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

2011

Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning _____, 2011, and ending _____

Ralph & Marsha Guggenheim Family
Foundation
141 Alton Avenue
San Francisco, CA 94116

A Employer identification number
26-3873872

B Telephone number (see the instructions)
(415) 759-0331

C If exemption application is pending, check here

D 1 Foreign organizations, check here
2 Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 134,306.

J Accounting method: Cash Accrual
 Other (specify) Modified Cash
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(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 (att sch)	39,480.			
2	Chk <input type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	7.	7.	N/A	
4	Dividends and interest from securities	1,040.	1,040.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	68,755.			
b	Gross sales price for all assets on line 6a	68,840.			
7	Capital gain net income (from Part IV, line 2)		68,755.		
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/(loss) (att sch)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	109,282.	69,802.		
13	Compensation of officers, directors, trustees, etc.	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) See St 1	190.			190.
b	Accounting fees (attach sch) See St 2	1,520.			1,520.
c	Other prof fees (attach sch)				
17	Interest				
18	Taxes (attach schedule)(see instrs) See Stm 3	1,515.			
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) See Statement 4	125.			125.
24	Total operating and administrative expenses. Add lines 13 through 23	3,350.			1,835.
25	Contributions, gifts, grants paid Part XV	51,688.			51,688.
26	Total expenses and disbursements. Add lines 24 and 25	55,038.	0.		53,523.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	54,244.			
b	Net investment income (if negative, enter -0-)		69,802.		
c	Adjusted net income (if negative, enter -0-)				

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6184

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	23,862.	31,181.	31,181.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) Statement 5	127,534.	103,125.	103,125.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)				
14	Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	151,396.	134,306.	134,306.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSET OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	151,396.	134,306.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	151,396.	134,306.	
	31	Total liabilities and net assets/fund balances (see instructions)	151,396.	134,306.	

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	151,396.
2	Enter amount from Part I, line 27a	2	54,244.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	205,640.
5	Decreases not included in line 2 (itemize) ▶ See Statement 6	5	71,334.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	134,306.

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 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation

(c) Date acquired
(month, day, year)

(d) Date sold
(month, day, year)

1a Sales of Publicly Traded Securities	P	7/24/02	2/04/11
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 68,840.		85.	68,755.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			68,755.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	68,755.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8]	3	0.

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 the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	88,433.	38,962.	2.269724
2009	21,876.	20,607.	1.061581
2008			
2007			
2006			

2 Total of line 1, column (d)	2	3.331305
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	1.665653
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	137,568.
5 Multiply line 4 by line 3	5	229,141.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	698.
7 Add lines 5 and 6	7	229,839.
8 Enter qualifying distributions from Part XII, line 4	8	53,523.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,396.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,396.
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	1,396.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	1,500.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,500.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		104.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 104. Refunded <input type="checkbox"/> 0.	11		0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		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>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If 'No,' attach explanation</i>	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>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i> See Statement 7	X	

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ <u>Ralph Guggenheim</u> Telephone no ▶ <u>(415) 759-0331</u> Located at ▶ <u>141 Alton Avenue San Francisco CA</u> ZIP + 4 ▶ <u>94116</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year. ▶ 15		N/A	N/A
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 ▶		Yes	No
				X

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

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

	Yes	No
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1 b	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?	1 c	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 ▶ 20__ , 20__ , 20__ , 20__		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	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 ▶ 20__ , 20__ , 20__ , 20__		
3 a 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4 b	X

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))? Yes No

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

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

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

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

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

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? Yes No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d). N/A

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

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

If 'Yes' to 6b, file Form 8870. 6b X

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

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

7b N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Marsha M. Guggenheim 141 Alton Avenue San Francisco, CA 94116	President 1.00	0.	0.	0.
Ralph J. Guggenheim 141 Alton Avenue San Francisco, CA 94116	Secretary/Tr 1.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

Total number of others receiving over \$50,000 for professional services		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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

BAA

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	75,048.
b Average of monthly cash balances	1b	64,615.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	139,663.
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	139,663.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	2,095.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	137,568.
6 Minimum investment return. Enter 5% of line 5	6	6,878.

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	6,878.
2a Tax on investment income for 2011 from Part VI, line 5	2a	1,396.
b Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,396.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	5,482.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	5,482.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,482.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	53,523.
b 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	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	53,523.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	53,523.

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				5,482.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009	21,876.			
e From 2010	88,465.			
f Total of lines 3a through e	110,341.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 53,523.				
a Applied to 2010, but not more than line 2a.			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2011 distributable amount				5,482.
e Remaining amount distributed out of corpus	48,041.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	158,382.			
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 instructions			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) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	158,382.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009	21,876.			
d Excess from 2010	88,465.			
e Excess from 2011	48,041.			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year				(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test – enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2).)
None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
None

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	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
a Paid during the year See Statement 8				
Total				▶ 3a 51,688.
b Approved for future payment				
Total				▶ 3b

Part XVI-A Analysis of Income-Producing Activities

Table with columns: Enter gross amounts unless otherwise indicated, Unrelated business income (Business code, Amount), Excluded by section 512, 513, or 514 (Exclusion code, Amount), and Related or exempt function income. Rows include Program service revenue, Fees and contracts from government agencies, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income or (loss) from real estate, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income or (loss) from special events, Gross profit or (loss) from sales of inventory, and Other revenue. Subtotal and Total are calculated at the bottom.

(See worksheet in line 13 instructions to verify calculations.)

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions). The first row contains 'N/A'.

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

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

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

- (1) Cash
- (2) Other assets

b Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

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

	Yes	No
1 a (1)		X
1 a (2)		X
1 b (1)		X
1 b (2)		X
1 b (3)		X
1 b (4)		X
1 b (5)		X
1 b (6)		X
1 c		X

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

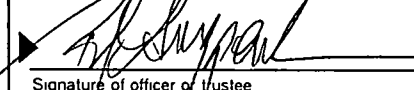
(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

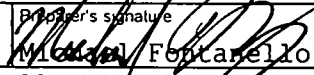
b If 'Yes,' complete the following schedule.

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

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

Sign Here  5/14/12 CFO May the IRS discuss this return with the preparer shown below (see instructions)? Yes No

Paid Preparer Use Only

Print/Type preparer's name Michael Fontanello	Preparer's signature 	Date 5/10/12	Check <input type="checkbox"/> if self-employed	PTIN P01471027
Firm's name ▶ Fontanello, Duffield & Otake, LLP		Firm's EIN ▶ 37-1420474		
Firm's address ▶ 44 Montgomery Street, Suite 2019 San Francisco, CA 94104		Phone no (415) 983-0200		

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 **Ralph & Marsha Guggenheim Family
Foundation**

Employer identification number
26-3873872

Organization type (check one).

Filers of:

Form 990 or 990-EZ

Section:

- 501(c)(____) (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, 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)

BAA 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

Employer identification number

Ralph & Marsha Guggenheim Family

26-3873872

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	141 Alton Avenue San Francisco, CA 94116	\$ 39,480.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

Ralph & Marsha Guggenheim Family

26-3873872

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	1,050 Shares of Disney Co. stock @ \$37.67/sh	\$ 39,480.	12/27/11

Name of organization

Ralph & Marsha Guggenheim Family

Employer identification number

26-3873872

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 cols (a) through (e) and the following line entry

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions)
 Use duplicate copies of Part III if additional space is needed

▶ \$ _____ N/A

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

Statement 1
Form 990-PF, Part I, Line 16a
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Sideman & Bancroft LLP	\$ 190.			\$ 190.
Total	<u>\$ 190.</u>	<u>\$ 0.</u>		<u>\$ 190.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax Prep	\$ 1,520.			\$ 1,520.
Total	<u>\$ 1,520.</u>	<u>\$ 0.</u>		<u>\$ 1,520.</u>

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Taxes	\$ 1,515.			
Total	<u>\$ 1,515.</u>	<u>\$ 0.</u>		<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Filing Fees	\$ 125.			\$ 125.
Total	<u>\$ 125.</u>	<u>\$ 0.</u>		<u>\$ 125.</u>

Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Disney Walt Co, 2,750 Sh	Mkt Val	\$ 103,125.	\$ 103,125.
	Total	<u>\$ 103,125.</u>	<u>\$ 103,125.</u>

Statement 6
Form 990-PF, Part III, Line 5
Other Decreases

FMV Adjustment of Investments	Total	\$ 71,334.
		<u>\$ 71,334.</u>

Statement 7
Form 990-PF, Part VII-A, Line 10
Substantial Contributors During the Tax Year

<u>Name of Substantial Contributor</u>	<u>Address of Substantial Contributor</u>
Ralph Guggenheim	141 Alton Avenue San Francisco, CA 94116

Statement 8
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
ACLU 125 Broad Street, 18th Floor New York, NY 10004	N/A	509(a)	General Support	\$ 300.
Amer. Friends of Magen David Adom 5535 Balboa Blvd, #114 Encino, CA 91316	N/A	509(a)	General Support	200.
Amnesty International 5 Penn Plaza New York, NY 10001	N/A	509(a)	General Support	200.
Anti-Defamation League 605 Third Avenue New York, NY 10158	N/A	509(a)	General Support	500.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Asian Art Museum Foundation 200 Larkin Street San Francisco, CA 94102	N/A	509(a)	General Support	\$ 75.
Audubon Canyon Ranch 4900 Shoreline Highway 1 Stinson Beach, CA 94947	N/A	509(a)	General Support	100.
Berkeley Hillel 2736 Bancroft Way Berkeley, CA 94704	N/A	509(a)	General Support	360.
Boys and Girls Club of San Francisco 55 Hawthorne Street, #600 San Francisco, CA 94105	N/A	509(a)	General Support	200.
Bureau of Jewish Education 639 14th Avenue San Francisco, CA 94118	N/A	509(a)	General Support	180.
California State Parks Association 50 Francisco Street, #110 San Francisco, CA 94133	N/A	509(a)	General Support	125.
Doctors Without Borders 333 Seventh Avenue, 2nd Fl New York, NY 10001	N/A	509(a)	General Support	200.
Draw Bridge PO Box 2698 San Rafael, CA 94912	N/A	509(a)	General Support	100.
Fine Arts Museums of SF 50 Hagiwara Tea Garden Drive San Francisco, CA 94118	N/A	509(a)	General Support	1,000.
Friends of the Urban Forest PO Box 29456 San Francisco, CA 94129	N/A	509(a)	General Support	100.
Hillels of Georgia 732 Gatewood Road NE Atlanta, GA 30329	N/A	509(a)	General Support	540.
KALW Radio 500 Mansell Street San Francisco, CA 94134	N/A	509(a)	General Support	100.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
KPFA Pacifica Foundation 1929 Martin Luther King Jr. Way Berkeley, CA 94704	N/A	509 (a)	General Support	\$ 100.
La Casa De Las Madres 1663 Mission Street, #225 San Francisco, CA 94103	N/A	509 (a)	General Support	100.
Little Brothers of the Elderly 909 Hyde Street, #628 San Francisco, CA 94109	N/A	509 (a)	General Support	250.
Mothers Against Drunk Driving 511 E John Carpenter Freeway, #700 Irving, TX 75062	N/A	509 (a)	General Support	100.
NARAL 1156 15th St. NW #700 Washington, DC 20005	N/A	509 (a)	General Support	1,000.
Natl Org For Women 1100 H St. NW, 3rd Fl Washington, DC 20005	N/A	509 (a)	General Support	100.
Randall Museum Friends San Francisco 199 Museum Way San Francisco, CA 94114	N/A	509 (a)	General Support	250.
Recording For The Blind & Dyslexic 20 Roszel Road Princeton, NJ 08540	N/A	509 (a)	General Support	100.
San Francisco Food Bank 900 Pennsylvania Avenue San Francisco, CA 94107	N/A	509 (a)	General Support	300.
San Francisco Hillel 33 Banbury Drive San Francisco, CA 94132	N/A	509 (a)	General Support	360.
San Francisco Jewish Film Festival 145 9th Street, #200 San Francisco, CA 94103	N/A	509 (a)	General Support	360.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
San Francisco School Education Fund 727 Golden Gate Avenue, 2nd Fl San Francisco, CA 94102	N/A	509 (a)	General Support	\$ 200.
SF Museum Of Modern Art 151 Third Street San Francisco, CA 94103	N/A	509 (a)	General Support	750.
SF Zoological Society 1 Zoo Road San Francisco, CA 94132	N/A	509 (a)	General Support	200.
SFjazz Phone 3 Embarcadero Ctr., Lobby San Francisco, CA 94111	N/A	509 (a)	General Support	5,120.
Shalom Bayit PO Box 10102 Oakland, CA 94610	N/A	509 (a)	General Support	180.
Sierra Club 85 Second Street, 2nd Floor San Francisco, CA 94105	N/A	509 (a)	General Support	200.
Southern Poverty Law Center 400 Washington Ave. Montgomery, AL 36104	N/A	509 (a)	General Support	100.
St. Mary's Interfaith Stockton 545 W. Sonora Avenue Stockton, CA 95203	N/A	509 (a)	General Support	200.
The Congregation EmanuEl 2 Lake Street San Francisco, CA 94118	N/A	509 (a)	General Support	10,000.
The Nature Conservancy 4245 N. Fairfax Drive, #100 Arlington, VA 22203	N/A	509 (a)	General Support	500.
Town School For Boys 2750 Jackson St. San Francisco, CA 94115	N/A	509 (a)	General Support	500.
Truckee Tahoe Community Foundation 11071 Donner Pass Rd. Truckee, CA 96160	N/A	509 (a)	General Support	300.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
UCSF Tourettes & Tic Disorder Clinic 401 Parnassus Avenue San Francisco, CA 94143	N/A	509 (a)	General Support	\$ 1,500.
Upstart Bay Area 332 Pine Street, #600 San Francisco, CA 94104	N/A	509 (a)	General Support	3,000.
US Holocaust Memorial PO Box 90988 Washington, DC 20090	N/A	509 (a)	General Support	208.
American Friends Service Committee 1501 Cherry Street Philadelphia, PA 19102	N/A	509 (a)	General Support	50.
American Jewish World Service Inc. 45 W 36th St. New York, NY 10018	N/A	509 (a)	General Support	500.
Avon Walk For Breast Cancer 180 Montgomery Street San Francisco, CA 94104	N/A	509 (a)	General Support	100.
Beyond Differences 336 Bon Air Center #436 Greenbrae, CA 94904	N/A	509 (a)	General Support	250.
Brandeis University Waltham PO Box 549110 Waltham, MA 02454	N/A	509 (a)	General Support	1,000.
CA Academy of Sciences 55 Music Concourse Drive San Francisco, CA 94118	N/A	509 (a)	General Support	199.
Chabad at Emory 1526 N. Decatur Rd Atlanta, GA 30307	N/A	509 (a)	General Support	288.
College Bound Foundation 417 Montgomery St, 10th fl San Francisco, CA 94104	N/A	509 (a)	General Support	180.
Contemporary Jewish Museum 736 Mission St. San Francisco, CA 94103	N/A	509 (a)	General Support	6,000.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Crohn's & Colitis Foundation of America 386 Park Avenue South, 17th Flr New York, NY 10016	N/A	509 (a)	General Support	\$ 100.
Edgewood Center for San Francisco 1801 Vicente St San Francisco, CA 94116	N/A	509 (a)	General Support	150.
Emory University 1762 Clifton Road, #1400 Atlanta, GA 30322	N/A	509 (a)	General Support	1,000.
Exploratorium 3601 Lyon St San Francisco, CA 94123	N/A	509 (a)	General Support	145.
Farollones Marine Sactuary Assn PO Box 29386 San Francisco, CA 94129	N/A	509 (a)	General Support	100.
Friends of SF Public Library 391 Grove St. San Francisco, CA 94102	N/A	509 (a)	General Support	200.
Glide Foundation 330 Ellis St. San Francisco, CA 94102	N/A	509 (a)	General Support	250.
Haight Ashbury Free Clinics PO Box 29917 San Francisco, CA 94129	N/A	509 (a)	General Support	150.
Hamilton Family Center 1631 Hayes Street San Francisco, CA 94117	N/A	509 (a)	General Support	155.
Hebrew Free Loan Assn of San Francisco 131 Steuart St. #425 San Francisco, CA 94105	N/A	509 (a)	General Support	360.
Homeless Prenatal Program 2500 18th Street San Francisco, CA 94110	N/A	509 (a)	General Support	510.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
Institute for Jewish Spirituality 330 Seventh Ave, 19th Flr New York, NY 10001	N/A	509 (a)	General Support	\$ 360.
Jewish Community Center San Francisco 3200 California St. San Francisco, CA 94118	N/A	509 (a)	General Support	1,300.
Jewish Community Federation of SF 121 Steuart St San Francisco, CA 94105	N/A	509 (a)	General Support	540.
Jewish Community Relations Council 121 Steuart St. #301 San Francisco, CA 94105	N/A	509 (a)	General Support	500.
Jewish Home for the Aged 302 Silver Ave San Francisco, CA 94122	N/A	509 (a)	General Support	360.
Jewish National Fund 42 East 69th Street New York, NY 10021	N/A	509 (a)	General Support	100.
Larkin Street Youth Project 701 Sutter St. #2 San Francisco, CA 94109	N/A	509 (a)	General Support	100.
MAZON, Inc. A Jewish Response to Hunger 10495 Santa Monica Blvd. #100 Los Angeles, CA 90025	N/A	509 (a)	General Support	200.
Meals on Wheels SF 1375 Fairfax Ave. San Francisco, CA 94124	N/A	509 (a)	General Support	200.
Music in Schools Today 582 Market St. #213 San Francisco, CA 94104	N/A	509 (a)	General Support	100.
Planned Parenthood of New York 434 W. 33rd St. New York, NY 10001	N/A	509 (a)	General Support	1,000.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
SF Child Abuse Prevention Center 1757 Waller Street San Francisco, CA 94117	N/A	509 (a)	General Support	\$ 200.
San Francisco Village 3330 Geary Blvd San Francisco, CA 94118	N/A	509 (a)	General Support	400.
SF State Univeristy 1600 Holloway Ave. San Francisco, CA 94132	N/A	509 (a)	General Support	200.
Simon Wiesenthal Center 1399 S. Roxbury Dr. Los Angeles, CA 90035	N/A	509 (a)	General Support	100.
Tahoe Rim Trail 948 Incline Way Incline Village, NV 89451	N/A	509 (a)	General Support	100.
The Foundation of City College of SF PO Box 40488 San Francisco, CA 94140	N/A	509 (a)	General Support	500.
Natl Coalition Against Domestic Violence One Broadway, Suite B210 Denver, CO 80203	N/A	509 (a)	General Support	500.
AIDS Project Los Angeles 611 South Kingsley Drive Los Angeles, CA 90005	N/A	509 (a)	General Support	200.
Alzheimers Foundation of America 322 8th Ave., 7th Fl. New York, NY 10001	N/A	509 (a)	General Support	100.
Arthritis Foundation P.O. Box 7669 Atlanta, GA 30357	N/A	509 (a)	General Support	100.
CLAL The Natl Jewish Center for Learning 440 Park Avenue South, 4th Floor New York, NY 10016	N/A	509 (a)	General Support	360.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Film Institute of Northern California 1118 4th Street San Rafael, CA 94901	N/A	509 (a)	General Support	\$ 125.
Graves Disease Foundation P.O. Box 2793 Rancho Santa Fe, CA 92067	N/A	509 (a)	General Support	100.
Idyllwild Arts Center PO Box 38 Idyllwild, CA 92549	N/A	509 (a)	General Support	360.
Joint Distribution Committee 711 Third Ave. New York, NY 10017	N/A	509 (a)	General Support	300.
Make A Wish Foundation 4742 N 24th St, #400 Phoenix, AZ 85016	N/A	509 (a)	General Support	200.
Museum Of Children's Art 538 Ninth Street, Suite 210 Oakland, CA 94607	N/A	509 (a)	General Support	100.
National Council Of Jewish Women 475 Riverside Drive, Suite 1901 New York, NY 10115	N/A	509 (a)	General Support	18.
Partners In Health Boston 888 Commonwealth Avenue, 3rd Floor Boston, MA 02215	N/A	509 (a)	General Support	100.
SF Bay Bird Observatory 524 Valley Way Milpitas, CA 95035	N/A	509 (a)	General Support	100.
Temple Israel Stockton 5105 North El Dorado Street Stockton, CA 95207	N/A	509 (a)	General Support	360.
The Innocence Project 40 Worth St. #701 New York, NY 10013	N/A	509 (a)	General Support	360.
The Marine Mammal Center 2000 Bunker Rd, Fort Cronkhite Sausalito, CA 94965	N/A	509 (a)	General Support	100.

Total \$ 51,688.