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

OMB No 1545-0052

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

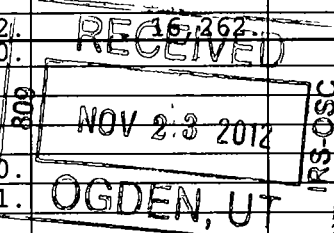
For calendar year 2011, or tax year beginning , 2011, and ending ,

WARNE FAMILY CHARITABLE FOUNDATION
10200 BOLSA AVE., SPACE 130
WESTMINSTER, CA 92683A Employer identification number
33-0937768B Telephone number (see the instructions)
714-531-1160C 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 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, column (c), line 16) ☐ J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
\$ 1,445,214. (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)	325,000.			
2	Check <input type="checkbox"/> if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	16,262.	16,262.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
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	341,262.	16,262.	0.	
13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) See St 1	1,650.			
c	Other prof fees (attach sch) See St 2	26,111.			2,980.
17	Interest				
18	Taxes (attach schedule)(see instrs) See Stm 3	695.			
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	3,228.			400.
24	Total operating and administrative expenses. Add lines 13 through 23	31,684.			3,380.
25	Contributions, gifts, grants paid Part XV	253,656.			253,656.
26	Total expenses and disbursements. Add lines 24 and 25	285,340.	0.	0.	257,036.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	55,922.			
b	Net investment income (if negative, enter -0-)		16,262.		
c	Adjusted net income (if negative, enter -0-)			0.	

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ADMINISTRATIVE AND OPERATING EXPENSES



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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	653,498.	1,128,843.	1,128,843.	
	2	Savings and temporary cash investments				
	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)				
	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)	740,449.	316,371.	316,371.		
14	Land, buildings, and equipment: basis	2,909.				
	Less: accumulated depreciation (attach schedule) See Stmt 5	2,909.				
15	Other assets (describe)					
16	Total assets (to be completed by all filers — see the instructions. Also, see page 1, item I)	1,393,947.	1,445,214.	1,445,214.		
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 See Statement 6)	7,167.	2,512.		
	23	Total liabilities (add lines 17 through 22)	7,167.	2,512.		
FUND ASSETS	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.			X		
	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	1,386,780.	1,442,702.		
	30	Total net assets or fund balances (see instructions)	1,386,780.	1,442,702.		
	31	Total liabilities and net assets/fund balances (see instructions)	1,393,947.	1,445,214.		

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	1,386,780.
2	Enter amount from Part I, line 27a	2	55,922.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	1,442,702.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	1,442,702.

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)
1 a N/A				
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			
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			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	<div>— <div>— If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div> —</div>	2
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.	<div>— <div>—</div> —</div>	3

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	213,824.	1,299,548.	0.164537
2009	204,131.	1,132,148.	0.180304
2008	187,392.	1,025,425.	0.182746
2007	232,314.	901,176.	0.257790
2006	172,929.	939,478.	0.184069

2 Total of line 1, column (d)	2	0.969446
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	0.193889
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,400,579.
5 Multiply line 4 by line 3	5	271,557.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	163.
7 Add lines 5 and 6	7	271,720.
8 Enter qualifying distributions from Part XII, line 4	8	257,036.

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

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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	325.
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	325.
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	325.
6 Credits/Payments:			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	440.	
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	440.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	115.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax 115. Refunded	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)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
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? If 'Yes,' attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
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? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	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? If 'No,' attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation 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)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of MIRIAM WARNE Telephone no. 714-531-1160 Located at 10200 BOLSA AVE., #130, WESTMINSTER, CA ZIP + 4 92683			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year N/A	15		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	16		X

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

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

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

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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)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (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
See Statement 7		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 THE FOUNDATION SPONSERS A RECITAL EACH YEAR WHERE MUSICIANS WHO HAVE BEEN GRANTED SCHOLARSHIPS ARE GIVEN AN OPPORTUNITY TO PERFORM.	3,380.
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.

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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:		
a Average monthly fair market value of securities	1a	528,410.
b Average of monthly cash balances	1b	893,498.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	1,421,908.
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	1,421,908.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	21,329.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,400,579.
6 Minimum investment return. Enter 5% of line 5	6	70,029.

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	70,029.
2a Tax on investment income for 2011 from Part VI, line 5	2a	325.	
b Income tax for 2011 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c		325.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		69,704.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		69,704.
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		69,704.

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	257,036.
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	257,036.
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	257,036.

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

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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.				69,704.
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		185,372.		
c From 2008		136,567.		
d From 2009		147,954.		
e From 2010		149,278.		
f Total of lines 3a through e	619,171.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 257,036.				
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				69,704.
e Remaining amount distributed out of corpus	187,332.			
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	806,503.			
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)	137,668.			
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	668,835.			
10 Analysis of line 9				
a Excess from 2007	47,704.			
b Excess from 2008	136,567.			
c Excess from 2009	147,954.			
d Excess from 2010	149,278.			
e Excess from 2011	187,332.			

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 See Statement 9				
Total			3a	253,656.
b Approved for future payment				
Total			3b	

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 (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		
4 Dividends and interest from securities			14	16,262.	
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)				16,262.	
13 Total. Add line 12, columns (b), (d), and (e)				13	16,262.

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

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

[illegible]

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

WARNE FAMILY CHARITABLE FOUNDATION

Employer identification number

33-0937768

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

WARNE FAMILY CHARITABLE FOUNDATION

33-0937768

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	MIRIAM WARNE 10200 BOLSA AVE., SPACE 130 WESTMINSTER, CA 92683	\$ 150,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	WRW PROPERTIES, LLC 10200 BOLSA AVE., SPACE 130 WESTMINSTER, CA 92653	\$ 175,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

WARNE FAMILY CHARITABLE FOUNDATION

Employer identification number

33-0937768

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 entryFor 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.)

► \$ N/A

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
	N/A		
	(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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

WARNE FAMILY CHARITABLE FOUNDATION

33-0937768

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
DAVID W SYME	\$ 1,650.			
Total	<u>\$ 1,650.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FIRST FOUNDATION ADVISORS	\$ 23,131.			
LISA MARESCH - RECITAL FEE	530.			\$ 530.
MIRA KHOMIK - RECITAL FEE	2,000.			2,000.
ROBERT MINOR - RECITAL RECORDING	250.			250.
YUKARI CLANCIA - RECITAL FEE	200.			200.
Total	<u>\$ 26,111.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 2,980.</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
CALIFORNIA FRANCHISE TAX	\$ 10.			
EXCISE TAX	610.			
STATE FEES	75.			
Total	<u>\$ 695.</u>	<u>\$ 0.</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
DUES AND FEES	\$ 86.			
MISCELLANEOUS	2,717.			
RECITAL COSTS	400.			\$ 400.
SUPPLIES	25.			
Total	<u>\$ 3,228.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 400.</u>

WARNE FAMILY CHARITABLE FOUNDATION

33-0937768

Statement 5
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Miscellaneous	\$ 2,909.	\$ 2,909.	\$ 0.	\$ 0.
Total	<u>\$ 2,909.</u>	<u>\$ 2,909.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 6
Form 990-PF, Part II, Line 22
Other Liabilities

UNCASHED CHECKS	\$ 2,512.
Total	<u>\$ 2,512.</u>

Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
MIRIAM WARNE 10200 BOLSA AVENUE #130 WESTMINSTER, CA 92683	President 0	\$ 0.	\$ 0.	\$ 0.
THOMAS H. WARNE 10200 BOLSA AVE #130 WESTMINSTER, CA 92683	Director 0	0.	0.	0.
WILLIAM R. WARNE 10200 BOLSA AVE #130 WESTMINSTER, CA 92683	Director 0	0.	0.	0.
JULIE ROBERTS 10200 BOLSA AVE #130 WESTMINSTER, CA 92683	Secretary 0	0.	0.	0.
VICKI ERAUTT 10200 BOLSA AVE #130 WESTMINSTER, CA 92683	Treasurer 0	0.	0.	0.
SANDRA WARNE 10200 BOLSA AVE #130 WESTMINSTER, CA 92683	Vice President 0	0.	0.	0.
Total		<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

WARNE FAMILY CHARITABLE FOUNDATION

33-0937768

Statement 8
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program: GRANTS & SCHOLARSHIPS
 Name: WARNE FAMILY CHARITABLE FOUNDATION
 Care Of:
 Street Address:
 City, State, Zip Code:
 Telephone:
 Form and Content: APPLICATIONS MUST BE SUBMITTED BY INTERNET TO THE FOUNDATION. GO TO WWW.WARNEFOUNDATION.ORG FOR APPLICATION INFORMATION.
 Submission Deadlines: SEE WEBSITE AND APPLICATION
 Restrictions on Awards: SEE WEBSITE AND APPLICATION

Statement 9
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
YUCAIPA HIGH SCHOOL BASEBALL 33000 YUCAIPA BLVD YUCAIPA, CA 92399	N/A	PUBLIC	FOR GENERAL USE	\$ 6,300.
GIRL SCOUT COUNCIL OF OC 9500 TOLEDO WAY STE 100 IRVINE, CA 92618	N/A	PUBLIC	FOR GENERAL USE	8,625.
AAUW 3046 GAINSBOROUGH RD ORANGE, CA 92869	N/A	PUBLIC	FOR SCIENCE CAMP/GENERAL FUNDS	4,000.
ST JOHNS LUTHERAN CHURCH 154 S. SHAFER ST ORANGE, CA 92866	N/A	PUBLIC	FOR GENERAL USE	1,000.
BENJAMIN COYTE 29295 MODJESKA CANYON RD SILVERADO, CA 92676	NONE	N/A	COLLEGE SCHOLARSHIP	1,000.
LYDIA DUTCIC 4845 REDFIELD YORBA LINDA, CA 92886	NONE	N/A	COLLEGE SCHOLARSHIP	2,000.
STEPHANIE EWALD 2620 AMELGADO DRIVE HACIENDA HEIGHTS, CA 91745	NONE	N/A	COLLEGE SCHOLARSHIP	1,000.
MARIA MYRICK 1516 LAS LUNAS PASADENA, CA 91106	NONE	N/A	COLLEGE SCHOLARSHIP	3,000.

WARNE FAMILY CHARITABLE FOUNDATION

33-0937768

Statement 9 (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
JEESONG AHN 215 E. ASH ST., #118 BREA, CA 92821	NONE	N/A	COLLEGE SCHOLARSHIP	\$ 2,400.
TANYA DORSEY 1345 E MONROE AVE ORANGE, CA 92867	NONE	N/A	COLLEGE SCHOLARSHIP	4,000.
JOHN KAYNOR 28 CARGILL ST MELROSE, MA 02176	NONE	N/A	COLLEGE SCHOLARSHIP	2,000.
ELIZABETH VYSIN 5409 PASEO GILBERTO YORBA LINDA, CA 92886	NONE	N/A	COLLEGE SCHOLARSHIP	5,000.
WALTER PARK 1002 CASTLEGATE LN SANTA ANA, CA 92705	NONE	N/A	COLLEGE SCHOLARSHIP	2,125.
PROJECT DIGNITY 12020 CHAPMAN AVE STE 257 GARDEN GROVE, CA 92840	N/A	PUBLIC	FOR LITERACY PROGRAMS	5,000.
TACA 3070 BRISTOL ST STE 340 COSTA MESA, CA 92626	N/A	PUBLIC	FOR AUTISTIC PROGRAMS	12,925.
PROJECT HOPE SCHOOL FOUNDATION 343 E GROVE AVE ORANGE, CA 92865	N/A	PUBLIC	FOR HOMELESS STUDENT PROGRAM	10,000.
EL SOL SCIENCE & ART ACADEMY 1010 NORTH BROADWAY SANTA ANA, CA 92701	N/A	PUBLIC	FAMILY & CHILDREN LEARNING CENTER	15,000.
YWCA OF ORANGE COUNTY 133 NORTH GRAND STREET ORANGE, CA 92866	N/A	PUBLIC	BEVERLY'S HOUSE	10,000.
NATHAN ELLIOT ATWATER 2452 E NUTWOOD AVE D-19 FULLERTON, CA 92831	NONE	N/A	COLLEGE SCHOLARSHIP	1,500.
CAITLYN BRETT CHENAULT 2404 E NUTWOOD AVE J24 FULLERTON, CA 92831	NONE	N/A	COLLEGE SCHOLARSHIP	500.

WARNE FAMILY CHARITABLE FOUNDATION

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Statement 9 (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
LAMBERT HSIEH 550 TANGIER AVE PLACENTIA, CA 92870	NONE	N/A	COLLEGE SCHOLARSHIP	\$ 2,450.
WILLIAM JAMES KELLOGG 3605 MOUNTAIN VIEW DR ROCKLIN, CA 95677	NONE	N/A	COLLEGE SCHOLARSHIP	2,500.
TAKA T KOIKE 400 N ACACIA AVE #A30 FULLERTON, CA 92831	NONE	N/A	COLLEGE SCHOLARSHIP	2,000.
MITSURU SAEKI 2404 NUTWOOD AVE #F-12 FULLERTON, CA 92831	NONE	N/A	COLLEGE SCHOLARSHIP	500.
GRETCHEN V SHEETZ 25972 PORTAFINA DRIVE MISSION VIEJO, CA 92691	NONE	N/A	COLLEGE SCHOLARSHIP	1,000.
JESSE SIMONS 3003 CATALINA DR DAVIS, CA 95616	NONE	N/A	COLLEGE SCHOLARSHIP	4,000.
MACIE SLICK 24452 DIAMANTE MISSION VIEJO, CA 92692	NONE	N/A	COLLEGE SCHOLARSHIP	5,000.
MATTHEW FANG 9957 BROADWAY TEMPLE CITY, CA 91780	NONE	N/A	COLLEGE SCHOLARSHIP	2,000.
SONG-YEE CHUNG 1506 E BROOKDALE PLACE FULLERTON, CA 92831	NONE	N/A	COLLEGE SCHOLARSHIP	1,000.
AMERICAN CANCER SOCIETY 1940 EAST DEERE AVE SANTA ANA, CA 92705	N/A	PUBLIC	ROAD TO RECOVERY PROJ	7,500.
BECKSTRAND CANCER FOUND 20341 BIRCH ST STE 310 NEWPORT BEACH, CA 92660	N/A	PUBLIC	PATIENT ASSIST	7,500.
CASA TERESA PO BOX 429 ORANGE, CA 92856	N/A	PUBLIC	STEPS TO INDEPENDENCE	3,000.
CHUCK JOHNS CENTER FOR CREATIVITY 3065 EDINGER AVE TUSTIN, CA 92780	N/A	PUBLIC	GIRLS CREATE WORLD	2,000.

WARNE FAMILY CHARITABLE FOUNDATION

33-0937768

Statement 9 (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>
THE LEUKEMIA & LYMPHOMA SOC 2020 E 1ST ST STE 120 SANTA ANA, CA 92705	N/A	PUBLIC	NON HODGKIN LYMPHOMA	\$ 10,000.
PROJECT ACCESS 4029 WESTERLY PL STE 101 NEWPORT BEACH, CA 92660	N/A	PUBLIC	FAMILY SUPPORT	5,000.
PROJECT CUDDLE 2973 HARBOR BLVD STE 326 COSTA MESA, CA 92626	N/A	PUBLIC	PREGNANCY & ADOPTION SERVICES	5,000.
SOUTH COUNTY OUTREACH 26776 VISTA TERRACE LAKE FOREST, CA 92630	N/A	PUBLIC	FOOD PANTRY	15,000.
YMCA OF ORANGE COUNTY 13821 NEWPORT AVE STE 200 TUSTIN, CA 92780	N/A	PUBLIC	HIGH SCHOOL LEADERSHIP	10,000.
ROTARY FOUNDATION 14280 COLLECTIONS CENTER CHICAGO, IL 60693	N/A	PUBLIC	POLIO PLUS	11,125.
CA. ASSOC. OF PROF. MUSIC TEACHERS 2691 RICHTER AVE STE 111 IRVINE, CA 92606	N/A	PUBLIC	CHAMBER COMPETITION	2,400.
COC - YMCA 2300 UNIVERSITY DR NEWPORT BEACH, CA 92660	N/A	PUBLIC	AFTER SCHOOL PROGRAM	250.
BLACKBIRD MUSIC PROJECT 2949 PUENTE ST FULLERTON, CA 92835	N/A	PUBLIC	MUSIC EDUCATION	1,200.
IMAGINE LIVES CHANGED 507 29TH ST NEWPORT BEACH, CA 92663	N/A	PUBLIC	GENERAL	2,500.
OC FRIENDS OF MUSIC 2707 KILLINGSWORTH ORANGE, CA 92869	N/A	PUBLIC	CHOIR CHAIRS	6,000.
YUCAIPA HIGH SCHOOL 33000 YUCAIPA BLVD YUCAIPA, CA 92399	N/A	PUBLIC	FOOTBALL TEAM	2,400.

WARNE FAMILY CHARITABLE FOUNDATION

33-0937768

Statement 9 (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
BOYS AND GIRLS CLUB OF WESTMINSTER 14400 CHESTNUT ST WESTMINSTER, CA 92683	N/A	PUBLIC	GENERAL	\$ 8,625.
NATHAN BRENTON 1602 GRAND OAKS CIRCLE TUSTIN, CA 92780	NONE	N/A	COLLEGE SCHOLARSHIP	1,500.
ERIC LAM 2450 NUTWOOD AVE E27 FULLERTON, CA 92831	NONE	N/A	COLLEGE SCHOLARSHIP	1,581.
JILLIAN MARRIAGE 1796 BRIDLEGATE AVE HENDERSON, NV 89012	NONE	N/A	COLLEGE SCHOLARSHIP	2,500.
EMILY UEMATSU 12 N SUMMIT ST TENAFLY, NJ 07670	NONE	N/A	COLLEGE SCHOLARSHIP	5,000.
DARRYL BLACK 2026 OXFORD AVE FULLERTON, CA 92831	NONE	N/A	COLLEGE SCHOLARSHIP	2,250.
JAVIER CHACON 1630 PHILLIPS AVE LAS VEGAS, NV 89104	NONE	N/A	COLLEGE SCHOLARSHIP	2,500.
NICKOLAS KAYNOR 28 CARGILL ST MELROSE, MA 02176	NONE	N/A	COLLEGE SCHOLARSHIP	2,500.
ELIZABETH LEE ONE UNIVERSITY DR ORANGE, CA 92866	NONE	N/A	COLLEGE SCHOLARSHIP	500.
KEVIN MILLS 24051 ORO GRANDE LANE MISSION VIEJO, CA 92691	NONE	N/A	COLLEGE SCHOLARSHIP	4,000.
ELBA PALOMO GARCIA 3020 YORBA LINDA APT K25 FULLERTON, CA 92831	NONE	N/A	COLLEGE SCHOLARSHIP	5,000.
RACHELLE SCHOUTEN 24751 SAN ANDRES LANE MISSION VIEJO, CA 92691	NONE	N/A	COLLEGE SCHOLARSHIP	1,000.
FELIKS VOLOZHANIN 2450 NUTWOOD AVE E27 FULLERTON, CA 92831	NONE	N/A	COLLEGE SCHOLARSHIP	3,000.

2011

Federal Statements

Page 8

WARNE FAMILY CHARITABLE FOUNDATION

33-0937768

Statement 9 (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>
JAKE WIENS ONE UNIVERSITY DRIVE ORANGE, CA 92866	NONE	N/A	COLLEGE SCHOLARSHIP	\$ 5,000.
Total				\$ <u>253,656.</u>

WARNE FAMILY CHARITABLE FOUNDATION

33-0937768

**Election To Treat Unused Prior Year Corpus Distributions
As Current Year Corpus Distributions**

Pursuant to Regulation 53.4942(a)-3(c)(2)(iv), the foundation hereby elects to treat, as a current distribution out of corpus, the following unused prior years distributions that were treated as corpus distributions under Regulation 53.4942(a)-3(d)(1)(iii) in such prior tax year:

<u>Tax Year</u>	<u>Amount</u>
2007	137,668.

Signed: XMeriam Warne