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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

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

HELPPIE FAMILY CHARITABLE FOUNDATION

A Employer identification number

38-3374687

Number and street (or P O box number if mail is not delivered to street address)

17570 W. 12 MILE ROAD

Room/suite

B Telephone number

(248) 386-8300

City or town, state, and ZIP code

SOUTHFIELD, MI 48076

H Check type of organization

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 3,744,944. (Part I, column (d) must be on cash basis)

J Accounting method

☒ Cash☐ Accrual☐ Other (specify)C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**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)

Revenue	1 Contributions, gifts, grants, etc., received			N/A		
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
	3 Interest on savings and temporary cash investments					
	4 Dividends and interest from securities	111,200.	111,200.		STATEMENT 1	
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain or (loss) from sale of assets not on line 10	<33,871.>				
	b Gross sales price for all assets on line 6a	1,347,591.				
	7 Capital gain net income (from Part IV, line 2)		0.			
	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	<15,972.>	3,289.		STATEMENT 2		
12 Total. Add lines 1 through 11	61,357.	114,489.				
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.	
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees					
	b Accounting fees	STMT 3	2,500.	1,250.		1,250.
	c Other professional fees					
	17 Interest	169.	169.		0.	
	18 Taxes	STMT 4	1,181.	781.		0.
	19 Depreciation and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses					
	24 Total operating and administrative expenses. Add lines 13 through 23	3,850.	2,200.		1,250.	
	25 Contributions, gifts, grants paid	453,649.			453,649.	
26 Total expenses and disbursements. Add lines 24 and 25	457,499.	2,200.		454,899.		
27 Subtract line 26 from line 12						
a Excess of revenue over expenses and disbursements	<396,142.>					
b Net investment income (if negative, enter -0-)		112,289.				
c Adjusted net income (if negative, enter -0-)			N/A			

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			
	2 Savings and temporary cash investments	379,726.	13,671.	13,671.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 7	1,533,494.	2,029,899.	2,029,899.
	c Investments - corporate bonds STMT 8	1,480,494.	1,405,526.	1,405,526.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	380,424.	295,848.	295,848.	
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	3,774,138.	3,744,944.	3,744,944.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	3,774,138.	3,744,944.	
	30 Total net assets or fund balances	3,774,138.	3,744,944.	
31 Total liabilities and net assets/fund balances	3,774,138.	3,744,944.		

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	3,774,138.
2 Enter amount from Part I, line 27a	2	<396,142.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	370,709.
4 Add lines 1, 2, and 3	4	3,748,705.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	3,761.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,744,944.

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		P		
b KINDER MORGAN ENERGY PARTNERS LP		P		
c CAPITAL GAINS DIVIDENDS				
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 1,322,024.		1,366,683.	<44,659.>
b 17,533.		14,779.	2,754.
c 8,034.			8,034.
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			<44,659.>
b			2,754.
c			8,034.
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	<33,871.>
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	552,873.	3,783,243.	.146137
2008	488,190.	5,277,771.	.092499
2007	607,079.	6,383,929.	.095095
2006	491,310.	5,984,917.	.082091
2005	266,641.	4,984,237.	.053497

2 Total of line 1, column (d)	2	.469319
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	.093864
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,710,656.
5 Multiply line 4 by line 3	5	348,297.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,123.
7 Add lines 5 and 6	7	349,420.
8 Enter qualifying distributions from Part XII, line 4	8	454,899.

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	1,123.
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	1,123.
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	1,123.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	876.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	600.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	1,476.	
8 Enter any penalty for underpayment of estimated tax Check here <input 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	353.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input checked="" type="checkbox"/> 353. 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?		
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"/> MI		
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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		X	
Website address N/A				
14	The books are in care of MICHELE DEAN	Telephone no	248-593-9371	
	Located at P.O. BOX 607, BLOOMFIELD HILLS, MI	ZIP+4	48303	
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 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 N/A				

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

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

	Yes	No
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years N/A		
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	2b
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	3b
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

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

X

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

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD D. HELPPIE, JR. P.O. BOX 607 BLOOMFIELD HILLS, MI 48303	PRESIDENT/DIRECTOR 0.00	0.	0.	0.
LESLIE S. HELPPIE P.O. BOX 607 BLOOMFIELD HILLS, MI 48303	VICE PRESIDENT/DIRECTOR 0.00	0.	0.	0.
SUSAN M. SYNOR P.O. BOX 607 BLOOMFIELD HILLS, MI 48303	SECR/TREAS/DIRECTOR 0.00	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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,568,965.
b	Average of monthly cash balances	1b	198,198.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,767,163.
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	3,767,163.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	56,507.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,710,656.
6	Minimum investment return. Enter 5% of line 5	6	185,533.

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	185,533.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,123.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,123.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	184,410.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	184,410.
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	184,410.

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	454,899.
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	454,899.
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	1,123.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	453,776.

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				184,410.
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	457,727.			
b From 2006	201,279.			
c From 2007	303,975.			
d From 2008	227,023.			
e From 2009	365,565.			
f Total of lines 3a through e	1,555,569.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$	454,899.			
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				184,410.
e Remaining amount distributed out of corpus	270,489.			
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.	1,826,058.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 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	457,727.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,368,331.			
10 Analysis of line 9				
a Excess from 2006	201,279.			
b Excess from 2007	303,975.			
c Excess from 2008	227,023.			
d Excess from 2009	365,565.			
e Excess from 2010	270,489.			

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

- 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(i)(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))

RICHARD D. HELPPIE, JR.

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

NONE

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

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

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

SEE STATEMENT 10

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
SEE STATEMENT 11				
Total			3a	453,649.
b <i>Approved for future payment</i>				
NONE				
Total			3b	0.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCHWAB DIVIDENDS & INTEREST	119,234.	8,034.	111,200.
TOTAL TO FM 990-PF, PART I, LN 4	119,234.	8,034.	111,200.

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
KINDER MORGAN ENERGY PARTNERS, L.P.	<36.>	<36.>	
KINDER MORGAN ENERGY PARTNERS, L.P.	3,325.	3,325.	
KINDER MORGAN ENERGY PARTNERS, L.P.	<19,261.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<15,972.>	3,289.	

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	2,500.	1,250.		1,250.
TO FORM 990-PF, PG 1, LN 16B	2,500.	1,250.		1,250.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	781.	781.		0.
FEDERAL EXCISE TAX	400.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,181.	781.		0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
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DESCRIPTION	AMOUNT
UNREALIZED GAIN/LOSS	327,408.
DIFFERENCE BETWEEN TAX AND BOOK GAIN/LOSS ON INVESTMENT SALES	43,301.
TOTAL TO FORM 990-PF, PART III, LINE 3	370,709.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
DIFFERENCE BETWEEN TAX AND BOOK GAIN/LOSS ON SALE OF PARTNERSHIP UNITS	3,761.
TOTAL TO FORM 990-PF, PART III, LINE 5	3,761.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
1,000.3840 SHS COLUMBIA INTERNATIONAL VALUE	14,125.	14,125.
3,000.0000 SHS MAINSTAY ICAP SELECT EQUITY	105,660.	105,660.
1,478.1409 SHS ISHARES S&P 100 INDEX	83,766.	83,766.
1,752.9640 SHS TOUCHSTONE SANDS CAPITAL INSTL GROWTH	24,612.	24,612.
5,421.585 SHS CRM SMALL CAP VALUE INSTL	133,696.	133,696.
1,995.6690 SHS STRATTON SMALL CAP VALUE	99,025.	99,025.
1,000 SHS BARRICK GOLD CORP	53,180.	53,180.
600 SHS BP PLC ADR	26,502.	26,502.
1000 SHS CATERPILLER INC	93,660.	93,660.
1,000 SHS HESS CORPORATION	76,540.	76,540.
5,000 SHS IAMGOLD CORPORATION	89,000.	89,000.
400 SHS INTL BUSINESS MACHINES	58,704.	58,704.
400 SHS ISHARES MSCI BRIC IDX FD	19,652.	19,652.
2,600 SHS ISHARES MSCI EMERGING MARKETS INDX FD	123,869.	123,869.
1,400 SHS ISHARES S&P LATIN AMERICA 40 IDX	75,404.	75,404.
2,000 SHS MARKET VECTORS ETF TRUST AGRIBUSINESS	107,080.	107,080.
2,000 SHS MSCI AUS IDX FD	50,880.	50,880.
10,232.1550 SHS PIMCO EQS PATHFINDER FD	103,959.	103,959.
2,565.699 SHS VANGUARD GROWTH & INCOME	110,274.	110,274.
1,200.000 SHS BARCLAYS BANK IPATH ETN	93,192.	93,192.
2,000.000 SHS ADVISORSHARES TRUST ETF DENT TACTICAL	77,600.	77,600.

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1,750.000 SHS KINDER MORGAN ENERGY LP	122,955.	122,955.
3,000.000 SHS POWERSHARES INDIA ETF	76,260.	76,260.
575.000 SHS SPDR DOW JONES INDL AVG	66,487.	66,487.
900.000 SHS S&P DIVIDEND ETF	46,782.	46,782.
1,500.000 SHS S&P 500 VALUE ETF	97,035.	97,035.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,029,899.	2,029,899.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
14172.4080 SHS PIMCO LOW DURATION FUND	147,251.	147,251.
25,044.3190 SHS PIMCO TOTAL RETURN FUND	271,731.	271,731.
11,108.4460 SHS PIMCO REAL RETURN INSTL.	126,192.	126,192.
22,534.9710 SHS VANGUARD INTERM INVESTMENT GRADE INVESTOR	223,547.	223,547.
9,431.1660 SHS LOOMIS SAYLES STRATEGIC	139,393.	139,393.
4,913.6040 SHS MERK ABSOLUTE RETURN CURRENCY FD	50,463.	50,463.
17,181.2330 SHS MERK ASIAN CURRENCY FD	168,548.	168,548.
5,817.5080 SHS MERK HARD CURRENCY FUND	71,323.	71,323.
13,563.7040 SHS PIMCO DIVERSIFIED INCOME	155,169.	155,169.
50,000.000 SHS GOLDMAN SACHS	51,909.	51,909.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,405,526.	1,405,526.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
15,611.231 SHS CREDIT SUISSE COMMODITY RETURN STRATEGY	FMV	145,809.	145,809.
100,000 SHS CATHAY BANK N A	FMV	100,139.	100,139.
50,000 SHS PEOPLES BK	FMV	49,900.	49,900.
TOTAL TO FORM 990-PF, PART II, LINE 13		295,848.	295,848.

FORM 990-PF

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

STATEMENT 10

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

RICHARD HELPPIE
P.O. BOX 607
BLOOMFIELD HILLS, MI 48303

TELEPHONE NUMBER

248-386-8300

FORM AND CONTENT OF APPLICATIONS

WRITTEN REQUEST WITH PROOF OF CHARITABLE EXEMPT STATUS

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE ORGANIZATION WILL MAKE CONTRIBUTIONS TO OTHER CHARITABLE, RELIGIOUS OR EDUCATIONAL ORGANIZATIONS (SECTION 501 (C)(3)) WHICH ARE NOT PRIVATE FOUNDATIONS. IT IS EXPECTED THAT THE CONTRIBUTIONS WILL INCLUDE CONTRIBUTIONS TO ORGANIZATIONS INVOLVED WITH DISADVANTAGED AND MEDICALLY IMPAIRED CHILDREN, COMMUNITY IMPROVEMENT AND EDUCATION.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AAA CENTER FOR PREGNANCY COUNSELING 6510 SORENSEN PKWY OMAHA, NE 68152	N/A GENERAL FUND SUPPORT	PUBLIC CHARITY	500.
AGING AT HOME 111 WEST JOHN STREET, SUITE 205 SEATTLE, WA 98119	N/A HOME HEALTH RESOURCES FOR SENIORS AND FAMILY CAREGIVERS	PUBLIC CHARITY	15,225.
ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVENUE, FL. 17 CHICAGO, IL 60601	N/A SUPPORT FOR PEOPLE WITH AND TO FIND A CURE FOR ALZHEIMER'S DISEASE	PUBLIC CHARITY	100.
AMERICAN CANCER SOCIETY 20450 CIVIC CENTER DRIVE SOUTHFIELD, MI 48076	N/A RESEARCH	PUBLIC CHARITY	200.
AMERICAN DIABETES ASSOCIATION 1701 N. BEAUREGARD ST ALEXANDRIA, VA 22311	N/A RESEARCH	PUBLIC CHARITY	500.
AMERICAN LUNG ASSOCIATION 25900 GREENFIELD RD OAK PARK, MI 48237	N/A RESEARCH	PUBLIC CHARITY	150.
AUTISM SPEAKS 1 EAST 33RD STREET, 4TH FLOOR NEW YORK, NY 10016	N/A CHILD HEALTH ADVOCACY	PUBLIC CHARITY	500.
BEAUMONT HOSPITAL 3601 W. THIRTEEN MILE ROAD ROYAL OAK, MI 48073	N/A GENERAL FUND SUPPORT	PUBLIC CHARITY	10,000.

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BEYOND BASICS PO BOX 7 BLOOMFIELD HILLS, MI 48303	N/A DEVELOP FUNDAMENTAL EDUCATIONAL SKILLS FOR AT-RISK CHILDREN	PUBLIC CHARITY	500.
BIG HORN CHARITIES 535 MESQUITE HILLS PALM DESERT, CA 92211	N/A GENERAL FUND SUPPPORT	PUBLIC CHARITY	5,000.
CANYONLAND FIELD INSTUTUTE 1320 SOUTH HIGHWAY 191 MOAB, UT 84532	N/A ENVIRONMENTAL PROTECTION	PUBLIC CHARITY	1,000.
CHILDREN'S HOSPITAL OF DENVER 1830 FRANKLIN STREET DENVER, CO 80218	N/A GENERAL FUND SUPPPORT	PUBLIC CHARITY	10,000.
CHILDREN'S HOSPITAL OF MICHIGAN 3911 BEAUBIEN BLVD DETROIT, MI 48201	N/A CHILD HEALTH ADVOCACY	PUBLIC CHARITY	25,000.
CHILDRENS'S LEUKEMIA FOUNDATION 5455 CORPORATE DRIVE, SUITE 306 TROY, MI 48098	N/A CHILD HEALTH ADVOCACY	PUBLIC CHARITY	2,500.
COALITION ON TEMPORARY SHELTER 26 PETERBORO DETROIT, MI 48201	N/A ASSISTANCE TO INDIGENT FAMILIES	PUBLIC CHARITY	200.
CORNERSTONE SCHOOL 6861 E. NEVADA DETROIT, MI 48234	N/A VISION OF EXCELLENCE, CLASS SPONSORSHIP	PUBLIC CHARITY	75,000.
DETROIT RESCUE MISSION MINISTRIES 150 STIMSON ST DETROIT, MI 48201	N/A GENERAL FUND SUPPPORT	PUBLIC CHARITY	74,900.
DETROIT ZOOLOGICAL SOCIETY 8450 W. 10 MILE RD ROYAL OAK, MI 48067	N/A GENERAL FUND SUPPPORT	PUBLIC CHARITY	200.

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EQUEST CENTER FOR THERAPEUTIC RIDING 3777 RECTOR NE ROCKFORD, MI 49341	N/A EQUINE-BASED THERAPY TO PHYSICALLY AND MENTALLY CHALLENGED INDIVIDUALS	PUBLIC CHARITY	500.
EISENHOWER MEDICAL CENTER 39000 BOB HOPE DRIVE RANCH MIRAGE, CA 92270	N/A GENERAL FUND SUPPPORT	PUBLIC CHARITY	8,000.
FORGOTTEN HARVEST 21800 GREENFIELD ROAD OAK PARK, MI 48237	N/A TO RELIEVE HUNGER IN THE DETROIT METROPOLITAN COMMUN	PUBLIC CHARITY	150.
GEORGE W. BUSH PRESEDENTIAL CENTER PO BOX 600610 DALLAS, TX 75360	N/A TO ENDOW A PRESEDENTIAL ARCHIVAL DEPOSITORY OF PRESIDENT GEORGE W.	PUBLIC CHARITY	5,000.
GLEANERS COMMUNITY FOOD BANK 2131 BEAUFAIT DETROIT, MI 48207	N/A FIGHT AGAINST HUNGER	PUBLIC CHARITY	300.
GOODWILL INDUSTRIES 3111 GRAND RIVER DETROIT, MI 48208	N/A ASSISTANCE TO INDIGENT FAMILIES	PUBLIC CHARITY	250.
GRACE CENTERS OF HOPE 35 E. HURON ST PONTIAC, MI 48342	N/A ASSISTANCE TO INDIGENT FAMILIES	PUBLIC CHARITY	500.
HOPE CLINIC PO BOX 980311 YPSILANTI, MI 48198	N/A MEDICAL, DENTAL, AND SOCIAL SERVICES TO THE UNISURED	PUBLIC CHARITY	20,000.
HOPE LUTHERAN CHURCH 39200 W. TWELVE MILE ROAD FARMINGTON HILLS, MI 48331	N/A RELIGIOUS, CHURCH GIFT FUND	PUBLIC CHARITY	400.
HOSPICE OF MICHIGAN 400 MACK AVENUE DETROIT, MI 48201	N/A HEALTH CARE ASSISTANCE FOR PEOPLE WITH A TERMINAL ILLNESS	PUBLIC CHARITY	2,500.

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INTERLOCHEN PO BOX 199, 9900 DIAMOND PARK ROAD INTERLOCHEN, MI 49643	N/A TO SUPPORT ARTS EDUCATION	PUBLIC CHARITY	500.
JUVENILE DIABETES RESEARCH FOUNDATION 120 WALL STREET NEW YORK, NY 10005	N/A JUVENILE DIABETES RESEARCH FOR CURE	PUBLIC CHARITY	500.
LIGHTHOUSE OF OAKLAND COUNTY 46156 WOODWARD AVE PONTIAC, MI 48342	N/A ASSISTANCE TO INDIGENT FAMILIES	PUBLIC CHARITY	1,000.
LUTHERAN CHURCH OF THE REDEEMER 1800 W. MAPLE RD BIRMINGHAM, MI 48009	N/A RELIGIOUS, CHURCH GIFT FUND	PUBLIC CHARITY	52,100.
LUTHERAN HERITAGE FOUNDATION 51474 ROMEO PLANK ROAD MACOMB, MI 48042	N/A RELIGIOUS, CHURCH GIFT FUND	PUBLIC CHARITY	250.
MARCH OF DIMES 1275 MAMARONECK AVENUE WHITE PLAINS, NY 10605	N/A SUPPORT AND RESEARCH FOR THE HEALTH OF BABIES	PUBLIC CHARITY	100.
MICHIGAN HUMANE SOCIETY 30300 TELEGRAPH ROAD, SUITE 220 BINGHAM FARMS, MI 48025	N/A RESCUE, TREAT AND SHELTER ANIMALS	PUBLIC CHARITY	250.
MOUNT SINAI SCHOOL OF MEDICINE ONE GUSTAVE L. LEVY PLACE NEW YORK, NY 10029	N/A TO SUPPORT EDUCATION	PUBLIC CHARITY	1,000.
NEW LIFE CHURCH 11025 VOYAGER PKWY COLORADO SPRINGS, CO 80921	N/A RELIGIOUS, CHURCH GIFT FUND	PUBLIC CHARITY	5,000.
OPEN DOOR RESCUE MISSION 3442 MCDUGALL DETROIT, MI 48207	N/A ASSISTANCE TO PEOPLE IN NEED IN THE DETROIT AREA	PUBLIC CHARITY	300.

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PURPLE ROSE THEATRE 137 PARK STREET CHELSEA, MI 48118	N/A NEW YORK EVENT DONATION, 07-08 CHALLENGE	PUBLIC CHARITY	40,000.
RONALD MCDONALD HOUSE OF DETROIT 3911 BEAUBIEN BLVD DETROIT, MI 48201	N/A GENERAL FUND SUPPPORT	PUBLIC CHARITY	200.
SALVATION ARMY 16130 NORTHLAND DR SOUTHFIELD, MI 48075	N/A GENERAL FUND SUPPPORT	PUBLIC CHARITY	500.
SPECIAL OLYMPICS E. CAMPUS DRIVE, MT PLEASANT, MI 48859	N/A TO EMPOWER INDIVIDUALS WITH INTELLECTUAL DISABILITIE	PUBLIC CHARITY	250.
ST. JOHN HEALTH FOUNDATION 22101 MOROSS ROAD #102 DETROIT, MI 48236	N/A END OF LIFE CARE	PUBLIC CHARITY	20,000.
SUSAN G. KOMEN FOR THE CURE PO BOX 224523 DALLAS, TX 75222	N/A GENERAL FUND SUPPPORT	PUBLIC CHARITY	100.
THE BOTSFORD FOUNDATION 28050 GRAND RIVER AVENUE FARMINGTON HILLS, MI 48336	N/A GENERAL FUND SUPPPORT	PUBLIC CHARITY	25,000.
THE COMMUNITY HOUSE 380 SOUTH BATES STREET BIRMINGHAM, MI 48009	N/A PROVIDE EDUCATIONAL, CULTURAL, AND SOCIAL PROGRAMS TO AREA RESIDENTS	PUBLIC CHARITY	600.
THE HAVEN P.O. BOX 431045 PONTIAC, MI 48343	N/A ASSISTANCE TO ABUSED INDIVIDUALS	PUBLIC CHARITY	500.
THE OAKWOOD FOUNDATION 23400 MICHIGAN AVENUE STE 301 DEARBORN, MI 48124	N/A GENERAL FUND SUPPORT	PUBLIC CHARITY	33,474.

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TOYS FOR TOTS 18251 QUANTICO GATEWAY DR TRIANGLE, VA 22172	N/A COLLECT TOYS AS GIFTS FOR NEEDY CHILDREN	PUBLIC CHARITY	250.
UNIVERSITY OF HAWAII FOUNDATION 2444 DOLE STREET, BACHMAN HALL 105 HONOLULU, HI 69822	N/A ASSISTANCE FOR THE UNIVERSITY OF HAWAII AND ITS STUD	PUBLIC CHARITY	3,000.
UNIVERISTY OF MICHIGAN SCHOOL OF MUSIC, THEATER & DANCE 1100 BAITS DRIVE ANN ARBOR, MI 48109	N/A ASSISTANCE FOR THE UNIVERISTY OF MICHIGAN PERFORMING ARTS PROGRAM	PUBLIC CHARITY	500.
WAYNE-WESTLAND COMMUNITY SCHOOLS 36745 MARQUETTE WESTLAND, MI 48185	N/A TO SUPPORT EDUCATION	PUBLIC CHARITY	9,000.
VARIETY THE CHILDREN'S CHARITY 5757 WILSHIRE BLVD., SUITE 445 LOS ANGELES, CA 90036	N/A DEDICATED TO IMPROVING THE LIVES OF CHILDREN LOCALLY AND AROUND THE WORLD	PUBLIC CHARITY	200.

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

453,649.