



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2010

Department of the Treasury
Internal Revenue Service

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

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

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

Name of foundation GGG FOUNDATION		A Employer identification number 94-3155521
Number and street (or P O box number if mail is not delivered to street address) 1660 BUSH STREET	Room/suite 300	B Telephone number 415-561-6540
City or town, state, and ZIP code SAN FRANCISCO, CA 94109		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) \$ 19,400,159. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)</small>		(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	153,000.		N/A	
	2 Check <input type="checkbox"/> If the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	106,278.	106,278.		STATEMENT 1
	4 Dividends and interest from securities	119,085.	119,085.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	547,809.			
	b Gross sales price for all assets on line 6a	1,446,474.			
	7 Capital gain net income (from Part IV, line 2)		773,278.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income			79,623.		STATEMENT 3
12 Total. Add lines 1 through 11		926,172.	1,078,264.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	7,828.	3,914.		3,914.
	c Other professional fees	186,315.	73,159.		107,156.
	17 Interest				
	18 Taxes	6,653.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings	97.			1,847.	
22 Printing and publications					
23 Other expenses	1,992.	75.		1,417.	
24 Total operating and administrative expenses. Add lines 13 through 23	198,732.	77,245.		114,334.	
25 Contributions, gifts, grants paid	758,506.			758,506.	
26 Total expenses and disbursements. Add lines 24 and 25	957,238.	77,245.		872,840.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-31,066.				
b Net investment income (if negative, enter -0-)		1,001,019.			
c Adjusted net income (if negative, enter -0-)			N/A		

SCANNED NOV 16 2011

298

Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	33,310.	46,183.	46,183.
	2 Savings and temporary cash investments	2,312,700.	1,540,634.	1,540,634.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	15,547,027.	17,813,342.	17,813,342.
14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶				
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers)	17,893,037.	19,400,159.	19,400,159.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ _____)			
23 Total liabilities (add lines 17 through 22)	0.	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	17,893,037.	19,400,159.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	17,893,037.	19,400,159.		
31 Total liabilities and net assets/fund balances	17,893,037.	19,400,159.		

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	17,893,037.
2 Enter amount from Part I, line 27a	2	-31,066.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS ON INVESTMENTS	3	1,588,397.
4 Add lines 1, 2, and 3	4	19,450,368.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	50,209.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	19,400,159.

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				
b SEE ATTACHED STATEMENT				
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	1,671,943.	898,665.	773,278.	
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			773,278.	
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 }		2 773,278.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		{ }		3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	681,098.	16,074,233.	.042372
2008	936,306.	18,240,898.	.051330
2007	1,076,950.	20,429,124.	.052716
2006	724,838.	12,821,014.	.056535
2005	339,208.	6,559,259.	.051714
2 Total of line 1, column (d)			2 .254667
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 .050933
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 18,142,522.
5 Multiply line 4 by line 3			5 924,053.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 10,010.
7 Add lines 5 and 6			7 934,063.
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.			8 872,840.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	20,020.
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	20,020.
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	20,020.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010		6a	8,700.
b Exempt foreign organizations - tax withheld at source		6b	
c Tax paid with application for extension of time to file (Form 8868)		6c	9,800.
d Backup withholding erroneously withheld		6d	
7 Total credits and payments. Add lines 6a through 6d		7	18,500.
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	1,520.
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		11	
			Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 0. (2) On foundation managers. ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
4b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.PFS-LLC.NET/GGS</u>	13	X	
14	The books are in care of ► <u>PACIFIC FOUNDATION SERVICES, LLC</u> Telephone no. ► <u>415-561-6540</u> Located at ► <u>1660 BUSH STREET, SUITE 300, SAN FRANCISCO, CA</u> ZIP+4 ► <u>94109</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

6a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** Yes No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** Yes No **X**

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

Total number of other employees paid over \$50,000 **0**

Part VIII

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PACIFIC FOUNDATION SERVICES, LLC - 1660 BUSH STREET, SUITE 300, SAN FRANCISCO, CA 94109	FOUNDATION MANAGEMENT	126,066.
HALL CAPITAL PARTNERS, LLC ONE MARITIME PLAZA, SAN FRANCISCO, CA 94111	INVESTMENT MANAGEMENT	54,249.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

1	Expenses
N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	16,330,019.
b	Average of monthly cash balances	1b	2,088,785.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	18,418,804.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	18,418,804.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	276,282.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,142,522.
6	Minimum investment return. Enter 5% of line 5	6	907,126.

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

1	Minimum investment return from Part X, line 6	1	907,126.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	20,020.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	20,020.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	887,106.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	887,106.
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	887,106.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	872,840.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	872,840.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	872,840.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				887,106.
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	130,042.			
e From 2009				
f Total of lines 3a through e	130,042.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 872,840.				
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				872,840.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	14,266.			14,266.
6 Enter the net total of each column as indicated below:	115,776.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	115,776.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008	115,776.			
d Excess from 2009				
e Excess from 2010				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(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 the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

NONE

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

NONE

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

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

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

SEE STATEMENT 11

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

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2010

Name of the organization

GGF FOUNDATION

Employer identification number

94-3155521

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 foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

GGG FOUNDATION

94-3155521

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THE GEORGIANA G. STEVENS 1997 TRUST 2030 UNION STREET SUITE 203 SAN FRANCISCO, CA 94123	\$ 150,000.	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.)
		\$ _____	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.)

Name of organization GGG FOUNDATION	Employer identification number 94-3155521
---	---

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	<hr/> <hr/> <hr/> <hr/>	\$ _____	
	<hr/> <hr/> <hr/> <hr/>	\$ _____	
	<hr/> <hr/> <hr/> <hr/>	\$ _____	
	<hr/> <hr/> <hr/> <hr/>	\$ _____	
	<hr/> <hr/> <hr/> <hr/>	\$ _____	
	<hr/> <hr/> <hr/> <hr/>	\$ _____	
	<hr/> <hr/> <hr/> <hr/>	\$ _____	

Name of organization GGG FOUNDATION	Employer identification number 94-315521
---	--

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

GGG FOUNDATION

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 PIMCO FUND PTTAX	P	VARIOUS	VARIOUS
b SELECT EQUITY GROUP	P	VARIOUS	VARIOUS
c PIMCO FUND PTRX	P	VARIOUS	VARIOUS
d HCP CREDIT DISLOCATION FUND - K1	P	VARIOUS	VARIOUS
e WGI EMERGING MARKETS FUND - K1	P	VARIOUS	VARIOUS
f STEADFAST INTERNATIONAL	P	VARIOUS	VARIOUS
g HCP ABSOLUTE RETURN FUND	P	VARIOUS	VARIOUS
h			
i			
j			
k			
l			
m			
n			
o			

(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 197,567.			197,567.
b 1,099,476.		898,665.	200,811.
c 149,431.			149,431.
d 13,468.			13,468.
e 35,803.			35,803.
f 509.			509.
g 175,689.			175,689.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			197,567.
b			200,811.
c			149,431.
d			13,468.
e			35,803.
f			509.
g			175,689.
h			
i			
j			
k			
l			
m			
n			
o			

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	773,278.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
HCP CREDIT DISLOCATION FUND - K1	32.
INTEREST	106,244.
WGI EMERGING MARKETS FUND - K1	2.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	106,278.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS	68,910.	0.	68,910.
HCP CREDIT DISLOCATION FUND - K1	21,494.	0.	21,494.
WGI EMERGING MARKETS FUND - K1	28,681.	0.	28,681.
TOTAL TO FM 990-PF, PART I, LN 4	119,085.	0.	119,085.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WGI EMERGING MARKETS FUND - K1	0.	-212.	
HCP ABSOLUTE RETURN FUND	0.	85,384.	
BOOK/TAX DIFFERENCE K-1 DEDUCTIONS	0.	-5,549.	
TOTAL TO FORM 990-PF, PART I, LINE 11	0.	79,623.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	7,828.	3,914.		3,914.
TO FORM 990-PF, PG 1, LN 16B	7,828.	3,914.		3,914.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOUNDATION MANAGMENT INVESTMENT MANAGMENT	126,066. 54,249.	18,910. 54,249.		107,156. 0.
TO FORM 990-PF, PG 1, LN 16C	180,315.	73,159.		107,156.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	6,653.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,653.	0.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES AND SUBSCRIPTIONS BANK CHARGES	500. 1,492.	75. 0.		1,417. 0.
TO FORM 990-PF, PG 1, LN 23	1,992.	75.		1,417.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
BOOX/TAX DIFFERENCE FROM PASS-THROUGH INCOME	50,209.
TOTAL TO FORM 990-PF, PART III, LINE 5	50,209.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PARTNERSHIP EQUITIES	COST	2,573,971.	2,573,971.
	COST	15,239,371.	15,239,371.
TOTAL TO FORM 990-PF, PART II, LINE 13		17,813,342.	17,813,342.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN H. KIRKWOOD 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	PRESIDENT 1.00	0.	0.	0.
AMANDA KIRKWOOD 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	VICE PRESIDENT 1.00	0.	0.	0.
JEAN K. CASEY 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	SECRETARY/TREASURER 1.00	0.	0.	0.
A. MICHAEL CASEY 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	DIRECTOR 1.00	0.	0.	0.
CHRISTIAN CANTER 1660 BUSH STREET, SUITE 300 SAN FRANCISCO, CA 94109	AUDIT CHAIR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

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

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ERIC L. SLOAN, SENIOR PROGRAM OFFICER
1660 BUSH STREET, SUITE 300
SAN FRANCISCO, CA 94109

TELEPHONE NUMBER

NAME OF GRANT PROGRAM

415-561-6540

FOR GUIDELINES AND MORE INFORMATION ABOUT THIS
FOUNDATION, SEE WWW.PFS-LLC.N

FORM AND CONTENT OF APPLICATIONS

FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE
WWW.PFS-LLC.NET

ANY SUBMISSION DEADLINES

FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE
WWW.PFS-LLC.NET

RESTRICTIONS AND LIMITATIONS ON AWARDS

FOR GUIDELINES AND MORE INFORMATION ABOUT THIS FOUNDATION, SEE
WWW.PFS-LLC.NET

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
826 VALENCIA 826 VALENCIA STREET SAN FRANCISCO, CA 94110	IN-SCHOOLS PROGRAM	501 (C)(3) PUBLIC CHARITY	30,000.
AMERICA SCORES 440 ALABAMA STREET SAN FRANCISCO, CA 94110	WORDS IN ACTION FOR BAY AREA SCORES	501 (C)(3) PUBLIC CHARITY	25,000.
ASIAN NEIGHBORHOOD DESIGN 1245 HOWARD STREET SAN FRANCISCO, CA 94103	EMPLOYMENT TRAINING CENTER	501 (C)(3) PUBLIC CHARITY	15,000.
BAY INSTITUTE OF SAN FRANCISCO 695 DE LONG AVENUE, SUITE 100 NOVATO, CA 94945	SAN FRANCISCO BAY ESTUARY EDUCATION PROGRAM	501 (C)(3) PUBLIC CHARITY	20,000.
DELANCEY STREET FOUNDATION 651 8TH STREET, TREASURE ISLAND SAN FRANCISCO, CA 94130	GENERAL SUPPORT FOR LIFE LEARNING ACADEMY	501 (C)(3) PUBLIC CHARITY	15,000.
EXPLORATORIUM 3601 LYON STREET SAN FRANCISCO, CA 94123	EXPLAINER PROGRAM	501 (C)(3) PUBLIC CHARITY	30,000.
FOUNDATION CENTER 312 SUTTER STREET, SUITE 606 SAN FRANCISCO, CA 94108	GENERAL SUPPORT	501 (C)(3) PUBLIC CHARITY	3,000.
GOLDEN GATE NTL CONSERVANCY BUILDING 201, FORT MASON SAN FRANCISCO, CA 94123	URBAN TRAILBLAZERS PROGRAM	501 (C)(3) PUBLIC CHARITY	25,000.

GOOD SAMARITAN FAMILY CTR OF SF 1294 POTRERO AVENUE SAN FRANCISCO, CA 94110	YOUTH SERVICES PROGRAM	501 (C)(3) PUBLIC CHARITY	25,000.
JAMESTOWN COMMUNITY CENTER 3382 26TH STREET SAN FRANCISCO, CA 94110	ONE-ON-ONE TUTORING AND BRAIN SOUP PROGRAMS	501 (C)(3) PUBLIC CHARITY	30,000.
JUMA VENTURES 131 STEUART STREET, SUITE 201 SAN FRANCISCO, CA 94105	SAN FRANCISCO PATHWAYS TO ADVANCEMENT	501 (C)(3) PUBLIC CHARITY	35,000.
LARKIN STREET YOUTH SERVICES 701 SUTTER STREET, SUITE 2 SAN FRANCISCO, CA 94109	MENTAL HEALTH AND SUBSTANCE ABUSE SERVICES	501 (C)(3) PUBLIC CHARITY	50,000.
MARIN CONSERVATION CORPS 27 LARKSPUR STREET SAN RAFAEL, CA 94901	HONORARIUM	501 (C)(3) PUBLIC CHARITY	2,500.
MISSION LEARNING CENTER 474 VALENCIA STREET, SUITE 210 SAN FRANCISCO, CA 94103	LITERACY PROGRAMMING	501 (C)(3) PUBLIC CHARITY	30,000.
MUSEUM OF THE AFRICAN DIASPORA 685 MISSION STREET SAN FRANCISCO, CA 94105	YOUTH MEDIA DOCENT PROGRAM	501 (C)(3) PUBLIC CHARITY	15,000.
NETWORK FOR TEACHING ENTREPRENEURSHIP - USF SCHOOL OF BUSINESS AND MANAGEMENT, MALLOY HALL, SUITES 401 & 402 SAN FRANCISCO, CA 94117	BAY AREA YOUTH ENTREPRENEURSHIP SERVICES	501 (C)(3) PUBLIC CHARITY	15,000.
NEW CONSERVATORY THEATRE CENTER 25 VAN NESS AVE. LOWER LOBBY SAN FRANCISCO, CA 94102	YOUTH AWARE EDUCATIONAL THEATRE SERIES	501 (C)(3) PUBLIC CHARITY	25,000.
NEW DOOR VENTURES 3075 21ST STREET SAN FRANCISCO, CA 94110	ALLY PROGRAM	501 (C)(3) PUBLIC CHARITY	30,000.

NORTHERN CA GRANTMAKERS 625 MARKET STREET, 15TH FLOOR SAN FRANCISCO, CA 94105	2010 MEMBERSHIP DUES	501 (C)(3) PUBLIC CHARITY	506.
NOVATO YOUTH CENTER 680 WILSON AVENUE NOVATO, CA 94947	YOUTH4YOUTH SUBSTANCE ABUSE PREVENTION PROJECT	501 (C)(3) PUBLIC CHARITY	12,500.
ONE ECONOMY CORP 1550 BRYANT STREET, # 700 SAN FRANCISCO, CA 94103	DIGITAL CONNECTORS	501 (C)(3) PUBLIC CHARITY	25,000.
PHILANTHROPIC VENTURES FOUNDATION 1222 PRESERVATION PARK WAY OAKLAND, CA 94612	THE TAKE HOME BOOK PROGRAM AT SFUSD AND SAN RAFAEL CITY SCHOOL DISTRICTS	501 (C)(3) PUBLIC CHARITY	20,000.
PORTOLA FAMILY CONNECTION CTR 2565 SAN BRUNO AVE. SAN FRANCISCO, CA 94134	HOMEWORK CLUB AND SUMMER ACADEMIC ENRICHMENT PROGRAM	501 (C)(3) PUBLIC CHARITY	25,000.
READING PARTNERS 106 LINDEN STREET #202 OAKLAND, CA 94607	READING CENTERS IN SAN FRANCISCO	501 (C)(3) PUBLIC CHARITY	25,000.
SAN FRANCISCO EDUCATION FUND 727 GOLDEN GATE AVE, 2ND FLOOR SAN FRANCISCO, CA 94102	EARLY LITERACY VOLUNTEER PROGRAM	501 (C)(3) PUBLIC CHARITY	25,000.
SF FRIENDS OF THE URBAN FOREST PRESIDIO BUILDING 1007 SAN FRANCISCO, CA 94129	YOUTH TREE CARE PROGRAM	501 (C)(3) PUBLIC CHARITY	20,000.
SPALDING WOODEN BOAT CENTER FOOT OF GATE 5 ROAD SAUSALITO, CA 94965	YOUTH BOAT BUILDING AND SAILING PROGRAM	501 (C)(3) PUBLIC CHARITY	15,000.
STREETSIDE STORIES 3130 20TH STREET, SUITE 311 SAN FRANCISCO, CA 94110	ELEMENTARY LITERACY PROGRAMS	501 (C)(3) PUBLIC CHARITY	25,000.

GG'S FOUNDATION

94-3155521

THE ART OF YOGA PROJECT 555 BRYANT STREET #232 PALO ALTO, CA 94301	ART OF YOGA PROJECT AT THE YOUTH GUIDANCE CENTER IN SAN FRANCISCO	501 (C)(3) PUBLIC CHARITY	15,000.
THE NEIGHBORHOOD COUNCIL 451 HAYES ST, 2ND FLOOR SAN FRANCISCO, CA 94102	URBAN SPROUTS, A GARDEN-BASED HEALTH EDUCATION PROGRAM	501 (C)(3) PUBLIC CHARITY	20,000.
THE SOCIETY FOR ART PUBLICATIONS 535 POWELL STREET SAN FRANCISCO, CA 94108	INTERN PROGRAM AT THE MERIDIAN GALLERY	501 (C)(3) PUBLIC CHARITY	15,000.
TIDES CENTER PO BOX 170427 SAN FRANCISCO, CA 94117	HOMELESS YOUTH OUTREACH SERVICES	501 (C)(3) PUBLIC CHARITY	15,000.
WOMEN'S FOUNDATION OF CA 520 HAMPSHIRE STREET, #216 SAN FRANCISCO, CA 94110	TURNING HEADS PROJECT, SEWING AND FASHION DESIGN FOR LOW-INCOME GIRLS	501 (C)(3) PUBLIC CHARITY	15,000.
YERBA BUENA CENTER FOR THE ARTS 701 MISSION ST. SAN FRANCISCO, CA 94103	YOUNG ARTISTS AT WORK PROGRAM	501 (C)(3) PUBLIC CHARITY	25,000.
YMCA OF SF 387 GOLDEN GATE AVE. SAN FRANCISCO, CA 94102	CULINARY EDUCATION PROGRAM AT THE SHIH YU-LANG CENTRAL YMCA	501 (C)(3) PUBLIC CHARITY	15,000.
ZEUM 221 FOURTH STREET SAN FRANCISCO, CA 94103	ZEUMMASTERS INTERNSHIP PROGRAM	501 (C)(3) PUBLIC CHARITY	25,000.

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

758,506.