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

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

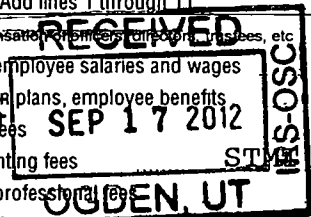
2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>THE TITLE FAMILY FOUNDATION</b>		A Employer identification number <b>95-3155651</b>
Number and street (or P O box number if mail is not delivered to street address) <b>557 CHAPALA DR.</b>	Room/suite	B Telephone number <b>(310) 459-2424</b>
City or town, state, and ZIP code <b>PACIFIC PALISADES, CA 90272</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 8,210,265.</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		700,726.	700,726.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-656,763.			
b Gross sales price for all assets on line 6a <b>7,576,620.</b>					
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		907.	907.		STATEMENT 2
12 Total. Add lines 1 through 11		44,870.	701,633.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		21,390.	16,043.		5,347.
c Other professional fees					
17 Interest					
18 Taxes		31,251.	123.		37.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		1,358.	1,019.		339.
24 Total operating and administrative expenses. Add lines 13 through 23		53,999.	17,185.		5,723.
25 Contributions, gifts, grants paid		135,515.			135,515.
26 Total expenses and disbursements. Add lines 24 and 25		189,514.	17,185.		141,238.
27 Subtract line 26 from line 12		-144,644.			
a Excess of revenue over expenses and disbursements			684,448.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	



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**Part II Balance Sheets**

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	118,728.	29,214.	29,214.
	2 Savings and temporary cash investments	14,663.	115,817.	115,817.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	46,823.		
	10a Investments - U S and state government obligations STMT 8	1,339,097.	674,890.	712,602.
	b Investments - corporate stock STMT 9	735,293.	635,293.	550,577.
	c Investments - corporate bonds STMT 10	10,202,682.	7,302,055.	6,802,055.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	12,457,286.	8,757,269.	8,210,265.	
<b>Liabilities</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
22 Other liabilities (describe ▶ STATEMENT 11)	0.	1,793.		
23 Total liabilities (add lines 17 through 22)	0.	1,793.		
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	10,214,536.	6,657,370.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,242,750.	2,098,106.	
30 Total net assets or fund balances	12,457,286.	8,755,476.		
31 Total liabilities and net assets/fund balances	12,457,286.	8,757,269.		

**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	12,457,286.
2 Enter amount from Part I, line 27a	2	-144,644.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	12,312,642.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	3,557,166.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,755,476.

**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 MORGAN STANLEY #156270 (SCH A)		P	VARIOUS	VARIOUS
b MORGAN STANLEY #156270 (SCH A)		P	VARIOUS	VARIOUS
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 3,277,873.		3,191,809.	86,064.
b 4,298,747.		5,041,574.	-742,827.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV 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			86,064.
b			-742,827.
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	-656,763.
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	140,120.	10,751,372.	.013033
2009	138,189.	6,329,614.	.021832
2008	81,350.	2,454,790.	.033139
2007	872,535.	2,436,160.	.358160
2006	102,209.	1,927,511.	.053026

2 Total of line 1, column (d)	2	.479190
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	.095838
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	9,484,434.
5 Multiply line 4 by line 3	5	908,969.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,844.
7 Add lines 5 and 6	7	915,813.
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	141,238.

**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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	13,689.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> 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	13,689.
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	13,689.
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	22,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	22,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	8,311.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 8,311. Refunded <input type="checkbox"/>	11	0.	

**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. <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

**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 ► N/A	13	X	
14	The books are in care of ► DAVID SAENZ Telephone no. ► 310-273-4550 Located at ► 132 S.RODEO DR. STE 301, BEVERLY HILLS, CA ZIP+4 ► 90212			
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NANCY S. TITLE	PRESIDENT/SECRETARY			
557 CHAPALA DR.				
PACIFIC PALISADES, CA 90272	5.00	0.	0.	0.
MARILYN D. TITLE	VICE PRESIDENT			
27826 OTWELL RD	2.00	0.	0.	0.
OXFORD, MD 21654				

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

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

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

0

Form 990-PF (2011)





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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	9,451,055.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	177,812.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	9,628,867.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	9,628,867.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	144,433.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	9,484,434.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	474,222.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	474,222.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	13,689.
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	13,689.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	460,533.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	460,533.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	460,533.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	141,238.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	141,238.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	0.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	141,238.

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

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				460,533.
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	211,475.			
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	211,475.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 141,238.				
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				141,238.
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).)	211,475.			211,475.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				107,820.
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	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

N/A

- ▶

**b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(I)(3) or ☐ 4942(I)(5)

- (e) Total**

**(4) Gross investment income**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVE., FL.#17 CHICAGO, IL 60601	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
AMERICAN DIABETES ASSOCIATION PO BOX 97136 WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
AMERICAN HEART ASSOCIATION 10390 SANTA MONICA BLVD. LOS ANGELES, CA 90025	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
AMERICAN INSTITUTE FOR CANCER RESEARCH 1759 R STREET NW P.O. 97167 WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
AMERICAN JEWISH COMMITTEE 165 E. 56TH STREET NEW YORK, NY 10022	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
<b>Total</b>	<b>SEE CONTINUATION SHEET(S)</b>			<b>135,515.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				<b>0.</b>



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

- |          |   | Yes | No |
|----------|---|-----|----|
| <b>1</b> | 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?   |     |    |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of   |     |    |
|          | (1) Cash  |     | X  |
|          | (2) Other assets  |     | X  |
| <b>b</b> | Other transactions  |     |    |
|          | (1) Sales of assets to a noncharitable exempt organization  |     | X  |
|          | (2) Purchases of assets from a noncharitable exempt organization  |     | X  |
|          | (3) Rental of facilities, equipment, or other assets  |     | X  |
|          | (4) Reimbursement arrangements  |     | X  |
|          | (5) Loans or loan guarantees  |     | X  |
|          | (6) Performance of services or membership or fundraising solicitations  |     | X  |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees  |     | X  |
| <b>d</b> | 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


- b** If "Yes," complete the following schedule

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

**Sign  
Here**

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

and belief, it is true, correct, and complete Declaration of preparer (other than tax preparer) in case of preparer other than preparer of return

 Percy S. Little

Signature of officer or trustee

Date X 9/2/12

**PRESIDENT**  
Title

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

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

DAVID M. SAENZ

Preparer's signature

*[Signature]*

Date

9/11/12

Check ☐ self-employed

PTIN

P00138846

Firm's name ► NEUMAN, STEINHAUSER, SAENZ & ARDITO, LL

Firm's EIN ► 51-0439360

Firm's address ► 132 S. RODEO DR. SUITE 301  
BEVERLY HILLS, CA 90212-2403

Phone no (310) 273-4550

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAX	31,091.	0.		0.	
FRANCHISE TAX BOARD	10.	10.		0.	
CA REGISTRATION	150.	113.		37.	
TO FORM 990-PF, PG 1, LN 18	31,251.	123.		37.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OFFICE SUPPLIES AND EXPENSES	1,358.	1,019.		339.	
TO FORM 990-PF, PG 1, LN 23	1,358.	1,019.		339.	

**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 KIDNEY FUND PO BOX 96507 WASHINGTON, DC 20077	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
AMERICAN RED CROSS OF GREATER LOS ANGELES 2700 WILSHIRE BLVD LOS ANGELES, CA 90057	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,100.
ANTI-DEFAMATION LEAGUE 605 THIRD AVE. NEW YORK, NY 10158	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
ARTHRITIS FOUNDATION PO BOX 761129 LOS ANGELES, CA 90076	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,100.
B'NAI B'RITH 2020 K STREET.N.W., 7TH FLOOR WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
BRAILLE INSTITUTE OF AMERICA 7410 N.VERMONT AVE., LOS ANGELES, CA 90029	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
JEWISH BIG BROTHERS AND SISTERS 6505 WILSHIRE BLVD. 6TH FLOOR LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
JEWISH NATIONAL FUND PO BOX 9105 UNIONDALE UNIONDALE, NY 11555	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
JUNIOR BLIND OF AMERICA 5300 ANGELES VISTA BLVD. LOS ANGELES, CA 90043	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
KIDS OF KILIMANJARO 1590 METRO DR., STE 118 COSTA MESA, CA 92626	NONE	PUBLIC CHARITY	GENERAL SUPPORT	36,400.
Total from continuation sheets				135,015.



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

<div>Recipient</div> <div>Name and address (home or business)</div>	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
LACMA PO BOX 51883 LOS ANGELES, CA 90099	NONE	PUBLIC CHARITY	GENERAL SUPPORT	90.
LARC FOUNDATION 29890 BOUQUET CANYON RD. SAUGUS, CA 91350	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
LOS ANGELES MISSION PO BOX 55900 LOS ANGELES, CA 90055	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
MACCABI USA/SPORTS FOR ISRAEL 1926 ARCH ST. 4R PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
MACULAR DEGERATION RESEARCH PO BOX 1952 CLARKSBURG, MD 20871	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
MADD 511 E.JOHN CARPENTER FREEWAY, #700 IRVING, TX 75062	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
MARCH OF DIMES PO BOX 514419 LOS ANGELES, CA 90051	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
MUSCULAR DYSTROPHY ASSOCIATION 3300 E.SUNRISE DR. TUCSON, AR 85718	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
NATIONAL FOUNDATION FOR CANCER RESEARCH PO BOX 96021 WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
NATIONAL GLAUCOMA RESEARCH PO BOX 1962 CLARKSBURG, MD 20871	NONE	PUBLIC CHARITY	GENERAL SUPPORT	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
NATIONAL MULTIPLE SCLEROSIS SOCIETY 2440 S.SEPULVEDA BLVD. #115 LOS ANGELES, CA 90064	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
PALISADES HIGH SCHOOL BOOSTER CLUB PO BOX 223 PACIFIC PALISADES, CA 90272	NONE	PUBLIC CHARITY	GENERAL SUPPORT	4,925.
PROJECT ANGEL FOOD 922 VINE ST LOS ANGELES, CA 90038	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
RECORDING FOR THE BLIND AND DYSLEXIC 20 ROSZEL ROAD PRINCETON PRINCETON, NJ 08540	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
SEVA FOUNDATION 1786 FIFTH ST. BERKELEY, CA 94710	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
SOMALY MAM FOUNDATION PO BOX 4569 NEW YORK, NY 10163	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
SPECIAL OLYMPICS 6730 E.CARSON ST. LONG BEACH, CA 90808	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
TREE PEOPLE 12601 MULHOLLAND DR. BEVERLY HILLS, CA 90210	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
UNION RESCUE MISSION 545 S. SAN PEDRO ST. LOS ANGELES, CA 90013	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
VISUAL COMMUNICATIONS 120 JUDGE JOHN AISO ST. LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	GENERAL SUPPORT	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
WORLD JEWISH CONGRESS FOUNDATION 501 MADISON AVE. 17TH FLOOR NEW YORK, NY 10022	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
AIDS PROJECT LOS ANGELES PO BOX 74547 LOS ANGELES, CA 90004	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200.
AMERICAN FRIENDS OF MAGEN DAVID ADOM PO BOX 30999 LOS ANGELES, CA 90030	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
AMERICAN SOCIETY FOR YAD VASHEM PO BOX 170305 MILWAUKEE, WI 53217	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
AQUARIUM OF THE PACIFIC 100 AQUARIUM WAY LONG BEACH, CA 90802	NONE	PUBLIC CHARITY	GENERAL SUPPORT	300.
BORDER TERRIER CLUB PO BOX 227303 LOS ANGELES, CA 90022	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
CEDARS SINAI MEDICAL CENTER 1801 W.OLYMPIC BLVD. PASADENA, CA 91199	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
CHILDREN'S HOSPITAL OF LOS ANGELES DEPARTMENT 2712 LOS ANGELES, CA 90084	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
DOCTORS WITHOUT BORDERS PO BOX 5023 HAGERSTOWN, MD 21741	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
EISENHOWER MEDICAL CENTER FOUNDATION 39000 BOB HOPE DR. RANCHO MIRAGE, CA 92270	NONE	PUBLIC CHARITY	GENERAL SUPPORT	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
HERITAGE & TRADITIONS 5509 28TH AVE. S. MINNEAPOLIS, MN 55417	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
INTERNATIONAL CAMPAIGN FOR TIBET 1825 JEFFERSON PLACE N.W. WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	GENERAL SUPPORT	800.
IRISH SETTER CLUB OF AMERICA FOUNDATION 34553 DEERWOOD DR. EUGENE, OR 97405	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
JCC ASSOCIATION 520 8TH AVENUE NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
MAKE A WISH FOUNDATION PO BOX 97104 WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
MWERENI PRIMARY SCHOOL-DAMAS KIMOSO PO BOX 97104 WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	23,000.
NATIONAL LAW ENFORCEMENT OFFICERS MEMORIAL PO BOX 97071 WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
OM FOUNDATION 980 ROOSEVELT, SUITE 100 IRVINE, CA 92620	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
PALISADES CHARTER HIGH SCHOOL 15777 BOWDOIN ST. PACIFIC PALISADES, CA 90272	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,000.
PLANNED PARENTHOOD 400 W 30TH ST. LOS ANGELES, CA 90007	NONE	PUBLIC CHARITY	GENERAL SUPPORT	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
SAINT JOHN HEALTH CENTER FOUNDATION 1328 22ND ST. SANTA MONICA, CA 90404	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
SEMESTER AT SEA PO BOX 400885 CHARLOTTESVILLE, VA 22904	NONE	PUBLIC CHARITY	GENERAL SUPPORT	600.
SUSAN KOMEN FOR THE CURE PO BOX 96216 WASHINGTON, DC 20090	NONE	PUBLIC CHARITY	GENERAL SUPPORT	300.
TAKE THE LEAD PO BOX 6353 WATERTOWN, NY 13601	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
CENTER FOR EARLY EDUCATION 563 N. ALFRED ST W.HOLLYWOOD, CA 90048	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500.
JEWISH HOME FOR THE AGING 7150 TAMPA AVE., RESEDA, CA 91335	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
KHALILI FOUNDATION 9033 WILSHIRE BLVD. #200 BEVERLY HILLS, CA 90211	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,000.
MIDNIGHT MISSION 601 S. SAN PEDRO ST LOS ANGELES, CA 90014	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
UNITED CEREBRAL PALSY 980 ROOSEVELT, SUITE 100 IRVINE, CA 92620	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
U.S. OLYMPIC COMMITTEE PO BOX 7010 ALBERT LEA, MN 56007	NONE	PUBLIC CHARITY	GENERAL SUPPORT	100.
Total from continuation sheets				

95-3155651

### 3 Grants and Contributions Paid During the Year (Continuation)

**Total from continuation sheets**

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FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ACCRUED INTEREST PAID	-128,325.	0.	-128,325.
AMORTIZATION BOND PREMIUM	-11,458.	0.	-11,458.
GNMA INTEREST ADJUSTMENT	805.	0.	805.
MORGAN STANLEY DIVIDENDS	116,851.	0.	116,851.
MORGAN STANLEY INTEREST	702,136.	0.	702,136.
MORGAN STANLEY OID	20,570.	0.	20,570.
PERIOD ADJUSTMENT	147.	0.	147.
TOTAL TO FM 990-PF, PART I, LN 4	700,726.	0.	700,726.

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FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	907.	907.	
TOTAL TO FORM 990-PF, PART I, LINE 11	907.	907.	

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FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEE	21,390.	16,043.		5,347.
TO FORM 990-PF, PG 1, LN 16B	21,390.	16,043.		5,347.

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FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
IRS MANDATED PARTIAL RETURN OF INITIAL FUNDING	3,557,166.
TOTAL TO FORM 990-PF, PART III, LINE 5	3,557,166.

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FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MUNICIPAL BONDS (SCHEDULE B)		X	545,555.	564,468.
GNMA (SCHEDULE B)	X		129,335.	148,134.
TOTAL U.S. GOVERNMENT OBLIGATIONS			129,335.	148,134.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			545,555.	564,468.
TOTAL TO FORM 990-PF, PART II, LINE 10A			674,890.	712,602.

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FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS (SCHEDULE B)	435,132.	383,467.
PREFERRED STOCK (SCHEDULE B)	200,161.	167,110.
TOTAL TO FORM 990-PF, PART II, LINE 10B	635,293.	550,577.

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FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS (SCHEDULE B)	7,302,055.	6,802,055.
TOTAL TO FORM 990-PF, PART II, LINE 10C	7,302,055.	6,802,055.

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FORM 990-PF	OTHER LIABILITIES	STATEMENT 11
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ADVANCE FROM BROKER	0.	1,793.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	1,793.

TITLE FAMILY FOUNDATION  
Realized Gain/Loss for Year 2011

Quantity	Description	Date Acquired	Date Sold	Proceeds (\$)	Total Cost (\$)	G/L Amount (\$)
300000 0000	Alcoa Inc 6 150 8-15-20	1/4/2011	5/19/2011	319,494 00	318,270 00	1,224 00
200000 0000	Bank Of Amer Corp 8 1/8 5-31-51	11/19/2010	5/19/2011	214,361 11	205,497 73	8,863 38
100000 0000	Boston Scientific 6 000 1-15-20	1/21/2011	5/19/2011	106,464 00	105,816 00	648 00
125000 0000	Calif St Go Be 7 700 11-01-30	11/24/2010	8/9/2011	139,003 75	129,784 03	9,219 72
100000 0000	Calif St Go Be 7 700 11-01-30	11/24/2010	5/19/2011	107,278 00	103,827 23	3,450 77
300000 0000	Chesapeake Energy 6 7/8 8-15-18	12/2/2010	5/19/2011	319,500 00	316,593 72	2,906 28
50000 0000	El Monte Calif Be 7 650 2-01-23	12/17/2010	12/1/2011	51,373 00	50,810 77	562 23
80000 0000	Frdley Isd Be 5 1/4 2-01-21	12/14/2010	5/19/2011	81,964 40	82,556 60	(592 20)
0 0000	General Motors Co Wts 071016	7/28/2011	10/28/2011	40 85	0 00	40 85
0 0000	General Motors Co Wts 071016	7/28/2011	7/28/2011	21 67	0 00	21 67
0 0000	General Motors Co Wts 071019	7/28/2011	10/28/2011	28 36	0 00	28 36
0 0000	General Motors Co Wts 071019	7/28/2011	7/28/2011	14 10	0 00	14 10
0 0000	General Mtrs Co	7/28/2011	10/28/2011	64 86	0 00	64 86
0 0000	General Mtrs Co	7/28/2011	7/28/2011	22 51	0 00	22 51
100000 0000	Global Marne Inc 7 000 6-01-28	9/29/2010	4/6/2011	104,520 00	102,481 65	2,038 35
500000 0000	Gmac 7 1/2 8-15-17	1/27/2010	1/18/2011	485,600 00	440,002 55	45,597 45
150000 0000	Hartford Finl Svc 8 1/8 6-15-68	11/18/2010	5/19/2011	166,500 00	163,123 45	3,376 55
150000 0000	Hca Inc 7 7/8 2-15-20	12/27/2010	5/19/2011	163,500 00	163,706 89	(206 89)
90000 0000	Lincoln Natl Corp 7 000 5-17-66	11/19/2010	5/19/2011	90,894 00	89,325 00	1,569 00
300000 0000	Moody's Corp 5 1/2 9-01-20	1/18/2011	5/19/2011	312,255 00	309,234 00	3,021 00
105000 0000	Ms Lev Cms 13,600 12-22-24	1/7/2011	6/22/2011	105,000 00	106,575 00	(1,575 00)
150000 0000	Stancorp Finl Grp 6 900 6-01-67	1/3/2011	5/19/2011	145,177 50	144,750 00	427 50
250000 0000	Tesoro Corp 6 1/2 6-01-17	11/22/2010	5/19/2011	255,625 00	254,320 93	1,304 07
100000 0000	Transocean Inc 6 000 3-15-18	12/16/2010	5/19/2011	109,171 00	105,133 43	4,037 57
	<b>TOTAL SHORT TERM</b>			<b>3,277,873.11</b>	<b>3,191,808.98</b>	<b>86,064.13</b>
85,000 0000	Ca St Go Bab Be 7 1/2 4-01-34	1/5/2010	3/18/2011	86,680 40	86,289 45	390 95
115,000 0000	Ca St Go Bab Be 7 1/2 4-01-34	1/5/2010	3/15/2011	116,725 00	116,744 55	(19 55)
150,000 0000	Ca St Go Bab Be 7 1/2 4-01-34	4/23/2009	3/15/2011	152,250 00	150,000 00	2,250 00
362,000 0000	Ford Motor Co 6 3/8 2-01-29	5/13/2004	1/3/2011	335,085 30	362,000 00	(26,914 70)
90,000 0000	Ford Motor Co 6 3/8 2-01-29	3/30/2004	1/3/2011	83,308 50	90,000 00	(6,691 50)
200,000 0000	Ford Motor Co 6 3/8 2-01-29	3/30/2007	1/3/2011	185,130 00	200,000 00	(14,870 00)
17,000 0000	Ford Motor Co 6 5/8 10-01-28	12/31/2003	1/5/2011	16,325 10	17,000 00	(674 90)
200,000 0000	Ford Motor Co 6 5/8 10-01-28	8/5/2003	1/5/2011	192,060 00	200,000 00	(7,940 00)
50,000 0000	Ford Motor Co 9 300 3-01-30	2/17/2004	5/19/2011	63,500 00	50,000 00	13,500 00
125,000 0000	Ford Motor Co 9 300 3-01-30	2/17/2004	7/20/2011	156,562 50	125,000 00	31,562 50
400,000 0000	Ford Motor Co 9 300 3-01-30	3/30/2007	2/9/2011	470,500 00	400,000 00	70,500 00
210,000 0000	Ford Motor Co 9 300 3-01-30	3/30/2007	5/19/2011	266,700 00	210,000 00	56,700 00
100,000 0000	Ford Mtr Co 6 1/2 8-01-18	11/12/2003	2/15/2011	103,250 00	100,000 00	3,250 00
160,000 0000	Ford Mtr Co 7 1/8 11-15-25	3/16/2004	1/26/2011	159,200 00	160,000 00	(800 00)
100,000 0000	Ge Global Ins 7 000 2-15-26	10/23/2009	5/19/2011	106,551 00	100,000 00	6,551 00
517 2820	General Motors Co Wts 071016	7/1/2003	4/27/2011	11,598 98	45,250 58	(33,651 60)
245 1070	General Motors Co Wts 071016	7/1/2003	4/27/2011	5,496 02	21,441 37	(15,945 35)
172 6110	General Motors Co Wts 071016	7/1/2003	4/27/2011	3,870 45	15,099 59	(11,229 14)
0 5510	General Motors Co Wts 071016	7/1/2003	4/21/2011	11 61	48 21	(36 60)
1,772 0000	General Motors Co Wts 071016	11/8/2004	4/27/2011	39,733 44	150,962 35	(111,228 91)
0 4180	General Motors Co Wts 071016	11/8/2004	4/21/2011	8 82	35 65	(26 83)
705 0000	General Motors Co Wts 071016	3/30/2007	4/27/2011	15,808 17	60,351 98	(44,543 81)
0 5380	General Motors Co Wts 071016	3/30/2007	4/21/2011	11 34	46 07	(34 73)
1,038 0000	General Motors Co Wts 071016	3/30/2007	4/27/2011	23,275 01	90,540 33	(67,265 32)
0 6590	General Motors Co Wts 071016	3/30/2007	4/21/2011	13 89	57 52	(43 63)
517 2820	General Motors Co Wts 071019	7/1/2003	4/27/2011	8,927 62	34,829 09	(25,901 47)
245 1070	General Motors Co Wts 071019	7/1/2003	4/27/2011	4,230 23	16,503 29	(12,273 06)
172 6110	General Motors Co Wts 071019	7/1/2003	4/27/2011	2,979 04	11,622 06	(8,643 02)
0 5510	General Motors Co Wts 071019	7/1/2003	4/21/2011	9 02	37 11	(28 09)
1,772 0000	General Motors Co Wts 071019	11/8/2004	4/27/2011	30,582 42	116,194 40	(85,611 98)
0 4180	General Motors Co Wts 071019	11/8/2004	4/21/2011	6 85	27 44	(20 59)
705 0000	General Motors Co Wts 071019	3/30/2007	4/27/2011	12,167 39	46,452 61	(34,285 22)
0 5380	General Motors Co Wts 071019	3/30/2007	4/21/2011	8 81	35 46	(26 65)
1,038 0000	General Motors Co Wts 071019	3/30/2007	4/27/2011	17,914 53	69,688 35	(51,773 82)
0 6590	General Motors Co Wts 071019	3/30/2007	4/21/2011	10 79	44 27	(33 48)
569 5100	General Mtrs Co	7/1/2003	4/27/2011	17,896 75	69,822 08	(51,925 33)
269 6180	General Mtrs Co	7/1/2003	4/27/2011	8,472 70	33,055 24	(24,582 54)
189 8720	General Mtrs Co	7/1/2003	4/27/2011	5,966 70	23,278 36	(17,311 66)

TITLE FAMILY FOUNDATION  
Realized Gain/Loss for Year 2011

95-3155651

Quantity	Description	Date Acquired	Date Sold	Proceeds (\$)	Total Cost (\$)	G/L Amount (\$)
0 1060	General Mtrs Co	7/1/2003	4/21/2011	3 24	13 02	(9 78)
1,949 0000	General Mtrs Co	11/8/2004	4/27/2011	61,246 99	232,701 31	(171,454 32)
0 6600	General Mtrs Co	11/8/2004	4/21/2011	20 12	78 86	(58 74)
776 0000	General Mtrs Co	3/30/2007	4/27/2011	24,385 67	93,102.84	(68,717 17)
0 0920	General Mtrs Co	3/30/2007	4/21/2011	2 80	11 04	(8 24)
1,142 0000	General Mtrs Co	3/30/2007	4/27/2011	35,887 15	139,605 27	(103,718 12)
0 5250	General Mtrs Co	3/30/2007	4/21/2011	16 01	64 26	(48 25)
327,000 0000	Gmac 7 1/2 8-15-17	1/27/2010	5/19/2011	321,705 87	287,761 67	33,944 20
91 3700	Gnma Pool 001717 7 1/2 5-20-24	3/30/2007	VARIOUS	91 37	91 37	0 00
161 7000	Gnma Pool 002266 7 000 8-20-26	3/30/2007	VARIOUS	161 70	161 70	0 00
175 8600	Gnma Pool 002444 7 1/2 6-20-27	3/30/2007	VARIOUS	175 86	175 86	0 00
465 2600	Gnma Pool 002456 7 000 7-20-27	3/30/2007	VARIOUS	465 26	465 26	0 00
212 1500	Gnma Pool 002604 7 000 6-20-28	3/30/2007	VARIOUS	212 15	212 15	0 00
191 7100	Gnma Pool 002605 7 1/2 6-20-28	3/30/2007	VARIOUS	191 71	191 71	0 00
316 1500	Gnma Pool 002714 6 1/2 2-20-29	3/30/2007	VARIOUS	316 15	316 15	0 00
66 6900	Gnma Pool 002743 7 1/2 4-20-29	3/30/2007	VARIOUS	66 69	66 69	0 00
247 9600	Gnma Pool 002783 7 000 7-20-29	3/30/2007	VARIOUS	247 96	247 96	0 00
135 3400	Gnma Pool 002798 7 1/2 8-20-29	3/30/2007	VARIOUS	135 34	135 34	0 00
112 5200	Gnma Pool 002854 8 000 12-20-29	3/30/2007	VARIOUS	112 52	112 52	0 00
1,083 5400	Gnma Pool 003040 7 000 2-20-31	3/30/2007	VARIOUS	1,083 54	1,083 54	0 00
381 1100	Gnma Pool 003052 6 000 3-20-31	3/30/2007	VARIOUS	381 11	381 11	0 00
3,733 8000	Gnma Pool 003080 6 1/2 5-20-31	3/30/2007	VARIOUS	3,733 80	3,733 80	0 00
613 3500	Gnma Pool 003107 6 1/2 7-20-31	3/30/2007	VARIOUS	613 35	613 35	0 00
1,342.8700	Gnma Pool 003120 6 1/2 8-20-31	3/30/2007	VARIOUS	1,342 87	1,342 87	0 00
182 7200	Gnma Pool 003173 6 1/2 12-20-31	3/30/2007	VARIOUS	182 72	182 72	0 00
1,363 5300	Gnma Pool 003200 6 000 2-20-32	3/30/2007	VARIOUS	1,363 53	1,363 53	0 00
1,335 6200	Gnma Pool 003238 6 000 5-20-32	3/30/2007	VARIOUS	1,335 62	1,335 62	0 00
4,113 4900	Gnma Pool 003249 6 000 6-20-32	3/30/2007	VARIOUS	4,113 49	4,113 49	0 00
904 1600	Gnma Pool 003260 6 000 7-20-32	3/30/2007	VARIOUS	904 16	904 16	0 00
195 5700	Gnma Pool 0037419 7 000 6-15-23	3/30/2007	VARIOUS	195 57	195 57	0 00
82 6200	Gnma Pool 390282 8 000 8-15-24	3/30/2007	VARIOUS	82 62	82 62	0 00
338 2800	Gnma Pool 417239 7 000 2-15-26	1/22/2009	VARIOUS	338 28	338 28	0 00
316 3200	Gnma Pool 424641 6 1/2 1-15-26	3/30/2007	VARIOUS	316 32	316 32	0 00
75 7300	Gnma Pool 516121 7 1/2 12-15-29	1/22/2009	VARIOUS	75 73	75 73	0 00
51 3200	Gnma Pool 527070 7 3/4 2-15-30	3/30/2007	VARIOUS	51 32	51 32	0 00
432 2700	Gnma Pool 565708 6 000 9-15-31	3/30/2007	VARIOUS	432 27	432 27	0 00
#REF!	Gnma Pool 780631 7 000 9-15-27	3/30/2007	VARIOUS	55 34	55 34	0 00
106,000 0000	Hertz Corp 7 000 1-15-28	4/14/2004	5/19/2011	96,020 10	106,000 00	(9,979 90)
52,000 0000	Hertz Corp 7 000 1-15-28	10/2/2003	5/19/2011	47,104 20	52,000 00	(4,895 80)
150,000 0000	Jp Morgan 6 000 1-15-18	6/4/2009	1/26/2011	164,677 50	150,000 00	14,677 50
100,000 0000	Metlife Inc 10 3/4 8-01-39	7/6/2009	5/5/2011	140,000 00	100,000 00	40,000 00
89,000 0000	Morgan Stanley 6 1/4 8-09-26	3/3/2009	1/12/2011	89,876 88	89,000 00	876 88
100,000 0000	Morgan Stanley 5 550 4-27-17	6/4/2009	2/25/2011	104,430 00	100,000 00	4,430 00
100,000 0000	Verizon Maryland 5 1/8 6-15-33	3/30/2007	5/19/2011	92,094 00	100,000 00	(7,906 00)
1,991 0000	Wachovia Cap Tr 6 3/8 3-01-67	1/22/2009	5/19/2011	49,095 87	49,775 00	(679 13)
1,100 0000	Wachovia Cap Tr 6 3/8 3-01-67	1/22/2009	5/19/2011	27,138 89	27,500 00	(361 11)
909 0000	Wachovia Cap Tr 6 3/8 3-01-67	1/22/2009	5/19/2011	22,435 59	22,725 00	(289 41)
200,000 0000	Wells Fargo Cap 9 3/4 9-30-51	8/27/2009	9/12/2011	200,500 00	200,000 00	500 00
100,000 0000	Weyerhaeuser Co 6 7/8 12-15-33	1/22/2009	5/19/2011	100,500 00	100,000 00	500 00
	<b>TOTAL LONG TERM</b>			<b>4,298,747.61</b>	<b>5,041,574.03</b>	<b>(742,826.42)</b>
	<b>GRAND TOTAL</b>			<b>7,576,620.72</b>	<b>8,233,383.01</b>	<b>-656,762.29</b>

95-3155651

1 of 2

95-3155651

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- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

**Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

<b>Type or print</b>  File by the due date for filing your return. See instructions.	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE TITLE FAMILY FOUNDATION	<input checked="" type="checkbox"/> 95-3155651
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	C/O NEUMAN STEINHAUSER SAENZ ARDITO, - 132 S.RODEO	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	BEVERLY HILLS, CA 90212	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

DAVID SAENZ

- The books are in the care of ☒ 132 S.RODEO DR. STE 301 - BEVERLY HILLS, CA 90212

Telephone No. ☒ 310-273-4550

FAX No. ☒ 310-275-7577

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15, 2012.

5 For calendar year 2011, or other tax year beginning                     , and ending                     .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

7 State in detail why you need the extension

**ADDITIONAL TIME IS NEEDED IN ORDER TO COMPILE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN**

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	13,689.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	22,000.
c	<b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ☒

Title ☒ CPA

Date ☒