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AMENDED
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 COLLEGE ACCESS FOUNDATION OF CALIFORNIA		A Employer identification number 94-2618667						
Number and street (or P.O. box number if mail is not delivered to street address) ONE FRONT STREET SUITE	Room/suite 1325	B Telephone number (415) 287-1800						
City or town, state, and ZIP code SAN FRANCISCO, CA 94111		C If exemption application is pending, check here ☐						
G Check all that apply: <table style="width: 100%;"> <tr> <td>☐ Initial return</td> <td>☐ Initial return of a former public charity</td> </tr> <tr> <td>☐ Final return</td> <td>☒ Amended return</td> </tr> <tr> <td>☐ Address change</td> <td>☐ Name change</td> </tr> </table>		☐ Initial return	☐ Initial return of a former public charity	☐ Final return	☒ Amended return	☐ Address change	☐ Name change	D 1. Foreign organizations, check here ☐ Foreign organizations meeting the 85% test, 2. check here and attach computation ☐
☐ Initial return	☐ Initial return of a former public charity							
☐ Final return	☒ Amended return							
☐ Address change	☐ 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		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) \$ 416,190,921. (Part I, column (d) must be on cash basis)	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)
Revenue	1 Contributions, gifts, grants, etc., received				
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	406,808.	406,808.		STATEMENT 1
	4 Dividends and interest from securities	6,432,217.	6,432,217.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	15,632,838.			
	b Gross sales price for all assets on line 6a	252,059,235.			
	7 Capital gain net income (from Part IV, line 2)		15,632,838.		
	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	-966,348.	-966,348.		STATEMENT 3	
12 Total. Add lines 1 through 11	21,505,515.	21,505,515.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	747,809.	54,878.		692,931.
	14 Other employee salaries and wages	942,800.	66,392.		876,408.
	15 Pension plans, employee benefits	537,607.	36,881.		500,726.
	16a Legal fees STMT 4	23,378.	0.		23,378.
	b Accounting fees STMT 5	76,646.	6,000.		70,646.
	c Other professional fees STMT 6	106,747.	0.		106,747.
	17 Interest				
	18 Taxes STMT 7	323,204.	0.		0.
	19 Depreciation and depletion	79,175.	0.		
	20 Occupancy	215,839.	0.		215,839.
	21 Travel, conferences, and meetings	75,382.	0.		75,382.
	22 Printing and publications				
	23 Other expenses STMT 8	2,773,091.	2,533,259.		239,832.
	24 Total operating and administrative expenses. Add lines 13 through 23	5,901,678.	2,697,410.		2,801,889.
	25 Contributions, gifts, grants paid	15,294,756.			13,082,397.
26 Total expenses and disbursements. Add lines 24 and 25	21,196,434.	2,697,410.		15,884,286.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	309,081.				
b Net investment income (if negative, enter -0-)		18,808,105.			
c Adjusted net income (if negative, enter -0-)			0.		

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	3,989,060.	6,947,920.	6,947,920.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 175,765,137.			
	Less: allowance for doubtful accounts ▶	22,146,467.	175,765,137.	175,765,137.
	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 ▶ 5,021,557.			
	Less: allowance for doubtful accounts ▶ 254,235.	5,623,232.	4,767,322.	4,767,322.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	25,475.	30,156.	30,156.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	395,148,152.	228,374,337.	228,374,337.
	14 Land, buildings, and equipment: basis ▶ 500,373.			
	Less accumulated depreciation ▶ 290,314.	118,068.	210,059.	210,059.
	15 Other assets (describe ▶ STATEMENT 10)	57,736.	95,990.	95,990.
	16 Total assets (to be completed by all filers)	427,108,190.	416,190,921.	416,190,921.
	17 Accounts payable and accrued expenses	660,874.	438,060.	
	18 Grants payable	14,533,795.	16,671,780.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	882,452.	623,732.	
	23 Total liabilities (add lines 17 through 22)	16,077,121.	17,733,572.	
	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	411,031,069.	398,457,349.	
	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	411,031,069.	398,457,349.	
	31 Total liabilities and net assets/fund balances	427,108,190.	416,190,921.	

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	411,031,069.
2 Enter amount from Part I, line 27a	2	309,081.
3 Other increases not included in line 2 (itemize) ▶ UNRELATED BUSINESS INCOME	3	515,991.
4 Add lines 1, 2, and 3	4	411,856,141.
5 Decreases not included in line 2 (itemize) ▶ MARK-TO-MARKET ADJUSTMENT	5	13,398,792.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	398,457,349.

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 GAIN FROM PASS-THROUGH ENTITIES	P	VARIOUS	VARIOUS
b WEATHERLOW	P	10/01/08	10/01/11
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			13,199,633.
b 28,433,205.		26,000,000.	2,433,205.
c			
d			
e			

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			13,199,633.
b			2,433,205.
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	15,632,838.
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	26,141,276.	392,814,082.	.066549
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)	2	.066549
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	.066549
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	421,079,858.
5 Multiply line 4 by line 3	5	28,022,443.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	188,081.
7 Add lines 5 and 6	7	28,210,524.
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	15,884,286.

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)		1	376,162.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	376,162.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	376,162.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments.			
a 2011 estimated tax payments and 2010 overpayment credited to 2011		6a	446,908.
b Exempt foreign organizations - tax withheld at source		6b	
c Tax paid with application for extension of time to file (Form 8868)		6c	50,000.
d Backup withholding erroneously withheld		6d	
7 Total credits and payments. Add lines 6a through 6d O.R. OVERPAYMENT		7	-110,426.
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	10,320.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☐ 0. Refunded ☐		11	10,320.

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?	X	
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) ☐ CA, LA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.COLLEGEACCESSFOUNDATION.ORG	13	X	
14	The books are in care of PHILLIPPE WALLACE Telephone no. (415) 287-1800 Located at ONE FRONT STREET, SUITE 1325, SAN FRANCISCO, CA ZIP+4 94111			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country	16	Yes	No
				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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
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? If "Yes," list the years	☐ Yes ☒ No	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ No	
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)		3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

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

7b

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		747,809.	132,245.	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
AILEEN LUI - ONE FRONT STREET #1325, SAN FRANCISCO, CA 94111	SENIOR ACCOUNTANT 40.00	91,369.	37,321.	0.
KATIE TREMPER - ONE FRONT STREET #1325, SAN FRANCISCO, CA 94111	PROGRAM OFFICER 40.00	88,550.	28,291.	0.
TAMARA LOCKHART-MOORE - ONE FRONT STREET #1325, SAN FRANCISCO, CA	PROGRAM OFFICER 40.00	94,731.	21,010.	0.
KRYSTEN CURTIS - ONE FRONT STREET #1325, SAN FRANCISCO, CA 94111	CONTROLLER 40.00	91,775.	15,852.	0.
VICTOR GARCIA - ONE FRONT STREET #1325, SAN FRANCISCO, CA 94111	PROGRAM OFFICER 40.00	87,329.	19,177.	0.
Total number of other employees paid over \$50,000				5

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GLOBAL ENDOWMENT MGMT., LP - 100 N. TRYON ST., SUITE 2770, CHARLOTTE, NC 28202	INVESTMENT MANAGEMENT	238,224.
BURR PILGER MAYER - 600 CALIFORNIA ST., SUITE 1300, SAN FRANCISCO, CA 94108	AUDIT & TAX CONSULTING	80,896.

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 FOUNDATION-ADMINISTERED PROJECT TO IDENTIFY AND DISSEMINATE BEST PRACTICES FOR GRANTEEES TO BUILD AND STRENGTHEN THE LONG-TERM CAPACITY OF GRANTEEES.	89,193.
2 FOUNDATION-ADMINISTERED PROJECT TO SUPPORT A STATEWIDE EFFORT TO SET GOALS AND TARGETS FOR THE STATE'S HIGHER EDUCATION SYSTEM.	82,526.
3 SEE STATEMENT 13	14,000.
4	

Part IX-B Summary of Program-Related Investments

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

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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	423,176,821.
b	Average of monthly cash balances	1b	4,315,421.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	427,492,242.
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	427,492,242.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,412,384.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	421,079,858.
6	Minimum investment return. Enter 5% of line 5	6	21,053,993.

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	21,053,993.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	376,162.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	172,356.
c	Add lines 2a and 2b	2c	548,518.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	20,505,475.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	20,505,475.
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	20,505,475.

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	15,884,286.
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	15,884,286.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	15,884,286.

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.

Form 990-PF (2011)

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				20,505,475.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010	7,103,869.			
f Total of lines 3a through e	7,103,869.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 15,884,286.				
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				15,884,286.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	4,621,189.			4,621,189.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,482,680.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	2,482,680.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010	2,482,680.			
e Excess from 2011				

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				
JAPANESE COMMUNITY YOUTH COUNCIL 2012 PINE ST SAN FRANCISCO, CA 94115		501(C)(3)	SCHOLARSHIP GRANT	184,200.
GILROY UNIFIED SCHOOL DISTRICT 7810 ARROYO CIRCLE DR GILROY, CA 95020		501(C)(3)	SCHOLARSHIP GRANT	200,000.
EDUCATION AND LEADERSHIP FOUNDATION 1551 E. SHAW AVE., SUITE 130 FRESNO, CA 93710		501(C)(3)	SCHOLARSHIP GRANT	110,000.
SACRAMENTO CAL-SOAP CONSORTIUM 10474 MATHER BOULEVARD SACRAMENTO, CA 95655		501(C)(3)	SCHOLARSHIP GRANT	263,000.
ROSELAND CHARTER SCHOOL 1934 BIWANA DRIVE SAMTA ROSA, CA 95407		501(C)(3)	SCHOLARSHIP GRANT	117,000.
Total	SEE CONTINUATION SHEET(S)			13,082,397.
b Approved for future payment				
10,000 DEGREES 781 LINCOLN AVE., SUITE 140 SAN RAFAEL, CA 94903		501(C)(3)	SCHOLARSHIP GRANT	62,500.
10,000 DEGREES 781 LINCOLN AVE., SUITE 140 SAN RAFAEL, CA 94903		501(C)(3)	SCHOLARSHIP GRANT	62,500.
10,000 DEGREES 781 LINCOLN AVE., SUITE 140 SAN RAFAEL, CA 94903		501(C)(3)	SCHOLARSHIP GRANT	62,500.
Total	SEE CONTINUATION SHEET(S)			7,149,750.

Form 990-PF (2011)

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

- | | | | | |
|--|---|-------|-----|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| | b Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| | c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee

12-17-2013
Date

PRESIDENT & CEO
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

**Paid
Preparer
Use Only**

Print/Type preparer's name

ROBERT A. HOUSTON

Preparer's signature

Российская СФ

Date _____

12-12-13

Check ☐ self-employed

PTIN

Firm's name ▶ **BURR PILGER MAYER, INC.**

Firm's EIN ▶ 26-3839190

Firm's address ► 600 CALIFORNIA STREET, SUITE 1300
SAN FRANCISCO, CA 94108

Phone no. 415.421.5757

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHILDREN'S EMPOWERMENT, INC. 480 COLLINS AVE., SUITE J COLMA, CA 94014		501(C)(3)	SCHOLARSHIP GRANT	85,000.
CHILDREN'S EMPOWERMENT, INC. 480 COLLINS AVE., SUITE J COLMA, CA 94014		501(C)(3)	SCHOLARSHIP GRANT	15,000.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	50,000.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	6,250.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	50,000.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	6,250.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	62,500.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	6,250.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	50,000.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	6,250.
Total from continuation sheets				12,208,197.

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
YOUTH 2 LEADERS EDUCATION FOUNDATION 1527 19TH STREET, SUITE 226 BAKERSFIELD, CA 93301		501(C)(3)	SCHOLARSHIP GRANT	200,000.
PROJECT GRAD LOS ANGELES 10625 ERWIN STREET NORTH HOLLYWOOD, CA 91606		501(C)(3)	SCHOLARSHIP GRANT	150,000.
PROJECT GRAD LOS ANGELES 10625 ERWIN STREET NORTH HOLLYWOOD, CA 91606		501(C)(3)	SCHOLARSHIP GRANT	92,000.
PROJECT GRAD LOS ANGELES 10625 ERWIN STREET NORTH HOLLYWOOD, CA 91606		501(C)(3)	SCHOLARSHIP GRANT	8,000.
ALLAN HANCOCK COLLEGE FOUNDATION 800 SOUTH COLLEGE DRIVE SANTA MARIA, CA 93454-6399		501(C)(3)	SCHOLARSHIP GRANT	200,000.
ONE VOICE 1228 15TH STREET, SUITE C SANTA MONICA, CA 90404		501(C)(3)	SCHOLARSHIP GRANT	65,000.
ONE VOICE 1228 15TH STREET, SUITE C SANTA MONICA, CA 90404		501(C)(3)	SCHOLARSHIP GRANT	10,000.
ONE VOICE 1228 15TH STREET, SUITE C SANTA MONICA, CA 90404		501(C)(3)	SCHOLARSHIP GRANT	68,000.
ONE VOICE 1228 15TH STREET, SUITE C SANTA MONICA, CA 90404		501(C)(3)	SCHOLARSHIP GRANT	12,000.
AVID CENTER 9246 LIGHTWAVE AVENUE, SUITE 200 SAN DIEGO, CA 92123		501(C)(3)	SCHOLARSHIP GRANT	20,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AVID CENTER 9246 LIGHTWAVE AVENUE, SUITE 200 SAN DIEGO, CA 92123		501(C)(3)	SCHOLARSHIP GRANT	9,000.
SAN FRANCISCO THEOLOGICAL SEMINARY 105 SEMINARY ROAD SAN ANSELMO, CA 94960		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	15,000.
PRINCETON THEOLOGICAL SEMINARY OFFICE OF SEMINARY RELATIONS P.O. BOX 821 PRINCETON, NJ 08542-0803		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	10,000.
RUTGERS UNIVERSITY FOUNDATION 7 COLLEGE AVENUE WINANTS HALL NEW BRUNSWICK, NJ 08901-1261		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	15,000.
DELTA GAMMA FOUNDATION 3250 RIVERSIDE DRIVE COLUMBUS, OH 43221		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	50,000.
PROVIDENCE COLLEGE 549 RIVER AVENUE PROVIDENCE, RI 02918-0001		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	25,000.
UNIVERSITY OF CALIFORNIA, SAN DIEGO UCSD 6735 GIFFORD WAY, ROOM 14 SAN DIEGO, CA 92111		501(C)(3)	NDPS SCHOLARSHIP GRANT	375,000.
STANFORD UNIVERSITY/THE STANFORD FUND 326 GALVEZ STREET STANFORD, CA 94305-6105		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	50,000.
STANFORD UNIVERSITY/THE STANFORD FUND 326 GALVEZ STREET STANFORD, CA 94305-6105		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	75,000.
DIOCESE OF PATERSON, NJ DIOCESAN CENTER 777 VALLEY ROAD CLIFTON, NJ 07013		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	25,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE COLLEGE OF NEW JERSEY P.O. BOX 7718 EWING, NJ 08628-0718		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	10,000.
MOTIVATING OUR STUDENTS THROUGH EXPERIENCE 645 WEST 9TH STREET, STE 110-376 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	36,000.
MOTIVATING OUR STUDENTS THROUGH EXPERIENCE 645 WEST 9TH STREET, STE 110-376 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	7,000.
MOTIVATING OUR STUDENTS THROUGH EXPERIENCE 645 WEST 9TH STREET, STE 110-376 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	42,000.
MOTIVATING OUR STUDENTS THROUGH EXPERIENCE 645 WEST 9TH STREET, STE 110-376 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	6,500.
MEDCOR 1540 ALCAZAR STREET CENTER FOR HEALTH PROFESSIONS 100 LOS ANGELES, CA 90033		501(C)(3)	SCHOLARSHIP GRANT	30,000.
MEDCOR 1540 ALCAZAR STREET CENTER FOR HEALTH PROFESSIONS 100 LOS ANGELES, CA 90033		501(C)(3)	SCHOLARSHIP GRANT	4,500.
MEDCOR 1540 ALCAZAR STREET CENTER FOR HEALTH PROFESSIONS 100 LOS ANGELES, CA 90033		501(C)(3)	SCHOLARSHIP GRANT	25,000.
MEDCOR 1540 ALCAZAR STREET CENTER FOR HEALTH PROFESSIONS 100 LOS ANGELES, CA 90033		501(C)(3)	SCHOLARSHIP GRANT	1,936.
COLLEGE TRACK 117 BROADWAY OAKLAND, CA 94607		501(C)(3)	SCHOLARSHIP GRANT	32,125.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COLLEGE TRACK 117 BROADWAY OAKLAND, CA 94607		501(C)(3)	SCHOLARSHIP GRANT	4,250.
COLLEGE TRACK 117 BROADWAY OAKLAND, CA 94607		501(C)(3)	SCHOLARSHIP GRANT	90,000.
COLLEGE TRACK 117 BROADWAY OAKLAND, CA 94607		501(C)(3)	SCHOLARSHIP GRANT	1,650.
COLLEGE TRACK 117 BROADWAY OAKLAND, CA 94607		501(C)(3)	SCHOLARSHIP GRANT	40,463.
COLLEGE TRACK 117 BROADWAY OAKLAND, CA 94607		501(C)(3)	SCHOLARSHIP GRANT	105,000.
PROJECT BEST 5801 SUNDALE AVENUE BAKERSFIELD, CA 93309-2924		501(C)(3)	SCHOLARSHIP GRANT	75,000.
CALIFORNIA STATE UNIVERSITY LONG BEACH FOUNDATION 6300 STATE UNIVERSITY DR., SUITE 332 LONG BEACH, CA 90815		501(C)(3)	NDFS SCHOLARSHIP GRANT	127,500.
CALIFORNIA STATE UNIVERSITY LONG BEACH FOUNDATION 6300 STATE UNIVERSITY DR., SUITE 332 LONG BEACH, CA 90815		501(C)(3)	NDFS SCHOLARSHIP GRANT	22,500.
CALIFORNIA STATE UNIVERSITY LOS ANGELES FOUNDATION 5151 STATE UNIVERSITY DR., RM 210 LOS ANGELES, CA 90032		501(C)(3)	SCHOLARSHIP GRANT	228,000.
YUBA COMMUNITY COLLEGE DISTRICT 2088 NORTH BEALE RD. MARYSVILLE, CA 95901		501(C)(3)	SCHOLARSHIP GRANT	250,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FIRST GRADUATE PRESIDIO OF SAN FRANCISCO P.O. BOX 29415 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	10,000.
FIRST GRADUATE PRESIDIO OF SAN FRANCISCO P.O. BOX 29415 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	50,000.
FIRST GRADUATE PRESIDIO OF SAN FRANCISCO P.O. BOX 29415 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	7,500.
FIRST GRADUATE PRESIDIO OF SAN FRANCISCO P.O. BOX 29415 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	50,000.
FIRST GRADUATE PRESIDIO OF SAN FRANCISCO P.O. BOX 29415 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	32,000.
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	29,100.
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	2,900.
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	4,320.
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	48,000.
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	45,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	4,500.
LOS ALTOS COMMUNITY FOUNDATION 183 HILLVIEW AVE LOS ALTOS, CA 94022		501(C)(3)	SCHOLARSHIP GRANT	15,000.
LOS ALTOS COMMUNITY FOUNDATION 183 HILLVIEW AVE LOS ALTOS, CA 94022		501(C)(3)	SCHOLARSHIP GRANT	15,000.
LOS ALTOS COMMUNITY FOUNDATION 183 HILLVIEW AVE LOS ALTOS, CA 94022		501(C)(3)	SCHOLARSHIP GRANT	15,000.
LOS ALTOS COMMUNITY FOUNDATION 183 HILLVIEW AVE LOS ALTOS, CA 94022		501(C)(3)	SCHOLARSHIP GRANT	15,000.
EAST OAKLAND YOUTH DEVELOPMENT CENTER 8200 INTERNATIONAL BLVD. OAKLAND, CA 94621		501(C)(3)	SCHOLARSHIP GRANT	37,500.
NORTHERN CALIFORNIA GRANTMAKERS 625 MARKET STREET, 15TH FLOOR SAN FRANCISCO, CA 94105		501(C)(3)	SECTOR SUPPORT	12,000.
P.F. BRESEE FOUNDATION 184 BIMINI PLACE LOS ANGELES, CA 90004		501(C)(3)	SCHOLARSHIP GRANT	50,000.
P.F. BRESEE FOUNDATION 184 BIMINI PLACE LOS ANGELES, CA 90004		501(C)(3)	SCHOLARSHIP GRANT	60,000.
P.F. BRESEE FOUNDATION 184 BIMINI PLACE LOS ANGELES, CA 90004		501(C)(3)	SCHOLARSHIP GRANT	7,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CANAL ALLIANCE 91 LARKSPUR STREET SAN RAFAEL, CA 94901		501(C)(3)	SCHOLARSHIP GRANT	50,000.
CANAL ALLIANCE 91 LARKSPUR STREET SAN RAFAEL, CA 94901		501(C)(3)	SCHOLARSHIP GRANT	7,500.
COLLEGE BOUND - DOLLARS FOR ACHIEVERS 17316 EDWARDS ROAD, SUITE 180 CERRITOS, CA 90703		501(C)(3)	SCHOLARSHIP GRANT	75,000.
COLLEGE BOUND - DOLLARS FOR ACHIEVERS 17316 EDWARDS ROAD, SUITE 180 CERRITOS, CA 90703		501(C)(3)	SCHOLARSHIP GRANT	11,000.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	5,200.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	42,500.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	4,550.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	37,500.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	5,000.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	45,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	5,000.
JUMA VENTURES 131 STEUART ST., #201 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	90,000.
JUMA VENTURES 131 STEUART ST., #201 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	10,000.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	56,250.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	9,500.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	51,750.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	38,000.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	7,500.
10,000 DEGREES 781 LINCOLN AVE., SUITE 140 SAN RAFAEL, CA 94903		501(C)(3)	SCHOLARSHIP GRANT	10,000.
10,000 DEGREES 781 LINCOLN AVE., SUITE 140 SAN RAFAEL, CA 94903		501(C)(3)	SCHOLARSHIP GRANT	100,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
10,000 DEGREES 781 LINCOLN AVE., SUITE 140 SAN RAFAEL, CA 94903		501(C)(3)	SCHOLARSHIP GRANT	4,500.
10,000 DEGREES 781 LINCOLN AVE., SUITE 140 SAN RAFAEL, CA 94903		501(C)(3)	SCHOLARSHIP GRANT	45,500.
10,000 DEGREES 781 LINCOLN AVE., SUITE 140 SAN RAFAEL, CA 94903		501(C)(3)	SCHOLARSHIP GRANT	12,600.
STANISLAUS COUNTY OFFICE OF EDUCATION 1100 H STREET/ ISS DEPT MODESTO, CA 95354		501(C)(3)	SCHOLARSHIP GRANT	150,000.
YOUTH TREATMENT AND EDUCATION CENTER P.O. BOX 27278 SAN FRANCISCO, CA 94127		501(C)(3)	SCHOLARSHIP GRANT	75,000.
YOUTH TREATMENT AND EDUCATION CENTER P.O. BOX 27278 SAN FRANCISCO, CA 94127		501(C)(3)	SCHOLARSHIP GRANT	7,500.
UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		501(C)(3)	SCHOLARSHIP GRANT	60,000.
UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		501(C)(3)	SCHOLARSHIP GRANT	8,200.
UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		501(C)(3)	SCHOLARSHIP GRANT	9,500.
UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		501(C)(3)	SCHOLARSHIP GRANT	70,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		501(C)(3)	SCHOLARSHIP GRANT	7,330.
UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		501(C)(3)	SCHOLARSHIP GRANT	60,000.
CENTER FOR HIGHER EDUCATION POLICY ANALYSIS ROSSIER SCHOOL OF EDUCATION UNIVERSITY OF SOUTHERN CALIFORNIA 3470 TROUSDALE LOS ANGELES, CA		501(C)(3)	SCHOLARSHIP GRANT	100,000.
CENTER FOR HIGHER EDUCATION POLICY ANALYSIS ROSSIER SCHOOL OF EDUCATION UNIVERSITY OF SOUTHERN CALIFORNIA 3470 TROUSDALE LOS ANGELES, CA		501(C)(3)	SCHOLARSHIP GRANT	20,000.
MARIN CITY COMMUNITY DEVELOPMENT CORPORATION 630 DRAKE AVENUE MARIN CITY, CA 94965		501(C)(3)	SCHOLARSHIP GRANT	83,500.
MARIN CITY COMMUNITY DEVELOPMENT CORPORATION 630 DRAKE AVENUE MARIN CITY, CA 94965		501(C)(3)	SCHOLARSHIP GRANT	12,500.
GRANTMAKERS FOR EDUCATION 720 S.W. WASHINGTON STREET, SUITE 605 PORTLAND, OR 97205		501(C)(3)	SECTOR SUPPORT	2,500.
COUNCIL ON FOUNDATIONS P.O. BOX 75661 BALTIMORE, MD 21275-5661		501(C)(3)	SECTOR SUPPORT	34,500.
CONCERNED PARENTS ALLIANCE 9336 BLACK HILLS WAY SAN DIEGO, CA 92129		501(C)(3)	SCHOLARSHIP GRANT	9,000.
CONCERNED PARENTS ALLIANCE 9336 BLACK HILLS WAY SAN DIEGO, CA 92129		501(C)(3)	SCHOLARSHIP GRANT	51,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	83,500.
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	16,500.
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	55,000.
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	11,000.
MARCUS A. FOSTER EDUCATIONAL INSTITUTE 8301 EDGEWATER DR., SUITE 203 OAKLAND, CA 94621		501(C)(3)	SCHOLARSHIP GRANT	6,250.
MARCUS A. FOSTER EDUCATIONAL INSTITUTE 8301 EDGEWATER DR., SUITE 203 OAKLAND, CA 94621		501(C)(3)	SCHOLARSHIP GRANT	56,250.
MARY GRAHAM CHILDREN'S SHELTER FOUNDATION 6861 W MARY GRAHAM LANE FRENCH CAMP, CA 95231		501(C)(3)	SCHOLARSHIP GRANT	47,380.
MARY GRAHAM CHILDREN'S SHELTER FOUNDATION 6861 W MARY GRAHAM LANE FRENCH CAMP, CA 95231		501(C)(3)	SCHOLARSHIP GRANT	2,620.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	30,000.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	4,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	4,500.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	30,000.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	29,500.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	3,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		501(C)(3)	SCHOLARSHIP GRANT	32,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		501(C)(3)	SCHOLARSHIP GRANT	5,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		501(C)(3)	SCHOLARSHIP GRANT	3,500.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		501(C)(3)	SCHOLARSHIP GRANT	40,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		501(C)(3)	SCHOLARSHIP GRANT	3,500.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		501(C)(3)	SCHOLARSHIP GRANT	30,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
POWAY UNIFIED SCHOOL DISTRICT 13626 TWIN PEAKS RD. POWAY, CA 92064-0010		501(C)(3)	SCHOLARSHIP GRANT	50,000.
MISSION GRADUATES 3040 16TH STREET SAN FRANCISCO, CA 94103		501(C)(3)	SCHOLARSHIP GRANT	5,000.
MISSION GRADUATES 3040 16TH STREET SAN FRANCISCO, CA 94103		501(C)(3)	SCHOLARSHIP GRANT	85,000.
REDF 221 MAIN STREET SUITE 1550 SAN FRANCISCO, CA 94105		501(C)(3)	EMPLOYEE MATCHING GIFT	4,000.
PACIFIC COMMUNITY VENTURES 51 FEDERAL STREET, #402 SAN FRANCISCO, CA 94107		501(C)(3)	EMPLOYEE MATCHING GIFT	1,000.
LEAGUE TO SAVE LAKE TAHOE 2608 LAKE TAHOE BLVD SOUTH LAKE TAHOE, CA 96150		501(C)(3)	EMPLOYEE MATCHING GIFT	150.
KALW PUBLIC RADIO 500 MANSELL STREET SAN FRANCISCO, CA 94134		501(C)(3)	EMPLOYEE MATCHING GIFT	300.
BALBOA HIGH SCHOOL ALUMNI ASSOCIATION 588 SUTTER STREET #559 SAN FRANCISCO, CA 94102		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720		501(C)(3)	EMPLOYEE MATCHING GIFT	500.
UNIVERSITY OF CALIFORNIA BERKELEY FOUNDATION 2080 ADDISON STREET #4200 BERKELEY, CA 94720		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	30.
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	30.
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	75.
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	75.
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	75.
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
EARTH ISLAND INSTITUTE INC 2301 BROADWAY, SUITE B OAKLAND, CA 94612		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SOUTHERN POVERTY LAW CENTER INC 400 WASHINGTON AVENUE MONTGOMERY, AL 36104		501(C)(3)	EMPLOYEE MATCHING GIFT	180.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET STREET, SUITE 400 SAN FRANCISCO, CA 94103		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET STREET, SUITE 400 SAN FRANCISCO, CA 94103		501(C)(3)	EMPLOYEE MATCHING GIFT	0.
SAN FRANCISCO AIDS FOUNDATION 1035 MARKET STREET, SUITE 400 SAN FRANCISCO, CA 94103		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
THE WOODEN FLOOR 1810 NORTH MAIN STREET SANTA ANA, CA 92706		501(C)(3)	SCHOLARSHIP GRANT	5,000.
THE WOODEN FLOOR 1810 NORTH MAIN STREET SANTA ANA, CA 92706		501(C)(3)	SCHOLARSHIP GRANT	35,000.
THE WOODEN FLOOR 1810 NORTH MAIN STREET SANTA ANA, CA 92706		501(C)(3)	SCHOLARSHIP GRANT	35,000.
FUTURE FOUNDATION OF SACRAMENTO 3455 AMERICAN RIVER DRIVE, SUITE B SACRAMENTO, CA 95864		501(C)(3)	SCHOLARSHIP GRANT	2,500.
FUTURE FOUNDATION OF SACRAMENTO 3455 AMERICAN RIVER DRIVE, SUITE B SACRAMENTO, CA 95864		501(C)(3)	SCHOLARSHIP GRANT	25,000.
FUTURE FOUNDATION OF SACRAMENTO 3455 AMERICAN RIVER DRIVE, SUITE B SACRAMENTO, CA 95864		501(C)(3)	SCHOLARSHIP GRANT	4,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FUTURE FOUNDATION OF SACRAMENTO 3455 AMERICAN RIVER DRIVE, SUITE B SACRAMENTO, CA 95864		501(C)(3)	SCHOLARSHIP GRANT	25,000.
SAN FRANCISCO PARKS TRUST INC 501 STANYAN STREET SAN FRANCISCO, CA 94117-0000		501(C)(3)	EMPLOYEE MATCHING GIFT	55.
FRIENDS OF THE SAN FRANCISCO PUBLIC LIBRARY 391 GROVE STREET SAN FRANCISCO, CA 94102		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
FRIENDS OF THE SAN FRANCISCO PUBLIC LIBRARY 391 GROVE STREET SAN FRANCISCO, CA 94102		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
YALE UNIVERSITY OFFICE OF DEVELOPMENT CONTRIBUTION PROCESSING P.O. BOX 2038 NEW HAVEN, CT 06521-2038		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	50,000.
YALE UNIVERSITY OFFICE OF DEVELOPMENT CONTRIBUTION PROCESSING P.O. BOX 2038 NEW HAVEN, CT 06521-2038		501(C)(3)	EMPLOYEE MATCHING GIFT	300.
EDUCATING YOUNG MINDS, INC. 3325 WILSHIRE BLVD., SUITE 400 LOS ANGELES, CA 90010		501(C)(3)	SCHOLARSHIP GRANT	50,000.
ST ANTHONY FOUNDATION 150 GOLDEN GATE AVE SAN FRANCISCO, CA 94102-3809		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
FIRST PLACE FOR YOUTH 426 17TH STREET OAKLAND, CA 94612		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
ORANGE COUNTY ASIAN AND PACIFIC ISLANDER COMMUNITY ALLIANCE 12900 GARDEN GROVE BLVD., STE 214A GARDEN GROVE, CA 92843		501(C)(3)	SCHOLARSHIP GRANT	56,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PASADENA CITY COLLEGE 1570 EAST COLORADO BLVD. ROOM C203 PASADENA, CA 91106		501(C)(3)	SCHOLARSHIP GRANT	94,000.
YOUTH UPRISING 8711 MACARTHUR BLVD. OAKLAND, CA 94605		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
YOUTH UPRISING 8711 MACARTHUR BLVD. OAKLAND, CA 94605		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
FULFILLMENT FUND 6100 WILSHIRE BLVD., SUITE 600 LOS ANGELES, CA 90048		501(C)(3)	SCHOLARSHIP GRANT	10,000.
FULFILLMENT FUND 6100 WILSHIRE BLVD., SUITE 600 LOS ANGELES, CA 90048		501(C)(3)	SCHOLARSHIP GRANT	90,000.
WALKING SHIELD, INC. 22622 LAMBERT STREET, #303 LAKE FOREST, CA 92630		501(C)(3)	SCHOLARSHIP GRANT	150,000.
SALVATION ARMY 832 FOLSOM STREET SAN FRANCISCO, CA 94107		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
SALVATION ARMY 832 FOLSOM STREET SAN FRANCISCO, CA 94107		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
SALVATION ARMY 832 FOLSOM STREET SAN FRANCISCO, CA 94107		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
SAN FRANCISCO CONSERVATORY OF MUSIC INC 50 OAK ST SAN FRANCISCO, CA 94102-6011		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAN FRANCISCO CONSERVATORY OF MUSIC INC 50 OAK ST SAN FRANCISCO, CA 94102-6011		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
BAY AREA LEADERSHIP FOUNDATION PO BOX 3883 OAKLAND, CA 94609		501(C)(3)	SCHOLARSHIP GRANT	44,000.
BAY AREA LEADERSHIP FOUNDATION PO BOX 3883 OAKLAND, CA 94609		501(C)(3)	SCHOLARSHIP GRANT	20,000.
BOYS & GIRLS CLUB OF SAN BERNARDINO 1180 W. 9TH STREET SAN BERNARDINO, CA 92411		501(C)(3)	NDFS SCHOLARSHIP GRANT	34,000.
BOYS & GIRLS CLUB OF SAN BERNARDINO 1180 W. 9TH STREET SAN BERNARDINO, CA 92411		501(C)(3)	NDFS SCHOLARSHIP GRANT	6,000.
BOYS & GIRLS CLUB OF SAN BERNARDINO 1180 W. 9TH STREET SAN BERNARDINO, CA 92411		501(C)(3)	NDFS SCHOLARSHIP GRANT	32,500.
BOYS & GIRLS CLUB OF SAN BERNARDINO 1180 W. 9TH STREET SAN BERNARDINO, CA 92411		501(C)(3)	NDFS SCHOLARSHIP GRANT	5,000.
SOCIETY OF THE SACRED HEART UNITED STATES PROVINCE 4120 FOREST PARK AVE SAINT LOUIS, MO 63108-2809		501(C)(3)	EMPLOYEE MATCHING GIFT	400.
HUMBOLDT AREA FOUNDATION 373 INDIANOLA RD. BAYSIDE, CA 95524-9350		501(C)(3)	NDFS SCHOLARSHIP GRANT	45,000.
HUMBOLDT AREA FOUNDATION 373 INDIANOLA RD. BAYSIDE, CA 95524-9350		501(C)(3)	NDFS SCHOLARSHIP GRANT	270,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GOLDEN GATE NATIONAL PARKS CONSERVANCY BUILDING 201 FORT MASON SAN FRANCISCO, CA 94123-0000		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
GOLDEN GATE NATIONAL PARKS CONSERVANCY BUILDING 201 FORT MASON SAN FRANCISCO, CA 94123-0000		501(C)(3)	EMPLOYEE MATCHING GIFT	60.
LARKIN STREET YOUTH SERVICES 701 SUTTER STREET SAN FRANCISCO, CA 94109		501(C)(3)	SCHOLARSHIP GRANT	76,500.
HARVARD UNIVERSITY ALUMNI AND DEVELOPMENT OFFICE OF RECORDING SECRETARY 124 MT AUBURN STREET CAMBRIDGE, MA 02138-3846		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
SAN DIEGO FOUNDATION 2508 HISTORIC DECATUR ROAD, SUITE 200 SAN DIEGO, CA 92106		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	50,000.
HISPANICS IN PHILANTHROPY 55 SECOND STREET SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	EMPLOYEE MATCHING GIFT	500.
SAN DIEGO STATE UNIVERSITY RESEARCH FOUNDATION 5500 CAMPANILE DRIVE, MC-1938 SAN DIEGO, CA 92182-1938		501(C)(3)	SCHOLARSHIP GRANT	66,000.
REALITY CHANGERS 3910 UNIVERSITY AVE., SUITE 300-RC SAN DIEGO, CA 92105		501(C)(3)	SCHOLARSHIP GRANT	88,000.
SHASTA REGIONAL COMMUNITY FOUNDATION 1335 ARBORETUM DRIVE, SUITE B REDDING, CA 96003		501(C)(3)	SCHOLARSHIP GRANT	90,000.
SHASTA REGIONAL COMMUNITY FOUNDATION 1335 ARBORETUM DRIVE, SUITE B REDDING, CA 96003		501(C)(3)	SCHOLARSHIP GRANT	6,686.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BERKELEY EAST BAY HUMANE SOCIETY INC 2700 9TH ST BERKELEY, CA 94710-2606		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
KQED/NORTHERN CALIFORNIA PUBLIC BROADCASTING INC 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426		501(C)(3)	EMPLOYEE MATCHING GIFT	150.
KQED/NORTHERN CALIFORNIA PUBLIC BROADCASTING INC 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426		501(C)(3)	EMPLOYEE MATCHING GIFT	150.
KQED/NORTHERN CALIFORNIA PUBLIC BROADCASTING INC 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426		501(C)(3)	EMPLOYEE MATCHING GIFT	128.
KQED/NORTHERN CALIFORNIA PUBLIC BROADCASTING INC 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426		501(C)(3)	EMPLOYEE MATCHING GIFT	300.
SCHOLARSHIP FOUNDATION OF SANTA BARBARA 2253 LAS POSITAS RD. SANTA BARBARA, CA 93105		501(C)(3)	SCHOLARSHIP GRANT	200,000.
SCHOLARSHIP FOUNDATION OF SANTA BARBARA 2253 LAS POSITAS RD. SANTA BARBARA, CA 93105		501(C)(3)	SCHOLARSHIP GRANT	30,000.
UNIVERSITY OF SOUTHERN CALIFORNIA OFFICE OF CONTRACTS AND GRANTS 837 DOWNEY WAY, STO 315 LOS ANGELES, CA 90089-1187		501(C)(3)	SCHOLARSHIP GRANT	96,000.
UNIVERSITY OF SOUTHERN CALIFORNIA OFFICE OF CONTRACTS AND GRANTS 837 DOWNEY WAY, STO 315 LOS ANGELES, CA 90089-1187		501(C)(3)	SCHOLARSHIP GRANT	16,000.
ROCKEFELLER PHILANTHROPY ADVISORS, INC. 6 WEST 48TH STREET, 10TH FLOOR NEW YORK, NY 10036		501(C)(3)	SUPPORTING ACTIVITIES	200,000.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ASHA FOR EDUCATION PO BOX 60965 SUNNYVALE, CA 94088		501(C)(3)	EMPLOYEE MATCHING GIFT	30.
SWEETWATER EDUCATION FOUNDATION 1130 FIFTH AVENUE CHULA VISTA, CA 91911-2896		501(C)(3)	SCHOLARSHIP GRANT	95,000.
SWEETWATER EDUCATION FOUNDATION 1130 FIFTH AVENUE CHULA VISTA, CA 91911-2896		501(C)(3)	SCHOLARSHIP GRANT	5,000.
MARIN HUMANE SOCIETY 171 BEL MARIN KEYS BLVD NOVATO, CA 94949-6105		501(C)(3)	EMPLOYEE MATCHING GIFT	75.
SCRIPPS COLLEGE 1030 COLUMBIA AVE CLAREMONT, CA 91711-3905		501(C)(3)	DIRECTORS DESIGNATED SCHOLARSHIP GRANT	50,000.
UNIVERSITY OF CALIFORNIA, SANTA CRUZ 2901 MISSION ST. EXT., SUITE A SANTA CRUZ, CA 95060		501(C)(3)	SCHOLARSHIP GRANT	258,000.
UNIVERSITY OF CALIFORNIA, SANTA CRUZ 2901 MISSION ST. EXT., SUITE A SANTA CRUZ, CA 95060		501(C)(3)	SCHOLARSHIP GRANT	42,000.
CALIFORNIA STATE PARKS FOUNDATION 50 FRANCISCO ST STE 110 SAN FRANCISCO, CA 94133-2108		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
CALIFORNIA STATE PARKS FOUNDATION 50 FRANCISCO ST STE 110 SAN FRANCISCO, CA 94133-2108		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
CALIFORNIA STATE PARKS FOUNDATION 50 FRANCISCO ST STE 110 SAN FRANCISCO, CA 94133-2108		501(C)(3)	EMPLOYEE MATCHING GIFT	60.
Total from continuation sheets				

Part XV Supplementary Information**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FIRST PRESBYTERIAN CHURCH OF BERKELEY 2407 DANA ST BERKELEY, CA 94704-2207		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
FIRST PRESBYTERIAN CHURCH OF BERKELEY 2407 DANA ST BERKELEY, CA 94704-2207		501(C)(3)	EMPLOYEE MATCHING GIFT	500.
FIRST PRESBYTERIAN CHURCH OF BERKELEY 2407 DANA ST BERKELEY, CA 94704-2207		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
FIRST PRESBYTERIAN CHURCH OF BERKELEY 2407 DANA ST BERKELEY, CA 94704-2207		501(C)(3)	EMPLOYEE MATCHING GIFT	1,000.
LOS ANGELES GAY AND LESBIAN COMMUNITY SERVICES CENTER INC 1625 SCHRADER BLVD HOLLYWOOD, CA 90028-6213		501(C)(3)	EMPLOYEE MATCHING GIFT	250.
SOAR FOR YOUTH PO BOX 1291 BERKELEY, CA 94701-1291		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
MILO FOUNDATION PO BOX 6625 ALBANY, CA 954706		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
OMEGA BOYS CLUB 1060 TENNESSEE STREET SAN FRANCISCO, CA 94107		501(C)(3)	SCHOLARSHIP GRANT	75,000.
OMEGA BOYS CLUB 1060 TENNESSEE STREET SAN FRANCISCO, CA 94107		501(C)(3)	SCHOLARSHIP GRANT	10,000.
OMEGA BOYS CLUB 1060 TENNESSEE STREET SAN FRANCISCO, CA 94107		501(C)(3)	SCHOLARSHIP GRANT	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
OMEGA BOYS CLUB 1060 TENNESSEE STREET SAN FRANCISCO, CA 94107		501(C)(3)	SCHOLARSHIP GRANT	2,500.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		501(C)(3)	SCHOLARSHIP GRANT	60,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		501(C)(3)	SCHOLARSHIP GRANT	12,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		501(C)(3)	SCHOLARSHIP GRANT	45,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		501(C)(3)	SCHOLARSHIP GRANT	9,000.
BRIGHT PROSPECT 281 SOUTH THOMAS ST., STE 302 POMONA, CA 91766		501(C)(3)	SCHOLARSHIP GRANT	67,500.
BRIGHT PROSPECT 281 SOUTH THOMAS ST., STE 302 POMONA, CA 91766		501(C)(3)	SCHOLARSHIP GRANT	135,000.
SUMMER SEARCH 500 SANSOME STREET, SUITE 350 SAN FRANCISCO, CA 94111		501(C)(3)	SCHOLARSHIP GRANT	75,000.
DIABLO VALLEY COLLEGE 321 GOLF CLUB ROAD PLEASANT HILL, CA 94523		501(C)(3)	SCHOLARSHIP GRANT	41,000.
PASADENA EDUCATIONAL FOUNDATION 351 SOUTH HUDSON AVE. PASADENA, CA 91101		501(C)(3)	SCHOLARSHIP GRANT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PASADENA EDUCATIONAL FOUNDATION 351 SOUTH HUDSON AVE. PASADENA, CA 91101		501(C)(3)	SCHOLARSHIP GRANT	50,000.
CALIFORNIA DOLLARS FOR SCHOLARS P.O. BOX 41 PACIFIC PALISADES, CA 90272		501(C)(3)	SCHOLARSHIP GRANT	62,500.
CALIFORNIA DOLLARS FOR SCHOLARS P.O. BOX 41 PACIFIC PALISADES, CA 90272		501(C)(3)	SCHOLARSHIP GRANT	6,250.
CALIFORNIA DOLLARS FOR SCHOLARS P.O. BOX 41 PACIFIC PALISADES, CA 90272		501(C)(3)	SCHOLARSHIP GRANT	6,000.
CALIFORNIA DOLLARS FOR SCHOLARS P.O. BOX 41 PACIFIC PALISADES, CA 90272		501(C)(3)	SCHOLARSHIP GRANT	75,000.
CALIFORNIA DOLLARS FOR SCHOLARS P.O. BOX 41 PACIFIC PALISADES, CA 90272		501(C)(3)	SCHOLARSHIP GRANT	6,000.
EAST BAY COLLEGE FUND 2201 BROADWAY, SUITE 208 OAKLAND, CA 94612		501(C)(3)	SCHOLARSHIP GRANT	32,000.
EAST BAY COLLEGE FUND 2201 BROADWAY, SUITE 208 OAKLAND, CA 94612		501(C)(3)	SCHOLARSHIP GRANT	6,000.
EAST BAY COLLEGE FUND 2201 BROADWAY, SUITE 208 OAKLAND, CA 94612		501(C)(3)	SCHOLARSHIP GRANT	32,000.
EAST BAY COLLEGE FUND 2201 BROADWAY, SUITE 208 OAKLAND, CA 94612		501(C)(3)	SCHOLARSHIP GRANT	6,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EAST BAY COLLEGE FUND 2201 BROADWAY, SUITE 208 OAKLAND, CA 94612		501(C)(3)	SCHOLARSHIP GRANT	32,000.
EAST BAY COLLEGE FUND 2201 BROADWAY, SUITE 208 OAKLAND, CA 94612		501(C)(3)	SCHOLARSHIP GRANT	40,000.
KLAMATH RIVER EARLY COLLEGE OF THE REDWOODS P. O. BOX 849 KLAMATH, CA 95548		501(C)(3)	SCHOLARSHIP GRANT	1,500.
KLAMATH RIVER EARLY COLLEGE OF THE REDWOODS P. O. BOX 849 KLAMATH, CA 95548		501(C)(3)	SCHOLARSHIP GRANT	20,000.
KLAMATH RIVER EARLY COLLEGE OF THE REDWOODS P. O. BOX 849 KLAMATH, CA 95548		501(C)(3)	SCHOLARSHIP GRANT	2,000.
KLAMATH RIVER EARLY COLLEGE OF THE REDWOODS P. O. BOX 849 KLAMATH, CA 95548		501(C)(3)	SCHOLARSHIP GRANT	20,000.
KLAMATH RIVER EARLY COLLEGE OF THE REDWOODS P. O. BOX 849 KLAMATH, CA 95548		501(C)(3)	SCHOLARSHIP GRANT	15,000.
KLAMATH RIVER EARLY COLLEGE OF THE REDWOODS P. O. BOX 849 KLAMATH, CA 95548		501(C)(3)	SCHOLARSHIP GRANT	3,000.
BARRIO LOGAN COLLEGE INSTITUTE 1807 MAIN STREET SAN DIEGO, CA 92113		501(C)(3)	SCHOLARSHIP GRANT	20,000.
BARRIO LOGAN COLLEGE INSTITUTE 1807 MAIN STREET SAN DIEGO, CA 92113		501(C)(3)	SCHOLARSHIP GRANT	4,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BARRIO LOGAN COLLEGE INSTITUTE 1807 MAIN STREET SAN DIEGO, CA 92113		501(C)(3)	SCHOLARSHIP GRANT	4,000.
BARRIO LOGAN COLLEGE INSTITUTE 1807 MAIN STREET SAN DIEGO, CA 92113		501(C)(3)	SCHOLARSHIP GRANT	20,000.
CENTRO LEGAL DE LA RAZA 3022 INTERNATIONAL BLVD, SUITE 410 OAKLAND, CA 94601		501(C)(3)	SCHOLARSHIP GRANT	55,000.
CENTRO LEGAL DE LA RAZA 3022 INTERNATIONAL BLVD, SUITE 410 OAKLAND, CA 94601		501(C)(3)	SCHOLARSHIP GRANT	7,000.
CENTRO LEGAL DE LA RAZA 3022 INTERNATIONAL BLVD, SUITE 410 OAKLAND, CA 94601		501(C)(3)	SCHOLARSHIP GRANT	45,000.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	41,000.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	7,000.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	54,600.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	7,900.
SAN DIEGO EDUCATION FUND 4100 NORMAL STREET, #3251 SAN DIEGO, CA 92103		501(C)(3)	SCHOLARSHIP GRANT	84,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SAN DIEGO EDUCATION FUND 4100 NORMAL STREET, #3251 SAN DIEGO, CA 92103		501(C)(3)	SCHOLARSHIP GRANT	7,000.
CAL-SOAP MERCED 3600 M STREET MERCED, CA 95348		501(C)(3)	SCHOLARSHIP GRANT	105,600.
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		501(C)(3)	COMBINATION GRANT	208,750.
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		501(C)(3)	COMBINATION GRANT	831,250.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	75,000.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	15,000.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	75,000.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	16,000.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	80,000.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	17,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MERITUS COLLEGE FUND P.O. BOX 29024 SAN FRANCISCO, CA 94129-0024		501(C)(3)	SCHOLARSHIP GRANT	5,400.
MERITUS COLLEGE FUND P.O. BOX 29024 SAN FRANCISCO, CA 94129-0024		501(C)(3)	SCHOLARSHIP GRANT	36,000.
MERITUS COLLEGE FUND P.O. BOX 29024 SAN FRANCISCO, CA 94129-0024		501(C)(3)	SCHOLARSHIP GRANT	4,500.
MERITUS COLLEGE FUND P.O. BOX 29024 SAN FRANCISCO, CA 94129-0024		501(C)(3)	SCHOLARSHIP GRANT	30,000.
MERITUS COLLEGE FUND P.O. BOX 29024 SAN FRANCISCO, CA 94129-0024		501(C)(3)	SCHOLARSHIP GRANT	5,400.
MERITUS COLLEGE FUND P.O. BOX 29024 SAN FRANCISCO, CA 94129-0024		501(C)(3)	SCHOLARSHIP GRANT	36,000.
MERITUS COLLEGE FUND P.O. BOX 29024 SAN FRANCISCO, CA 94129-0024		501(C)(3)	SCHOLARSHIP GRANT	24,000.
STILES HALL UNIVERSITY OF CALIFORNIA, BERKELEY 2400 BANCROFT WAY BERKELEY, CA 94704		501(C)(3)	SCHOLARSHIP GRANT	60,000.
STILES HALL UNIVERSITY OF CALIFORNIA, BERKELEY 2400 BANCROFT WAY BERKELEY, CA 94704		501(C)(3)	SCHOLARSHIP GRANT	9,000.
SALVADORAN AMERICAN LEADERSHIP AND EDUCATIONAL FUND 1625 W. OLYMPIC BLVD., SUITE 718 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	60,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SALVADORAN AMERICAN LEADERSHIP AND EDUCATIONAL FUND 1625 W. OLYMPIC BLVD., SUITE 718 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	59,500.
SALVADORAN AMERICAN LEADERSHIP AND EDUCATIONAL FUND 1625 W. OLYMPIC BLVD., SUITE 718 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	10,500.
CERRITOS COLLEGE FOUNDATION 11110 ALONDRA BLVD. NORWALK, CA 90650		501(C)(3)	SCHOLARSHIP GRANT	45,000.
CERRITOS COLLEGE FOUNDATION 11110 ALONDRA BLVD. NORWALK, CA 90650		501(C)(3)	SCHOLARSHIP GRANT	6,650.
CERRITOS COLLEGE FOUNDATION 11110 ALONDRA BLVD. NORWALK, CA 90650		501(C)(3)	SCHOLARSHIP GRANT	60,000.
CERRITOS COLLEGE FOUNDATION 11110 ALONDRA BLVD. NORWALK, CA 90650		501(C)(3)	SCHOLARSHIP GRANT	7,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA 1111 FRANKLIN STREET, ROOM 9401 OAKLAND, CA 94607		501(C)(3)	SCHOLARSHIP GRANT	30,000.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		501(C)(3)	SCHOLARSHIP GRANT	90,000.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		501(C)(3)	SCHOLARSHIP GRANT	10,000.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		501(C)(3)	SCHOLARSHIP GRANT	84,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		501(C)(3)	SCHOLARSHIP GRANT	16,000.
DOWNTOWN COLLEGE PREP - ACROSS THE BRIDGE FOUNDATION 1460 THE ALAMEDA SAN JOSE, CA 95126		501(C)(3)	SCHOLARSHIP GRANT	35,000.
FOUNDATION FOR STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	4,800.
FOUNDATION FOR STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	48,000.
FOUNDATION FOR STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	6,000.
FOUNDATION FOR STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	26,000.
FOUNDATION FOR STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	60,000.
GRANTS MANAGERS NETWORK 1101 14TH STREET, NW, SUITE 420 WASHINGTON, DC, DC 20005		501(C)(3)	SECTOR SUPPORT	1,850.
GEORGE MARK CHILDRENS FUND 2121 GEORGE MARK LANE SAN LEANDRO, CA 94578		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
AVON FOUNDATION PO BOX 1073 RYE, NY 10580		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN FRIENDS OF SPAFFORD CHILDREN'S CENTER FUND 2037 S. CARROLLTON AVE NEW ORLEANS, LA 70118		501(C)(3)	EMPLOYEE MATCHING GIFT	500.
AMERICAN FRIENDS OF SPAFFORD CHILDREN'S CENTER FUND 2037 S. CARROLLTON AVE NEW ORLEANS, LA 70118		501(C)(3)	EMPLOYEE MATCHING GIFT	2,000.
EAST BAY CONSORTIUM OF EDUCATIONAL INSTITUTIONS 314 E. 10TH STREET OAKLAND, CA 94606		501(C)(3)	SCHOLARSHIP GRANT	260,000.
EAST BAY CONSORTIUM OF EDUCATIONAL INSTITUTIONS 314 E. 10TH STREET OAKLAND, CA 94606		501(C)(3)	SCHOLARSHIP GRANT	40,000.
FRACTURED ATLAS 248 W. 35TH STREET 10TH FLOOR NEW YORK, NY 10001		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
FOREST ETHICS 1 HAIGHT STREET SAN FRANCISCO, CA 94102		501(C)(3)	EMPLOYEE MATCHING GIFT	1,000.
NATURAL RESOURCES DEFENCE COUNCIL 40 WEST 20TH ST NEW YORK, NY 10011		501(C)(3)	EMPLOYEE MATCHING GIFT	2,000.
CELL MOTION LABORATORIES, INC. COLUMBIA UNIVERSITY STATION P.O. BOX 250288 NEW YORK, NY 10025-0288		501(C)(3)	EMPLOYEE MATCHING GIFT	300.
SOMALY MAM FOUNDATION PO BOX 4569 NEW YORK, NY 10163		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
GEORGETOWN UNIVERSITY GIFT PROCESSING DEPT, NO. 0734 WASHINGTON, DC 20073-0734		501(C)(3)	EMPLOYEE MATCHING GIFT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WIKIMEDIA FOUNDATION 149 NEW MONTGOMERY STREET, 3RD FLOOR SAN FRANCISCO, CA 94105		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
TRUTHOUT P.O. BOX 276414 SACRAMENTO, CA 95827		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
UNITED WAY OF THE BAY AREA 221 MAIN STREET SUITE 300 SAN FRANCISCO, CA 94105		501(C)(3)	EMPLOYEE MATCHING GIFT	1,000.
ALAMEDA COUNTY COMMUNITY FOOD BANK PO BOX 2599 OAKLAND, CA 94614		501(C)(3)	EMPLOYEE MATCHING GIFT	400.
UC BERKELEY FOUNDATION UC BERKELEY/GIFT ADMIN 2080 ADDISON ST. #4200 BERKELEY, CA 94720-4200		501(C)(3)	EMPLOYEE MATCHING GIFT	500.
UC BERKELEY FOUNDATION UC BERKELEY/GIFT ADMIN 2080 ADDISON ST. #4200 BERKELEY, CA 94720-4200		501(C)(3)	EMPLOYEE MATCHING GIFT	500.
UC BERKELEY FOUNDATION UC BERKELEY/GIFT ADMIN 2080 ADDISON ST. #4200 BERKELEY, CA 94720-4200		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
UC BERKELEY FOUNDATION UC BERKELEY/GIFT ADMIN 2080 ADDISON ST. #4200 BERKELEY, CA 94720-4200		501(C)(3)	EMPLOYEE MATCHING GIFT	600.
ANTIOCH COLLEGE ONE MORGAN PLACE YELLOW SPRINGS, OH 45387		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
SHOTGUN PLAYERS 1901 ASHBY AVENUE BERKELEY, CA 94703		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AURORA THEATRE COMPANY 2081 ADDISON STREET BERKELEY, CA 94704		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
APTOS MIDDLE SCHOOL PTSA 105 APTOS AVENUE SAN FRANCISCO, CA 94127		501(C)(3)	EMPLOYEE MATCHING GIFT	200.
KQED/NORTHERN CALIFORNIA PUBLIC BROADCASTING INC 2601 MARIPOSA ST SAN FRANCISCO, CA 94110-1426		501(C)(3)	EMPLOYEE MATCHING GIFT	40.
MARCH OF DIMES FOUNDATION 1050 SANSOME ST, 4TH FLOOR SAN FRANCISCO, CA 94111		501(C)(3)	EMPLOYEE MATCHING GIFT	30.
GLOBAL GIVING FOUNDATION 1023 15TH ST NW, 12TH FLOOR WASHINGTON, DC 20005		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
LEUKEMIA & LYMPHOMA SOCIETY INC 1390 MARKET ST. SUITE 1200 SAN FRANCISCO, CA 94102-5306		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
ASSOCIATED PARENT CLUBS OF PIEDMONT 760 MAGNOLIA AVENUE PIEDMONT, CA 94611		501(C)(3)	EMPLOYEE MATCHING GIFT	500.
SALVATION ARMY 832 FOLSOM STREET SAN FRANCISCO, CA 94107		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
FRIENDS OF THE SAN FRANCISCO PUBLIC LIBRARY 391 GROVE STREET SAN FRANCISCO, CA 94102		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
MARIN ORGANIC 80 4TH ST., SUITE 203 PT. REYES STATION, CA 94956		501(C)(3)	EMPLOYEE MATCHING GIFT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN HEART ASSOCIATION 465 SOUTH 400 EAST, SUITE 110 SALT LAKE CITY, UT 84111		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
HEAD-ROYCE SCHOOL 4315 LINCOLN AVENUE OAKLAND, CA 94602		501(C)(3)	EMPLOYEE MATCHING GIFT	214.
BALBOA HIGH SCHOOL ALUMNI ASSOCIATION 588 SUTTER STREET #559 SAN FRANCISCO, CA 94102		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
SALVATION ARMY 832 FOLSOM STREET SAN FRANCISCO, CA 94107		501(C)(3)	EMPLOYEE MATCHING GIFT	100.
ASIAN HEALTH SERVICES 818 WEBSTER ST. OAKLAND, CA 94607		501(C)(3)	EMPLOYEE MATCHING GIFT	50.
SAN FRANCISCO ZOOLOGICAL SOCIETY 1 ZOO ROAD SAN FRANCISCO, CA 94132		501(C)(3)	EMPLOYEE MATCHING GIFT	80.
10,000 DEGREES 781 LINCOLN AVE., SUITE 140 SAN RAFAEL, CA 94903		501(C)(3)	SCHOLARSHIP GRANT	126,000.
STANISLAUS COUNTY OFFICE OF EDUCATION 1100 H STREET/ ISS DEPT MODESTO, CA 95354		501(C)(3)	SCHOLARSHIP GRANT	18,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	7,900.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	54,600.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	7,900.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	54,600.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	7,900.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVE. LOS ANGELES, CA 90011		501(C)(3)	SCHOLARSHIP GRANT	54,600.
AVID CENTER 9246 LIGHTWAVE AVENUE, SUITE 200 SAN DIEGO, CA 92123		501(C)(3)	SCHOLARSHIP GRANT	9,000.
AVID CENTER 9246 LIGHTWAVE AVENUE, SUITE 200 SAN DIEGO, CA 92123		501(C)(3)	SCHOLARSHIP GRANT	47,000.
AVID CENTER 9246 LIGHTWAVE AVENUE, SUITE 200 SAN DIEGO, CA 92123		501(C)(3)	SCHOLARSHIP GRANT	35,000.
BARRIO LOGAN COLLEGE INSTITUTE 1807 MAIN STREET SAN DIEGO, CA 92113		501(C)(3)	SCHOLARSHIP GRANT	24,000.
Total from continuation sheets				6,962,250.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BARRIO LOGAN COLLEGE INSTITUTE 1807 MAIN STREET SAN DIEGO, CA 92113		501(C)(3)	SCHOLARSHIP GRANT	24,000.
BARRIO LOGAN COLLEGE INSTITUTE 1807 MAIN STREET SAN DIEGO, CA 92113		501(C)(3)	SCHOLARSHIP GRANT	24,000.
BAY AREA LEADERSHIP FOUNDATION PO BOX 3883 OAKLAND, CA 94609		501(C)(3)	SCHOLARSHIP GRANT	20,000.
BAY AREA LEADERSHIP FOUNDATION PO BOX 3883 OAKLAND, CA 94609		501(C)(3)	SCHOLARSHIP GRANT	20,000.
BAY AREA LEADERSHIP FOUNDATION PO BOX 3883 OAKLAND, CA 94609		501(C)(3)	SCHOLARSHIP GRANT	20,000.
BLU EDUCATIONAL FOUNDATION 1180 W. 9TH STREET SAN BERNARDINO, CA 92411		501(C)(3)	NDFS SCHOLARSHIP GRANT	6,000.
BLU EDUCATIONAL FOUNDATION 1180 W. 9TH STREET SAN BERNARDINO, CA 92411		501(C)(3)	NDFS SCHOLARSHIP GRANT	34,000.
BLU EDUCATIONAL FOUNDATION 1180 W. 9TH STREET SAN BERNARDINO, CA 92411		501(C)(3)	NDFS SCHOLARSHIP GRANT	6,000.
BLU EDUCATIONAL FOUNDATION 1180 W. 9TH STREET SAN BERNARDINO, CA 92411		501(C)(3)	NDFS SCHOLARSHIP GRANT	34,000.
BRIGHT PROSPECT 281 SOUTH THOMAS ST., STE 302 POMONA, CA 91766		501(C)(3)	SCHOLARSHIP GRANT	67,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BRIGHT PROSPECT 281 SOUTH THOMAS ST., STE 302 POMONA, CA 91766		501(C)(3)	SCHOLARSHIP GRANT	67,500.
BRIGHT PROSPECT 281 SOUTH THOMAS ST., STE 302 POMONA, CA 91766		501(C)(3)	SCHOLARSHIP GRANT	67,500.
BRIGHT PROSPECT 281 SOUTH THOMAS ST., STE 302 POMONA, CA 91766		501(C)(3)	COLLABORATIVE GRANT	38,850.
CANAL ALLIANCE 91 LARKSPUR STREET SAN RAFAEL, CA 94901		501(C)(3)	SCHOLARSHIP GRANT	7,500.
CANAL ALLIANCE 91 LARKSPUR STREET SAN RAFAEL, CA 94901		501(C)(3)	SCHOLARSHIP GRANT	50,000.
CENTRO LEGAL DE LA RAZA 3022 INTERNATIONAL BLVD, SUITE 410 OAKLAND, CA 94601		501(C)(3)	SCHOLARSHIP GRANT	80,000.
CERRITOS COLLEGE FOUNDATION 11110 ALONDRA BLVD. NORWALK, CA 90650		501(C)(3)	SCHOLARSHIP GRANT	7,000.
CERRITOS COLLEGE FOUNDATION 11110 ALONDRA BLVD. NORWALK, CA 90650		501(C)(3)	SCHOLARSHIP GRANT	60,000.
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		501(C)(3)	COMBINATION GRANT	1,400,000.
COACHELLA VALLEY ECONOMIC PARTNERSHIP 3111 EAST TAHQUITZ CANYON WAY PALM SPRINGS, CA 92262		501(C)(3)	COMBINATION GRANT	150,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COLLEGE BOUND - DOLLARS FOR ACHIEVERS 17316 EDWARDS ROAD, SUITE 180 CERRITOS, CA 90703		501(C)(3)	SCHOLARSHIP GRANT	11,000.
COLLEGE BOUND - DOLLARS FOR ACHIEVERS 17316 EDWARDS ROAD, SUITE 180 CERRITOS, CA 90703		501(C)(3)	SCHOLARSHIP GRANT	75,000.
COLLEGE MATCH 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	2,900.
COLLEGE MATCH 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	29,100.
COLLEGE MATCH 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	3,200.
COLLEGE MATCH 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	32,800.
COLLEGE MATCH 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	2,700.
COLLEGE MATCH 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012		501(C)(3)	SCHOLARSHIP GRANT	27,300.
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	11,000.
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	55,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	11,000.
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	55,000.
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	11,000.
COMMUNITY BUILD, INC. 4305 DEGNAN BLVD, SUITE 102 LOS ANGELES, CA 90008		501(C)(3)	SCHOLARSHIP GRANT	55,000.
DOWNTOWN COLLEGE PREP - ACROSS THE BRIDGE FOUNDATION 1460 THE ALAMEDA SAN JOSE, CA 95126		501(C)(3)	SCHOLARSHIP GRANT	40,000.
DOWNTOWN COLLEGE PREP - ACROSS THE BRIDGE FOUNDATION 1460 THE ALAMEDA SAN JOSE, CA 95126		501(C)(3)	SCHOLARSHIP GRANT	40,000.
DOWNTOWN COLLEGE PREP - ACROSS THE BRIDGE FOUNDATION 1460 THE ALAMEDA SAN JOSE, CA 95126		501(C)(3)	SCHOLARSHIP GRANT	40,000.
EAST OAKLAND YOUTH DEVELOPMENT CENTER 8200 INTERNATIONAL BLVD. OAKLAND, CA 94621		501(C)(3)	SCHOLARSHIP GRANT	55,500.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	6,250.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	50,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	6,250.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	50,000.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	6,250.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	50,000.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	56,250.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	56,250.
EASTSIDE COLLEGE PREPARATORY SCHOOL 1041 MYRTLE STREET EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	56,250.
EDUCATION AND LEADERSHIP FOUNDATION 1551 E. SHAW AVE., SUITE 130 FRESNO, CA 93710		501(C)(3)	SCHOLARSHIP GRANT	74,000.
FIRST GRADUATE PRESIDIO OF SAN FRANCISCO, P.O. BOX 29415 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	51,750.
FIRST GRADUATE PRESIDIO OF SAN FRANCISCO, P.O. BOX 29415 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	51,750.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FIRST GRADUATE PRESIDIO OF SAN FRANCISCO, P.O. BOX 29415 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	51,750.
FIRST GRADUATE PRESIDIO OF SAN FRANCISCO, P.O. BOX 29415 SAN FRANCISCO, CA 94129		501(C)(3)	COLLABORATIVE GRANT	30,000.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	45,000.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	45,000.
FOUNDATION FOR A COLLEGE EDUCATION 2160 EUCLID AVENUE EAST PALO ALTO, CA 94303		501(C)(3)	SCHOLARSHIP GRANT	45,000.
FOUNDATION FOR STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	51,000.
FOUNDATION FOR STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	51,000.
FOUNDATION FOR STUDENTS RISING ABOVE P.O. BOX 29174 SAN FRANCISCO, CA 94129		501(C)(3)	SCHOLARSHIP GRANT	30,500.
FULFILLMENT FUND 6100 WILSHIRE BLVD., SUITE 600 LOS ANGELES, CA 90048		501(C)(3)	SCHOLARSHIP GRANT	110,000.
FUTURE FOUNDATION OF SACRAMENTO 3455 AMERICAN RIVER DRIVE, SUITE B SACRAMENTO, CA 95864		501(C)(3)	SCHOLARSHIP GRANT	22,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
FUTURE FOUNDATION OF SACRAMENTO 3455 AMERICAN RIVER DRIVE, SUITE B SACRAMENTO, CA 95864		501(C)(3)	SCHOLARSHIP GRANT	22,500.
FUTURE FOUNDATION OF SACRAMENTO 3455 AMERICAN RIVER DRIVE, SUITE B SACRAMENTO, CA 95864		501(C)(3)	SCHOLARSHIP GRANT	22,500.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		501(C)(3)	SCHOLARSHIP GRANT	16,000.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		501(C)(3)	SCHOLARSHIP GRANT	84,000.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		501(C)(3)	SCHOLARSHIP GRANT	16,000.
HEART OF LOS ANGELES YOUTH 2701 WILSHIRE BLVD., SUITE 100 LOS ANGELES, CA 90057		501(C)(3)	SCHOLARSHIP GRANT	84,000.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	17,500.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	80,000.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	17,500.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	80,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	17,500.
HISPANIC SCHOLARSHIP FUND 55 SECOND STREET, SUITE 1500 SAN FRANCISCO, CA 94105		501(C)(3)	SCHOLARSHIP GRANT	80,000.
HUMBOLDT AREA FOUNDATION 373 INDIANOLA RD. BAYSIDE, CA 95524-9350		501(C)(3)	COLLABORATIVE GRANT	31,150.
KLAMATH RIVER EARLY COLLEGE OF THE REDWOODS P. O. BOX 849 KLAMATH, CA 95548		501(C)(3)	SCHOLARSHIP GRANT	2,000.
KLAMATH RIVER EARLY COLLEGE OF THE REDWOODS P. O. BOX 849 KLAMATH, CA 95548		501(C)(3)	SCHOLARSHIP GRANT	15,000.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	7,500.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	38,000.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	7,500.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	35,000.
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	7,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LEADERSHIP HIGH SCHOOL 241 ONEIDA AVENUE, SUITE 301 SAN FRANCISCO, CA 94112		501(C)(3)	SCHOLARSHIP GRANT	35,000.
MARCUS A. FOSTER EDUCATIONAL INSTITUTE 8301 EDGEWATER DR., SUITE 203 OAKLAND, CA 94621		501(C)(3)	COLLABORATIVE GRANT	30,000.
MARCUS A. FOSTER EDUCATIONAL INSTITUTE 8301 EDGEWATER DR., SUITE 203 OAKLAND, CA 94621		501(C)(3)	SCHOLARSHIP GRANT	47,000.
MARCUS A. FOSTER EDUCATIONAL INSTITUTE 8301 EDGEWATER DR., SUITE 203 OAKLAND, CA 94621		501(C)(3)	SCHOLARSHIP GRANT	47,000.
MARCUS A. FOSTER EDUCATIONAL INSTITUTE 8301 EDGEWATER DR., SUITE 203 OAKLAND, CA 94621		501(C)(3)	SCHOLARSHIP GRANT	47,000.
MOTIVATING OUR STUDENTS THROUGH EXPERIENCE 645 WEST 9TH STREET, STE 110-376 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	6,500.
MOTIVATING OUR STUDENTS THROUGH EXPERIENCE 645 WEST 9TH STREET, STE 110-376 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	42,000.
NEIGHBORHOOD ACADEMIC INITIATIVE OFFICE OF CONTRACTS AND GRANTS, 837 DOWNEY WAY, STO 315 LOS ANGELES, CA 90089-1187		501(C)(3)	SCHOLARSHIP GRANT	16,000.
NEIGHBORHOOD ACADEMIC INITIATIVE OFFICE OF CONTRACTS AND GRANTS, 837 DOWNEY WAY, STO 315 LOS ANGELES, CA 90089-1187		501(C)(3)	SCHOLARSHIP GRANT	96,000.
NEIGHBORHOOD ACADEMIC INITIATIVE OFFICE OF CONTRACTS AND GRANTS, 837 DOWNEY WAY, STO 315 LOS ANGELES, CA 90089-1187		501(C)(3)	SCHOLARSHIP GRANT	16,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)				
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)				
NEIGHBORHOOD ACADEMIC INITIATIVE OFFICE OF CONTRACTS AND GRANTS, 837 DOWNEY WAY, STO 315 LOS ANGELES, CA 90089-1187		501(C)(3)	SCHOLARSHIP GRANT	60,000.
ONE VOICE 1228 15TH STREET, SUITE C SANTA MONICA, CA 90404		501(C)(3)	SCHOLARSHIP GRANT	12,000.
ONE VOICE 1228 15TH STREET, SUITE C SANTA MONICA, CA 90404		501(C)(3)	SCHOLARSHIP GRANT	68,000.
ORANGE COUNTY ASIAN AND PACIFIC ISLANDER COMMUNITY ALLIANCE 12900 GARDEN GROVE BLVD., STE 214A GARDEN GROVE, CA 92843		501(C)(3)	SCHOLARSHIP GRANT	85,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		501(C)(3)	SCHOLARSHIP GRANT	45,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		501(C)(3)	SCHOLARSHIP GRANT	45,000.
ORANGE COUNTY BAR FOUNDATION 313 N. BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701		501(C)(3)	SCHOLARSHIP GRANT	45,000.
P.F. BRESEE FOUNDATION 184 BIMINI PLACE LOS ANGELES, CA 90004		501(C)(3)	SCHOLARSHIP GRANT	7,500.
P.F. BRESEE FOUNDATION 184 BIMINI PLACE LOS ANGELES, CA 90004		501(C)(3)	SCHOLARSHIP GRANT	60,000.
PASADENA CITY COLLEGE 1570 EAST COLORADO BLVD., ROOM C203 PASADENA, CA 91106		501(C)(3)	SCHOLARSHIP GRANT	112,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	3,000.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	29,500.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	3,000.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	29,500.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	3,000.
PENINSULA COLLEGE FUND 1325 BAY LAUREL DRIVE MENLO PARK, CA 94025		501(C)(3)	SCHOLARSHIP GRANT	29,500.
PROJECT GRAD LOS ANGELES 10625 ERWIN STREET NORTH HOLLYWOOD, CA 91606		501(C)(3)	SCHOLARSHIP GRANT	8,000.
PROJECT GRAD LOS ANGELES 10625 ERWIN STREET NORTH HOLLYWOOD, CA 91606		501(C)(3)	SCHOLARSHIP GRANT	92,000.
PROJECT GRAD LOS ANGELES 10625 ERWIN STREET NORTH HOLLYWOOD, CA 91606		501(C)(3)	SCHOLARSHIP GRANT	8,000.
PROJECT GRAD LOS ANGELES 10625 ERWIN STREET NORTH HOLLYWOOD, CA 91606		501(C)(3)	SCHOLARSHIP GRANT	92,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ROSELAND CHARTER SCHOOL 1934 BIWANA DRIVE SANTA ROSA, CA 95407		501(C)(3)	SCHOLARSHIP GRANT	62,500.
SALVADORAN AMERICAN LEADERSHIP AND EDUCATIONAL FUND 1625 W. OLYMPIC BLVD., SUITE 718 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	10,500.
SALVADORAN AMERICAN LEADERSHIP AND EDUCATIONAL FUND 1625 W. OLYMPIC BLVD., SUITE 718 LOS ANGELES, CA 90015		501(C)(3)	SCHOLARSHIP GRANT	59,500.
SILICON VALLEY CHILDREN'S FUND 4525 UNION AVENUE SAN JOSE, CA 95124		501(C)(3)	SCHOLARSHIP GRANT	65,000.
SILICON VALLEY CHILDREN'S FUND 4525 UNION AVENUE SAN JOSE, CA 95124		501(C)(3)	SCHOLARSHIP GRANT	65,000.
SILICON VALLEY CHILDREN'S FUND 4525 UNION AVENUE SAN JOSE, CA 95124		501(C)(3)	SCHOLARSHIP GRANT	65,000.
STANISLAUS COUNTY OFFICE OF EDUCATION 1100 H STREET/ ISS DEPT MODESTO, CA 95354		501(C)(3)	SCHOLARSHIP GRANT	118,000.
SWEETWATER EDUCATION FOUNDATION 1130 FIFTH AVENUE CHULA VISTA, CA 91911-2896		501(C)(3)	SCHOLARSHIP GRANT	5,000.
SWEETWATER EDUCATION FOUNDATION 1130 FIFTH AVENUE CHULA VISTA, CA 91911-2896		501(C)(3)	SCHOLARSHIP GRANT	95,000.
THE WOODEN FLOOR 1810 NORTH MAIN STREET SANTA ANA, CA 92706		501(C)(3)	SCHOLARSHIP GRANT	40,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		501(C)(3)	SCHOLARSHIP GRANT	9,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		501(C)(3)	SCHOLARSHIP GRANT	45,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		501(C)(3)	SCHOLARSHIP GRANT	9,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BLVD., SUITE 1955 LOS ANGELES, CA 90017		501(C)(3)	SCHOLARSHIP GRANT	45,000.
UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS, 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		501(C)(3)	SCHOLARSHIP GRANT	79,500.
UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS, 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		501(C)(3)	SCHOLARSHIP GRANT	61,500.
UNIVERSITY OF CALIFORNIA, DAVIS OFFICE OF RESEARCH-SPONSORED PROGRAMS, 1850 RESEARCH PARK DRIVE, SUITE 300 DAVIS, CA 95618		501(C)(3)	SCHOLARSHIP GRANT	61,500.
YOUTH 2 LEADERS EDUCATION FOUNDATION 1527 19TH STREET, SUITE 226 BAKERSFIELD, CA 93301		501(C)(3)	SCHOLARSHIP GRANT	125,000.
Total from continuation sheets				

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

SOURCE	AMOUNT
STUDENT LOAN INTEREST	406,808.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	406,808.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST & DIVIDENDS	6,432,217.	0.	6,432,217.
TOTAL TO FM 990-PF, PART I, LN 4	6,432,217.	0.	6,432,217.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	89,800.	89,800.	0.
OTHER INVESTMENT INCOME - PASS-THROUGH ENTITIES	-1,056,148.	-1,056,148.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	-966,348.	-966,348.	0.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	23,378.	0.	0.	23,378.
TO FM 990-PF, PG 1, LN 16A	23,378.	0.	0.	23,378.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STUDENT LOAN EXPENSES	98,065.	98,065.	0.	0.	
OFFICE EXPENSE	46,421.	0.	0.	46,421.	
SYSTEMS EXPENSE	95,770.	0.	0.	95,770.	
INSURANCE	47,249.	0.	0.	47,249.	
OTHER GENERAL & ADMINISTRATIVE EXP	9,934.	0.	0.	9,934.	

COLLEGE ACCESS FOUNDATION OF CALIFORNIA

94-2618667

COMMUNICATION & OUTREACH	33,632.	0.	0.	33,632.
COMMON EXPENSE ALLOCATION	0.	52,113.	0.	-52,113.
INVESTMENT ADVISORY FEES	2,383,081.	2,383,081.	0.	0.
BOARD EXPENSES	58,939.	0.	0.	58,939.
TO FORM 990-PF, PG 1, LN 23	2,773,091.	2,533,259.	0.	239,832.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - PARTNERSHIPS	FMV	228,374,337.	228,374,337.
TOTAL TO FORM 990-PF, PART II, LINE 13		228,374,337.	228,374,337.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS	54,507.	54,507.	54,507.
DEFERRED COMPENSATION	0.	34,010.	34,010.
DUE FROM SUBSIDIARY	3,229.	7,473.	7,473.
TO FORM 990-PF, PART II, LINE 15	57,736.	95,990.	95,990.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED EXCISE TAX PAYABLE	882,452.	623,732.
TOTAL TO FORM 990-PF, PART II, LINE 22	882,452.	623,732.

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
JAMES E. CANALES ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 3.00	0.	0.	0.
CARLENE M. ELLIS ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 2.00	0.	0.	0.
RUSSELL GOULD ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 1.50	16,000.	0.	0.
N. ROSS MATTHEWS ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 1.50	16,000.	0.	0.
GRETCHEN H. MILLIGAN ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 1.50	16,000.	0.	0.
TOBY ROSENBLATT ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 1.50	16,000.	0.	0.
JOHN T. SHANAHAN ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 1.50	16,000.	0.	0.
LINDA DAVIS TAYLOR ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 1.50	16,000.	0.	0.
JOSEPH W. WATSON ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	BOARD MEMBER 2.00	16,000.	0.	0.
PHILLIPPE WALLACE ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	CFO & TREASURER 40.00	189,523.	32,884.	0.
JULIA I. LOPEZ ONE FRONT STREET #1325 SAN FRANCISCO, CA 94111	PRESIDENT/CEO 40.00	324,198.	55,806.	0.

JACKIE KHOR	VICE PRESIDENT FOR PROGRAMS			
ONE FRONT STREET #1325	40.00	122,088.	43,555.	0.
SAN FRANCISCO, CA 94111				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		747,809.	132,245.	0.
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FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	13
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ACTIVITY THREE

FOUNDATION-ADMINISTERED PROJECT TO DESIGN, IMPLEMENT AND FUND AN EVALUATION OF THE COACHELLA VALLEY ECONOMIC PARTNERSHIP TO OBTAIN INFORMATION REGARDING: 1) WHAT HAS BEEN ACCOMPLISHED TO DATE AND MEASUREMENT OF THE PARTNERSHIP'S SUCCESS, AND 2) IMPLEMENTATION LESSONS THAT COULD BE APPLICABLE TO OTHER POTENTIAL GRANTEES.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 3

14,000.