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ΑJ

Return of Private Foundation

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

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

| For | caler | dar year 2010, or tax year beginning | | , and ending | ` | | |
|---------------------------------------|--------------|---|--|---|--|---|--|
| G (| heck | all that apply. Initial return | Initial return of a fo | rmer public charity | Final retur | n | |
| | | Amended return | Address chang | ge <u> </u> | Name change | | |
| Na | ne of | foundation | _ | | A Employer Identification number | | |
| | | JOHN AND MARILYN WELL FAMILY FOUNDATION | | 68-0526423 | 7 | | |
| Nuz | nher s | nd street (or PO box number if mail is not delivered to street | address) | Room/suite | | | |
| "" | | C/O SINGER BURKE&CO, 6 | · · | | B Telephone number (818) 774- | -1000 | |
| Cit | or t | own, state, and ZIP code | OIS BIREBOIL B. | <u> </u> | C If exemption application is | | |
| " | | ENCINO, CA 91316 | | | D 1. Foreign organization | | |
| Н | heck | type of organization X Section 501(c)(3) ex | empt private foundation | | Foreign organizations m check here and attach c | eeting the 85% test, | |
| | <u>] Se</u> | ction 4947(a)(1) nonexempt charitable trust | Other taxable private founda | tion | E If private foundation st | • | |
| l Fa | ur ma | arket value of all assets at end of year J Accounti | ng method X Cash | Accrual | under section 507(b)(1 | | |
| | | | her (specify) | | F If the foundation is in a | | |
| | \$ | 11,210,194. (Part I, colu | | | under section 507(b)(1 | 4.00 | |
| <u> </u> | <u>irt l</u> | (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 | 915,505. | *************************************** | N/A | | |
| | 2 | Check If the foundation is not required to attach Sch B Interest on savings and temporary | | ···· | 1141111 | | |
| | 3 | cash investments | 150,519. | 148,105. | | STATEMENT 2 | |
| | 4 | Dividends and interest from securities | 103,136. | 103,136. | | STATEMENT 3 | |
| | Ι. | Gross rents | | | | | |
| | ۱ ـ | Net rental income or (loss) | 165,977. | H'II 'II. ' ' I' | ************************************** | STATEMENT 1 | |
| λue | h | Net gain or (loss) from sale of assets not on line 10 Gross sales price for all 3,803,997. | 103/5//. | ······ | | DIMIERRAL I | |
| Revenue | 7 | assets on line 6a | ······································ | 386,784. | ************************************** | | |
| ď | 8 | Net short-term capital gain | | | | | |
| | 9 | Income modifications | 1 | !!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!!! | | | |
| | 10a | Gross sales less returns and allowances | | | | | |
| | b | Less Cost of goods sold | | | | | |
| | C | Gross profit or (loss) | | | | | |
| | 11 | Other Income Total. Add lines I through IVED | 1 225 127 | 620 005 | | | |
| | 12 | | 1,335,137. | 638,025. | | | |
| | 13 | Compensation of officers, directors, trustees, etc. | 0. | 0. | | 0. | |
| | 15 | Other employee salaries and wages the Pension plans, employee benefits Legal fees | | - | · | | |
| es | 162 | Legal fees C | | · · · · · · · · · · · · · · · · · · · | | | |
| ens | b | Accounting feeDGDEN, UT | | | | | |
| Exp | | Other professional fees | | | | | |
| ĕ. | 17 | Interest | | | | | |
| Operating and Administrative Expenses | 18 | Taxes STMT 4 | 2,386. | 0. | | 0. | |
| inis | 19 | Depreciation and depletion | | | - · · · · · | | |
| m P | 20 | Occupancy | | | | | |
| ρ | 21 22 | Travel, conferences, and meetings Printing and publications | | | | <u> </u> | |
| ga | 23 | Other expenses STMT 5 | 13,436. | 9,980. | | 3,456. | |
| atin | 24 | Total operating and administrative | 10,100 | 2,200. | | J/130. | |
| per | | expenses. Add lines 13 through 23 | 15,822. | 9,980. | | 3,456. | |
| Ō | 25 | Contributions, gifts, grants paid | 1,065,094. | | | 1,065,094. | |
| | 26 | Total expenses and disbursements. | | | | | |
| | <u> </u> | Add lines 24 and 25 | 1,080,916. | 9,980. | | 1,068,550. | |
| | 27 | Subtract line 26 from line 12 | 254 224 | | · | | |
| | ı | Excess of revenue over expenses and disbursements | 254,221. | 620 045 | | | |
| | l | Net investment income (if negative, enter -0-) | | 628,045. | 37 / B | | |
| 0235 | C | Adjusted net income (If negative, enter -0-) | | | N/A | <u> </u> | |

12-07-10 LHA For Paperwork Reduction Act Notice, see the instructions.

Form **990-PF** (2010).

Page 2

| | art | Balance Sheets Attached schedules and amounts in the description | Beginning of year | End of | year |
|-----------------------------|------|--|--------------------|----------------|---------------------------|
| | arı | column should be for end-of-year amounts only | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| | 1 | Cash - non-interest-bearing | 10,807. | 5,645. | 5,645. |
| | 2 | Savings and temporary cash investments | 455,198. | 443,385. | 443,385. |
| | 3 | Accounts receivable - | | | |
| | | Less allowance for doubtful accounts | <u> </u> | | |
| | 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 | | | |
| sts | 8 | Inventories for sale or use | | | |
| Assets | 9 | Prepaid expenses and deferred charges | | | |
| ⋖ | 10a | Investments - U.S. and state government obligations STMT 6 | 2,481,346. | 2,175,789. | |
| | b | Investments - corporate stock STMT 7 | 1,193,420. | 1,364,690. | 1,697,681. |
| | C | Investments - corporate bonds STMT 8 | 1,375,758. | 1,805,706. | 1,868,657. |
| | 11 | Investments - land, buildings, and equipment basis | | | |
| | | Less accumulated depreciation | | | |
| | 12 | Investments - mortgage loans | | | |
| | 13 | Investments - other STMT 9 | 3,700,760. | 3,676,295. | 5,000,142. |
| | 14 | Land, buildings, and equipment basis | | | |
| | | Less accumulated depreciation | | | |
| | 15 | Other assets (describe | | | |
| | | | | | |
| _ | 16 | Total assets (to be completed by all filers) | 9,217,289. | 9,471,510. | 11,210,194. |
| | 17 | Accounts payable and accrued expenses | | | |
| | 18 | Grants payable | | | |
| es | 19 | Deferred revenue | | | |
| Liabilities | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | |
| iat | 21 | Mortgages and other notes payable | | | |
| _ | 22 | Other liabilities (describe | | | |
| | | | | | |
| _ | 23 | Total liabilities (add lines 17 through 22) | 0. | 0. | |
| | | Foundations that follow SFAS 117, check here | | | |
| S | | and complete lines 24 through 26 and lines 30 and 31. | | | |
| Š | 1 | Unrestricted | | | |
| ala | 25 | Temporarily restricted | | | |
| B | 26 | Permanently restricted Foundations that do not follow SFAS 117, check here | | | |
| F | l | • | | | |
| ō | 27 | and complete lines 27 through 31. | 0. | 0. | |
| Net Assets or Fund Balances | 1 | Capital stock, trust principal, or current funds Paid-in or capital surplus, or land, bldg, and equipment fund | 0. | 0. | |
| ASS | 29 | Retained earnings, accumulated income, endowment, or other funds | 9,217,289. | 9,471,510. | |
| et | 30 | Total net assets or fund balances | 9,217,289. | 9,471,510. | |
| Z | 30 | I Ord i liet assers of initia halatices | 5,211,209. | 9,4/1,510. | |
| | 31 | Total llabilities and net assets/fund balances | 9,217,289. | 9,471,510. | |
| | | | | 3/1/1/310. | |
| F | art | Analysis of Changes in Net Assets or Fund B | alances | | |
| 1 | Tota | net assets or fund balances at beginning of year - Part II, column (a), line | 30 | | |
| | | t agree with end-of-year figure reported on prior year's return) | | 1 | 9,217,289. |
| 2 | Ente | amount from Part I, line 27a | | 2 | 254,221. |
| 3 | Othe | r increases not included in line 2 (itemize) | | 3 | 0. |
| 4 | | lines 1, 2, and 3 | | 4 | 9,471,510. |
| 5 | | eases not included in line 2 (itemize) | | | 0. |
| 6 | Tota | net assets or fund balances at end of year (line 4 minus line 5) - Part II, co | olumn (b), line 30 | 6 | 9,471,510. |
| | | | | | Form 990-PF (2010) |

| | | and(s) of property sold (e or common stock, 200 st | | | P - | ow acquired Purchase Donation | (c) Da (mo | te acquired , day, yr) | (d) Date sold (mo , day, yr) |
|--|--|--|---|--|------------------------------------|--|----------------------------|----------------------------------|--|
| <u>1a</u> | | | | | ļ | | | | |
| b SEE ATTACHI | ED STA | TEMENT | | | ļ | | | | <u> </u> |
| <u> </u> | | | | | | | - | | |
| <u>d</u> | | | | | - | | <u> </u> | | |
| <u>e</u> | | | T | <u> </u> | \vdash | <u> </u> | <u>.</u> | | <u> </u> |
| (e) Gross sales price | (1) | (or allowable) | 1 10 | st or other basis expense of sale | | | | Gain or (loss lus (f) minus | |
| <u>a</u> | | | | | _ | | | | |
| b | | | | | | | | | |
| _ <u>C</u> | | | | | - | - | | | |
| g 3,803,997 | , | - | | 3,417,21 | 2 | | | | 206 701 |
| | | column (h) and owned by | | | 3. | | <i>(</i> 1) O | 10-1 (5) | 386,784. |
| Complete only for assets sho | | <u></u> | T | | | c | | (Col (h) gain it not less tha | |
| (i) F M V as of 12/31/69 | | (j) Adjusted basis as of 12/31/69 | | cess of col (1) col (j), if any | | • | Loss | es (from col (| (h)) |
| | | | | (//, u) | - | | | | - |
| <u>a</u> | | | | | | _ | | | |
| b C | | | - | | | | | | |
| d | | | | | | | | | |
| | | | | | | | | | 386,784. |
| 6 | ! | <i>(,, , , , , , , , , , , , , , , , , , </i> | | | $\overline{}$ | I | | | 300,704. |
| 2 Capital gain net income or (ne | t capital loss | If gain, also enter - | er in Part I, line O- in Part I, line | 7 7 | | 2 | | | 386,784. |
| • | • | • | | • | 7 | | | | |
| 3 Net short-term capital gain or If gain, also enter in Part I, line | | | ina (6) | | 1 | | | | |
| If (loss), enter -0- in Part I, lin | | ·•/ | | | P | 3 | | N/A | |
| | | Section 4940(e) fo | r Reduced | Tax on Net | Inve | stment Ir | come | | |
| If section 4940(d)(2) applies, lear | re tins part b | | | | | | | | |
| | | tax on the distributable a | | • | 10 d? | | | | Yes X No |
| | qualify under | tax on the distributable at section 4940(e). Do not c | omplete this pa | ırt . | | | | | Yes X No |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) | qualify under | tax on the distributable ai section 4940(e) Do not c imn for each year, see inst | complete this pa ructions before | ırt . | | | | Dietri | (d) |
| If "Yes," the foundation does not 1 Enter the appropriate amount | qualify under in each colu | e tax on the distributable as section 4940(e) Do not c imn for each year, see inst (b) Adjusted qualifying di | complete this pa tructions before stributions | ırt . | es (c) ncharil | | | Distrit (col (b) div | (d) oution ratio vided by col (c)) |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years | qualify under in each colu | e tax on the distributable at section 4940(e) Do not common for each year, see inst (b) Adjusted qualifying di | complete this pa tructions before stributions | rt making any entrie | es (c) ncharil | 251,27 | 6. | Distrit (col (b) div | (d) oution ratio vided by col (c)) • 057983 |
| If "Yes," the foundation does not Enter the appropriate amount (a) Base period years Calendar year (or tax year beg | qualify under in each colu | tax on the distributable as section 4940(e) Do not common for each year, see inst (b) Adjusted qualifying di | examplete this pa tructions before stributions 36,416. | rt making any entrie | (c) ncharil 9, | 251,27 018,94 | 6. 5. | Distrit (col (b) div | (d) oution ratio rided by col (c)) • 057983 • 059940 |
| If "Yes," the foundation does not a first the appropriate amount (a) Base period years Calendar year (or tax year beg 2009 | qualify under in each colu | e tax on the distributable as section 4940(e) Do not common for each year, see instead (b) Adjusted qualifying di 53 60 | extributions stributions 36,416. | rt making any entrie | (c) nchard 9, 10, | 251,27 018,94 302,85 | 6. 5. 5. | Distrit (col (b) div | (d) Dutton ratio rided by col (c)) . 0 5 7 9 8 3 . 0 5 9 9 4 0 . 0 3 4 2 8 8 |
| If "Yes," the foundation does not of the second of the sec | qualify under in each colu | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying distributable as 60 | stributions stributions 36,416. | rt making any entrie | (c) ncharil 9, 10, 11, | 251,27 018,94 302,85 352,13 | 6. 5. 5. | Distrit (col (b) div | (d) putton ratio rided by col (c)) .057983 .059940 .034288 .037410 |
| If "Yes," the foundation does not of the Enter the appropriate amount (a) Base period years Calendar year (or tax year beg 2009 2008 2007 | qualify under in each colu | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying distributable as 60 | extributions stributions 36,416. | rt making any entrie | (c) ncharil 9, 10, 11, | 251,27 018,94 302,85 | 6. 5. 5. | Distrit (col (b) div | (d) putton ratio rided by col (c)) .057983 .059940 .034288 .037410 |
| If "Yes," the foundation does not a series of the appropriate amount (a) Base period years Calendar year (or tax year beg 2009 2008 2007 2006 | qualify under in each colu | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying distributable as 60 | stributions stributions 36,416. | rt making any entrie | (c) ncharil 9, 10, 11, | 251,27 018,94 302,85 352,13 | 6. 5. 5. | Distrit (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beg 2009 2008 2007 2006 2005 | qualify under in each colu | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying distributable as 60 | stributions stributions 36,416. | rt making any entrie | (c) ncharil 9, 10, 11, | 251,27 018,94 302,85 352,13 | 6. 5. 5. | Distrit (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beg) 2009 2008 2007 2006 2005 2 Total of line 1, column (d) 3 Average distribution ratio for | qualify under in each colu nning in) | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying distributed qualifying dis | stributions 36,416. 00,540. 87,550. 12,450. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 6. | Distrit (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beg 2009 2008 2007 2006 2005 Total of line 1, column (d) | qualify under in each colu nning in) | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying distributed qualifying dis | stributions 36,416. 00,540. 87,550. 12,450. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 6. | Distrit (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 |
| If "Yes," the foundation does not a large of the second of | n each colu nning in) the 5-year ba | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying discounting the distributable as period - divide the total is than 5 years | stributions 36,416. 30,540. 37,550. 12,450. 65,900. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 5. 6. 0. | (col (b) div | (d) putton ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 |
| If "Yes," the foundation does not a large of the second of | n each colu nning in) the 5-year ba | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying discounting the distributable as period - divide the total is than 5 years | stributions 36,416. 30,540. 37,550. 12,450. 65,900. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 5. 6. 0. | (col (b) div | (d) putton ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beg 2009 2008 2007 2006 2005 Total of line 1, column (d) Average distribution ratio for the foundation has been in ex | n each colu nning in) the 5-year ba | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying discounting the distributable as period - divide the total is than 5 years | stributions 36,416. 30,540. 37,550. 12,450. 65,900. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 5. 6. 0. | (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 .040033 |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beg 2009 2008 2007 2006 2005 Total of line 1, column (d) Average distribution ratio for the foundation has been in ex | n each colu nning in) the 5-year ba | tax on the distributable as section 4940(e) Do not common for each year, see instance (b) Adjusted qualifying discounting the distributable as period - divide the total is than 5 years | stributions 36,416. 30,540. 37,550. 12,450. 65,900. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 5. 6. 0. | (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 .040033 |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beg) 2009 2008 2007 2006 2005 Total of line 1, column (d) Average distribution ratio for the foundation has been in ex Enter the net value of nonchait Multiply line 4 by line 3 | nning in) the 5-year bastence if less | e tax on the distributable and section 4940(e). Do not common for each year, see instead qualifying distributed qu | stributions 36,416. 30,540. 37,550. 12,450. 65,900. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 5. 6. 0. | (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 .040033 0,500,400. 420,363. |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beg) 2009 2008 2007 2006 2005 Total of line 1, column (d) Average distribution ratio for the foundation has been in ex Enter the net value of nonchait Multiply line 4 by line 3 | nning in) the 5-year bastence if less | e tax on the distributable and section 4940(e). Do not common for each year, see instead qualifying distributed qu | stributions 36,416. 30,540. 37,550. 12,450. 65,900. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 5. 6. 0. | (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 .040033 0,500,400. 420,363. |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beg 2009 2008 2007 2006 2005 Total of line 1, column (d) Average distribution ratio for the foundation has been in ex Enter the net value of nonchal Multiply line 4 by line 3 Enter 1% of net investment in | nning in) the 5-year bastence if less | e tax on the distributable and section 4940(e). Do not common for each year, see instead qualifying distributed qu | stributions 36,416. 30,540. 37,550. 12,450. 65,900. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 5. 6. 0. | (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 .040033 0,500,400. 420,363. 6,280. |
| If "Yes," the foundation does not 1 Enter the appropriate amount (a) Base period years Calendar year (or tax year beg 2009 2008 2007 2006 2005 Total of line 1, column (d) Average distribution ratio for the foundation has been in ex Enter the net value of nonchal Multiply line 4 by line 3 Enter 1% of net investment in | nning in) the 5-year bastence if less | e tax on the distributable and section 4940(e). Do not common for each year, see instead qualifying distributed qu | stributions 36,416. 30,540. 37,550. 12,450. 65,900. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 5. 6. 0. | (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 .040033 0,500,400. 420,363. |
| Base period years Calendar year (or tax year beg 2009 2008 2007 2006 2005 Total of line 1, column (d) Average distribution ratio for | nning in) the 5-year bastence if less | e tax on the distributable and section 4940(e) Do not common for each year, see instantial (b) Adjusted qualifying distributable and for each year, see instantial (b) Adjusted qualifying distributable and for each year, see period - divide the total as than 5 years seets for 2010 from Part X | stributions 36,416. 30,540. 37,550. 12,450. 65,900. | nt making any entric Net value of no | (c) nchant 9, 10, 11, 8, | 251,27 018,94 302,85 352,13 249,94 | 6. 5. 5. 6. 0. | (col (b) div | (d) pution ratio rided by col (c)) .057983 .059940 .034288 .037410 .010544 .200165 .040033 0,500,400. 420,363. 6,280. |

| D | |
|------|-----|
| Page | - 4 |

| Pa | rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4 | 948 | - see ir | ıstru | ctio | ns) | |
|----|---|------|-------------|-------|-----------|------------|--|
| | 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 X and enter 1% | 1 | 1 | | 6,2 | 80. | |
| | 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-) | 2 | | | | 0. | |
| 3 | Add lines 1 and 2 | 3 | | | 6,2 | 80. | |
| 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 | | | 6,2 | 80. | |
| 6 | Credits/Payments | | | | | | |
| а | 2010 estimated tax payments and 2009 overpayment credited to 2010 6a 2,800. | | | | | | |
| b | Exempt foreign organizations - tax withheld at source 6b | | | | | | |
| C | Tax paid with application for extension of time to file (Form 8868) 6c 9,200. | | | | | | |
| đ | Backup withholding erroneously withheld 6d | | | | | | |
| 7 | Total credits and payments Add lines 6a through 6d | 7 | | 1 | 2,0 | 00. | |
| 8 | Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached | 8 | | | | <u> 1.</u> | |
| | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9_ | | | | | |
| | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | | | 5,7 | 19. | |
| | Enter the amount of line 10 to be Credited to 2011 estimated tax ► 5,719 . Refunded ► | 11 | | | | <u>0.</u> | |
| | rt VII-A Statements Regarding Activities | | | | <u> </u> | IN. | |
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene | IN | } | | tes | No | |
| | any political campaign? | | } | 1a | | X | |
| D | Did it spend more than \$100 during the year (either directly) for political purposes (see instructions for definition)? | | ļ | 1b | | A | |
| | If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published | d or | | | | | |
| _ | distributed by the foundation in connection with the activities. | | | 4. | | х | |
| | Did the foundation file Form 1120-POL for this year? | | - | 10 | | <u> </u> | |
| 0 | 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 • | | | | | | |
| | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation | | | | | | |
| Е | managers > \$ 0. | | | | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? | | ļ | 2 | | <u>X</u> | |
| | If "Yes," attach a detailed description of the activities. | | İ | | | | |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, | r | | | | | |
| | bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes | | | 3 | | X | |
| | Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | . , _ | 4a | | X | |
| | If "Yes," has it filed a tax return on Form 990-T for this year? | N | /A | 4b | | 1,,- | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? | | } | 5 | | X | |
| • | 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 total language in the office with a governing instrument on that no mondature dispets on that conflict with the state | . Ia | | | | | |
| | By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state segments the government and t | aw | | | | v | |
| 7 | remain in the governing instrument? | | } | | X | <u> </u> | |
| • | 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 | . <u></u> | | |
| 82 | Enter the states to which the foundation reports or with which it is registered (see instructions) | | | | | | |
| Va | 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) | | | | X | | |
| | 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 calculation of the foundation of section $4942(j)(3)$ or $4942(j)(3)$ or $4942(j)(3)$ or $4942(j)(3)$ or $4942(j)(3)$ for calculating the foundation of section $4942(j)(3)$ or $4942(j)(3)$ for calculating the foundation of section $4942(j)(3)$ or $4942(j)(3)$ for calculating the foundation of section $4942(j)(3)$ or $4942(j)(3)$ for calculating the foundation of section $4942(j)(3)$ or $4942(j)(3)$ for calculating the foundation of section $4942(j)(3)$ for calculating the foundat | ndar | | | | | |
| | year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV | | ļ | 9 | | X | |
| 10 | Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses | | | 10 | | Х | |
| | | | Form | 990 | -PF | (2010) | |

Page 5

68-0526427

| 11 At any time duming the year, do the foundation, directly or indirectly, own a controlled entity within the meaning of section \$120/15/19 **Tex*, state the schedule (see instructions) 12 Dot the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 13 Dot the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 14 The books are in one of ■ \$INCER BURKE 6. COMPANY 15 Section \$49/(19)! In noneward charactable trusts filing From \$90-PF in law of From \$104! Orlick here and enter the amount of the exemptin interest received or accrued duming the year 16 Atlany time duming calendary are 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? 18 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. 19 During the year did the foundation in directly (1) Engage in the sake or exchange, or leasing of property with a disqualified person? 10 Engage in the sake or exchange, or leasing of property with a disqualified person? 10 Engage in the sake or exchange, or leasing of property with a disqualified person? 10 Engage in the sake or exchange, or leasing of property with a disqualified person? 10 Engage in the sake or exchange, or leasing of property with a disqualified person? 11 Engage in the sake or exchange, or leasing of property with a disqualified person? 12 Engage in the sake or exchange, or leasing of property with a disqualified person? 13 Formation any income or assists to a disqualified person for make any of other available of the foundation agreed to make a grant to or to employ the official for seal or advantaged or seal of the foundation agreed to make a grant to or to employ the official for seal or seal | Pa | rt VII-A Statements Regarding Activities (continued) | | | |
|--|----|--|------|------------|---------------|
| 12 Dot the foundation accurate a direct or indirect interest in any applicable insurance contract before August 17, 2008? 13 Od the foundation comply with the public inspection requirements for its annual returns and exemption application? Westers address. ► N/A 13 X 13 X 14 The blooks are uner of ► SINGER BURKE & COMPANY Located at ► 63.45 BALBOA BLIVD. , SUITE 375. ENCINO, CA 21P4 ► 213.16 Section 4947(1)(in noneampt charable brusts filing from 90PF in late of Form 1041 - Otheck here and enter the amount of bravewerigh interest received or accrued during the year 15 A faint prime direct and a security in the section of the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 18 Capage 20 of the instructions for exceptions and filing requirements for Form 10F 90-22 1 If Yes,* enter the name of this foreign country. ► Per VII-B Statements Regarding Activities for Which Form 4720 May Be Required File Form 4720 faint pit term is checked in the "Yes" column, unless an exception applies. 10 During the year od the foundation (either directly or indirectly) (1) Engage in the sall or exchange or leasing of property with a disqualified person? (2) Borrow mensy from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish poods, services, or facilities to a cept them from) a disqualified person? (4) Pay compensation to, or pay or remibures the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the bondiation agreed to make a grant to ris own films of the sall for the service of the ser | 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of | | | |
| August 17, 20082 3 Obt the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address \[\backstram{N} \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ | | section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | <u> </u> |
| 13 Du fine foundation comply with the public inspection requirements for its annual returns and exemption application? 14 The books are in care of ▶ SINGER BURKE & COMPANY Telephone no ▶ (818) 774 - 1000 15 Located at ▶ 6345 BALBOA BUND., SUITE 375, ENCINO, CA 2/P+4 ▶ 31316 15 Section 4947(1)(1) nonexempt charactible furths filling from 990-Fill in level of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 At any time during calendar year 2010, do 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 Section 4947(1)(1) onexempt charactic received or accrued during the year 17 At any time during calendar year 2010, do 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 Section 4947(20) if any item is checked in the "Yes" column, unless are exception applies. 18 During the year did the foundation (either directly or indirectly) in ginage in the sale or exchange, or leasing of property with a disqualified person? 19 Secritic 4947(20) if any item is checked in the "Yes" column, unless an exception applies. 19 Discritic 499 (2) Secritic 499 (2) | 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before | | | |
| Webste address ► M/A 1 The books are in care of ► SINGER BURKE & COMPANY Telephone no ► (818) 774-1000 Total tools are in care of ► SINGER BURKE & COMPANY Total tools are in the care of the care | | August 17, 2008? | | | <u>X</u> |
| 14. The books are in care of ▶ SINGER BURKE & COMPANY Telephone no ▶ (818) 774-1000 | 13 | | 13 | <u> X</u> | |
| Located at N 6 345 BALBOA BEVD., SUITE 375, ENCINO, CA 2P44 991316 Section 4947(a)(1) nonexempt charable trusts filing form 930-PF in leu of Form 1041 - Check here and enter the amount of tax-evenopt interest received or accrued during the year 16. Altary time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, some of the financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-221 if "Yes," enter the name of the foreign country. See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-221 if "Yes," enter the name of the foreign country. Part VIH-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. 1 a louring the year did the foundation (either directly or indirectly) (1) Engage in this sale or exchange, or lessing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of adaqualified person (or make any of either available for the benefit or use of adaqualified person (or make any of either available for the person or accept the complex that the foundation appeer any or property to a government office? (Exception, Check No. if the foundation appeer any or any or any of the acts fail to qualify under the exceptions described in Regulations section 5.9 (adaqualified person) (or make any or either available for a period directly acts, that were not correctly before the first day of this tax year beguining in 2010? 2 Taxes on failure to distribute inc | | | 774 | 1.0 | ^^ |
| 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-eventpl interest received or accrued during the year. At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank. A tamy time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank. See page 20 of the instructions for exceptions and filing requirements for Form TD F90-22 1 if "Yes," enter the name of the foreign country. Part VIII-B] Istatements 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. 1 a During the year did the foundation (either directly or indirectly). 1 Spars here the sale or exchange, or leasing of property with a disqualified person? 2 Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? 3 Furms he in the sale or exchange, or leasing of property with a disqualified person? 4 Yes \(\text{ No} \) 13 Furms he messale or exchange, or leasing of topoetry with a disqualified person? 4 Yes \(\text{ No} \) 14 Pay compensation to, or pay or reimburse the expenses of, a disqualified person? 4 Yes \(\text{ No} \) 15 Transfer any income or assets to a disqualified person or make any of either available for the benefit or use of a disqualified person? 16 Agree to pay money or property to a government official? (Exception, Check No* if the foundation angeed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days? 15 If any any are sixed to a disculating person of make any of either exceptions described in Regulations section 53 4941 (d)-3 or in a currient notice regarding disaster assistance (see page 22 of the instructions)? 16 Old the foundation engage in a price year in the exception of a period after termination of gove | 14 | | | -10 | 00 |
| and enter the amount of tax-exempt interest necewed or accorded during the year 8 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, so the financial account in a foreign country? See page 20 of the instructions for exceptions and filling requirements for Form TD F90-22 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 circlety or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money too, enterhorise extend credit to (or accept them) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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 (or make any) of either available for the benefit or use of adequalified person (or make any) of either available for the benefit or use of a disqualified person (or make any) of either available for the benefit or use of a disqualified person (or make any) of either available for the benefit or use of a disqualified person (or make any) of either available for the benefit or use of a disqualified person (or make any) of either available for the benefit or use of a disqualified person (or make any) of either available for the benefit or use of a disqualified person (or make any) of either available for the person or property to a povernment official? (Exception, Check No' if the foundation engage in a proy vern many of the acid described in 1a, other than excepted acid, that were not corrected before the first day of the tax year beginning in 2010? 2 Taxes on failure to | 4- | | 1316 | | $\overline{}$ |
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| 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 | 10 | · · · · · · · · · · · · · · · · · · · | 1 | 162 | |
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| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money (b, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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.) 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 53 491(-9) or in a current notice regarding disaster assistance (see page 22 of the instructions)? Corganizations relying on a current notice regarding disaster assistance check here c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the taxy ear beginning in 2010? Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(1)(3) or 4942(1)(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' 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) If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here b Are the any years | 1a | • | | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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 (or make any of either available for the benefit or use of a disqualified person)? (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) 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 \$3.4941(ql)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A Organizations relying on a current notice regarding disaster assistance (see page 22 of the instructions)? N/A Organizations relying on a current notice regarding disaster assistance (see page 22 of the instructions)? N/A Organizations relying on a current notice regarding disaster assistance (see page 22 of the instructions)? N/A 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(a) or 4942(f)(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 A title 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 with the year seem of the foundation face and the foundation of disqualified persons after May 26, 1969, (2) the lapse of the 5-year period of rolonger period approved by the Commissioner under s | | | | | |
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| 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.) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4b 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 | | during the year? $	extstyle 	extsty$ | | | |
| 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.) 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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 | 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 | | | |
| Form 4720, to determine if the foundation had excess business holdings in 2010.) 1 A Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 1 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? 1 A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that A Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize | | | | | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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? 4a X 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 | | · · · · · · · · · · · · · · · · · · · | 3b | | |
| had not been removed from jeopardy before the first day of the tax year beginning in 2010? | | | 4a | | <u> X</u> |
| | b | | | | v |
| | | | | DE | |

Form **990-PF** (2010)

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

| Part VIII Information About Officers, Directors, Trustees, Foundation Management Paid Employees, and Contractors (continued) | anagers, Highly | |
|---|---------------------|------------------|
| 3 Five highest-paid independent contractors for professional services. If none, enter "NONE. | II | |
| (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 inform number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | ation such as the | Expenses |
| 1 N/A | | |
| 2 | | |
| 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 | 12 | Amount |
| 1 N/A | | |
| | | |
| 2 | | |
| All other program-related investments. See instructions | | |
| 3 | | |
| Tetal Add lines 1 through 2 | | 0. |
| Total. Add lines 1 through 3 | | 5 000 DE (0040) |

Page 8

| P | art X Minimum Investment Return (All domestic foundations must complete this part. Fore | eign found | dations | s, see instructions.) |
|----|---|-------------|-----------|-----------------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | | |
| а | | İ | 1a | 8,446,070. |
| | Average of monthly cash balances | _ | 1b | 516,554. |
| | Fair market value of all other assets | <u> </u> | 10 | 1,697,681. |
| d | Total (add lines 1a, b, and c) | _ | 1d | 10,660,305. |
| е | Reduction claimed for blockage or other factors reported on lines 1a and | | | |
| | 1c (attach detailed explanation) | 0. | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | | 2 | 0. |
| 3 | Subtract line 2 from line 1d | Γ | 3 | 10,660,305. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | <u> </u> | 4 | 159,905. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4. | | 5 | 10,500,400. |
| 6 | Minimum Investment return. Enter 5% of line 5 | <u> </u> | 6 | 525,020. |
| P | Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating found foreign organizations check here and do not complete this part) | ations and | certair | 1 |
| 1 | Minimum investment return from Part X, line 6 | | 1 | 525,020. |
| 2a | Tax on investment income for 2010 from Part VI, line 5 | 280. | | |
| b | Income tax for 2010 (This does not include the tax from Part VI) | | | |
| C | Add lines 2a and 2b | | 2c | 6,280. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | Γ | 3 | 6,280. 518,740. |
| 4 | Recoveries of amounts treated as qualifying distributions | | 4 | 0. |
| 5 | Add lines 3 and 4 | | 5 | 518,740. |
| 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 | 518,740. |
| P | art XII Qualifying Distributions (see instructions) | p | | |
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes | | | |
| а | , | <u> </u> | 1a | 1,068,550. |
| | 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 | ļ | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | | |
| а | and the same approximation of the same of | | 3a | |
| | Cash distribution test (attach the required schedule) | L | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4 | _ | 4 | 1,068,550. |
| 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 | Ļ | 5 | 6,280. 1,062,270. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | L | 6 | |
| | Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the fou 4940(e) reduction of tax in those years | ndation qua | alifies 1 | for the section |

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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, | | ······································ | | 2010 |
| line 7 | | | | 518,740. |
| 2 Undistributed Income, if any, as of the end of 2010 | ····· | *************************************** | ************************************** | |
| a Enter amount for 2009 only | | | 0. | |
| b Total for prior years | · · · · · · · · · · · · · · · · · · · | | | ************************************** |
| ,, | | 0. | | |
| 3 Excess distributions carryover, if any, to 2010 | | | | · · · · · · · · · · · · · · · · · · · |
| a From 2005 | | | | |
| b From 2006 | | | | |
| c From 2007 | | | | |
| d From 2008 40,961. | | | | |
| e From 2009 79,420. | | | | |
| f Total of lines 3a through e | 120,381. | ····· | | |
| 4 Qualifying distributions for 2010 from | | | | |
| Part XII, line 4 \triangleright \$ 1,068,550. | | | _ | |
| 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 | 5.40 010 | | | 518,740. |
| e Remaining amount distributed out of corpus | 549,810. | ************************************** | | |
| 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: | | | | |
| 2 Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 670,191. | | | |
| 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 | 1 | | | |
| 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 | 670,191. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2006 | | | | |
| b Excess from 2007 | | | | |
| c Excess from 2008 40,961. | | | | |
| d Excess from 2009 79,420. | | | | |
| e Excess from 2010 549,810. | | | | 5 000 DE (0040) |

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| | FOUNDATION | | | | 26427 Page 10 |
|---|------------------------------|-----------------------------|-----------------------------|------------------------------|----------------|
| Part XIV Private Operating F | oundations (see in: | structions and Part V | II-A, question 9) | N/A | |
| 1 a If the foundation has received a ruling o | r determination letter that | t it is a private operating | | | |
| foundation, and the ruling is effective fo | r 2010, enter the date of t | the ruling | ▶ <u> </u> | | |
| b Check box to indicate whether the found | dation is a private operatir | ng foundation described | ın section | 4942(j)(3) or 4 | 942(j)(5) |
| 2 a Enter the lesser of the adjusted net | Tax year | _ | Prior 3 years | | |
| income from Part I or the minimum | (a) 2010 | (b) 2009 | (c) 2008 | (d) 2007 | (e) Total |
| 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 | | | | | <u> </u> |
| 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 | ł | | | | |
| section 4942(j)(3)(B)(III) | | | | | |
| (3) Largest amount of support from | | | | | |
| an exempt organization | | | | | |
| (4) Gross investment income | 4: (0) | A . Al | | 1 45 000 | • |
| Part XV Supplementary Info | | | if the foundation | n had \$5,000 or m | ore in assets |
| at any time during t | | instructions.) | | | |
| 1 Information Regarding Foundation | • | | | | |
| a List any managers of the foundation wh | o have contributed more | than 2% of the total cor | itributions received by t | ne foundation before the clo | se of any tax |
| year (but only if they have contributed r | nore than \$5,000) (See s | section 507(a)(2)) | | | |
| SEE STATEMENT 10 | | | | | |
| b List any managers of the foundation wh | | | (or an equally large por | tion of the ownership of a p | partnership or |
| other entity) of which the foundation ha | s a 10% or greater interes | SI | | | |
| NONE | | | | | |
| 2 Information Regarding Contribut | | • • • • | _ | | |
| Check here 🕨 🔀 If the foundation of | | | | | |
| the foundation makes gifts, grants, etc | (see instructions) to indiv | viduals or organizations | under other conditions, | complete items 2a, b, c, an | d d |
| a The name, address, and telephone num | iber of the person to who | m applications should b | e addressed | | |
| | | | | | |
| | | | | | |
| b The form in which applications should t | pe submitted and informa | tion and materials they : | should include | | |
| c Any submission deadlines | | | | · | |
| d Any restrictions or limitations on award | s, such as by geographic | al areas, charitable fields | s, kinds of institutions of | r other factors | |
| _ var, restrictions of minutions on affair | -, 555 25 67 goograpino | | ., | | |
| | | | | | |
| | | | | | |

| Part XV Supplementary Information | (continued) | | | |
|---|--|-------------------------|---|----------|
| 3 Grants and Contributions Paid During the Yo | ear or Approved for Future | Payment | | |
| Recipient | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of | Purpose of grant or contribution | Amount |
| Name and address (home or business) | or substantial contributor | recipient | 001111111111111111111111111111111111111 | |
| a Paid during the year | or šubstantial contributor | recipient | | |
| SEE STATEMENT 11 | <u></u> | <u> </u> | N 2- | 1065094. |
| Total b Approved for future payment | | <u> </u> | ▶ 3a | 1003034. |
| NONE | | | | |
| Total | | | ▶ 3b | 0. |

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| Part XVI-A | Analysis | of Income-Producing | Activities |
|------------|----------|---------------------|------------|
|------------|----------|---------------------|------------|

| Enter gross amounts unless otherwise indicated | Unrelated | business income | | by section 512, 513, or 514 | (e) | |
|---|-----------------|-----------------|----------------|---------------------------------------|-----------------------------------|--|
| • | (a) Business | (b) Amount | Exclu- sion | (d) Amount | Related or exempt function income | |
| 1 Program service revenue | code | | code | Ainount | | |
| a | | | _ | | | |
| b | | | | | | |
| | _ [| | | | ., | |
| <u> </u> | | | | · - · · · · · | | |
| e | - | | | · · · · · · · · · · · · · · · · · · · | | |
| | | | | | | |
| g Fees and contracts from government agencies | | | | | | |
| 2 Membership dues and assessments | | <u> </u> | | *** | | |
| 3 Interest on savings and temporary cash | | | 1.4 | 150 510 | | |
| investments | | | 14 | 150,519. 103,136. | | |
| 4 Dividends and interest from securities | | | | 103,130. | | |
| 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 | | | 14 | 13,746. | 152,231. | |
| 9 Net income or (loss) from special events | | | | · | <u> </u> | |
| 10 Gross profit or (loss) from sales of inventory | | | | | | |
| 11 Other revenue | | | | | | |
| a | _ | | | | | |
| b | | | | | | |
| C | | | | | | |
| d | 1 | | | | | |
| e | | | | | ··· | |
| 12 Subtotal Add columns (b), (d), and (e) | | (|). | 267,401. | 152,231. | |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | 13 | 419,632. | |
| (See worksheet in line 13 instructions to verify calculations) | <u> </u> | | | | • | |

Relationship of Activities to the Accomplishment of Exempt Purposes

| Line N | 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) | |
| 8 | SALE OF SECURITIES PROVIDED THE FOUNDATION WITH LIQUIDITY AT THE TIME | 1E |
| | TO MAKE GRANTS TO OTHER SECTION 501(C)(3) ORGANIZATIONS | |
| | | |
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023621 12-07-10

Form **990-PF** (2010)

FAMILY FOUNDATION

| 1 ob the organization directly or indirectly any any any any organization described in section 501(c) of the Code (other than section 501(c)) any any any organization of the Code (other than section 501(c)) any any any organization of (1) cash (2) Other assets 11(1) Sales of Jacks to an oncharitable exempt organization (3) Purchases of assets from a noncharitable exempt organization (4) Purchases of assets from a noncharitable exempt organization (5) Purchases of assets from a noncharitable exempt organization (6) Purchases of assets from a noncharitable exempt organization (7) Sales of Jacks to a moncharitable exempt organization (8) Purchases of assets from a noncharitable exempt organization (9) Purchases of assets from a noncharitable exempt organization (10) Sales of Jacks to any organization and the assets of paid employees (10) Lons or or fang quarantees (10) Lons or or fang quarantees (10) Lons or organization (11) Sales of Jacks assets and any of the above is "ve", "complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or as anions specified the column (b) should always show the fair market value of the goods, other assets, or as anions specified the column (b) the value of the goods, other assets, or as anions specified the column (b) the value of the goods, other assets, or as anions specified to the color of the colo | Part XVII | Information Re Exempt Organ | | sfers To a | and Transactions | and Relation | ships With No | ncharitabl | е | |
|--|--------------|--|---------------------------|------------------|---|-----------------------|------------------------------|-------------------|----------|-----|
| Transfers from the reporting foundation to a noncharitable exempt organization of 1) Cash Other transactions (1) Sales of assets from a noncharitable exempt organization (2) Purchase of assets from a noncharitable exempt organization (3) Perchase of assets from a noncharitable exempt organization (3) Perchase of assets from a noncharitable exempt organization (3) Perchase of assets from a noncharitable exempt organization (3) Perchase of assets from a noncharitable exempt organization (3) Perchase of assets from a noncharitable exempt organization (3) Rental of facelities, equipment, mailing lists, other assets (3) Loans or loan guarantees (4) Remburgance of services or membership or fundratising solicitations (5) Performance of services or membership or fundratising solicitations (5) Performance of services or membership or fundratising solicitations (5) Performance of services or membership or fundratising solicitations (5) Performance of services or membership or fundratising solicitations (6) Italian and the sporting foundation if the foundation received less than flar market value in any transaction or sharing arrangement, show in column (6) the value of the goods, other assets, or past excess sections (6) Loans or (10) Amount involved (10) Amo | 1 Did the o | | | of the followin | o with any other organizati | on described in se | ction 501(c) of | | Yes | No |
| a Transfers from the reporting foundation to a nonchartable exempt organization of (1) Cash (2) Other assets (3) Cher assets (4) Cher assets (5) Cher assets (6) Purchases of assets from a nencharitable exempt organization (6) Purchases of assets from a nencharitable exempt organization (7) Sales of assets to a noncharitable exempt organization (8) Purchases of assets from a nencharitable exempt organization (9) Purchases of assets from a nencharitable exempt organization (1) Cash or Orac aquarantee (1) Cash or Orac aquarantee (1) Cash or Orac aquarantee (1) Cash or Orac aquarantee (1) Cash or Orac aquarantee (1) Cash or Orac aquarantee (2) Purchases of persons or membership or fundasing solicitations (3) Purchases or the above s Yes, complete the following schedule Column (1) should always show the fair market value of the goods, other assets, or senoces promote the following schedule (2) Name of noncharitable exempt organization (3) Learn or Orac aquarantee (4) Parcon or discovery or indicedly efficient with the following schedule (6) Parcon or indicedly efficient with the sentences or more lax-exempt organization (4) Description of relationship (6) Description of relationship (7) A N/A (8) Parcon or indicedly efficient with the sentences or more lax-exempt organization (5) Description of relationship (6) Parcon or indicedly or indicedly efficient with the sentence of person or indicedly a state of organization (5) Parcon organization or indicedly organization or indicedly organization or indicedly organization or indicedly organization or indicedly organization organizati | | | | | | | | | | |
| (2) Other sasets b Other transactions: 13 (2) Exemption of sasets to a noncharable exempt organization (1) Sales of assets from a noncharable exempt organization (2) Purchase of assets from a noncharable exempt organization (3) Rental of facilities, equipment, or other assets (4) Rental organizations of services or membership or fundrising solicitations (5) Loans or loan guisariantes (6) Performance of services or membership or fundrising solicitations (6) Performance of services or membership or fundrising solicitations (6) Performance of services or membership or fundrising solicitations (7) Purchase of services or membership or fundrising solicitations (8) Performance of services or membership or fundrising solicitations (8) Performance of services or remembership or fundrising solicitations (8) Performance of services or remembership or fundrising solicitations (9) Performance of services or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or selected (10) Performance or services selected (10) Performance or selected (10) Performance or services selected (10) Performance or selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) Performance or services selected (10) P | | | | | - · · · · · · · · · · · · · · · · · · · | | | | | |
| (a) Can be assets to a noncharitable exempt organization (b) Other transactions (c) Prunchases of assets from a noncharitable exempt organization (d) Rental of hetheles, equipment of other assets (e) Rental of hetheles, equipment of other assets (e) Rental of total guarantee (f) Can be of total guarantee (g) Performance of services or membership or fundarising solicitations (g) Performance of services or combination of the decides, squipment, mailing lasts, other assets, or paid employes (g) The answer to any of the above is "vis," complete the following schadule Column (g) should always show the fair market value of the goods, other assets, or services greened organization or services grown by the reporting foundation in the foundation relative distantial transaction or sharing arrangement, show in column (g) the value of the goods, other assets, or services grown by the reporting foundation relative distantial transaction or sharing arrangement, show in column (g) the value of the goods, other assets, or services grown by the reporting foundation relative distantial transaction or sharing arrangement, show in column (g) the value of the goods, other assets, or services grown by the reporting foundation relative distantial transaction or sharing arrangement, show in column (g) the value of the goods, other assets, or services grown by the reporting foundation relative sharing and the standard of the column (g) the value of the goods, other assets, or services grown by the reporting foundation relative sharing and the standard of the column (g) the value of the goods, other assets, or services grown (g) the value of the goods, other assets, or services grown (g) the value of the good of organization (g) the value of the goods, other assets, or services grown (g) the value of the goods, other assets, or services grown (g) the value of the good of organization (g) the value of the good of organization or services grown (g) the value of the good of organization or services grown (g) the value of the good of organi | | · | | | • | | | 1a(1) | | X |
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| Paid Preparer AARON W. ZIMMER Firm's name ► SINGER BURKE ZIMMER & BUTLER, LLP' Firm's address ► 6345 BALBOA BLVD, # 375 ENCINO, CA 91316-9515 Preparer's signature Date Check if PTIN self- employed | Sign and | complete Declaration of preparation | arer (other than taxpayer | | ased on all information of which | preparer has any know | RESIDENT, | | | |
| Paid Preparer Use Only Firm's address ► 6345 BALBOA BLVD, # 375 ENCINO, CA 91316-9515 Self- employed Firm's EIN Firm's EIN Phone no 818-774-1000 | | | | Prenarer's s | | Date | | PTIN | | |
| Paid Preparer Use Only Firm's address ▶ 6345 BALBOA BLVD, # 375 ENCINO, CA 91316-9515 Pirm's address ▶ 818-774-1000 | | I mo type preparer sine | 41110 | - Topaidi 5 5 | -g-naturo | / / | . — | 1 1111 | | |
| Preparer Use Only Firm's name ► SINGER BURKE ZIMMER & BUTLER, LLP Firm's address ► 6345 BALBOA BLVD, # 375 ENCINO, CA 91316-9515 Phone no 818-774-1000 | Paid | א זאסמג ב | ТММЕР | 12 | Yu | 1/3/11 | Jen employed | | | |
| Use Only Firm's address ► 6345 BALBOA BLVD, # 375 ENCINO, CA 91316-9515 Phone no 818-774-1000 | | | | 2 TMMF | R & BUTTED | T.T.D' | Firm's SIN . | | | |
| Firm's address ► 6345 BALBOA BLVD, # 375 ENCINO, CA 91316-9515 Phone no 818-774-1000 | - | I | CEK DUKKE | | to a nothery | THE | FIRM S EIN | | | |
| ENCINO, CA 91316-9515 Phone no 818-774-1000 | UJO UIII) | | 45 BAT.BOA | BLVD | # 375 | | | | | |
| | | | | | | | Phone no Q | 18-774- | .100 | 0 |
| | | 1 2314 | CINO, CIN | 7 4 9 1 0 - | | | Tradical O | | | |

Schedule B (Form 990, 990-EZ, or 990-PF)

Department of the Treasury Internal Revenue Service

Name of the organization

Schedule of Contributors

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

OMB No 1545-0047

Employer identification number

2010

JOHN AND MARILYN WELLS FAMILY FOUNDATION 68-0526427 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. **▶** \$

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)

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).

Name of organization

JOHN AND MARILYN WELLS

FAMILY FOUNDATION

Employer identification number

68-0526427

Part I Contributors (see instructions)

| Part I | Contributors (see instructions) | | |
|------------|---|-----------------------------|---|
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
| 1 | JOHN AND MARILYN WELLS C/O SINGER BURKE & CO 6345 BALBOA BLVD #375 ENCINO, CA 91316 | \$\$ | Person X Payroll Noncash (Complete Part II if there Is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
| 2 | JOHN AND MARILYN WELLS C/O SINGER BURKE & CO 6345 BALBOA BLVD #375 ENCINO, CA 91316 | \$335,005. | Person Payroll Noncash X (Complete Part II if there is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
| | | \$ | Person Payroll Noncash (Complete Part II if there is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
| | | \$ | Person Payroll Noncash (Complete Part II if there is a noncash contribution) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
| | | \$ | Person Payroll Noncash (Complete Part II if there is a noncash contribution.) |
| (a) No. | (b) Name, address, and ZIP + 4 | (c) Aggregate contributions | (d) Type of contribution |
| | | \$ | Person Payroll Noncash (Complete Part II if there is a noncash contribution.) |

Name of organization

JOHN AND MARILYN WELLS

FAMILY FOUNDATION

68-0526427

| Part II | Noncash Propert | y (see instructions) |
|---------|-----------------|----------------------|
|---------|-----------------|----------------------|

| art H | Noncash Property (see instructions) | | |
|------------------------------|--|--|---------------------------|
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| 2 | SECURITIES | | |
| | | \$ 335,005. | 10/21/10 |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | <u> </u> |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | \$ | |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| | | | |
| 453 12-23- | | \$ | 90, 990-EZ, or 990-PF) (2 |

| | 90, 990-EZ, or 990-PF) (2010) | <u> </u> | Page of of P. |
|-----------------------------|---|--|---|
| e of organia נוא גי זאנט | NARILYN WELLS | | Employer identification number |
| | FOUNDATION | | 68-0526427 |
| ort III | Exclusively religious, charitable, etc., inc | columns (a) through (e) and the fusions (contributions (contributions (contributions (contributions (contributions)) | n 501(c)(7), (8), or (10) organizations aggregating following line entry. For organizations completing of |
|) No. rom art I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| - - | | (a) Tunnelou of sife | |
| | Transferrale many address and | (e) Transfer of gift | Dalatianahia at tuguatayan ta tuguataya |
| | Transferee's name, address, an | Q ZIP + 4 | Relationship of transferor to transferee |
|) No. | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| | | | |
| | | (e) Transfer of gift | |
| - | Transferee's name, address, an | d ZIP + 4 | Relationship of transferor to transferee |
| No. | | | |
| om art I | (b) Purpose of gift | (c) Use of gift | (d) Description of how gift is held |
| - | | | |
| | | | |
| | | (e) Transfer of gift | |
| | Transferee's name, address, an | - | Relationship of transferor to transferee |
| om | Transferee's name, address, an (b) Purpose of gift | - | Relationship of transferor to transferee (d) Description of how gift is held |
|) No. rom | | d ZIP + 4 | |
| rom | | d ZIP + 4 | |

68-0526427 PAGE 1 OF

| Part IV Capital Gains and Lo | sses for Tax on Investment Income | | | | |
|---|--|---|--|--|----------------------------------|
| | describe the kind(s) of property solorick warehouse, or common stock, 20 | | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo , day, yr) | (d) Date sold (mo , day, yr) |
| 1a PUBLICLY TRADE | D SECURITIES | | P | VARIOUS | VARIOUS |
| b PUBLICLY TRADE | | | P | VARIOUS | VARIOUS |
| c PUBLICLY TRADE | D SECURITIES | | P | VARIOUS | VARIOUS |
| d PUBLICLY TRADE | D SECURITIES | | P | VARIOUS | VARIOUS |
| e PUBLICLY TRADE | D SECURITIES | | D | VARIOUS | VARIOUS |
| f PUBLICLY TRADE | D SECURITIES | | P | 04/01/05 | VARIOUS |
| g CAPITAL GAINS | DIVIDENDS | | | | |
| h | | | | | |
| _1 | | | | | |
| | | | | | <u> </u> |
| <u>k</u> | | | | | |
| | | | | | |
| <u>m</u> | - | | | | |
| <u>n</u> | | | | | |
| (e) Gross sales price | (f) Depreciation allowed | (g) Cost or other basis | |) Gain or (loss) | 1 |
| | (or allowable) | plus expense of sale | | olus (f) minus (g) | |
| a 331,093. | | 343,133. | | | -12,040. |
| b 626,453. | | 575,329. | | | 51,124. |
| c 1,129,176. | | 1,116,596. | <u> </u> | | 12,580. |
| d 1,032,102. | | 996,309. | | | 35,793. |
| 8 362,872. f 308,555. | | 114,198. 271,648. | | | $\frac{248,674}{36,907}$. |
| 12 746 | | 271,040. | | | 13,746. |
| g 13,/46. | | | | | 13//401 |
| <u>" </u> | | | | | |
| i | | | | | |
| k | | | | | |
| 1 | | | | | |
| m | | | | | |
| n | | | | | |
| 0 | | | | | |
| Complete only for assets showing | ng gain in column (h) and owned by t | the foundation on 12/31/69 | | ses (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 | | of col (h) gain ove ot less than "-0-") | rcol (k), |
| a | | | | | -12,040. |
| b | | | | | 51,124. |
| С | | | | | 12,580. |
| d | | | - · · · · · · · · · · · · · · · · · · · | | 35,793. |
| в | | | | | 248,674. |
| <u>f</u> | | | | | 36,907. |
| 9 | | | . | | 13,746. |
| <u>h</u> | | | | | |
| 1 | | | | • | |
| <u> </u> | | | · | <u> </u> | |
| k I | | | | | |
| m | | | | | |
| n | | | | | |
| 0 | | | | | |
| | | 5 7 | | | |
| 2 Capital gain net income or (net ca | apital loss) { If gain, also enter If (loss), enter *-0 | in Part I, line 7 -" in Part I, line 7 | 2 | <u> </u> | 386,784. |
| 3 Net short-term capital gain or (los | | d (6) | | | |
| If gain, also enter in Part I, line 8, If (loss), enter "-0-" in Part I, line 8 | | f | 3 | N/A | |
| | | | - 1 | | |

| FORM 990 | -PF G | AIN OR (LOSS) F | ROM SALE | OF | ASSETS | | STA | TEMENT 1 |
|----------|-----------------------------|---|------------------------|-----|--------------------|------------|------------|-----------|
| DESCRIPT | (A) TION OF PROPERTY | <u>, </u> | | _ P | MANNER ACQUIRED | DA ACQU | TE IRED | DATE SOLD |
| PUBLICLY | TRADED SECURIT | TIES | | PU | JRCHASED | VARI | ous | VARIOUS |
| | (B) GROSS SALES PRICE | (C) VALUE AT TIME OF ACQ. | (D) EXPENSE SALE | OF | (E) DEPRE | c. | GAIN | (F) |
| | 331,093. | 343,133. | | 0. | | 0. | | -12,040. |
| DESCRIPT | (A) TION OF PROPERTY | • | | P | MANNER ACQUIRED | DA ACQU | | DATE SOLD |
| PUBLICLY | TRADED SECURIT | — PIES | | PU | JRCHASED | VARI | ous | VARIOUS |
| | (B) GROSS SALES PRICE | (C) VALUE AT TIME OF ACQ. | (D) EXPENSE SALE | OF | (E) DEPRE | c. | GAIN | (F) |
| | 626,453. | 575,329. | | 0. | , | 0. | | 51,124. |
| DESCRIPT | (A) TION OF PROPERTY | 7 | | F | MANNER ACQUIRED | DA ACQU | TE IRED | DATE SOLD |
| PUBLICLY | TRADED SECURIT | PIES | | PU | JRCHASED | VARI | ous | VARIOUS |
| | (B) GROSS SALES PRICE | (C) VALUE AT TIME OF ACQ. | (D) EXPENSE SALE | OF | (E) DEPRE | с. | GAIN | (F) |
| - | 1,129,176. | 1,116,596. | | 0. | | 0. | | 12,580. |

| DESCRIPT | (A) ION OF PROPERTY | | | | IANNER QUIRED | DA' ACQU | | DATE | SOLD |
|----------------------|------------------------------------|---------------------------------|------------------------|------|---------------------------|-------------|----------|--------------|---------|
| PUBLICLY | TRADED SECURIT | IES | | PUR | CHASED | VARI | ous | VAR | IOUS |
| | (B) GROSS | (C) VALUE AT | (D) EXPENSE | OF. | (E) | | | (F) | |
| _ | SALES PRICE | TIME OF ACQ. | SALE | Or | DEPRE | c. | GAIN | OR LO | oss |
| | 1,032,102. | 996,309. | | 0. | | 0. | | 35 | ,793. |
| DESCRIPT | (A) ION OF PROPERTY | | | | IANNER QUIRED | DA' ACQU | | DATE | SOLD |
| PUBLICLY | TRADED SECURIT | IES | | DO | NATED | VARI | ous | VAR | tous |
| | (B) GROSS | (C) VALUE AT | (D) EXPENSE | OF | (E) | | | (F) | |
| _ | SALES PRICE | TIME OF ACQ. | SALE | | DEPRE | C. | GAIN | OR LO | oss |
| | 362,872. | 335,005. | | 0. | | 0. | | 27 | 867. |
| | (A) ION OF PROPERTY TRADED SECURIT | _ | | AC | ANNER QUIRED CHASED | ACQU: | IRED | DATE VAR | SOLD |
| | (B) GROSS SALES PRICE | (C) VALUE AT TIME OF ACQ. | (D) EXPENSE SALE | OF | (E) DEPRE | c. | | (F) OR LO | oss |
| - | 308,555. | 271,648. | | 0. | - | 0. | <u>-</u> | 36 | 907. |
| CAPITAL | GAINS DIVIDENDS | FROM PART IV | | | | | | 13, | 746. |
| TOTAL TO | FORM 990-PF, P | ART I, LINE 6A | | | | - | | 165 | 977. |
| FORM 990 | -PF INTEREST O | N SAVINGS AND T | EMPORARY | CASH | INVEST | MENTS | STA | TEMEN | ր 2 |
| SOURCE | | | | | | | | AMOUN | ני |
| SCHWAB-1 SCHWAB-9 | | | | | | | | | 920. |
| TOTAL TO | FORM 990-PF, P | ART I, LINE 3, | COLUMN A | | | | | 150 | 519. |
| | | | | | | | == | | |

| FORM 990-PF DIVIDENT | DS AND | INTER | EST FROM | SECU | RITIES | STATEMENT | 3 |
|--|--------|-----------------------|-----------------------------|----------------|------------------------------|---------------------|------------------|
| SOURCE | | GROSS | AMOUNT | | ITAL GAINS IVIDENDS | COLUMN (A AMOUNT | .) |
| CITY NATIONAL SECURITIES SCHWAB-1344 SCHWAB-9186 | | | 15. 116,858. 9. | | 0. 13,746. 0. | 103,1 | 15. 12. 9. |
| TOTAL TO FM 990-PF, PART I, I | LN 4 | | 116,882. | | 13,746. | 103,1 | 36. |
| FORM 990-PF | | TAX | ES | | | STATEMENT | 4 |
| DESCRIPTION | EXPE | A) NSES BOOKS | (B) NET INV MENT IN | | (C) ADJUSTED NET INCOM | | |
| STATE TAXES FOREIGN TAXES FEDERAL EXCISE TAX | | 60. 1,524. 802. | | 0. 0. 0. | | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | | 2,386. | | 0. | | | 0. |
| FORM 990-PF | 0 | THER E | XPENSES | | | STATEMENT | 5 |
| DESCRIPTION | EXPE | A) NSES BOOKS | (B) NET INVI MENT INC | | (C) ADJUSTED NET INCOM | | |
| INVESTMENT MANAGEMENT FEES ADMINISTRATIVE EXPENSES | | 9,980. 3,456. | 9 | ,980. | | 3,4 | 0. 56. |
| TO FORM 990-PF, PG 1, LN 23 | 1 | 3,436. | 9 | ,980. | | 3,4 | 56. |

| FORM 990-PF U.S. AND STATE/CI | TY GOV | ERNMENT | OBLIGATIONS | STATEMENT |
|--|---------------|----------------|------------------------|----------------------|
| DESCRIPTION | U.S. GOV'T | OTHER GOV'T | BOOK VALUE | FAIR MARKET VALUE |
| U.S. GOVERNMENT OBLIGATIONS STATE AND MUNICIPAL OBLIGATIONS | X | x | 1,965,915. 209,874. | 1,986,175 208,509 |
| TOTAL U.S. GOVERNMENT OBLIGATIONS | | - | 1,965,915. | 1,986,175 |
| TOTAL STATE AND MUNICIPAL GOVERNMENT | OBLIG | ATIONS | 209,874. | 208,509 |
| TOTAL TO FORM 990-PF, PART II, LINE | 10A | = | 2,175,789. | 2,194,684 |
| FORM 990-PF CORE | PORATE | STOCK | | STATEMENT |
| DESCRIPTION | | | BOOK VALUE | FAIR MARKET VALUE |
| CORPORATE INVESTMENTS | | • | 1,364,690. | 1,697,681 |
| TOTAL TO FORM 990-PF, PART II, LINE | 10B | : | 1,364,690. | 1,697,681 |
| FORM 990-PF CORE | PORATE | BONDS | | STATEMENT |
| DESCRIPTION | | | BOOK VALUE | FAIR MARKET VALUE |
| CORPORATE BONDS | | - | 1,805,706. | 1,868,657 |
| TOTAL TO FORM 990-PF, PART II, LINE | 10C | : | 1,805,706. | 1,868,657 |
| FORM 990-PF OTHER | RINVES | TMENTS | | STATEMENT |
| DESCRIPTION | | ATION HOD | BOOK VALUE | FAIR MARKET VALUE |
| EQUITY FUNDS & CORPORATE STOCKS | CO | ST | 3,676,295. | 5,000,142 |
| TOTAL TO FORM 990-PF, PART II, LINE | | - | 3,676,295. | 5,000,142 |

FORM 990-PF PART XV - LINE 1A STATEMENT 10 LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

JOHN WELLS MARILYN WELLS

| | AND CONTRIBUTIONS DURING THE YEAR | STATEMENT 11 | |
|--|--|-------------------|--------|
| RECIPIENT NAME AND ADDRESS | RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT | | AMOUNT |
| ACLU FOUNDATION OF SOUTHERN CALIFORNIA 125 BROAD STREET, 18TH FLR NEW YORK, NY 10275 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,000. |
| ALL SAINTS CHURCH 132 NORTH EUCLID AVE PASADENA, CA 91101 | NONE UNRESTRICTED | PUBLIC CHARITY | 5,000. |
| ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVE. #1700 CHICAGO, IL 60601 | NONE UNRESTRICTED | PUBLIC CHARITY | 2,500. |
| AMNESTY INTERNATIONAL USA 5 PENN PLAZA, 14TH FLOOR NEW YORK, NY 10001 | NONE UNRESTRICTED | PUBLIC CHARITY | 250. |
| ANGEL ART 922 VINE STREET LOS ANGELES, CA 90038 | NONE UNRESTRICTED | PUBLIC CHARITY | 5,000. |
| ASSISTANCE LEAGUE OF SOUTHERN CALIFORNIA 1370 N. ST. ANDREWS PLACE HOLLYWOOD, CA 90028 | NONE UNRESTRICTED | PUBLIC CHARITY | 3,000. |

| JOHN AND MARILYN WELLS FAMILY F | OUNDATION | 6 | 8-0526427 |
|---|----------------------|--------------------------|-----------|
| BIG BROTHERS BIG SISTERS OF GREATER LOS ANGELES AND THE INLAND EMPIRE - 800 S. FIGUEROA ST, SUITE 620 LOS ANGELES, CA 90017 | NONE UNRESTRICTED | PUBLIC CHARITY | 10,000. |
| BRADY CENTER TO PREVENT GUN VIOLENCE PO BOX 96627 WASHINGTON, DC 20077 | NONE UNRESTRICTED | PUBLIC CHARITY | 100. |
| CAMP RONALD MCDONALD 1954 COTNER AVE LOS ANGELES, CA 90025 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,295. |
| CARNEGIE MELLON UNIVERSITY PPG6 14TH FLOOR PITTSBURGH, PA 15213 | | EDUCATIONA INSTITUTIO | 500,000. |
| CHARLIE WELLMAN MEMORIAL SCHOLARSHIP FUND 2079 SILVERSMITH LANE STONE MOUNTAIN, GA 30087 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,000. |
| CHILDREN'S DEFENSE FUND-CALIFORNIA 10536 CULVER BLVD. CULVER CITY, CA 90232 | NONE UNRESTRICTED | PUBLIC CHARITY | 890. |
| CHILDREN'S LAW CENTER 901 CORPORATE CENTER DR., STE 202 MONTEREY PARK, CA 91754 | NONE UNRESTRICTED | PUBLIC CHARITY | 5,000. |
| CHILDRENS' HOSPITAL OF LOS ANGELES 4650 SUNSET BLVD #29 LOS ANGELES, CA 90027 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,000. |
| CORNERSTONE THEATER 708 TRACTION AVE. LOS ANGELES, CA 90013 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,000. |
| DOCTORS WITHOUT BORDERS 333 SEVENTH AVE, 2ND FLOOR NEW YORK, NY 10001 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,000. |

| JOHN AND MARILYN WELLS FAMILY F | COUNDATION | | 68-0526427 |
|--|----------------------|-------------------|------------|
| FRIENDS OF THE LOS ANGELES PHILHARMONIC 151 S. GRAND AVE LOS ANGELES, CA 90012 | NONE UNRESTRICTED | PUBLIC CHARITY | 49,505. |
| FRIENDS OF THE SABAN FREE CLINIC 8405 BEVERLY BLVD. LOS ANGELES, CA 90048 | | PUBLIC CHARITY | 1,500. |
| GEFFEN PLAYHOUSE 10886 LE CONTE AVE LOS ANGELES, CA 90024 | NONE UNRESTRICTED | PUBLIC CHARITY | 5,000. |
| GIRLS INCORPORATED 10536 CULVER BLVD. CULVER CITY, CA 90232 | NONE UNRESTRICTED | PUBLIC CHARITY | 9,300. |
| GRACE CENTER P.O. BOX 40250 PASADENA, CA 91114 | NONE UNRESTRICTED | PUBLIC CHARITY | 50,000. |
| GREATER LOS ANGELES ZOO ASSOCIATION 5333 ZOO DR LOS ANGELES, CA 90027 | NONE UNRESTRICTED | PUBLIC CHARITY | 204. |
| HABITAT FOR HUMANITY INTERNATIONAL 121 HABITAT ST. AMERICUS, GA 31709 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,000. |
| HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202 | NONE UNRESTRICTED | PUBLIC CHARITY | 5,000. |
| HUMAN RIGHTS WATCH 13636 VENTURA BLVD, SUITE 445 SHERMAN OAKS, CA 91423 | NONE UNRESTRICTED | PUBLIC CHARITY | 9,050. |
| HUMANITAS INSTITUTE 520 BROADWAY, SUITE 350 SANTA MONICA, CA 90401 | NONE UNRESTRICTED | PUBLIC CHARITY | 20,000. |

| JOHN AND MARILYN WELLS FAMILY F | OUNDATION | | 68-0526427 |
|---|----------------------|--------------------------|------------|
| JEWISH FAMILY SERVICES 3580 WILSHIRE BLVD., STE 700 LOS ANGELES, CA 90010 | NONE UNRESTRICTED | PUBLIC CHARITY | 5,000. |
| KAUAI FOOD BANK 3285 WAAPA ROAD, SUITE A LIHUE, HI 96766 | NONE UNRESTRICTED | PUBLIC CHARITY | 500. |
| KCRW 1900 PICO BLVD SANTA MONICA, CA 90405 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,000. |
| KUSC P.O. BOX 77913 LOS ANGELES, CA 90007 | NONE UNRESTRICTED | PUBLIC CHARITY | 250. |
| LIVING CITY BLOCK 1536 WYNKOOP STREET, UNIT 102 DENVER, CO 80202 | NONE UNRESTRICTED | PUBLIC CHARITY | 25,000. |
| LOS ANGELES POLICE FOUNDATION 515 S. FLOWER ST., STE 1680 LOS ANGELES, CA 90071 | NONE UNRESTRICTED | PUBLIC CHARITY | 5,000. |
| MARLBOROUGH SCHOOL 250 SOUTH ROSSMORE AVE. LOS ANGELES, CA 90004 | NONE UNRESTRICTED | EDUCATION? INSTITUTIO | <u>■</u> |
| MOTION PICTURE & TELEVISION FUND 23388 MULHOLLAND DR. #220 WOODLAND HILLS, CA 91364 | NONE UNRESTRICTED | PUBLIC CHARITY | 10,000. |
| MUSEUM OF THE MOVING IMAGE 35 AVE AT 36 ST ASTORIA, NY 11106 | NONE UNRESTRICTED | PUBLIC CHARITY | 7,500. |
| NGA, INC. 325 SOUTH MCCADDEN PLACE LOS ANGELES, CA 90020 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,000. |

| JOHN AND MARILYN WELLS FAMILY F | OUNDATION | 68-052 | 26427 |
|---|----------------------|-------------------------------|-------|
| PLANNED PARENTHOOD FEDERATION OF AMERICA 434 W 33RD ST NEW YORK, NY 10001 | NONE UNRESTRICTED | PUBLIC CHARITY | 500. |
| SONRISAS SIN FRONTERAS FOUNDATION 1801 ROLLING VIEW DRIVE LOVELAND, CO 80537 | NONE UNRESTRICTED | PUBLIC 1, CHARITY | 000. |
| ST JAMES EPISCOPAL SCHOOL 625 S. ST. ANDREWS PLACE LOS ANGELES, CA 90005 | NONE UNRESTRICTED | EDUCATIONA 121, INSTITUTIO | 050. |
| ST. VINCENT'S MEALS ON WHEELS 2222 OCEAN VIEW AVE, SUITE 114 LOS ANGELES, CA 90057 | NONE UNRESTRICTED | PUBLIC 5, CHARITY | 000. |
| SUNDANCE INSTITUTE P.O. BOX 684429 PARK CITY, UT 84068 | NONE UNRESTRICTED | PUBLIC 5, CHARITY | 900. |
| THE ALLIANCE FOR CHILDREN'S RIGHTS 3333 WILSHIRE BLVD., STE 550 LOS ANGELES, CA 90010 | NONE UNRESTRICTED | PUBLIC 1, CHARITY | 000. |
| THE EBELL OF LOS ANGELES 743 SOUTH LUCERNE BLVD. LOS ANGELES, CA 90005 | NONE UNRESTRICTED | PUBLIC CHARITY | 500. |
| THE MAPLE COUNSELING CENTER 9107 WILSHIRE BLVD. BEVERLY HILLS, CA 90210 | NONE UNRESTRICTED | PUBLIC CHARITY | 500. |
| THE RAPE FOUNDATION 1223 WILSHIRE BLVD,#410 SANTA MONICA, CA 90403 | NONE UNRESTRICTED | PUBLIC 49, CHARITY | 750. |
| THE WRITERS GUILD FOUNDATION 7000 W. 3RD ST LOS ANGELES, CA 90048 | NONE UNRESTRICTED | PUBLIC 5, CHARITY | 000. |

| JOHN AND MARILYN WELLS FAMILY F | FOUNDATION | 6 | 8-0526427 |
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| TONY HAWK FOUNDATION 1611-A.S. MELROSE DR. #360 VISTA, CA 92081 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,700. |
| TREEPEOPLE 12601 MULHOLLAND DR BEVERLY HILLS, CA 90210 | NONE UNRESTRICTED | PUBLIC CHARITY | 100. |
| UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD, #1955 LOS ANGELES, CA 90017 | NONE UNRESTRICTED | PUBLIC CHARITY | 29,900. |
| UNITED NEGRO COLLEGE FUND 8260 WILLOW OAKS CORPORATE DRIVE FAIRFAX, VA 22031 | | PUBLIC CHARITY | 1,000. |
| UNITED STATES FUND FOR UNICEF 125 MAIDEN LANE NEW YORK, NY 10038 | NONE UNRESTRICTED | PUBLIC CHARITY | 2,000. |
| USC EQUESTRIAN TEAM UNIVERSITY PARK LOS ANGELES, CA 90089 | NONE UNRESTRICTED | EDUCATIONA INSTITUTIO | 350. |
| USC-SHOAH FOUNDATION INSTITUTE FOR VISUAL HISTORY AND EDUCATION 650 WEST 35TH ST, SUITE 114 LOS ANGELES, CA 90089 | NONE UNRESTRICTED | EDUCATIONA INSTITUTIO | 10,000. |
| VAIL MOUNTAIN SCHOOL 3000 BOOTH FALLS RD VAIL, CO 81657 | NONE UNRESTRICTED | EDUCATIONA INSTITUTIO | 10,000. |
| VAIL VALLEY FOUNDATION P.O. BOX 309 VAIL, CO 81658 | NONE UNRESTRICTED | PUBLIC CHARITY | 1,000. |
| VENICE FAMILY CLINIC 604 ROSE AVE VENICE, CA 90291 | NONE UNRESTRICTED | PUBLIC CHARITY | 20,000. |

" JOHN AND MARILYN WELLS FAMILY FOUNDATION

68-0526427

WRIGHT INSTITUTE LOS ANGELES 9911 WEST PICO BLVD LOS ANGELES, CA 90035

NONE UNRESTRICTED PUBLIC CHARITY 5,000.

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

1,065,094.