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

Department of the Treasury
Internal Revenue Service

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

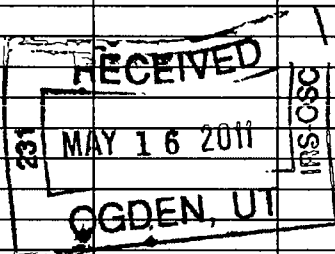
2010

For calendar year 2010, or tax year beginning _____, **2010, and ending** _____, **20**

G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Name of foundation Packard, Packard & Johnson Foundation		A Employer identification number 77-0549749
Number and street (or P O box number if mail is not delivered to street address) 4 Main Street	Room/suite 200	B Telephone number (see page 10 of the instructions) 650-947-7300
City or town, state, and ZIP code Los Altos, CA 94022		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 245,435	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	62,608			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	8	8	8	
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	62,616	8	8		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	3,768	0	0	3,768
	c Other professional fees (attach schedule)	3,987	0	0	3,987
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	5,542	0	0	5,542
	22 Printing and publications	25,023	0	0	25,023
	23 Other expenses (attach schedule)	2,031	0	0	2,031
	24 Total operating and administrative expenses. Add lines 13 through 23	40,351	0	0	40,351
	25 Contributions, gifts, grants paid	134,879			134,879
26 Total expenses and disbursements. Add lines 24 and 25	175,230	0	0	175,230	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-112,614				
b Net investment income (if negative, enter -0-)		8			
c Adjusted net income (if negative, enter -0-)			8		



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21

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	147,838	35,435	35,435
	2 Savings and temporary cash investments	211	0	0
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶ 210,000 Less: accumulated depreciation (attach schedule) ▶ 0	210,000	210,000	210,000
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	358,049	245,435	245,435	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ Loans Payable)	45,000	45,000	
23 Total liabilities (add lines 17 through 22)	45,000	45,000		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	313,049	200,435	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	0	0	
30 Total net assets or fund balances (see page 17 of the instructions)	313,049	200,435		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	313,049	200,435		

Part III Analysis of Changes in Net Assets or Fund Balances			
1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)		1	313,049
2 Enter amount from Part I, line 27a		2	-112,614
3 Other increases not included in line 2 (itemize) ▶		3	
4 Add lines 1, 2, and 3		4	200,435
5 Decreases not included in line 2 (itemize) ▶		5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30		6	200,435

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	N/A			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(f) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8			3

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

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

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

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

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

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

2	Total of line 1, column (d)	2
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4
5	Multiply line 4 by line 3	5
6	Enter 1% of net investment income (1% of Part I, line 27b)	6
7	Add lines 5 and 6	7
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18	8

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input checked="" type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: <u>4/18/01</u> (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	N/A	
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		
3	Add lines 1 and 2	3		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax Refunded	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		✓
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		✓
c Did the foundation file Form 1120-POL for this year?		✓
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		✓
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>		✓
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
b If "Yes," has it filed a tax return on Form 990-T for this year?		✓
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		✓
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	✓	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	✓	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ <u>California</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	✓	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	✓	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	✓	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► None	13	✓	
14	The books are in care of ► Packard, Packard & Johnson Foundation Telephone no. ► 650-947-7300 Located at ► 4 Main Street, Suite 200, Los Altos, CA ZIP+4 ► 94022-2904			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No ✓

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

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

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Schedules				

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
.....		
.....		
.....		
.....		
.....		

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 Families & individuals in need of assistance for food, housing, clothing, medical, or other necessities	27,076
2 Bilingual educational (ESL) materials development, publication, printing, distribution, & training of hundreds of needy individuals to develop self-supporting individuals and families extracted from the cycle of poverty. Includes \$25,022 of printings costs for printing of Companion Language Study (CLS) Materials.	42,641
3 Educational scholarships, awards and developments.	8,147
4 Genealogy records collection and preservation support and development, including archiving and providing access to preserved records.	68,928

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0
b	Average of monthly cash balances	1b	91,742
c	Fair market value of all other assets (see page 25 of the instructions)	1c	210,000
d	Total (add lines 1a, b, and c)	1d	301,742
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	301,742
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	4,526
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	297,216
6	Minimum investment return. Enter 5% of line 5	6	14,861

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

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

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	175,230
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	175,230
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	175,230

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ _____				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2010 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	8	127	0	25	160
b 85% of line 2a	7	108	0	21	136
c Qualifying distributions from Part XII, line 4 for each year listed	175,230	273,732	80,160	102,112	631,234
d Amounts included in line 2c not used directly for active conduct of exempt activities	13,110	29,905	29,239	37,005	109,259
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	162,120	243,827	50,921	65,107	521,975
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	9,907	8,837	7,254	7,534	33,533
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
-
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
-
- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.
- a** The name, address, and telephone number of the person to whom applications should be addressed:
 Packard, Packard & Johnson Foundation, 4 Main Street, Suite 200, Los Altos, CA 94022
-
- b** The form in which applications should be submitted and information and materials they should include:
 NONE
-
- c** Any submission deadlines:
 NONE
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

No Institutions or other Foundations. Direct Individual or Family needs only

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p><i>a</i> Paid during the year</p> <p>See Attached Schedule</p>				
Total ▶				3a
<p><i>b</i> Approved for future payment</p> <p>NONE</p>				
Total ▶				3b

Schedule of Contributors

2010

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

Name of the organization Packard, Packard & Johnson Foundation	Employer identification number 77-0549749
---	--

Organization type (check one):

Filers of:

Section:

- Form 990 or 990-EZ
 - 501(c)() (enter number) organization
 - 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 - 527 political organization
- Form 990-PF
 - 501(c)(3) exempt private foundation
 - 4947(a)(1) nonexempt charitable trust treated as a private foundation
 - 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

Name of organization Packard, Packard & Johnson Foundation	Employer identification number 77-0549749
--	---

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Steve & Patricia Anderson ----- 671 Somerset St. ----- Farmington, UT 84025 -----	\$ 6,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	Forever Young Foundation ----- 1424 S. Stapley Dr. ----- Mesa, AZ 85204 -----	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	Packard, Packard & Johnson ----- Four Main Street, Suite 200 ----- Los Altos, CA 94022 -----	\$ 20,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
-----	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
-----	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
-----	----- ----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Packard, Packard & Johnson Foundation		YEAR 2010													
Check #	Date	Amount	Paid To the Order of	Purpose	Relation-ship	Family Assistance	Awards	Gifts to 501 ORK	Bilingual-Vocational Training	Genealogy Preservation	Travel	Publications	Office Supplies	Tel/Postage	Prof fees
CA Corporation # 2249246															
FEIN# 77-0549749															
Federal Form 990-PF Year 2010															
Supporting Schedule															
Part I, Line 16a, Line 21, 22, 23, & Line 25															
Also Part XV (Grants & Contributions paid during the Year)															
1961	12/1/2001	\$ (675.00)	Melanie Squire	Italy Genealogy research work	none					\$ (675.00)					
1911	1/5/2010	\$ (5,930.00)	Mauro Sebastian Carrillo & Omar Faustino Maldonado	\$2,935 each toward printing of CLS Materials for countries, including wire fee	none					\$ (5,930.00)					
1912	1/5/2010	\$ (780.90)	DHL Worldwide	CLS materials shipments to Africa (2) and Madrid (2) Areas / Missions	none									\$ (780.90)	
Wire	1/5/2010	\$ (5,143.65)	Associazione Culturale	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (5,143.65)					
Wire	1/5/2010	\$ (35.00)	Wire fee	Italy Genealogy	none										\$ (35.00)
1916	1/7/2010	\$ (6,390.00)	Charles Armstrong School	Donation to dyslexia school	none			\$ (6,390.00)							
1917	1/1/2010	\$ (820.00)	Alisa Packard	Agrone Italy photography for city genealogy website	none					\$ (820.00)					
1918	1/1/2010	\$ (262.50)	Ng	Lec Studio Production/Wilson	none					\$ (262.50)					
1919	1/12/2010	\$ (887.91)	Travel Expense reimburse	ITALY travel expenses VGP 9/28/09 through 10/9/09 to supervise records indexing	none					\$ (887.91)					
1920	1/12/2010	\$ (869.38)	Nicola, Angela Ciadunt, Jimshua	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (869.38)					
1921	2/1/2010	\$ (2,315.00)	Michael Crowther	Agrone Italy website	none					\$ (2,315.00)					
Wire	2/2/2010	\$ (4,262.84)	Associazione Culturale	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (4,262.84)					\$ (35.00)
Wire	2/2/2010	\$ (35.00)	Wire fee	Italy Genealogy	none										\$ (35.00)
1922	2/3/2010	\$ (545.00)	Melanie Squire	Italy genealogy research work	none					\$ (545.00)					
Wire	2/10/2010	\$ (1,433.22)	Associazione Culturale	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (1,433.22)					
Wire	2/10/2010	\$ (35.00)	Wire fee	Italy Genealogy	none										\$ (35.00)
1923	2/16/2010	\$ (117.73)	FedEx Kinkos	CLS Printing & Binding of materials	none							\$ (117.73)			
Wire	3/4/2010	\$ (4,876.18)	Associazione Culturale	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (4,876.18)					\$ (35.00)
Wire	3/4/2010	\$ (35.00)	Wire fee	Italy Genealogy	none										\$ (35.00)
1924	3/6/2010	\$ (1,429.56)	Brute Force Genealogy	Italy Genealogy	none					\$ (1,429.56)					
1925	3/25/2010	\$ (5,542.00)	Lon D Packard, reimbursement	Italy Genealogy travel expenses for Lon, 2009 for meeting with town elders & indexing of records project	none						\$ (5,542.00)				
	3/25/2010	\$ (2,500.00)	Return of Over-allocated donation	correction	none					\$ (2,500.00)					
Wire	3/30/2010	\$ (4,837.17)	Associazione Culturale	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (4,837.17)					\$ (35.00)
Wire	3/30/2010	\$ (35.00)	Wire fee	Italy Genealogy	none										\$ (35.00)
1926	3/31/2010	\$ (6,390.00)	Charles Armstrong School	Donation to dyslexia school	none			\$ (6,390.00)							
1927	3/31/2010	\$ (2,360.46)	Dell Computers (via Visa)	Italy-server for Agrone website etc	none					\$ (2,360.46)					\$ (3,768.00)
1928	4/8/2010	\$ (3,768.00)	Mohler Nixon & Williams	Accounting & Tax issues	none										\$ (3,768.00)

Check #	Date	\$ Amount	Paid to the Order of	Purpose	Relation-ship	Family Assistance	Awards	Gifts to 501-0RE	Bilingual-Vocational Training	Genealogy Preservation	Travel	Publications	Office Supplies	Tel/Postage	Prof fees
1929	4/8/2010	\$ (1,764.39)	Gravestone Quarry	reimbursement via RDP for historical markers	none					\$ (1,764.39)					
1930	4/16/2010	\$ (4,161.00)	Cito-LT	Jan, Feb, Mar 2010 Testing for bilingual CLS Certificates	none				\$ (4,161.00)						
1931	4/19/2010	\$ (1,667.00)	BYU-Idaho	Tuition, Karl Leh M. Alcaraz	none		\$ (1,667.00)								
1933	4/19/2010	\$ (2,365.00)	U Alcaraz	School expenses (Karl Leh Alcaraz)	none		\$ (2,365.00)								
1936	4/20/2010	\$ (2,000.00)	V Francis	CLS Taiwan/Hong Kong translation work	none				\$ (2,000.00)						
1937	5/2/2010	\$ (1,250.00)	Claibel Munoz Guillen	Shipment of Educational books to Colombia	none									\$ (1,250.00)	
Wire	5/9/2010	\$ (4,730.50)	Associazione Culturale	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (4,730.50)					\$ (35.00)
Wire	5/9/2010	\$ (35.00)	Wire fee	Italy Genealogy	none										
DEP	5/24/2010	\$ 2,360.46	Dell Computers (via Visa)	Credit for return of unused server re	none					\$ 2,360.46					
1939	5/28/2010	\$ (330.00)	Charles Armstrong School	Donation to dyslexia school	none			\$ (330.00)							
1938	5/31/2010	\$ (2,109.00)	Cito-LT	April 2010 Testing - for CLS bilingual certificates	none				\$ (2,109.00)						
Wire	6/2/2010	\$ (4,371.85)	Associazione Culturale	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (4,371.85)					\$ (35.00)
Wire	6/2/2010	\$ (35.00)	Wire fee	Italy Genealogy	none										
1940	6/30/2010	\$ (1,140.00)	Cito-LT	CLS testing Invoice #0605-199 May 2010 Testing	none				\$ (1,140.00)						
Wire	7/2/2010	\$ (8,104.61)	LitoGrafia Torres, S.A. DE C V	Mexico CLS materials printing, invoice	none						\$ (8,104.61)				\$ (35.00)
Wire	7/2/2010	\$ (35.00)	Wire fee for CLS materials	CLS wire fee	none										
Wire	7/3/2010	\$ (4,495.70)	Associazione Culturale	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (4,495.70)					\$ (35.00)
Wire	7/3/2010	\$ (35.00)	Wire fee	Italy Genealogy	none										
1941	7/26/2010	\$ (1,096.00)	UFCW & Employers Benefit Trust	J Cosgrove insurance premium for August (cancer treatment coverage)	none		\$ (1,096.00)								
1942	7/30/2010	\$ (1,565.00)	V Willard	Lexie Hill treatment coverage account THIS CLOSES THIS FUND	none		\$ (1,565.00)								
1943	7/30/2010	\$ (3,397.50)	Hopkins & Carley	Italy genealogy project documentation for IRS	none									\$ (3,397.50)	
1944	7/30/2010	\$ (1,653.00)	Cito-LT	June 2010 Testing - for bilingual certificates	none				\$ (1,653.00)						
Wire	8/2/2010	\$ (4,682.90)	Associazione Culturale	Italy Genealogy Wire to Italy (birth & town records photograph & index)	none					\$ (4,682.90)					\$ (35.00)
Wire	8/2/2010	\$ (35.00)	Wire fee	Italy Genealogy	none										
1945	8/2/2010	\$ (1,275.00)	B Sterling	Dyslexia tutor award	none		\$ (1,275.00)								
1946	8/2/2010	\$ (1,275.00)	B Sterling	Dyslexia tutor award	none		\$ (1,275.00)								
Wire	8/3/2010	\$ (5,015.62)	Juan Carlos Lopez Villagran	Central America MTC CLS study materials printing, invoice	none						\$ (5,015.62)				\$ (45.00)
Wire	8/3/2010	\$ (45.00)	Wire fee for CLS materials	CLS wire fee	none										
Wire	8/3/2010	\$ (1,781.15)	S A	Central America MTC CLS materials CD copies invoice	none						\$ (1,781.15)				\$ (45.00)
Wire	8/3/2010	\$ (45.00)	Wire fee for CLS materials	CLS wire fee	none										
1947	8/13/2010	\$ (10.00)	Franchise Tax Board	2009 Filing fee	none										\$ (10.00)
1948	8/17/2010	\$ (465.00)	Melanie Squire	Italy Genealogy research work	none					\$ (465.00)					
1949	8/17/2010	\$ (1,855.07)	A Adobe Systems	purchase of software for records compilation	none					\$ (1,855.07)					
1950	8/17/2010	\$ (4,073.69)	Xerox services	Copies & printing for Language Study materials from 11/13/09 through 7/7/10)	none						\$ (4,073.69)				

Packard, Packard & Johnson Foundation

CA Corporation # 2249246

FEIN# 77-0549749

Federal Form 990-PF Year 2010

Supporting Schedules

Part I, Line 18

Part VII-A, line 10

Part VIII, line 1

Part VII-A, line 10

Substantial Contributors

<u>Name</u>	<u>Address</u>	<u>Date</u>	<u>\$ Amount</u>
Dennis & Sandra Packard	1123 North 1220 West, Provo, UT 94601	8/17/2010	\$ 675.86
Forever Young Foundation	1424 S. Stapley Dr., Mesa, AZ 85204	5/13/2010	\$ 10,000.00
Lon & Debra Packard	2683 E. Hillside Dr., SLC, UT 84117	8/17/2010	\$ 675.86
Packard, Packard & Johnson	4 Main Street, Suite 200, Los Altos CA 94022	9/9/2010	\$ 20,000.00
Ron & Crystal Packard	115 Doud Drive, Los Altos, CA 94022	8/17/2010	\$ 1,855.07
Ronald & Crystal Packard		8/17/2010	\$ 675.86
Ronald & Crystal Packard		11/4/2010	\$ 365.00
Scott & Kim Atkinson	26 Gladys Ct., Mountain View, CA 94043	7/31/2010	\$ 2,450.00
Steve & Patricia Anderson	671 Somerset St., Farmington UT 84025	3/30/2010	\$ 6,000.00
Von & Ann Packard	1339 Carvo Ct., Los Altos, CA 94022	8/17/2010	\$ 675.86
Von & Ann Packard		5/6/2010	\$ 1,250.00
Various Small Contributors		Various dates	\$ 17,985.00

\$ 62,608.51

Part VIII, line 1

Schedule of Directors

<u>Name</u>	<u>Address</u>	<u>(b) Title & Position</u>	<u>(c) Compensation \$</u>	<u>(d) Benefit Plan Contributions</u>	<u>(e) Expense Account & Allowances</u>
Craig H. Johnson	2195 E. Gambel Oak Dr., Sandy, UT 94092	Director & Pres.	none	none	none
Ronald D. Packard	115 Doud Drive, Los Altos, CA 94022	Director & CFO	none	none	none
Von G. Packard	1339 Carvo Ct., Los Altos, CA 94022	Director, VP, Sec.	none	none	none
Lon D. Packard	2683 E. Hillsden Dr., SLC, UT 84117	Director, VP.	none	none	none