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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

, 2011, and ending

, 20

Name of foundation

Compton Courts Scholarship Fund

Number and street (or P O box number if mail is not delivered to street address)

1228 Dimondale Drive

Room/suite

City or town, state, and ZIP code

Carson, CA 90746-3159

G Check all that apply: 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 foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 2,379.74 J Accounting method: Cash Accrual
 Other (specify) (Part I, column (d) must be on cash basis.)

A Employer identification number

95-3752951

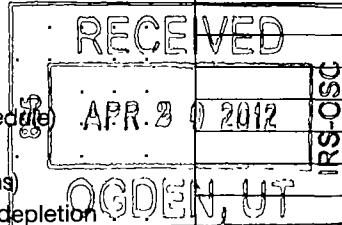
B Telephone number (see instructions)

310) 604-8311

C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	600-			
	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				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less. Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	600-			
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) Exh. B	58-			58-
	24 Total operating and administrative expenses.				
	Add lines 13 through 23				
	25 Contributions, gifts, grants paid	1,200-			1,200-
	26 Total expenses and disbursements. Add lines 24 and 25	1,258-			1,258-
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)				
	c Adjusted net income (if negative, enter -0-)				



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	3,037.74	2,379.74	2,379.74
	2	Savings and temporary cash investments	—	—	—
	3	Accounts receivable ►	—	—	—
		Less: allowance for doubtful accounts ►	—	—	—
	4	Pledges receivable ►	—	—	—
		Less: allowance for doubtful accounts ►	—	—	—
	5	Grants receivable	—	—	—
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	—	—	—
	7	Other notes and loans receivable (attach schedule) ►	—	—	—
		Less: allowance for doubtful accounts ►	—	—	—
	8	Inventories for sale or use	—	—	—
	9	Prepaid expenses and deferred charges	—	—	—
	10a	Investments—U.S. and state government obligations (attach schedule)	—	—	—
	b	Investments—corporate stock (attach schedule)	—	—	—
	c	Investments—corporate bonds (attach schedule)	—	—	—
Liabilities	11	Investments—land, buildings, and equipment: basis ►	—	—	—
		Less: accumulated depreciation (attach schedule) ►	—	—	—
	12	Investments—mortgage loans	—	—	—
	13	Investments—other (attach schedule)	—	—	—
	14	Land, buildings, and equipment: basis ►	—	—	—
		Less: accumulated depreciation (attach schedule) ►	—	—	—
	15	Other assets (describe ►)	—	—	—
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	3,037.74	2,379.74	2,379.74
	17	Accounts payable and accrued expenses	—	—	—
	18	Grants payable	—	—	—
Net Assets or Fund Balances	19	Deferred revenue	—	—	—
	20	Loans from officers, directors, trustees, and other disqualified persons	—	—	—
	21	Mortgages and other notes payable (attach schedule)	—	—	—
	22	Other liabilities (describe ►)	—	—	—
	23	Total liabilities (add lines 17 through 22)	—	—	—
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
Part III Analysis of Changes in Net Assets or Fund Balances	27	Capital stock, trust principal, or current funds	3,037.74	2,379.74	
	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 (see instructions)	3,037.74	2,379.74	
	31	Total liabilities and net assets/fund balances (see instructions)	3,037.74	2,379.74	

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	3,037.74
2	Enter amount from Part I, line 27a	2	<658.00>
3	Other increases not included in line 2 (itemize) ►	3	—
4	Add lines 1, 2, and 3	4	2,379.74
5	Decreases not included in line 2 (itemize) ►	5	—
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,379.74

Part IV Capital Gains and Losses for Tax on Investment Income**N/A**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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

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

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

*To Difficult to Understand –
Reduction Waived*

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010			
2009			
2008			
2007			
2006			

2 Total of line 1, column (d)

2

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

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <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	
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	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only) Others enter -0-		
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
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	
b	Exempt foreign organizations—tax withheld at source		
c	Tax paid with application for extension of time to file (Form 8868)		
d	Backup withholding erroneously withheld		
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> If Form 2220 is attached		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		8
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11	Enter the amount of line 10 to be. Credited to 2012 estimated tax ►	9	
	Refunded ►		
		10	
		11	

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	X	
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	X	
<i>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.</i>			
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	N/A	
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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <i>California</i>	X	
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	X	

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

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

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► **None** 13

14 The books are in care of ► **Thomas & Anorene Townsend** telephone no. ► **310-633-2102**
Located at ► **1228 Dimondale Dr., Carson, CA** ZIP+4 ► **90746-3159** 15

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. and enter the amount of tax-exempt interest received or accrued during the year 15

16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

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)? N/A		
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?		
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)): 1b		
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? 1c	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► 20 , 20 , 20 , 20		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) N/A		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20 N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 3b	<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		
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		

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))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<i>N/A</i>
	Organizations relying on a current notice regarding disaster assistance check here	<input checked="" type="checkbox"/>
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?	<i>N/A</i> <input type="checkbox"/> Yes <input type="checkbox"/> No
<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	
<i>If "Yes" to 6b, file Form 8870.</i>		
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<i>N/A</i>

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Thomas N. Townsend 1228 Dimondale Dr, Carson, CA	Treasurer 1 hour	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Anerene Townsend 1228 Dimondale Dr, Carson, CA	Secretary 0.5 hrs	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
Jacquelyn Sims 308 Nestor, Compton, CA	Chair 0.5 hrs	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

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

Part IX-A Summary of Direct Charitable Activities

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

1 Our only charitable activity is to provide
2 scholarships to eligible students - see our
3 attached Exh. C for details re: scholarships
4

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

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

1	_____	<input type="radio"/>
2	_____	<input type="radio"/>
3	_____	<input type="radio"/>
All other program-related investments See instructions		
Total. Add lines 1 through 3	_____	<input type="radio"/>

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	<input checked="" type="checkbox"/>
b	Average of monthly cash balances	1b	<input checked="" type="checkbox"/>
c	Fair market value of all other assets (see instructions)	1c	<input checked="" type="checkbox"/>
d	Total (add lines 1a, b, and c)	1d	<input checked="" type="checkbox"/>
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	<input checked="" type="checkbox"/>
2	Acquisition indebtedness applicable to line 1 assets	2	<input checked="" type="checkbox"/>
3	Subtract line 2 from line 1d	3	<input checked="" type="checkbox"/>
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	<input checked="" type="checkbox"/>
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	<input checked="" type="checkbox"/>
6	Minimum investment return. Enter 5% of line 5	6	<input checked="" type="checkbox"/>

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	<input checked="" type="checkbox"/>
2a	Tax on investment income for 2011 from Part VI, line 5	2a	<input checked="" type="checkbox"/>
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	<input checked="" type="checkbox"/>
c	Add lines 2a and 2b	2c	<input checked="" type="checkbox"/>
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	<input checked="" type="checkbox"/>
4	Recoveries of amounts treated as qualifying distributions	4	<input checked="" type="checkbox"/>
5	Add lines 3 and 4	5	<input checked="" type="checkbox"/>
6	Deduction from distributable amount (see instructions)	6	<input checked="" type="checkbox"/>
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	<input checked="" type="checkbox"/>

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,258
b	Program-related investments—total from Part IX-B	1b	<input checked="" type="checkbox"/>
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	<input checked="" type="checkbox"/>
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	<input checked="" type="checkbox"/>
b	Cash distribution test (attach the required schedule)	3b	<input checked="" type="checkbox"/>
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,258
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	<input checked="" type="checkbox"/>
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,258

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				0
2. Undistributed income, if any, as of the end of 2011:			0	
a. Enter amount for 2010 only			0	
b. Total for prior years: 20 ____ ,20 ____ ,20 ____		0		
3. Excess distributions carryover, if any, to 2011:				
a. From 2006				
b. From 2007				
c. From 2008				
d. From 2009				
e. From 2010				
f. Total of lines 3a through e	0			
4. Qualifying distributions for 2011 from Part XII, line 4: ► \$ _____			0	
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			0	
e. Remaining amount distributed out of corpus	0		0	
5. Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0		0	
6. Enter the net total of each column as indicated below:	0			
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 instructions	0		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) (see instructions)	0			
8. Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	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				

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

N/A

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling . . . ►			
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . .			
b	85% of line 2a . . .			
c	Qualifying distributions from Part XII, line 4 for each year listed . . .			
d	Amounts included in line 2c not used directly for active conduct of exempt activities			
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . .			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter:			
	(1) Value of all assets . . .			
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . .			
b	"Endowment" alternative test—enter $\frac{2}{3}$ of minimum investment return shown in Part X, line 6 for each year listed . . .			
c	"Support" alternative test—enter:			
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . .			
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . .			
	(3) Largest amount of support from an exempt organization . . .			
	(4) Gross investment income . . .			

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

a The name, address, and telephone number of the person to whom applications should be addressed: 310-632-3102

Thomas N. Townsend, P.O. 5056, Carson, CA 90746

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

See Attached Exh. D

c Any submission deadlines:

See Attached Exh. D

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

See Attached Exh. D

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)				
<i>a Paid during the year</i>				
<p>See Attached Exh. C for names, address & amounts of all scholarships paid.</p>				
Total				► 3a
<i>b Approved for future payment</i>				
<p>See Attached Exh. C for names, addresses & amounts of all scholarships paid</p>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

N/A

12 Subtotal. Add columns (b), (d), and (e)

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

(See worksheet in line 13 instructions to verify calculations.)

13

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	

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

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

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

**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.

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

**Paid
Preparer
Use Only**

nature of officer or trustee

Date

Check if
self-employed

Form 990-PE (2011)

2011

SCHEDULE OF GIFTS

Judge Townsend & Anorene Townsend	\$ 300.00
Jacquelyn Sims	<u>300.00</u>

TOTAL GIFTS	\$ 600.00
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Exh A

2011

SCHEDULE OF EXPENSES

Secretary of State Filing Fee	\$	-0-
Excise Tax on Investment Income		-0-
Franchise Tax Board Fee		10.00
Post Office Box Expense		<u>48.00</u>
 TOTAL EXPENSES	\$	58.00

LUNCHEON EXPENSES

Catering	\$	-0-
Program & Scholarship Booklets		<u>-0-</u>
 TOTAL LUNCHEON EXPENSES	\$	-0-

Exh B

SCHOLARSHIP AWARDS PAID IN 2011

1. Jacqueline Aldaco	CARSON '10, UC BERKELEY	\$ 800*A
20939 Margaret Str.		
Carson, CA 90745		
(310) 283-9660		
2. Amaris Leiataua	DOMINGUEZ '08, UC BERKELEY	\$ 200*B
801 So. Bullis Rd		
Compton, CA 90221		
(310) 763-4220		
(310) 897-5328		
3. BRIANA MORRIS	BANNING '08, CSU LONG BEACH	\$ 200*C
19437 Nestor Ave		
Carson, CA 90746		
(310) 638-3385		

TOTAL SCHOLARSHIPS PAID IN 2011 \$1,200

*A Balance of award payable \$200 in 2012 (for 2011),
\$200 in 2012 (for 2012), and \$200 in 2013

*B Balance of award payable \$200 in 2012 (for 2011)

*C Final installment of 2008 Award

2011 SCHOLARSHIP INSTALLMENTS PAYABLE IN 2012

	<u>Name</u>	<u>School</u>	<u>Amount</u>
4.	JASON LaFOURCHE	CARSON '08, FLORIDA A&M	\$ 200*D
	19417 Harlan Ave.		
	Carson, CA 90746		
	(310) 635-4953		
5.	STEFANIE MAHALEY	CARSON '08, CABRILLO COLLEGE	\$ 200*D
	535 E. 223 rd Str, #17		
	Carson, CA 90745		
	(310) 522-1044		

Exh C

6. BRIANA FORD 16224 McKinley Ave. Carson, CA 90746	CARSON '08, CSU LONG BEACH	\$ 200*E
7. LaCRYSTAL MARKS 20202 Eddington Dr. Carson, CA 90746 (310) 532-4993	BANNING '07, CSU LONG BEACH	\$ 200*F

TOTAL 2011 SCHOLARSHIPS PAYABLE IN 2012 \$ 800

*D Final \$200 installment payable upon receipt of third year transcript with passing grades

*E 2010 installment payable in 2012 if Briana returns to college and earns passing grades. Final installment payable in 2013 if Briana continues to earn passing grades through her full junior year

*F Balance of award payable \$200 in '11 if LaCrystal returns to college with passing grades

FORFEITED AWARDS

8. Dominque Brooks (Dominguez '04) failed to claim her \$200 installments for the years 2006 & 2007.
9. Josue Lopez (Lynwood '05) failed to claim his \$200 installments for the years 2007 & 2008

Exh. C

**COMPTON COURTS SCHOLARSHIP FUND
P.O. Box 5056, Carson, CA
(310) 604-8311**

March 31, 2010

The Compton Courts Scholarship Fund is now accepting applications for scholarships. Eligible students must have at least an A-/B+ average, have completed the first semester of the 12th grade, and must reside within the Compton Courts' jurisdictional boundaries which include the communities of Carson, Compton, Lynwood, Paramount, Athens, and Willowbrook.

Our scholarships range in size from \$1,000.00 to \$1,400.00.

All interested persons should forward to the Compton Courts Scholarship Fund, c/o Judge Townsend, P.O. Box 5056, Carson, CA 90749-5056, the following, and one copy thereof, by April 26, 2010:

1. Name, address and telephone number.
2. High School academic transcript through and including the first semester of the 12th grade.
3. At least one letter of recommendation signed by a teacher and one letter of recommendation signed by a community, church, or volunteer leader.
4. A letter stating the student's college and career goals; financial need for the scholarship; community, school, church and volunteer activities; awards and honors; and commitment to helping the community and others.

Those chosen to receive our scholarships must participate in an interview in late May and must attend our Awards Luncheon in June on a Saturday.

Applications sent by certified mail cannot be accepted at our P.O. Box.

Please make every effort to disseminate this letter in an open and democratic fashion so that each eligible student will have the same opportunity to apply if so motivated.

THOMAS N. TOWNSEND
Judge of the Superior Court, Retired

Exh D