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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		0	
	2 Savings and temporary cash investments	17,582	13,000	13,000
	3 Accounts receivable ►	0		
	Less allowance for doubtful accounts ►	0	0	0
	4 Pledges receivable ►	0		
	Less allowance for doubtful accounts ►	0	0	0
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)		0	0
	7 Other notes and loans receivable (attach schedule) ►	0		
	Less allowance for doubtful accounts ►	0	0	0
	8 Inventories for sale or use			0
	9 Prepaid expenses and deferred charges			0
	10 a Investments—U S and state government obligations (attach schedule)	0	0	0
	b Investments—corporate stock (attach schedule)	0	0	0
	c Investments—corporate bonds (attach schedule)	0	0	0
	11 Investments—land, buildings, and equipment basis ►	0		
	Less accumulated depreciation (attach schedule) ►	0	0	0
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	171,994	202,473	239,168
	14 Land, buildings, and equipment basis ►	0		
	Less accumulated depreciation (attach schedule) ►	0	0	0
	15 Other assets (describe ►)	0	0	0
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	189,576	215,473	252,168
Liabilities	17 Accounts payable and accrued expenses		0	
	18 Grants payable			
	19 Deferred revenue			0
	20 Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21 Mortgages and other notes payable (attach schedule)	0	0	
	22 Other liabilities (describe ►)	0	0	
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	189,576	215,473	
	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 (see page 17 of the instructions)	189,576	215,473	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	189,576	215,473	

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	189,576
2 Enter amount from Part I, line 27a	2	18,157
3 Other increases not included in line 2 (itemize) ► See Attached Statement	3	8,022
4 Add lines 1, 2, and 3	4	215,755
5 Decreases not included in line 2 (itemize) ► See Attached Statement	5	282
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	215,473

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Attached Statement					
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 0	0	0	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	0	0	0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a 0	0	0	0		
b 0	0	0	0		
c 0	0	0	0		
d 0	0	0	0		
e 0	0	0	0		
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	25,534	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			{ If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }		3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009			0 000000
2008			0 000000
2007			0 000000
2006			0 000000
2005			0 000000

2 Total of line 1, column (d)

2 0 000000

3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by
the number of years the foundation has been in existence if less than 5 years

3 0 000000

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 0

5 Multiply line 4 by line 3

5 0

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

6 0

7 Add lines 5 and 6

7 0

8 Enter qualifying distributions from Part XII, line 4

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1 a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1 599
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
3	Add lines 1 and 2	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	
6	Credits/Payments	
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 92
b	Exempt foreign organizations—tax withheld at source	6b
c	Tax paid with application for extension of time to file (Form 8868)	6c 0
d	Backup withholding erroneously withheld	6d
7	Total credits and payments Add lines 6a through 6d	7 92
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8 0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	► 9 507
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	► 10 0
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ► 0 Refunded ► 11 0	11 0

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8b	X	
9		X
10		X

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____

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

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

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
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 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?

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

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► CA
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

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 on page 27)? If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

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 page 20 of the 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 ► N/A

14 The books are in care of ► WELLS FARGO BANK N A Telephone no ► 888-730-4933
Located at ► PO Box 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ► 94163

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 X No X
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 ►

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.

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? Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) Yes No

b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 1b X

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? ► 1c X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? Yes No
If "Yes," list the years ► 20....., 20....., 20....., 20.....

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 page 22 of the instructions) ► 2b N/A

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20....., 20....., 20....., 20.....

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No

b If "Yes," did it have excess business holdings in 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) ► 3b N/A

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

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? ► 4b X

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

5a	During the year did the foundation pay or incur any amount to					
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here			5b	N/A	
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d)</i>	N/A	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870</i>		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b	N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. PO Box 63954 MAC A0348-012 SAN FRANCIS	Trustee	4 00	2,752	0
		00	0	0
		00	0	0
		00	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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 (see page 23 of the instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

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

Amount

1 NONE	
2	

All other program-related investments. See page 24 of the instructions

3 NONE	
Total. Add lines 1 through 3	► 0

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see page 24 of the 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	224,786
b	Average of monthly cash balances	1b	14,757
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	239,543
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	239,543
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	3,593
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	235,950
6	Minimum investment return. Enter 5% of line 5	6	11,798

Part XI Distributable Amount (see page 25 of the 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	11,798
2a	Tax on investment income for 2010 from Part VI, line 5	2a	599
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	0
c	Add lines 2a and 2b	2c	599
3	Distributable amount before adjustments Subtract line 2c from line 1	3	11,199
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	11,199
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	11,199

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	11,753
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1b	0
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	0
a	Suitability test (prior IRS approval required)	4	11,753
b	Cash distribution test (attach the required schedule)	5	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	11,753
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				11,199
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			9,096	
b Total for prior years 20_____, 20_____, 20_____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005 NONE				
b From 2006 NONE				
c From 2007 NONE				
d From 2008 NONE				
e From 2009 NONE				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 11,753			9,096	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				2,657
e Remaining amount distributed out of corpus	0			
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:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				8,542
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

NA

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 page 28 of 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))

NONE

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

NONE

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

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the 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

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 Attached Statement				
Total			► 3a	10,000
b Approved for future payment NONE				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See page 28 of the instructions)	
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue						
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities						
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						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a _____						
b _____			0		0	0
c _____			0		0	0
d _____			0		0	0
e _____			0		0	0
12 Subtotal Add columns (b), (d), and (e)			0		32,181	0
13 Total Add line 12, columns (b), (d), and (e)				13		32,181
(See worksheet in line 13 instructions on page 29 to verify calculations)						

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	Not Applicable

BERDACH, OTTO P. T/U/W

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year**Recipient(s) paid during the year**

Name

CALF AQUATIC THERAPY & WELLNESS CTR

Street

6801 LONG BEACH BLDV

City LONG BEACH	State CA	Zip Code 90805	Foreign Country
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Relationship NONE	Foundation Status 501(c)(3) PUBLIC CHARITY
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Purpose of grant/contribution GENERAL SUPPORT GRANT	Amount 10,000
--	------------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
------	-------	----------	-----------------

Relationship	Foundation Status
--------------	-------------------

Purpose of grant/contribution	Amount 0
-------------------------------	-------------

Name

Street

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount 0
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Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals	
												Gross Sales	Cost, Other Basis and Expenses
1	X	WF ADV CAP GROWTH FD AD	949915631			2/10/2009		7/22/2010	17,734	13,533		4,201	25,534
2	X	WF ADV CAP GROWTH FD AD	949915631			2/10/2009		7/22/2010	1,467	1,243		224	
3	X	TAXABLE TOTAL RETURN BO	991283912			5/7/2009		7/22/2010					
4	X	TAXABLE TOTAL RETURN BO	991283912			8/7/2009		7/22/2010	2,136	1,877		259	
5	X	TAXABLE TOTAL RETURN BO	991283912			2/22/2010							
6	X	TAXABLE TOTAL RETURN BO	991283912			12/15/1975		7/22/2010	964	810		154	
7	X	INTERNATIONAL CORE STOC	994600906			1/31/2003		2/22/2010	2,909	1,833		1,076	
8	X	INTERNATIONAL CORE STOC	994600906			2/7/2003		2/22/2010	3,410	2,124		1,286	
9	X	INTERNATIONAL CORE STOC	994600906			9/30/2008		2/22/2010	7,372	3,524		3,848	
10	X	TAXABLE INTERMEDIATE TER	999708902			8/7/2009		7/22/2010	1,483	1,365		118	
11	X	TAXABLE INTERMEDIATE TER	999708902			2/22/2010		7/22/2010	185	181		4	
12	X	TAXABLE INTERMEDIATE TER	999708902			12/15/1975		7/22/2010	2,655	2,400		255	
13	X	CREDIT SUISSE COMM RT ST	22544R305			11/23/2010		12/6/2010	571	539		32	
14	X	HUSSMAN STRATEGIC GROW	44B108100			2/11/2008		7/22/2010	1,776	2,089		-313	
15	X	ISHARES TR S & P MIDCAP 40	464287507			2/6/2009		7/22/2010	11,991	8,430		3,561	
16	X	ISHARES S&P MIDCAP 400 GI	464287606			7/22/2010		12/6/2010	486	406		90	
17	X	KEELEY SMALL CAP VAL FD C	487300808			8/11/2009		7/22/2010	140	126		14	
18	X	KEELEY SMALL CAP VAL FD	487300808			8/11/2009		12/6/2010	4,533	3,353		1,180	
19	X	KEELEY SMALL CAP VAL FD C	487300808			4/20/2009		12/6/2010	323	190		133	
20	X	MAINSTAY EP US EQUITY-INS	560633J302			12/2/2008		2/22/2010	440	350		90	
21	X	MAINSTAY EP US EQUITY-INS	560633J302			12/2/2008		7/22/2010	16,507	13,323		3,184	
22	X	POWERSHARES DB COMMOD	73955S105			12/22/2008		11/19/2010	5,428	4,465		963	
23	X	POWERSHARES DB COMMOD	73955S105			2/6/2009		11/19/2010	1,135	930		205	
24	X	POWERSHARES DB COMMOD	73955S105			8/7/2009		11/19/2010	2,344	2,244		100	
25	X	POWERSHARES DB COMMOD	73955S105			2/22/2010		11/19/2010	370	359		11	
26	X	POWERSHARES DB COMMOD	73955S105			7/22/2010		11/19/2010	2,541	2,319		222	
27	X	SPDR DOWLSHIRE INTERNA	78463X863			8/7/2009		12/6/2010	319	262		57	
28	X	AMEX MATERIALS SPDR	81369Y100			2/22/2010		12/6/2010	185	162		23	
29	X	AMEX HEALTH CARE SPDR	81369Y209			2/22/2010		12/6/2010	371	378		-7	
30	X	AMEX CONSUMER DISCR SP	81369Y407			7/22/2010		12/6/2010	562	461		101	
31	X	AMEX ENERGY SELECT SPDF	81369Y506			2/22/2010		12/6/2010	661	568		93	
32	X	AMEX FINANCIAL SELECT SP	81369Y605			2/22/2010		12/6/2010	455	442		13	
33	X	AMEX INDUSTRIAL SPDR	81369Y704			7/22/2010		12/6/2010	681	584		97	
34	X	AMEX TECHNOLOGY SELECT	81369Y803			2/22/2010		12/6/2010	745	657		88	
35	X	TEMPLETON GLOBAL BOND F	880208400			5/11/2009		7/22/2010	137	125		12	
36	X	TEMPLETON GLOBAL BOND F	880208400			8/11/2009		7/22/2010	4,347	4,041		306	
37	X	TEMPLETON GLOBAL BOND F	880208400			11/19/2007		7/22/2010	143	128		15	
38	X	VANGUARD REIT VIPER	922908553			8/7/2009		7/22/2010	2,890	2,312		578	
39	X	VANGUARD REIT VIPER	922908553			8/7/2009		12/6/2010	494	347		147	
40	X	WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		2/22/2010	1	1		1	
41	X	WF ADV INDEX FUND-ADMIN	94975G686			2/10/2009		7/22/2010	16,119	12,003		4,116	
42	X	LT CG				12/31/2010			1,130	1,283		-1,283	
43	X	ST CG				12/31/2010						1,130	
44	X	POWERSHARE ST				12/31/2010						1	
45	X	POWERSHARE LT				12/31/2010						121	
46	X	POWERSHARE ADJ				12/31/2010						-1,351	
47	X	SECTION 1256				12/31/2010						144	

Line 16b (990-PF) - Accounting Fees

	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,055			1,055
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX				
2	ESTIMATED EXCISE TAX PAID	35			
3	FOREIGN TAX WITHHELD	98	98		
4					
5					
6					
7					
8					
9					
10					

133 98 0 0

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization. See attached statement	0	0	0	0
2	TRUSTEE FEES	2,752	2,064	0	688
3	ADR FEES				
4	STATE AG FEES	10			10
5	PARTNERSHIP EXPENSE	74	74		
6					
7					
8					
9					
10					

Part II, Line 13 (990-PF) - Investments - Other

	Item or Category	Basis of Valuation	171,994	202,473	239,168
		Book Value Beg. of Year	Book Value End of Year	FMV End of Year	
1	SEE ATTACHED STMT		202,473	239,168	
2	PRIOR YEAR	171,994			
3					
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1 Cost Basis Adjustment	1	1
2 Gain on PY Sales Settled in CY	2	5,954
3 Mutual Fund & CTF Income Additions	3	551
4 Undistributed CTF Capital Gain	4	366
5 Partnership Adjustment	5	1,150
6 Total	6	8,022

Line 5 - Decreases not included in Part III, Line 2

1 Mutual Fund & CTF Income Subtraction	1	123
2 PY Return of Capital Adjustment	2	159
3 Total	3	282

Part IV (990-BPF) - Capital Gains and Losses for Tax on Investment Income

Part VI, Line 6a (990-PF) - Estimated Tax Payments

- 1 Credit from prior year return
- 2 First quarter estimated tax payment
- 3 Second quarter estimated tax payment
- 4 Third quarter estimated tax payment
- 5 Fourth quarter estimated tax payment
- 6 Other payments
- 7 Total

Date	Amount
	1 57
	2
5/12/2010	3 35
	4
	5
	6 0
	7 92

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	9,096
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	9,096

Security Category	Account #	CUSIP	Asset Name	FMV	Units	Fed Cost
Invest - Other	808192	81369Y308	CONSUMER STAPLES SECTOR SPDR TR	4,484	153.0000	4,121
Invest - Other	808192	81369Y605	AMEX FINANCIAL SELECT SPDR	7,209	452.0000	6,476
Invest - Other	808192	81369Y100	AMEX MATERIALS SPDR	1,805	47.0000	1,476
Invest - Other	808192	81369Y803	AMEX TECHNOLOGY SELECT SPDR	8,187	325.0000	7,104
Invest - Other	808192	81369Y506	AMEX ENERGY SELECT SPDR	5,392	79.0000	4,244
Invest - Other	808192	999612906	TAXABLE SHORT-TERM BOND FUND	10,883	1328.7552	10,915
Invest - Other	808192	999708902	TAXABLE INTERMEDIATE TERM BD FD	10,000	1004.0309	9,224
Invest - Other	808192	991283912	TAXABLE TOTAL RETURN BOND FUND	9,982	1343.4786	8,729
Invest - Other	808192	81369Y886	AMEX UTILITIES SPDR	627	20.0000	603
Invest - Other	808192	464287705	ISHARES S&P MIDCAP 400 VALUE	6,675	84.0000	5,661
Invest - Other	808192	464287606	ISHARES S&P MIDCAP 400 GROWTH	8,158	81.0000	6,508
Invest - Other	808192	464287465	ISHARES MSCI EAFFE	33,593	577.0000	30,083
Invest - Other	808192	81369Y704	AMEX INDUSTRIAL SPDR	5,440	156.0000	4,545
Invest - Other	808192	81369Y209	AMEX HEALTH CARE SPDR	4,883	155.0000	4,502
Invest - Other	808192	81369Y407	AMEX CONSUMER DISCR SPDR	4,153	111.0000	3,399
Invest - Other	808192	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	8,386	682.3350	9,764
Invest - Other	808192	464287242	ISHARES IBOXX \$ INV GR CORP BD FD	4,554	42.0000	4,205
Invest - Other	808192	880208400	TEMPLETON GLOBAL BOND FD-ADV #616	5,165	380.9010	4,467
Invest - Other	808192	922908553	VANGUARD REIT VIPER	16,999	307.0000	9,397
Invest - Other	808192	922042858	VANGUARD EMERGING MARKETS ETF	14,877	309.0000	9,273
Invest - Other	808192	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	7,046	181.0000	4,650
Invest - Other	808192	949917538	WELLS FARGO ADV HI INC-INS #3110	9,739	1310.8160	9,481
Invest - Other	808192	487300808	KEELEY SMALL CAP VAL FD CLI #2251	11,147	443.9110	6,335
Invest - Other	808192	140995127	CAPITAL PARTNERS CORE EQUITY FUND	11,063	1026.2658	9,571
Invest - Other	808192	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	7,389	450.0000	6,971
Invest - Other	808192	94985D582	WELLS FARGO ADV INTL BOND-IS #4705	5,010	436.0000	4,914
Invest - Other	808192	589509108	MERGER FD SH BEN INT #260	4,592	291.0000	4,577
Invest - Other	808192	22544R305	CREDIT SUISSE COMM RT ST-CO #2156	11,731	1256.0000	11,279
				239,168		202,473
Savings & Temp Inv	808192	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	6,722	6721.7600	6,722
Savings & Temp Inv	808192	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	6,278	6278.2600	6,278
				13,000		13,000