 2 <1,874,680. 3 0. 4 4,534,229. 5 296,090. 6 4,238,139.	•			0 00		6 409 000
3 Other increases not included in line 2 (itemize) ► 4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ► BOOK/TAX ADJUSTMENTS 5 296,090. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Form 990-PF (2010)	,	-				
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ► BOOK/TAX ADJUSTMENTS 5 296,090. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 Form 990-PF (2010)						
5 Decreases not included in line 2 (Itemize) ► BOOK/TAX ADJUSTMENTS 5 296,090. 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 4,238,139.	_		The state of the s			
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 4,238,139.	7			STMENTS		
Form 990-PF (2010)	6					
	_		, , , , , , , , , , , , , , , , , , ,	Ten de Marie		

(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.)					` P -	ow acquired Purchase Donation		Date acquired o , day, yr)	(d) Date sold (mo , day, yr)	
2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	0000						↓			
b SEE ATTACHED	STAT	EMENT			<u> </u>		-			
d		- · 		 _			 			
<u>u</u>			 , ,		 		1			
(e) Gross sales price	(f) D	epreciation allowed (or allowable)		or other basis pense of sale				(h) Gain or (los:) plus (f) minus		
<u>a</u>										
<u>b</u>										
<u>c</u>	 				-+					
d 1,635,305		······································	1	,912,30	12.				<276.997	
Complete only for assets show		olumn (h) and owned by					(I) Gar	ns (Col. (h) nai		
) Adjusted basis		ess of col (I)			col (k)	but not less th	an -0-) or	
(I) F M V as of 12/31/69		as of 12/31/69		ol (j), if any	1		Lo	isses (from col	(h))	
a										
b										
<u>c</u>]					
<u>d</u>										
0			<u> </u>						<276,997	
		{ If gain, also ente If (loss), enter -C	r in Part I, line 7	<u>,</u>] [-276 007	
2 Capital gain net income or (net	, ,	•		7	7	2			~210,991	
3 Net short-term capital gain or (nd (6) [.]		۱ ۱					
If gain, also enter in Part I, line If (loss), enter -0- in Part I, line		;)			•	3			<1.382	
Part V Qualification		ection 4940(e) for	r Reduced	Tax on Ne	t Inv	estment	Incor	ne		
(For optional use by domestic priv	ate foundation	ons subject to the section	4940(a) tax on	net investment i	псоте	·)				
		- al-				•				
If section 4940(d)(2) applies, leav	e this part bi	ank								
Was the foundation liable for the s	ection 4942	tax on the distributable ar	mount of any ye	ar in the base pe	Priod?				Yes X No	
If "Yes," the foundation does not q										
1 Enter the appropriate amount (a)	in each colu	···	ructions before	making any entr						
Base period years		(b) Adjusted qualifying di						(d) Distribution ratio		
Calendar year (or tax year begin	nning in)	Adjusted qualifying an	stributions	Net value of n	(C) onchai		eate		(d) Distribution ratio (col (b) divided by col (c)) - 42606 - 25296 - 40931 - 1.21052 - 30263 - 5,216,264 - 1,578,603	
2000		2 70		Net value of n	onchái	ritable-use as:	· i		ribútión ratio livided by col. (c))	
2009			08,250.	Net value of n	onchái 6	ntable-use as: , 356 , 3	95.		ribútión ratio divided by col. (c)) • 42606	
2008		1,66	08,250. 56,556.	Net value of n	onchái 6	, 356, 3 , 588, 1	95. 15.		ribùtión ratio divided by col. (c)) . 42606 . 25296	
2008 2007		1,66	08,250. 56,556. 56,030.	Net value of n	onchái 6	, 356, 3 , 588, 1 , 579, 9	95. 15. 85.		ributión ratio divided by col. (c)) • 42606 • 25296 • 40931	
2008		1,66	08,250. 56,556.	Net value of n	onchái 6	, 356, 3 , 588, 1	95. 15. 85.		ributión ratio divided by col. (c)) • 42606 • 25296 • 40931	
2008 2007 2006		1,66	08,250. 56,556. 56,030.	Net value of n	onchái 6	, 356, 3 , 588, 1 , 579, 9	95. 15. 85.		ributión ratio divided by col. (c)) • 42606 • 25296 • 40931	
2008 2007 2006		1,66	08,250. 56,556. 56,030.	Net value of n	onchái 6	, 356, 3 , 588, 1 , 579, 9	95. 15. 85.		ribûtión ratio Invided by col. (c)) • 42606 • 25296 • 40931 • 12217	
2008 2007 2006 2005	he 5-year ba	1,66	08,250. 56,556. 56,030. 59,181.		6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	(col (b) o	ribûtión ratio Invided by col. (c)) . 42606 . 25296 . 40931 . 12217	
2008 2007 2006 2005 2 Total of line 1, column (d)		1,66 1,05 5 se period - divide the tota	08,250. 56,556. 56,030. 59,181.		6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	(col (b) o	ribûtión ratio divided by col. (c)) .42606 .25296 .40931 .12217	
2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the foundation has been in exit	stence if less	1,66 1,05 1,05 se period - divide the total	08,250. 66,556. 66,030. 69,181.		6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	(col (b) o	1.21052	
2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for t	stence if less	1,66 1,05 1,05 se period - divide the total	08,250. 66,556. 66,030. 69,181.		onchai 6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	(col (b) o	1.21052	
2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the foundation has been in exit	stence if less	1,66 1,05 1,05 se period - divide the total	08,250. 66,556. 66,030. 69,181.		onchai 6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	2 3 4	1.21052 .30263	
2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the foundation has been in existing the foundation of the foundation has been in existing the foundation of the foundation has been in existing the foundation has been in existence the foundation has been in the foundation has been in the foundation has	stence if less	1,66 1,05 1,05 se period - divide the total	08,250. 66,556. 66,030. 69,181.		onchai 6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	2	1.21052 .30263	
2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the foundation has been in exit. 4 Enter the net value of nonchar 5 Multiply line 4 by line 3	stence if less	se period - divide the total s than 5 years	08,250. 66,556. 66,030. 69,181.		onchai 6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	2 3 4 5 5	1.21052 .30263 .1,578,603	
2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the foundation has been in exit	stence if less	se period - divide the total s than 5 years	08,250. 66,556. 66,030. 69,181.		onchai 6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	2 3 4	1.21052 .30263 5,216,264	
2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the foundation has been in exit. 4 Enter the net value of nonchar. 5 Multiply line 4 by line 3 6 Enter 1% of net investment in	stence if less	se period - divide the total s than 5 years	08,250. 66,556. 66,030. 69,181.		onchai 6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	2 3 4 5 6	1.21052 .30263 5,216,264 1,578,603	
2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the foundation has been in exit. 4 Enter the net value of nonchar 5 Multiply line 4 by line 3	stence if less	se period - divide the total s than 5 years	08,250. 66,556. 66,030. 69,181.		onchai 6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	2 3 4 5 5	1.21052 .30263 5,216,264 1,578,603	
2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for the foundation has been in exit. 4 Enter the net value of nonchar. 5 Multiply line 4 by line 3 6 Enter 1% of net investment in	stence if less itable-use as come (1% o	se period - divide the total than 5 years sets for 2010 from Part X	08,250. 66,556. 66,030. 69,181.		onchai 6 6 2	, 356, 3 , 588, 1 , 579, 9 484, 3	95. 15. 85.	2 3 4 5 6	ribútión ratio	

	990-PF (2010) THE ELFENWORKS FOUNDATION						<u>5522</u>			age 4
Par	t.VI Excise Tax Based on Investment Income (Section 4940)	a), 4	1940(b), 494)(e), or 4	948 -	see ii	nstru	ction	ıs)
1a	Exempt operating foundations described in section 4940(d)(2), check here 🕨 🗔 and ente	r "N/A	A" on line	1)					
	Date of ruling or determination letter (attach copy of letter if neces									
þ	Domestic foundations that meet the section 4940(e) requirements in Part V, check here $\;\;lacksquare$ $[$	X	and ente	er 1%	þ	1				22.
	of Part I, line 27b									
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of	f Part	I, line 1:	2, col (b)	,)					
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Othe	rs en	ter -0-)			_2	Ĺ			0.
3	Add lines 1 and 2					3			7:	22.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Other	ers er	nter -0-)			4				0.
5	Tax based on Investment income. Subtract line 4 from line 3 If zero or less, enter -0-					5			7:	22.
6	Credits/Payments									
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	Ì	18	3,196.		1			
b	Exempt foreign organizations - tax withheld at source	6b				7				
G	Tax paid with application for extension of time to file (Form 8868)	6c				1				
	Backup withholding erroneously withheld	6d				1				
	Total credits and payments Add lines 6a through 6d					7	1	1	8,1	96.
	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attach	ed				8	<u> </u>			
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed				•	9	 			
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid					10	t -	1	7,4	74.
	Enter the amount of line 10 to be Credited to 2011 estimated tax	1	7.4	74 - R	efunded >	11	 		· /_ -	0.
	rt VII-A Statements Regarding Activities		··/	. 2 0 1 10	Siuliuou P		ــــــــــــــــــــــــــــــــــــــ			•
	During the tax year, did the foundation attempt to influence any national, state, or local legislation	tion c	or did it c	articinate	or interven	e ID		T1	Yes	No
	any political campaign?		a.a p	Jurnoipun	, 01 111(017011	0 111		1a	. 00	X
h	Did it spend more than \$100 during the year (either directly or indirectly) for political purpose	e /ea	e instruc	tions for	definition\2			1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and	•			,	ed or				
	distributed by the foundation in connection with the activities.	copie	55 OI 241	y matem	ais publish	00 01				
c	Did the foundation file Form 1120-POL for this year?							10	:	Х
	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the y	/A2 T						16		
•	(1) On the foundation \blacktriangleright \$ 0 . (2) On foundation managers		:		0	_				
ρ	Enter the reimbursement (if any) paid by the foundation during the year for political expenditu			ed on fou		_				
·	managers > \$ 0.	2.0 ta	x impost	Ju 011 10u	illuution					
2	Has the foundation engaged in any activities that have not previously been reported to the IRS	\$2						2		х
_	If "Yes," attach a detailed description of the activities.	٠.						-		
3	Has the foundation made any changes, not previously reported to the IRS, in its governing in:	etrum	nent arti	cles of in	narnaration	or				
0	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		iciit, aiti	C162 OI III	corporation,	VI .		3		Х
12	Did the foundation have unrelated business gross income of \$1,000 or more during the year							4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?					N	I/A	4b		-
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?						17 13	5		Х
J	If "Yes," attach the statement required by General Instruction T.									
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied eith	har								
U	By language in the governing instrument, or	161								
	By state legislation that effectively amends the governing instrument so that no mandatory	diroo	tions the	at conflict	with the ete	ta law				
	remain in the governing instrument?	unec	and Choir	at Comme	with the Sta	IC IOM		6	Х]
7	Did the foundation have at least \$5,000 in assets at any time during the year?							7	X	 -
•	If "Yes," complete Part II, col (c), and Part XV.									
Q.	I Enter the states to which the foundation reports or with which it is registered (see instruction	10	•							
0	CA	15)								
	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Att	horne	Gonos-	l (or dos	anata)					
		toille)	y denera	ıı (vi desi	yılat e)			0.	v	1
	of each state as required by General Instruction G? If "No," attach explanation is the foundation claiming status as a private operating foundation within the meaning of sec	tion :	40.40(1)	2\ or 404)///E\ 6 ~~	londer		8b	X	
9	year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," co				r(1)(o) ior ca	nenuar			v	1
10	Old any persons become substantial contributors during the tay year?	лпрк	ele Pan	I AIV				9	X	V

Form **990-PF** (2010)

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,

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

Form 4720, to determine if the foundation had excess business holdings in 2010.)

had not been removed from jeopardy before the first day of the tax year beginning in 2010?

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

Form **990-PF** (2010)

X

3b

4a

N/A

Form 990-PF (2010) THE ELFENWORKS FOUNDATION			0-552225	4 Page	6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be R	equired (continu	ed)	····	
5a During the year did the foundation pay or incur any amount to		<u> </u>	- T		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	• • •		X No		
(2) Influence the outcome of any specific public election (see section 4955), or	or to carry on, directly or indire		□		
any voter registration drive?	•		X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes		L Yes	NO		
(4) Provide a grant to an organization other than a charitable, etc., organization	in described in section		X No		
509(a)(1), (2), or (3), or section 4940(d)(2)?	ar adventional avenues or fe		I A NO		
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or it		s X No		
the prevention of cruelty to children or animals?	dar the exceptions described i		S AL NU		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un section 53 4945 or in a current notice regarding disaster assistance (see instr		i negulations	N/A	ib di	
Organizations relying on a current notice regarding disaster assistance check	•			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption		nad			
expenditure responsibility for the grant?		/A 🗀 Ye	s No		
If "Yes," attach the statement required by Regulations section 53.494	_	16			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to					
a personal benefit contract?	pay promiumo on	. Ye	s X No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?			6b X	
If "Yes" to 6b, file Form 8870.	portonia de la contract				•
7a At any time during the tax year, was the foundation a party to a prohibited tax	shelter transaction?	Ye	s X No		
b If "Yes," did the foundation receive any proceeds or have any net income attrib			N/A	7b	
Part VIII Information About Officers, Directors, Trus	tees, Foundation Ma	nagers, Highly	,	<u> </u>	
raid Employees, and Contractors					
1 List all officers, directors, trustees, foundation managers and their		14-) 00	/d/2		
(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) Expens account, oth allowances	e Ier S
KIM SCHOKNECHT	TRUSTEE				
20 PARK ROAD, SUITE D			_		
BURLINGAME, CA 94010	1.00	0.	0.	1	١.
LAUREN SPEETH	TRUSTEE			<u> </u>) .
	-				<i>,</i>
20 PARK ROAD, SUITE D	10.00				
BURLINGAME, CA 94010	40.00	0.	0.		
BURLINGAME, CA 94010 MARK VORSATZ	40.00 TRUSTEE	0.	0.		
BURLINGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D	TRUSTEE			C	<u>).</u>
BURLINGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010	TRUSTEE	0.	0.	C	<u>) .</u>
BURLINGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED	TRUSTEE			C	<u>) .</u>
BURLINGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D	TRUSTEE 1.00 TRUSTEE	0.	0.	(o.
BURLINGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010	TRUSTEE 1.00 TRUSTEE 1.00	0.		(o.
BURLINGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none, (b) Title, and average	0. enter "NONE."	O.	(a) Expens).).
BURLINGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none, (b) Title, and average hours per week	0.	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.
BURLINGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none, (b) Title, and average	0. enter "NONE."	O.	(a) Expens	D.
BURL INGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in (a) Name and address of each employee paid more than \$50,000	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none (b) Title, and average hours per week	0. enter "NONE."	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.
BURL INGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in the compensation of the highest-paid employee paid more than \$50,000	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none (b) Title, and average hours per week	0. enter "NONE."	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.
BURL INGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in (a) Name and address of each employee paid more than \$50,000	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none (b) Title, and average hours per week	0. enter "NONE."	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.
BURL INGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURL INGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURL INGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in (a) Name and address of each employee paid more than \$50,000	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none (b) Title, and average hours per week	0. enter "NONE."	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.
BURL INGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in the compensation of the highest-paid employee paid more than \$50,000	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none (b) Title, and average hours per week	0. enter "NONE."	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.
BURL INGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in the compensation of the highest-paid employee paid more than \$50,000	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none (b) Title, and average hours per week	0. enter "NONE."	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.
BURL INGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in (a) Name and address of each employee paid more than \$50,000	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none (b) Title, and average hours per week	0. enter "NONE."	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.
BURL INGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in the compensation of the highest-paid employee paid more than \$50,000	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none (b) Title, and average hours per week	0. enter "NONE."	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.
BURL INGAME, CA 94010 MARK VORSATZ 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 ELIZABETH WIED 20 PARK ROAD, SUITE D BURLINGAME, CA 94010 2 Compensation of five highest-paid employees (other than those in (a) Name and address of each employee paid more than \$50,000	TRUSTEE 1.00 TRUSTEE 1.00 ncluded on line 1). If none (b) Title, and average hours per week	0. enter "NONE."	O . (d) Contributions to employee benefit plans and deterred	(e) Expens account, oth	D.

Offigure 12010) THE ELFENWORKS FOUNDATION		22254 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "NON	E."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE	(2) 1) po el collico	(o) componsation
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 infi	armotion such as the	
number of organizations and other beneficiaries served, conferences convened, research papers produced, e	ormation such as the	Expenses
1		
SEE STATEMENT 9		727,785.
2		121,103.
3		······································
<u> </u>		
4		
•		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1	and 2	Amount
1 N/A		······································
2		
All other program-related investments. See instructions		
3		

Total. Add lines 1 through 3

Pá	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
	Average monthly fair market value of securities	1a	2,902,516.
b	Average of monthly cash balances	10	2,902,516. 2,393,184.
	Fair market value of all other assets	10	7.5.5.7.5.5.5
đ	Total (add lines 1a, b, and c)	1d	5,295,700.
	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	5,295,700.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	79,436.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	5,216,264.
6	Minimum investment return. Enter 5% of line 5	6	260,813.
P	pistributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations a foreign organizations check here X and do not complete this part)	nd certain	
1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2010 from Part VI, line 5		
b	Income tax for 2010 (This does not include the tax from Part VI)	1	
C	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	1,765,583.
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		
а	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	1,765,583.
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	722.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,764,861.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years	qualifies f	or the section

Form **990-PF** (2010)

····	(2)	N/A		
	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI.	······································	10013 prior to 2003	2003	2010
line 7				
Undistributed income, if any, as of the end of 2010	····	····		
a Enter amount for 2009 only				
b Total for prior years				
Excess distributions carryover, if any, to 2010	***************************************		h.h. H. - - - - - - - - - 	
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e				
Qualifying distributions for 2010 from				
Part XII, line 4 ►\$				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior				
years (Election required - see instructions)				
c Treated as distributions out of corpus			· ///-/// /· /· · · · · · · · · · · · ·	
(Election required - see instructions)				
d Applied to 2010 distributable amount			**************************************	
e Remaining amount distributed out of corpus			***************************************	
Excess distributions carryover applied to 2010		· · · · · · · · · · · · · · · · · · ·	**************************************	<u> </u>
(If an amount appears in column (d), the same amount must be shown in column (a))	· · · · · · · · · · · · · · · · · · ·			
5 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract	······································			
line 4b from line 2b				
c Enter the amount of prior years'				
undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable				***************************************
amount - see instructions				
e Undistributed income for 2009 Subtract line				
4a from line 2a Taxable amount - see instr				
f Undistributed income for 2010 Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2011				
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2005				
not applied on line 5 or line 7	·			
9 Excess distributions carryover to 2011.				
Subtract lines 7 and 8 from line 6a				
O Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Lattate Litagre Chergrilla i	Juliuations (see ins	THUCKIONS AND I ALL VIII	n, question a)			
1 a If the foundation has received a ruling or				00/	20/07	
foundation, and the ruling is effective for			▶ L		28/07	
b Check box to indicate whether the found		g foundation described in			4942(j)(3) or 494	12(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	(b) 2009	Prior 3 year		(4) 2007	(a) Takal
income from Part I or the minimum	(a) 2010	(u) 2009	(c) 2008		(d) 2007	(e) Total
investment return from Part X for	92 960	112 226	100		120 000	E25 (02
each year listed	83,960. 71,366.	113,336. 96,336.	199,3		128,999.	525,683.
b 85% of line 2a	/1,300.	90,330.	169,	480.	109,649.	446,831.
c Qualifying distributions from Part XII,	1,765,583.	2,709,172.	1,666,	556	1 004 557	7 225 060
line 4 for each year listed	1,705,505.	2,109,112.	1,000,	336.	1,084,557.	7,225,868.
d Amounts included in line 2c not						
used directly for active conduct of	1 027 708	2,217,819.	650,	150	522 222	4 427 000
exempt activities	1,031,130.	2,217,019.	030,	150.	322,232.	4,427,999.
Qualifying distributions made directly						
for active conduct of exempt activities	727,785.	491,353.	1 016	106	562 225	2 707 969
Subtract line 2d from line 2c Complete 3a, b, or c for the	121,103.	491,333.	1,010,	400.	302,323.	2,797,869.
alternative test relied upon.						
a "Assets" alternative test - enter.					! 	0.
(1) Value of all assets						<u> </u>
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)						0.
b "Endowment" alternative test - enter						
2/3 of minimum investment return			ļ			ì
shown in Part X, line 6 for each year listed	173,875.	211,880.	219,	604.	85,999.	691,358.
c "Support" alternative test - enter	2,0,0,0			<u> </u>	03/333.	031/330.
(1) Total support other than gross						
investment income (interest,						
dividends, rents, payments on						
securities loans (section 512(a)(5)), or royalties)						0.
(2) Support from general public						
and 5 or more exempt						
organizations as provided in section 4942(j)(3)(B)(iii)						0.
(3) Largest amount of support from						
an exempt organization						Ι ο.
(4) Gross investment income			1			0.
Part XV Supplementary Info	ormation (Comple	ete this part only	if the found	dation	had \$5,000 or me	ore in assets
at any time during	the year-see the	instructions.)				
1 Information Regarding Foundation	on Managers:					
a List any managers of the foundation w			tributions receive	ed by the	foundation before the clo	se of any tax
year (but only if they have contributed	more than \$5,000) (See	section 507(d)(2))				
LAUREN SPEETH						·
b List any managers of the foundation w			(or an equally la	rge porti	on of the ownership of a p	artnership or
other entity) of which the foundation h	as a 10% or greater intere	est				
NONE						
2 Information Regarding Contribu						
Check here X if the foundation						
the foundation makes gifts, grants, etc				itions, c	omplete items 2a, b, c, an	d d
a The name, address, and telephone nur	nber of the person to who	om applications should be	addressed			
b The form in which applications should	be submitted and inform	ation and materials they s	should include			
a Any authorization deadlines						
c Any submission deadlines						
d Any restrictions or limitations on awar	ds, such as by geographi	cal areas, charitable fields	, kinds of institu	tions. or	other factors	
	,	.,	,			

Page 11

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	Purpose of grant or contribution	Amount					
Name and address (home or business)	or substantial contributor	recipient							
a Paid during the year									
				!					
OFF CONTRACTOR 10									
SEE STATEMENT 10			▶ 3a	1037798.					
b Approved for future payment			- Ga	100,750					
NONE									
Total			▶ 3b	0.					

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated	Unrelated business Income Excluded by section 512, 51			13, or 514 (e)			
•	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income			
1 Program service revenue	Code		1000					
ab	-		+-+					
	-		 					
	1 1		+					
d	-		1 1					
e	_		 					
g Fees and contracts from government agencies			 					
2 Membership dues and assessments	-		1					
3 Interest on savings and temporary cash			† †		-			
investments			1					
4 Dividends and interest from securities			14	83,960.				
5 Net rental income or (loss) from real estate:		······································						
a Debt-financed property				······································				
b Not debt-financed property			1 1					
6 Net rental income or (loss) from personal			1 1					
property			1 1					
7 Other investment income								
8 Gain or (loss) from sales of assets other								
than inventory			14	<276,997.	>			
9 Net income or (loss) from special events								
10 Gross profit or (loss) from sales of inventory								
11 Other revenue								
a			1					
b	i i							
C		-						
d								
e								
12 Subtotal Add columns (b), (d), and (e)		0	•	<193,037.) 0.			
13 Total. Add line 12, columns (b), (d), and (e)				13 _	<193,037.			
(See worksheet in line 13 instructions to verify calculations)							
Part XVI-B Relationship of Activities	s to the Acco	omplishment of E	Exemp	t Purposes				
Line No. Explain below how each activity for which in the foundation's exempt purposes (other the			-A contrit	outed importantly to the acco	mplishment of			
	· · · · · · · · · · · · · · · · · · ·							
		······································						
								
								
								
								
				· · · · · · · · · · · · · · · · · · ·				
					· · · · · · · · · · · · · · · · · · ·			
				 - <u>-</u> -				
			·					
		-						
								

Part XVII	Information Re Exempt Organi		ers To ar	nd Transactions ar	nd Relations	hips With Nonch	aritable		90_10_
1 Did the orga			the following	with any other organization	described in sect	tion 501(c) of		Yes	No
the Code (ot	her than section 501(c)	(3) organizations) or ii	n section 527	, relating to political organiz	ations?				
	om the reporting founda	tion to a noncharitable	e exempt orga	anization of					
(1) Cash							1a(1)		X
(2) Other as							1a(2)		X
b Other transa		ala avamat arganizatio	un.				45/45		v
	f assets to a noncharitat ses of assets from a nor						1b(1) 1b(2)		X
	of facilities, equipment, (jameation				1b(3)	-	X
, ,	ursement arrangements	o, o					1b(4)		X
, ,	or loan guarantees						1b(5)		Х
(6) Perform	nance of services or me	mbership or fundraisi	ng solicitation	ıs			1b(8)		X
_	facilities, equipment, ma						10	<u> </u>	X
	-			lule Column (b) should alw		_		sets,	
				d less than fair market value	a in any transactio	n or sharing arrangement	, show in		
	the value of the goods, b) Amount involved			exempt organization	(d) Description	on of transfers, transactions, as	od ebenna si		ente
(4) 2		(6)	N/A		(2) 000011000		id silaning at	angem	
				· ·	 				
				·		· · · · · · · · · · · · · · · · · · ·			
				 	ļ				
					-				
	_ 				 		<u>-</u>		
									
					 				
-									
				· · · · · · · · · · · · · · · · · · ·					
2a Is the foun	idation directly or indirec	ctly affiliated with, or re	elated to, one	or more tax-exempt organiz	zations described				_
	501(c) of the Code (othe		(3)) or in sect	ion 527?			Yes	<u> </u>	No
b If Yes, co	mplete the following sch			(h) Tuna of agreements		(a) Dan			
	(a) Name of or N/A	ganization		(b) Type of organization		(c) Description of relation	nsnip		
	N/A						 		
									
							-		
	er penalties of perjunt, I declar	re that I have examined th	is return, includ	ing accompanying schedules and ased on all information of which	d statements, and to	the best of my knowledge and	belief, it is t	rue, cor	ect,
Sign	Simple & Social and City of the		or ilouciary) is be	$\alpha u \cdot 1$	11	wiedde			
Here		0100001			<u> 2011 🕨 I</u>	RUSTEE			
	Signature of officer or to		Ouene sede e	Date	D.4.	Title	••		
	Print/Type preparer's r	name	Preparer's s	ignatur e	Date	Check if PTI	N		
Paid	MARGARET	FONC	Mel		8/1/2011	self- employed	00410	207	4
Palo Preparer	Firm's name WT		0		L	Firm's EIN ► 33-	00418		<u> </u>
Use Only	THE SHALLO F WILL					LIIII 2 EHA > 22		, 0 4	
	Firm's address ▶ 1	00 FIRST S	TREET,	SUITE 1600	· · · · · · · · · · · · · · · · · · ·		•		
		AN FRANCIS				Phone no (41	5) 76	54-	2700

Form **990-PF** (2010)

20-5522254

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired (c) Date acquired (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold (mo, day, yr) 2-story brick warehouse, or common stock, 200 shs MLC Co (mo, day, yr) D - Donation 1a CAPITAL GAIN DISTRIBUTION P VARIOUS VARIOUS b 16,011 SHS CALVERT ULTRA SHORT A FLTG INCOME FD $\overline{\mathbf{P}}$ VARIOUS 11/04/10 c 25,126 SHS PIMCO FDS PAC INVT MGMT SER SHORT P 07/12/1011/05/10 d SEE STATEMENT D-1 P VARIOUS VARIOUS е f g m n 0 (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) a <1,382. 250,000. 251,382. þ 250,000 247,990. 2,010. C 1,412,930. 1,135,299 <277,631 d 0 g ħ m П 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col (h)) (j) Adjusted basis Gains (excess of col (h) gain over col (k), (k) Excess of col (i) (i) F M V as of 12/31/69 but not less than "-0-") as of 12/31/69 over col (j), if any * * <1,382.b 2,010 <277,631d f g h k 1 m n 0 If gain, also enter in Part I, line 7 2 Capital gain net income or (net capital loss) If (loss), enter "-0-" in Part I, line 7 2 <276,997.> 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 <1,382.>

FORM 990-PF DIVIDEN	DS AND	INTERE	ST FROM	SECUR	ITIES	STA	TEMENT	1
SOURCE		GROSS	AMOUNT		TAL GAINS VIDENDS		LUMN (A) AMOUNT	l
DIVIDENDS FROM BOA #396	•		337.		0.			37.
DIVIDENDS FROM UBS #2572			29,171.		0.		29,17	
DIVIDENDS FROM UBS #5910	12652		1.		0.		2 2	1.
DIVIDENDS FROM WELLS FARGO #	F3652		2,085.		0.		2,08	
INTEREST FROM MICROVEST INTEREST FROM UBS #2572			25,235. 24,878.		0.		25,23 24,8	
INTEREST FROM UBS #2372 INTEREST FROM UBS #5910			2,250.		0.		2,2	
INTEREST FROM WELLS FARGO #3	3652		3.		0.		2,2.	3.
TOTAL TO FM 990-PF, PART I,	LN 4		83,960.		0.		83,9	50.
FORM 990-PF		LEGAL	FEES			STA	ATEMENT	
DESCRIPTION	EXPE	A) INSES BOOKS	(B) NET IN MENT IN	EST-	(C) ADJUSTED NET INCOM		(D) CHARITA PURPOS	
LEGAL FEES	3	36,752.		0.		0.	36,7	52
TO FM 990-PF, PG 1, LN 16A	3	36,752.		0.		0.	36,7	52 ==
FORM 990-PF	AC	CCOUNTI	NG FEES			ST	ATEMENT	== ;
DESCRIPTION	EXPI	(A) ENSES BOOKS	(B NET IN MENT II	JEST-	(C) ADJUSTEI NET INCON		(D) CHARITA PURPOS	
ACCOUNTING FEES		37,501.		0.		0.	37,5	01
TO FORM 990-PF, PG 1, LN 16	В :	37,501.		0.		0.	37,5	 01

		SIONAL FEES	ST	ATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	177,394.	0.	0.	177,394.
TO FORM 990-PF, PG 1, LN 16C	177,394.	0.	0.	177,394.
FORM 990-PF	TAX	ES	ST	ATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES AND WORKERS COMPENSATION FOREIGN TAXES PAID STATE FILING FEES	17,075. 1,067. 110.		0. 0. 0.	17,075. 0. 110.
TO FORM 990-PF, PG 1, LN 18	18,252.	1,067.	0.	17,185.
FORM 990-PF	OTHER E	XPENSES	Si	PATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVERTISING & MARKETING BANK SERVICE CHARGES INSURANCE MEALS AND ENTERTAINMENT MISCELLANEOUS EXPENSE OFFICE EXPENSE OFFICE SUPPLIES POSTAGE AND DELIVERY REPAIRS AND MAINTENANCE SOFTWARE FEES UTILITIES PAYROLL SERVICES CHARITY EVENTS	342. 10,695. 2,460. 7,264. 3,322. 11,762. 16,901. 1,146. 1,875. 2,341. 11,921. 1,847. 130,793.	10,695. 0. 0. 0. 0. 0. 0. 0.	0. 0. 0. 0. 0. 0. 0. 0.	342. 0. 2,460. 7,264. 3,322. 11,762. 16,901. 1,146. 1,875. 2,341. 11,921. 1,847. 130,793.
TO FORM 990-PF, PG 1, LN 23	202,669.	10,695.	0.	191,974.

FORM 990-PF OTHE	R INVESTMENTS		STATEMENT
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EQUITIES AND MUTUAL FUNDS INVESTMENT NOTE - MICROVEST	COST COST	1,639,577. 500,000.	1,542,480 500,000
TOTAL TO FORM 990-PF, PART II, LINE	2 13	2,139,577.	2,042,480
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
DESCRIPTION	*		BOOK VALUE
OFFICE EQUIPMENT	81,116.	35,606.	45,510
TOTAL TO FM 990-PF, PART II, LN 14	81,116.	35,606.	45,510
=	CT CHARITABLE A		STATEMENT

RAISE AWARENESS OF ISSUES THAT INCLUDE EDUCATION, PUBLIC HEALTH, SOCIAL JUSTICE, SUSTENANCE, AND NON-VIOLENCE BY PROVIDING SUPPORT FOR MEDIA PRODUCTION OF BOOKS, FILMS AND AUDIO CDS. THE FOUNDATION PROVIDES AWARDS AND OUTREACH SUPPORT IN FILM, PRINT, WEB AND AWARD PROGRAMS TO OTHER EXEMPT ORGANIZATIONS AND TO VISIONARY INDIVIDUALS.

EXPENSES TO FORM 990-PF, PART IX-A, LINE 1 727,785. FORM 990-PF

STATEMENT

	DOKING THE TEAK		·
RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALL STARS HELPING KIDS 970 MAIN STREET REDWOOD CITY, CA 94063	GRANT		5,000.
BOYS AND GIRLS CLUBS OF SAN FRANCISCO 55 HAWTHORNE STREET, SUITE 600 SAN FRANCISCO, CA 94105-3930	GRANT		2,840.
BOYS AND GIRLS HOPE - SAN FRANCISCO BAY AREA 145 MONTGOMERY STREET SAN FRANCISCO, CA 94104	GRANT		12,000.
BOYS HOPE GIRLS HOPE OF ST. LOUIS 755 S. NEW BALLAS ROAD, STE 120 ST LOUIS, MO 63141	GRANT		25,000.
BURLINGAME UNITED METHODIST CHURCH 1443 HOWARD AVE. BURLINGAME, CA 94010	GRANT		500.
CENTER FOR SCIENCE IN THE PUBLIC INTEREST 1220 L ST, NW SUITE 300 WASHINGTON, DC 20005	GRANT		1,000.
CHILDREN OF THE NIGHT 14530 SYLVAN STREET VAN NUYS, CA 91316	GRANT		2,000.
CHILDREN'S RESCUE CENTER PO BOX 3057 SPRINGFIELD, OH 45501	GRANT		115.

GRANTS AND CONTRIBUTIONS

PAID DURING THE YEAR

THE ELFENWORKS FOUNDATION		20-5522254
COMMON GROUND 505 EIGTH AVENUE, 15TH FLOOR NEW YORK, NY 10018	GRANT	31,415.
COMPUTER HISTORY MUSEUM 1401 NORTH SHORELINE BOULEVARD MOUNTAIN VIEW, CA 94043	GRANT	1,000.
CONGREGATIONAL CHURCH OF SAN MATEO 225 TILTON AVENUE SAN MATEO, CA 94401-2825	GRANT	2,130.
DE MARILLAC ACADEMY 175 GOLDEN GATE AVENUE SAN FRANCISCO, CA 94102	GRANT	3,289.
FRACTURED ATLAS 248 W. 35TH STREET, 10TH FLOOR NEW YORK, NY 10001-2505	GRANT	80,000.
GIRLS FOR A CHANGE PO BOX 1436 SAN JOSE, CA 95109	GRANT	500.
GOLDEN GATE UNIVERSITY 536 MISSION STREET SAN FRANCISCO, CA 94105-2968	GRANT	520,000.
GROWING POWER 5500 W. SILVER SPRING DRIVE MILWAUKEE, WI 53218	GRANT	25,026.
HOMEBOY INDUSTRIES 130 BRUNO STREET LOS ANGELES, CA 90012-1815	GRANT	1,000.
ONE MILLION LIGHTS P.O. BOX 444 PALO ALTO, CA 94302	GRANT	11,063.

THE ELFENWORKS FOUNDATION		20-5522254
OPPORTUNITY FUND 111 WEST ST. JOHN STREET, SUITE 800 SAN JOSE, CA 95113	GRANT	3,000.
PETER G. YOUNG FOUNDATION 40 EAGLE STREET ALBANY, NY 12207	GRANT	1,000.
PROJECT HEALTH 88 E. NEWTON STREET, VOSE 522 BOSTON , MA 02118	GRANT	25,026.
SAINT MARY'S COLLEGE OF CALIFORNIA PO BOX 4300 MORAGA, CA 94575-4300	GRANT	1,500.
SHELTER NETWORK 1450 CHAPIN AVENUE, 2ND FLOOR BURLINGAME, CA 94010	GRANT	393.
STANFORD SCSPI 450 SERRA HALL, BLDG 80 STANFORD, CA 94305	GRANT	77,001.
THE CARTER CENTER ONE COPENHILL, 453 FREEDOM PARKWAY ATLANTA, GA 30307	GRANT	205,000.
WOMEN'S RECOVERY ASSOCIATION 1450 CHAPIN AVE, #1 BURLINGAME, CA 94010	GRANT	1,000.
TOTAL TO FORM 990-PF, PART XV, L	JINE 3A	1,037,798.

	•
	٠
	٠
	1
n	
Ä	1
~	
,	
-	
-	
=	
7	
3	
_	
_	
┏.	
6	
_	
_	
_	
0	
Ē	
≂	
v	

Long-Term Gally Loss			200	of Form 1000	q					
This section includes securities held for more than one year, and option contracts that are not reported on the contract of t	nore than one year, a	nd option contracts	ווושו פוב ווחו ובחח	מנים מון ומון ומפון						
		Quantity/	Original Cost	Original Cost Purchase date			Cost or Other			Matches
	Activity Type	Face value	Basis	Basis Date Acquired	Sold	Sale Amount	Basis	1	Kemarks	1099-6
FHLMC MTN CALLABLE 04.250 % DUE 022410	Redemption	250,000 000		04/15/08	02/24/10	250,000.00	257,859 43	(7.859 43)		>
DTD 022405 FC 08242005										
ISHARES INC MSCI JAPAN	Trade	2.730 000		10/08/07	11/16/10	27,504.28	39,666 90	(12,162.62)		>
INDEX FU						90 949 90	100 000 75	102 100 111		>
ISHARES TRUST RUSSELL	Trade	1,660 000		10/08/0/	01/91/11	89,073.03	67 958,501	(07 100 1)		-
1000 GROWTH INDEX FUND						!				;
ISHARES TRUST RUSSELL	Trade	710.000		06/18/08	11/16/10	45,773 49	48.642.10	(2,868 51)		-
2000 VALUE INDEX : D										

This section includes secunites held for more than one year, and option contacts that are a construction of the secunity of th	Con addition of the same									
Security Description	than one year, and	Quantity/	Onginal Cost	a) Cost Purchase date	Date Sold	Sale Amount	Cost or Other Bests	Gain/Loss	Remarks	1099-BM
Security Description	Activity Type	Face value	Basis	חמום ערחתוו בח		17 400 60	10 657 00	(2 466 32)		, T,
ISHARES TRUST RUSSELL	Trade	220 000		10/08/07 06/18/08	11/16/10 11/16/10	33,599 98	34,438.70	(838.72)		\Ť2
2000 GROWTH INDEX FD	Sub-Total:	650.000				50,790.66	54,095.70	(3.305.04)		
ISHARES MSCI EAFE INDEX	Trade	6,260 000		10/08/01	04/27/10	343,812 02	521,704.14	(177,892.12)		>
FUND						102 10	22 6E8 33	8,923,25		>
ISHARES MSCI EMERGING MARKETS INDEX FUND	Trade	700 000		09/13/06	01/16/11	60.10				>
ISHARES TRUST FTSE	Trade Trade	600.000		06/18/08 06/18/08	11/16/10	21,597 69 44,995 18	25,764 00 53,525 00	(8,529.82)		- >
EX.NORTH AMER INDEX FD	1				•	AR 502 87	79 289 00	(12.696.13)		
	Sub-Total:	1,850.000				10.466,00				,
SPDR S&P INTL SMALL CAP	Trade	2,480 000		07/14/08	11/16/10	69,744 42	72,590 80	(2,846 38)		>
ETF				!		10 075 44	06 787 96	(5 911.76)		>
SPOR SRP 500 ETF TR	Trade	160 000		10/08/07	01/91/11	20.0	07 10 1.77			
VANGUARD TOTAL STOCK MKT	Trade	000 069		10/08/01	11/16/10	41,753 61	53,123.10	(11,369.49)		>
ETF						47 607 13	75 284 62	(27 677 49)		>
VANGUARD INTL EQUITY INDEX VANGUARD EURO ETF	Trade	960.000		10/08/0/	01/16/11	2				;
TNI TOLIGE SECTION	Trade	290 000		07/03/08	11/16/10	14,444.68	16,523.20 13 343 48	(2,078.52)		- >
WISDOM INEE INCOLUNION WINCOLD	Trade	240 000		07/14/08	11/16/10	25.7.5.	29 866 68	(3.467.78)		
	Sub-Total:	530.000				20.000.00				:
WISDOMTREE TRUST INTL	Trade	540 000		02/03/08	11/16/10	25,779.32	29,414.91	(3,835.59)		>
SMALLCAP DIVID FUND						1,135,298.77	1,412,929.66	(277,630.89)		