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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**Department of the Treasury
Internal Revenue Service

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

For calendar year 2011, or tax year beginning , 2011, and ending ,RICHARD DUNN FAMILY FOUNDATION
1200 WILSHIRE BLVD #208
LOS ANGELES, CA 90017**A** Employer identification number
95-7125979**B** Telephone number (see the instructions)
(213) 240-5990**C** If exemption application is pending, check here ☐**D** 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**G** Check all that apply ☐ Initial return ☐ Initial Return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change**H** Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16) **J** Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

▶ \$ 3,787,618. (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)

1 Contributions, gifts, grants, etc., received (att sch)

2,919,104.

2 Ck ☐ if the foundn is not req to att Sch B

3 Interest on savings and temporary cash investments

20,011.

20,011.

20,011.

4 Dividends and interest from securities

23,863.

23,863.

23,863.

5a Gross rents

67,536.

67,536.

67,536.

b Net rental income or (loss) 18,723.

6a Net gain/(loss) from sale of assets not on line 10

-2,230.

b Gross sales price for all assets on line 6a 7,721.

7 Capital gain net income (from Part IV, line 2)

0.

8 Net short-term capital gain

33.

9 Income modifications

10a Gross sales less returns and allowances

b Less Cost of goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

3,028,284.

111,410.

111,443.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch) SEE ST 1

4,525.

2,262.

2,263.

c Other prof fees (attach sch) SEE ST 2

3,406.

3,406.

17 Interest

18 Taxes (attach schedule)(see instrs) SEE STM 3

1,343.

1,283.

60.

19 Depreciation (attach sch) and depletion

20 Occupancy 1 2012

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 4

50,295.

50,295.

24 Total operating and administrative expenses. Add lines 13 through 23

59,569.

57,246.

2,323.

25 Contributions, gifts, grants paid PART XV

114,175.

114,175.

26 Total expenses and disbursements. Add lines 24 and 25

173,744.

57,246.

0.

116,498.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

2,854,540.

b Net investment income (if negative, enter -0-)

54,164.

c Adjusted net income (if negative, enter -0-)

111,443.

SCANNED MAY 31 2012

REVENUE

ADMINISTRATIVE EXPENSES AND OPERATING

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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	499,388.	1,254,828.	1,254,828.	
	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 sch)				
		Less: allowance for doubtful accounts				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments – U.S. and state government obligations (attach schedule)				
	b	Investments – corporate stock (attach schedule)	183,055.	2,119,446.	2,045,012.	
	c	Investments – corporate bonds (attach schedule)				
	11	Investments – land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)					
12	Investments – mortgage loans					
13	Investments – other (attach schedule)	315,470.	478,179.	487,778.		
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)	997,913.	3,852,453.	3,787,618.		
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe)				
	23	Total liabilities (add lines 17 through 22)	0.	0.		
NET FUND ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here 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.		☒			
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	997,913.	3,852,453.		
	30	Total net assets or fund balances (see instructions)	997,913.	3,852,453.		
	31	Total liabilities and net assets/fund balances (see instructions)	997,913.	3,852,453.		

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	997,913.
2	Enter amount from Part I, line 27a	2	2,854,540.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	3,852,453.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,852,453.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 200 SH GILEAD SCIENCES INC		P	7/28/09	2/01/11
b CASH IN LIEU HUNTINGTON INGALLS INDS INC		P	4/15/11	4/15/11
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,688.		9,951.	-2,263.
b 33.			33.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(j) Fair Market Value as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of column (j) over column (k), if any	
a			-2,263.
b			33.
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	-2,230.
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	33.

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 (column (b) divided by column (c))
2010	116,742.	305,350.	0.382322
2009	105,117.	305,350.	0.344251
2008	406,699.	301,052.	1.350926
2007	108,303.	307,891.	0.351758
2006	96,557.	325,118.	0.296991

2 Total of line 1, column (d)	2	2.726248
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	0.545250
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	480,461.
5 Multiply line 4 by line 3	5	261,971.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	542.
7 Add lines 5 and 6	7	262,513.
8 Enter qualifying distributions from Part XII, line 4	8	116,498.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	1,083.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,083.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,083.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	640.	
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	640.	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	443.	
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	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the instructions for definition)?		X
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		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes		X
4 a 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?		N/A
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, column (c), and Part XV	X	
8 a 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

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Form 990-PF (2011)

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 <u>N/A</u>	13	X	
14	The books are in care of <u>RITA WU</u> Telephone no. <u>(213) 240-5990</u> Located at <u>1200 WILSHIRE, STE 208, LOS ANGELES, CA</u> ZIP + 4 <u>90017</u>			
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 <u>15</u>	N/A ☐ 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 <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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	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?	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? ☐ Yes ☒ No If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</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.)	2b	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 <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If 'Yes,' did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)	3b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	X

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Form 990-PF (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)? (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)?

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?N/A ☐ Yes ☐ No

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

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

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

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

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 5		0.	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
NONE				

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		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 LOYOLA HIGH SCHOOL - CASH CONTRIBUTION (UNRESTRICTED USE)	
	35,000.
2 ST ANDREWS CHURCH - CASH CONTRIBUTION (UNRESTRICTED USE)	
	11,200.
3 HUNTINGTON HOSPITAL - CASH CONTRIBUTION (UNRESTRICTED USE)	
	5,000.
4 IMMACULATE HEART HIGH SCHOOL - CASH CONTRIBUTION (UNRESTRICTED USE)	
	4,600.

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 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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Form 990-PF (2011)

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	
b Average of monthly cash balances	1b	
c Fair market value of all other assets (see instructions)	1c	487,778.
d Total (add lines 1a, b, and c)	1d	487,778.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	487,778.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	7,317.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	480,461.
6 Minimum investment return. Enter 5% of line 5	6	24,023.

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	24,023.
2a Tax on investment income for 2011 from Part VI, line 5	2a	1,083.
b Income tax for 2011 (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	1,083.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	22,940.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	22,940.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	22,940.

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	116,498.
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	
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	116,498.
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	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	116,498.

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				22,940.
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	81,305.			
b From 2007	93,670.			
c From 2008	392,230.			
d From 2009	90,516.			
e From 2010	102,100.			
f Total of lines 3a through e	759,821.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 116,498.				
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2011 distributable amount				22,940.
e Remaining amount distributed out of corpus	93,558.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	853,379.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	81,305.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	772,074.			
10 Analysis of line 9:				
a Excess from 2007	93,670.			
b Excess from 2008	392,230.			
c Excess from 2009	90,516.			
d Excess from 2010	102,100.			
e Excess from 2011	93,558.			

N/A

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

(4) Gross investment income

[illegible]

RICHARD C. DUNN

NONE

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

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 6				
Total			3a	114,175.
b Approved for future payment				
Total			3b	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, Form 990-EZ, or Form 990-PF**

OMB No 1545-0047

2011

Name of the organization

RICHARD DUNN FAMILY FOUNDATION

Employer identification number

95-7125979

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II.)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (i) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year . . . ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

RICHARD DUNN FAMILY FOUNDATION

95-7125979

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	RICHARD & ELEANOR DUNN 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 986,619.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	THERESA DUNN 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 7,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
3	PETER DUNN 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 9,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
4	ELLEN MCPHERSON 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
5	MARYANNE HERRILL 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 5,500.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
6	CHARLES F. DUNN 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

RICHARD DUNN FAMILY FOUNDATION

95-7125979

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	MATTHEW DUNN 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 6,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
8	LUCAS LTD RETIRE. FBO R. DUNN 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 790,310.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
9	LUCAS LTD RETIRE. FBO R. DUNN 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 938,575.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
10	LUCAS LTD RETIRE. FBO R. DUNN 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 50,000.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
11	LUCAS LTD RETIRE. FBO R. DUNN 1200 WILSHIRE BLVD., #208 LOS ANGELES, CA 90017	\$ 111,300.	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Employer identification number

95-7125979

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SECURITIES		
		\$ 986,619.	4/14/11
9	SECURITIES		
		\$ 938,575.	9/21/11
10	\$50,000 CAPITAL CONTRIBUTION INTO 2.26% INTEREST IN NIKOLS - SOUTHLAND MORTGAGE FUND I, LLC, 27-1512142		
		\$ 50,000.	11/01/11
11	5% OWNERSHIP INTEREST IN 255 UNION BOULEVARD LLC, 91-1988490		
		\$ 111,300.	4/15/11
		\$	
		\$	

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

RICHARD DUNN FAMILY FOUNDATION

Employer identification number

95-7125979

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10)**organizations that total more than \$1,000 for the year.** Complete cols (a) through (e) and the following line entry.For organizations completing Part III, enter total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.)

► \$ N/A

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

RICHARD DUNN FAMILY FOUNDATION

95-7125979

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 4,525.	\$ 2,262.		\$ 2,263.
TOTAL	<u>\$ 4,525.</u>	<u>\$ 2,262.</u>	<u>\$ 0.</u>	<u>\$ 2,263.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVT ADVISORY FEE	\$ 3,406.	\$ 3,406.		
TOTAL	<u>\$ 3,406.</u>	<u>\$ 3,406.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CA CHARITABLE REGISTRY FEE	\$ 50.			\$ 50.
FORM 199, FEE	10.			10.
FORM 990, EXCISE TAX (INCL'G EST)	1,283.	\$ 1,283.		
TOTAL	<u>\$ 1,343.</u>	<u>\$ 1,283.</u>	<u>\$ 0.</u>	<u>\$ 60.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX DED	\$ 1,478.	\$ 1,478.		
MISC	4.	4.		
RENTAL EXPENSES	48,813.	48,813.		
TOTAL	<u>\$ 50,295.</u>	<u>\$ 50,295.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

RICHARD DUNN FAMILY FOUNDATION

95-7125979

STATEMENT 5
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
RICHARD C. DUNN 1200 WILSHIRE BLVD., STE 208 LOS ANGELES, CA 90017	TRUSTEE 0	\$ 0.	\$ 0.	\$ 0.
ELEANOR B. DUNN 1200 WILSHIRE BLVD., STE 208 LOS ANGELES, CA 90017	TRUSTEE 0	0.	0.	0.
THERESA DUNN 1200 WILSHIRE BLVD., STE 208 LOS ANGELES, CA 90017	TRUSTEE 0	0.	0.	0.
MARYANNE DUNN-HERRILL 1200 WILSHIRE BLVD., STE 208 LOS ANGELES, CA 90017	TRUSTEE 1.00	0.	0.	0.
RITA WU 1200 WILSHIRE BLVD., STE 208 LOS ANGELES, CA 90017	TRUSTEE 1.00	0.	0.	0.
TOTAL		\$ 0.	\$ 0.	\$ 0.

STATEMENT 6
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CATHOLIC RELIEF CHARITIES 1531 JAMES M WOOD BLVD LOS ANGELES, CA 90015	NONE	N\A	501 (C) (3) CHARITY USE	\$ 1,000.
CATHOLIC EDUCATION FOUNDATION 3424 WILSHIRE BLVD. LOS ANGELES, CA 90015	NONE	N\A	501 (C) (3) CHARITY USE	2,500.
AMNESTY INT'L USA 322 EIGHTH AVE. NEW YORK, NY 10001	NONE	N\A	501 (C) (3) CHARITY USE	500.
COMMUNITY COUNSELING SERVICE 1200 WILSHIRE BLVD., #500 LOS ANGELES, CA 90017	NONE	N\A	501 (C) (3) CHARITY USE	250.

RICHARD DUNN FAMILY FOUNDATION

95-7125979

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CONCERN AMERICA P.O. BOX 1790 SANTA ANA, CA 92702	NONE	N\A	501 (C) (3) CHARITY USE	\$ 2,000.
DOCTORS WITHOUT BORDERS USA 333 SEVENTH AVE. NEW YORK, NY 10001	NONE	N\A	501 (C) (3) CHARITY USE	750.
FU JEN UNIVERSITY FOUNDATION 79 MONTEZUMA ST. SAN FRANCISCO, CA 94110	NONE	N\A	501 (C) (3) CHARITY USE	2,000.
HOSPITALER FOUNDATION 2468 S. ST. ANDREWS PLACE LOS ANGELES, CA 90018	NONE	N\A	501 (C) (3) CHARITY USE	1,125.
IMMACULATE HEART HIGH SCHOOL 5515 FRANKLIN AVE. LOS ANGELES, CA 90028	NONE	N\A	501 (C) (3) CHARITY USE	4,600.
LITTLE SISTERS OF THE POOR 2100 S. WESTERN AVE. SAN PEDRO, CA 90732	NONE	N\A	501 (C) (3) CHARITY USE	2,500.
LOYOLA HIGH SCHOOL 1901 VENICE BLVD. LOS ANGELES, CA 90006	NONE	N\A	501 (C) (3) CHARITY USE	35,000.
LOYOLA MARYMOUNT UNIVERSITY 1 LMU DRIVE #2800 LOS ANGELES, CA 90045	NONE	N\A	501 (C) (3) CHARITY USE	750.
ST. MARK'S EPISCOPAL SCHOOL 1050 E. ALTADENA DRIVE ALTADENA, CA 91001	NONE	N\A	501 (C) (3) CHARITY USE	1,000.
ST. PAUL, THE APOSTLE CHURCH 10750 OHIO AVE. LOS ANGELES, CA 90024	NONE	N\A	501 (C) (3) CHARITY USE	1,000.
THE ORDER OF MALTA 465 CALIFORNIA ST., #118 SAN FRANCISCO, CA 94104	NONE	N\A	501 (C) (3) CHARITY USE	1,650.
TZU CHI FOUNDATION 1100 S. VALLEY CENTER AVE. SAN DIMAS, CA 91773	NONE	N\A	501 (C) (3) CHARITY USE	2,000.

RICHARD DUNN FAMILY FOUNDATION

95-7125979

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
ST. ANDREWS CHURCH 311 N. RAYMOND AVE. PASADENA, CA 91103	NONE	N\A	501(C) (3) CHARITY USE	\$ 11,200.
ST. JOHN OF GOD 2468 S. ST. ANDREWS PLACE LOS ANGELES, CA 90018	NONE	N\A	501(C) (3) CHARITY USE	1,000.
SURFRIDER FOUNDATION P.O. BOX 6010 SAN CLEMENTE, CA 92674	NONE	N\A	501(C) (3) CHARITY USE	750.
THE SUMMIT FOUNDATION 108 N. FRENCH ST. BRECKENRIDGE, CO 80424	NONE	N\A	501(C) (3) CHARITY USE	1,500.
TOGETHER IN MISSION 3424 WILSHIRE BLVD. LOS ANGELES, CA 90010	NONE	N\A	501(C) (3) CHARITY USE	2,000.
CALIFORNIA STATE PARK FOUNDATION 3250 WILSHIRE BLVD., #2003 LOS ANGELES, CA 90010	NONE	N\A	501(C) (3) CHARITY USE	1,000.
LIAM FOUNDATION (CYSTIC FIBROSIS) P.O. BOX 146 SOLANA BEACH, CA 92075	NONE	N\A	501(C) (3) CHARITY USE	1,000.
WEST PASADENA RESIDENT'S ASSOC P.O. BOX 50252 PASADENA, CA 91115	NONE	N\A	501(C) (3) CHARITY USE	100.
FRANK BRESLIN EDUCATION - LOYOLA HS 1901 VENICE BLVD LOS ANGELES, CA 90006	NONE	N\A	501(C) (3) CHARITY USE	4,000.
HUNTINGTON HOSPITAL 100 W. CALIFORNIA RD. PASADENA, CA 91105	NONE	N\A	501(C) (3) CHARITY USE	5,000.
SERRA HIGH SCHOOL 14830 VAN NESS AVE GARDENA, CA 90249	NONE	N\A	501(C) (3) CHARITY USE	4,000.
THE PASADENA 202 CLUB 310 E. COLORADO BLVD, #430 PASADENA, CA 91101	NONE	N\A	501(C) (3) CHARITY USE	3,000.

RICHARD DUNN FAMILY FOUNDATION

95-7125979

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
YOUTH MOTIVATION CRUSADE 3333 CARLIN AVE. LYNWOOD, CA 90262	NONE	N\A	501 (C) (3) CHARITY USE	\$ 200.
HOUSE OF RUTH P.O. BOX 33288 LOS ANGELES, CA 90033	NONE	N\A	501 (C) (3) CHARITY USE	1,500.
CARDINAL HOUSE OF PRAYER 3441 WAVERLY DRIVE LOS ANGELES, CA 90027	NONE	N\A	501 (C) (3) CHARITY USE	1,000.
GEORGETOWN UNIVERSITY 37TH & O ST NW WASHINGTON, DC 20057	NONE	N\A	501 (C) (3) CHARITY USE	1,000.
HOMEBOY INDUSTRIES 130 W BRUNO ST LOS ANGELES, CA 90012	NONE	N\A	501 (C) (3) CHARITY USE	1,500.
JESUIT REFUGEE SERVICE 1016 16TH ST STE 500 WASHINGTON, DC 20036	NONE	N\A	501 (C) (3) CHARITY USE	3,000.
MAYFIELD JUNIOR SCHOOL 405 EUCLID PASADENA, CA 91101	NONE	N\A	501 (C) (3) CHARITY USE	1,000.
BOYS REPUBLIC 1815 REDCLIFF ST LOS ANGELES, CA	NONE	N\A	501 (C) (3) CHARITY USE	300.
ART DIVISION 623 S RAMPART BLVD LOS ANGELES, CA 90057	NONE	N\A	501 (C) (3) CHARITY USE	2,000.
FISCHER CTR ALZHEIMERS RSCH FOUNDATION 1 INTREPID SQ W 46TH ST & 12TH AVE NEW YORK, NY 10036	NONE	N\A	501 (C) (3) CHARITY USE	1,000.
DILLON COMMUNITY CHURCH P.O. BOX 1979 DILLON, CO 80435	NONE	N\A	501 (C) (3) CHARITY USE	1,000.
MARION HOUSE SOUP KITCHEN 411 LAKEWOOD CIRCLE COLORADO SPRINGS, CO 80910	NONE	N\A	501 (C) (3) CHARITY USE	1,000.

RICHARD DUNN FAMILY FOUNDATION

95-7125979

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
MOST PRECIOUS BLOOD CHURCH 2250 S HARRISON STREET DENVER, CO 80210	NONE	N\A	501(C) (3) CHARITY USE	\$ 3,000.
SOUTHERN CA PUBLIC RADIO KPCC 474 S RAYMOND AVE PASADENA, CA 91105	NONE	N\A	501(C) (3) CHARITY USE	1,500.
ST IGNATIUS OF LOYOLA PARISH 322 N AVENUE 61 LOS ANGELES, CA 90042	NONE	N\A	501(C) (3) CHARITY USE	1,000.
WESTSIDE NEIGHBORHOOD SCHOOL 5401 BEETHOVEN ST LOS ANGELES, CA 90066	NONE	N\A	501(C) (3) CHARITY USE	1,000.
TOTAL				\$ <u>114,175.</u>

RICHARD DUNN FAMILY FOUNDATION

95-7125979

**BALANCE SHEET
OTHER (FORM 990-PF)[O]**

PART'P INT - DUNN WARNER PTRS, COST BASIS	\$	180,757.
INV'T NIKOLS MORTGAGE FUND LLC, COST BASIS		180,000.
255 UNION LLC INT, COST BASIS		117,422.
RUSTIN AVE LLC, COST BASIS		0.
TOTAL	\$	<u>478,179.</u>

**FMV OF ASSETS (990-PF)
OTHER [O]**

PART'P INT - DUNN WARNER PTRS, FMV 12/31/11	\$	195,000.
NIKOLS MORTGAGE FUND LLC, FMV 12/31/11		180,000.
LLC INT - 255 UNION, FMV 12/31/11		112,778.
LLC INT - RUSTIN AVE, FMV 12/31/11		0.
TOTAL	\$	<u>487,778.</u>