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Form 990-PF

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

OMB No 1545-0052

2010

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 2010, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return.☒ Amended return☐ Address change☐ Name change

Name of foundation DENNIS & PHYLLIS WASHINGTON FOUNDATION		A Employer identification number 36-3606913
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 16630	Room/suite	B Telephone number (406) 523-1300
City or town, state, and ZIP code MISSOULA, MT 59808-6630		C If exemption application is pending check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 373,246,977	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (c) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		72,856,463		N/A	
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		786	786		
4 Dividends and interest from securities		5,093,396	5,093,396		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		857,664			
b Gross sales price for all assets on line 6a 316,880,979					
7 Capital gain net income (from Part IV, line 2)			857,664		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		5,000	0		
12 Total. Add lines 1 through 11		78,813,309	5,951,846		
13 Compensation of officers, directors, trustees, etc.		0	0		0
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 2		264	0		264
b Accounting fees STMT 3		23,974	0		56,053
c Other professional fees STMT 4		528,401	497,756		32,514
17 Interest					
18 Taxes STMT 5		136,986	14,597		0
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		1,524	0		1,524
22 Printing and publications		26,741	0		26,741
23 Other expenses STMT 6		181,612	0		181,612
24 Total operating and administrative expenses. Add lines 13 through 23		899,502	512,353		298,708
25 Contributions, gifts, grants paid		5,907,828			20,474,552
26 Total expenses and disbursements. Add lines 24 and 25		6,807,330	512,353		20,773,260
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		72,005,979			
b Net investment income (if negative, enter -0-)			5,439,493		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA For Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2010)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	10,000.	600,775.	600,775.
	2 Savings and temporary cash investments	11,869,755.	98,240,361.	98,240,361.
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable	888,727.		
	Less: allowance for doubtful accounts	741,814.	888,727.	888,727.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations	STMT 7 279,264,815.	129,884,410.	129,884,410.
	b Investments - corporate stock	STMT 8 18,631,284.	16,913,429.	16,913,429.
	c Investments - corporate bonds	STMT 9 3,799,781.	126,719,275.	126,719,275.
Liabilities	11 Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers)	314,317,449.	373,246,977.	373,246,977.
	17 Accounts payable and accrued expenses	49,870.	40,781.	
	18 Grants payable	22,977,288.	8,410,564.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe STATEMENT 10)	65,821.	109,732.	
	23 Total liabilities (add lines 17 through 22)	23,092,979.	8,561,077.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	291,224,470.	364,685,900.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	291,224,470.	364,685,900.	
	31 Total liabilities and net assets/fund balances	314,317,449.	373,246,977.	

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	291,224,470.
2 Enter amount from Part I, line 27a	2	72,005,979.
3 Other increases not included in line 2 (itemize) UNREALIZED GAIN ON INVESTMENTS	3	1,455,451.
4 Add lines 1, 2, and 3	4	364,685,900.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	364,685,900.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES					
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 316,880,979.		316,023,315.	857,664.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			857,664.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	857,664.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8.			3	N/A	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	15,816,872.	249,468,427.	.063402
2008	6,013,636.	200,348,959.	.030016
2007	1,673,316.	38,099,926.	.043919
2006	2,453,714.	19,860,285.	.123549
2005	1,147,119.	15,950,384.	.071918
2 Total of line 1, column (d)			2 .332804
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 .066561
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 309,235,855.
5 Multiply line 4 by line 3			5 20,583,048.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 54,395.
7 Add lines 5 and 6			7 20,637,443.
8 Enter qualifying distributions from Part XII, line 4			8 20,773,260.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	54,395.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	54,395.
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	54,395.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	100,529.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	71,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	171,529.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	117,134.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input checked="" type="checkbox"/> 117,134. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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?	13	X	
Website address WWW.DPWFOUNDATION.ORG				
14	The books are in care of BURT FOSHAG	Telephone no. (406) 523-1300		
Located at 101 INTERNATIONAL WAY, MISSOULA, MT		ZIP+4 59808		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fall to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		X
Organizations relying on a current notice regarding disaster assistance check here		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(a))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

SEE STATEMENT 12

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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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.

(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 11		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 ☐ 0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GOLDMAN SACHS - 71 SOUTH WACKER DR, STE 500, CHICAGO, IL 60606	INVESTMENT FEES	279,967.
THE NORTHERN TRUST COMPANY 50 SOUTH LASALLE STREET, CHICAGO, IL 60675	INVESTMENT FEES	214,383.
Total number of others receiving over \$50,000 for professional services		0

Part IX A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1		N/A	
2			
All other program-related investments. See instructions.			
3			
Total. Add lines 1 through 3			0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	268,084,500.
b	Average of monthly cash balances	1b	45,860,530.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	313,945,030.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	313,945,030.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	4,709,175.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	309,235,855.
6	Minimum investment return. Enter 5% of line 5	6	15,461,793.

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	15,461,793.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	54,395.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	54,395.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	15,407,398.
4	Recoveries of amounts treated as qualifying distributions	4	5,000.
5	Add lines 3 and 4	5	15,412,398.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	15,412,398.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	20,773,260.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required Schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	20,773,260.
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	54,395.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	20,718,865.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				15,412,398.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009	1,649,702.			
f Total of lines 3a through e	1,649,702.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 20,773,260.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				15,412,398.
e Remaining amount distributed out of corpus	5,360,862.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	7,010,564.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005' not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a.	7,010,564.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	1,649,702.			
e Excess from 2010	5,360,862.			

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 2010, 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): ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed: _____					
b 85% of line 2a: _____					
c Qualifying distributions from Part XII, line 4 for each year listed: _____					
d Amounts included in line 2c not used directly for active conduct of exempt activities: _____					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c: _____					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets: _____					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i): _____					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed: _____					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties): _____					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii): _____					
(3) Largest amount of support from an exempt organization: _____					
(4) Gross investment income: _____					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)**1 Information Regarding Foundation Managers:**

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

PHYLLIS J. WASHINGTON

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 13

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 14				
Total				20,474,552.
b Approved for future payment				
SEE STATEMENT 15				
Total				4,124,582.

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments				14	786.	
4 Dividends and interest from securities				14	5,093,396.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	857,664.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a RETURNED GRANTS				01	5,000.	
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)			0.		5,956,846.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13	5,956,846.

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

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No. 1545-0047

2010

Name of the organization

DENNIS & PHYLLIS WASHINGTON FOUNDATION

Employer identification number

36-3606913

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization	Employer identification number
DENNIS & PHYLLIS WASHINGTON FOUNDATION	36-3606913

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DENNIS & PHYLLIS WASHINGTON P.O. BOX 16630 MISSOULA, MT 59808	\$ 70,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	ENVIROCON P.O. BOX 16630 MISSOULA, MT 59808	\$ 63,208.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	MODERN MACHINERY P.O. BOX 16660 MISSOULA, MT 59808	\$ 25,483.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	MONTANA RAIL LINK P.O. BOX 16624 MISSOULA, MT 59808	\$ 687,338.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	MONTANA RESOURCES 600 SHIELDS AVENUE BUTTE, MT 59701	\$ 2,080,434.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

DENNIS & PHYLLIS WASHINGTON FOUNDATION

36-3606913

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

DENNIS & PHYLLIS WASHINGTON FOUNDATION

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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	OTHER INCOME	STATEMENT	1
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RETURNED GRANTS	5,000.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	5,000.	0.	

FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	264.	0.		264.
TO FM 990-PF, PG 1, LN 16A	264.	0.		264.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	23,974.	0.		56,053.
TO FORM 990-PF, PG 1, LN 16B	23,974.	0.		56,053.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	9,288.	0.		11,157.
DATA PROCESSING	21,357.	0.		21,357.
INVESTMENT MANAGEMENT FEES	497,756.	497,756.		0.
TO FORM 990-PF, PG 1, LN 16C	528,401.	497,756.		32,514.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	136,986.	0.		0.
FOREIGN TAXES PAID	0.	14,597.		0.
TO FORM 990-PF, PG 1, LN 18	136,986.	14,597.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PUBLIC RELATIONS	139,026.	0.		139,026.
SPONSORSHIP	37,500.	0.		37,500.
MISCELLANEOUS	968.	0.		968.
FACILITY SERVICES	2,645.	0.		2,645.
PC/NET COSTS	1,473.	0.		1,473.
TO FORM 990-PF, PG 1, LN 23	181,612.	0.		181,612.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	7
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
TREASURY SECURITIES	x		129,884,410.	129,884,410.
TOTAL U.S. GOVERNMENT OBLIGATIONS			129,884,410.	129,884,410.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			129,884,410.	129,884,410.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE EQUITY SECURITIES	16,913,429.	16,913,429.
TOTAL TO FORM 990-PF, PART II, LINE 10B	16,913,429.	16,913,429.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME FUNDS	126,719,275.	126,719,275.
TOTAL TO FORM 990-PF, PART II, LINE 10C	126,719,275.	126,719,275.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	10
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED TAX LIABILITY	59,658.	52,849.
EXCISE TAXES PAYABLE	6,163.	56,883.
TOTAL TO FORM 990-PF, PART II, LINE 22	65,821.	109,732.

FORM 990-PF

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

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PHYLLIS J. WASHINGTON P.O. BOX 16630 MISSOULA, MT 598086630	CHAIRMAN 1.00	0.	0.	0.
LAWRENCE R. SIMKINS P.O. BOX 16630 MISSOULA, MT 598086630	PRESIDENT 1.00	0.	0.	0.
MIKE HALLIGAN P.O. BOX 16630 MISSOULA, MT 598086630	EXECUTIVE DIRECTOR 1.00	0.	0.	0.
BRIAN T. SHERIDAN P.O. BOX 16630 MISSOULA, MT 598086630	DIRECTOR 1.00	0.	0.	0.
WILLIAM H. BRODSKY P.O. BOX 16630 MISSOULA, MT 598086630	DIRECTOR 1.00	0.	0.	0.
ROLIN ERICKSON P.O. BOX 16630 MISSOULA, MT 598086630	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 12

GRANTEE'S NAME

MONTANA PRIMARY CARE ASSOCIATION

GRANTEE'S ADDRESS1805 EUCLID AVENUE
HELENA, MT 59601

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
210,000.	03/07/08	210,000.

PURPOSE OF GRANT

DENTAL SCREENING TO LOW INCOME CHILDREN ACROSS THE STATE OF MONTANA.
THROUGH MONTANA PRIMARY CARE ASSOCIATION, THE FOUNDATION'S GRANT MONEY WAS
DISTRIBUTED TO HEALTH CLINICS IN MISSOULA, BOZEMAN, BILLINGS, GREAT FALLS,
LIBBY, BUTTE AND HELENA.

DATES OF REPORTS BY GRANTEE

QTRLY REPORTS ON THE GRANTEE'S PROGRESS ARE RECEIVED (LAST REPORT 10/28/11)

ANY DIVERSION BY GRANTEE

TO THE BEST OF OUR KNOWLEDGE, NO PORTION OF THE GRANT FUNDS WERE DIVERTED

GRANTEE'S NAME

HOS BROS. CONSTRUCTION, INC. - SANTO HOS

GRANTEE'S ADDRESS7733 W. BOSTIAN ROAD
WOODINVILLE, WA 98072

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
10,000.	12/31/10	10,000.

PURPOSE OF GRANTFUNDS TO PROVIDE FOOD, THROUGH MALTBY FOOD BANK, AND EMERGENCY SHELTER,
THROUGH SNOHOMISH COUNTY, TO FAMILIES IN CRISIS.DATES OF REPORTS BY GRANTEE

ANNUAL REPORTS ON THE GRANTEE'S PROGRESS ARE RECEIVED (LAST REPORT 11/8/11)

ANY DIVERSION BY GRANTEE

TO THE BEST OF OUR KNOWLEDGE NO PORTION OF THE GRANT FUNDS WERE DIVERTED

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

DENNIS & PHYLLIS WASHINGTON FOUNDATION
P.O. BOX 16630
MISSOULA, MT 59808-6630

TELEPHONE NUMBER

406-523-1300

FORM AND CONTENT OF APPLICATIONS

STANDARD APPLICATION FORM IS FOUND ON THE INTERNET AT
WWW.DPWFOUNDATION.ORG

ANY SUBMISSION DEADLINES

NONE - THE CONTRIBUTIONS COMMITTEE MEETS QUARTERLY

RESTRICTIONS AND LIMITATIONS ON AWARDS

LIMITED TO 501(C)(3) ORGANIZATIONS WITH AN EMPHASIS ON YOUTH AND EDUCATION
IN GEOGRAPHICAL AREAS IN WHICH THE WASHINGTON COMPANIES OPERATE.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALBERTON COMMUNITY FOOD BANK PO BOX 456 ALBERTON, MT 59820	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,500.
ALPINE THEATRE PROJECT P.O. BOX 1959 WHITEFISH, MT 59937	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
AMERICAN INDIAN BUSINESS LEADERS U OF M GALLAGHER BUSINESS BLDG STE 366 MISSOULA, MT 59812	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
ANGEL FUND, THE PO BOX 7436 HELENA, MT 59604	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
BEAVERHEAD COMMUNITY FOOD PANTRY 131 E. HELENA ST HELENA, MT 59725	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
BIG BROTHERS & SISTERS - BUTTE PO BOX 62 BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
BIG BROTHERS & SISTERS - HELENA 34 WEST 6TH AVE., STE 1-C HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
BIG BROTHERS & SISTERS - YELLOWSTONE CTY 504 B. NORTH 20TH STREET BILLINGS, MT 59101	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.

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BIG BROTHERS & SISTERS OF GALLATIN CO. 15 S. 8TH AVE. BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
BIG BROTHERS & SISTERS OF GREAT FALLS 18 6TH ST. N., STE 26 GREAT FALLS, MT 59401	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
BIG BROTHERS & SISTERS OF MISSOULA CO. 1520 SOUTH RUSSELL MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	7,500.
BIG BROTHERS & SISTERS-LIVINGSTON 105 S. 2ND ST. LIVINGSTON, MT 59047	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
BIG BROTHERS BIG SISTERS OF FLATHEAD 137 MAIN ST KALISPELL, MT 59901	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
BIG HORN COUNTY LIBRARY 419 N CUSTER AVE HARDIN, MT 59034	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
BIG SKY KIDS - EAGLE MOUNT 6901 GOLDENSTEIN LANE BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
BILLINGS FOOD BANK 2112 FOURTH AVE. NORTH BILLINGS, MT 59103	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
BITTERROOT DRAGON BRIDAGE 1095 IRON CAP DR. STEVENSVILLE, MT 59870	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	500.
BITTERROOT ECOLOGICAL AWARENESS RESOURCE 103 S 9TH ST STE 108 HAMILTON, MT 59840	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.

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BITTERROOT VALLEY CALVARY CHAPEL 700 NORTH 4TH STREET HAMILTON, MT 59840	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
BLACKFEET FOOD BANK PO BOX 3003 BROWNING, MT 59417	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
BONNER SCHOOL TAYLOR CEARLEY MEMOR. FUND PO BOX 1004 BONNER, MT 59823	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
BOYS & GIRLS CLUBS OF YELLOWSTONE CTY 505 ORCHARD LANE BILLINGS, MT 59101	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
BOZEMAN SCHOOLS FOUNDATION PO BOX 1803 BOZEMAN, MT 59771	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
BOZEMAN SYMPHONY SOCIETY 1822 W. LINCOLN, STE 3 BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
BURTON K. WHEELER CENTER PO BOX 170590 BOZEMAN, MT 59717	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
BUTTE CENTER PERFORMING ARTS PO BOX 522 BUTTE, MT 59703	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
BUTTE EMERGENCY FOOD BANK 1019 E. SECOND STREET BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
BUTTE FAMILY YMCA 2975 WASHOE STREET BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	25,000.

DENNIS & PHYLLIS WASHINGTON FOUNDATION

36-3606913

BUTTE FOOD BANK 602 E ALUMINUM BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	8,000.
BUTTE RESCUE MISSION 1204 E 2ND ST BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	8,000.
BUTTE SYMPHONY ASSOCIATION PO BOX 725 BUTTE, MT 59703	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
CAMP MAKE - A- DREAM PO BOX 1450 MISSOULA, MT 59806	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	15,000.
CAREER TRAINING INSTITUTE 347 N. LAST CHANCE GULCHJ HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
CARROLL COLLEGE 1601 NORTH BENTON AVE HELENA, MT 59625	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
CARTER COUNTY FOOD BANK 214 PARK ST. EKALAKA, MT 59324	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
CENTER FOR ETHICS, THE 1000 E. BECKWITH ST. MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,000.
CENTRAL MONTANA YOUTH MENTORING PROGRAM PO BOX 532 LEWISTOWN, MT 59457	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
CENTRAL MT. COMMUNITY CUPBOARD 203 4TH AVE. NORTH LEWISTOWN, MT 59457	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.

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CFCC CITY FOOD 2811 LATIMER MISSOULA, MT 59808	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
CHILD DEVELOPMENT CENTER T 214 FORT MISSOULA RD MISSOULA, MT 59804	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
CHINOOK FOOD PANTRY 258 PENNSYLVANIA AVE. CHINOOK, MT 59523	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
CHOTEAU COUNTY HUMAN SVCS. 1020 13TH ST. FT BENTON, MT 59442	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
CITY LIFE COMMUNITY CENTER 1515 FAIRVIEW AVE, #210 MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
CLASSICS FOR KIDS PO BOX 1537 BOZEMAN, MT 59771	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
COLLEGE OF VISUAL & PERFORMING ARTS PARTV BUILDING ROOM 110 MISSOULA, MT 59812	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
COLSTRIP FOOD PANTRY 110 POPLAR ROOM 130 COLSTRIP, MT 59323	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
COLUMBIA FALLS FOOD PANTRY 82 RAILROAD ST. COLUMBIA FALLS, MT 59912	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
COMMUNITY FOOD BANK - MINERAL PO BOX 46 SUPERIOR, MT 59872	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.

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COMMUNITY HARVEST, INC. P.O. BOX 314 THOMPSON FALLS, MT 59873	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
COMMUNITY HOPE, INC. 204 CEDAR AVENUE LAUREL, MT 59044	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
COMMUNITY SERVICES FELLOWSHIP 1419 HIGHWAY 200 NOXON, MT 59853	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
CULBERTSON FOOD PANTRY PO BOX 574 CULBERTSON, MT 59218	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
CUSTER COUNTY FOOD BANK 210 SOUTH WINCHESTER MILES CITY, MT 59301	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
DAWSON COUNTY FOOD BANK 2030 N. MERRILL GLENDIVE, MT 59330	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
DSVS OF CARBON COUNTY PO BOX 314 RED LODGE, MT 59068	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	15,000.
EDUCATION FOUNDATION FOR BILLINGS 415 N. 30TH ST. BILLINGS, MT 59101	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,500.
EUREKA FOURSQUARE CHURCH PO BOX 1696 EUREKA, MT 59917	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
EVERGREEN KIDS CORNER 201 S. 8TH ST. HAMILTON, MT 59840	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.

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FACE TO FACE FOOD PANTRY 11 MAXVILLE ROAD MAXVILLE, MT 59858	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
FACE-TO-FACE MINISTRIES 11 MAXVILLE RD. PHILIPSBURG, MT 59858	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
FAMILIES FIRST 815 E. FRONT ST., STE #3 MISSOULA, MT 59802	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
FAMILY SERVICES INC PO BOX 1020 BILLINGS, MT 59101-1020	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	7,500.
FLAGSHIP PROGRAM TURNING POINT 1325 WYOMING ST MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	30,000.
FLATHEAD CARE P.O. BOX 370 KALISPELL, MT 59903	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
FLATHEAD FOOD BANK 105 6TH AVE. WEST KALISPELL, MT 59901	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
FLATHEAD LUTHERAN BIBLE CAMP 603 MAIN STREET KALISPELL, MT 59901	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	27,500.
FLATHEAD VALLEY COMMUNITY COLLEGE 777-GRANVIEW DR KALISPELL, MT 59901	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
FOOD CUPBOARD YAAK, THE 34 RIVERVIEW DRIVE TROY, MT 59935	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.

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FOREVER FAMILIES INC PO BOX 80451 BILLINGS, MT 59108	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
FRANKLIN ELEMENTARY SCHOOL PTA 1901 S. 10TH ST. WEST MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
FRIENDS OF ARLEE SCHOOL PO BOX 238 ARLEE, MT 59821	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
FRIENDS OF THE BUTTE ARCHIVES 17 WEST QUARTZ BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	25,000.
GALLATIN VALLEY FOOD BANK 602 BOND STREET BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
GARDEN CITY HARVEST PO BOX 205 MISSOULA, MT 59806	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
GARDINER FOOD PANTRY PO BOX 459 GARDINER, MT 59030	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
GIRL SCOUT TROOP 3-640 2512 MUIRFIELD CT. MISSOULA, MT 59808	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,000.
GLACIER NATIONAL PARK FUND PO BOX 2749 COLUMBIA FALLS, MT 59912	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
GRANITE CO. MEDICAL CENTER 301 SANSOME ST. PHILIPSBURG, MT 59858	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.

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GREAT FALLS COMMUNITY FOOD BANK 1620 12TH AVE. NORTH GREAT FALLS, MT 59401	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
GREAT FALLS RESCUE MISSION 326 2ND AVE. SOUTH GREAT FALLS, MT 59405	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
GREATER GALLATIN UNITED WAY 1516 W BABCOCK #2 BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
HABITAT FOR HUMANITY P.O. BOX 7181 MISSOULA, MT 59807-7181	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
HABITAT FOR HUMANITY MID-YSTONE VALLEY 201 N. 15TH ST. BILLINGS, MT 59101	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
HABITAT FOR HUMANITY-FLATHEAD COUNTY 307 1ST AVE. EAST, SUITE 1 KALISPELL, MT 59901	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
HARLEM FOOD PANTRY PO BOX 402 HARLEM, MT 59526	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
HAVRE FOOD BANK 2229 5TH AVE. HAVRE, MT 59501	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
HAYS COMM. ECON. DEVEL. CORP. PO BOX 58 HAYS, MT 59527	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
HEADWATERS AREA FOOD BANK 12 EAST CEDAR THREE FORKS, MT 59752	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.

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HELENA EDUCATION FOUNDATION P.O. BOX 792 HELEANA, MT 59624	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
HELENA FOOD SHARE 1616 LEWIS ST HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	8,000.
HELPING HANDS IN HARDIN 825 W 3RD ST. HARDIN, MT 59034	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
HISTORY MUSEUM, THE 422 2ND ST. S. GT. FALLS, MT 59405	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
HOPA MOUNTAIN 234 E. BABCOCK, SUITE E BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	7,500.
HORATIO ALGER ASSOCIATION 99 CANAL CENTER PLAZA ALEXANDRIA, VA 22314	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	250,000.
HORATIO ALGER ASSOCIATION 99 CANAL CENTER PLAZA ALEXANDRIA, VA 22314	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	267,500.
HUMAN RESOURCE COUNCIL PO BOX 3486 BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	15,000.
HUMANITIES MONTANA 311 BRANTLY MISSOULA, MT 59812	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
INTERMOUNTAIN CHILDREN'S HOME 500 S. LAMBORN HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.

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INTERMOUNTAIN OPERA ASSOCIATION PO BOX 37 BOZEMAN, MT 59771	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
INTERNATIONAL WILDLIFE MEDIA CENTER 718 S. HIGGINS AVE. MISSOULA, MT 59846	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
JADYN FRED FOUNDATION, THE P.O. BOX 235 MISSOULA, MT 59806	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
JOBS FOR MONTANA GRADUATES 931 LAST CHANCE GULCH, STE 2 HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
JOLIET FOOD PANTRY 128 MAIN STREET JOLIET, MT 59041	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
JUNIOR ACHIEVEMENT OF SOUTHWEST MONTANA 618 WEST GRIFFIN DRIVE STE C BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
LEWIS & CLARK TRAIL HERITAGE FOUNDATION PO BOX 3434 GREAT FALLS, MT 59403	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,500.
LIBBY FOOD PANTRY PO BOX 311 LIBBY, MT 59923	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
LIVING WATER CHURCH 4220 STATE AVENUE #4 BILLINGS, MT 59101	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,500.
LIVINGSTON FOOD PANTRY 112 NORTH M STREET LIVINGSTON, MT 59047	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.

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LIVINGSTON HEALTH CARE FOUNDATION 504 SOUTH 13TH ST LIVINGSTON, MT 59047	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MAINSTREET UPTOWN BUTTE PO BOX 696 BUTTE, MT 59703	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	150,000.
MAKE A WISH 91 CAMPUS DR. PMB 2618 MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	500.
MALTA FOOD BANK 110 SOUTH 1ST WEST MALTA, MT 59538	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
MAPS PO BOX 750 DARBY, MT 59829	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MAROON ACTIVITY CENTER 3440 ANNE'S STREET BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MCCONE COUNTY FOOD BANK PO BOX 498 CIRCLE, MT 59215	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
MCCONE COUNTY LIBRARY 1101 C AVENUE CIRCLE, MT 59215	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	681.
MEAGHER COUNTY FOOD BANK PO BOX 34 WHITE SULPHUR SPRINGS, MT 59645	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
MENTAL HEALTH AMERICA OF MT PO BOX 88 BOZEMAN, MT 59771	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,571.

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MISSION SCHOLARSHIP FOUNDATION ATTN: GERRY NOLAN ST. IGNATIUS, MT 59865	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	2,500.
MISSION VALLEY AQUATICS PO BOX 774 POLSON, MT 59860	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MISSION VALLEY FOOD PANTRY PO BOX 644 ST. IGNATIUS, MT 59865	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
MISSOULA 3:16 RESCUE MISSION PO BOX 16833 MISSOULA, MT 59808	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
MISSOULA CHILDREN'S THEATRE INC. 200 N ADAMS STREET MISSOULA, MT 59802	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	53,750.
MISSOULA COUNTY BOYS AND GIRLS CLUB 617 S HIGGINS MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	20,000.
MISSOULA COUNTY HIGH SCHOOLS 215 S. 6TH WEST MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	50,000.
MISSOULA CULTURAL COUNCIL PO BOX 7662 MISSOULA, MT 59807	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MISSOULA EDUCATION FOUNDATION PO BOX 1775 MISSOULA, MT 59806	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
MISSOULA FOOD BANK 219 S. 3RD STREET WEST MISSOULA, MT 59801-2523	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	15,000.

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MISSOULA LAW ENFORCEMENT YOUTH CAMP 2340 MULLAN ROAD MISSOULA, MT 59808	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MISSOULA PUBLIC LIBRARY 301 E MAIN ST. MISSOULA, MT 59802	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MISSOULA SCHOOL DISTRICT #1 215 SOUTH SIXTH WEST MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
MISSOULA SYMPHONY 320 EAST MAIN MISSOULA, MT 59802	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MISSOULA TRANSPORTATION & RESTOR. MUSEUM PO BOX 1121 MISSOULA, MT 59806	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MISSOULA YOUTH HOMES 550 NORTH CALIFORNIA MISSOULA, MT 59807	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MONTANA COMMUNITY DEVELOPMENT CORP. 110 EAST BROADWAY, 2ND FLOOR MISSOULA, MT 59802	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	100,000.
MONTANA CONSERVATION CORP 206 NORTH GRAND AVE BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MONTANA FOOD BANK NETWORK 5625 EXPRESSWAY MISSOULA, MT 59808-9071	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	35,950.
MONTANA HISTORICAL SOCIETY 225 NORTH ROBERTS ST. HELENA, MT 59620	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	7,500.

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MONTANA HOPE PROJECT PO BOX 5927 HELENA, MT 59604	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MONTANA MATHCOUNTS PO BOX 20996 BILLINGS, MT 59104-0996	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
MONTANA NATURAL HISTORY CENTER 120 HICKORY ST MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MONTANA NON PROFIT ASSOCIATION 432 N. LAST CHANCE GULCH #E HELENA, MT 59601-5014	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MONTANA OUTDOOR SCIENCE SCHOOL P.O. BOX 502 BOZEMAN, MT 59771	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MONTANA PRIMARY CARE ASSOCIATION 1805 EUCLID AVE HELENA, MT 59601	NONE PROGRAM SUPPORT	501(C)(6)	70,000.
MONTANA REGIONAL SCIENCE & ENGIN. FAIR 1300 W. PARK ST. BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MONTANA RESCUE MISSION MINISTRIES PO BOX 3232 BILLINGS, MT 59103	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
MONTANA SHAKESPEARE IN THE PARK PO BOX 174120 BOZEMAN, MT 59717	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MONTANA STATE UNIVERSITY 211 MONTANA HALL BOZEMAN, MT 59717-0242	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.

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MONTANA STATE UNIVERSITY BILLINGS 1500 UNIVERSITY DRIVE BILLINGS, MT 59101	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.
MONTANA STATE UNIVERSITY FOUNDATION PO BOX 172750 BOZEMAN, MT 59717	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.
MONTANA STATE UNIVERSITY NORTHERN PO BOX 7751 HAVRE, MT 59501	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.
MONTANA TECH-OF UM 1300 WEST PARK ST. BUTTE, MT 59701	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.
MONTANA YOUNG LIFE 85 ISAIAH TRAIL BELGRADE, MT 59714	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	35,000.
MOUNTAIN HOME MONTANA 2606 SOUTH AVENUE WEST MISSOULA, MT 59804	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MSLA ASSOC. FOR THE EDUC. OF YOUNG CHILD 112 N. GROVE MISSOULA, MT 59804	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
MT DEPT. OF PUBLIC HEALTH & HUMAN SVCS. 1400 BROADWAY HELENA, MT 59620-2951	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MUSCULAR DYSTROPHY ASSOCIATION 2070 OVERLAND AVE STE 101 - BILLINGS, MT 59102	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,600.
MUSEUM OF THE ROCKIES 600 W. KAGY BLVD. BOZEMAN, MT 59717	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	6,500.

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MUSSELSHELL COUNTY FOOD BANK PO BOX 233 ROUNDUP, MT 59072	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
OWL RESEARCH INSTITUTE PO BOX 39 CHARLO, MT 59824-9649	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
PARENTING PLACE, THE 1644 S. 8TH WEST MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
PARIS GIBSON SQUARE ART MUSEUM 1400 1ST AVE. NORTH GREAT FALLS, MT 59401	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
PLAINS COMMUNITY FOOD BANK 302 CENTRAL PLAINS, MT 59859	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
POLSON SCHOOL DISTRICT #23 111 4TH AVE. EAST POLSON, MT 59860	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	20,000.
PONDERA FOOD PANTRY 220 SOUTH FRONT CONRAD, MT 59425	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
POVERELLO CENTER, THE 535 RYMAN STREET MISSOULA, MT 59802	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
PROJECT CARE 709 EAST 3RD STREET ANACONDA, MT 59711	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
PROJECT HOPE 428 PIKE COLUMBUS, MT 59019	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.

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PROSTATE CANCER FOUNDATION 1250 FOURTH STREET SANTA MONICA, CA 90401	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	20,000.
RIALTO COMMUNITY THEATER, INC. PO BOX 874 DEER LODGE, MT 59722	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
ROCKY MOUNTAIN COLLEGE 1511 POLY DRIVE BILLINGS, MT 59102	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
ROCKY MOUNTAIN DVLPT. COUNCIL, INC HEAD 200 SOUTH CRUSE HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
ROCKY MTN HEMOPHILIA ASSOCIATION 2100 FAIRWAY DR. #107 BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
RONAN BREAD BASKET PO BOX 346 RONAN, MT 59864	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
RUBY VALLEY HOSPITAL, THE PO BOX 336 SHERIDAN, WY 59749	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
RURAL DYNAMICS INC. 2022 CENTRAL AVE. GREAT FALLS, MT 59401	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
RYAN UNITED 800 E. 6TH AVE. HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
SALVATION ARMY 339 W BROADWAY MISSOULA, MT 59807	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.

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SALVATION ARMY - BUTTE 121 EAST BROADWAY BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	.2,000.
SANDERS COUNTY ARTS COUNCIL 905 S. CENTRAL PLAINS, MT 59859	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
SANTA HOS CONSTRUCTION 7733 W. BOSTIAN ROAD WOODINVILLE, WA 98072-1788	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
SAVES, INC. PO BOX 404 LEWISTON, MT 59457	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
SEELEY-SWAN FOOD BANK PO BOX 549 SEELEY LAKE, MT 59868	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
SPECIAL OLYMPICS MONTANA 710 FIRST AVE. NORTH GREAT FALLS, MT 59401	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	37,000.
SPECIAL OLYMPICS OREGON 5901 SW MACADAM STE 200 PORTLAND, OR 97239	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
ST. PATRICK HOSPITAL FOUNDATION MISSOULA MEDICAL ARTS BLDG MISSOULA, MT 59802	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
ST. PAUL'S MISSION GRADE SCHOOL P.O. BOX 40 HAYS, MT 59527-0040	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	9,500.
STUDENT ASSISTANCE FOUNDATION 2500 BROADWAY HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.

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SUPERIOR FIRE DEPARTMENT PO BOX 729 SUPERIOR, MT 59872	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
TETON COUNTRY FOOD PANTRY 106 NE MAIN CHOTEAU, MT 59422	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
THRIVE PO BOX 4325 BOZEMAN, MT 59772	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
TOBACCO VALLEY FOOD PANTRY PO BOX 714 EUREKA, MT 59917	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
UNITED WAY OF LEWIS & CLARK CO PO 862 HELENA, MT 59624	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
UNITED WAY OF MISSOULA CO PO BOX 7395 MISSOULA, MT 59807	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
UNITED WAY OF SILVERBOW P.O. BOX 4447 BUTTE, MT 59702-4447	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
UNITED WAY OF YELLOWSTONE CO 2920 2ND AVE. NORTH BILLINGS, MT 59101	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,500.
UNIVERSITY OF COLORADO 1380 LAWRENCE ST. SUITE 1325 DENVER, CO 80204	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
UNIVERSITY OF COLORADO FOUNDATION 4740 WALNUT ST. BOULDER, CO 80301	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.

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UNIVERSITY OF GREAT FALLS 1301.20TH ST SOUTH GREAT FALLS, MT 59405	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
UNIVERSITY OF MONTANA FOUNDATION PO BOX 7159 MISSOULA, MT 59807	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	20,000.
NIVERSITY OF MONTANA FOUNDATION PO BOX 7159 MISSOULA, MT 59807	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,095,000.
UNIVERSITY OF MONTANA WESTERN 710 S ATLANTIC DILLON, MT 59725-3598	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
UPPER MUSSELSHELL HISTORIC SOCIETY PO BOX 364 HARLOWTOWN, MT 59036	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
VALLEY COMMUNITY FOOD BANK 501 COURT SQUARE BOX 9 GLASGOW, MT 59230	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
VIGILANTE THEATRE COMPANY 111 S. GRAND, STE. 222B BOZEMAN, MT 59715	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,000.
W. YELLOWSTONE FOOD BANK 200 YELLOWSTONE AVE. WEST YELLOWSTONE, MT 59758	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
WESTSHORE FOOD BANK 7150 HWY 93 S. LAKESIDE, MT 59922	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
WHITEFISH FOURSQUARE CHURCH FOOD PANTRY 233 KALISPELL AVE. WHITEFISH, MT 59937	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.

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WIBAUX FOOD BANK 102 MINGUS ROAD WIBAUX, MT 59353	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	1,000.
WILLOW CREEK PUBLIC SCHOOLS 407 MAIN STREET WILLOW CREEK, MT 59760	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
WOLF POINT THRIFT STORE & FOOD BANK PO BOX 1092 WOLFPOINT, MT 59201	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,000.
WOMENS OPPORTUNITY & RESOURCE DEVLPT INC 2525 PALMER ST., STE 1 MISSOULA, MT 59808	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	20,000.
WORLD AFFAIRS COUNCIL OF MONTANA 201 W MAIN ST STE 101 MISSOULA, MT 59802	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
YELLOWSTONE ART MUSEUM 401 NORTH 27TH STREET BILLINGS, MT 59101	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
YELLOWSTONE FOOD BANK 2112 FOURTH AVE. N. BILLINGS, MT 59103	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
YMCA OF LEWIS & CLARK COUNTY 1200 N LAST CHANCE GULCH HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
YMCA OF MISSOULA - 3000 S. RUSSELL STREET - MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	16,000.
YMCA OF SILVERBOW COUNTY 2975 WASHOE STREET BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.

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YMCA OF YELLOWSTONE COUNTY 402 N. 32ND ST. BILLINGS, MT 59101-1273	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
YOUNG FAMILIES EARLY HEAD START 1020 COOK AVE. BILLINGS, MT 59102	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
YOUNG LIFE PO BOX 1413 MISSOULA, MT 59806	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	92,500.
YOUNG LIFE 3E MINISTRY RESOURCES P.O. BOX 520 COLORADO SPRINGS, CO 80901	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	25,000.
YOUNG LIFE WASHINGTON FAMILY RANCH 1750 SW SKYLINE BLVD #25 PORTLAND, OR 97221	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	16,000,000.
YOUNG MUSICIANS CLUB PO BOX 4305 BUTTE, MT 59702	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
YWCA - BILLINGS 909 WYOMING BILLINGS, MT 59102	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
YWCA OF GREAT FALLS 220 2ND STREET NORTH GREAT FALLS, MT 59401	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

- 20,474,552.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
YOUNG LIFE PO BOX 1413 MISSOULA, MT 59806	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,416,082.
STUDENT ACHIEVEMENT AND ADVOCACY SERVICES PO BOX 423 CABIN JOHN, MD 20818-0423	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	250,000.
BOYS & GIRLS CLUB OF YELLOWSTONE COUNTY 505 ORCHARD LANE BILLINGS, MT 59101	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	20,000.
UNIVERSITY OF MONTANA FOUNDATION PO BOX 7159 MISSOULA, MT 59807	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	20,000.
MONTANA NON PROFIT ASSOCIATION 432 N. LAST CHANCE GULCH #E HELENA, MT 59601-5014	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	20,000.
AMERICAN INDIAN COLLEGE FUND 8333 GREENWOOD BLVD DENVER, CO 80221	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MAROON ACTIVITY CENTER 3440 ANNE'S STREET BUTTE, MT 59701	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
MONTANA STATE UNIVERSITY BILLINGS 1500 UNIVERSITY DRIVE BILLINGS, MT 59101	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.

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MONTANA STATE UNIVERSITY FOUNDATION PO BOX 172750 BOZEMAN, MT 59717	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.
MONTANA STATE UNIVERSITY FOUNDATION PO BOX 172750 BOZEMAN, MT 59717	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.
MONTANA STATE UNIVERSITY NORTHERN PO BOX 7751 HAVRE, MT 59501	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.
MONTANA TECH-OF UM 1300 WEST PARK STREET BUTTE, MT 59701	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	10,000.
TAMARACK GRIEF RESOURCE CENTER 516 S. ORANGE STREET MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
UNIVERSITY OF MONTANA FOUNDATION PO BOX 172750 BOZEMAN, MT 59717	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
UNIVERSITY OF MONTANA FOUNDATION PO BOX 172750 BOZEMAN, MT 59717	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
YMCA OF MISSOULA 3000 S. RUSSELL STREET MISSOULA, MT 59801	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	10,000.
LODGE GRASS HIGH SCHOOL JROTC 214 N. GEORGE STREET LODGE GRASS, MT 59050	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	7,500.
CARROLL COLLEGE 1601 NORTH BENTON AVE HELENA, MT 59625	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.

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FLATHEAD VALLEY COMMUNITY COLLEGE 777 GRANVIEW DR KALISPELL, MT 59901	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
LILAC SERVICES FOR THE BLIND 1212 NORTH HOWARD STREET SPOKANE, WA 99201	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
N. MISSOULA COMMUNITY DEVEL. C 819 STODDARD MISSOULA, MT 59802	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	5,000.
ROCKY MOUNTAIN COLLEGE 1511 POLY DRIVE BILLINGS, MT 59102	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
UNIVERSITY OF GREAT FALLS 1301.20TH ST SOUTH GREAT FALLS, MT 59405	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
UNIVERSITY OF MONTANA WESTERN 710 S ATLANTIC DILLON, MT 59725-3598	NONE SCHOLARSHIPS	509(A)(1) OR (A)(2)	5,000.
100 YEAR STATEWIDE CAMPOREE/BS 1006 SADDLE DRIVE HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	3,500.
CAREER TRAINING INSTITUTE 347 N. LAST CHANCE GULCHJ HELENA, MT 59601	NONE PROGRAM SUPPORT	509(A)(1) OR (A)(2)	2,500.
MONTANA PRIMARY CARE ASSOCIATION 1805 EUCLID AVE HELENA, MT - 59601	NONE PROGRAM SUPPORT	509(C)(6)	240,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3B

4,124,582.

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990-PF

INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS
PART XVII, LINE 1, COLUMN (D)

STATEMENT 16

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

MONTANA PRIMARY CARE ASSOCIATION

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

PROGRAM GRANT PAYMENT