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

2011

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation

WHH FOUNDATION

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

333 SOUTH HOPE STREET

A Employer identification number

20-0775264

Room/suite
54

City or town, state, and ZIP code

LOS ANGELES, CA 90071-1406

G Check all that apply
 Initial return
 Final return
 Address change Initial return of a former public charity
 Amended return
 Name changeH Check type of organization
 Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust
 Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16)
► \$ 12997739. (Part I, column (d) must be on cash basis.)J Accounting method
 Cash
 Accrual
 Other (specify) _____

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		946800.		N/A	
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments		8.	8.		Statement 2
3 Dividends and interest from securities		502652.	502652.		Statement 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	1507009.	107938.			Statement 1
7 Capital gain net income (from Part IV, line 2)			1054240.		
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					
12 Total. Add lines 1 through 11		1557398.	1556900.		
13 Compensation of officers, directors, trustees, etc		53000.	16900.		36100.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees	Stmt 4	2577.	1289.		1288.
b Accounting fees	Stmt 5	26403.	13697.		12706.
c Other professional fees	Stmt 6	13724.	2745.		10979.
17 Interest	Stmt 7	20645.	1363.		2946.
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		31909.	15955.		15954.
22 Printing and publications					
23 Other expenses	Stmt 8	9547.	4775.		4772.
24 Total operating and administrative expenses. Add lines 13 through 23		157805.	56724.		84745.
25 Contributions, gifts, grants paid		731535.			731385.
26 Total expenses and disbursements. Add lines 24 and 25		889340.	56724.		816130.
27 Subtract line 26 from line 12.		668058.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			1500176.		
c Adjusted net income (if negative, enter -0-)				N/A	

Assets	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			7461.	11545.	11545.
	2 Savings and temporary cash investments		997272.	855774.	855774.
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations Stmt 9		1074690.	752283.	897694.
	b Investments - corporate stock				
Liabilities	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other Stmt 10		9680094.	10807973.	11232726.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		11759517.	12427575.	12997739.
	17 Accounts payable and accrued expenses				
Net Assets or Fund Balances	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.	
	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				
Net Assets or Fund Balances	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		11759517.	12427575.	
	30 Total net assets or fund balances		11759517.	12427575.	
	31 Total liabilities and net assets/fund balances		11759517.	12427575.	

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 11759517.
2 Enter amount from Part I, line 27a	2 668058.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 12427575.
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 12427575.

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	1507009.	452769.	1054240.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			1054240.		
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	1054240.	
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					

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))
2010	649933.	11567876.	.056184
2009	528952.	9397324.	.056288
2008	598803.	10243961.	.058454
2007	576095.	10503469.	.054848
2006	546366.	9838359.	.055534

2 Total of line 1, column (d)

2 .281308

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 .056262

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4 12831903.

5 Multiply line 4 by line 3

5 721949.

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

6 15002.

7 Add lines 5 and 6

7 736951.

8 Enter qualifying distributions from Part XII, line 4

8 816130.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	(attach copy of letter if necessary-see instructions)	1	15002.
Date of ruling or determination letter _____				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> 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-)	2	0.	
3	Add lines 1 and 2	3	15002.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.	
5	Tax based on Investment Income. Subtract line 4 from line 3. If zero or less, enter -0-	5	15002.	
Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	16250.	
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	16250.	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	125.	
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	1123.	
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ►	11	0.	

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
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1a	X
1c	Did the foundation file Form 1120-POL for this year?	1b	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.	1c	X
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? <i>If "Yes," attach a detailed description of the activities</i>	2	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA	8b	X
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? <i>If "No," attach explanation</i>	9	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	10	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► WHH-FOUNDATION.ORG		
14	CHRISTINA BOYLE, CPA	Telephone no ► (310) 283-1949
Located at ► 1550 LOMA DRIVE, UNIT C, HERMOSA BEACH, CA ZIP+4 ► 90254		
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	Yes	No
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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)	Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 1b X	
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 2011? ► 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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ► _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____, _____, _____, _____	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2011 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 2011.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

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

X

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

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

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

 Yes No

N/A

7b

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 11		53000.	0.	27967.

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

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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		
3		
	All other program-related investments. See instructions	

Total. Add lines 1 through 3



0.

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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	1a	12879905.
a Average monthly fair market value of securities	1b	147408.
b Average of monthly cash balances	1c	0.
c Fair market value of all other assets	1d	13027313.
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	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	13027313.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	195410.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	12831903.
6 Minimum investment return. Enter 5% of line 5	6	641595.

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	641595.
2a Tax on investment income for 2011 from Part VI, line 5	2a	15002.
b Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	15002.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	626593.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	626593.
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	626593.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	816130.
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 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the	3a	
a Suitability test (prior IRS approval required)	3b	
b Cash distribution test (attach the required schedule)		
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	816130.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	15002.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	801128.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				626593.
2 Undistributed income, if any, as of the end of 2011			0.	
a Enter amount for 2010 only		0.		
b Total for prior years				
3 Excess distributions carryover, if any, to 2011				
a From 2006	71815.			
b From 2007	83429.			
c From 2008	100951.			
d From 2009	84716.			
e From 2010	99977.			
f Total of lines 3a through e	440888.			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 816130.			0.	
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				626593.
e Remaining amount distributed out of corpus				0.
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	189537.			
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	630425.			
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 2010 Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	71815.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	558610.			
10 Analysis of line 9				
a Excess from 2007	83429.			
b Excess from 2008	100951.			
c Excess from 2009	84716.			
d Excess from 2010	99977.			
e Excess from 2011	189537.			

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)				
a Paid during the year				
SCHEDULE ATTACHED	NONE	SEC. 501(C)(3) PUBLIC CHARITY	ANNUAL GIVING	731385.
Total				► 3a 731385.
b Approved for future payment				
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					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
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 .		610598 .	0 .
13 Total Add line 12, columns (b), (d), and (e)				13	610598 .

Part XXII B Relationship of Activities

Relationship of Activities to the Accomplishment of Exempt Purposes

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

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

OMB No 1545-0047

2011**Name of the organization****WHH FOUNDATION****Employer identification number****20-0775264****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

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Form 990-PF

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

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

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of (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, total 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 total 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 Part I, 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) (2011)**

Name of organization

WHH FOUNDATION

Employer identification number

20-0775264

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM H. & SARAH S. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	\$ 946800.	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

WHH FOUNDATION

Employer identification number

20-0775264

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	60,000 SHARES YAHOO! INC - SOLD ON 12/09/11	\$ 946800.	12/09/11
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

WHH FOUNDATION

20-0775264

Part III *Exclusively religious, charitable, etc., Individual contributions to section 501(c)(7), (8), or (10) organizations that total 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) ► \$ _____
Use duplicate copies of Part III if additional space is needed.

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

WHH FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a 60000 YAHOO! INC			D	12/09/11	12/09/11
b 300000 U.S. T-BOND 7.25% MAY/NOV 15			P	07/14/97	08/29/11
c 4019.293 BOND FUND OF AMERICA			P	12/30/08	10/18/11
d 3996.803 BOND FUND OF AMERICA			P	12/30/08	11/18/11
e 3980.892 BOND FUND OF AMERICA			P	12/30/08	12/16/11
f Capital Gains Dividends					
g					
h					
i					
j					
k					
l					
m					
n					
o					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 944526.		498.	944028.		
b 387087.		322407.	64680.		
c 50000.		43288.	6712.		
d 50000.		43288.	6712.		
e 50000.		43288.	6712.		
f 25396.			25396.		
g					
h					
i					
j					
k					
l					
m					
n					
o					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			944028.		
b			64680.		
c			6712.		
d			6712.		
e			6712.		
f			25396.		
g					
h					
i					
j					
k					
l					
m					
n					
o					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }			2	1054240.	
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	

123591
05-01-11

Form 990-PF

Gain or (Loss) from Sale of Assets

Statement 1

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
	Donated	12/09/11			
60000 YAHOO! INC				12/09/11	12/09/11
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
944526.	946800.	0.	0.	-2274.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
	Purchased	07/14/97			
300000 U.S. T-BOND 7.25% MAY/NOV 15				08/29/11	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
387087.	322407.	0.	0.	64680.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
	Purchased	12/30/08			
4019.293 BOND FUND OF AMERICA				10/18/11	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
50000.	43288.	0.	0.	6712.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
	Purchased	12/30/08			
3996.803 BOND FUND OF AMERICA					

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
50000.	43288.	0.	0.	6712.

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
	Purchased	12/30/08			
3980.892 BOND FUND OF AMERICA					

(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
50000.	43288.	0.	0.	6712.

Capital Gains Dividends from Part IV	25396.
Total to Form 990-PF, Part I, line 6a	107938.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement	2
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Source	Amount
MORGAN STANLEY SMITH BARNEY	8.
Total to Form 990-PF, Part I, line 3, Column A	8.

Form 990-PF	Dividends and Interest from Securities	Statement	3
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
AMCAP FUND	2137.	0.	2137.
AMERICAN HIGH-INCOME TRUST	247766.	0.	247766.
AMERICAN MUTUAL FUND	20022.	0.	20022.
CAPITAL INCOME BUILDER	29087.	0.	29087.
CAPITAL WORLD GROWTH & INCOME FUND	17363.	0.	17363.

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EMERGING MARKETS GROWTH FUND	25998.	17788.	8210.
EUROPACIFIC GROWTH FUND	10362.	0.	10362.
FUNDAMENTAL INVESTORS	10806.	0.	10806.
INTERNATIONAL GROWTH AND INCOME			
FUND	22732.	7608.	15124.
MORGAN STANLEY SMITH BARNEY	67949.	0.	67949.
NEW WORLD FUND	11325.	0.	11325.
SMALLCAP WORLD FUND	1990.	0.	1990.
THE BOND FUND OF AMERICA	58026.	0.	58026.
THE NEW ECONOMY FUND	2485.	0.	2485.
Total to Fm 990-PF, Part I, ln 4	<u>528048.</u>	<u>25396.</u>	<u>502652.</u>

Form 990-PF	Legal Fees	Statement 4
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LOEB & LOEB	2577.	1289.		1288.
To Fm 990-PF, Pg 1, ln 16a	<u>2577.</u>	<u>1289.</u>		<u>1288.</u>

Form 990-PF	Accounting Fees	Statement 5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ALFRIDA P. KING	2450.	1225.		1225.
PAYCHEX	1103.	552.		551.
TERESA A. BOYLE, CPA	1950.	1365.		585.
CHRISTINA BOYLE, CPA	20900.	10555.		10345.
To Form 990-PF, Pg 1, ln 16b	<u>26403.</u>	<u>13697.</u>		<u>12706.</u>

Form 990-PF

Other Professional Fees

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
JOSHUA JULIAN	13724.	2745.		10979.
To Form 990-PF, Pg 1, ln 16c	13724.	2745.		10979.

Form 990-PF

Taxes

Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PAYROLL TAXES	3959.	1188.		2771.
FOREIGN TAX WITHHELD	6198.	0.		0.
FILING FEES	350.	175.		175.
EXCISE TAX	10138.	0.		0.
To Form 990-PF, Pg 1, ln 18	20645.	1363.		2946.

Form 990-PF

Other Expenses

Statement 8

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BANK CHARGES	186.	93.		93.
DUES AND SUBSCRIPTIONS	1009.	505.		504.
INSURANCE	675.	338.		337.
SUPPLIES	1634.	817.		817.
EDUCATION	225.	113.		112.
EQUIPMENT	3898.	1949.		1949.
ANNUAL REVIEW	183.	92.		91.
OUTSIDE SERVICES	450.	225.		225.
WEBSITE FEES	1287.	643.		644.
To Form 990-PF, Pg 1, ln 23	9547.	4775.		4772.

Form 990-PF	U.S. and State/City Government Obligations	Statement 9
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Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
US TREASURY BOND	X		752283.	897694.
Total U.S. Government Obligations			752283.	897694.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			752283.	897694.

Form 990-PF	Other Investments	Statement 10
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Description	Valuation Method	Book Value	Fair Market Value
AMERICAN HIGH-INCOME TRUST	COST	3605379.	3251831.
EUROPACIFIC GROWTH FUND	COST	466909.	522107.
SMALLCAP WORLD FUND	COST	367321.	489005.
FUNDAMENTAL INVESTORS	COST	552789.	622952.
EMERGING MARKETS GROWTH FUND	COST	500000.	503544.
NEW WORLD FUND	COST	288629.	618910.
CAPITAL WORLD GROWTH & INCOME FUND	COST	621609.	538061.
AMCAP FUND	COST	589991.	560987.
CAPITAL INCOME BUILDER	COST	760469.	758326.
AMERICAN MUTUAL FUND	COST	877551.	841385.
BOND FUND OF AMERICA	COST	1397547.	1613709.
NEW ECONOMY FUND	COST	331001.	505167.
INTERNATIONAL GROWTH AND INCOME FUND	COST	448778.	406742.
Total to Form 990-PF, Part II, line 13		10807973.	11232726.

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 11

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
WILLIAM H. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	VICE PRESIDENT 2.00	0.	0.	0.
SARAH S. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	0.
KELLEY A. PURNELL 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	TREASURER 1.00	0.	0.	3915.
KATHLEEN C. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	2055.
COURTNEY D. MACMILLAN 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	1600.
MARK L. PURNELL 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	CHAIR 2.00	0.	0.	0.
TERRANCE A. MACMILLAN 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	0.
MICHAEL T. KERR 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	0.
BERNADETTE GLENN 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	PRES & CHIEF OPERATING OFF 40.00	48000.	0.	12000.
ELIZABETH MURRAY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	SECRETARY 2.00	5000.	0.	1730.
ANDREW F. BARTH 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	0.

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DOUGLAS S. MURRAY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	0.
JAMES R. MURRAY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	2885.
EVE-LYNNE G. MURRAY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	0.
OTIS M. HEALY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	2079.
J. DALE HARVEY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	0.
KATHARINE J. PURNELL 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	1623.
MARY L. PURNELL 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 900711406	DIRECTOR 1.00	0.	0.	80.
Totals included on 990-PF, Page 6, Part VIII		53000.	0.	27967.

Form 990-PF

Part XV - Line 1a
List of Foundation Managers

Statement 12

Name of Manager

WILLIAM H. HURT
SARAH S. HURT

WILLIAM H. HURT FOUNDATION
2010 GRANTEES LIST
PREPARED ON 11/15/11

RECIPIENT NAME	STREET ADDRESS	CITY, STATE AND ZIP CODE	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ADVANTAGE SMILES FOR KIDS (ASK)	442 SW Umatilla Ave., Ste 200	Redmond, OR 97756	COMMUNITY/HEALTH	3,000
AIDS SERVICE CENTER	909 S Fair Oaks Ave	Pasadena, CA 91105	HEALTH	100
ALAMEDA COMMUNITY FOUNDATION	PO Box 2599	Oakland, CA 94614	COMMUNITY	5,000
AMER TINNITUS ASSOC	Unit 20, PO Box 4900	Portland, OR 97208-4900	HEALTH	1,000
ARMORY CENTER FOR THE ARTS*	145 N Raymond Ave	Pasadena, CA 91103	ARTS	1,000
ART CENTER	1700 Lida Street	Pasadena, CA 91103	ARTS	500
ART IN PUBLIC PLACES	409 NW Franklin Avenue	Bend, OR 97701	COMMUNITY	1,500
ASPEN ART MUSEUM	590 North Mill St	Aspen, CO 81611	EDUCATION	5,000
ASPEN EDUCATION FOUNDATION	POB 2200	Aspen, CO 81612	COMMUNITY/HEALTH	10,000
ASPEN FOUNDATION FOR SPORTS MEDICINE	100 E Main Street, Ste 101	Aspen, CO 81611	COMMUNITY	2,500
ASPEN PUBLIC RADIO	110 E Hallam St., #134	Aspen, CO 81611	ARTS/COMMUNITY	15,000
ASPEN SANTA FE BALLET CO & SCHOOL	0245 Sage Way	Aspen, CO 81612	COMMUNITY/EDUCATION/HEALTH	10,000
ASPEN VALLEY MEDICAL FOUNDATION	PO Box 1639	New York, NY 10105	COMMUNITY/EDUCATION/HEALTH	1,200
AVON BREAST CANCER	1345 Avenue of the Americas	New, OR 97708	COMMUNITY/HEALTH	1,500
BEND LITTLE LEAGUE NORTH	PO Box 7784	Bend, OR 97708	COMMUNITY/HEALTH	5,000
BETHLEHEM INN	PO Box 8540	Bend, OR 97701	EDUCATION	7,500
BIG BROTHERS BIG SISTERS	J-Bar-J Boys Ranch, 62895 Hamby Road	Jamalica Plain, MA 02130	EDUCATION	7,500
BIKES NOT BOMBS	284 Anory Street	Pasadena, CA 91107	COMMUNITY	1,000
BOY SCOUTS/SGV COUNCIL	3450 East Sierra Madre Blvd	Pasadena, CA 91107	EDUCATION	1,000
BOYS & GIRLS CLUB OF PASADENA	3230 E Dai Mar Ave	Los Angeles, CA 90037	COMMUNITY	10,000
CALIF SCIENCE CENTER FOUNDATION	700 Exposition Park Drive	Los Angeles, CA 90017	EDUCATION	10,000
CAMINO NUEVO CHARTER ACADEMY	POB 17778	Bend, OR 97702	COMMUNITY/EDUCATION	1,500
CASCADE MIDDLE SCHOOL	19619 Mountaineer Way	La Canada, CA 91011	ARTS	500
CCLCF	4469 Chevy Chase Drive	Washington, DC 20036	EDUCATION	10,000
CENTER FOR STUDY OF PRESIDENCY	1020 19th Street, NW, Ste 250	Bend, OR 97701	EDUCATION	6,000
CENTRAL OREGON COMMUNITY COLLEGE	2600 NW College Way	South Salem, NY 10580 USA	HEALTH	18,488
CHILDREN'S HOSPITAL OF LOS ANGELES	4650 Sunset Blvd #29	Monterey Park, CA 91754	COMMUNITY	1,000
CHRIS KLUG FOUNDATION	182 Riverfront Drive	Aspen, CO 81611	ARTS/EDUCATION	20,000
CLAREMONT GRADUATE UNIVERSITY	School of Arts and Humanities, 165 E Tenth Street	Claremont, CA 91711	EDUCATION	5,000
CLAREMONT UNIFIED SCHOOL DISTRICT	170 West San Jose	Claremont, CA 91711	EDUCATION	2,500
COGITARE FOUNDATION	9 Waccabuc River Lane	South Salem, NY 10580 USA	COMMUNITY/HEALTH	1,000
COURT APPOINTED SPECIAL ADVOCATES (CASA)	201 Centre Plaza Drive, Suite 3	Los Angeles, CA 90027	COMMUNITY	20,000
EDUCATION FDN OF BEND LAPINE SCHOOLS	PO Box 6566	Bend, OR 97708	EDUCATION	5,000
EQUILED, INC.	1535 Farmer's Lane, #217	Santa Rosa, CA 95405	EDUCATION	5,000
FAMILY ACCESS NETWORK	2125 NE Daugett Lane	Bend, OR 97701	COMMUNITY	1,500
FLINTRIDGE CENTER	236 W Mountain St.	Pasadena, CA 91103	COMMUNITY/EDUCATION	20,000
FOOTHILL FAMILY SERVICES	2500 E Foothill Blvd, Ste 300	Pasadena, CA 91107	COMMUNITY	10,000
GRAY AREA FOUNDATION FOR THE ARTS	55 Taylor St	San Francisco, CA 94102	ARTS/COMMUNITY	2,500
GRESHAM ART WALK	PO Box 2384	Gresham, OR 97030	EDUCATION/HEALTH	5,000
GUGGENHEIM FOUNDATION	1071 Fifth Avenue	New York, NY 10128-0173	ARTS	125
HARVARD MAGAZINE	PO. Box 414946	Boston, MA 02241-4946	EDUCATION	100
HARVEY MUDD COLLEGE	301 Platt Boulevard	Clairemont, CA 91711	EDUCATION	20,000
HATHAWAY-SYCAMORES	Fund Development Dept, 210 S DeLacey Ave	Pasadena, CA 91105-2006	COMMUNITY	1,000
HAWAII PREPARATORY ACADEMY	65-1632 Kokala Mountain Road	Kamuela, Hawaii 96743	EDUCATION	20,000
HAWAII PREPARATORY ACADEMY OHANA ASSOC	65-1198 Kahawai St	Kailua Kona, Hawaii 96743	EDUCATION	5,000
HEALING HEARTS AND HOoves	4411 Holland Loop Road	Cave Junction, OR 97523	EDUCATION	2,500
HILL-HARBISON HOUSE	1841 Alhambra Road, PMB 807	San Marino, CA 91108	COMMUNITY	1,000
HILLSIDES HOME FOR CHILDREN	940 Avenue 64	San Marino, CA 91105	COMMUNITY	1,000
HOMEBOY INDUSTRIES	130 W Bruno Street	Los Angeles, CA 90012	COMMUNITY	10,000
HOPE THROUGH HEARING	9055 Haven Avenue, Ste 100	Rancho Cucamonga, CA 91730	EDUCATION	20,000
HUALALAI ACADEMY	74-4966 Kealaka'a St	Kailua Kona, Hawaii 96740	EDUCATION	8,000
HUNTINGTON EDUCATION DEPARTMENT	1151 Oxford Road	San Marino, CA 91108	EDUCATION	7,500
HUNTINGTON LIBRARY	1151 Oxford Road	San Marino, CA 91108	EDUCATION	25,000
HUNTINGTON MEMORIAL HOSPITAL	100 W California Blvd	Pasadena, CA 91105-3027	HEALTH	12,000
IDYLLWILD ARTS FOUNDATION	52500 Temecula Road, PO Box 38	Idyllwild, CA 92549-9960	ARTS	10,000
INSTITUTE FOR JUSTICE	901 N Glebe Rd, Ste 900	Arlington, VA 22203	EDUCATION	1,000

WILLIAM H. HURT FOUNDATION
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RECIPIENT NAME	STREET ADDRESS	CITY, STATE AND ZIP CODE	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JUVENILE DIABETES FOUNDATION	26 Broadway	New York, NY 10004	HEALTH	1,000
KAHILI THEATRE FOUNDATION	PO Box 549	Kamuela, Hawaii 96743	COMMUNITY/EDUCATION	5,000
KCRW	1900 Pico Blvd	Santa Monica, CA 90405	COMMUNITY	250
KEMPLE CHILDRENS CLINIC	Community Justice Center, 63360 NW Britta St , Bldg #1	Bend, OR 97701	COMMUNITY/HEALTH	1,500
KKJZ	Cal State Long Beach, PO Box 251469	Los Angeles, CA 90025	COMMUNITY	100
KOCE-TV	15751 Gothard St	Huntington Beach, CA 92647	COMMUNITY	275
THE KOHALA CENTER	PO Box 437462	Kamuela, Hawaii, 96743	EDUCATION	7,000
KONA COMMUNITY SAFETY LANE, INC (PATH)	PO Box 62	Kailua, Kona, HI 96745	COMMUNITY/EDUCATION	3,000
KUSC	PO Box 77913	Los Angeles, CA 90007-0913	COMMUNITY	500
LA COUNTY MUSEUM OF ART	5905 Wilshire Blvd.	Los Angeles, CA 90036	ARTS	200
LAKE FOREST ELEM SCHOOL	21801 Pittford Drive	Lake Forest, CA 92630	EDUCATION	20,000
LONG NOW FOUNDATION, THE	Fort Mason Center Building A	San Francisco, CA 94123	EDUCATION	2,500
LOS ANGELES PHILHARMONIC*	151 South Grand Ave	Los Angeles, CA 90012-3034	ARTS/COMMUNITY	2,537
LUEKEMIA/LYMPHOMA SOCIETY	9320 SW Barbur Blvd, Suite 140	Portland, OR 97219	ARTS/COMMUNITY	1,000
MALAWI CULINARY GARDEN OF WAMMEA MID SCH	PO Box 543	Kamuela, Hawaii 96743	ARTS/COMMUNITY	3,000
METROPOLITAN MUSEUM OF ART	1000 Fifth Ave	New York, NY 10028-0198	ARTS/COMMUNITY	60
MILTON & ROSE FRIEDMAN FDN	One American Square, Suite 2420	Indianapolis, Indiana 46282	ARTS/COMMUNITY	1,000
MIND RESEARCH INSTITUTE	3631 S Harbor Blvd , Ste 200	Santa Ana, CA 92704	ARTS/COMMUNITY	44,000
MOSAIC PROJECT	580 Grand Avenue, Suite 303	Oakland, CA 94610	ARTS/COMMUNITY	5,000
MOUNTAIN STAR FAM RELIEF NURSERY	2125 NE Dagger Lane	Bend, OR 97701	ARTS/COMMUNITY	6,000
MUSIC CENTER UNIFIED FUND	135 North Grand Ave	Los Angeles, CA 90012	ARTS/COMMUNITY	800
NATIONAL HISTORY MUSEUM	900 Exposition Blvd	Los Angeles, CA 90099-4873	ARTS/COMMUNITY	75
NEWPORT BEACH PUBLIC LIBRARY	1000 Avocado Avenue	Newport Beach, CA 92660	ARTS/COMMUNITY	100
NEWPORT HARBOR ART MUSEUM	600 E Bay Ave	Newport Beach, CA 92661	ARTS/COMMUNITY	65
NORTON SIMON MUSEUM	411 West Colorado Blvd	Pasadena, CA 91105-1825	ARTS/COMMUNITY	100
ORANGE COUNTY MUSEUM OF ART	850 San Clemente Dr	Newport Beach, CA 92660	ARTS/COMMUNITY	5,000
OREGON EPISCOPAL SCHOOL	6300 SW Nicol Rd	Newport Beach, CA 97223	ARTS/COMMUNITY	5,000
OXBOW SCHOOL, THE	530 Third Street	Napa, CA 94559	ARTS/COMMUNITY	5,000
PACIFIC ASIA MUSEUM	46 North Los Robles Avenue	Pasadena, CA 91101	ARTS/COMMUNITY	5,000
PACIFIC COUNCIL ON INT'L POLICY	3520 Trousdale Parkway, SOS B-15	Los Angeles, CA 90089	ARTS/COMMUNITY	1,100
PAINTED TURTLE	1300 4th Street, Ste 300	Santa Monica, CA 90401	ARTS/COMMUNITY	10,000
PARA LOS NIÑOS	500 Lucas Ave	Los Angeles, CA 90017	ARTS/COMMUNITY	10,000
PARK SOUTHERN EDUCATIONAL FOUNDATION	10636 N E Prescott Street	Portland, Oregon 97220	ARTS/COMMUNITY	5,000
PASADENA ART ALLIANCE*	464 E Walnut St, STE 226	Pasadena, CA 91101	ARTS/COMMUNITY	6,200
PASADENA ARTS COUNCIL	65 South Grand Ave	Pasadena, CA 91105	ARTS/COMMUNITY	1,000
PASADENA COMMUNITY FOUNDATION	260 S Los Robles Ave, Ste 119	Pasadena, CA 91101	ARTS/COMMUNITY	2,500
PASADENA CONSERVATORY OF MUSIC	100 North Hill Ave	Pasadena, CA 91106	ARTS/COMMUNITY	10,000
PASADENA EDUCATIONAL FOUNDATION	351 South Hudson Avenue	Pasadena, CA 91109	ARTS/COMMUNITY	500
PASADENA GUILD OF THE CHILDREN'S HOSPITAL	665 S Raymond Ave	Pasadena, CA 91105	ARTS/COMMUNITY	2,500
PASADENA HUMANE SOCIETY	361 S Raymond Ave	Pasadena, CA 91105	ARTS/COMMUNITY	100
PASADENA MUSEUM OF CALIF ART	495 E Colorado Blvd ,	Pasadena, CA 91101	ARTS/COMMUNITY	15,000
PASADENA PLANNED PARENTHOOD	1045 N Lake Ave	Pasadena, CA 91104	ARTS/COMMUNITY	500
PASADENA PLAYHOUSE	39 S El Molino Ave	Pasadena, CA 91101	ARTS/COMMUNITY	1,000
PASADENA PUBLIC LIBRARY FOUNDATION	285 E Walnut Street	Pasadena, CA 91101	ARTS/COMMUNITY	250
PCC FOUNDATION	1570 E Colorado Blvd	Pasadena, CA 91106	ARTS/COMMUNITY	1,000
PERFORMANCES TO GROW ON	201 Park Rd	Ojai, CA 93023	ARTS/COMMUNITY	1,000
PEO	61383 Rock Bluff Lane	Blind, OR 97701	ARTS/COMMUNITY	5,000
PLANNED PARENTHOOD OF LOS ANGELES	400 W 30th Street	Los Angeles, CA 90007	ARTS/COMMUNITY	10,000
PROJECT POOCH	P.O. Box 305	Lake Oswego, OR 97034	ARTS/COMMUNITY/EDUCATION/HEALTH	5,000
ROTARY FOUNDATION	One Rotary Center, 1560 Sherman Ave	Evanston, IL 60201	ARTS/COMMUNITY/EDUCATION/HEALTH	1,000
SAGEBRUSH, INC.	70 SW Century Dr , suite 100-383	Bend, OR 97702	ARTS/COMMUNITY/EDUCATION/HEALTH	7,500
SAN MARINO FIREFIGHTERS ASSN	2200 Huntington Dr	San Marino, CA 91108	COMMUNITY	100
SAN MARINO POLICE OFFICERS ASSOC	2304 Huntington Drive, Ste 202	San Marino, CA 91108	COMMUNITY	100
SAN MARINO ROTARY	POB 80301	San Marino, CA 91108	EDUCATION	10,000
SANSUM CLINIC	PO Box 1200	Santa Barbara, CA 93102-1200	HEALTH	5,000
SIERRA MADRE SEARCH AND RESCUE	PO Box 24	Sierra Madre, CA 91025	COMMUNITY/EDUCATION	100
TEACH FOR AMERICA	606 S Olive Street, Ste 300	Los Angeles, CA 90014	EDUCATION	10,000

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THE CENTER FOUNDATION	2200 NE Neff Rd, Ste 200	Bend, OR 97701	COMMUNITY/EDUCATION	1,500
TOWER THEATRE	835 NW Wall St.	Bend, OR 97709	ARTS/COMMUNITY	1,000
UCSF FOUNDATION	44 Montgomery St, Ste 220	San Francisco, CA 94104	EDUCATION/HEALTH	60,000
UCSF SCHOOL OF MEDICINE	44 Montgomery St, Ste 220	San Francisco, CA 94104	EDUCATION/HEALTH	5,000
UNION STATION	825 E Orange Grove Blvd	Pasadena, CA 91104	COMMUNITY	5,000
USC-PCASF	USC, Heritage Hall MC 0602	Los Angeles, CA 90089-0602	COMMUNITY/HEALTH	2,500
USC DEVELOPMENT OFFICE/TROY	1028 Marine Drive	Laguna Beach, CA 92651	COMMUNITY/EDUCATION	10,160
USC MARSHALL SCHOOL OF BUSINESS	Citigroup Center	Los Angeles, CA 90089-8201	EDUCATION	10,000
WIKIMEDIA FOUNDATION, INC	P.O. Box 884879	Los Angeles, CA 90189-4879	COMMUNITY	5,000
WOMEN AT WORK	50 N Hill Avenue	Pasadena, CA 91106	COMMUNITY	500
WOMEN'S THERAPY CENTER	2105 Martin Luther King Jr Blvd	Berkeley, CA 94704	EDUCATION/HEALTH	10,000
YEAH	do Lutheran Church of the Cross, 1744 University Ave	Berkeley, CA 94703	COMMUNITY/HEALTH	10,000
YES, VIRGINIA FUND, PASADENA	260 S Los Robles Ave., Ste 119	Pasadena, CA 91101	COMMUNITY	250
YOUNG AND HEALTHY	37 N Holliston Ave	Pasadena, CA 91106	COMMUNITY	200
TOTAL				<u>731,385</u>