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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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.

OMB No. 1545-0052

2011

For calendar year 2011 or tax year beginning

, 2011, and ending

, 20

Name of foundation HELLER FOUNDATION OF SAN DIEGO		A Employer identification number 95-6010314
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (858) 552-2066
P O BOX 45174 City or town, state, and ZIP code SAN FRANCISCO, CA 94104		
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		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,691,539.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)

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)				
	2 Check <input 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	162,244.	161,121.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	66,591.			
	b Gross sales price for all assets on line 6a	262,671.			
	7 Capital gain net income (from Part IV, line 2)		66,591.		
	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)	-1,459.	-1,459.		STMT 2
	12 Total. Add lines 1 through 11	227,376.	226,253.		
	13 Compensation of officers, directors, trustees, etc.	47,111.	35,333.		11,778.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 3	1,000.	NONE	NONE	1,000.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 4	6,698.	1,885.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 5	359.	349.		10.
	24 Total operating and administrative expenses. Add lines 13 through 23	55,168.	37,567.	NONE	12,788.
	25 Contributions, gifts, grants paid	227,950.			227,950.
	26 Total expenses and disbursements. Add lines 24 and 25	283,118.	37,567.	NONE	240,738.
	27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements		-55,742.			
b Net investment income (if negative, enter -0-)			188,686.		
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

JSA

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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			
	2	Savings and temporary cash investments	44,877.	104,106.	104,106.
	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 ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) . STMT 6	3,943,361.	3,832,704.	4,587,433.
	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)	3,988,238.	3,936,810.	4,691,539.
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 (attach schedule)				
22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)				
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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	3,988,238.	3,936,810.	
	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)	3,988,238.	3,936,810.	
	31	Total liabilities and net assets/fund balances (see instructions)	3,988,238.	3,936,810.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,988,238.
2	Enter amount from Part I, line 27a	2	-55,742.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	4,345.
4	Add lines 1, 2, and 3	4	3,936,841.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	31.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,936,810.

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 PUBLICLY TRADED SECURITIES					
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 209,657.		196,080.	13,577.		
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			13,577.		
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	66,591.	
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.

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	220,220.	4,598,354.	0.04789104971
2009	247,153.	4,173,906.	0.05921383951
2008	256,263.	4,749,495.	0.05395584162
2007	282,900.	5,373,301.	0.05264920018
2006	250,281.	5,130,452.	0.04878342103
2 Total of line 1, column (d)			0.26249335205
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			0.05249867041
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4,855,505.
5 Multiply line 4 by line 3			254,908.
6 Enter 1% of net investment income (1% of Part I, line 27b)			1,887.
7 Add lines 5 and 6			256,795.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			240,738.

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	3,774.
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-)		2	
3 Add lines 1 and 2.		3	3,774.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	3,774.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011.	6a	3,276.	
b Exempt foreign organizations - tax withheld at source.	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868).	6c	NONE	
d Backup withholding erroneously withheld.	6d		
7 Total credits and payments. Add lines 6a through 6d.	7	3,276.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.	9	498.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.	10		
11 Enter the amount of line 10 to be Credited to 2012 estimated tax. Refunded <input type="checkbox"/>	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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 ► \$ _____ (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? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes.		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► 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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <u>N/A</u>				
14	The books are in care of <u>UNION BANK</u> Telephone no. <u>(858) 551-4760</u> Located at <u>7807 GIRARD AVE STE 200, LA JOLLA, CA</u> ZIP + 4 <u>92037</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
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 <u></u>	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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <u></u>		
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.) <u>STMT 10</u>	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ 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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
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? ☐ Yes ☒ No**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).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		47,111.	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). 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
SEE STATEMENT 12		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ NONE

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
SEE STATEMENT 13		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
2	
3	
4	

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

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

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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	4,758,810.
b	Average of monthly cash balances	1b	170,637.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,929,447.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,929,447.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	73,942.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,855,505.
6	Minimum investment return. Enter 5% of line 5	6	242,775.

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	242,775.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	3,774.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,774.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	239,001.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	239,001.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	239,001.

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	240,738.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	240,738.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	240,738.

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				239,001.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			NONE	
b Total for prior years 20 09, 20 , 20		NONE		
3 Excess distributions carryover, if any, to 2011				
a From 2006	NONE			
b From 2007	12,654.			
c From 2008	21,740.			
d From 2009	41,930.			
e From 2010	NONE			
f Total of lines 3a through e	76,324.			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 240,738.				
a Applied to 2010, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2011 distributable amount				239,001.
e Remaining amount distributed out of corpus	1,737.			
5 Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	78,061.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	78,061.			
10 Analysis of line 9				
a Excess from 2007	12,654.			
b Excess from 2008	21,740.			
c Excess from 2009	41,930.			
d Excess from 2010	NONE			
e Excess from 2011	1,737.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

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)

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 14				
Total			▶ 3a	227,950.
b Approved for future payment				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	162,244.	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	66,591.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory . . .					
11	Other revenue a					
b	OTHER INCOME			1	-1,459.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				227,376.	
13	Total. Add line 12, columns (b), (d), and (e)					227,376.

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

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

[illegible]

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

- | 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
|---|--|-----|----|
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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

**Sign
Here**

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


Signature of officer or trustee

04/25/2012

Title

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

VICE PRESIDENT

**Paid
Preparer
Use Only**

Print/Type preparer's name

JEFFREY E. KUHLIN

Preparer's signature

John E. Kuhlman

Date	
------	--

04/25/2012

Check ☐ if self-employed

PTIN

P00353001

Firm's name ► KPMG LLP

Firm's EIN ► 13-5565207

Firm's address ▶ 2020 N CENTRAL AVE, STE 700
PHOENIX, AZ

Phone no. 800-810-2207

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	15,935.	15,935.
NONDIVIDEND DISTRIBUTIONS	1,123.	
DOMESTIC DIVIDENDS	55,688.	55,688.
OTHER INTEREST	87,256.	87,256.
FOREIGN INTEREST	847.	847.
US GOVERNMENT INTEREST REPORTED AS QUALI	1.	1.
NONQUALIFIED FOREIGN DIVIDENDS	204.	204.
NONQUALIFIED DOMESTIC DIVIDENDS	1,190.	1,190.
TOTAL	162,244.	161,121.

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INCOME	-1,459.	-1,459.
	-----	-----
TOTALS	-1,459.	-1,459.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,000.			1,000.
TOTALS	1,000.	NONE	NONE	1,000.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	933.	933.
FEDERAL TAX PAYMENT - PRIOR YE	1,537.	
FEDERAL ESTIMATES - PRINCIPAL	3,276.	
FOREIGN TAXES ON QUALIFIED FOR	926.	926.
FOREIGN TAXES ON NONQUALIFIED	26.	26.
	-----	-----
TOTALS	6,698.	1,885.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
CA FILING FEE	10.		10.
OTHER ALLOCABLE EXPENSES	349.	349.	
TOTALS	359.	349.	10.
	=====	=====	=====

HELLER FOUNDATION OF SAN DIEGO

95-6010314

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
ISHARES MSCI EAFE INDEX	196,661.	133,731.
ISHARES MSCI EMERGING MKT IDX	67,099.	73,983.
ISHARES RUSSELL MIDCAP IDX	42,793.	49,210.
ISHARES RUSSELL MIDCAP VALUE	19,325.	21,700.
ISHARES S&P 500 INDEX FND	165,737.	163,748.
ISHARES SILVER TR	48,571.	67,350.
PARNASSUS SMALL CAP #1007	124,688.	121,867.
PT- CHARITABLE INCM FD	1,688,755.	1,857,188.
SCOUT INTERNATIONAL #29	120,000.	118,816.
SPDR GOLD TRUST SHS	47,237.	75,995.
3M CO	37,650.	40,865.
ALCOA INC	34,932.	10,380.
ALLSTATE CORP	16,612.	13,705.
ANALOG DEVICES INC	26,062.	30,413.
APPLIED MATLS INC	37,160.	21,420.
AT&T INC COM	23,421.	30,240.
AUTOMATIC DATE PROCESSING	42,105.	54,010.
AVERY DENNISON CORP	23,513.	28,680.
BAKER HUGHES INC	42,867.	29,184.
BHP BILLITON LIMITED	43,708.	70,630.
BOEING	33,391.	36,675.
BRISTON MYERS SQUIBB CO	7,623.	70,480.
CANADIAN NATL RY CO	35,950.	78,714.
CHEVRON CORP- COMMON STOCK	10,180.	42,560.
COCA-COLA CO	20,625.	69,970.
CONOCOPHILLIPS COM	44,646.	51,009.
DISNEY (WALT) COMPANY HOLDING	25,085.	37,500.
ENTERPRISE PRODS PARTNERS LP	33,768.	55,656.
EQUITY RESIDENTIAL	21,924.	68,436.

HELLER FOUNDATION OF SAN DIEGO

95-6010314

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
EXXON MOBIL CORP	39,306.	106,289.
FLOWERVE CORP	11,367.	19,864.
GENERAL ELEC CO	12,817.	35,820.
HEWLETT PACKARD CO	24,420.	25,760.
HOME DEPOT INC	22,592.	37,836.
INTEL CORP	81,860.	72,750.
JOHNSON & JOHNSON	5,633.	32,790.
KIMBERLY CLARK CORP	13,853.	66,204.
KONINKLIJKE PHILIPS ELECTRS NV	11,770.	16,132.
LEGGETT & PLATT INC	31,600.	28,800.
LILLY ELI & CO	43,280.	41,560.
MARATHON OIL CORP	4,202.	16,567.
MARATHON PETE CORP	2,730.	9,421.
MEDTRONIC INC	21,450.	19,125.
MICROSOFT CORP	52,077.	49,324.
NEWMONT MNG CORP	48,081.	60,010.
NORTHROP GRUMMAN CORP	37,239.	46,784.
NYSE EURONEXT COM	27,180.	39,150.
PFIZER INC	49,620.	38,952.
PINNACLE WEST CAP CORP	15,952.	28,908.
PROCTER & GAMBLE CO	43,930.	66,710.
PROLOGIS INC	16,872.	34,308.
TARGET CORP	4,853.	35,854.
VALE SA ADR	32,690.	21,450.
VERIZON COMMUNICATIONS	66,024.	80,240.
WASTE MGMT INC DEL	29,218.	32,710.
	-----	-----
TOTALS	3,832,704.	4,587,433.
	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----
SHARE OF PARTNERSHIP INCOME	4,345.

TOTAL	4,345.
	=====

HELLER FOUNDATION OF SAN DIEGO

95-6010314

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----

CTF INCOME TIMING DIFF

31.

TOTAL

31.
=====

STATEMENT 9

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990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
=====

THIS QUESTION DOES NOT APPLY. THE FOUNDATION DOES NOT HAVE ANY
UNDISTRIBUTED INCOME FROM PRIOR YEAR

HELLER FOUNDATION OF SAN DIEGO

95-6010314

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

UNION BANK

ADDRESS:

9255 TOWN CENTER DRIVE #820

SAN DIEGO, CA 92121

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 20

COMPENSATION 47,111.

TOTAL COMPENSATION:

47,111.

=====

STATEMENT 11

HELLER FOUNDATION OF SAN DIEGO

95-6010314

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
=====

EMPLOYEE NAME:
NONE

STATEMENT 12

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HELLER FOUNDATION OF SAN DIEGO

95-6010314

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:
NONE

STATEMENT 13

XD576 2 000

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HELLER FOUNDATION OF SAN DIEGO

95-6010314

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:

SEE ATTACHED DISTRIBUTION STATEMENT

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

CHARITABLE

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 227,950.

TOTAL GRANTS PAID:

227,950.

=====

STATEMENT 14

149 BENEFICIARY DISTRIBUTIONS

DISTRIBUTIONS NOT MATCHED TO BENEFICIARY

12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO WRITE OUT LOUD TR TRAN#-XF0000061000108 TR CD=156 REG=0 PORT=PRIN	-750 00	-750 00 1112000067 **CHANGED** 04/24/12 MRW
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO YMCA - SAN DIEGO TR TRAN#-XF0000061000109 TR CD=156 REG=0 PORT=PRIN	-5000 00	-5000 00 1112000068 **CHANGED** 04/24/12 MRW
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO YOSEMITE CONSERVANCY TR TRAN#-XF0000061000110 TR CD=156 REG=0 PORT=PRIN	-15000 00	-15000 00 1112000069 **CHANGED** 04/24/12 MRW
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO ZOOLOGICAL SOCIETY OF SAN DIEGO TR TRAN#-XF0000061000111 TR CD=156 REG=0 PORT=PRIN	-40000 00	-40000 00 1112000070 **CHANGED** 04/24/12 MRW

TAX CODE/DATE TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149 BENEFICIARY DISTRIBUTIONS (CONTINUED) DISTRIBUTIONS NOT MATCHED TO BENEFICIARY (CONTINUED)				
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO BOY SCOUTS - SAN DIEGO IMPERIAL COUNCIL TR TRAN#-XF0000061000074 TR CD=156 REG=0 PORT=PRIN	-10000.00		-10000 00 1112000033 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO BOYS & GIRLS CLUB OF GREATER SAN DIEGO TR TRAN#-XF0000061000075 TR CD=156 REG=0 PORT=PRIN	-10000 00		-10000 00 1112000034 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR: PAID TO BRAILLE INSTITUTE TR TRAN#-XF0000061000076 TR CD=156 REG=0 PORT=PRIN	-2000 00		-2000 00 1112000035 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO ACHIEVEMENT REWARDS FOR COLLEGE SCIENTISTS TR TRAN#-XF0000061000071 TR CD=156 REG=0 PORT=PRIN	-7500 00		-7500 00 1112000030 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO ANZA BORREGO FOUNDATION TR TRAN#-XF0000061000072 TR CD=156 REG=0 PORT=PRIN	-10000.00		-10000 00 1112000031 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO BAND AT THE BEACH TR TRAN#-XF0000061000073 TR CD=156 REG=0 PORT=PRIN	-500 00		-500 00 1112000032 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO CASA DE AMPARO TR TRAN#-XF0000061000077 TR CD=156 REG=0 PORT=PRIN	-2500 00		-2500 00 1112000036 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO CYGNET THEATRE COMPANY TR TRAN#-XF0000061000078 TR CD=156 REG=0 PORT=PRIN	-3000 00		-3000 00 1112000037 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO ELDER HELP OF SAN DIEGO TR TRAN#-XF0000061000079 TR CD=156 REG=0 PORT=PRIN	-5000 00		-5000 00 1112000038 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO ELEMENTARY INSTITUTE OF SCIENCE TR TRAN#-XF0000061000080 TR CD=156 REG=0 PORT=PRIN	-2000 00		-2000.00 1112000039 **CHANGED** 04/24/12 MRW	
12/14/11 CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR	-2500 00		-2500 00 1112000040 **CHANGED** 04/24/12 MRW	

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED) DISTRIBUTIONS NOT MATCHED TO BENEFICIARY (CONTINUED)				
	PAID TO FRIENDS OF BALBOA PARK TR TRAN#XF0000061000081 TR CD=156 REG=0 PORT=PRIN				
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO GIRL SCOUTS SAN DIEGO TR TRAN#XF0000061000082 TR CD=156 REG=0 PORT=PRIN	-10000 00		-10000 00 1112000041 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO HOME OF GUIDING HANDS TR TRAN#XF0000061000083 TR CD=156 REG=0 PORT=PRIN	-5000 00		-5000 00 1112000042 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO I LOVE A CLEAN SAN DIEGO TR TRAN#XF0000061000084 TR CD=156 REG=0 PORT=PRIN	-1500 00		-1500 00 1112000043 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO JAPANESE FRIENDSHIP GARDEN TR TRAN#XF0000061000085 TR CD=156 REG=0 PORT=PRIN	-2000 00		-2000 00 1112000044 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO JUNIOR LEAGUE OF SAN DIEGO TR TRAN#XF0000061000086 TR CD=156 REG=0 PORT=PRIN	-5000 00		-5000 00 1112000045 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO LAKESIDE'S RIVER PARK CONSERVANCY TR TRAN#XF0000061000087 TR CD=156 REG=0 PORT=PRIN	-2500.00		-2500.00 1112000046 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO LYRIC AT THE BIRCH TR TRAN#XF0000061000089 TR CD=156 REG=0 PORT=PRIN	-2500 00		-2500 00 1112000048 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO MEALS ON WHEELS TR TRAN#XF0000061000090 TR CD=156 REG=0 PORT=PRIN	-5000 00		-5000 00 1112000049 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO: MONARCH SCHOOL PROJECT TR TRAN#XF0000061000091 TR CD=156 REG=0 PORT=PRIN	-5000 00		-5000 00 1112000050 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR PAID TO NTC FOUNDATION TR TRAN#XF0000061000092 TR CD=156 REG=0 PORT=PRIN	-1500 00		-1500 00 1112000051 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR	-3000.00		-3000 00 1112000047 **CHANGED** 04/24/12 MRW	

TAX CODE/DATE	TRANSACTIONS	TAXABLE	INCOME	PRINCIPAL	EDIT NUMBER
149	BENEFICIARY DISTRIBUTIONS (CONTINUED) DISTRIBUTIONS NOT MATCHED TO BENEFICIARY (CONTINUED)				
	PAID TO. LAMB'S PLAYERS THEATRE TR TRAN#-XF0000061000088 TR CD=156 REG=0 PORT=PRIN				
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. PRO KIDS GOLF ACADEMY TR TRAN#-XF0000061000094 TR CD=156 REG=0 PORT=PRIN	-2500.00		-2500.00 1112000053 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. PROJECT WILDLIFE TR TRAN#-XF0000061000095 TR CD=156 REG=0 PORT=PRIN	-5000.00		-5000.00 1112000054 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. ST MADELEINE SOPHIE'S CENTER TR TRAN#-XF0000061000096 TR CD=156 REG=0 PORT=PRIN	-5000.00		-5000.00 1112000055 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. SAN DIEGO BLOOD BANK TR TRAN#-XF0000061000097 TR CD=156 REG=0 PORT=PRIN	-5000.00		-5000.00 1112000056 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. OUTDOOR OUTREACH TR TRAN#-XF0000061000093 TR CD=156 REG=0 PORT=PRIN	-5000.00		-5000.00 1112000052 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. SAN DIEGO CHILDREN'S DISCOVERY CENTER TR TRAN#-XF0000061000099 TR CD=156 REG=0 PORT=PRIN	-1500.00		-1500.00 1112000058 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. SAN DIEGO FOOD BANK TR TRAN#-XF0000061000100 TR CD=156 REG=0 PORT=PRIN	-5000.00		-5000.00 1112000059 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. SAN DIEGO HISTORY CENTER TR TRAN#-XF0000061000101 TR CD=156 REG=0 PORT=PRIN	-5000.00		-5000.00 1112000060 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. SAN DIEGO NATURAL HISTORY MUSEUM TR TRAN#-XF0000061000102 TR CD=156 REG=0 PORT=PRIN	-8700.00		-8700.00 1112000061 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR. PAID TO. SAN DIEGO BOTANIC GARDEN TR TRAN#-XF0000061000098 TR CD=156 REG=0 PORT=PRIN	-2000.00		-2000.00 1112000057 **CHANGED** 04/24/12 MRW	
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION	-2500.00		-2500.00 1112000063 **CHANGED** 04/24/12 MRW	

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149 BENEFICIARY DISTRIBUTIONS (CONTINUED)
DISTRIBUTIONS NOT MATCHED TO BENEFICIARY (CONTINUED)

	FOR PAID TO SAN DIEGO RESCUE MISSION TR TRAN# XF000061000104 TR CD=156 REG=0 PORT=PRIN			
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR: PAID TO: SURFRIDER FOUNDATION TR TRAN# XF000061000105 TR CD=156 REG=0 PORT=PRIN	-7500 00		-7500 00 1112000064 **CHANGED** 04/24/12 MRW
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR: PAID TO: TRUST FOR PUBLIC LAND TR TRAN# XF000061000106 TR CD=156 REG=0 PORT=PRIN	-10000 00		-10000 00 1112000065 **CHANGED** 04/24/12 MRW
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR: PAID TO: UNITED THROUGH READING TR TRAN# XF000061000107 TR CD=156 REG=0 PORT=PRIN	-2000 00		-2000 00 1112000066 **CHANGED** 04/24/12 MRW
12/14/11	CASH DISBURSEMENT CONTRIBUTION TO CHARITY RT7- 2011 DISTRIBUTION FOR: PAID TO: SAN DIEGO PUBLIC LIBRARY FOUNDATION TR TRAN# XF000061000103 TR CD=156 REG=0 PORT=PRIN	-2500 00		-2500 00 1112000062 **CHANGED** 04/24/12 MRW
	TOTAL CODE 149 - BENEFICIARY DISTRIBUTIONS	-227950 00 =====	0 00 =====	-227950 00 =====