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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

OMB No 1545-0052

2011

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation THE SI REDD & TAMARA REDD CHARITABLE FOUNDATION		A Employer identification number 88-0291338	
Number and street (or P O box number if mail is not delivered to street address) 388 E. FORD AVENUE		B Telephone number (see instructions) (702) 263-3600	
City or town, state, and ZIP code LAS VEGAS, NV 89123-3002		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change		☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 1,071,123.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	21,525.	21,525.	21,525.	ATCH 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)				
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	21,525.	21,525.	21,525.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	17,008.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 2	225.	225.	225.	
	b Accounting fees (attach schedule) ATCH 3	2,775.	2,775.	2,775.	
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	318.	318.	318.	
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	503.	503.	503.	
	24 Total operating and administrative expenses. Add lines 13 through 23	20,829.	3,821.	3,821.	
	25 Contributions, gifts, grants paid	126,000.			126,000.
26 Total expenses and disbursements. Add lines 24 and 25	146,829.	3,821.	3,821.	126,000.	
27 Subtract line 26 from line 12	-125,304.				
a Excess of revenue over expenses and disbursements		17,704.			
b Net investment income (if negative, enter -0-)			17,704.		
c Adjusted net income (if negative, enter -0-)			17,704.		

For Paperwork Reduction Act Notice, see instructions.

JSA ** ATCH 4

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	13,097.	20,606.	20,606.
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule), .			
	b	Investments - corporate stock (attach schedule) ATCH 6 .	656,060.	656,060.	376,166.
	c	Investments - corporate bonds (attach schedule),			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 7	318,897.	674,351.	674,351.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	988,054.	1,351,017.	1,071,123.	
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 (attach schedule)			
	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 and complete lines 27 through 31. ▶ ☒				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .	1,476,321.	1,351,393.	
	30	Total net assets or fund balances (see instructions)	1,476,321.	1,351,393.	
	31	Total liabilities and net assets/fund balances (see instructions)	1,476,321.	1,351,393.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,476,321.
2	Enter amount from Part I, line 27a	2	-125,304.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,351,017.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,351,017.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	101,200.	1,289,521.	0.078479
2009	104,300.	1,023,005.	0.101955
2008	44,500.	953,322.	0.046679
2007	22,857.	148,568.	0.153849
2006	23,911.	227,603.	0.105056
2 Total of line 1, column (d)			2 0.486018
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.097204
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 1,222,786.
5 Multiply line 4 by line 3			5 118,860.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 177.
7 Add lines 5 and 6			7 119,037.
8 Enter qualifying distributions from Part XII, line 4 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			8 126,000.

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 ☒ and enter 1% of Part I, line 27b	1	177.
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	
3	Add lines 1 and 2	3	177.
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	177.
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	177.
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 ☐ 0 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of DARLENE LYNDES Telephone no 702-263-3600			
	Located at 388 E. FORD AVENUE LAS VEGAS, NV ZIP + 4 89123-3002			
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		
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	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country			X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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	
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)	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)	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

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ☒

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

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

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

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

If "Yes" to 6b, file Form 8870

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 8		17,008.	0	0

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

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

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		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 such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NEVADA SPCA TO HELP SAVE AND PROTECT HOMELESS ANIMALS	3,500.
2 OPPORTUNITY VILLAGE TO HELP ONGOING EDUCATIONAL PROGRAMS FOR APPROXIMATELY 600 HANDICAPPED PEOPLE	3,000.
3 LAS VEGAS RESCUE MISSION SERVES HOMELESS AND ABUSED WOMEN AND CHILDREN, VICTIMS OF DOMESTIC VIOLENCE, VICTIMS OF ELDER ABUSE	3,000.
4 OPERATION HOME FRONT TO HELP SUPPLY EMERGENCY ASSISTANCE & SUPPLIES TO US TROOPS IN IRAQ	3,000.

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	412,971.
b	Average of monthly cash balances	1b	144,783.
c	Fair market value of all other assets (see instructions)	1c	683,653.
d	Total (add lines 1a, b, and c)	1d	1,241,407.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,241,407.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,621.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,222,786.
6	Minimum investment return. Enter 5% of line 5	6	61,139.

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	61,139.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	177.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	177.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	60,962.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	60,962.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	60,962.

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	126,000.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	126,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	177.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	125,823.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				60,962.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09, 20 08, 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006 24,000.				
b From 2007 15,715.				
c From 2008				
d From 2009 53,455.				
e From 2010 37,042.				
f Total of lines 3a through e	130,212.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 126,000.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				60,962.
e Remaining amount distributed out of corpus	65,038.			
5 Excess distributions carryover applied to 2011 . (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:	195,250.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	24,000.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	171,250.			
10 Analysis of line 9				
a Excess from 2007 15,715.				
b Excess from 2008				
c Excess from 2009 53,455.				
d Excess from 2010 37,042.				
e Excess from 2011 65,038.				

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

NOT APPLICABLE

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)

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

Tax year

Prior 3 years

(e) Total

(a) 2011

(b) 2010

(c) 2009

(d) 2008

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year ATTACHMENT 9				
Total			3a	126,000.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

Part XVI-B 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 providing funds for such purposes) (See instructions)

NOT APPLICABLE

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
INTEREST INCOME - BANK OF NEVADA	627.	627.	627.
INTEREST INCOME - BANK OF LAS VEGAS	5,175.	5,175.	5,175.
INTEREST INCOME - US BANK	1,607.	1,607.	1,607.
INTEREST INCOME - CHASE	3,836.	3,836.	3,836.
INTEREST INCOME- CHASE SAVINGS	500.	500.	500.
INTEREST INCOME- VESTIN ORIGINATIONS,	9,255.	9,255.	9,255.
INTEREST INCOME- NOW FUND I	525.	525.	525.
TOTAL	<u>21,525.</u>	<u>21,525.</u>	<u>21,525.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LIONEL, SAWYER, & COLLINS	225.	225.	225.	
TOTALS	<u>225.</u>	<u>225.</u>	<u>225.</u>	

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PIERCY BOWLER TAYLOR & KERN	2,775.	2,775.	2,775.	
TOTALS	<u>2,775.</u>	<u>2,775.</u>	<u>2,775.</u>	

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
FEDERAL INCOME TAX EXPENSE	318.	318.	318.
TOTALS	<u>318.</u>	<u>318.</u>	<u>318.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
OFFICE SUPPLIES	83.	83.	83.
POSTAGE	44.	44.	44.
OFFICE EXPENSE	376.	376.	376.
TOTALS	503.	503.	503.

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VESTIN REALTY MORTGAGE I INC	379,900.	114,366.
VESTIN REALTY MORTGAGE II INC	276,160.	261,800.
TOTALS	<u>656,060.</u>	<u>376,166.</u>

ATTACHMENT 7FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CD- CHASE	182,613.	182,613.
CD-US BANK	141,738.	141,738.
VESTIN ORIG-EXECU-SUITES	50,000.	50,000.
VESTIN ORIG-NOW I FUND	100,000.	100,000.
VESTIN ORIG-THE POLIS	200,000.	200,000.
TOTALS	<u>674,351.</u>	<u>674,351.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
DARLENE LYNDES 388 E. FORD AVENUE LAS VEGAS, NV 89123-3002	TRUSTEE	17,008.
JOHN E. DAWSON 3052 SABINE HILL AVENUE HENDERSON, NV 89052-3029	TRUSTEE	0
SCOTT W. TAYLOR PIERCY BOWLER TAYLOR & KERN 6100 ELTON AVE, SUITE 1000 LAS VEGAS, NV 89107	TRUSTEE	0
WADE S. CHRISTIANSEN JR. PIERCY BOWLER TAYLOR & KERN 6100 ELTON AVE, SUITE 1000 LAS VEGAS, NV 89107	TRUSTEE	0
MICHAEL V. SHUSTEK 6149 S. RAINBOW BLVD. LAS VEGAS, NV 89118	TRUSTEE	0
GRAND TOTALS		<u>17,008.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
ALS OF NEVADA 6370 W. FLAMINGO #3 LAS VEGAS, NV 89103	NONE N/A		TO HELP FUND RESEARCH FOR A CURE & PROVIDE PATIENT CARE	2,000.
ANIMAL FOUNDATION 655 N MOJAVE RD LAS VEGAS, NV 89101-2801	NONE N/A		TO HELP FUND ANIMAL CARE & ADOPTION ASSISTANCE	2,000.
ANIMAL PLACE 3448 LAGUNA CREEK TRAIL VACAVILLE, CA 95688-9724	NONE N/A		TO HELP FUND SANCTUARY FOR ABUSED, DISCARDED FARMED ANIMALS AND RESCUED WILDLIFE	1,500.
ANIMAL WELFARE INSTITUTE PO BOX 3650 WASHINGTON, DC 20027	NONE N/A		TO REDUCE PAIN, FEAR & SUFFERING INFLICTED ON ANIMALS BY HUMANS	2,000.
CHILDREN'S SERVICE GUILD 701 N. PECOS LAS VEGAS, NV 89101-2411	NONE N/A		TO HELP FUND ON-GOING OPERATIONS FOR ABUSED AND NEGLECTED CHILDREN	2,500.
F.A.C.T (FAMILY AND CHILD TREATMENT) 1050 S RAINBOW BLVD LAS VEGAS, NV 89145-6231	NONE N/A		TO PROVIDE ASSISTANCE FOR ABUSED CHILDREN	2,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL HEADACHE FOUNDATION 820 N ORLEANS #217 CHICAGO, IL 60610-3132	NONE N/A	TO HELP FUND CONTINUED HEADACHE RESEARCH	500.
NEVADA S.P.C.A. 4800 W. DEWEY DRIVE LAS VEGAS, NV 89118-2207	NONE N/A	TO HELP SAVE AND PROTECT HOMELESS ANIMALS	3,500.
OPERATION HOMEFRONT 1631 WEST SUNFLOWER AVE - #C-34 SANTA ANA, CA 92704	NONE N/A	TO HELP SUPPLY EMERGENCY ASSISTANCE & SUPPLIES TO US TROOPS IN IRAQ	3,000.
OPPORTUNITY VILLAGE 6300 W. OAKLEY BLVD. BLDG. B LAS VEGAS, NV 89146-1122	NONE N/A	TO HELP FUND ON-GOING PROGRAMS FOR 600 HANDICAPPED PEOPLE	3,000.
PUPPIES BEHIND BARS 10 E 40TH STREET - 19TH FLOOR NEW YORK, NY 10016	NONE N/A	TO HELP TRAIN INMATES TO RAISE SERVICE DOGS FOR THE DISABLED & EXPLOSIVE DETECTION CANINES FOR LAW ENFORCEMENT	2,000.
SAFE NEST 2915 W. CHARLESTON #12 LAS VEGAS, NV 89102-1904	NONE N/A	TO HELP PROVIDE TEMPORARY ASSISTANCE FOR DOMESTIC CRISIS	1,500.

FORM 990PE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
ST. JUDE'S RANCH FOR CHILDREN P.O. BOX 60100 BOULDER CITY, NV 89006-1904	NONE	N/A	TO HELP CARE FOR ABUSED, ABANDONED & NEGLECTED CHILDREN	1,500.
WILDLIFE ALLIANCE 1600 K STREET, NW - SUITE 800 WASHINGTON, DC 20006	NONE	N/A	TO HELP REVERSE DEVESTATION OF WILDLIFE ENDANGERED SPECIES, POACHING, & ILLEGAL TRADERS	1,000.
BOYS & GIRLS CLUBS OF TRUCKEE MEADOWS 2680 EAST NINTH ST RENO, NV 89512	NONE	N/A	TO ENHANCE THE QUALITY OF LIFE FOR CHILDREN AGES 6-18, IN THE TRUCKEE MEADOWS	2,000.
CANINE PARTNERS FOR LIFE PO BOX 170 COCHRANVILLE, PA 19330	NONE	N/A	TRAINS SERVICE DOGS, HOME COMPANION DOGS, AND RESIDENTIAL COMPANION DOGS TO ASSIST INDIVIDUALS WHO HAVE A WIDE RANGE OF PHYSICAL AND COGNITIVE DISABILITIES	1,500.
DEFENDERS OF ANIMAL RIGHTS 14412 OLD YORK ROAD PHOENIX, MD 21131	NONE	N/A	PROVIDES RESCUE, SHELTER, VETERINARY, AND OTHER SERVICES FOR ANIMALS	1,500.
HEAVEN CAN WAIT SANCTUARY PO BOX 30158 LAS VEGAS, NV 89173	NONE	N/A	TO END THE SENSELESS KILLING OF OVER 30,000 ANIMALS IN THE LAS VEGAS AREA SHELTERS ANNUALLY	2,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
HUMANE FARMING ASSOCIATION 76 BELVEDERE ST SAN RAFAEL, CA 94901	NONE	N/A	TO PROTECT FARM ANIMALS FROM CRUELTY, TO PROTECT THE PUBLIC FROM THE DANGEROUS MISUSE OF ANTIBIOTICS, HORMONES, AND OTHER CHEMICALS USED ON FACTORY FARMS, AND TO PROTECT THE ENVIRONMENT FROM THE IMPACTS OF INDUSTRIALIZED ANIMAL FACTORIES	2,000.
IN DEFENSE OF ANIMALS 3010 KERNER BOULEVARD SAN RAFAEL, CA 94901	NONE	N/A	ANIMAL PROTECTION ORGANIZATION DEDICATED TO ENDING THE INSTITUTIONALIZED EXPLOITATION AND ABUSE OF ANIMALS BY DEFENDING THEIR RIGHTS, WELFARE AND HABITATS	1,500.
NATHAN ADELSON HOSPICE FOUNDATION 4141 SWENSON ST LAS VEGAS, NV 89119	NONE	N/A	TO PROVIDE QUALITY CARE AND COMPASSIONATE SUPPORT FOR PATIENTS WHO HAVE BEEN DIAGNOSED WITH A TERMINAL ILLNESS AND A LIFE EXPECTANCY THAT CAN BE MEASURED IN WEEKS OR MONTHS, RATHER THAN YEARS	2,500.
NATIONAL EDUCATION FOR ASSISTANCE DOG SERVICES PO BOX 213 WEST BOYLSTON, MA 01583	NONE	N/A	TO TRAIN AND PROVIDE RESCUED DOGS AND DONATED PUPPIES TO ASSIST PEOPLE WHO ARE DEAF OR PHYSICALLY DISABLED IN LEADING MORE INDEPENDENT LIVES AT WORK, AT HOME AND AT SCHOOL	2,500.
NATIONAL MILITARY FAMILY ASSOCIATION 2500 NORTH VAN DORN STREET, SUITE 102 ALEXANDRIA, VA 22302	NONE	N/A	HELPS THOSE SEEKING RESOURCES FOR: THEMSELVES AND COMBAT-WEARY SERVICE MEMBERS RETURNING HOME FROM WAR WITH FRAGILE MENTAL HEATH, FOR OPTIMISTIC-BUT-ANXIOUS CHILDREN SEPARATED FROM PARENTS DURING DEPLOYMENTS, FOR SPOUSES FORGING AHEAD WITH EDUCATIONS TO BUILD BETTER LIVES FOR THEIR FAMILIES OR TO PREPARE FOR THE UNTHINKABLE, FOR WIDOWS SEEKING INFORMATION ABOUT BENEFITS AVAILABLE TO THEM AS THEY COPE WITH THEIR LOSSES, AND FOR PROUD PARENTS OF SINGLE SERVICE MEMBERS	3,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
OPERATION GRATITUDE 16444 REFUGIO RD ENCINO, CA 91436	NONE N/A	TO LIFT MORALE AND PUT SMILES ON FACES BY SENDING CARE PACKAGES ADDRESSED TO INDIVIDUAL SOLDIERS, SAILORS, AIRMEN AND MARINES DEPLOYED OVERSEAS	1,500.
PERFORMING ANIMAL WELFARE SOCIETY PO BOX 849 GALT, CA 95632	NONE N/A	PROVIDES 3 SANCTUARIES IN CALIFORNIA TO ABUSED, ABANDONED, & RETIRED CAPTIVE WILDLIFE	2,500.
SHOES THAT FIT 1420 NORTH CLAREMONT BLVD SUITE 107-B CLAREMONT, CA 91711	NONE N/A	TO HELP BUILD THE SELF-ESTEEM OF SCHOOLCHILDREN IN NEED BY PROVIDING THEM WITH NEW SHOES AND CLOTHES	3,000.
WILDLIFE CONSERVATION NETWORK 25745 BASSETT LAND LOS ALTOS, CA 94022	NONE N/A	PROTECTS ENDANGERED SPECIES & PRESERVES THEIR NATURAL HABITATS	2,000.
AMERICAN ANTI-VIVISECTION SOCIETY 801 OLD YORK ROAD JENKINTOWN, PA 19046	NONE N/A	DEDICATED TO ENDING EXPERIMENTATION ON ANIMALS IN RESEARCH, TESTING, AND EDUCATION.	1,500.
ANIMAL RESCUE TWO HERITAGE FARM DRIVE NEW FREEDOM, PA 17349	NONE N/A	ANIMAL RESCUE IS DEDICATED TO THOSE ANIMALS THAT ARE WAITING FOR A HOME, OR NEVER FIND A HOME.	2,000.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ANIMAL WELFARE ASSOCIATION 509 CENTENNIAL BOULEVARD VOORHEES, NJ 08043	NONE N/A	PROVIDE SHELTER FOR ORPHANED ANIMALS, LOW-COST SPAY AND NEUTER SERVICES, PET ASSISTED THERAPY AND HUMANE EDUCATION FOR THE COMMUNITY	1,500.
BEST FRIEND SOCIETY 5001 ANGEL CANYON ROAD KANAB, UT 84741	NONE N/A	WORK WITH SHELTERS, RESCUE GROUPS AND OUR MEMBERS NATIONWIDE TO BRING ABOUT A TIME WHEN THERE WILL BE NO MORE HOMELESS PETS	1,500
FRONT RANGE EQUINE RESCUE PO BOX 307 LARKSPUR, CO 80118	NONE N/A	IS WORKING TO PREVENT THE ABUSE AND NEGLECT OF HORSES THROUGH RESCUE AND EDUCATION.	2,000.
GUIDE DOGS OF THE DESERT 60740 DILLON ROAD WHITENATER, CA 92282	NONE N/A	PROVIDE QUALITY GUIDE DOGS TO THE BLIND AND THE MULTI-HANDICAPPED BLIND.	2,000.
HUMANE SOCIETY OF SOUTH MISSISSIPPI 2615 25TH AVE GULFPORT, MS 39501	NONE N/A	PROVIDE THE HIGHEST QUALITY SERVICES AND COMPASSION TO THE ANIMALS ENTRUSTED TO OUR CARE, REDUCE COMPANION ANIMAL OVERPOPULATION AND INCREASE THE SAVE-RATE OF ANIMALS IN OUR COMMUNITY, AND PROMOTE THE BOND BETWEEN ANIMALS AND HUMANS.	2,000.
HABITAT FOR HUMANITY 1401 NORTH DECATUR LAS VEGAS, NV 89108	NONE N/A	BUILD SIMPLE, DECENT, AFFORDABLE SINGLE FAMILY HOMES IN CLARK COUNTY.	2,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HAPPY ACRE SANCTUARY 4540 EAST MARTIN AVE PAHRUMP, NV 89061	NONE N/A	CREATING A HUMANE AND COMPASSIONATE ALTERNATIVE FOR DIFFICULT-TO-PLACE, SPECIAL NEEDS, ABUSED, ABANDONED, AND HOMELESS PETS	1,000.
LAS VEGAS RESCUE MISSION ONE WEST OWENS AVE NORTH LAS VEGAS, NV 89030	NONE N/A	SERVING HOMELESS AND ABUSED WOMEN AND CHILDREN, VICTIMS OF DOMESTIC VIOLENCE, VICTIMS OF ELDER ABUSE, VICTIMS OF STREET VIOLENCE, FEMALE VETERANS, HOMELESS YOUTH AND THE PHYSICALLY DISABLED.	3,000.
NEVADA HUMANE SOCIETY 2825 LONGLEY LANE SUITE B RENO, NV 89502	NONE N/A	PROVIDE CARE FOR NEEDY TO ANIMALS IN OUR COMMUNITY AND TO BRING PEOPLE AND ANIMALS TOGETHER.	1,500.
NEW VISTA COMMUNITY PO BOX 80025 LAS VEGAS, NV 89180	NONE N/A	PROVIDE THE PEOPLE WE SERVE WITH THE SAME OPPORTUNITIES AND EQUALITY AS EVERY CITIZEN.	2,000.
PET NETWORK ANIMAL FRIENDS OF NEVADA 401 VILLAGE BOULEVARD INCLINE VILLAGE, NV 89451	NONE N/A	RESCUE ADOPTABLE ANIMALS FROM EUTHANASIA, CONNECT ABANDONED ANIMALS WITH LOVING FAMILIES, INSTILL RESPECT FOR ANIMALS THROUGH EDUCATION AND PROMOTE QUALITY OF LIFE THROUGH ANIMAL COMPANIONSHIP.	2,000.
PET ORPHANS OF SOTHERN CALIFORNIA 7720 GLORIA AVE VAN NUYS, CA 91406	NONE N/A	COMBAT THE NATIONAL CRISIS OF PET OVERPOPULATION, ABANDONMENT AND EUTHANASIA THROUGH EXTENSIVE EDUCATION PROGRAMS.	2,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		AMOUNT
	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	
RANCHO COSTAL HUMANE SOCIETY 389 REQUEZA STREET ENCINITAS, CA 92024	NONE N/A	CARE FOR THE HOMELESS ANIMAL POPULATION OF SAN DIEGO COUNTY AND TO EDUCATE THE PUBLIC ABOUT PET OVERPOPULATION AND RESPONSIBLE COMPANION ANIMAL CARE.	1,500.
SEA SHEPHERD CONSERVATION PO BOX 2616 FRIDAY HARBOR, WA 98250	NONE N/A	END THE DESTRUCTION OF HABITAT AND SLAUGHTER OF WILDLIFE IN THE WORLD'S OCEANS IN ORDER TO CONSERVE AND PROTECT ECOSYSTEMS AND SPECIES.	2,000.
SOUTH EASTERN GUIDE DOGS 4210 77TH STREET PALMETTO, FL 34221	NONE N/A	TO FACILITATE FACILITATING LIFE'S JOURNEY WITH MOBILITY, INDEPENDENCE AND DIGNITY BY NURTURING A PARTNERSHIP BETWEEN VISUALLY IMPAIRED INDIVIDUALS AND GUIDE DOGS.	1,500.
THE WILD FOUNDATION 717 POPLAR AVE BOULDER, CO 80304	NONE N/A	PROTECT THE PLANET'S LAST WILD PLACES, THE WILDLIFE, AND PEOPLE WHO DEPEND UPON THEM.	1,500.
THREE SQUARE 4190 N PECOS ROAD LAS VEGAS, NV 89115	NONE N/A	PROVIDE WHOLESOME FOOD TO HUNGRY PEOPLE, WHILE PASSIONATELY PURSUING A HUNGER FREE COMMUNITY.	1,500.
UNITED WAY 1660 EAST FLAMINGO ROAD LAS VEGAS, NV 89119	NONE N/A	ENGAGE COMMUNITIES TO CREATE LASTING CHANGE TO IMPROVE LIVES.	1,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VIVISECTION INVESTIGATION LEAGUE 95 BELDEN STREET FALL VILLAGE, CT 06031	NONE N/A	PROVIDE A RETIREMENT HOME FOR CATS AT THE LAST POST ANIMAL SANCTUARY; TO CAMPAIGN AGAINST HUNTING, TRAPPING, LAB USE OF ANIMALS; AND TO ASSIST IN THE WORLDWIDE EFFORT TO SAVE THE TIGER, RHINO, AND BEARS FROM EXTINCTION DUE TO THE MYTHICAL BELIEFS OF THE ORIENT.	1,500.
ALL ABOUT ANIMAL RESCUE 23451 PINWOOD ST WARREN, MI 48091	N/A NONE	PROVIDE ADOPTION AND SPAY/NEUTER CLINICS TO HOMELESS PETS IN THE DETROIT MICHIGAN AREA	1,500.
YWCA SAN GABRIEL VALLEY 943 N GRAND AVE COVINA, CA 91724	NONE	EMPOWER WOMEN AND GIRLS AND TO ELIMINATE RACISM, SEXISM, POVERTY AND VIOLENCE	500.
ADOPT A RESCUE PET 1500 E TROPICANA, STE 105 LAS VEGAS, NV 89121	NONE	PROMOTE THE ADOPTION PROCESS FOR PETS.	1,500.
ANGEL FLIGHT WEST 3161 DONALD DOUGLAS LOOP SOUTH SANTA MONICA, CA 90405	NONE	ARRANGE FREE, NON-EMERGENCY AIR TRAVEL FOR CHILDREN AND ADULTS WITH SERIOUS MEDICAL CONDITIONS	2,000.
ARTHRITIS NATIONAL RESEARCH FDN 200 OCEANGATE, SUITE 830 LONG BEACH, CA 90802		FUND RESEARCH TO CURE ARTHRITIS	1,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BEST BUDDIES NEVADA 500 N RAINBOW, SUITE 314 LAS VEGAS, NV 89107	NONE	CREATE OPPORTUNITIES FOR ONE-TO-ONE FRIENDSHIPS, INTEGRATED EMPLOYMENT AND LEADERSHIP DEVELOPMENT FOR PEOPLE WITH INTELLECTUAL AND DEVELOPMENTAL DISABILITIES	1,500.
CANINE ASSISTANTS 3160 FRANCIS ROAD MILTON, GA 30004	NONE	TRAINING AND PLACEMENT OF SERVICE AND SEIZURE RESPONSE DOGS WITH CHILDREN AND ADULTS	1,000.
CHILDHOOD LEUKEMIA FOUNDATION 807 MANTOLOKING ROAD BRICK, NJ 08723	NONE	EDUCATE, EMPOWER AND RAISE AWARENESS AND THE NECESSARY FUNDS TO SUPPORT PROGRAMS THAT BENEFIT CHILDREN LIVING WITH CANCER	1,500.
CHILDREN OF THE NIGHT 14530 SYLVAN STREET VAN NUYS, CA 91411	NONE	RESCUES AMERICA'S CHILDREN FROM THE RAVAGES OF PROSTITUTION	1,500
CHILDREN'S TUMOR FOUNDATION 95 PINE STREET, 16TH FLOOR NEW YORK, NY 10005-1703	NONE	IMPROVE THE HEALTH AND WELL BEING OF INDIVIDUALS AND FAMILIES AFFECTED BY NEUROFIBROMATOSIS	1,500.
CURE CHILDHOOD CANCER 1117 PERIMETER CENTER WEST, SUITE N-402 ALANTA, GA 30338	NONE	IMPROVE THE CARE AND QUALITY OF LIFE OF CHILDREN WITH CANCER	1,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 9 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		AMOUNT
	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	
CYSTIC FIBROSIS RESEARCH INC 2672 BAYSHORE PARKWAY, SUITE 520 MOUNTAIN VIEW, CA 94043	NONE	FUND RESEARCH TO PROVIDE EDUCATIONAL AND PERSONAL SUPPORT, AND SPREAD AWARENESS OF CYSTIC FIBROSIS	1,500.
DAYS END FARM HORSE RESCUE 1372 WOODBINE ROAD WOODBINE, MD 21797	NONE	ENSURE QUALITY CARE AND TREATMENT OF HORSES THROUGH INTERVENTION, EDUCATION AND OUTREACH	1,500.
FREEDOM SERVICE DOGS 2000 W UNION AVE ENGLEWOOD, CO 80110		TRAIN RESCUE DOGS TO ASSIST AND PROVIDE COMPANIONSHIP FOR PEOPLE WITH DISABILITIES	1,500.
MAKE A WISH FOUNDATION OF UTAH 771 EAST WINCHESTER MURRAY, UT 84107	NONE	GRANT WISHES OF CHILDREN WITH LIFE-THREATENING MEDICAL CONDITIONS AND ENRICH THEIR LIVES WITH HOPE, STRENGTH AND JOY	2,000.
NATIONAL FOUNDATION FOR TRANSPLANTS 5350 POPLAR AVE SUITE 430 MEMPHIS, TN 38119	NONE	ASSIST PATIENTS DURING THEIR TRANSPLANT JOURNEY	1,500.
ORGANIZATION FOR AUTISM 2000 NORTH 14TH STREET, SUITE 710 ARLINGTON, VA 22201	NONE	FUND RESEARCH STUDIES THAT INVESTIGATE TREATMENT, EDUCATIONAL APPROACHES, AND STATISTICAL ASPECTS OF AUTISM	1,500.

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
POLARIS PROJECT P.O. BOX 53315 WASHINGTON, DC 20009	NONE		PROVIDE SURVIVORS OF HUMAN TRAFFICKING WITH THE SUPPORT NECESSARY TO REBUILD LIVES AND REGAIN HOPE FOR THE FUTURE	2,500.
SMITH CENTER FOR PERFORMING ARTS 361 SYMPHONEY PARK AVENUE LAS VEGAS, NV 89106	NONE		BUILD AND ESTABLISH A HIGH-QUALITY PERFORMING ARTS CENTER THAT IS EMBRACED BY THE COMMUNITY	2,000.
SUNSHINE KIDS FOUNDATION 2814 VIRGINIA HOUSTON, TX 77098	NONE		ADDS QUALITY OF LIFE TO CHILDREN WITH CANCER BY PROVIDING THEM WITH EXCITING, POSITIVE GROUP ACTIVITIES	1,500.
WHITE HORSE YOUTH RANCH 3315 EAST RUSSELL ROAD #205 LAS VEGAS, NV 89120	NONE		EDUCATE MINDS, INSPIRE CREATIVITY, AND ENCOURAGE INTEGRITY FOR THE UNDERPRIVILEGED YOUTH OF CLARK COUNTY	1,500.
ZIONS YOUTH SYMPHONY AND CHORUS 6100 ELTON, SUITE 1000 LAS VEGAS, NV 89107	NONE		TO SERVE OTHERS THROUGH MUSIC	1,000.
TOTAL CONTRIBUTIONS PAID				126,000.