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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 AUDREY & SYDNEY IRMAS CHARITABLE FOUNDATION		A Employer identification number 95-4030813
Number and street (or P.O. box number if mail is not delivered to street address) 15910 VENTURA BLVD., #1019		B Telephone number (818) 382-3313
City or town, state, and ZIP code ENCINO, CA 91436		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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) \$ 23,622,728.	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				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		129.	129.		STATEMENT 1
4 Dividends and interest from securities		372,428.	372,428.		STATEMENT 2
5a Gross rents		1,106,042.	764,239.		STATEMENT 3
b Net rental income or (loss) 211,104.					STATEMENT 4
6a Net gain or (loss) from sale of assets not on line 10		<565,061.>			
b Gross sales price for all assets on line 6a 4,212,516.					
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)		<22,597.>	<22,597.>		STATEMENT 5
11 Other income		890,941.	1,114,199.		
12 Total. Add lines 1 through 11		78,000.	21,910.		39,000.
13 Compensation of officers, directors, trustees, etc.					
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 6		13,760.	13,760.		0.
b Accounting fees STMT 7		24,894.	24,894.		0.
c Other professional fees STMT 8		99,854.	97,480.		0.
17 Interest		193,334.	29,946.		0.
18 Taxes STMT 9		113,644.	70,480.		0.
19 Depreciation and depletion		216,031.	124,990.		
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 10		413,506.	332,118.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		1,153,023.	715,578.		39,000.
25 Contributions, gifts, grants paid		1,051,536.			1,051,536.
26 Total expenses and disbursements. Add lines 24 and 25		2,204,559.	715,578.		1,090,536.
27 Subtract line 26 from line 12		<1,313,618.>			
a Excess of revenue over expenses and disbursements			398,621.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

**AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION**

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash - non-interest-bearing	94,734.	79,123.	79,123.	
	2 Savings and temporary cash investments	178,234.	3,428,457.	3,428,457.	
	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 STMT 11 ▶ 1,675,574.				
	Less allowance for doubtful accounts ▶ 0.	1,651,993.	1,675,574.	1,675,574.	
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations				
	b Investments - corporate stock STMT 12	6,585,543.	3,690,075.	3,979,699.	
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ▶ 9,218,890.				
	Less: accumulated depreciation STMT 13 ▶ 1,943,517.	7,469,248.	7,275,373.	8,946,000.	
	12 Investments - mortgage loans				
	13 Investments - other STMT 14	6,466,885.	4,976,885.	5,400,126.	
	14 Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶ STATEMENT 15)	135,331.	113,749.	113,749.	
	16 Total assets (to be completed by all filers)	22,581,968.	21,239,236.	23,622,728.	
	Liabilities	17 Accounts payable and accrued expenses			
		18 Grants payable			
19 Deferred revenue					
20 Loans from officers, directors, trustees, and other disqualified persons					
21 Mortgages and other notes payable		3,321,832.	3,275,944.		
22 Other liabilities (describe ▶ STATEMENT 16)		65,278.	82,052.		
23 Total liabilities (add lines 17 through 22)	3,387,110.	3,357,996.			
Net Assets or Fund Balances	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 checked="" type="checkbox"/>				
	and complete lines 27 through 31				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	19,194,858.	17,881,240.			
30 Total net assets or fund balances	19,194,858.	17,881,240.			
31 Total liabilities and net assets/fund balances	22,581,968.	21,239,236.			

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)	19,194,858.
2 Enter amount from Part I, line 27a	<1,313,618.>
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	17,881,240.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	17,881,240.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
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 4,212,516.		4,777,577.	<565,061.>

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			
b			
c			
d			
e			<565,061.>

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	<565,061.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div> <div>If gain, also enter in Part I, line 8, column (c)</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	1,154,200.	22,636,113.	.050989
2009	1,129,400.	20,149,209.	.056052
2008	1,416,308.	23,121,557.	.061255
2007	1,383,228.	25,965,189.	.053272
2006	1,228,713.	24,867,899.	.049410

2 Total of line 1, column (d)	2	.270978
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	.054196
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	20,491,328.
5 Multiply line 4 by line 3	5	1,110,548.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,986.
7 Add lines 5 and 6	7	1,114,534.
8 Enter qualifying distributions from Part XII, line 4	8	1,090,536.

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.

AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION**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	7,972.
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	7,972.
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	7,972.
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	19,309.
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	19,309.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	11,337.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 11,337. 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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <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

**AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION**
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 ► ROBERT IRMAS Telephone no ► 8183823313 Located at ► 15910 VENTURA BLVD, #1019, ENCINO, CA ZIP+4 ► 91436			
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	
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?	1b	
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))	1c	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►	2b	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
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)	4a	X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4b	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?		

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

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

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

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
AUDREY IRMAS	DIRECTOR			
595 S. MAPLETON DRIVE				
LOS ANGELES, CA 90024	1.00	0.	0.	0.
ROBERT IRMAS	TRUSTEE/ADMINISTRATOR			
16830 VENTURA BLVD. STE. 364				
ENCINO, CA 91436	25.00	78,000.	0.	0.

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

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

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

0

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Part VIII

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

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

[illegible]

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

0

Part IX-A

Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B

Summary of Program-Related Investments

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

Amount

1	N/A	
2		
All other program-related investments See instructions		
3		

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	4,173,782.
b	Average of monthly cash balances	1b	2,536,169.
c	Fair market value of all other assets	1c	17,384,475.
d	Total (add lines 1a, b, and c)	1d	24,094,426.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	3,291,047.
3	Subtract line 2 from line 1d	3	20,803,379.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	312,051.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	20,491,328.
6	Minimum investment return. Enter 5% of line 5	6	1,024,566.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	1,024,566.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	7,972.
b	Income tax for 2011. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	7,972.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,016,594.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,016,594.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,016,594.

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	1,090,536.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,090,536.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,090,536.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				1,016,594.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009	1,089,161.			
e From 2010	1,154,200.			
f Total of lines 3a through e	2,243,361.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 1,090,536.				
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) **	1,090,536.			
d Applied to 2011 distributable amount				0.
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))	1,016,594.			1,016,594.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,317,303.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	2,317,303.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009	72,567.			
d Excess from 2010	1,154,200.			
e Excess from 2011	1,090,536.			

** SEE STATEMENT 17

Form 990-PF (2011)

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities				
Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test - enter				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c "Support" alternative test - enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

1 Information Regarding Foundation Managers:

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

AUDREY IRMAS

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

ROBERT IRMAS, (818) 382-3313
5045 RUBIO AVENUE, ENCINO, CA 91436

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

LETTER

c Any submission deadlines

NONE

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

NONE

AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION**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
a Paid during the year				
1736 FAMILY CRISIS CENTER 2116 ARLINGTON AVE, SUITE 200 LOS ANGELES, CA 90018	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANITION PROVIDE GENERAL FUNDS	2,500.
ABRAHAM JOSHUA HESCHEL DAY SCHOOL 17701 DEVONSHIRE ST NORTHRIDGE, CA 91325	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
AFFORDABLE LIVING FOR THE AGING 2029 CENTURY PARK EAST, SUITE 4393 LOS ANGELES, CA 90067	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
AIDS LIFECYCLE PO BOX 60000 SAN FRANCISCO, CA 94160	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
AIDS PROJECT LA 3550 WILSHIRE BLVD, SUITE 300 LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	200.
Total	SEE CONTINUATION SHEET(S)			1,051,536.
b Approved for future payment				
NONE				
Total				0.

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

2011.04040 12 AUDREY & SYDNEY IRMAS CHARI 50977 1



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 | | |

[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.				May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No	
	Signature of officer or trustee 		Date 11/14/12		Title Trustee	
Paid Preparer Use Only	Print/Type preparer's name DANIEL M. HOWARD		Preparer's signature 		Date 11/14/12	
	Firm's name ▶ LODGEN, LACHER, ET. AL., CPA'S		Check <input type="checkbox"/> if self-employed		PTIN P00285594	
Firm's address ▶ 16530 VENTURA BOULEVARD, SUITE 305 ENCINO, CA 91436-2006					Firm's EIN ▶ 95-4346929 Phone no (818) 783-0570	

Form **990-PF** (2011)

AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION

95-4030813

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
ALS ASSOCIATION PO BOX 565 AGORA HILLS, CA 91376-0565	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	250.
AMERICAN CANCER SOCIETY 3333 WILSHIRE BLVD, #900 LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	8,000.
AMERICAN CIVIL LIBERTIES UNION 1616 BEVERLY BLVD LOS ANGELES, CA 90026	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
AMERICAN DIABETES ASSOCIATION PO BOX 1833 MERRIFIELD, VA 22116-8033	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,500.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 315 S. BEVERLY DRIVE BEVERLY HILLS, CA 90212	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK, NY 10018	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
AMERICAN REFUGEE COMMITTEE 430 OAK GROVE STREET, SUITE 204 MINNEAPOLIOS, MN 55403	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,500.
AMREF 4 WEST 43RD STREET, 2ND FLOOR NEW YORK, NY 10036	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	25,000.
AVALON BEAUTIFUL PO BOX 1272 AVALON, CA 90704	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	200.
BABSON COLLEGE 231 FOREST STREET WELLESLEY, MA 02482	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
Total from continuation sheets				1,032,836.

AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION

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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
BARD COLLEGE PO BOX 5000 ANNANDALE ON HUDSON, NY 12504-5000	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	100,000.
BET TZEDEK 145 S. FAIRFAX AVENUE, SUITE 200 LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	60,000.
CAMP BRAVO 19360 RINALDI ST, #406 NORTHridge, CA 91326	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,500.
CEDARS SINAI MEDICAL CENTER 8700 BEVERLY BLVD LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	20,500.
CEDARS SINAI WOMEN'S GUILD PO BOX 48750 LOS ANGELES, CA 90048-0750	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	150.
CHILDRENS HOSPITAL OF LA 4650 SUNSET BLVD, MS #99 LOS ANGELES, CA 90027	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	32,700.
CONCERN FOUNDATION 8383 WHILSHIRE BLVD, SUITE 337 BEVERLY HILLS, CA 90211	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
DHHEAF 1000 N ALAMEDA, SUITE 240 LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
DOCTORS WITHOUT BORDERS PO BOX 5023 HAGERSTOWN, MD 21741-5023	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	3,500.
DOWNTOWN WOMEN'S CENTER 442 S SAN PEDRO STREET LOS ANGELES, CA 90013	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
Total from continuation sheets				

**AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION**

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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
EXCEPTIONAL CHILDREN'S FOUNDATION 8740 WASHINGTON BLVD CULVER CITY, CA 90232	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
FOOD FORWARD PO BOX 48818 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
FRESH START 2011 PALOMA AIRPORT ROAD, SUITE 206 CARLSBAD, CA 92011	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	7,000.
FRIENDS OF DANIEL CTR FOR PROG JUDAISM 4108 LELAND STREET CHEVY CHASE, MD 20815-5034	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
FRIENDS OF LARC 10560 WILSHIRE BLVD, SUITE 1403 LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
FRIENDS OF SHEBA MED. CTR. 9911 WEST PICO BLVD, #1220 LOS ANGELES, CA 90035	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	150.
GLENDORA HIGH SCHOOL 1600 E FOOTHILD BLVD GLENDORA, CA 91741	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	250.
GRANDPARENTS AS PARENTS 2204I SHERMAN WAY, SUITE 217 SHERMAN OAKS, CA 91303	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
HABITAT FOR HUMANITY LOS ANGELES 521 24TH STREET SANTA MONICA, CA 90402	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
HAMMER MUSEUM 10899 WILSHIRE BLVD LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	20,000.
Total from continuation sheets				

**AUDREY & SYDNEY IRMAS
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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
HAND IN HAND PO BOX 80102 PORTLAND, OR 97280	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	25,000.
HARRIET BUHAI CENTER 3250 WILSHIRE BLVD, SUITE 710 LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
HOLA 2701 WILSHIRE BLVD, SUITE 100 LOS ANGELES, CA 90057	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
IMAGINE LA 5455 WILSHIRE BLVD, SUITE 1000 LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
ISRAEL EMERGENCY ALLIANCE/ELNET PO BOX 341069 LOS ANGELES, CA 90043-1069	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
J STREET EDUCATION FUND PO BOX 66073 WASHINGTON, DC 20035	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
JEWISH FAMILY SERVICES 6505 WILSHIRE BLVD, #500 LOS ANGELES, CA 90048	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,800.
JEWISH FEDERATION 6506 WILSHIRE BLVD LOS ANGELES, CA 90049	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	19,762.
JEWISH HOME FOR THE AGING 7150 TAMPA AVENUE RESEDA, CA 91335	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	25,000.
JEWISH VOCATIONAL SERVICES 5700 WILSHIRE BLVD, SUITE 2303 LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	2,000.
Total from continuation sheets				

**AUDREY & SYDNEY IRMAS
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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
L.A. FAMILY HOUSING 7843 LANKERSHIM BLVD. NORTH HOLLYWOOD, CA 91605	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	174,654.
L.A. FREE CLINIC 8405 BEVERLY BLVD LOS ANGELES, CA 90048-3401	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	200.
L.A. GAY & LESBIAN CENTER 1625 N SCHRADER BLVD LOS ANGELES, CA 90028-6213	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
LA JEWISH FILM FESTIVAL/WEST LA JCC 5870 W OLYMPIC BLVD LOS ANGELES, CA 90036	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	2,500.
LEO BAECK TEMPLE 1300 N SEPULVEDA BLVD LOS ANGELES, CA 90049	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	300.
LEUKEMIA & LYMPHOMA SOCIETY 1311 MAMARONECK AVE, SUITE 3 WHITE PLAINS, NY 10605	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	250.
LOS ANGELES CONTEMPORARY EXHIBITIONS 6522 HOLLYWOOD BLVD LOS ANGELES, CA 90028	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	2,000.
LOS ANGELES MISSION PO BOX 55900 LOS ANGELES, CA 90055	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
LUNG CANCER FOUNDATION OF AMERICA 15 S FRANKLIN ST NEW ULM, MN 56073	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
MEND 10641 SAN FERNANDO ROAD PACOIMA, CA 91331-2626	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
Total from continuation sheets				

AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION

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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
MENTAL HEALTH ADVOCACY SERVICES 3255 WILSHIRE BLVD LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	2,000.
MOCA 240 S. GRAND AVENUE LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
MOVEMBER PO BOX 2726 VENICE, CA 90294-2726	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
MUSEUM OF LATIN AMERICAN ART 628 ALAMITOS AVENUE LONG BEACH, CA 90802	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	15,000.
MUSIC CENTER 135 N GRAND AVE LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	15,000.
NATIONAL BRAIN TUMOR SOCIETY 124 WATERTOWN ST, SUITE 2D WATERTOWN, MA 2472	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
NEW COMMUNITY JEWISH HIGH SCHOOL 7353 VALLEY CIRCLE BLVD WEST HILLS, CA 91304	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	9,300.
NORTH VALLEY FAMILY YMCA 11336 CORBIN AVENUE NORTHRIDGE, CA 91326	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
OPERATION GRATITUDE 16444 REFUGIO ROAD ENCINO, CA 91436	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	11,000.
OPERATION MEND 10945 LE CONTE AVENUE LOS ANGELES, CA 90095-1784	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	20,000.
Total from continuation sheets				

AUDREY & SYDNEY IRMAS
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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
OPERATION USA 3617 HAYDEN AVENUE, SUITE A CULVER CITY, CA 90232	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	13,000.
PARTNERS IN CARE 732 MOTT STREET, #150 SAN FERNANDO, CA 91340	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
PEACE OVER VIOLENCE 605 WEST OLYMPIC BLVD, SUITE 400 LOS ANGELES, CA 90015	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	2,000.
PHOENIX ART MUSEUM 1625 N CENTRAL AVE PHOENIX, AZ 85004	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
PLANNED PARENTHOOD LOS ANGELES 400 W 30TH LOS ANGELES, CA 90007	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
PROJECT ANGEL FOOD 922 VINE STREET LOS ANGELES, CA 90038	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	12,000.
PROVIDENCE TARZANA FOUNDATION 18321 CLARK STREET TARZANA, CA 91356	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,500.
REGENTS OF THE UNIVERSITY OF CALIFORNIA 10833 LE CONTE AVE, SUITE CHS 13-154 LOS ANGELES, CA 90095-1784	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
REVELON WALK/RUN WOMEN'S CANCERS 1801 W OLYMPIC BLVD PASADENA, CA 91199-1400	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	250.
RONNIE JAMES DIO STAND UP CANCER FUND 12400 VENTURA BLVD, SUITE 837 STUDIO CITY, CA 91604	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,500.
Total from continuation sheets				

**AUDREY & SYDNEY IRMAS
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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
ROYCE CENTER CIRCLE B100 ROYCE HALL BOSX 951529 LOS ANGELES, CA 90095-1529	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	7,500.
RUNNERS BASKETBALL CAMP 419 OCEAN AVENUE, SUITE G SANTA MONICA, CA 90402	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	600.
SANTA MONICA MUSEUM OF ART 1437 4TH STREET, SUITE 310 SANTA MONICA, CA 90401	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
SHELTER PARTNERSHIP 523 W. 6TH STREET LOS ANGELES, CA 90014	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	2,500.
SHERIFF'S RELIEF FOUNDATION 11515 COLIMA ROAD, BLDG. B WHITTIER, CA 90604	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	12,500.
SHERIFF'S YOUTH FOUNDATION 4700 RAMONA BLVD, 4TH FLOOR MONTEREY PARK, CA 91754-2169	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	19,000.
SOVA FOOD PANTRY 16439 VANOWEN ST VAN NUYS, CA 91406	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	400.
SPARK 251 RHODE ISLAND STREET SAN FRANCISCO, CA 94103	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	7,500.
SPECIAL OLYMPICS 133 19TH STREET NW WASHINGTON, DC 20036-3604	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,200.
STRIVE 9124 MAIN STREET LOS ANGELES, CA 90003	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	15,000.
Total from continuation sheets				

AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION

95-4030813

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
STUDIO MUSEUM OF HARLEM 144 W 125TH STREET NEW YORK, NY 10027	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	10,000.
SUSAN KOMEN RACE FOR THE CURE 5005 LBJ FREEWAY, SUITE 250 DALLAS, TX 75244	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
SYRACUSE UNIVERSITY 200 CROUSE3E COLLEGE SYRACUSE, NY 13244-2130	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
THE BROAD STAGE 1900 PICO BLVD SANTA MONICA, CA 90405	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
THE JACKSON LABORATORY 600 MAIN STREET BAR HARBOR, ME 4609	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
THE MUSEUM OF MODERN ART, NEW YORK 11 WEST 53RD ST NEW YORK, NY 10019-5498	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,500.
TRIBE MEDIA CORP. 3580 WILSHIRE BLVD LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
TRUSTEES OF TUFTS COLLEGE 169 HOLLAND STREET SOMMERVILLE, MA -2144	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	20,000.
UCLA FOWLER MUSEUM BOX 951459 LOS ANGELES, CA 90095-1549	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	50,000.
UCLA UNICAMP 900 HILGARD AVE, #301 LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
Total from continuation sheets				

**AUDREY & SYDNEY IRMAS
CHARITABLE FOUNDATION**

95-4030813

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNIVERSITY OF MICHIGAN LAW SCHOOL DEPT. CH 10189 PALATINE, IL 60055-0189	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
USO PO BOX 96860 WASHINGTON, DC 20077-7677	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
VALLEY VILLAGE 20830 SHERMAN WAY WINNETKA, CA 91306	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
VARIETY INTERNATIONAL 4601 WILSHIRE BLVD, SUITE 260 LOS ANGELES, CA 90010	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,000.
VILLA ESPERANZA SERVICES 2060 EAST VILLA STREET PASADENA, CA 91107	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	4,600.
VISTA DEL MAR CHILD & FAM. SVCS. 3200 MOTOR AVENUE LOS ANGELES, CA 90034	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	50,000.
WATTS HOUSE PROJECT 1726-1750 E 107TH ST LOS ANGELES, CA 90002	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	5,000.
WESPAK 13520 VENTURA BLVD SHERMAN OAKS, CA 90423	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	1,200.
WEST LA SYMPHONY PO BOX 25115 LOS ANGELES, CA 90025	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	500.
WEST OF ROME 380 S LAKE AVENUE, #2110 PASADENA, CA 91101	NONE	PUBLIC CHARITY	PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI	2,500.
Total from continuation sheets				

95-4030813

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - 1736 FAMILY CRISIS CENTER

PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANITION

PROVIDE GENERAL FUNDS TO THE PAYEE CHARITABLE ORGANI

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 PERRY PARTNERS INTERNATIONAL	P		
b DECCAN VALUE ADVISERS	P		
c OCA BRIGADE CREDIT FUND LLC	P		
d 1256 LOSS FROM OCA ASHMORE PER K1			
e SHORT TERM CAPITAL LOSS FROM OCA ASHMORE PER K1			
f 400 SHS TUTOR PERINI CORP	P	04/01/11	09/30/11
g 150 SHS BERRY PETROLEUM CO CL A	P	04/01/11	09/30/11
h 100 SHS GILEAD SCIENCES INC	P	04/01/11	09/30/11
i 200 SHS CITIGROUP INC NEW	P	04/01/11	09/30/11
j 150 SHS HESS CORPORATION	P	04/20/11	09/30/11
k 300 SHS HEWLETT-PACKARD COMPANY	P	04/01/11	09/30/11
l 1350 SHS DELTA AIR LINES INC NEW	P	08/09/11	09/30/11
m 1400 SHS LEXINGTON REALTY TRUST	P	04/01/11	09/30/11
n 300 SHS OMNIVISION TECHNOLOGIES	P	05/31/11	09/30/11
o 100 SHS GILEAD SCIENCES INC	P	05/02/11	09/30/11

(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 14,220.		15,626.	<1,406.>
b 24,536.		136,848.	<112,312.>
c 26,380.		78,493.	<52,113.>
d		19,194.	<19,194.>
e		362.	<362.>
f 4,650.		9,837.	<5,187.>
g 5,441.		7,615.	<2,174.>
h 3,908.		4,256.	<348.>
i 5,234.		8,927.	<3,693.>
j 8,013.		12,083.	<4,070.>
k 6,866.		12,287.	<5,421.>
l 10,208.		9,363.	845.
m 9,382.		13,058.	<3,676.>
n 4,264.		10,432.	<6,168.>
o 3,908.		4,020.	<112.>

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<1,406.>
b			<112,312.>
c			<52,113.>
d			<19,194.>
e			<362.>
f			<5,187.>
g			<2,174.>
h			<348.>
i			<3,693.>
j			<4,070.>
k			<5,421.>
l			845.
m			<3,676.>
n			<6,168.>
o			<112.>

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)
If (loss), enter "-0-" in Part I, line 8 }

3

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	100 SHS ASHLAND INC NEW	P	08/09/11	09/30/11
b	600 SHS PFIZER INCORPORATED	P	08/11/11	09/30/11
c	50 SHS SPDR GOLD TRUST SPDR GOLD SHARES	P	04/07/11	09/30/11
d	100 SHS ASHLAND INC NEW	P	08/12/11	09/30/11
e	300 SHS CBS CORPORATION CL B NEW	P	08/09/11	09/30/11
f	200 SHS LEAR CORPORATION	P	05/02/11	09/30/11
g	500 SHS VALERO ENERGY CORP NEW	P	08/12/11	09/30/11
h	300 SHS CBS CORPORATION CL B NEW	P	05/13/11	09/30/11
i	300 SHS MACYS INC	P	04/01/11	09/30/11
j	900 SHS FORD MOTOR COMPANY NEW	P	08/12/11	09/22/11
k	300 SHS TE CONNECTIVITY LTD F	P	09/15/11	09/22/11
l	100 SHS EVEREST RE GROUP LTD F	P	08/31/11	09/22/11
m	600 SHS DOLE FOOD CO INC	P	04/01/11	09/22/11
n	700 SHS JABIL CIRCUIT INC	P	08/09/11	09/12/11
o	450 SHS MYLAN INC	P	04/01/11	09/06/11

(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 4,463.		5,201.	<738.>
b 10,781.		10,760.	21.
c 7,880.		7,121.	759.
d 4,463.		5,318.	<855.>
e 6,198.		7,097.	<899.>
f 8,640.		10,409.	<1,769.>
g 9,036.		10,510.	<1,474.>
h 6,198.		7,929.	<1,731.>
i 8,020.		7,290.	730.
j 8,923.		10,096.	<1,173.>
k 8,140.		9,001.	<861.>
l 7,626.		8,178.	<552.>
m 5,671.		8,262.	<2,591.>
n 10,894.		10,471.	423.
o 8,546.		10,401.	<1,855.>

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<738.>
b			21.
c			759.
d			<855.>
e			<899.>
f			<1,769.>
g			<1,474.>
h			<1,731.>
i			730.
j			<1,173.>
k			<861.>
l			<552.>
m			<2,591.>
n			423.
o			<1,855.>

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)
If (loss), enter "-0-" in Part I, line 8 }

3

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	100 SHS OMNIVISION TECHNOLOGIES	P	05/31/11	08/26/11
b	400 SHS OWENS ILLINOIS INC NEW	P	05/10/11	08/18/11
c	200 SHS RELIANCE STL & ALUMINUM	P	08/09/11	08/17/11
d	300 SHS TRANSATLANTIC HOLDINGS	P	05/10/11	08/08/11
e	400 SHS ASPEN INSURANCE HOLDINGF	P	07/06/11	08/04/11
f	500 SHS COOPER TIRE & RUBBER CO	P	06/30/11	08/02/11
g	200 SHS CBS CORPORATION CL B NEW	P	05/13/11	08/02/11
h	100 SHS GILEAD SCIENCES INC	P	04/01/11	08/01/11
i	1400 SHS R F MICRO DEVICES INC	P	07/15/11	07/27/11
j	150 SHS MYLAN INC	P	04/01/11	07/20/11
k	200 SHS SANOFI ADR FSPONSORED ADR 2 ADR REP 1 ORD	P	04/01/11	07/15/11
l	400 SHS LINCOLN NATIONAL CORP	P	04/01/11	07/11/11
m	2000 SHS HUNTINGTON BANCSHS INC	P	04/01/11	07/11/11
n	1000 SHS SPIRIT AIRLINES	P	06/28/11	07/11/11
o	900 SHS FLEXTRONICS INTL LTD F	P	04/01/11	06/16/11

(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 1,683.		3,477.	<1,794.>
b 6,888.		13,127.	<6,239.>
c 8,070.		7,729.	341.
d 14,236.		14,453.	<217.>
e 9,952.		10,377.	<425.>
f 7,985.		9,915.	<1,930.>
g 5,334.		5,286.	48.
h 4,111.		4,256.	<145.>
i 9,292.		8,482.	810.
j 3,517.		3,467.	50.
k 7,798.		7,136.	662.
l 11,160.		12,172.	<1,012.>
m 12,748.		13,589.	<841.>
n 13,219.		12,244.	975.
o 5,872.		6,550.	<678.>

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<1,794.>
b			<6,239.>
c			341.
d			<217.>
e			<425.>
f			<1,930.>
g			48.
h			<145.>
i			810.
j			50.
k			662.
l			<1,012.>
m			<841.>
n			975.
o			<678.>

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)
If (loss), enter "-0-" in Part I, line 8 }

3

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	400 SHS TE CONNECTIVITY LTD F	P	04/01/11	06/16/11
b	100 SHS GILEAD SCIENCES INC	P	04/01/11	06/13/11
c	500 SHS ENTROPIC COMMUNICATIONS	P	04/01/11	06/10/11
d	200 SHS MACYS INC	P	04/01/11	06/06/11
e	200 SHS DOLE FOOD CO INC	P	04/01/11	06/06/11
f	200 SHS SANOFI ADR FSPONSORED ADR 2 ADR REP 1 ORD	P	04/01/11	06/03/11
g	400 SHS KROGER COMPANY	P	04/01/11	05/20/11
h	200 SHS MACYS INC	P	04/01/11	05/19/11
i	700 SHS SEAGATE TECHNOLOGY PLC F	P	04/21/11	05/17/11
j	150 SHS CHEVRON CORPORATION	P	04/08/11	05/05/11
k	1000 SHS R F MICRO DEVICES INC	P	04/01/11	05/03/11
l	300 SHS INGRAM MICRO INC CL A	P	04/01/11	04/14/11
m	26.558 SHS FAIRHOLME FUND	P	12/31/10	09/30/11
n	4234.466 SHS VAN ECK GLOBAL HARD ASSETS FD CL I	P	12/09/09	09/30/11
o	266.751 SHS VAN ECK GLOBAL HARD ASSETS FD CL I	P	01/08/10	09/30/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 13,379.		14,001.	<622.>
b 3,985.		4,256.	<271.>
c 3,770.		4,098.	<328.>
d 5,451.		4,860.	591.
e 2,605.		2,754.	<149.>
f 7,579.		7,136.	443.
g 9,991.		9,516.	475.
h 5,899.		4,860.	1,039.
i 11,640.		12,607.	<967.>
j 15,320.		16,441.	<1,121.>
k 6,224.		6,419.	<195.>
l 6,008.		6,270.	<262.>
m 638.		897.	<259.>
n 174,004.		182,366.	<8,362.>
o 10,961.		11,488.	<527.>

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<622.>
b			<271.>
c			<328.>
d			591.
e			<149.>
f			443.
g			475.
h			1,039.
i			<967.>
j			<1,121.>
k			<195.>
l			<262.>
m			<259.>
n			<8,362.>
o			<527.>

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)
If (loss), enter "-0-" in Part I, line 8 }

3

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	109.034 SHS FAIRHOLME FUND	P	12/16/10	09/30/11
b	3316.689 SHS FAIRHOLME FUND	P	07/01/10	09/30/11
c	8536.283 SHS FAIRHOLME FUND	P	12/07/10	09/30/11
d	588.588 SHS FAIRHOLME FUND	P	12/16/10	09/30/11
e	100 SHS MARKET VECTORS ETF TRUSTAGRIBUSINESS	P	12/07/10	09/30/11
f	100 SHS MARKET VECTORS ETF TRUSTAGRIBUSINESS	P	12/07/10	09/30/11
g	600 SHS MARKET VECTORS ETF TRUSTAGRIBUSINESS	P	12/07/10	09/30/11
h	100 SHS MARKET VECTORS ETF TRUSTAGRIBUSINESS	P	12/07/10	09/30/11
i	200 SHS MARKET VECTORS ETF TRUSTAGRIBUSINESS	P	12/07/10	09/30/11
j	375 SHS MARKET VECTORS ETF TRUSTAGRIBUSINESS	P	12/07/10	09/30/11
k	1500 SHS MARKET VECTORS ETF TRUSTAGRIBUSINESS	P	12/07/10	09/30/11
l	812.403 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	09/30/10	02/09/11
m	831.982 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	10/29/10	02/09/11
n	848.856 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	08/31/10	02/09/11
o	290216.429 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	07/13/10	02/09/11

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 2,619.		3,682.	<1,063.>
b 79,658.		111,994.	<32,336.>
c 205,018.		288,244.	<83,226.>
d 14,136.		19,875.	<5,739.>
e 4,366.		5,205.	<839.>
f 4,366.		5,205.	<839.>
g 26,200.		31,231.	<5,031.>
h 4,366.		5,205.	<839.>
i 8,729.		10,410.	<1,681.>
j 16,368.		19,520.	<3,152.>
k 65,477.		78,078.	<12,601.>
l 8,522.		8,604.	<82.>
m 8,727.		8,811.	<84.>
n 8,904.		8,990.	<86.>
o 3,044,336.		3,073,575.	<29,239.>

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<1,063.>
b			<32,336.>
c			<83,226.>
d			<5,739.>
e			<839.>
f			<839.>
g			<5,031.>
h			<839.>
i			<1,681.>
j			<3,152.>
k			<12,601.>
l			<82.>
m			<84.>
n			<86.>
o			<29,239.>

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)
If (loss), enter "-0-" in Part I, line 8 }

3

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	506.143 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	07/30/10	02/09/11
b	626.144 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	12/31/10	02/09/11
c	526.631 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	01/31/11	02/09/11
d	725.977 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	12/23/10	02/09/11
e	805.026 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	11/30/10	02/09/11
f	390.911 SHS VANGUARD SHORT TERM BD INDEX SIGNAL	P	12/23/10	02/09/11
g	FROM GLOBAL PRIVATE EQUITY I LP PER K1	P		12/31/11
h	FROM GLOBAL PRIVATE EQUITY I LP PER K1	P		12/31/11
i	FROM GLOBAL PRIVATE EQUITY I LP PER K1 1231 GAIN	P		12/31/11
j	FROM GLOBAL PRIVATE EQUITY I LP PER K1 1256 CONTR	P		12/31/11
k	FROM SANKATY HIGH INCOME PARTNERSHIP PER K1			12/31/11
l	FROM OCA WESLEY MORTGAGE REIT FUND LLC PER K1	P		12/31/11
m	FROM OCA DEVELOPING COUNTRIES SELECT FUND LP PER			12/31/11
n	FROM OCA DEVELOPING COUNTRIES SELECT FUND LP PER			12/31/11
o	CAPITAL GAINS DIVIDENDS			

(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 5,309.		5,360.	<51.>
b 6,568.		6,631.	<63.>
c 5,524.		5,577.	<53.>
d 7,615.		7,689.	<74.>
e 8,445.		8,526.	<81.>
f 4,101.		4,140.	<39.>
g 307.			307.
h 16,020.			16,020.
i 6,009.			6,009.
j 15.			15.
k		40,620.	<40,620.>
l 4,672.			4,672.
m		29,895.	<29,895.>
n		99,836.	<99,836.>
o 4,331.			4,331.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<51.>
b			<63.>
c			<53.>
d			<74.>
e			<81.>
f			<39.>
g			307.
h			16,020.
i			6,009.
j			15.
k			<40,620.>
l			4,672.
m			<29,895.>
n			<99,836.>
o			4,331.

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	<565,061.>
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

L.A. Family Housing Corporation, A California Nonprofit Public Benefit Corporation

Relationship with the charity:	Foundation trustee serves on the Board of Directors
Original Amount Borrowed.	\$685,000.00
Balance Due, 12/31/11	\$685,000
Date of Loan	June 10, 1996
Maturity Date	June 10, 2026
Repayment terms:	30 years at \$6,011.37 principal and interest, but payments may be deferred if cash is insufficient
Interest rate.	10%
Purpose of loan:	To earn income for the Foundation and provide financing
Collateral Provided:	Property at 7817 Lankershim Avenue
Value of collateral at The time of loan:	\$685,000.00.
Received as a donation:	No.
Non-cash asset exchanged:	Property at 7817 Lankershim Avenue sold to L.A. Family Housing

L.A. Family Housing is a section 501(c)(3) organization. This loan was made to enable the organization to purchase the property at 7817 Lankershim Avenue.

Signature of Authorized Director or Officer

Printed Name

Title

Date

Dr. Don Steven Moore

Relationship with the charity:	None
Original Amount Borrowed:	\$24,000
Balance Due, 12/31/11	Paid off in 2011
Date of Loan:	September 1, 2001
Maturity Date:	December 31, 2011
Repayment terms:	Monthly installments of principal and interest in the amount of \$332.51
Interest rate:	10.5%
Purpose of loan:	Inducement to lease space in the Dash Point Shopping Center
Collateral Provided:	None
Value of collateral at The time of loan:	N/A
Received as a donation:	No.
Non-cash asset exchanged:	No.

As of December 31, 2010, Dr. Moore was current in all payments

The Foundation owns the Dash Point Shopping Center in Washington State. This loan was made to Dr. Moore as a tenant improvement loan, as part of the overall leasing agreement.

Signature of Authorized Director or Officer

Printed Name

Title Date

Valley Shelter, Inc

Relationship with the charity: parent organization , L.A. Family Housing	Foundation Trustee serves on the Board of Directors of the
Original Amount Borrowed:	\$982,680.57
Balance Due, 12/31/11	\$964,573.52
Date of Loan:	August 7, 1989
Maturity Date:	June 15, 2026
Repayment terms:	Interest only until maturity
Interest rate:	10%
Purpose of loan:	Program loan to provide financing to the charitable organization
Collateral Provided:	Security interest on property located at 7843 Lankershim Blvd
Value of collateral at The time of loan:	Unknown.
Received as a donation:	No.
Non-cash asset exchanged:	No.

Valley Shelter, Inc is a 501(c)(3) organization. This loan was made to provide financing to the organization.

Signature of Authorized Director or Officer

Printed Name

Title

Date

L A. Family Housing Corporation, A California Nonprofit Public Benefit Corporation

Relationship with the charity:	Foundation trustee serves on the Board of Directors
Original Amount Borrowed:	\$26,000
Balance Due, 12/31/11	\$26,000
Date of Loan:	August 24, 2011
Maturity Date:	Due on Demand
Repayment terms:	Due on Demand
Interest rate:	5%
Purpose of loan:	To finance purchase of a van
Collateral Provided:	None
Value of collateral at The time of loan:	N/A
Received as a donation:	No.
Non-cash asset exchanged:	None

L.A. Family Housing is a section 501(c)(3) organization. This loan was made to enable the organization to purchase a van..

Signature of Authorized Director or Officer

Printed Name

Title

Date

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

SOURCE	AMOUNT
CITY NATIONAL BANK	19.
INTEREST INCOME- TULSA PROPERTY	110.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	129.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ASHMORE BRASIL FUND	1,042.	0.	1,042.
CHARLES SCHWAB	49,178.	4,331.	44,847.
NOTES RECEIVABLE	165,049.	0.	165,049.
OCA ASHMORE EMERGING MARKETS			
CURRENCY FUND LLC	2,588.	0.	2,588.
OCA DEVELOPING COUNTIRES PER K1	151.	0.	151.
OCA DEVELOPING COUNTIRES PER K1	17,497.	0.	17,497.
OCA GLOBAL PRIVATE EQUITY PER K1	3,455.	0.	3,455.
OCA GLOBAL PRIVATE EQUITY PER K1	5,737.	0.	5,737.
OCA WESLEY MORTGAGE REIT FUND			
LLC	103,028.	0.	103,028.
SANKATY HIGH INCOME PARTNERSHIP			
PER K1	29,034.	0.	29,034.
TOTAL TO FM 990-PF, PART I, LN 4	376,759.	4,331.	372,428.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
SHOPPING CENTER - SEATTLE, WA	1	705,570.
NON RESIDENTIAL REAL PROPERTY TULSA OK	3	400,472.
TOTAL TO FORM 990-PF, PART I, LINE 5A		1,106,042.

FORM 990-PF

RENTAL EXPENSES

STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		109,363.	
REPAIRS		8,738.	
CLEANING & MAINTENANCE		26,595.	
UTILITIES		19,348.	
REAL ESTATE TAX		61,056.	
LEASING/MARKETING COSTS		2,639.	
INSURANCE		19,290.	
MANAGEMENT FEE		40,251.	
SECURITY		7,200.	
TRAVEL		160.	
ENVIRONMENTAL REMEDIATION		67,911.	
TRASH REMOVAL		17,772.	
OFFICE AND ADMINSTRATIVE EXPENSES		538.	
ROOF REPAIR		6,662.	
COMMON AREA MAINTENANCE		40,577.	
LEGAL		0.	
- SUBTOTAL -	1		428,100.
ADVERTISING		733.	
COMMON AREA MAINTENANCE		55,808.	
DEPRECIATION		106,668.	
INSURANCE		9,165.	
ON SITE MANAGEMENT FEES		22,547.	
ASSET MANAGEMENT FEES		20,024.	
ADMINISTRATIVE EXPENSES		1,661.	
OTHER PROFESSIONAL FEES		2,782.	
REAL ESTATE TAX		50,573.	
REPAIRS AND MAINTENANCE		0.	
UTILITIES		5,444.	
INTEREST EXEPNSE		191,433.	
AMORTIZATION		0.	
- SUBTOTAL -	3		466,838.
TOTAL RENTAL EXPENSES			894,938.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			211,104.

FORM 990-PF	OTHER INCOME	STATEMENT	5
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OCA GLOBAL PRIVATE EQUITY	1,608.	1,608.	
SANKATY HIGH INCOME PARTNERSHIP	10.	10.	
OCA DEVELOPING COUNTRIES	<24,215.>	<24,215.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<22,597.>	<22,597.>	

FORM 990-PF	LEGAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	13,760.	13,760.		0.
TO FM 990-PF, PG 1, LN 16A	13,760.	13,760.		0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	24,894.	24,894.		0.
TO FORM 990-PF, PG 1, LN 16B	24,894.	24,894.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	97,072.	97,072.		0.
OTHER PROFESSIONAL FEES	2,782.	408.		0.
TO FORM 990-PF, PG 1, LN 16C	99,854.	97,480.		0.

FORM 990-PF	TAXES			STATEMENT	9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
CA FRANCHISE TAX BOARD	150.	150.		0.	
FOREIGN TAX WITHHELD	1,865.	1,865.		0.	
REAL ESTATE TAX	61,056.	61,056.		0.	
REAL ESTATE TAX	50,573.	7,409.		0.	
TO FORM 990-PF, PG 1, LN 18	113,644.	70,480.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADMINISTRATIVE	423.	423.		0.	
SECRETARIAL FEES	18,000.	18,000.		0.	
INSURANCE	9,405.	9,405.		0.	
PASS THROUGH EXPENSES FROM PARTNERSHIPS	32,639.	32,639.		0.	
REPAIRS	8,738.	8,738.		0.	
CLEANING & MAINTENANCE	26,595.	26,595.		0.	
UTILITIES	19,348.	19,348.		0.	
LEASING/MARKETING COSTS	2,639.	2,639.		0.	
INSURANCE	19,290.	19,290.		0.	
MANAGEMENT FEE	40,251.	40,251.		0.	
SECURITY	7,200.	7,200.		0.	
TRAVEL	160.	160.		0.	
ENVIRONMENTAL REMEDIATION	67,911.	67,911.		0.	
TRASH REMOVAL	17,772.	17,772.		0.	
OFFICE AND ADMINSTRATIVE EXPENSES	538.	538.		0.	
ROOF REPAIR	6,662.	6,662.		0.	
COMMON AREA MAINTENANCE	40,577.	40,577.		0.	
ADVERTISING	733.	107.		0.	
COMMON AREA MAINTENANCE	55,808.	8,176.		0.	
INSURANCE	9,165.	1,343.		0.	
ON SITE MANAGEMENT FEES	22,547.	3,303.		0.	
ADMINISTRATIVE EXPENSES	1,661.	243.		0.	
REPAIRS AND MAINTENANCE	0.	0.		0.	
UTILITIES	5,444.	798.		0.	
TO FORM 990-PF, PG 1, LN 23	413,506.	332,118.		0.	

FORM 990-PF OTHER NOTES AND LOANS REPORTED SEPARATELY STATEMENT 11

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
LA FAMILY HOUSING			30 YEARS AT 6,011, BUT PAYMENTS MAY BE DEFERRED IF CASH IN	10.00%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
06/10/96	06/10/26	685,000.	PROPERTY AT 8717 LANKERSHIM AVE SOLD TO LA FAMILY HOUSING	685,000.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
PROPERTY AT 7817 LANKERSHIM AVE			TO EARN INCOME FOR THE FOUNDATION AND PROVIDE FIANCING TO LA FAMILY HOUSING		
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE			685,000.	0.	685,000.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE	
DR. DON STEVEN MOORE			MONTHLY INSTALLMENTS OF PRINCIPAL AND INTEREST IN THE AMOUNT	10.50%	
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION	
09/01/01	12/31/11	24,000.	NONE	0.	
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN		
NONE			INDUCEMENT TO LEASE SPACE IN THE DASH POINT SHOPPING CENTER		
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE	FMV OF LOAN
NONE			0.	0.	0.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
LA FAMILY HOUSING (VALLEY SHELTER INC)			INTEREST ONLY UNTIL MATURITY	10.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
08/07/89	06/15/26	982,681.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
PROPERTY AT 7843 LANKERSHIM AVE			TO EARN INCOME FOR THE FOUNDATION AND PROVIDE FIANCING TO LA FAMILY HOUSING	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			964,574.	0.

BORROWER'S NAME			TERMS OF REPAYMENT	INTEREST RATE
LA FAMILY HOUSING			DUE ON DEMAND	5.00%
DATE OF NOTE	MATURITY DATE	ORIGINAL LOAN AMOUNT	DESCRIPTION OF CONSIDERATION	FMV OF CONSIDERATION
08/24/11		26,000.		0.
SECURITY PROVIDED BY BORROWER			PURPOSE OF LOAN	
NONE			FINANCE PURCHASE OF VAN BY SEC 501(C)(3) CHARITY	
RELATIONSHIP OF BORROWER			BALANCE DUE	DOUBTFUL ACCT ALLOWANCE
NONE			26,000.	0.
TOTAL TO FORM 990-PF, PART II, LINE 7			1,675,574.	0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	12
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DECCAN VALUE ADVISORS FUND LTD	14,930.	2,712.
PERRY PARTNERS INT'L INC	93,998.	40,073.
TWEEDY BROWN WORLD WIDE HIGH DIV YIELD	825,484.	870,865.
VAN ECK GLOBAL HARD ASSETS FD I	310,781.	320,339.
SPDR GOLD TRUST, GOLD SHS	698,943.	972,584.
YACTMAN FOCUSED FUND	841,979.	908,986.
MARKET VECTORS ETF TRUST	240,068.	210,195.
DOUBLELINE TOTAL RETURN BOND FD	663,892.	653,945.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,690,075.	3,979,699.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT	13
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
DASH POINT LAND	846,460.	0.	846,460.
DASH POINT DEPRECIABLE PROPERTY	4,026,530.	1,420,321.	2,606,209.
TULSA LAND	1,069,468.	0.	1,069,468.
TULSA DEPRECIABLE PROPERTY	3,276,432.	523,196.	2,753,236.
TOTAL TO FM 990-PF, PART II, LN 11	9,218,890.	1,943,517.	7,275,373.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	14
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OCA CREDIT OPPORTUNITIES OFFSHORE FUND	FMV	236,929.	398,363.
OCA OFFSHORE MULTIMANAGER FUND I LTD	COST	2,000,000.	2,238,998.
OCA DEVELOPING COUNTRIES SELECT FUND	COST	664,292.	657,549.
OCA GLOBAL PRIVATE EQUITY I LP	COST	419,464.	451,078.
OCA ASHMORE EMERGING MKT CURR FUND	COST	511,559.	495,073.
OCA WESLEY MORTGAGE REIT	COST	747,678.	794,361.
ASHMORE BRASIL FUND LIMITED	COST	360,042.	327,303.
HIGH INCOME PARTNERSHIP	COST	36,921.	37,401.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,976,885.	5,400,126.

FORM 990-PF	OTHER ASSETS	STATEMENT	15
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LENDER IMPOUNDS	100,668.	89,229.	89,229.
LOAN FEES AND COSTS	34,596.	24,262.	24,262.
DUE FROM DASH POINT TENNANTS	67.	258.	258.
TO FORM 990-PF, PART II, LINE 15	135,331.	113,749.	113,749.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	16
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
TENANT SECURITY DEPOSITS	65,278.	82,052.
TOTAL TO FORM 990-PF, PART II, LINE 22	65,278.	82,052.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 17

THE FOUNDATION ELECTS UNDER IRC SECTION 4942(H)(2) AND REG SEC
53.4942(A)-3(D)(2) TO TREAT THE ENTIRE CURRENT YEAR QUALIFYING
DISTRIBUTION AS BEING MADE OUT OF CORPUS. THERE WAS NO UNDISTRIBUTED
INCOME FROM THE PRECEDING TAX YEAR.