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Return of Private Foundation

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

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

Name of foundation

WOLFEN FAMILY FOUNDATION
C/O IRELL & MANELLA, LLP

A Employer identification number

95-4745065

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

1800 AVENUE OF THE STARS

Room/suite
900

City or town, state, and ZIP code

LOS ANGELES, CA 90067-4276

B Telephone number

818-528-3545

H Check type of organization: Section 501(c)(3) exempt private foundationC If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test, check here and attach computation ►

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)

E If private foundation status was terminated under section 507(b)(1)(A), check here ► J Accounting method: Cash Accrual
(Part I, column (d) must be on cash basis.)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	462,000.		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	3,238.	3,238.		STATEMENT 1
4	Dividends and interest from securities	20,987.	20,987.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-55,594.			
b	Gross sales price for all assets on line 6a	483,741.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	11,892.	11,892.		STATEMENT 3
12	Total Add lines 1 through 11	442,523.	36,117.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 4	11,000.	11,000.	0.
c	Other professional fees	STMT 5	3,261.	3,261.	0.
17	Interest				
18	Taxes	STMT 6	423.	53.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 7	73.	73.	0.
24	Total operating and administrative expenses Add lines 13 through 23		14,757.	14,387.	0.
25	Contributions, gifts, grants paid		443,706.		443,706.
26	Total expenses and disbursements Add lines 24 and 25		458,463.	14,387.	443,706.
27	Subtract line 26 from line 12:		-15,940.		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		21,730.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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Form 990-PF (2010)

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2010.04040 WOLFEN FAMILY FOUNDATION C/ 03576 1

WOLFEN FAMILY FOUNDATION

Form 990-PF (2010)

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95-4745065

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		1,527,469.	1,189,077.	1,189,077.
	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 ►				
Assets	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations	STMT 8	641,594.	708,302.	732,510.
	b Investments - corporate stock	STMT 9	19,444.	312,777.	370,736.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 10	291,929.	253,189.	257,701.
	14 Land, buildings, and equipment: basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ► DUE FROM BROKER)		79.	1,230.	1,230.
	16 Total assets (to be completed by all filers)		2,480,515.	2,464,575.	2,551,254.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		2,480,515.	2,464,575.	
	30 Total net assets or fund balances		2,480,515.	2,464,575.	
	31 Total liabilities and net assets/fund balances		2,480,515.	2,464,575.	

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	2,480,515.
2 Enter amount from Part I, line 27a	2	-15,940.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	2,464,575.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,464,575.

Form 990-PF (2010)

023511
12-07-10

WOLFEN FAMILY FOUNDATION

Form 990-PF (2010)

C/O IRELL & MANELLA, LLP

95-4745065

Page 3

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 483,741.		539,335.			-55,594.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					-55,594.
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		-55,594.
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	346,059.	2,434,211.	.142165
2008	534,165.	3,032,954.	.176120
2007	693,531.	3,651,070.	.189953
2006	833,319.	3,591,124.	.232050
2005	862,729.	3,796,453.	.227246

2 Total of line 1, column (d)

2 **.967534**

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 **.193507**

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 **2,543,111.**

5 Multiply line 4 by line 3

5 **492,110.**

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 **217.**

7 Add lines 5 and 6

7 **492,327.**

8 Enter qualifying distributions from Part XII, line 4

8 **443,706.**

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.

WOLFEN FAMILY FOUNDATION

Form 990-PF (2010) C/O IRELL & MANELLA, LLP

95-4745065 Page 4

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

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-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2010 estimated tax payments and 2009 overpayment credited to 2010

6a 1,230.

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 1,230.

8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached

8

9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed

9

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 795.

11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ►

11 Refunded

Part VII-A Statements Regarding Activities

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?

Yes

No

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

1a X

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

1b X

c Did the foundation file Form 1120-POL for this year?

1c 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 X

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.

3 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*

4a X

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4b

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 X

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 X

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

7 X

- 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?

If "Yes," complete Part II, col. (c), and Part XV

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

8b X

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV

9 X

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

10 X

Form 990-PF (2010)

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4 2010.04040 WOLFEN FAMILY FOUNDATION C/ 03576_1

WOLFEN FAMILY FOUNDATION

Form 990-PF (2010) C/O IRELL & MANELLA, LLP

95-4745065

Page 5

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)

11 X

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A

13 X

14 The books are in care of ► BALTER, MILLER, KING & FRAZIN, LLP Telephone no. ► 818-528-3545

Located at ► 16255 VENTURA BLVD., SUITE 1250, ENCINO, CAZIP+4 ► 91436

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year

► 15 N/A

16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?

16 Yes No X

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

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

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

1a During the year did the foundation (either directly or indirectly):

- (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No
- (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
- (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
- (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No
- (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No
- (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?

N/A

►

Organizations relying on a current notice regarding disaster assistance check here

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the 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?

 Yes 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.

2b

►

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?

 Yes No

b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)

N/A

►

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

3b

►

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?

4a

►

4b

► X

Form 990-PF (2010)

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12-07-10

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2010.04040 WOLFEN FAMILY FOUNDATION C/ 03576_1

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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
 Yes No
 Yes No
 Yes No
 Yes No

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

N/A
►

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes No

6b

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

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

Yes No

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WERNER F. WOLFEN C/O IRELL & MANELLA, LLP 1800 AVENUE LOS ANGELES, CA 90067	TRUSTEE 5.00	0.	0.	0.
MARY G. WOLFEN C/O IRELL & MANELLA, LLP 1800 AVENUE LOS ANGELES, CA 90067	TRUSTEE 5.00	0.	0.	0.

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

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

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

►

0

Form 990-PF (2010)

WOLFEN FAMILY FOUNDATION
Form 990-PF (2010) C/O IRELL & MANELLA, LLP

95-4745065 Page 7

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

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

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

Total number of others receiving over \$50,000 for professional services ► 0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ► 0.

Form 990-PF (2010)

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	1,083,875.
b	Average of monthly cash balances	1b	1,243,095.
c	Fair market value of all other assets	1c	254,869.
d	Total (add lines 1a, b, and c)	1d	2,581,839.
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	2,581,839.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	38,728.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,543,111.
6	Minimum investment return. Enter 5% of line 5	6	127,156.

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	127,156.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	435.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	435.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	126,721.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	126,721.
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	126,721.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	443,706.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	443,706.
b	Cash distribution test (attach the required schedule)	5	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	443,706.
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		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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.

WOLFEN FAMILY FOUNDATION
C/O IRELL & MANELLA, LLP

Form 990-PF (2010)

95-4745065 Page 9

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				126,721.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	680,318.			
b From 2006	664,978.			
c From 2007	516,315.			
d From 2008	383,283.			
e From 2009	225,946.			
f Total of lines 3a through e	2,470,840.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 443,706.			0.	
a Applied to 2009, but not more than line 2a				
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				126,721.
e Remaining amount distributed out of corpus		316,985.		
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,787,825.			
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				
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	680,318.			
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	2,107,507.			
10 Analysis of line 9:				
a Excess from 2006	664,978.			
b Excess from 2007	516,315.			
c Excess from 2008	383,283.			
d Excess from 2009	225,946.			
e Excess from 2010	316,985.			

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)				
<i>a Paid during the year</i>				
SEE STATEMENT 12				
Total			► 3a	443,706.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3,238.	
4 Dividends and interest from securities			14	20,987.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income	523000		14	11,892.	
8 Gain or (loss) from sales of assets other than inventory	523000		18	-55,594.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		-19,477.	0.
13 Total Add line 12, columns (b), (d), and (e)					13 -19,477.

13 Total Add line 12, columns (b), (d), and (e)
(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

- a Transfers from the reporting foundation to a noncharitable exempt organization of:**

- (1) Cash
 - (2) Other assets

- b Other transactions:**

- (1) Sales of assets to a noncharitable exempt organization**

- (2) Purchases of assets from a noncharitable exempt organization**

- (3) Rental of facilities, equipment, or other assets**

- #### (4) Reimbursement arrangements

- (5) Loans or loan guarantees**

- (6) Performance of services or membership or fundraising solicitations**

- c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

- d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

- b** If "Yes," complete the following schedule.

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

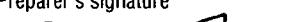
**Sign
Here**

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

Signature of officer or trustee

Date

TRUSTEE

Paid Preparer Use Only	Print/Type preparer's name SUSAN FRAZIN	Preparer's signature 	Date 11/11/11	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ► BALTER, MILLER, KING & FRAZIN, LLP			Firm's EIN ►	
	Firm's address ► 16255 VENTURA BLVD., #1250 ENCINO, CA 91436			Phone no. (818) 528-3545	

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**WOLFEN FAMILY FOUNDATION
C/O IRELL & MANELLA, LLP**Employer identification number**

95-4745065

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

WOLFEN FAMILY FOUNDATION
C/O IRELL & MANELLA, LLP

Employer identification number

95-4745065

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	WERNER WOLFEN C/O IRELL & MANELLA, 1800 AVENUE OF THE STARS, #900 LOS ANGELES, CA 90067	\$ 330,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	WERNER WOLFEN C/O IRELL & MANELLA, 1800 AVENUE OF THE STARS, #900 LOS ANGELES, CA 90067	\$ 132,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
0		\$ _____	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)

Name of organization

WOLFEN FAMILY FOUNDATION
C/O IRELL & MANELLA, LLP

Employer identification number

95-4745065

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
1	10,000.00 SHARES OF BROADCOM - PUBLICLY TRADED SECURITY	\$ 330,000.	03/18/10
2	400,000.00 SHARES OF COMMON STOCK OF CALHOUN VISION	\$ 132,000.	10/15/10
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	\$	
	(b) Description of noncash property given	\$	
	(b) Description of noncash property given	\$	

Name of organization

Employer identification number

WOLFEN FAMILY FOUNDATION

C/O IRELL & MANELLA, LLP

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) ► \$

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	J.P. MORGAN 62404	P	06/30/10	12/31/10
b	MERRILL LYNCH 04199	P	06/30/10	12/31/10
c	MERRILL LYNCH 04199	P	06/30/09	12/31/10
d	AGENCY BILL	P	08/25/10	09/30/10
e	MOSAIQUE MULTI STRATEGY FUND, LLP	P	01/01/07	12/31/10
f	MOSAIQUE MULTI STRATEGY FUND, LLP	P	01/01/07	12/31/10
g	MOSAIQUE MULTI STRATEGY FUND, LLP - SEC 1231 GAIN	P	01/01/07	12/31/10
h	ROBECO - SAGE TRITON FUND, LLC	P	01/01/07	12/31/10
i	ROBECO - SAGE TRITON FUND, LLC - LOSS ON DISPOSIT	P	01/01/07	12/31/10
j	CAPITAL GAINS DIVIDENDS			
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	167,046.		185,306.	-18,260.
b	183,846.		176,730.	7,116.
c	31,938.		29,440.	2,498.
d	99,989.		99,988.	1.
e	33.			33.
f			64.	-64.
g	41.			41.
h			23,618.	-23,618.
i			24,189.	-24,189.
j	848.			848.
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				-18,260.
b				7,116.
c				2,498.
d				1.
e				33.
f				-64.
g				41.
h				-23,618.
i				-24,189.
j				848.
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	-55,594.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	}	3	N/A
	If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8			

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

SOURCE	AMOUNT
MERRILL LYNCH	2,982.
WELLS FARGO BANK - AGENCY BILLS	256.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3,238.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
J.P. MORGAN 62404	2,029.	0.	2,029.
MERRILL LYNCH 04199	18,946.	0.	18,946.
MERRILL LYNCH 04199-CAP GAIN			
DISTRIBUTIONS	848.	848.	0.
WELLS FARGO	12.	0.	12.
TOTAL TO FM 990-PF, PART I, LN 4	21,835.	848.	20,987.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MOSAIQUE MULTI STRATEGY FUND, LLC	-1,207.	-1,207.	
ROBECO - SAGE TRITON FUND, LLP	13,099.	13,099.	
TOTAL TO FORM 990-PF, PART I, LINE 11	11,892.	11,892.	

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	11,000.	11,000.		0.
TO FORM 990-PF, PG 1, LN 16B	11,000.	11,000.		0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNT MANAGEMENT FEES	3,261.	3,261.		0.
TO FORM 990-PF, PG 1, LN 16C	3,261.	3,261.		0.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE INCOME TAX	10.	10.		0.
EXCISE TAX	370.	0.		0.
FOREIGN TAXES	18.	18.		0.
STATE FEES	25.	25.		0.
TO FORM 990-PF, PG 1, LN 18	423.	53.		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
PUBLICATION	50.	50.		0.
ADR FEES	3.	3.		0.
BANK FEES	20.	20.		0.
TO FORM 990-PF, PG 1, LN 23	73.	73.		0.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. TREASURY BILLS AND NOTES	X		384,934.	384,969.
MERRILL LYNCH 04199		X	323,368.	347,541.
TOTAL U.S. GOVERNMENT OBLIGATIONS			384,934.	384,969.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			323,368.	347,541.
TOTAL TO FORM 990-PF, PART II, LINE 10A			708,302.	732,510.

FORM 990-PF

CORPORATE STOCK

STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MATTEL, INC.	5,610.	6,281.
PC - TEL, INC.	6,905.	6,000.
VERIZON COMMUNICATIONS	6,619.	6,333.
VODAFONE GROUP PLC	313.	2,988.
CALHOUN VISION	132,000.	132,000.
BROADCOM CORP	161,330.	216,725.
FRONTIER COMMUNICATIONS CORP	0.	409.
TOTAL TO FORM 990-PF, PART II, LINE 10B	312,777.	370,736.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MOSAIQUE MULTI STRATEGY FUND LLC	FMV	-1,868.	2,644.
PTNRSHP INVESTMENT - ROBECO SAGE	COST		
TRITON FUND, LLC		255,057.	255,057.
TOTAL TO FORM 990-PF, PART II, LINE 13		253,189.	257,701.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 11

NAME OF MANAGER

WERNER F. WOLFEN
MARY G. WOLFEN

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
ACLU FOUNDATION	NONE CHARITABLE	CHARITABLE ORG.	13,000.
ALLIANCE FOR THE ARTS	NONE CHARITABLE	CHARITABLE ORG.	5,000.
AMERICAN FOUNDATION FOR THE BLIND	NONE CHARITABLE	CHARITABLE ORG.	350.
AMERICAN RED CROSS	NONE CHARITABLE	CHARITABLE ORG.	250.
AMERICANS FOR PEACE NOW	NONE CHARITABLE	CHARITABLE ORG.	600.
AMNESTY INTERNATIONAL	NONE CHARITABLE	CHARITABLE ORG.	250.
BET TZEDEK	NONE CHARITABLE	CHARITABLE ORG.	75,000.
BRADY CENTER TO PREVENT GUN VIOLENCE	NONE CHARITABLE	CHARITABLE ORG.	3,000.

WOLFEN FAMILY FOUNDATION C/O IRELL & MAN

95-4745065

BRENTWOOD SYMPHONY ORCHESTRA ASSOCIATION	NONE CHARITABLE	CHARITABLE ORG.	150.
CARE	NONE CHARITABLE	CHARITABLE ORG.	1,050.
CHILDREN'S DEFENSE FUND	NONE CHARITABLE	CHARITABLE ORG.	150.
CHRISTOPHER REEVE FOUNDATION	NONE CHARITABLE	CHARITABLE ORG.	400.
COUPLES AGAINST LEUKEMIA	NONE CHARITABLE	CHARITABLE ORG.	300.
DOCTORS WITHOUT BORDERS	NONE CHARITABLE	CHARITABLE ORG.	4,000.
DREAM BELIEVE ACHIEVE	NONE CHARITABLE	CHARITABLE ORG.	5,000.
ECHO HORIZON SCHOOL	NONE CHARITABLE	CHARITABLE ORG.	5,000.
ENVIRONMENTAL DEFENSE FUND	NONE CHARITABLE	CHARITABLE ORG.	400.
FEDING AMERICA	NONE CHARITABLE	CHARITABLE ORG.	22,500.

WOLFEN FAMILY FOUNDATION C/O IRELL & MAN

95-4745065

FERNANDO PULLUM PERFORMING ARTS HS	NONE CHARITABLE	CHARITABLE ORG.	2,500.
FINCA	NONE CHARITABLE	CHARITABLE ORG.	150.
FRIENDS OF KAUFMAN BRENTWOOD LIBRARY	NONE CHARITABLE	CHARITABLE ORG.	100.
GEFFEN PLAYHOUSE	NONE CHARITABLE	CHARITABLE ORG.	2,500.
GOODWILL OF SOUTHERN CALIFORNIA	NONE CHARITABLE	CHARITABLE ORG.	550.
GRAND PERFORMANCES	NONE CHARITABLE	CHARITABLE ORG.	100.
HABITAT FOR HUMANITY, LA	NONE CHARITABLE	CHARITABLE ORG.	100.
HADASSAH	NONE CHARITABLE	CHARITABLE ORG.	11,100.
HAMMER MUSEUM	NONE CHARITABLE	CHARITABLE ORG.	30,000.
HARVARD-WESTLAKE ANNUAL GIVING	NONE CHARITABLE	CHARITABLE ORG.	500.

WOLFEN FAMILY FOUNDATION C/O IRELL & MAN

95-4745065

HIRSHBERG FOUNDATION FOR PANCREATIC CANCER RESEARCH	NONE CHARITABLE	CHARITABLE ORG.	250.
HOLOCAUST MEMORIAL MUSEUM	NONE CHARITABLE	CHARITABLE ORG.	150.
HOMEBOY INDUSTRIES	NONE CHARITABLE	CHARITABLE ORG.	200.
HOMELESS SERVICES CENTER	NONE CHARITABLE	CHARITABLE ORG.	100.
INNER CITY LAW CENTER	NONE CHARITABLE	CHARITABLE ORG.	300.
INTERNATIONAL MEDICAL CORPS	NONE CHARITABLE	CHARITABLE ORG.	500.
IPPF/WHR	NONE CHARITABLE	CHARITABLE ORG.	100.
JANE GOODALL INSTITUTE	NONE CHARITABLE	CHARITABLE ORG.	300.
JEWISH FEDERATION COUNCIL OF GREATER L.A.	NONE CHARITABLE	CHARITABLE ORG.	45,000.
JULES STEIN EYE INSTITUTE	NONE CHARITABLE	CHARITABLE ORG.	1,000.

KCET	NONE CHARITABLE	CHARITABLE ORG.	700.
KCRW	NONE CHARITABLE	CHARITABLE ORG.	150.
KPCC	NONE CHARITABLE	CHARITABLE ORG.	200.
L.A. GOAL	NONE CHARITABLE	CHARITABLE ORG.	12,600.
LA FOOD BANK	NONE CHARITABLE	CHARITABLE ORG.	2,000.
LAKE VIEW TERRACE AMERICAN BAPTIST CHURCH	NONE CHARITABLE	CHARITABLE ORG.	200.
LEO BAECK TEMPLE	NONE CHARITABLE	CHARITABLE ORG.	475.
LIBRARY FOUNDATION OF LOS ANGELES	NONE CHARITABLE	CHARITABLE ORG.	350.
LOS ANGELES CHAMBER ORCHESTRA	NONE CHARITABLE	CHARITABLE ORG.	1,850.
LOS ANGELES COUNTY MUSEUM OF ART	NONE CHARITABLE	CHARITABLE ORG.	314.

LOS ANGELES MISSION	NONE CHARITABLE	CHARITABLE ORG.	150.
LOS ANGELES REGIONAL FOOD BANK	NONE CHARITABLE	CHARITABLE ORG.	250.
MAZON	NONE CHARITABLE	CHARITABLE ORG.	600.
MEALS ON WHEELS	NONE CHARITABLE	CHARITABLE ORG.	545.
MERCY CORP	NONE CHARITABLE	CHARITABLE ORG.	550.
METROPOLITAN MUSEUM OF ART	NONE CHARITABLE	CHARITABLE ORG.	210.
MYCHAL'S LEARNING PLACE	NONE CHARITABLE	CHARITABLE ORG.	400.
NATIONAL PARK FOUNDATION	NONE CHARITABLE	CHARITABLE ORG.	200.
NED TATE PROJECT	NONE CHARITABLE	CHARITABLE ORG.	100.
NRDC	NONE CHARITABLE	CHARITABLE ORG.	150.

OCIDENTAL COLLEGE	NONE CHARITABLE	CHARITABLE ORG.	100.
PACIFIC PALISADES COMMUNITY COUNCIL	NONE CHARITABLE	CHARITABLE ORG.	50.
PACIFIC PALISADES LIBRATY ASSOCIATION	NONE CHARITABLE	CHARITABLE ORG.	100.
PACIFIC SERENADES	NONE CHARITABLE	CHARITABLE ORG.	150.
PALISADES PRIDE	NONE CHARITABLE	CHARITABLE ORG.	100.
PLANNED PARENTHOOD FEDERATION OF AMERICA	NONE CHARITABLE	CHARITABLE ORG.	500.
PLANNED PARENTHOOD, LOS ANGELES	NONE CHARITABLE	CHARITABLE ORG.	500.
PROJECT ANGEL FOOD	NONE CHARITABLE	CHARITABLE ORG.	100.
PROJECT CHICKEN SOUP	NONE CHARITABLE	CHARITABLE ORG.	200.
PROJECT HOPE	NONE CHARITABLE	CHARITABLE ORG.	50.

SABAN FREE CLINIC	NONE CHARITABLE	CHARITABLE ORG.	500.
SALVATION ARMY	NONE CHARITABLE	CHARITABLE ORG.	250.
SFMOMA	NONE CHARITABLE	CHARITABLE ORG.	65.
SMILE TRAIN	NONE CHARITABLE	CHARITABLE ORG.	800.
SOCIETY OF ST. VINCENT DE PAUL	NONE CHARITABLE	CHARITABLE ORG.	100.
SOUTHERN CALIFORNIA PUBLIC RADIO	NONE CHARITABLE	CHARITABLE ORG.	200.
SOUTHERN POVERTY LAW CENTER	NONE CHARITABLE	CHARITABLE ORG.	10,750.
SPECIAL OLYMPICS	NONE CHARITABLE	CHARITABLE ORG.	883.
ST. JOHN'S HEALTH CENTER FOUNDATION	NONE CHARITABLE	CHARITABLE ORG.	400.
THE BIRTHRIGHT ISRAEL FOUNDATION	NONE CHARITABLE	CHARITABLE ORG.	50,000.

THE BROAD STAGE	NONE CHARITABLE	CHARITABLE	25,000.
U.S. FUND FOR UNICEF	NONE CHARITABLE	CHARITABLE	450.
UC REGENTS	NONE CHARITABLE	CHARITABLE	50,000.
UCLA FILM & TELEVISION ARCHIVE	NONE CHARITABLE	CHARITABLE	500.
UCLA FOUNDATION	NONE CHARITABLE	CHARITABLE	24,989.
UCLA MUSIC PARTNERSHIP	NONE CHARITABLE	CHARITABLE	17,500.
UNION OF CONCERNED SCIENTISTS	NONE CHARITABLE	CHARITABLE	500.
UNION RESCUE MISSION	NONE CHARITABLE	CHARITABLE	150.
UNITED NEGRO COLLEGE FUND	NONE CHARITABLE	CHARITABLE	700.
USA FOR UNHCR	NONE CHARITABLE	CHARITABLE	950.

WOLFEN FAMILY FOUNDATION C/O IRELL & MAN

95-4745065

USO WORLD HEADQUARTERS	NONE CHARITABLE	CHARITABLE ORG.	500.
WESTSIDE YMCA	NONE CHARITABLE	CHARITABLE ORG.	275.
YOUNG STORYTELLERS FOUNDATION	NONE CHARITABLE	CHARITABLE ORG.	2,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>443,706.</u>

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of exempt organization WOLFEN FAMILY FOUNDATION C/O IRELL & MANELLA, LLP	Employer identification number 95-4745065
File by the extended due date for filing your return. See Instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 1800 AVENUE OF THE STARS, NO. 900	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOS ANGELES, CA 90067-4276	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

BALTER, MILLER, KING & FRAZIN, LLP

- The books are in the care of ► **16255 VENTURA BLVD., SUITE 1250 - ENCINO, CA 91436**
Telephone No. ► **818-528-3545** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011**.

5 For calendar year **2010**, or other tax year beginning , and ending .

6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 200.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 1,230.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ► Susan Frazin Title ► **CPA**

Date ► **8/5/11**

Form 8868 (Rev. 1-2011)

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization WOLFEN FAMILY FOUNDATION C/O IRELL & MANELLA, LLP	Employer identification number 95-4745065
File by the due date for filing your return. See Instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 1800 AVENUE OF THE STARS, NO. 900	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOS ANGELES, CA 90067-4276	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

BALTER, MILLER, KING & FRAZIN, LLP

- The books are in the care of ► **16550 VENTURA BLVD., #318, ENCINO, CA - 91436**
- Telephone No. ► **818-528-3545** FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- calendar year **2010** or
► tax year beginning , and ending

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 200.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 1,230.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)