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Form 990-PF

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

OWR NO	1545	-0052
20		1

Department of the Treasury Internal Revenue Service

Fore	calen	dar year 2011 or tax year beginning		, and ending		
Nar	ne of	foundation			A Employer identification	n number
T	HE	PHILIP AND WANDA ADAMS	FOUNDATION		33-1009856	5
Nun	nber a	nd street (or P O box number if mail is not delivered to street	address)	Room/suite	B Telephone number	
8	<u>60</u>	3 SE CAUSEY AVE, APT 21	8		503-594-24	174
		own, state, and ZIP code			C If exemption application is p	pending, check here
_H	AP	PY VALLEY, OR 97086		······································	_	. —
G (heck	all that apply: Initial return		rmer public charity	D 1. Foreign organization	s, check here
		Final return	Amended return		Foreign organizations m	eeting the 85% test.
		Address change	Name change		Foreign organizations m 2. check here and attach o	omputation
<u> </u>	_	type of organization: X Section 501(c)(3) ex			E If private foundation sta	
<u> </u>			Other taxable private founda		under section 507(b)(1	
		rket value of all assets at end of year J Accounting	=	Accrual	F If the foundation is in a	_ 1
•		Part II, col. (c), line 16) 0tl 5 , 319 . (Part I, colui	her (specify) mn (d) must be on cash t	Dasis.)	under section 507(b)(1)(B), check here
_	·\$ ort l				(a) Advicted not	(d) Disbursements
	irt i	(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check X If the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	3.	3.		STATEMENT 1
	4	Dividends and interest from securities				
	5a	Gross rents			 	
	_	Net rental income or (loss)				
ā	6a	Net gain or (loss) from sale of assets not on line to IVE	7			
ē	b	assets on line 6a				
Revenue	7	Capital gain net income (from Part IV, line 2)		0.		
_	8	Net short-term capital dain APR 1 6 201	7 0			
	9	Income modifications	- 21			<u> </u>
	10a	and allowances				
	l	Less Cost of goods sold				
	Ι.	Gross profit or (loss) Other income				
	11	Total. Add lines 1 through 11	3.	3.		
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
		Pension plans, employee benefits				
Ses	40-	Legal fees STMT 2	50.	0.		50.
ens	Ь	Accounting fees STMT 3	1,380.	138.		1,242.
Expense	C	Other professional fees STMT 4	161.	161.		0.
<u>•</u>	17	Interest				
ZUK Strative	18	Taxes STMT 5	30.	0.		0.
nist 🦳	19	Depreciation and depletion				
	20	Occupancy				
≓ Adr	21	Travel, conferences, and meetings				
AFR gand A	22	Printing and publications				
<u> </u>	23	Other expenses				
Operating and Administrative	24		4 604	000		1 000
2 0 C		expenses. Add lines 13 through 23	1,621.	299.		1,292.
	25	Contributions, gifts, grants paid	0.			0.
Ĭ	26	Total expenses and disbursements.	1,621.	299.		1,292.
<i>"</i> ——	27	Add lines 24 and 25 Subtract line 26 from line 12:	1,041.	433.		1,434.
		Excess of revenue over expenses and disbursaments	_<1,618.	>		
		Net investment income (if negative, enter -0-)		0.		<u> </u>
	1	Adjusted net income (if negative, enter -0-)			N/A	

123501 12-02-11 LHA For Paperwork Reduction Act Notice, see instructions.

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For	m 99	00-PF(2011) THE PHILIP AND WANDA AD			L009856 Page 2
P	art	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
		Cash - non-interest-bearing	6 027	F 310	F 310
		Savings and temporary cash investments	6,937.	5,319.	5,319.
	3	Accounts receivable			
i		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable -			
	_	Less: allowance for doubtful accounts		-	
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other			
	_	disqualified persons			
	7				
	_	Less: allowance for doubtful accounts			
Assets	8	Inventories for sale or use			
Ass	9	Prepaid expenses and deferred charges			
_		Investments - U.S. and state government obligations			
		Investments - corporate stock	-		
		Investments - corporate bonds	-		
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
		Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis			
	4-	Less accumulated depreciation			
	15	Other assets (describe			
	4.0	Total control (As he associated by all filess)	6,937.	5,319.	5,319.
_		Total assets (to be completed by all filers)	0,337.	3,313.	5,319.
	17	· · · · · · · · · · · · · · · · · · ·			
	18	Grants payable			
ties	19	Deferred revenue			
Ē	20	· · · · · · · · · · · · · · · · · · ·			
Liabilities	21	Mortgages and other notes payable			
	22	Other liabilities (describe)			
	00	Total liabilities (add lines 17 through 22)	0.	0.	
_	23	. —	0.	•	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
S	24	Unrestricted			
Fund Balances	25	Temporarily restricted			
3ale	26	Permanently restricted			
ğ	20	Foundations that do not follow SFAS 117, check here			
Ξ		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	6,937.	5,319.	
Net Assets or	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
Ass	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
<u>e</u>	30	Total net assets or fund balances	6,937.	5,319.	
Z	"	Total not addition in tains buildings			
	31	Total liabilities and net assets/fund balances	6,937.	5,319.	
P	art	III Analysis of Changes in Net Assets or Fund B	alarices		
1	Tota	I net assets or fund balances at beginning of year - Part II, column (a), line	30		
		st agree with end-of-year figure reported on prior year's return)		1	6,937.
2	-	er amount from Part I, line 27a		2	<1,618.>
3		er increases not included in line 2 (itemize)		3	0.
4	Add	lines 1, 2, and 3		4	5,319.
5	Dec	reases not included in line 2 (itemize)		5	0.
6	Tota	tl net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	olumn (b), line 30	6	5,319.
				. –	Form 990-PF (2011)

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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.

_	990-PF (2011) THE PHILIP AND WANDA ADAMS FOUNDATION 33-1009 rt VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see	9856 instru	ctio	Page 4 ns)
1a	Exempt operating foundations described in section 4940(d)(2), check here and enter "N/A" on line 1.		•	
	Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here and enter 1%			0.
	of Part I, line 27b			
C	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			<u>0.</u>
3	Add lines 1 and 2			0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	·		0.
6	Credits/Payments:			
8	2011 estimated tax payments and 2010 overpayment credited to 2011 6a 6a			
b	Exempt foreign organizations - tax withheld at source			
C	Tax paid with application for extension of time to file (Form 8868)			
	Backup withholding erroneously withheld 6d			_
	Total credits and payments. Add lines 6a through 6d			<u>0.</u>
	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 8			
	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0.
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
	Enter the amount of line 10 to be: Credited to 2012 estimated tax			
	rt VII-A Statements Regarding Activities	· · · · · · · · · · · · · · · · · · ·	Vaa	NI-
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in		Yes	
	any political campaign?	1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or			
	distributed by the foundation in connection with the activities.	1.		7.7
	Did the foundation file Form 1120-POL for this year?	10		<u> </u>
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.			
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation			
_	managers. > \$,		v
	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.	2		<u> </u>
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	3		х
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:			
	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law			
	remain in the governing instrument?	6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?	7	X	
	If "Yes," complete Part II, col. (c), and Part XV.			
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)			
	of each state as required by General Instruction G? If "No," attach explanation	8b	Х	
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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X
	Fo	rm 990	-PF	2011)

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Pa	art VII-A Statements Regarding Activities (continued)		
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of		
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	<u> </u>
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?	13 2	<u> </u>
	Website address NONE		
14	The books are in care of ► WANDA J ADAMS Telephone no. ► 503-5		74
	Located at ▶ 8603 SE CAUSEY AVE, APT 218, HAPPY VALLEY, OR ZIP+4 ▶9	<u>7086 </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	<u>N/2</u>	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,	Ye	1
	securities, or other financial account in a foreign country?	_16	X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign		
	country		
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required		
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Ye	s 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?		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)		
	a disqualified person?		İ
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?		
	(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)?		
	(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.)		
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)?	1b	
	Organizations relying on a current notice regarding disaster assistance check here		
C	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected		
	before the first day of the tax year beginning in 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)):		
8	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? Yes X No		
	If "Yes," list the years , , , , , , , , , , , , , , , , , , ,		
	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect		
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	0.	
	statement - see instructions.) If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	2b -	
C			İ
٠.	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time		
38	during the year? Wes X No		
	o If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after		
C	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.) N/A	3ь	
A-	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
	b Did the foundation invest during the year any amount in a mariner that would jeopardize its charitable purposes? Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	70	
	had not been removed from jennardy before the first day of the tay year beginning in 2011?	Ah	Y

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orm 990-PF (2011). THE PHILIP AND WANDA ADA			33-10098 nued)	56 Page 6
5a During the year did the foundation pay or incur any amount to:	. Olli 1720 May 20 1	toquilou (some		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Y	es X No	
(2) Influence the outcome of any specific public election (see section 4955);		ectly,		- [
any voter registration drive?			es X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	s?	Y	es [X] No	
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section			
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or t			
the prevention of cruelty to children or animals?		Y	es X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the exceptions described	ın Regulations	•	
section 53.4945 or in a current notice regarding disaster assistance (see instri	=		N/A	ib
Organizations relying on a current notice regarding disaster assistance check				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption to				
expenditure responsibility for the grant?		I/A ∐ Yo	es L No	
If "Yes," attach the statement required by Regulations section 53.494	• •			1 1
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on	г	[TE] -:	
a personal benefit contract?		Y(es 🗶 No	.
b Did the foundation, during the year, pay premiums, directly or indirectly, on a if "Yes" to 6b, file Form 8870.	personal benefit contract?		<u> </u>	Sb X
•	ahaltar transastran		es X No	
7a At any time during the tax year, was the foundation a party to a prohibited tax		T4		'b
b If "Yes," did the foundation receive any proceeds or have any net income attrib		nagers Highly		D
Part VIII Paid Employees, and Contractors	iees, i odilaation ivid	inagers, riigin	y	
List all officers, directors, trustees, foundation managers and their	compensation.		·-	
	(b) Title, and average hours per week devoted	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	account, other allowances
WANDA J ADAMS	PRESIDENT/DIR			
3603 SE CAUSEY AVE, APT 218				
HAPPY VALLEY, OR 97086	1.00	0.	0.	0.
MARJORIE J COX	VICE PRESIDEN	T/DIRECTO		
P O BOX 92				
ROCKAWAY BEACH, OR 97136	1.00	0.	0.	0.
NANCY A RANDALL	SECRETARY/DIF	ECTOR		
P O BOX 22873]			
MILWAUKIE, OR 97136	1.00	0.	0.	0.
VALORA B MATHEWS	TREASURER/DIF	ECTOR		
5469 S.E. HARLENE STREET				
MILWAUKIE, OR 97222	1.00	<u> </u>	0.	0.
2 Compensation of five highest-paid employees (other than those in	 	enter "NONE."	(d) Contributors to	/ \ F
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
NONE	devoted to position		compensation	allowances
NONE				
	-	 		
	_			
·· ··		 		
	1			
		1		
- · · · · · · · · · · · · · · · · · · ·	1			
			<u> </u>	
	1			
Total number of other employees paid over \$50,000				0
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Part VIII Information About Officers, Directors, Trustees, Foundation Manage Paid Employees, and Contractors (continued)	rs, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000 (b)	Type of service	(c) Compensation
NONE		
	·	
	_	
	· · · · · · · · · · · · · · · · · · ·	
The Laurence of others are assured as a CEO 000 for professional convess		▶ 0
Total number of others receiving over \$50,000 for professional services 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 su number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	ch as the	Expenses
1 N/A		
1		
2		
3		
		· · · · · · · · · · · · · · · · · · ·
4		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1 N/A		74770011
1		
2		
		· · · · · · · · · · · · · · · · · · ·
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	<u> </u>	0 . Form 990-PF (2011)
		rorm 330-FF (2011)

P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations, see	instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		-
а	Average monthly fair market value of securities	1a	0.
Ь	Average of monthly cash balances	1b	5,955.
C	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	5,955.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0.	j	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,955.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	89. 5,866.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,866.
6	Minimum investment return. Enter 5% of line 5	6	293.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	293.
2a	Tax on investment income for 2011 from Part VI, line 5		
b	Income tax for 2011. (This does not include the tax from Part VI.)]	
C	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	293.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	293.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	293.
P	art 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	1,292.
b	Program-related investments - total from Part IX-B	1b	0.
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	1,292.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,292.
	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

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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,				293.
line 7				233.
2 Undistributed income, if any, as of the end of 2011 a Enter amount for 2010 only			0.	
b Total for prior years:				
g roughtor prior yours.		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006 1,460.				
b From 2007 2, 489.				
c From 2008 7,191.				
d From 2009 3, 355.				
e From 2010 1,606.				
f Total of lines 3a through e	16,101.			
4 Qualifying distributions for 2011 from		· · · · · · · · · · · · · · · · · · ·		
Part XII, line 4: ▶\$ 1,292.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior	····-			·
years (Election required - see instructions)	İ	0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			
d Applied to 2011 distributable amount				293.
e Remaining amount distributed out of corpus	999.			
5 Excess distributions carryover applied to 2011	0.			0.
(If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	17,100.			
b Prior years' undistributed income. Subtract				
line 4b from line 2b		0.		
c Enter the amount of prior years'				
undistributed income for which a notice of				
deficiency has been issued, or on which the section 4942(a) tax has been previously				
assessed		0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		
e Undistributed income for 2010. Subtract line				
4a from line 2a. Taxable amount - see instr.		· 	0.	
f Undistributed income for 2011. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2012				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006				
not applied on line 5 or line 7	1,460.			
9 Excess distributions carryover to 2012.				
Subtract lines 7 and 8 from line 6a	15,640.			
10 Analysis of line 9:				
a Excess from 2007 2,489.				
b Excess from 2008 7, 191.				
c Excess from 2009 3,355.				
d Excess from 2010 1,606.				
e Excess from 2011 999.				Form 900 PE (0014)

Form 990-PF (2011) THE PHI Part XIV Private Operating F	LIP AND WAN				009856 Page 10
			I-A, question 9)	N/A	
1 a If the foundation has received a ruling o					
foundation, and the ruling is effective fo	·			4040(4)(2) or 4	040(1)(5)
b Check box to indicate whether the found		ig loundation described	Prior 3 years	4942(j)(3) or4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year (a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
income from Part I or the minimum	(8) 2011	(8) 2010	(6) 2005	(4) 2000	(6) 10141
investment return from Part X for		l			
each year listed			 		
b 85% of line 2a			 		
e Qualifying distributions from Part XII,					
line 4 for each year listed		-			
d Amounts included in line 2c not		1			
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		 	:6 Al 6	h = 1 &F 000 = = ==	
Part XV Supplementary Info			it the foundation	nad \$5,000 or m	ore in assets
		ructions.)			
1 Information Regarding Foundation	-	then CO/ of the total can	tributions resoured by the	foundation before the ele	an of any toy
a List any managers of the foundation where year (but only if they have contributed in the contributed in			tributions received by the	toundation before the cit	ise of any tax
NONE	(000)	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,			
b List any managers of the foundation wh	no own 10% or more of th	ne stock of a corporation	(or an equally large portion	on of the ownership of a	partnership or
other entity) of which the foundation ha			(or all equally large porti	on or the ownership of a p	al tilership of
NONE	•				
2 Information Regarding Contribut	ion Grant Gift Loan	Scholarship etc. P	rograms:		•
Check here X if the foundation of the foundation makes gifts, grants, etc.	only makes contributions	to preselected charitable	organizations and does i		
a The name, address, and telephone num	 		••	omploto nome za, o, o, an	<u> </u>
a The hame, address, and telephone hum	ider of the berson to who	in applications should be	auuresseu.		
b The form in which applications should t	oe submitted and informa	ition and materials they s	hould include:	<u>.</u>	
c Any submission deadlines:				· 	
d Any restrictions or limitations on award	s, such as by geographic	al areas, charitable fields	, kınds of institutions, or	other factors:	
123601 12-02-11					Form 990-PF (2011)
12000 12-02-11					- 1 JUNE - 1

Supplementary informati		D		
3 Grants and Contributions Paid During the	If recipient is an individual	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	Purpose of grant or contribution	Amount
	or substantial contributor	recipient		-
a Paid during the year				
NONE				
HONE				
			·	
Total		T	► 3a	0.
b Approved for future payment				
NONE				
NONE		1		
33. 325				
-				
Total			▶ 3b	0. orm 990-PF (2011)
				orm 990-PF (2011)

Part XVI-A Analysis of Income-Producing Activities

Program service revenue:	Enter gross amounts upless atherwise indicated	Unrelated b	usiness income	Excluded	by section 512, 513, or 514	(a)
Fees and contracts from government agencies 9 Fees and contracts from government agencies 2 Membership diuss and assessments 3 Interest on swappe and temporary cash survestments 1 4 3 4 4 3 4 4 Dondends and interest from securities 5 Net rental income or (loss) from real estatis: a Debt-fersact property b Not debt-financed property c Net rental income or (loss) from personal property 7 Other reversiment income 8 Garn or (loss) from sales of assets other than inventory 9 Net normer of (loss) from special events 10 Gross profit for (loss) from special events 10 Gross profit for (loss) from special events 10 Gross profit for (loss) from special events 10 Gross profit for (loss) from special events 10 Gross profit for (loss) from special events 10 Gross profit for (loss) from special events 11 Gross profit for (loss) from special events 12 Subtotal Add columns (lb), (cf), and (e) 13 Tetal. Add time 12, columns (lb), (cf), and (e) 13 Tetal. Add time 12, columns (lb), (cf), and (e) 15 Tetal. Add time 13 and strations to verify delicitations. Fart XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line NO Explan below how such 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).	Enter gross amounts unless otherwise indicated.	(a) Business	(b)	(c) Exclu- sion	(d)	(e) Related or exempt function income
Fees and contracts from government agencies 9 Fees and contracts from government agencies 2 Membisship dies and sissessments 3 Interest for assurings and temporary cach investments 4 Dividends and interest from socurities 5 Net remain ancome or (loss) from real estate; a Diber-financed property b Not debt-financed property 6 Net remain ancome or (loss) from personal property 7 Other investment income 8 Gain or (loss) from peace all events 1 Offices provided to (loss) from special events 1 Offices provided (loss) from special events 1 Offices provided (loss) from special events 1 Offices provided (loss) from special events 1 Offices provided (loss) from special events 1 Offices provided (loss) from special events 2 Subtotal Add columns (b), (d), and (e) 1 Subtotal Add columns (b), (d), and (e) 1 Subtotal Add columns (b), (d), and (e) 1 Subtotal Add columns (b), (d), and (e) 1 Subtotal Add columns (b), (d), and (e) 2 Subtotal Add columns (b), (d), and (e) 3 Jan 1 Strail, Add fine 12, columns (b), (d), and (e) 3 Line No. Explain below how each activities to the Accomplishment of Exempt Purposes Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the borodistion's exempt purposes (other than by providing hands for such purposes).			·	1		
Fees and contracts from government agenouss 9 Membership diuse and assessments 1 Mondends and interest from securities 1 Normal and interest from securities 5 Not rental income or (russ) from real estate: 1 Debt-financed property 1 Not debt-financed property 2 Not debt-financed property 3 Not rental income or (russ) from personal property 4 Normal and the rest of the rental income or (russ) from personal property 5 Not rental income or (russ) from personal property 9 Not debt-financed property 1 Normal income or (russ) from sales of sasets other than inventory 9 Not income or (floss) from sales of inventory 10 Gross profit or (floss) from sales of inventory 11 Other revenue: 2 Subtotal. Add columns (8), (6), and (e) 13 Total. Add line 12, columns (b), (d), and (e) 15 Total. Add line 12, columns (b), (d), and (e) 16 Sea worksheat in line 13 instructions to yearly calculations.) Pert XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. 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).			•			
g Fees and contracts from government agenoies 2 Mamborship dises and assessments 3 Interest on aswings and temporary cash investments 4 Dividends and interest from securities 5 Not debt-inanced property 6 Not debt-inanced property 6 Not debt-inanced property 7 Other investment income 8 Gain or (less) from sales of assets other than income or (loss) from special events 9 Not debt-inanced property 10 Cliffer revenue; 11 Cliffer revenue; 12 Subtrotal. Add columns (b), (d), and (e) 13 Total. Add in st 2, columns (b), (d), and (e) 13 Total. Add in st 2, columns (b), (d), and (e) 15 Total Add in st 3 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. 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).		1 1				
Personal contracts from povernment agencies 2 Membership dies and sessessments 3 Interest on savings and temporary cash investments 4 Dendends and interest from securities 5 Net renal income or (ices) from real estate: a Debt-Insanced property b Not debt-Insanced property c Net renal and one or (ices) from personal property 7 Other investment income 6 Gain or (loss) from sales of assets other than inventory 9 Net income or (ices) from sales of inventory 11 Other revenue: a b	4	l i				
2 Membership dues and assessments 3 Interest on savings and temporary cash investments 4 Dowlands and interest from securities 5 Net renal income or (toss) from real estate; a Dab-financed property 6 Net renal income or (toss) from personal property 7 Other investment income 8 Gain or (toss) from sales of assets other than inventory 9 Net income or (toss) from special events 10 Cross profit or (toss) from special events 10 Cross profit or (toss) from sales of inventory 11 Other revenue: 2 Subtotal. Add dowlums (b), (d), and (e) 13 Total. Add time 12, columns (b), (d), and (e) 13 Total. Add fine 12, columns (b), (d), and (e) 15 Relationship of Activities to the Accomplishment of Exempt Purposes 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 prowding funds for such purposes).	_	l l				
2 Membership dues and assessments 3 Interest on sawings and temporary cash investments 4 Dividents and interest from securities 5 Net renal amoune or (foss) from real state: a Diab-financed property 6 Net renal amoune or (foss) from personal property 7 Other investment indoorne 8 Gan or (foss) from sales of assets other than an inventory 9 Net income or (foss) from spacial events 10 Gross profit or (foss) from sales of inventory 11 Other revenue: a b	f			<u> </u>	_	
3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5 Net rental income or (loss) from real estate:	g Fees and contracts from government agencies			ļ		
Investments 14 3 3 4	2 Membership dues and assessments			<u> </u>		
4. Dividends and interest from securities 5. Net rental income or (loss) from real estate: a. Debt-financed property b. Not debt-financed property 7. Other investment income 8. Gain or (loss) from sales of assets other than inventory 9. Net receive or (loss) from special events 10. Gross profit or (loss) from sales of inventory 11. Other revenue: a. a. b. b. c. d. d. e. 12. Subtotal. Add columns (b), (d), and (e) 13. Total. Add line 12, columns (b), (d), and (e) 13. Total. Add line 12, columns (b), (d), and (e) 14. Total add in the 13 instructions to verify calculations.) Part XVI—B. Relationship of Activities to the Accomplishment of Exempt Purposes Line No. The property Line No. 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).	3 Interest on savings and temporary cash				_	
5 Net rental income or (loss) from real estate: a Debt-financed property b Not debt-financed property 7 Other myestment income 8 Gain or (loss) from personal property 9 Net income or (loss) from sales of assets other than inventory 9 Net income or (loss) from sales of inventory 11 Other revenue: a b c d d z Subtotal. Add columns (b), (d), and (e) 12 Subtotal. Add columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. 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).			<u>-</u>	14	3.	
a Debt-financed property 6 Not rental income or (loss) from personal property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Not income or (loss) from sales of inventory 11 Other revenue: a b c d d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add ine 12, columns (b), (d), and (e) 15 Total. Add ine 12, columns (b), (d), and (e) 16 TXVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. Textiline No. 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).						
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: 2						
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 sales of inventory 11 Other revenue: 2					-	
property 7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from sales of inventory 11 Other revenue: a b c d 4 e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations. Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. 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).						
7 Other investment income 8 Gain or (loss) from sales of assets other than inventory 9 Net income or (loss) from sales of inventory 11 Other revenue: a b c d d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. Total Accomplishment of Exempt Purposes (other than by providing funds for such purposes).						
8 Gain or (loss) from sales of assets other than inventory 10 Circos profit or (loss) from sales of inventory 11 Other revenue: a b c c c c c c c c c c c c c c c c c c	• • •					
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 d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. 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).				-		
9 Net income or (loss) from special events 10 Gross profit or (loss) from sales of inventory 1 Cither revenue: a b c d d e C See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. V 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).						
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) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. The foundation's exempt purposes (other than by providing funds for such purposes).	· · · · · · · · · · · · · · · · · · ·			-		
In Other revenue: A			·	 		
a b c d e 12 Subtotal. Add columns (b), (d), and (e) 13 Total. Add line 12, columns (b), (d), and (e) See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. 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).						
b c d d e	11 Other revenue:					
c d d d d d d d d d d d d d d d d d d d			•	+-+-		
d e				+		
e	4	1		+		
See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes	Q	— 		+		
See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes	6		0	+ + -	2	0
Case worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes	• • • • • • • • • • • • • • • • • • • •	<u> </u>	0.	<u> </u>		· · · · · · · · · · · · · · · · · · ·
Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes Line No. ▼ 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).		١				
123821.	Line No. Explain below how each activity for which is	ncome is reported in c	olumn (e) of Part XVI-			plishment of
23821						
23821 Com QQQ_DE (0)						
23821		•				
23821 Form QQQ_DE (0)						· · · · · · · · · · · · · · · · · · ·
23821						
123921 Form QQQ_DE /0						
123921 Enr. QQQ_DE /2						
LAPIN CALL LINE (1)	123621		-	_		Form 000 DE (004

Part XVII	Information Regarding Exempt Organization	•	and Iransactions a	nd Relationships With Noncr	aritable			
1 Did the or	ganization directly or indirectly eng			in described in section 501(c) of	Yes	No		
			 					
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					1a(1) 1a(2)	X		
b Other tran								
(1) Sales	of assets to a noncharitable exemp	ot organization			1b(1)	X		
(2) Purcl	(2) Purchases of assets from a noncharitable exempt organization							
(3) Renta	al of facilities, equipment, or other a	ssets			1b(3)	X		
(4) Reim	1b(4)	X						
(5) Loan	1b(5)	X						
(6) Performance of services or membership or fundraising solicitations								
-	f facilities, equipment, mailing lists,				1c	X		
				vays show the fair market value of the good				
	• • •			e in any transaction or sharing arrangemen	i, show in			
	the value of the goods, other ass			(4) - " " "				
(a) Line no	(b) Amount involved (c) Name of noncharitable	e exempt organization	(d) Description of transfers, transactions, a	nd sharing arrangeme	ents		
		N/A		+				
			·	†				
-				1				
		· · · · · · · · · · · · · · · · · · ·		 				
					·			
2a Is the fou	ndation directly or indirectly affiliate	d with, or related to, one	or more tax-exempt organiz	zations described		_		
	501(c) of the Code (other than sec	tion 501(c)(3)) or in sec	tion 527?		Yes X	No		
b If "Yes," c	omplete the following schedule.		T =					
(a) Name of organization (b) Type of organization				(c) Description of relatio	nship			
	N/A							
	<u> </u>							
		· · · · · · · · · · · · · · · · · · ·						
Linde	penalties of persury. I declare that I have	examined this return include	no accompanying schedules and	statements, and to the best of my knowledge				
				ation of which preparer has any knowledge	May the IRS discuss return with the prepar	rer		
Here	1 / ahuo Wx	1 .a .1/1 A	1.4/11/10-	Disasta 1	shown below (see ins	str)?		
F	nature of officer or trustee 0	900100	Date	Title		_l No		
	Print/Type preparer's name	Preparer's s	 -	Date Check if PTI	N			
	- Vr. Freparis State			self- employed				
Paid	ERICH RAIL			00174228	;			
Preparer		WERBELOW LI	.P	Firm's EIN ▶ 95-				
Use Only								
·	Firm's address ► 300 N	LAKE AVE, S						
		<u>NA, CA 9110</u>		Phone no. (62	<u>6) 577-1</u>	440		
					Form 990-PF ((2011)		

FORM 990-PF INTEREST ON SAVI	NGS AND TEM	PORARY CASH IN	IVESTMENTS	STATEMENT 1	
SOURCE				AMOUNT	
MERRILL LYNCH #04C47			•	3.	
TOTAL TO FORM 990-PF, PART I,	LINE 3, CO	LUMN A	=	3.	
FORM 990-PF	LEGAL	FEES		STATEMENT 2	
DESCRIPTION	(A) EXPENSES PER BOOKS				
LEGAL FEES	50.	0.		50.	
TO FM 990-PF, PG 1, LN 16A =	50.	0.		50.	
FORM 990-PF	ACCOUNTING FEES		STATEMENT 3		
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME			
TAX PREPARATION FEES	1,380.	138.		1,242.	
TO FORM 990-PF, PG 1, LN 16B	1,380.	138.		1,242.	
FORM 990-PF C	THER PROFES	SIONAL FEES		STATEMENT 4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOM		
M/L ANNUAL INVESTMENT FEE MISCELLANEOUS EXPENSE	150. 11.			0.	
TO FORM 990-PF, PG 1, LN 16C	161.	161.			

FORM 990-PF	TAXES		STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FRANCHISE TAX BOARD SECRETARY OF STATE	10. 20.	0.		0.
TO FORM 990-PF, PG 1, LN 18	30.	0.		0.