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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 SERVANT'S HEART FOUNDATION, INC.		A Employer identification number 58-2218044
Number and street (or P.O. box number if mail is not delivered to street address) 3414 PEACH TREE ROAD N.E. NO. 1144		B Telephone number (949) 759-3456
City or town, state, and ZIP code ATLANTA, GA 30326		C If exemption application is pending, check here ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,193,290.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(Part I, column (d) must be on cash basis)		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)
1 Contributions, gifts, grants, etc., received		15,000.		N/A	
2 Check ☐ If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		5,063.	5,063.		STATEMENT 1
4 Dividends and interest from securities		280,763.	280,763.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		153,443.			
b Gross sales price for all assets on line 6a		1,529,518.			
7 Capital gain net income (from Part IV, line 2)			153,443.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less return and allowances					
b Less cost of goods sold					
c Gross profit or (loss)					
11 Other income		-227,534.	-244,026.		STATEMENT 3
12 Total. Add lines 1 through 11		226,735.	195,243.		
13 Compensation of officers, directors, trustees, etc.		61,839.	19,777.		42,062.
14 Other employee salaries and wages		39,406.	25,241.		14,165.
15 Pension plans, employee benefits		2,567.	1,504.		1,063.
16a Legal fees STMT 4		641.	641.		0.
b Accounting fees					
c Other professional fees STMT 5		30,086.	29,424.		662.
17 Interest					
18 Taxes STMT 6		13,012.	4,956.		8,056.
19 Depreciation and depletion		3,062.	0.		
20 Occupancy		37,311.	18,282.		19,029.
21 Travel, conferences, and meetings		11,063.	0.		11,063.
22 Printing and publications					
23 Other expenses STMT 7		17,492.	9,082.		7,561.
24 Total operating and administrative expenses. Add lines 13 through 23		216,479.	108,907.		103,661.
25 Contributions, gifts, grants paid		661,601.			661,601.
26 Total expenses and disbursements. Add lines 24 and 25		878,080.	108,907.		765,262.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-651,345.			
b Net investment income (if negative, enter -0-)			86,336.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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	81,924.	5,128.	5,128.
	2 Savings and temporary cash investments	245,625.	138,348.	138,348.
	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 9	1,417,686.	1,450,225.	1,433,041.
	c Investments - corporate bonds STMT 10	2,719,985.	2,196,989.	2,248,866.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	5,470,223.	5,507,904.	5,356,908.
	14 Land, buildings, and equipment: basis ▶ 83,733.			
	Less: accumulated depreciation STMT 12 ▶ 72,734.	14,061.	10,999.	10,999.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	9,949,504.	9,309,593.	9,193,290.
	17 Accounts payable and accrued expenses	119,769.		
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 13)	0.	114,870.	
	23 Total liabilities (add lines 17 through 22)	119,769.	114,870.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	16,132,621.	16,132,621.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-6,302,886.	-6,937,898.	
	30 Total net assets or fund balances	9,829,735.	9,194,723.	
	31 Total liabilities and net assets/fund balances	9,949,504.	9,309,593.	

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	9,829,735.
2 Enter amount from Part I, line 27a	2	-651,345.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	16,333.
4 Add lines 1, 2, and 3	4	9,194,723.
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	9,194,723.

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 CAPITAL GAINS THRU K-1 INVESTMENTS	P		
c CAPITAL GAINS THRU K-1 INVESTMENTS	P		
d CAPITAL GAINS DIVIDENDS			
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 1,430,001.		1,376,075.	53,926.
b 14,009.			14,009.
c 59,896.			59,896.
d 25,612.			25,612.
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			53,926.
b			14,009.
c			59,896.
d			25,612.
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	153,443.
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	1,614,454.	9,990,518.	.161599
2008	851,637.	11,042,682.	.077122
2007	690,800.	11,839,443.	.058347
2006	1,018,834.	11,690,533.	.087150
2005	943,818.	11,856,097.	.079606

2 Total of line 1, column (d)	2	.463824
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	.092765
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	9,044,983.
5 Multiply line 4 by line 3	5	839,058.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	863.
7 Add lines 5 and 6	7	839,921.
8 Enter qualifying distributions from Part XII, line 4	8	765,262.

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 ☐ 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 ☐ and enter 1% of Part I, line 27b		1	1,727.
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	1,727.
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	1,727.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	11,127.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	11,127.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ 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	9,400.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☐ 9,400. Refunded ☐	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
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	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	3	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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	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?	6	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.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>CA, GA</u>		
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	8b	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	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► COURTNEY WATSON Telephone no. ► (949) 759-3456 Located at ► 14 CORPORATE PLAZA, STE 200, NEWPORT BEACH, CA ZIP+4 ► 92660			
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? 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 ►	16	Yes	No 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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☒ 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 ☒ 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? If "Yes," list the years ►	☐ Yes ☒ No	
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?	☒ 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 X
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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

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 ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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 14		61,839.	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 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
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 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.

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,985,915.
b	Average of monthly cash balances	1b	198,654.
c	Fair market value of all other assets	1c	4,998,155.
d	Total (add lines 1a, b, and c)	1d	9,182,724.
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	9,182,724.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	137,741.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,044,983.
6	Minimum investment return. Enter 5% of line 5	6	452,249.

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	452,249.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,727.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,727.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	450,522.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	450,522.
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	450,522.

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	765,262.
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	765,262.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	765,262.

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				450,522.
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	360,096.			
b From 2006	452,654.			
c From 2007	101,291.			
d From 2008	316,060.			
e From 2009	1,115,674.			
f Total of lines 3a through e	2,345,775.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	765,262.			
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) **	765,262.			
d Applied to 2010 distributable amount				0.
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))	450,522.			450,522.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,660,515.			
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	2,660,515.			
10 Analysis of line 9:				
a Excess from 2006	362,228.			
b Excess from 2007	101,291.			
c Excess from 2008	316,060.			
d Excess from 2009	1,115,674.			
e Excess from 2010	765,262.			

** SEE STATEMENT 15

Form 990-PF (2010)

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 17				
Total			3a	661,601.
b Approved for future payment				
NONE				
Total			3b	0.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Richard M. Hager
Signature of officer or trustee

11/24/18
Date

TREASURER
Title

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date	
------	--

Check ☐ self-employed

PTIN	
------	--

DANIEL J. KENNEDY

Sik

11/4/11

Firm's name ► **NEWPORT ASSETS, INC.**

Firm's EIN ▶

Firm's address ► 14 CORPORATE PLAZA, STE 200
NEWPORT BEACH, CA 92660

Phone no. (949) 759-5876

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

SERVANT'S HEART FOUNDATION, INC.

Employer identification number

58-2218044

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 foundation

Check 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

SERVANT'S HEART FOUNDATION, INC.

58-2218044

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SAFFELL FAMILY TRUST 39 MONTECITO DRIVE CORONA DEL MAR, CA 92625	\$ 15,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

SERVANT'S HEART FOUNDATION, INC.

58-2218044

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

SERVANT'S HEART FOUNDATION, INC.

58-2218044

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

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE	04 98	SL	7.00	16	16,814.			16,814.	16,813.		0.
2	COMPUTERS	04 98	SL	5.00	16	11,431.			11,431.	11,431.		0.
3	OFFICE EQUIPMENT	04 98	SL	5.00	16	14,842.			14,842.	14,842.		0.
4	FURNITURE	04 99	SL	7.00	16	489.			489.	489.		0.
5	SOFTWARE	04 99	SL	5.00	16	6,736.			6,736.	6,735.		0.
6	OFFICE EQUIPMENT	04 99	SL	5.00	16	663.			663.	663.		0.
7	COMPUTERS	03 01 02	SL	5.00	16	9,745.			9,745.	9,745.		0.
8	SOFTWARE	01 02	SL	5.00	16	799.			799.	799.		0.
10	FURNITURE	10 28 03	SL	7.00	16	571.			571.	571.		0.
12	COMPUTERS	06 23 03	SL	5.00	16	210.			210.	210.		0.
13	FURNITURE	12 13 07	SL	7.00	16	7,874.			7,874.	3,375.		1,125.
14	FURNITURE	12 13 07	SL	7.00	16	4,161.			4,161.	1,782.		594.
15	FURNITURE	04 04 08	SL	7.00	16	2,154.			2,154.	539.		308.
16	FURNITURE	04 09 08	SL	7.00	16	1,448.			1,448.	362.		207.
17	FURNITURE	04 18 08	SL	7.00	16	437.			437.	104.		62.
18	FURNITURE	04 18 08	SL	7.00	16	1,168.			1,168.	278.		167.
19	FURNITURE	05 16 08	SL	7.00	16	867.			867.	196.		124.
20	FURNITURE	06 09 08	SL	7.00	16	2,199.			2,199.	497.		314.

028102
05-01-10

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
21	FURNITURE	06/27/08	SL	7.00	16	1,125.			1,125.	241.		161.
	* TOTAL 990-PF PG 1					83,733.		0.	83,733.	69,672.	0.	3,062.
	DEPR											

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CD INVESTMENT INCOME	5,050.
SCHWAB MONEY MARKET	13.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	5,063.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST & DIVIDENDS THRU K-1 INVESTMENTS	135,398.	0.	135,398.
PIMCO BOND FUNDS	151,181.	23,375.	127,806.
SCHWAB MUTUAL FUNDS	15,788.	2,237.	13,551.
WESTMONT MUTUAL FUNDS	4,008.	0.	4,008.
TOTAL TO FM 990-PF, PART I, LN 4	306,375.	25,612.	280,763.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME THRU K-1 INVESTMENTS NET OF UBTI	-225,599.	-225,599.	
UBTI THRU K-1 INVESTMENTS	16,492.	0.	
PINEGROVE	-18,427.	-18,427.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-227,534.	-244,026.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	641.	641.		0.
TO FM 990-PF, PG 1, LN 16A	641.	641.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT CONSULTING	28,893.	28,893.		0.
PAYROLL FEES	1,193.	531.		662.
TO FORM 990-PF, PG 1, LN 16C	30,086.	29,424.		662.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	2,000.	0.		2,000.
STATE TAX	10.	0.		10.
PAYROLL TAXES	9,707.	4,316.		5,391.
PROPERTY TAX	168.	0.		168.
OTHER TAX	487.	0.		487.
FOREIGN TAX	640.	640.		0.
TO FORM 990-PF, PG 1, LN 18	13,012.	4,956.		8,056.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	4,270.	4,270.		0.
POSTAGE & DELIVERY	475.	242.		233.
OFFICE SUPPLIES & EXPENSE	6,893.	3,517.		3,376.
PROGRAM EXPENSES	2,091.	0.		2,091.
TELEPHONE & INTERNET	2,065.	1,053.		1,012.
MEALS	1,698.	0.		849.
TO FORM 990-PF, PG 1, LN 23	17,492.	9,082.		7,561.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT 8
DESCRIPTION		AMOUNT
CUMULATIVE REALIZED AND UNREALIZED GAINS AND LOSSES		16,333.
TOTAL TO FORM 990-PF, PART III, LINE 3		16,333.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - STOCKS	1,450,225.	1,433,041.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,450,225.	1,433,041.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - BONDS	2,196,989.	2,248,866.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,196,989.	2,248,866.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MAP - 1999A	COST	77,853.	64,785.
CMS EQUITY PARTNERS	COST	58,875.	13,541.
CMS/MONTAUK SECONDARY BUYOUT FUND LP	COST	2,436.	29,551.
CMS TECHNOLOGY PARTNERS	COST	58,877.	16,730.
MAJESTY II, LP	COST	482,719.	491,204.
CSA ABSOLUTE FUND	COST	155,000.	0.
MAP - 2003	COST	193,957.	160,088.
DOERGE LOAN FUND	COST	62,109.	63,000.
NATIONAL FINANCIAL LENDING, LLC	COST	100,572.	85,903.
MAP - 2004	COST	232,636.	226,821.
14 CORPORATE PLAZA FIXED INCOME	COST	818,343.	815,731.
BUCHANAN FUND V	COST	173,368.	139,697.
RCP FUND III	COST	215,453.	259,109.
SIGULAR GUFF DISTR OP FD II	COST	439,728.	447,422.
SIGULAR GUFF BRIC	COST	216,274.	302,820.
PHARRIS VISALIA	COST	26,230.	71,411.
KAYNE ANDERSON ENERGY FUND IV	COST	84,577.	135,465.
KAYNE ANDERSON MIDSTREAM ENERGY	COST	250,000.	196,263.
NORTHGATE PRIVATE EQUITY PTNRS III	COST	135,389.	130,242.
REDLINE HOLDINGS	COST	167,447.	150,000.
SIGULER GUFF SBOF	COST	148,696.	178,224.
TCW ENERGY FUND XIV-A, LP	COST	153,348.	172,354.
TURNER OPPORTUNITY FUND	COST	66,704.	73,777.
FNE HOLDINGS, LLC	COST	116,092.	42,741.
TGV-ARCUS FUNDING, LLC	COST	480,781.	477,333.
UTAH 442 INVESTORS, LLC	COST	237,519.	239,812.
ENCINITAS 9 INVESTORS, LLC	COST	43,826.	43,330.
ASLAN RESIDENTIAL IV FUND, LLC	COST	199,555.	200,000.
KIJIJI LOAN	COST	15,000.	15,000.
RCP SECONDARY OPP. FUND	COST	94,540.	114,554.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,507,904.	5,356,908.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE	16,814.	16,813.	1.
COMPUTERS	11,431.	11,431.	0.
OFFICE EQUIPMENT	14,842.	14,842.	0.
FURNITURE	489.	489.	0.
SOFTWARE	6,736.	6,735.	1.

SERVANT'S HEART FOUNDATION, INC.

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OFFICE EQUIPMENT	663.	663.	0.
COMPUTERS	9,745.	9,745.	0.
SOFTWARE	799.	799.	0.
FURNITURE	571.	571.	0.
COMPUTERS	210.	210.	0.
FURNITURE	7,874.	4,500.	3,374.
FURNITURE	4,161.	2,376.	1,785.
FURNITURE	2,154.	847.	1,307.
FURNITURE	1,448.	569.	879.
FURNITURE	437.	166.	271.
FURNITURE	1,168.	445.	723.
FURNITURE	867.	320.	547.
FURNITURE	2,199.	811.	1,388.
FURNITURE	1,125.	402.	723.
TOTAL TO FM 990-PF, PART II, LN 14	83,733.	72,734.	10,999.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
NON-INTEREST BEARING NOTES PAYABLE	0.	114,870.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	114,870.

FORM 990-PF

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

STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PAUL A. NEFF 25 SAN MATEO WAY CORONA DEL MAR, CA 92625	DIRECTOR 9.00	0.	0.	0.
KATHY A. NEFF 25 SAN MATEO WAY CORONA DEL MAR, CA 92625	DIRECTOR 4.00	0.	0.	0.
RICHARD HAUGEN 8 BLUFF VIEW IRVINE, CA 92612	TREASURER 5.00	19,778.	0.	0.
BECKY BEAN 14 CORPORATE PLAZA NEWPORT BEACH, CA 92660	SECRETARY 32.00	38,061.	0.	0.
HEIDI SISTO 14 CORPORATE PLAZA NEWPORT BEACH, CA 92660	SECRETARY 32.00	4,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		61,839.	0.	0.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 15

THE SERVANT'S HEART FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR
QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX
YEAR'S UNDISTRIBUTED INCOME AS BEING MADE OUT OF CORPUS

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 16

NAME OF MANAGER

PAUL A. NEFF
KATHY A. NEFF

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 17

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN FRIENDS OF ZANAAFRICA 270 LAFAYETTE ST, STE 1301 NEW YORK, NY 10012			1,650.
BARNABAS GROUP 129 AVENIDA COTA SAN CLEMENTE, CA 92672			2,500.
BIRTH CHOICE 415 N SYCAMORE, STE 200 SANTA ANA, CA 92701			25,140.
EVERY GENERATION MINISTRIES PO BOX 891179 TEMECULA, CA 92589			22,748.
CAMPUS CRUSADE FOR CHRIST 100 LAKE HART DR ORLANDO, FL 32832			100.
FIJI KINDE 45 EMERALD BAY LAGUNA BEACH, CA 92651			15,744.

FREE WHEELCHAIR MISSION 9341 IRVINE BLVD IRVINE, CA 92618	33,100.
FRISTERS PO BOX 5790 NEWPORT BEACH, CA 92658	3,500.
ENGLISH LANGUAGE INSTITUTE/CHINA 1629 BLUE SPRUCE DR FORT COLLINS, CO 80524	500.
JOHN STOTT MINISTRIES 5483 GULFSTAR COURT WINDSOR, CO 80528	7,000.
MARINERS CHURCH 5001 NEWPORT COAST DRIVE IRVINE, CA 92612	363,728.
JESUS ONLINE MINISTRIES 5482 BEACH BLUFF DR FREELAND, WA 98249	5,000.
LIVING WORD CHURCH BOX 62 WHITEHALL, MI 49461	900.
ORANGE COUNTY RESCUE MISSION BOX 4007 SANTA ANA, CA 92702	1,000.
NATIONAL CHRISTIAN FOUNDATION, INC 1100 JOHNSON FERRY ROAD, #900 ATLANTA, GA 30342	98,434.
OLIVE CREST 2130 EAST 4TH STREET SANTA ANA, CA 92705	1,000.

PLUMAS SIERRA 4H JR. LIVESTOCK
208 FAIRGROUNDS RD QUINCY, CA
95971

9,578.

PRIORITY LIVING
4500 CAMPUS DRIVE, #550 NEWPORT
BEACH, CA 92660

1,000.

PRAYER BREAKFAST NETWORK
BOX 2119 OCEANSIDE, CA 92051

300.

TAHQUITZ PINES
BOX 12733 NEWPORT BEACH, CA
92658

100.

MARINERS CHURCH - LOVING HEARTS
BABIES HOME
5001 NEWPORT COAST DRIVE
IRVINE, CA 92612

9,299.

THE SEED COMPANY
3030 MATLOCK RD. SUITE 104
ARLINGTON, TX 76015

17,200.

WHITWORTH COLLEGE
300 WEST HAWTHORNE ROAD
SPOKANE, WA 99218

27,800.

WORLD BIBLE SOCIETY
PO BOX 5000 COSTA MESA, CA
92628

13,000.

WORLD IMPACT
2001 S VERMONT LOS ANGELES, CA
90007

1,280.

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

661,601.

Security Description	Symbol	Sale Date	Purchase Date	Quantity	Proceeds	Cost	Gain/ Loss		Long Term Gain/Loss (\$)	Short Term Gain/Loss (\$)
							(\$)			
Pimco Total Return Fund	PTTRX	3/22/2010	9/20/2005	13,896.458	153,000.00	148,831.07	4,168.93		4,168.93	
Pimco Total Return Fund	PTTRX	6/7/2010	9/20/2005	5,381.166	60,000.00	57,632.29	2,367.71		2,367.71	
Pimco Total Return Fund	PTTRX	6/28/2010	9/20/2005	5,333.333	60,000.00	57,119.96	2,880.04		2,880.04	
Pimco Total Return Fund	PTTRX	10/15/2010	various	5,132.592	60,000.00	54,940.62	5,059.38		5,059.38	
Pimco Total Return Fund	PTTRX	10/26/2010	various	3,087.479	36,000.01	32,439.61	3,560.40		3,560.40	
Pimco Total Return Fund	PTTRX	11/26/2010	various	5,221.932	60,000.00	54,175.06	5,824.94		5,824.94	
Pimco Total Return Fund	PTTRX	12/2/2010	various	66,635.601	715,000.00	700,313.60	14,686.40		14,686.40	
Pimco Low Duration Fund	PTLDX	3/29/2010	various	9,779.482	102,000.00	98,218.58	3,781.42		3,781.42	
Pimco Low Duration Fund	PTLDX	6/7/2010	various	3,831.418	40,000.00	38,439.45	1,560.55		1,560.55	
Pimco Low Duration Fund	PTLDX	6/28/2010	various	3,813.155	40,000.00	36,424.42	3,575.58		2,998.59	576.99
Pimco Low Duration Fund	PTLDX	10/18/2010	various	3,734.827	40,000.00	37,384.62	2,615.38		2,615.38	
Pimco Low Duration Fund	PTLDX	10/26/2010	various	2,242.991	24,000.00	22,452.34	1,547.66		1,547.66	
Pimco Low Duration Fund	PTLDX	11/26/2010	various	3,766.478	40,000.00	37,702.45	2,297.55		2,297.55	
Total Pimco account #107405							53,925.93		53,348.94	576.99