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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

2010

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

For calendar year 2010, or tax year beginning

, and ending

•	G C	heck	all that apply:	Initial return Amended return		Initial return of a fo	•	charity	Final return					
ſ	Nan	ne of	foundation	- Allended Fetam		Address chan		المحمدا	A Employer identification	number				
			100110011											
		THE DONALD E & DELIA B BAXTER FOUNDATION 95-6029555												
ĺ	Num	Number and street (or P 0 box number if mail is not delivered to street address) Room/suite 8 Telephone number 858 759-900												
			858 759-90											
	City	City or town, state, and ZIP code Carl Carl Carl Carl Carl Carl Carl Carl												
Į		CARLSBAD , CA 92009 Deck type of organization: X Section 501(c)(3) exempt private foundation Deck type of organization: X Section 501(c)(3) exempt private foundation Deck type of organization: 1. Foreign organizations meeting check here and attach complying the complete organization orga												
	H C	imputation												
	<u>└</u>		rket value of all assets at	npt charitable trustend of year J Accounti			X Accr		E If private foundation state under section 507(b)(1)	tus was terminated				
,			Part II, col. (c), line 16)		her (sp		LAX ACC	uai	1					
	•			5,927. (Part I, colu			oasis.)		F If the foundation is in a tunder section 507(b)(1)					
	Pa	rt I	Analysis of Revenue ar	nd Expenses) Revenue and	(b) Net in	vestment	(c) Adjusted net	(d) Disbursements for chantable purposes				
			necessarily equal the amour	its in column (a))	ext	enses per books	ince	ome	ıncome	(cash basis only)				
		1	Contributions, gifts, gran					`. ' ×	N/A					
]	2	Check X if the foundation	n is not required to attach Sch. B		· - · -	u _ t /	<u> </u>	1. 1 gr 1. gr 1.	No. of the second				
	l	3	Interest on savings and temporash investments			421 242	42	1 2/2		OTTA MITTAGE 1				
2012		4	Dividends and interest fro	om securities		431,343.	43	1,343.		STATEMENT: 1:				
			Gross rents Net rental income or (loss)							4. 4. 3. 1% (C. 1.1.) 7. 2. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1.				
9		_ `	Net gain or (loss) from sale of	accete pat on line 10	-	440,231.		, , ,	1 2 2 2 2					
, =1	E I	b	Gross sales price for all assets on line 6a	11,736,919.	,	210,2020								
APR	Revenue	7	Capital gain net income (from			2007 8 12	44	0,231.						
4		8	Net short-term capital ga	ın .	٠ ٠	. بر شرعه	्हर्ग र	* .4						
	1	9	Income modifications			7 7	,	٠.						
Z		10a	Gross sales less returns and allowances				, ,	ж.	m 1 a 1 a 1	11.51				
SCANNED			Less Cost of goods sold	,	•	• ,	*1 *	~ *	. 25 " 1	1 1/2 31 1 1 1 1				
Q			Gross profit or (loss)			992.	<u> </u>	10		STATEMENT 2				
હ્ય	'	11 12	Other income Total. Add lines 1 through	h 11		872,566.	87		RECEIVE	STATEMENT 2				
-		13	Compensation of officers, dire	· ····································		39,000.		4,500		834,500.				
		14	Other employee salaries a			00,000			R APR 0 4 201					
		15	Pension plans, employee	benefits				i	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	18				
	ses	16a	Legal fees	STMT 3		2,879.		432	TANTAL M'A	2,447.				
	Expense	b	Accounting fees	STMT 4		19,568.		2,935:	- 0000	_16,633.				
			Other professional fees	STMT 5		178,595.	17	8,595.		0.				
	tive		Interest	covo c		14 004		F 256		2 000				
	stra		Taxes	STMT 6		14,984.		5,356.		2,088.				
	١	19 20	Depreciation and depletion Occupancy	III										
	퉏		Travel, conferences, and	- meetings										
	5	22	Printing and publications	-										
	ga	23	Other expenses	STMT 7		23,065.		2,819.		19,889.				
	atin	24	Total operating and adm	ninistrative				<u>.</u>						
	Operating and Administrativ		expenses. Add lines 13 t	hrough 23		278,091.	19	4,637.		75,557.				
	0		Contributions, gifts, gran			639,000.				839,000.				
		26	Total expenses and dish	ursements.		045 004	4.0			244 555				
-			Add lines 24 and 25			917,091.	19	<u>4,637.</u>	<u> </u>	914,557.				
			Subtract line 26 from line			-44,525.				3.				
			Excess of revenue over expen			-44,545.	<u> </u>	6,937.						
			Net investment income (Adjusted net income (if n		-	*	0 /	0,331.	N/A	3				
7	2350	1		egative, enter -u-)	the inst	ructions				Form 990-PF (2010)				

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1 Clash - non-inderest-bearing 2 Savengs and temporary cash investments 3 Accounts receivable № Less: allowance for doubtful accounts № S Gents reseable B Receivables due from officers, directers, trustees, and other doubtful accounts № Less: allowance for doubtful accounts № S Investments - U.S. and state power-invent obligations b Investments - Corporate bonds 11 investments - Involvage leans 12 investments - Corporate bonds 11 investments - Corporate bonds 12 investments - Corporate bonds 13 investments - Corporate bonds 14 investments - Corporate bonds 15 Officer assets (describe ▶ DEPOSITS 8 800. 800. 800. 800. 16 Total issuelis (do be completed by all filers) 17 Accounts payable and accrued operates 18 Gonds payable 20 Officer liabilities (add less of the Deposition of the doubtful accounts № 19 Deferred from a deferred officer		\	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End o	it year
2 Savings and temporary cash investments 3 Accounts receivable ▶ Less; allowance for doubtful accounts ▶ 4 Pledges receivable ▶ Less; allowance for doubtful accounts ▶ 5 Grains receivable 6 Receivables due from officiers, directors, trustees, and other dequalified persons 7 owns view savins wearing Less; allowance for doubtful accounts ▶ 1 Investments - Corporate bloods 1 Investments - Corpor	L	aπ	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
2 Savings and temporary cash investments 3 Accounts receivable ▶ Less; allowance for doubtful accounts ▶ 4 Pledges receivable ▶ Less; allowance for doubtful accounts ▶ 5 Grains receivable 6 Receivables due from officiers, directors, trustees, and other dequalified persons 7 owns view savins wearing Less; allowance for doubtful accounts ▶ 1 Investments - Corporate bloods 1 Investments - Corpor		1	Cash - non-interest-hearing	-		
Security researchie			_	1 192 156	869 459	869 459
Less: allowance for doubtful accounts			· · ·	7,152,150.	(00), 40).	005,435.
Produces receivable Less: allowance for doubtful accounts Sarins' receivable Recurvables due from officers, directors, trustees, and other discussified persons To manage as their receivable Recurvables due from officers, directors, trustees, and other discussified persons To manage as their receivable Less: allowance for doubtful accounts Less: accounts the service table of the service		3				
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Receive the set of the control of the crist, directors, trustees, and other disqualified persons 7 me, nere set turns terminally the control of the control		5	Grants receivable			
## A counts payable and accrued expenses 10			la contraction de la contracti	,		
## Preparal expenses and deferred charges Investments - U.S. and state government obligations		ľ				
Less: allowance for doubtful accounts		۱.			·	
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b Investments - corporate stock c Investments - corporate sto	ţ	8	Inventories for sale or use			
b Investments - corporate stock c Investments - corporate sto	SSe	9	Prepaid expenses and deferred charges			
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6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 6 21, 126, 512.						
			· · · · · · · · · · · · · · · · · · ·	lumn (b), line 30		21,126,512.
	_		7	<u> </u>		Form 990-PF (2010)

Part IV Capital Gains	and Losses for Tax on Ir	nvestment	Income					
	ibe the kind(s) of property sold (e.g rehouse; or common stock, 200 sh			` P - I	w acquired Purchase Donation	(c) Date (mo., c	acquired lay, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICALLY TRA	DED SECURITIES -	SHORT	TERM			VARI	ous	VARIOUS
b PUBLICALLY TRA	DED SECURITIES -	LONG '	rerm	İ.		VARI	ous	VARIOUS
C								
<u>d</u>								
e			 	<u> </u>				<u>Ļ</u>
(e) Gross sales price	(f) Depreciation allowed (or allowable)	plus e	t or other basis xpense of sale				ain or (loss s (f) minus	(9)
a 8,644,841.			8,406,10				·	238,734.
b 3,092,078.			2,890,58	1				201,497.
c d								
e				+			-	
····	g gain in column (h) and owned by	the foundation	on 12/31/69			1) Gains (C	Col. (h) gain	minus
	(j) Adjusted basis	T	cess of col. (i)			l. (k), but i	not less tha	n -0-) or
(i) F.M.V. as of 12/31/69	as of 12/31/69		col. (j), if any	ľ		Losses	(from col.	(h))
a								238,734.
b	,							201,497.
C								
d								
е	· · · · · · · · · · · · · · · · · · ·				 			
2 Capital gain net income or (net ca	ortal loss) { If gain, also enter of the loss of the l			}	2			440,231.
3 Net short-term capital gain or (los	s) as defined in sections 1222(5) ar	nd (6):						
If gain, also enter in Part I, line 8,		(<i>)</i> -)				
If (loss), enter -0- in Part I, line 8			<u> </u>	41	3		N/A	<u> </u>
Part V Qualification U	<u>``</u>		· · - · - · · · ·		stment in	come		
(For optional use by domestic private	foundations subject to the section	4940(a) tax on	net investment in	come.)				
If section 4940(d)(2) applies, leave th	ıs part blank.							
Was the foundation liable for the sect	on 4040 tay on the distributeble as	acust of any va	as in the base nes	40				Yes X No
If "Yes," the foundation does not quali			•	100,				L TES LAND
	ach column for each year; see instr			es.				
(a)	(b)			(c)		Т	Dieteil	(d) bution ratio
Base periód years Calendar year (or tax year beginnir	ig in) Adjusted qualitying dis	tributions	Net value of no		able-use assets	;	(col. (b) di	vided by col. (c))
2009		6,126.			894,460			.042255
2008		5,544.		22,	853,932	L.		.061501
2007		5,101.			399,896			.052957
2006		6,798.			443,912			.047905
2005	1,29	9,291.		<u>25,</u>	815,956	5.		.050329
2 Total of line 1, column (d)						2		.254947
3 Average distribution ratio for the 5	year base period - divide the total	on line 2 by 5,	or by the number	of year:	S			
the foundation has been in exister	ice if less than 5 years					3		.050989
4 Enter the net value of noncharitab	le-use assets for 2010 from Part X,	line 5				4	1	9,595,640.
5 Multiply line 4 by line 3						5		999,162.
6 Enter 1% of net investment incom	e (1% of Part I, line 27b)		•			6		6,769.
7 Add lines 5 and 6						7		1,005,931.
8 Enter qualifying distributions from	,					8		914,557.
If line 8 is equal to or greater than See the Part VI instructions.	line 7, check the box in Part VI, line	t 1b, and comp	ete that part using	g a 1%	tax rate.			

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948 - see instructions) 1a Exempt operating foundations described in section 4940(d)(2), check here ▶ and enter "WA" 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 Total credits/Payments: a 2010 estimated tax payments and 2009 overpayment credited to 2010 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 5 and 8 is more than the told of lines 5 and 8 is more than the told of lines 5 and 8 is more than the told of lines 5 and 8, enter the amount owed 9 Tax due. If the total of lines 5 and 8 is more than the told of lines 5 and 8, enter the amount owed 10 Overpayment. If line 7 is more than the told of lines 5 and 8, enter the amount owed 11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ▶ Refunded 11 Fart 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? b 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 th
Date of ruling or determination letter: Attach copy of letter if necessary-see instructions Domestic foundations that meet the section 4940(e) requirements in Part V, check here
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 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☑ If Form 2220 is attached 8 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ▶ Refunded ▶ 11 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? b 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 ancentor with the activities c Did the foundation [(if any) paid by the foundations of the foundation managers. ▶ \$ 0 . e 1 c 1
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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 3 13,5399. 4 Subbitle 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 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here
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d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☑ if Form 2220 is attached 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9 815. 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ▶ Refunded ▶ 11 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? b 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 c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 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 .
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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? 1a X
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? b 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 c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 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 .
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)? 1b 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 1c 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: 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 •
any political campaign? b 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 c Did the foundation file Form 1120-POL for this year? d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ 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 ⋅ e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation
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e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. > \$ 0 •
managers. ► \$ 0.
0. Here the foundation approach is any activities that have not assumpted to the IDCO
If "Yes," attach a detailed description of the activities Nee the foundation made any changes, not provided to the IPS, in its governing instrument, atticles of incorporation or
3 has the foundation made any changes, not previously reported to the mo, in its governing instrument, articles of incorporation, or
bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A 4b
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
By language in the governing instrument, or
By 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 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
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

Pa	art 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		Х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before			
	August 17, 2008?	12		Х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
	Website address ► N/A			·
14	The books are in care of ▶ DONALD B HAAKE Telephone no. ▶858-7!	9-9	000	
	Located at ▶ 7915 VIA CALLENDO, CARLSBAD, CA ZIP+4 ▶92			
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	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,		Yes	No
	securities, or other financial account in a foreign country?	16		Х
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of	. :	<i>'</i> `,	1
	the foreign country	,	. ``	<i>E</i>
Pa	art 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.	1	Yes	No
1a	During the year did the foundation (either directly or indirectly):	,		<i>(</i> ,)
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	١.	- 2*	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			٠-١
	a disqualified person? Yes X No	24		- 2
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	\$.	` ,	4.5
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		4 * *	
	(5) Transfer any income or assets to a disqualified person (or make any of either available	1,500	25.4	
	for the benefit or use of a disqualified person)?	-3"C		1
	(6) Agree to pay money or property to a government official? (Exception. Check "No"	- t		24.
	if the foundation agreed to make a grant to or to employ the official for a period after	# .	·	2 .
	termination of government service, if terminating within 90 days.)		247	1
b	o If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	.`` :	, 	- 7
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	• •	, , 14	4
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		:	أحمدا
	before the first day of the tax year beginning in 2010?	10		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	1	`.	1
	defined in section 4942(j)(3) or 4942(j)(5)):		i iş	10,7
а	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	1.	ર સ્થાર	- 4-
	before 2010? Yes X No		. ()	
	If "Yes," list the years 🕨,,,,	***		li
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	**	F " [3]	" ~
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach		عَيْثَ الْحُ	تًــا
	statement - see instructions.) N/A	2b		<u> </u>
C	: If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	1		ا ا ا
		3 :	200	-' -
За	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time		2	
	during the year? Yes X No	1 .	a de	[.]
b	olf "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after	- 4		·
	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	٠, ١	- ()	[
	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,			لنشا
	Form 4720, to determine if the foundation had excess business holdings in 2010) N/A	3b		<u> </u>
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
t	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	L	X
	Fo	rm 990)-PF ((2010)

Form 990-PF (2010) THE DONALD E & DELIA B B.			95-60295	055 Page 6
Part VII-B Statements Regarding Activities for Which F	orm 4/20 May Be I	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				W
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	ı 4945(e))?	Y	es X No	
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire		i	
any voter registration drive?			es X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	?	Y	es X No	
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section		ĺ	. [] [
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or t	for		. ~ . ' .
the prevention of cruelty to children or animals?			es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	fer the exceptions described :			
section 53.4945 or in a current notice regarding disaster assistance (see instru			N/A	5b -
Organizations relying on a current notice regarding disaster assistance check h	•		▶ []	<u> </u>
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr		nad	,	T 3
expenditure responsibility for the grant?		- / -	es No	
		'/A II	ES NO	
If "Yes," attach the statement required by Regulations section 53 4945				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to p	oay premiums on	\Box	ਿਦਾ	
a personal benefit contract?		Y	es 🗓 No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?		L	6b 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 s		Y	es X No	
b If "Yes," did the foundation receive any proceeds or have any net income attribu			N/A	7b
Part VIII Information About Officers, Directors, Trusto	ees, Foundation Ma	magers, Highly	y	
raid Employees, and Contractors		····-		
1 List all officers, directors, trustees, foundation managers and their		Y		
(a) Name and address	(b) Title, and average hours per week devoted	(c) Compensation (If not paid,	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address	to position	enter -0-)	and deferred compensation	allowances
SEE STATEMENT 9		39,000.	0.	. 0.
				į
				<u>† </u>
· · · · · · · · · · · · · · · · · · ·				
		 		
		1		1
2 Compensation of five highest-paid employees (other than those inc	luded on line 1) If none	enter "NONE "	l	
	(b) Title, and average	TOTAL.	(d) Contributions to	(e) Expense
(a) Name and address of each employee paid more than \$50,000	hours per week	(c) Compensation	employee benefit plans and deferred	account, other
MONTE	devoted to position	<u> </u>	compensation	allowances
NONE				
		Ì		
		1		
Total number of other employees paid over \$50,000		<u> </u>	•	0

Form 990-PF (2010) THE DONALD E & DELIA B BAXTER FOUND		6029555 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "NO	NE."	
(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 Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information number of organizations and other beneficiaries served, conferences convened, research papers produced,		Expenses
1 N/A	0.0.	<u> </u>
1 47/44		
2		······································
3		
4		
Rart X-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
INTEL AND UNES LINDOUGH 3	I	11 -

Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations, see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 18,021,731. a Average monthly fair market value of securities 1a 1,871,520. 1b Average of monthly cash balances c Fair market value of all other assets 1c 19,894,051. d Total (add lines 1a, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 2 Acquisition indebtedness applicable to line 1 assets 19,894,051. 3 Subtract line 2 from line 1d 3 298,411. Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 19,595,640. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 $\overline{979,782}$. 6 Minimum investment return. Enter 5% of line 5 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.) 979,782. 1 Minimum investment return from Part X, line 6 13,539 Tax on investment income for 2010 from Part VI, line 5 2a Income tax for 2010. (This does not include the tax from Part VI.) 2b 13,539. Add lines 2a and 2b 2c 966,243.3 Distributable amount before adjustments. Subtract line 2c from line 1 3 4 Recoveries of amounts treated as qualifying distributions 4 966.243. 5 Add lines 3 and 4 5 Deduction from distributable amount (see instructions) 6 6 0. 966,243. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 914,557. 1a Program-related investments - total from Part IX-B 1b 2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) 3a Cash distribution test (attach the required schedule) 3b b 914,557. 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 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 Adjusted qualifying distributions. Subtract line 5 from line 4 6 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

Form **990-PF** (2010)

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	, ,		,	966,243.
2 Undistributed income, if any, as of the end of 2010	, ,	, ,		
a Enter amount for 2009 only			803,379.	
b Total for prior years:				
		0.		
3 Excess distributions carryover, if any, to 2010:	,		· · · · · ·	*** *
a From 2005	, ,		u "	
b From 2006	i t	, ,		
c From 2007			``	*
d From 2008				
e From 2009	· · · · · · · · · · · · · · · · · · ·		-	3 5
f Total of lines 3a through e	0.	, ,	* ,	- 7
4 Qualifying distributions for 2010 from		3 - 3 - 5 - 5		, , ,
Part XII, line 4: ►\$ 914,557.			803,379.	,
a Applied to 2009, but not more than line 2a	.f	1, , 2	003,379.	
b Applied to undistributed income of prior		0.	5	, ,
years (Election required - see instructions) c Treated as distributions out of corpus		· · · · · · · · · · · · · · · · · · ·		
(Election required - see instructions)	0.			
d Applied to 2010 distributable amount		1		111 178
e Remaining amount distributed out of corpus	0.	* * *	-	111,170.
5 Excess distributions carryover applied to 2010	0.		3 (2)	0.
(If an amount appears in column (d), the same amount must be shown in column (a))	7-		· · · · · · · · · · · · · · · · · · ·	
6 Enter the net total of each column as			, i	
indicated below:			`.'	
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.		` : -	
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	, an		ř ,	4.
the section 4942(a) tax has been previously	, 4		e	
assessed		0.		, , , , ,
d Subtract line 6c from line 6b. Taxable		0		, ,,,
amount - see instructions	4 * * *	0.		
e Undistributed income for 2009. Subtract line		* * *	0.	
4a from line 2a. Taxable amount - see instr. f Undistributed income for 2010. Subtract		, ,	· · · · · ·	· · · · · · · · · · · · · · · · · · ·
lines 4d and 5 from line 1. This amount must	i vi		, '' ~	
be distributed in 2011	ž J		,	855,065.
7 Amounts treated as distributions out of	•			033,003.
corpus to satisfy requirements imposed by		_		<i>^</i>
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	0.	,	•	
10 Analysis of line 9:				•
a Excess from 2006	•		,	•
b Excess from 2007		•		•
c Excess from 2008			₹	
d Excess from 2009		-	j	
e Excess from 2010			·	

	ALD E & DEL)29555 Page 10
Part XIV Private Operating F	oundations (see in	structions and Part VI	I-A, question 9)	N/A	
1 a If the foundation has received a ruling of	r determination letter tha	t it is a private operating			
foundation, and the ruling is effective fo	r 2010, enter the date of	the ruling	▶		
b Check box to indicate whether the found		ng foundation described		4942(j)(3) or4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year	4 > 222	Prior 3 years		
income from Part I or the minimum	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
investment return from Part X for					
each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII,					
line 4 for each year listed			 		<u> </u>
d Amounts included in line 2c not					
used directly for active conduct of					
exempt activities				· · · · · · · · · · · · · · · · · · ·	ļ
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				<u> </u>	
(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			ļ .		
(4) Gross investment income					
Part XV Supplementary Info			if the foundation	n had \$5,000 or m	ore in assets
at any time during t	he year-see the	instructions.)			,
1 Information Regarding Foundation	=				
a List any managers of the foundation wh year (but only if they have contributed in			tributions received by the	e foundation before the clo	se of any tax
NONE	nore than 40,000). (Occ 3	collon 307 (d)(2).)			
b List any managers of the foundation wh	o own 10% or more of th	e stock of a cornoration	(or an equally large porti	on of the ownership of a r	partnership or
other entity) of which the foundation ha			(or an oquan) large port	on or the officeromp of a p	ar thoromp of
NONE					
2 Information Regarding Contribut					
Check here $ ightharpoonup oxed{X}$ if the foundation of	nly makes contributions	to preselected charitable	organizations and does i	not accept unsolicited req	uests for funds. If
the foundation makes gifts, grants, etc.	(see instructions) to indiv	riduals or organizations i	under other conditions, c	omplete items 2a, b, c, an	d d.
a The name, address, and telephone num	ber of the person to who	n applications should be	addressed;		
N/A					
					
b The form in which applications should b	e submitted and informa	tion and materials they s	hould include:		
N/A c Any submission deadlines:					
N/A					
d Any restrictions or limitations on awards	s, such as by geographic	al areas, charitable fields.	, kinds of institutions, or	other factors:	
N/A			-		

023601 12-07-10

Form **990-PF** (2010)

Form **990-PF** (2010)

Total 023611 12-07-10

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to any foundation manager or substantial contributor Amount status of contribution Name and address (home or business) recipient a Paid during the year 54,000. NONE N/A SCHOLARSHIPS SCRIPPS RESEARCH INSTITUTE 10650 N TORREY PINES RD LA JOLLA, CA 92037 STANFORD UNIVERSITY NONE N/A SCHOLARSHIPS 335,000. SCHOOL OF MEDICINE STANFORD, CA 94305-5302 250,000. UNIVERSITY OF SOUTHERN NONE N/A RESEARCH CALIFORNIA SCHOOL OF MEDICINE LOS ANGELES, CA 90089 UNIVERSITY OF LOUISVILLE NONE N/A SCHOLARSHIPS 200,000. 2301 S 3RD STREET LOUISVILLE, KY 40208 ▶ 3a 839,000. **b** Approved for future payment NONE

Analysis of Income-Producing Activities

	(2)	(b)	(C) Exclu-	(4)	(e)
4.0	(a) Business	Amount	Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	code		Code	711104111	
a	_				
b	_		+		
С	_				
d	_				
e	_				
f	_		4		
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash	1			i	
investments					
4 Dividends and interest from securities			14	431,343.	
5 Net rental income or (loss) from real estate:				Section 1	
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property					
7 Other investment income			01	992.	
8 Gain or (loss) from sales of assets other					
than inventory			18	440,231.	
9 Net income or (loss) from special events			11		
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:			11		
a					
					
b	1 1				
	-				
c					
c d e		0	Same .	872,566.	0.
c d e 12 Subtotal. Add columns (b), (d), and (e)	ya	0	Arm.	872,566.	0. 872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e)		0	dan.		
c d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)			13	
c d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e))			13	
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
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c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
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c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.
c d e 12 Subtotal. Add columns (b), (d), and (e) 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 Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	s to the Acco	mplishment of E	xempt P	13	872,566.

0) THE DONALD E & DELIA B BAXTER FOUNDATION 95-6029555 Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations Part XVII

1					g with any other organizatio		on 501(c) of	Y	es No
	the Code (other than section 501(c)	(3) organizations) or	in section 52	7, relating to political organi	izations?			
а	Transfers	from the reporting founda	ition to a noncharitat	ole exempt org	ganization of:				
	(1) Cash							1a(1)	X
	(2) Other					•		1a(2)	
b	Other trans								
	• •	of assets to a noncharital	• =					1b(1)	X
	. ,	nases of assets from a nor		rganization	-	-		1b(2)	X
	` '	I of facilities, equipment,	or other assets					1b(3)	X
	• •	bursement arrangements				-		1b(4)	$\frac{x}{x}$
		s or loan guarantees						1b(5)	$\frac{\Lambda}{X}$
	` '	rmance of services or me	•	-				1b(6)	$\frac{\Lambda}{X}$
	-	f facilities, equipment, mai	•		•			10	
đ					dule. Column (b) should alw				s,
					ed less than fair market valu	e in any transaction	or snaring arranger	ment, snow in	
(م).		i) the value of the goods, (avamet organization	(d) December	of transfers, transports		
a)L	ine no	(b) Amount involved	(c) Name of		exempt organization	(u) Description	of transfers, transactio	ns, and snaring arrai	igements
				N/A					
								-	
									
						_			<u>-</u>
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			<u>L</u>			1			
2a			-		or more tax-exempt organiz	zations described		[] ,,,	X No
		501(c) of the Code (other		(3)) or in sect	ion 52/7			Yes	LA_ No
b	If "Yes," co	omplete the following sch			(h) Tune of executation	<u> </u>	(c) Description of re	lationahin	
	, ,	(a) Name of org	janization		(b) Type of organization		(c) Description of re	запонень	
		N/A							
									
									-
	<u>.</u>								
	10-1		that I have a common a state	no roture in all in	and consumptions as a second second	d statements and in the	a bact of my knowledge	and ballet it is bore	correct
	l and r				ing accompanying schedules and ased on all information of which p			e and delier, it is due	, correct,
	ıgn 🦯	V S	276		14.1-1				
Н	ere 📗	X			1X5/3/		RESIDENT		
		Signature of officer or tru			Date	,	itle	DTIN	
		Print/Type preparer's na		Preparer's s	ignature —	Date	Check if	PTIN	
_		CHARLES CR	TTCHLOW,	$ \mathcal{A}() $		[a = 10 a 14 a]	self- employed		
Pa		CPA		Ma	rest. Luch	05/03/11			
	eparer	Firm's name ► AKT				_	Firm's EIN		
Us	se Only				VE, SUITE 20	0			
		Firm's address ► CA	RLSBAD, C	A 9200	8		Phone no. (760) 431	8440
							<u> </u>		
								Form 990-	PF (2010)

2010 DEPRECIATION AND AMORTIZATION REPORT FORM 990-PF PAGE 1

990-PF

Asset	Description	Date Acquired	Method	Life	No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
						3	£ 45.					
							<i>**</i>	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1			-	
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				2			5,87	***		The manufacture of the fact of		A Committee of the Comm
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		<u> </u>			3		ž.	\$ 1. S				1
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00000												

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

(D) - Asset disposed

S AND	INTER	EST FR	OM SEC	URITIES	STATEMENT 1
	GROSS	CAPITAL GAINS S AMOUNT DIVIDENDS		COLUMN (A) AMOUNT	
_				0.	79,299. 352,044.
N 4 =		431,34	3.	0.	431,343.
O ^r .	THER II	NCOME			STATEMENT 2
	;	REVEN		(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
			992.	0	•
LINE	11		992.	0	
	LEGAL	FEES			STATEMENT 3
EXPE	NSES	NET I	NVEST-		
	2,879.	432.		•	2,447
	2,879. 432		•	2,447	
990-PF ACCOUNTING FEES		S		STATEMENT 4	
EXPE		NET I			
FER I	DOOND				
	9,568.		2,935	•	16,633
	LINE CY CY ACC	GROSS OTHER IN OTHER IN LINE 11 LEGAL (A) EXPENSES PER BOOKS 2,879. 2,879.	GROSS AMOUNT 79,299 352,044 AN 4 431,343 OTHER INCOME (A) REVENT PER BOO LINE 11 LEGAL FEES (A) EXPENSES NET IN PER BOOKS MENT 2,879. 2,879. ACCOUNTING FEES (A) (A) (1)	GROSS AMOUNT 79,299. 352,044. AN 4 431,343. OTHER INCOME (A) REVENUE PER BOOKS 992. LINE 11 992. LEGAL FEES (A) EXPENSES NET INVEST- PER BOOKS MENT INCOME 2,879. 432 ACCOUNTING FEES (A) (B)	GROSS AMOUNT DIVIDENDS 79,299. 0. 352,044. 0. OTHER INCOME (A) (B) REVENUE NET INVEST-MENT INCOME 992. 0. LINE 11 992. 0. LEGAL FEES (A) (B) (C) EXPENSES NET INVEST-ADJUSTED PER BOOKS MENT INCOME 2,879. 432. 2,879. 432. ACCOUNTING FEES (A) (B) (C)

FORM 990-PF	OTHER PROFES	SIONAL FEES	S	TATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO MANAGEMENT	178,595.	178,595.		0.
TO FORM 990-PF, PG 1, LN 160	178,595.	178,595.		0.
FORM 990-PF	TAX	ES	S	ratement 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAYROLL TAXES TAXES AND LICENSES FEDERAL TAXES	4,988. 2,456. 35. 7,505.			2,088. 0. 0.
TO FORM 990-PF, PG 1, LN 18	14,984.	5,356.		2,088.
FORM 990-PF	OTHER E	XPENSES	S'	PATEMENT 7
DESCRIPTION DIRECTORS EXPENSES INSURANCE STORAGE	(A) EXPENSES PER BOOKS 3,069. 14,378. 1,798.	(B) NET INVEST- MENT INCOME 460. 2,157. 0.	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES 2,608. 12,221. 1,528.
OFFICE EXPENSE MISCELLANEOUS DUES & SUBSCRIPTIONS	1,346. 1,899. 575.	202. 0. 0.		1,144. 1,899. 489.
TO FORM 990-PF, PG 1, LN 23	23,065.	2,819.		19,889.

FORM 990-PF	CORPORATE STOCK		STAT	EMENT 8
DESCRIPTION		BOOK VALUE		
INVESTMENTS-WELLS FARGO		20,256,66	8. 20	,256,668.
TOTAL TO FORM 990-PF, PART II, LINE 10B		20,256,66	20	,256,668.
	ST OF OFFICERS, D D FOUNDATION MANA		STAT	EMENT 9
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DONALD B HAAKE P O BOX 449 RANCHO SANTA FE, CA 92067	PRESIDENT 10.00	30,000.	0.	0.
JAMES RUSSELL P O BOX 449 RANCHO SANTA FE, CA 92067	SECRETARY/ASSI 1.00	ST. TREASURE 4,000.	0.	0.
JANE H RUSSELL P O BOX 449 RANCHO SANTA FE, CA 92067	VICE PRESIDENT 1.00	ASSIST. TRE	0.	0.
H R HAAKE P O BOX 449 RANCHO SANTA FE, CA 92067	TREASURER/ASSI	ST. SECRETAR 2,000.	0.	0.
MARTHA HAAKE P O BOX 449 RANCHO SANTA FE, CA 92067	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE	6, PART VIII	39,000.	0.	0.