Form **990-PF**

Department of the Treasury
Internal Revenue Service

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.

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation: KAJIMA FOUNDATION, INC.

A Employer identification number: 52-1675796

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 3475 PIEDMONT ROAD, STE 1600

B Telephone number: (404)564-3900

City or town, state, and ZIP code: ATLANTA, GA 30305

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 616,477.

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	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	524.	524.		STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	524.	524.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	9,321.	0.		9,321.
	b Accounting fees STMT 3	5,390.	2,695.		2,695.
	c Other professional fees				
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	78.	78.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	14,789.	2,773.		12,016.
	25 Contributions, gifts, grants paid	34,500.			34,500.
	26 Total expenses and disbursements. Add lines 24 and 25	49,289.	2,773.		46,516.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-48,765.			
	b Net investment income (if negative, enter -0-)		0.		
	c Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED
MAY 21 2012
OGDEN, UT
IRS-OSC
519

9 17

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	10,242.	6,477.	6,477.
	2 Savings and temporary cash investments	655,000.	610,000.	610,000.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	665,242.	616,477.	616,477.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,000,000.	1,000,000.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	-334,758.	-383,523.	
	30 **Total net assets or fund balances**	665,242.	616,477.	
	31 **Total liabilities and net assets/fund balances**	665,242.	616,477.	

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	665,242.
2	Enter amount from Part I, line 27a	2	-48,765.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	616,477.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	616,477.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	NONE			
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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 3

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	34,709.	678,371.	.051165
2009	37,018.	712,331.	.051967
2008	41,781.	742,759.	.056251
2007	30,600.	758,618.	.040337
2006	27,300.	753,283.	.036241

2	Total of line 1, column (d)	2	.235961
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	.047192
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	619,127.
5	Multiply line 4 by line 3	5	29,218.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	29,218.
8	Enter qualifying distributions from Part XII, line 4	8	46,516.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] 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 ▶ [X] and enter 1% of Part I, line 27b			1	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	0.
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	0.
6 Credits/Payments:				
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a			
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	0.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] 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	
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
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.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (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.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3	X	
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ GA, NJ			
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	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*	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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MITSUYOSHI TAMURA Telephone no. ▶ 404-564-3900

Located at ▶ 3475 PIEDMONT ROAD, STE 1600, ATLANTA, GA ZIP+4 ▶ 30305

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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 ▶			

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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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)?	1b		X
	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)):			
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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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.)* N/A	3b		
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

123541
12-02-11

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

		Yes	No
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)?	☐ 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)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
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.

(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
NORIAKI OHASHI 3475 PIEDMONT ROAD, STE 1600 ATLANTA, GA 30305	PRESIDENT 1.00	0.	0.	0.
MARVIN J. SUOMI 3475 PIEDMONT ROAD, STE 1600 ATLANTA, GA 30305	SECRETARY 1.00	0.	0.	0.
MITSUYOSHI TAMURA 3475 PIEDMONT ROAD, STE 1600 ATLANTA, GA 30305	TREASURER 2.00	0.	0.	0.
KEISUKE KOSHIJIMA 3475 PIEDMONT ROAD, STE 1600 ATLANTA, GA 30305	PRESIDENT 1.00	0.	0.	0.

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

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

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

123551
12-02-11

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

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	0.
b	Average of monthly cash balances	1b	628,555.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	628,555.
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	628,555.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	9,428.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	619,127.
6	**Minimum investment return.** Enter 5% of line 5	6	30,956.

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	30,956.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a:		
b	Income tax for 2011. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	30,956.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	30,956.
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	30,956.

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	46,516.
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	46,516.
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	46,516.

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.

123571
12-02-11

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				30,956.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008 4,981.				
d From 2009 1,401.				
e From 2010 790.				
f **Total** of lines 3a through e	7,172.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $ 46,516.				
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				30,956.
e Remaining amount distributed out of corpus	15,560.			
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	22,732.			
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	0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a	22,732.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008 4,981.				
c Excess from 2009 1,401.				
d Excess from 2010 790.				
e Excess from 2011 15,560.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

LEIA J. WOLFE, 404-564-3900
3475 PIEDMONT ROAD, STE 1600, ATLANTA, GA 30305

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

GRANT REQUEST FORM WITH APPLICABLE SUPPORTING MATERIALS

c Any submission deadlines:

BI-MONTHLY BASIS

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

PROVIDES FUNDING FOR CHARITABLE ORGANIZATIONS IN THE COMMUNITIES AND THE STATES IN WHICH KAJIMA USA AND ITS SUBSIDIARIES DO BUSINESS.

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution **	Amount
a Paid during the year				
COUNCIL FOR THE ARTS OF THE LIVINGSTON AREA 357 S. LIVINGSTON AVENUE LIVINGSTON, NJ 07039		NONPROFIT	TO BRING BALLET, MUSIC AND FINE ARTS EDUCATION TO STUDENTS	500.
JAPAN-US CONCERT SOCIETY, INC. 160 W 71ST ST NEW YORK, NY 10023		NONPROFIT	TO SUPPORT THE EDUCATIONAL SUPPORT OF THIS NON-PROFIT	2,000.
THE JAPANESE AMERICAN ASSOCIATION OF NY 15 WEST 44TH STREET, 11TH FLOOR NEW YORK, NY 10036		NONPROFIT	TO EXPAND ACTIVITIES AND SERVICES FOR THE JAPANESE AND JAPANESE AMERICAN COMMUNITY IN THE NY AREA	1,000.
JAPANESE AMERICAN SOCIAL SERVICES, INC 100 GOLD STREET NEW YORK, NY 10038		NONPROFIT	TO MAINTAIN JASSI POLICY OF PROVIDING FREE SOCIAL SERVICES TO MEMBERS OF THE COMMUNITY	1,000.
NATIONAL MPS SOCIETY, INC. PO BOX 14686 DURHAM, NC 27709		NONPROFIT	TO RESEARCH A CURE FOR MPS	2,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	34,500.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

** SEE PURPOSE OF GRANT CONTINUATIONS

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	524.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		524.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 524.

(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).
	N/A

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee | Date 05/11/2012 | Title Treasurer

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
PATRICK F O'MEALLY	Pat O'Meally	MAY 08 2012		P01257293

Firm's name ▶ DELOITTE TAX LLP — Firm's EIN ▶ 86-1065772

Firm's address ▶ 191PEACHTREE ST., NE SUITE 2000 ATLANTA, GA 30303-1924 — Phone no. 404-220-1500

123622
12-02-11

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GEORGIA ASSOCIATION FOR PRADER-WILL SYNDROME 562 LAKELAND PLAZA, #327 CUMMING, GA 30040		NONPROFIT	TO IMPROVE THE QUALITY OF LIFE OF INDIVIDUALS WITH PRADER-WILL SYNDROME	2,000.
LIGHT HOUSE VILLAGE ASSOCIATION, INC. 2461 O'NEAL ROAD CONYERS, GA 30094		NONPROFIT	TO PROVIDE RESPITE CARE FOR SPECIAL NEEDS PEOPLE	1,000.
HARMONY HOUSE DOMESTIC VIOLENCE SHELTER PO BOX 2925 LAGRANGE , GA 30241		NONPROFIT	TO SUPPORT THE DOMESTIC VIOLENCE SHELTER	1,000.
LUKE'S BIG HEART 2339 GORDON ROAD MORELAND, GA 30259		NONPROFIT	TO PROVIDE FINANCIAL SUPPORT TO TRANSPLANT PATIENTS	2,000.
CHILDREN'S VILLAGE AT CHRISTIAN CITY, INC. 7300 LESTER ROAD UNION CITY , GA 30291		NONPROFIT	TO SUPPORT THE SERVICES OF LIFE SKILLS TO CHILDREN	1,000.
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET NW ATLANTA, GA 30303		NONPROFIT	TO SUPPORT CANCER RESEARCH	1,000.
ATLANTA CHILDREN'S SHELTER 607 PEACHTREE STREET NE ATLANTA, GA 30308-0322		NONPROFIT	TO SUPPORT THE SHELTER TO PROVIDE FREE DAY CARE TO HOMELESS CHILDREN	3,000.
THE STUDY HALL AT EMMAUS HOUSE, INC. 1010 CREW STREET, PO BOX 6717 ATLANTA, GA 30315		NONPROFIT	TO FUND GENERAL OPERATIONS	3,000.
JUNIOR LEAGUE OF ATLANTA 3154 NORTHSIDE PARKWAY NW ATLANTA, GA 30327		NONPROFIT	TO SUPPORT THE VOLUNTARISM OF WOMEN IN ATLANTA	2,000.
THE LEUKEMIA & LYMPHOMA SOCIETY, INC. 3715 NORTHSIDE PARKWAY, BLDG 400,STE 300 ATLANTA, GA 30327		NONPROFIT	TO PROVIDE FUNDS FOR CANCER RESEARCH	1,000.
Total from continuation sheets				28,000.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE NATIONAL MUSCULAR DYSTROPHY ASSOCIATION 120 INTERSTATE NORTH PARKWAY #448 ATLANTA, GA 30339		NONPROFIT	TO SUPPORT MDA RESEARCH	2,000.
HILLSBOROUGH EDUCATION FOUNDATION 2306 N. HOWARD AVE. TAMPA, FL 33607		NONPROFIT	TO SUPPORT THE TEACHERS, STUDENTS AND SCHOOLS IN THE HILLSBOROUGH AREA	2,000.
AMERICAN RED CROSS OF GREATER CLEVELAND 3747 EUCLID AVENUE CLEVELAND, OH 44115		NONPROFIT	TO PROVIDE COMMUNITY SUPPORT	2,000.
INRETURN 6043 INTERSTATE CIRCLE CINCINNATI, OH 45242		NONPROFIT	TO SUPPORT THE EMPLOYMENT OF INDIVIDUALS WHO HAVE SUFFERED A NEUROLOGICAL INJURY,	2,000.
LA'S BEST 200 NORTH SPRING STREET, STE M-120 LOS ANGELES, CA 90012		NONPROFIT	TO SUPPORT AFTER SCHOOL PROGRAMS	1,000.
AQUARIUM OF THE PACIFIC 320 GOLDEN SHORE, STE 150 LONG BEACH, CA 90802		NONPROFIT	TO SUPPORT THE CAPITAL CAMPAIGN	2,000.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - INRETURN

TO SUPPORT THE EMPLOYMENT OF INDIVIDUALS WHO HAVE SUFFERED A

NEUROLOGICAL INJURY, DISEASE, OR DISORDER

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST RECEIVED	524.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	524.

FORM 990-PF LEGAL FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	9,321.	0.		9,321.
TO FM 990-PF, PG 1, LN 16A	9,321.	0.		9,321.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX LLP	5,390.	2,695.		2,695.
TO FORM 990-PF, PG 1, LN 16B	5,390.	2,695.		2,695.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	28.	28.		0.
MISC. EXPENSES	50.	50.		0.
TO FORM 990-PF, PG 1, LN 23	78.	78.		0.

KAJIMA FOUNDATION, INC.

Unanimous Written Consent
of
the Board of Trustees
In Lieu of Annual Meeting

The undersigned, constituting the entire Board of Trustees (the "**Board of Trustees**") of Kajima Foundation, Inc., a New Jersey nonprofit corporation (the "**Corporation**"), in accordance with Title 15A:6-7 of the New Jersey Nonprofit Corporation Act, hereby consent to and adopt the resolutions set forth in Exhibit A attached hereto.

This Unanimous Written Consent may be executed in any number of counterparts, each of which shall be deemed an original, but all of which, when taken together, shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent as of the 31 day of May, 2011.

Keisuke Koshijima

Marvin Suomi

Mitsuyoshi Tamura

ny-977232

Exhibit A

KAJIMA FOUNDATION, INC.

Resolutions
of
the Board of Trustees

WHEREAS Mr. Keisuke Koshijima has submitted resignation as Trustee and President of the Corporation effective as of the close of business on May 31, 2011;

WHEREAS it is recommended that Mr. Noriaki Ohashi is appointed as Trustee and President of the Corporation to succeed Mr. Keisuke Koshijima;

RESOLVED, that the resignation of Mr. Keisuke Koshijima as Trustee and President of the Corporation effective as of the close of business on May 31, 2011 be, and it hereby is accepted and approved, and be it

RESOLVED, that Mr. Noriaki Ohashi be, and hereby is, appointed as Trustee and President of the Corporation effective as of June 1, 2011, and it hereby is accepted and approved, and be it

As the result of the foregoing, as of June 1, 2011, the members of the Board of Trustees of the Corporation are Messers. Noriaki Ohashi, Mitsuyoshi Tamura and Marvin Suomi and the officers are, Messers., Noriaki Ohashi (President), Mitsuyoshi Tamura (Treasurer) and Marvin Suomi (Secretary).

RESOLVED, that all prior actions taken by the officers and directors of the Corporation for the past year be, and they hereby are, ratified, confirmed, authorized and approved in all respects; and further

RESOLVED, that the proper officers of the Corporation be, and each of them hereby is, authorized and directed, in the name and on behalf of the Corporation, to do and perform all such further acts and things and to execute and deliver all such documents, instruments and certificates, as any one or more of them, in their sole discretion, shall approve or deem to be necessary or appropriate, in order to carry out, comply with and effectuate the foregoing resolutions, the taking of such actions to be conclusive evidence of the necessity and appropriateness thereof and the approval of the Board of Trustees.

To the Board of Trustees of

Kajima Foundation, Inc.

I hereby submit resignation as Trustee and President of the Corporation effective as of the close of business on May 31, 2011.

Keisuke Koshijima

ny-924165

C-102B Rev 8/02

FILED

JUN 01 2011

STATE TREASURER

New Jersey Division of Revenue

Certificate of Amendment to the Certificate of Incorporation
(For Use by Domestic Non-profit Corporations)

Pursuant to the provisions of Title 15A:9-4 New Jersey Non-profit Corporation Act, the undersigned corporation executes the following Certificate of Amendment to its Certificate of Incorporation:

1. Name of the Corporation: Kajima Foundation, Inc.
2. Corporation Number: 0100436086
3. Article of the Certificate of Incorporation is hereby amended to read as follows:

4. The corporation [ ] has [X] does not have members.

   A. For Corporations WITH members:

      Number entitled to vote | Voting FOR | Voting AGAINST

      If any class or classes of members are entitled to vote as a class, set forth the number of members of each class, the series of votes of each class voting for and against, and the number of members present at the meeting, OR

      _____ Adoption was by unanimous written consent without meeting.

      Date of Adoption:

   B. For Corporations WITHOUT members:

      Number of Trustees 3 | Voting FOR | Voting AGAINST

      Trustees present at meeting | OR

      X Adoption was by unanimous written consent without meeting

      Date of Adoption:

5. Other Provisions: Please amend the principal business address to One Meadowlands Plaza, Suite 1401 East Rutherford, NJ 07073

Signature: (Must be Ch. Of Bd. Pres. Or Vice Pres) Date: May 19, 2011

Name: Keisuke Koshijima, President
(Type Name and Title)

****

This document MUST be filed in triplicate.

NJ Division of Revenue, PO Box 308, Trenton, NJ 08646

$413317
5431027

KAJIMA FOUNDATION, INC.

Unanimous Written Consent
of
the Board of Trustees
In Lieu of Special Meeting

The undersigned, constituting the entire Board of Trustees (the "Board of Trustees") of Kajima Foundation, Inc., a New Jersey nonprofit corporation (the "Corporation"), in accordance with Title 15A:6-7 of the New Jersey Nonprofit Corporation Act, hereby consent to and adopt the resolutions set forth in Exhibit A attached hereto.

This Unanimous Written Consent may be executed in any number of counterparts, each of which shall be deemed an original, but all of which, when taken together, shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned have executed this Unanimous Written Consent as of the [2] day of [~~March~~], [2010].
August

Keisuke Koshijima

Marvin Suomi

Mitsuyoshi Tamura

ny-972306

Exhibit A

KAJIMA FOUNDATION, INC.

Resolutions
of
the Board of Trustees

WHEREAS, the Corporation's principal office has relocated as of August 2, 2010.

NOW, THEREFORE, BE IT RESOLVED, that the principal office of the Corporation be located at: One Meadowlands Plaza, Suite 1401, East Rutherford, New Jersey 07073, as of August 2, 2010; and

FURTHER RESOLVED, that the By-Laws of the Corporation is hereby amended by striking out SECTION 1 of ARTICLE I thereof and by substituting in lieu of said SECTION 1 of ARTICLE I the following new SECTION 1 of ARTICLE I:

ARTICLE I. OFFICES.

> **SECTION 1.** Principal Office. The corporation's principal office is fixed and located at: One Meadowlands Plaza, Suite 1401, East Rutherford, New Jersey 07073.

and;

FURTHER RESOLVED, that, in the best interests of the Corporation, the President of the Corporation be, and he hereby is, authorized to perform for and on behalf of the Corporation any and all such acts as such President deems necessary or advisable in order to comply with the applicable laws of New Jersey, and to execute and file all requisite documents and pay all fees in connection with the change in business location, mailing address and principal office with the New Jersey state agencies.

WHEREAS, the Corporation desires to change the agent for service of process in the State of New Jersey to The Corporation Trust Company, a corporation incorporated under the laws of Delaware with a registered office in the State of New Jersey.

NOW, THEREFORE, BE IT RESOLVED, that, in the best interests of the Corporation, The Corporation Trust Company is hereby appointed as agent for service of process in the State of New Jersey.

WHEREAS, the Corporation has opened an office in the State of Georgia as of August 2, 2010.

NOW, THEREFORE, BE IT RESOLVED, that, in the best interests of the Corporation, the President of the Corporation be, and he hereby is, authorized to perform for and on behalf of the Corporation any and all such acts as such President deems necessary or advisable in order to comply with the applicable laws of Georgia, and to execute and file all requisite documents and pay all fees in connection with the qualification to do business in the States of Georgia.

WHEREAS, the Corporation desires to designate C T Corporation System, a corporation incorporated under the laws of Delaware with a registered office in the State of Georgia, as its agent for service of process in the State of Georgia.

NOW, THEREFORE, BE IT RESOLVED, that, C T Corporation System is approved as the Corporation's agent for service of process in the State of Georgia, as such, C T Corporation System has been designated as that agent in the application for certificate of authority for foreign corporation filed with the Secretary of State of Georgia; and further.

FURTHER RESOLVED, that all prior actions taken by the officers and directors of the Corporation for the past year be, and they hereby are, ratified, confirmed, authorized and approved in all respects; and

FURTHER RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and directed, in the name and on behalf of the Corporation, to do and perform all such further acts and things and to execute and deliver all such documents, instruments and certificates, as any one or more of them, in their sole discretion, shall approve or deem to be necessary or appropriate, in order to carry out, comply with and effectuate the foregoing resolutions, the taking of such actions to be conclusive evidence of the necessity and appropriateness thereof and the approval of the Board of Trustees.

CAO

FILED
MAR 25 2011
STATE TREASURER

C-104G Rev. 7/1/02

New Jersey Division of Revenue

0100436095

CERTIFICATE of CHANGE of REGISTERED OFFICE &/or REGISTERED AGENT

(For Use by Domestic and Foreign, Profit and Non-profit Corporations)

CORPORATION NAME: KAJIMA FOUNDATION, INC. 0100436095

STATE OF ORIGINAL INCORPORATION: New Jersey

IMPORTANT - INCLUDE INFORMATION ON BOTH THE PRIOR AND NEW AGENT

PRIOR AGENT NAME:			NEW AGENT NAME:		
Kajima International Inc.			The Corporation Trust Company		
PRIOR AGENT STREET ADDRESS			NEW AGENT STREET ADDRESS		
395 West Passaic Street			820 Bear Tavern Road		
CITY	STATE	ZIP	CITY	STATE	ZIP
Rochelle Park	NJ	07662	West Trenton	NJ	08628

The corporation states that the address of its new registered office and the address of its new registered agent are identical. Further, the changes designated on this form were authorized by resolution duly adopted by its board of directors or members.

Kajima Foundation, Inc.
By (Signature of Officer) Title President (Type)

Date: March 25, 2011

NOTE - This form must be executed by the chairman of the board, the president, or the vice president of the corporation.

FEES: Change of Agent Name-$25.00
Change of Agent Address-$25.00
Change of Both-$25 00

MAIL TO: NJ Division of Revenue
PO Box 308
Trenton, NJ 08646

Make checks payable to: TREASURER, STATE of NEW JERSEY (NO CASH PLEASE)

NJ011 - 07/19/2005 C T System Online

2399944
4309941