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

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

, and ending

Name of foundation ATWOOD FOUNDATION INC		A Employer identification number 92-6002571
Number and street (or P O box number if mail is not delivered to street address) 301 WEST NORTHERN LIGHTS BLVD	Room/suite 412	B Telephone number 907-274-4900
City or town, state, and ZIP code ANCHORAGE, AK 99503		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☒ Amended return ☐ 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: ☒ 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) \$ 25,497,081.	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	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)
1 Contributions, gifts, grants, etc., received		12,878.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		25.	18.		STATEMENT 2
4 Dividends and interest from securities		1,042,154.	967,907.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,287,574.			STATEMENT 1
b Gross sales price for all assets on line 6a	2,146,236.				
7 Capital gain net income (from Part IV, line 2)			1,037,574.		
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		63,738.	63,738.		STATEMENT 4
12 Total. Add lines 1 through 11		2,406,369.	2,069,237.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages		27,300.	0.		27,300.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 5	26,403.	13,202.		13,201.
c Other professional fees	STMT 6	214,330.	137,780.		76,550.
17 Interest		11,502.	11,502.		0.
18 Taxes	STMT 7	19,795.	16,981.		2,814.
19 Depreciation and depletion		29,331.	29,331.		
20 Occupancy		18,342.	0.		18,342.
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 8	307,941.	224,754.		83,187.
24 Total operating and administrative expenses. Add lines 13 through 23		654,944.	433,550.		221,394.
25 Contributions, gifts, grants paid		2,793,000.			1,054,500.
26 Total expenses and disbursements. Add lines 24 and 25		3,447,944.	433,550.		1,275,894.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-1,041,575.			
b Net investment income (if negative, enter -0-)			1,635,687.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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			750.	750.	750.
	2 Savings and temporary cash investments			780,828.	767,452.	767,452.
	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	STMT 11	23,894,000.	22,533,573.	22,533,573.		
14 Land, buildings, and equipment: basis ▶	2,498,249.					
Less: accumulated depreciation	STMT 10 ▶	302,943.	2,215,797.	2,195,306.	2,195,306.	
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)		26,891,375.	25,497,081.	25,497,081.		
Liabilities	17 Accounts payable and accrued expenses		32,715.	16,720.		
	18 Grants payable			75,000.		
	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)		32,715.	91,720.			
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		26,858,660.	25,405,361.		
	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						
30 Total net assets or fund balances		26,858,660.	25,405,361.			
31 Total liabilities and net assets/fund balances		26,891,375.	25,497,081.			

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	26,858,660.
2 Enter amount from Part I, line 27a	2	-1,041,575.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	25,817,085.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	411,724.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	25,405,361.

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 ALTERNATIVE INVESTMENTS & MANAGED ACCOUNTS		P	VARIOUS	06/30/11
b LOSS ON LIQUIDATION - PINNACLE POINT		P	VARIOUS	12/31/11
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 2,146,236.		858,662.	1,287,574.
b		250,000.	-250,000.
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			1,287,574.
b			-250,000.
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	1,037,574.
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	N/A

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	1,102,727.	21,694,066.	.050831
2009	1,112,642.	18,851,906.	.059020
2008	1,439,392.	25,682,562.	.056045
2007	1,560,760.	29,034,459.	.053755
2006	1,377,519.	26,094,940.	.052789

2 Total of line 1, column (d)	2	.272440
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	.054488
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	22,490,524.
5 Multiply line 4 by line 3	5	1,225,464.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	16,357.
7 Add lines 5 and 6	7	1,241,821.
8 Enter qualifying distributions from Part XII, line 4	8	1,275,894.

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 ☒ and enter 1% of Part I, line 27b		1	16,357.
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	16,357.
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	16,357.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	25,400.	
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	-6,543.	18,857.
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	2,500.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ 0. Refunded ☒		11	2,500.

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 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. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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?		
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) ☐ CA, HI, NY, AK, OH, AZ		
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

N/A

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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 ► **WWW.ATWOODFOUNDATION.ORG**

14 The books are in care of ► **LATASH INVESTMENTS** Telephone no. ► **907-868-4032**
 Located at ► **301 WEST NORTHERN LIGHTS BLVD #412, ANCHORAGE, AK** ZIP+4 ► **99503**

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

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? ☐ 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 ►

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)?	N/A	
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?		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	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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)?

☐ 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

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?

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

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
SEE STATEMENT 12		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

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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	22,204,543.
b	Average of monthly cash balances	1b	628,476.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	22,833,019.
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	22,833,019.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	342,495.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	22,490,524.
6	Minimum investment return. Enter 5% of line 5	6	1,124,526.

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	1,124,526.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	16,357.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	16,357.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,108,169.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,108,169.
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	1,108,169.

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	1,275,894.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,275,894.
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	16,357.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,259,537.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,108,169.
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	111,194.			
b From 2007	176,229.			
c From 2008	160,778.			
d From 2009	174,213.			
e From 2010	31,527.			
f Total of lines 3a through e	653,941.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 1,275,894.				
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				1,108,169.
e Remaining amount distributed out of corpus	167,725.			
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	821,666.			
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	111,194.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	710,472.			
10 Analysis of line 9.				
a Excess from 2007	176,229.			
b Excess from 2008	160,778.			
c Excess from 2009	174,213.			
d Excess from 2010	31,527.			
e Excess from 2011	167,725.			

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)

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:

LATASH INC, ATTN: NATASHA VONIMHOF, 907-274-4900
301 WEST NORTHERN LIGHTS BLVD #412, ANCHORAGE, AK 99503

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

WRITTEN REQUEST STATING NEEDS

c Any submission deadlines:

DECEMBER 31 ANNUALLY

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

TAX-EXEMPT CHARITABLE ORGANIZATIONS, ALASKAN ORGANIZATOINS PREFERRED

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization

ATWOOD FOUNDATION INC

Employer identification number

92-6002571

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization	Employer identification number
ATWOOD FOUNDATION INC	92-6002571

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF ELAINE ATWOOD 301 WEST NORTHERN LIGHTS BOULEVARD ANCHORAGE, AK 99503	\$ 12,878.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

ATWOOD FOUNDATION INC

92-6002571

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

ATWOOD FOUNDATION INC**92-6002571****Part III**

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed

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

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

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

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

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK SERVICE FEES	23,698.	23,267.		431.
DUES AND SUBSCRIPTIONS	1,202.	0.		1,202.
EXPENSES ON VARIOUS K-1S	174,880.	174,880.		0.
INSURANCE	15,881.	0.		15,881.
SUPPLIES	1,969.	0.		1,969.
WEBSITE EXPENSE	2,049.	0.		2,049.
PUBLIC RELATIONS AND ENTERTAINMENT	4,608.	2,304.		2,304.
GROUND AND HOUSEHOLD MANAGEMENT	22,564.	0.		22,564.
BUILDING REPAIR AND MAINTENANCE	36,787.	0.		36,787.
RENTAL LOSSES	24,303.	24,303.		0.
TO FORM 990-PF, PG 1, LN 23	307,941.	224,754.		83,187.

FORM 990-PF

OTHER DECREASES IN NET ASSETS OR FUND BALANCES

STATEMENT 9

DESCRIPTION	AMOUNT
CHANGE IN UNREALIZED GAIN	337,297. 74,427.
TOTAL TO FORM 990-PF, PART III, LINE 5	411,724.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ALTERNATIVE INVESTMENTS & MANAGED ACCOUNTS	PURCHASED	VARIOUS	06/30/11

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,146,236.	858,662.	0.	0.	1,287,574.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
LOSS ON LIQUIDATION - PINNACLE POINT	PURCHASED	VARIOUS	12/31/11	
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV

0.

TOTAL TO FORM 990-PF, PART I, LINE 6A

1,287,574.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
WELLS FARGO	25.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	25.

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALTERNATIVE INVESTMENTS	1,042,154.	0.	1,042,154.
TOTAL TO FM 990-PF, PART I, LN 4	1,042,154.	0.	1,042,154.

FORM 990-PF

OTHER INCOME

STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ALTERNATIVE INVESTMENTS	62,476.	62,476.	
MISCELLANEOUS REVENUE	1,262.	1,262.	
TOTAL TO FORM 990-PF, PART I, LINE 11	63,738.	63,738.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	26,403.	13,202.		13,201.
TO FORM 990-PF, PG 1, LN 16B	26,403.	13,202.		13,201.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	34,313.	34,313.		0.
INVESTMENT MANAGEMENT FEES	101,917.	101,917.		0.
LOGO DESIGN	3,100.	1,550.		1,550.
GRANT ADMINISTRATION	75,000.	0.		75,000.
TO FORM 990-PF, PG 1, LN 16C	214,330.	137,780.		76,550.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	2,814.	0.		2,814.
STATE INCOME TAXES	9,612.	9,612.		0.
MISC TAX FROM K-1S	7,369.	7,369.		0.
TO FORM 990-PF, PG 1, LN 18	19,795.	16,981.		2,814.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
LAND-2000 ATWOOD DRIVE	958,900.	0.	958,900.	958,900.
BUILDING-2000 ATWOOD DRIVE	489,900.	72,755.	417,145.	417,145.
FURNISHINGS	263,269.	224,109.	39,160.	39,160.
ARTWORK	768,500.	0.	768,500.	768,500.
BOILER-2000 ATWOOD DRIVE	17,680.	6,079.	11,601.	11,601.
TO 990-PF, PART II, LN 14	2,498,249.	302,943.	2,195,306.	2,195,306.

FORM 990-PF OTHER INVESTMENTS STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
TEPPCO CRUDE OIL LLC	COST	15,000.	15,000.
OTHER LONG TERM INVESTMENTS	FMV	22,518,573.	22,518,573.
TOTAL TO FORM 990-PF, PART II, LINE 13		22,533,573.	22,533,573.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
EDWARD RASMUSON 2000 ATWOOD DRIVE ANCHORAGE, AK 99517	CHAIRMAN 2.50	0.	0.	0.
DAVID J TOBIN 2000 ATWOOD DRIVE ANCHORAGE, AK 99517	VICE CHAIR 1.25	0.	0.	0.
NANCY HARBOUR 2000 ATWOOD DRIVE ANCHORAGE, AK 99517	TREASURER 1.25	0.	0.	0.
IRA PERLMAN 2000 ATWOOD DRIVE ANCHORAGE, AK 99517	SECRETARY 1.25	0.	0.	0.
MARIA DOWNEY 2000 ATWOOD DRIVE ANCHORAGE, AK 99517	DIRECTOR 1.25	0.	0.	0.
CAROLYN-HAYMAN LAYNE 2000 ATWOOD DRIVE ANCHORAGE, AK 99517	DIRECTOR 1.25	0.	0.	0.
GLORIA ALLEN 2000 ATWOOD DRIVE ANCHORAGE, AK 99517	DIRECTOR 1.25	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Form 990PF Part XV Line 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				
ALASKA CENTER FOR THE BLIND 3903 TAFT DRIVE ANCHORAGE, AK 99517	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	7,500
ALASKA CENTER FOR THE PERFORMING ARTS 5621 W 6TH AVENUE ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	5,000
ALASKA CHAMBER SINGERS PO BOX 102055 ANCHORAGE, AK 99510	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	10,000
ALASKA DANCE THEATRE 550 EAST 33RD AVENUE ANCHORAGE, AK 99503	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	10,000
ALASKA JUNIOR THEATER 329 F STREET 204 ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	50,000
ALASKA MUSEUM OF NATURAL HISTORY 201 N BRAGAW ANCHORAGE, AK 99508	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	17,000
ALASKA PACIFIC UNIVERSITY 4101 UNIVERSITY DRIVE ANCHORAGE, AK 99508	NONE	PRIVATE UNIVERSITY	SUPPORT OF THE PROGRAMS	200,000
ALASKA STRING CAMPS PO BOX 77 0057 EAGLE RIVER, AK 99577	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	1,500
ALASKA WILDLIFE CONSERVATION CENTER MILE 79 SEWARD HIGHWAY PORTAGE, AK 99587	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	10,000
ALEUTIAN PIRILLOF ISLANDS ASSOCIATION 1131 EAST INTERNATIONAL AIRPORT ROAD ANCHORAGE, AK 99518	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	10,000
ALPINE ALTERNATIVES 52518 EAST TUDOR ROAD ANCHORAGE, AK 99508	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	5,000
ANCHORAGE CLASSICAL BALLET ACADEMY 501 WEST INTERNATIONAL AIRPORT ROAD 22 ANCHORAGE, AK 99518	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	1,000
ANCHORAGE COMMUNITY THEATER 1133 E 70TH AVENUE ANCHORAGE, AK 99518	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	10,000
ANCHORAGE CONCERT ASSOCIATION 430 W 7TH AVENUE STE 200 ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	35,000
ANCHORAGE MUSEUM ASSOCIATION 625 C STREET ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	150,000
ANCHORAGE OPERA SOCIETY 1507 SPAR AVENUE ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	35,000
ANCHORAGE PARK FOUNDATION 715 L STREET SUITE 200 ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	35,000
ANCHORAGE SYMPHONY 400 D STREET SUITE 230 ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	50,000
BOYS AND GIRLS CLUB 315 PRICE STREET ANCHORAGE, AK 99508	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	15,000
CAMP FIRE USA ALASKA COUNCIL 161 KLEVIN STREET 100 ANCHORAGE, AK 99508	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	15,000
COVENANT HOUSE OF ALASKA PO BOX 100620 ANCHORAGE, AK 99510	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	7,000
CYRANO'S THEATER COMPANY 413 D STREET ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	15,000
FORAKER GROUP 161 KLEVIN STREET SUITE 101 ANCHORAGE, AK 99508	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	10,000
INSTITUTE OF THE NORTH (NICKEL DOCUMENTARY) SUITE 107 509 WEST 3RD AVENUE ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	50,000
MABEL T CAVERLY SENIOR CENTER 325 EAST THIRD AVENUE ANCHORAGE, AK 99501	NONE	OTHER PUBLIC SERVICE	SUPPORT OF THE PROGRAMS	2,000
PERSEVERANCE THEATER PO BOX 243721 DOUGLAS, AK 99824	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	15,000
SHILOH COMMUNITY DEVELOPMENT 161 KLEVIN STREET SUITE 101 ANCHORAGE, AK 99501	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	5,000
SITKA SUMMER MUSIC FESTIVAL PO BOX 201988 ANCHORAGE, AK 99520	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	7,000
SPIRIT OF YOUTH PO BOX 243721 ANCHORAGE, AK 99524	NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	4,500
UNIVERSITY OF ALASKA FOUNDATION PO BOX 755080 FAIRBANKS, AK 99775	NONE	PUBLIC UNIVERSITY	SUPPORT OF THE PROGRAMS	250,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>					
UNIVERSITY OF ALASKA ANCHORAGE 701 E TUDOR ROAD SUITE 260 ANCHORAGE, AK 99503	NONE		PUBLIC UNIVERSITY	SUPPORT OF THE PROGRAMS	10,000
VSAALASKA OUT NORTH 3800 DEBARR ROAD ANCHORAGE, AK 99508	NONE		OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	7,000
Total				3a	1,054,500

Form 990PF Part XV Line 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)					
b Approved for future payment					
ALASKA CENTER FOR THE BLIND 3903 TAFT DRIVE ANCHORAGE, AK 99517		NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	7,500
ALASKA DANCE THEATRE550 E 33RD AVENUE ANCHORAGE, AK 99503		NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	10,000
ALASKA JUNIOR THEATER329 F STREET 204 ANCHORAGE, AK 99501		NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	25,000
ANCHORAGE MUSEUM ASSOCIATION625 C ST ANCHORAGE, AK 99501		NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	50,000
COVENANT HOUSE OF ALASKAPO BOX 100620 ANCHORAGE, AK 99510		NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	8,000
UNIVERSITY OF ALASKA FOUNDATIONPO BOX 755080 FAIRBANKS, AK 99775		NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	1,600,000
VSA ARTS OF ALASKA3800 DEBARR ROAD ANCHORAGE, AK 99508		NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	8,000
VETERAN'S MEMORIAL900 W NINTH AVE ANCHORAGE, AK 99501		NONE	OTHER PUBLIC CHARITY	SUPPORT OF THE PROGRAMS	30,000
Total.				3b	1,738,500