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

2011

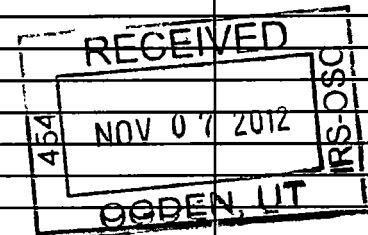
Department of the Treasury
Internal Revenue Service

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 **JUL 1, 2011**, and ending **JUN 30, 2012**

Name of foundation WALLIS FOUNDATION		A Employer identification number 95-6027469
Number and street (or P O box number if mail is not delivered to street address) 1880 CENTURY PARK EAST	Room/suite 950	B Telephone number (310) 277-3633
City or town, state, and ZIP code LOS ANGELES, CA 90067		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 20,877,104.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
		(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	8,238.	8,238.		STATEMENT 1
4 Dividends and interest from securities	457,487.	457,487.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	197,597.			
b Gross sales price for all assets on line 6a 30,320,258.				
7 Capital gain net income (from Part IV, line 2)		197,597.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	243,045.	243,045.		STATEMENT 3
12 Total. Add lines 1 through 11	906,367.	906,367.		
13 Compensation of officers, directors, trustees, etc	54,667.	20,000.		27,334.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 4	7,707.	2,543.		1,002.
b Accounting fees STMT 5	84,000.	67,200.		0.
c Other professional fees STMT 6	197,606.	113,606.		84,000.
17 Interest				
18 Taxes STMT 7	5,920.	420.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	10,300.	5,150.		5,150.
22 Printing and publications				
23 Other expenses STMT 8	65,275.	52.		2,368.
24 Total operating and administrative expenses. Add lines 13 through 23	425,475.	208,971.		119,854.
25 Contributions, gifts, grants paid	4,019,700.			4,019,700.
26 Total expenses and disbursements. Add lines 24 and 25	4,445,175.	208,971.		4,139,554.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-3,538,808.			
b Net investment income (if negative, enter -0-)		697,396.		
c Adjusted net income (if negative, enter -0-)			N/A	



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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	2,999,907.	179,326.	179,326.	
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations STMT 10	10,780,412.	11,205,804.	11,328,247.	
	b Investments - corporate stock STMT 11	4,820,827.	4,070,894.	4,584,395.	
	c Investments - corporate bonds STMT 12	3,115,998.	3,083,861.	3,125,478.	
	11 Investments - land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other STMT 13	699,515.	339,193.	344,988.	
	14 Land, buildings, and equipment: basis ▶ Less: accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 14)	4,412.	3,185.	1,314,670.		
16 Total assets (to be completed by all filers)	22,421,071.	18,882,263.	20,877,104.		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶)				
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	0.	0.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	22,421,071.	18,882,263.			
30 Total net assets or fund balances	22,421,071.	18,882,263.			
31 Total liabilities and net assets/fund balances	22,421,071.	18,882,263.			

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	22,421,071.
2 Enter amount from Part I, line 27a	2	-3,538,808.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	18,882,263.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,882,263.

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	P		
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 30,320,258.		30,122,661.	197,597.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			197,597.
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	197,597.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	4,102,426.	24,880,783.	.164883
2009	4,370,057.	28,840,295.	.151526
2008	4,126,201.	29,892,955.	.138033
2007	4,129,502.	35,219,912.	.117249
2006	4,421,381.	36,861,944.	.119944

2 Total of line 1, column (d)	2	.691635
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	.138327
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	19,876,148.
5 Multiply line 4 by line 3	5	2,749,408.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,974.
7 Add lines 5 and 6	7	2,756,382.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	4,139,554.

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	6,974.
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	0.
3	Add lines 1 and 2	3	6,974.
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	6,974.
6	Credits/Payments:		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	7,316.
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	7,316.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	12.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	330.
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		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.		
1c		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2		X
3 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		
3		X
4a		X
4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		
5		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?		
6	X	
7	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		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>CA</u>		
8b	X	
9 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		
9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		
10		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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of MANN, GELON, GLODNEY & AUGENSTEIN Telephone no. 310-277-3633 Located at 1880 CENTURY PARK EAST #950, LOS ANGELES, CA ZIP+4 90067
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years
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.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

5b		X
6b		X
7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL SACK 1880 CENTURY PARK EAST, 950 LOS ANGELES, CA 90067	CFO/DIRECTOR 5.00	16,000.	0.	0.
JEFFREY GLASSMAN 1880 CENTURY PARK EAST, 950 LOS ANGELES, CA 90067	SEC 'Y/DIRECTOR 5.00	16,000.	0.	0.
JACK BAKER 1880 CENTURY PARK EAST, 950 LOS ANGELES, CA 90067	DIRECTOR 5.00	6,667.	0.	0.
BETH WALLIS 1880 CENTURY PARK EAST, 950 LOS ANGELES, CA 90067	PRESIDENT/DIRECTOR 5.00	16,000.	0.	0.

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

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

Total number of other employees paid over \$50,000 ▶ 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MANN, GELON, GLODNEY & AUGENSTEIN, A.P.C. - 1880 CENTURY PARK E #950, LOS ANGELES, CA	ACCOUNTING, TAX & GRANT ADMN SERVICES	168,000.
JP MORGAN CHASE BANK, N.A. - 2029 CENTURY PARK EAST FLOOR 39, LOS ANGELES, CA 90067	INVESTMENT MANAGEMENT	113,606.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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	18,553,979.
b	Average of monthly cash balances	1b	402,386.
c	Fair market value of all other assets	1c	1,222,465.
d	Total (add lines 1a, b, and c)	1d	20,178,830.
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	20,178,830.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	302,682.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,876,148.
6	Minimum investment return. Enter 5% of line 5	6	993,807.

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	993,807.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	6,974.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,974.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	986,833.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	986,833.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	986,833.

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	4,139,554.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,139,554.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,974.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,132,580.

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				986,833.
2 Undistributed Income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006	2,611,848.			
b From 2007	2,396,838.			
c From 2008	2,652,179.			
d From 2009	2,949,770.			
e From 2010	2,887,027.			
f Total of lines 3a through e	13,497,662.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 4,139,554.				
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				986,833.
e Remaining amount distributed out of corpus	3,152,721.			
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	16,650,383.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	2,611,848.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	14,038,535.			
10 Analysis of line 9:				
a Excess from 2007	2,396,838.			
b Excess from 2008	2,652,179.			
c Excess from 2009	2,949,770.			
d Excess from 2010	2,887,027.			
e Excess from 2011	3,152,721.			

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

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

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

	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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a</i> Paid during the year			THE FOUNDATION'S PURPOSE OF ALL	
			CONTRIBUTIONS IS TO AID AND PROMOTE	
			CHARITABLE, EDUCATIONAL, SCIENTIFIC	
SEE STATEMENT 15	N/A	PUBLIC	AND RELIGIOUS PROJECTS.	4,019,700.
Total ▶ 3a				4,019,700.
<i>b</i> Approved for future payment				
NONE				
Total ▶ 3b				0.

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

SOURCE	AMOUNT
FIDELITY INVESTMENTS - CASH ACCOUNT	1.
FIDELITY INVESTMENTS -CERTIFICATES OF DEPOSIT	7,911.
FIRST REPUBLIC BANK - GRANT	231.
FIRST REPUBLIC BANK - OPERATING	26.
JP MORGAN CHASE	69.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,238.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
3M CO	2,895.	0.	2,895.
ABERDEEN ASIA PACIFIC	46,394.	0.	46,394.
ACCENTURE LTD	1,637.	0.	1,637.
ALTRIA GROUP INC	1,312.	0.	1,312.
AMERICAN EXPRESS	836.	0.	836.
AMERISOURCEBERGEN	821.	0.	821.
ARTIO INTL EQUITY	1,518.	0.	1,518.
ASTRAZENECA PLC	1,344.	0.	1,344.
AT&T INC	1,218.	0.	1,218.
AUTO DATA PROCESSING	1,852.	0.	1,852.
BANK OF NEW YORK MELLON	1,687.	0.	1,687.
BOEING CO	464.	0.	464.
BRISTOL MYERS SQUIBB	1,098.	0.	1,098.
CHEVRON CORP	726.	0.	726.
CINTAS CORP	769.	0.	769.
COMERICA INC.	642.	0.	642.
CONOCOPHILLIPS	818.	0.	818.
CORPORATE SECURITIES	129,591.	0.	129,591.
COVIDIEN LIMITED	1,029.	0.	1,029.
DENTSPLY INT	100.	0.	100.
DEVON ENERGY	739.	0.	739.
DIAGEO PLC	2,137.	0.	2,137.
DODGE & COX INTL	4,787.	0.	4,787.
DOMINION RESOURCES INV	738.	0.	738.
EI DU PONT DE NEMOURS & CO	714.	0.	714.
ELI LILLY & CO	1,176.	0.	1,176.
EXPEDITORS	308.	0.	308.
GENERAL ELECTRIC	774.	0.	774.
GENUINE PARTS CO	671.	0.	671.
GLAXOSMITHKLINE	1,997.	0.	1,997.
HCP, INC.	678.	0.	678.
HEALTH CARE REIT	617.	0.	617.

HJ HEINZ CO	816.	0.	816.
HSBC HOLDINGS	799.	0.	799.
ILLINOIS TOOL WORKS	792.	0.	792.
INGERSOLL-RAND PLC	234.	0.	234.
INTEL CORP	529.	0.	529.
JOHNSON & JOHNSON	812.	0.	812.
JP MORGAN CHASE	93.	0.	93.
JP MORGAN PRIME	5.	0.	5.
KIMBERLY-CLARK CORP	3,586.	0.	3,586.
KOHL'S CORP	296.	0.	296.
KRAFT FOODS	786.	0.	786.
MCGRAW-HILL COMPANIES	363.	0.	363.
MERCK AND CO	475.	0.	475.
MICROSOFT CORP	1,970.	0.	1,970.
MONSANTO CO	666.	0.	666.
NESTLES S A	2,482.	0.	2,482.
NEXTERA ENERGY INC	1,012.	0.	1,012.
OMNICON GROUP	1,080.	0.	1,080.
PHILIP MORRIS INT	880.	0.	880.
ROCKWELL AUTOMATION INC.	170.	0.	170.
ROYAL DUTCH SHELL PLC	1,048.	0.	1,048.
SCHLUMBERGER LTD	276.	0.	276.
STAPLES	2,056.	0.	2,056.
SYSCO CORP	3,189.	0.	3,189.
TE CONNECTIVITY LTD	1,406.	0.	1,406.
THE TRAVELERS CO	422.	0.	422.
TIME WARNER INC	1,617.	0.	1,617.
TYCO ELECTRONICS	463.	0.	463.
U.S. AND FOREIGN GOVERNMENT SECURITIES	207,943.	0.	207,943.
UNILEVER NV	708.	0.	708.
UNITED PARCEL SERVICE	2,234.	0.	2,234.
VERIZON COMM	1,226.	0.	1,226.
VODAFONE GROUP	1,583.	0.	1,583.
WAL-MART STORES INC.	2,097.	0.	2,097.
WILLIS GROUP HOLDINGS	1,286.	0.	1,286.
TOTAL TO FM 990-PF, PART I, LN 4	457,487.	0.	457,487.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FILM RIGHTS ROYALTIES	243,045.	243,045.	
TOTAL TO FORM 990-PF, PART I, LINE 11	243,045.	243,045.	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	7,707.	2,543.		1,002.
TO FM 990-PF, PG 1, LN 16A	7,707.	2,543.		1,002.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX AND ACCOUNTING FEES	84,000.	67,200.		0.
TO FORM 990-PF, PG 1, LN 16B	84,000.	67,200.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GRANT ADMINISTRATION FEES	84,000.	0.		84,000.
INVESTMENT MANAGEMENT FEES	113,606.	113,606.		0.
TO FORM 990-PF, PG 1, LN 16C	197,606.	113,606.		84,000.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	420.	420.		0.
FEDERAL EXCISE TAXES	5,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	5,920.	420.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE FILING FEES	160.	0.		0.
FREIGHT AND DELIVERY	2,118.	0.		1,673.
BANK CHARGES	52.	52.		0.
RETIREMENT DISABILITY PAYMENTS	60,000.	0.		0.
INSURANCE	2,250.	0.		0.
DUES AND SUBSCRIPTIONS	695.	0.		695.
TO FORM 990-PF, PG 1, LN 23	65,275.	52.		2,368.

FOOTNOTES

STATEMENT 9

REGULATION SECTION 53.4945-5(D) STATEMENT

WALLIS FOUNDATION PAID GRANTS TO NON-EXEMPT PRIVATE OPERATING FOUNDATIONS IN PRIOR YEARS AND HAS EXERCISED EXPENDITURE RESPONSIBILITY IN ACCORDANCE WITH IRC SECTION 4945(F). WALLIS FOUNDATION REPORTED THE FINAL EXPENDITURE INFORMATION IN ITS TAX RETURN FOR THE YEAR ENDED JUNE 30, 2011 AND, THEREFORE, HAS NO FURTHER EXPENDITURE REPORTING TO INCLUDE IN THIS RETURN. CURRENTLY THE WALLIS FOUNDATION HAS NO OUTSTANDING UNREPORTED GRANTS TO NON-EXEMPT ORGANIZATIONS FOR WHICH IT MUST REPORT EXPENDITURE RESPONSIBILITY.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 10

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT BONDS	X		8,973,892.	9,054,720.
U.S. AGENCY	X		1,651,931.	1,674,719.
STATE AND MUNICIPAL OBLIGATIONS - SEE STMT 18		X	579,981.	598,808.
TOTAL U.S. GOVERNMENT OBLIGATIONS			10,625,823.	10,729,439.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			579,981.	598,808.
TOTAL TO FORM 990-PF, PART II, LINE 10A			11,205,804.	11,328,247.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS-SEE STMT 16	4,070,894.	4,584,395.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,070,894.	4,584,395.

FORM 990-PF CORPORATE BONDS STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE STMT 17	3,083,861.	3,125,478.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,083,861.	3,125,478.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 13	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CERTIFICATES OF DEPOSIT	FMV	100,020.	102,278.
FOREIGN GOV'T NOTES - SEE STMT 19	COST	239,173.	242,710.
TOTAL TO FORM 990-PF, PART II, LINE 13		339,193.	344,988.

FORM 990-PF	OTHER ASSETS	STATEMENT 14	
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST RECEIVABLE	4,412.	3,185.	64,670.
FILM RIGHTS	0.	0.	1,250,000.
TO FORM 990-PF, PART II, LINE 15		4,412.	1,314,670.

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
AIDS Housing Santa Barbara P O. Box 20031 Santa Barbara, CA 93120	07/26/11	45,000
American Jewish University 15600 Mulholland Drive Los Angeles, CA 90077	07/26/11	100,000
Angel Flight West, Inc. 3237 Donald Douglas Loop S. Santa Monica, CA 90405	07/26/11	7,500
Anti Defamation League 1528 Chapala Street #301 Santa Barbara, CA 93101	07/26/11	30,000
Art Center College of Design 1700 Lida Street Pasadena, CA 91103	07/26/11	10,000
Augusta Levy Learning Center 16 Ridgecrest Road Wheeling, WV 26003	07/26/11	35,000
Beit T'Shuvah 8831 Venice Blvd. Los Angeles, CA 90034-3740	07/26/11	50,000
Better Boys Foundation 1512 South Pulaski Road Chicago, IL 60623	07/26/11	10,000
Boys & Girls Club of Santa Barbara 632 E. Canon Perdido Santa Barbara, CA 93103	07/26/11	15,000
Boys and Girls Club of San Fernando Valley 11251 Glenoaks Blvd. Pacoima, CA 91331	07/26/11	20,000
California Community Foundation - Wallis Foundation Glassman Fund 445 S. Figueroa Street, Suite 3400 Los Angeles, CA 90071	07/26/11	100,000
Cancer Center of Santa Barbara 300 West Pueblo Street Santa Barbara, CA 93105	07/26/11	40,000
Carpinteria Valley Arts Council PO Box 597 Carpinteria, CA 93014	07/26/11	70,000
Casa Esperanza Homeless Center 816 Cacique Street Santa Barbara, CA 93101	07/26/11	50,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Casa Serena, Inc. 1515 Bath Street Santa Barbara, CA 93101	07/26/11	15,000
Child Abuse Listening & Mediation 1236 Chapala Street Santa Barbara, Ca 93101	07/26/11	10,000
Children's Creative Project 3970 La Colina Road, #9 Santa Barbara, CA 93110	07/26/11	25,000
Chinese Americans United for Self Empowerment, Inc. 260 S. Los Robles Avenue #118 Pasadena, CA 91101	07/26/11	15,000
Community Action Partnership of Kern 300 19th Street Bakersfield, CA 93301-4906	07/26/11	5,000
Community Arts Music Association 2060 Alameda Padre Serra, Suite 201 Santa Barbara, CA 93103	07/26/11	15,000
Community Memorial Healthcare Foundation 147 North Brent Street Ventura, CA 93003-2854	07/26/11	40,000
County of Santa Barbara Arts Fund 205C Santa Barbara Street Santa Barbara, CA 93101	07/26/11	25,000
Discovery Arts 1938 N Batavia Street, Suite B Orange, CA 92865	07/26/11	20,000
Energy Independence Now 714 Bond Avenue Santa Barbara, CA 93103	07/26/11	25,000
Environmental Defense Center 906 Garden Street Santa Barbara, CA 93101	07/26/11	30,000
Friends of the Carpinteria Library 5141 Carpinteria Avenue Carpinteria, CA 93013	07/26/11	15,000
Friends of VADA PO Box 4426 Santa Barbara, CA 93140	07/26/11	15,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Ganna Walska Lotusland 695 Ashley Road Santa Barbara, CA 93108	07/26/11	25,000
Georges River Land Trust 8 North Main Street, #200 Rockland, ME 04841	07/26/11	5,000
Haven Hills, Inc. P.O. Box 260 Canoga Park, CA 91305	07/26/11	10,000
Here's to Life Foundation 1536 Bel Aire Drive Glendale, CA 91201	07/26/11	10,000
Herring Gut Learning Center P O. Box 286 Port Clyde, ME 04855	07/26/11	5,000
International Foundation for Electoral Systems 1101 15th St. NW, 3rd Floor Washington, DC 20005	07/26/11	5,000
Jane Goodall Institute, The 4245 N. Fairfax Drive #600 Arlington, VA 22203	07/26/11	10,000
Jewish Homes for the Aging of Greater L.A. 7150 Tampa Avenue Reseda, CA 91335	07/26/11	50,000
L A.'s Best 200 N. Main Street #700 Los Angeles, CA 90012	07/26/11	10,000
Los Angeles Chamber Orchestra Society, Inc. 350 S. Figueroa Street, # 183 Los Angeles, CA 90071	07/26/11	1,000
Los Angeles Philharmonic Association 151 S. Grand Avenue Los Angeles, CA 90012-3042	07/26/11	55,000
Los Angeles Police Foundation 515 S. Flower Street, St# 1680 Los Angeles, CA 90071	07/26/11	27,500
Los Angeles Sports & Entertainment Commission 333 S. Hope Street, 18th Floor Los Angeles, CA 90071	07/26/11	35,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Marianne Frostig Center of Educational Therapy 971 N. Altadena Drive Pasadena, CA 91107	07/26/11	2,500
Mental Health Association in Santa Barbara County 617 Garden Street Santa Barbara, CA 93101	07/26/11	20,000
Museum of Latin American Art 628 Alamitos Avenue Long Beach, CA 90802	07/26/11	15,000
Music Academy of the West 1070 Fairway Road Santa Barbara, CA 93108-2899	07/26/11	25,000
Naples Coalition, The P.O. Box 1099 Goleta, CA 93116	07/26/11	50,000
Ojai Festivals, LTD. P.O. Box 185, 201 S. Signal St. Ojai, CA 93024	07/26/11	10,000
Ojai Playwrights P.O. Box 1288 Ojai, CA 93024	07/26/11	10,000
Pacific Aviation Museum Pearl Harbor 90 Nakolo Place, Suite 25 Honolulu, HI 96819-1850	07/26/11	10,000
Pacific Pride Foundation, Inc. 126 E. Haley #A11 Santa Barbara, CA 93101-2342	07/26/11	40,000
Rape Foundation, The 1223 Wilshire Blvd., Suite 410 Santa Monica, CA 90403	07/26/11	10,000
Rehabilitation Hospital Foundation 2415 De La Vina Street Santa Barbara, CA 93105	07/26/11	70,000
Santa Barbara Audubon Society 5679 Hollister Avenue, #5B Goleta, CA 93117	07/26/11	15,000
Santa Barbara Botanic Garden, Inc. 1212 Mission Canyon Road Santa Barbara, CA 93105	07/26/11	5,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Santa Barbara Channel Keeper 714 Bond Avenue Santa Barbara, CA 93103	07/26/11	20,000
Santa Barbara Historical Museum 136 East De La Guerra Street Santa Barbara, CA 93101	07/26/11	15,000
Santa Barbara Maritime Museum 113 Harbor Way #190 Santa Barbara, CA 93109	07/26/11	10,000
Santa Barbara Neighborhood Clinics 1900 State Street, Suite G Santa Barbara, CA 93101	07/26/11	25,000
Scholarship Foundation of Santa Barbara P.O. Box 3620 Santa Barbara, CA 93130-3620	07/26/11	10,000
St. Joseph Center 204 Hampton Drive Venice, CA 90291	07/26/11	10,000
Trust for Public Land Western Region, The 101 Montgomery Street #900 San Francisco, CA 94104	07/26/11	50,000
USC - Athletic Department USC Heritage Hall, 3501 Watt Way, 203A Los Angeles, CA 90089-0602	07/26/11	30,000
West Coast Sports Medicine Foundation 1200 Rosecrans Avenue #101 Manhattan Beach, CA 90266	07/26/11	20,000
West Side Food Bank 1710 22nd Street Santa Monica, CA 90404	07/26/11	5,000
Will Steger Foundation 2801 21st Avenue South, #127 Minneapolis, MN 55407	07/26/11	20,000
California Institute of Technology 1200 E California Blvd. Pasadena, CA 91125	08/03/11	55,000
Santa Barbara Education Foundation 1330 State Street, Suite 203 Santa Barbara, CA 93101	08/03/11	25,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Santa Barbara Marine Mammal Center 389 N. Hope Avenue Santa Barbara, CA 93110-1572	08/03/11	20,000
Community Foundation of Santa Cruz County -Wallis Foundation - Santa Cruz County 2425 Porter Street, Suite 17 Soquel, CA 95073-2453	08/17/11	150,000
Desert Aids Project P.O. Box 2890 Palm Springs, CA 92263-2890	08/17/11	50,000
Aids Emergency Fund 965 Mission Street #630 San Francisco, CA 94103	08/19/11	10,000
American Conservatory Theatre 30 Grant Avenue San Francisco, CA 94108-5800	08/19/11	10,000
Asian Art Museum Foundation of San Francisco - Computer Imaging Project 200 Larkin Street San Francisco, CA 94102	08/19/11	50,000
Cal Performances 101 Zellerbach Hall, #4800, University of California Berkeley, CA 94720	08/19/11	15,000
California Academy of Sciences 55 Music Concourse Dr. San Francisco, CA 94118-4501	08/19/11	25,000
California Food Policy Advocates 436 14th St , #1220 San Francisco, CA 94612	08/19/11	25,000
California Pacific Medical Center Foundation - Coming Home Hospice P.O. Box 7999 San Francisco, CA 94120-7999	08/19/11	10,000
Cazadero Performing Arts Camp P O. Box 7908 Berkeley, CA 94707	08/19/11	5,000
Classical Public Radio Network, LLC 201 Third Street, Suite 1200 San Francisco, CA 94103	08/19/11	5,000
Community Awareness & Treatment Service 1171 Mission street San Francisco, CA 94103	08/19/11	5,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Community Music Center 544 Capp Street San Francisco, CA 94110	08/19/11	10,000
Corporation of the Fine Arts Museums of San Francisco - General Purposes Golden Gate Park, 50 Hagiwara Tea Garden Drive San Francisco, CA 94118-4501	08/19/11	30,000
Philharmonia Baroque Orchestra 180 Redwood Street #200 San Francisco, CA 94102	08/19/11	75,000
Positive Resource Center 785 Market Street, 10th Floor San Francisco, CA 94103	08/19/11	25,000
Project Open Hand 730 Polk Street San Francisco, CA 94109	08/19/11	30,000
Russian River Chamber Music Society 1083 Vine Street #136 Healdsburg, CA 95448	08/19/11	5,000
Saint Anthony Dining Room 150 Golden Gate Avenue San Francisco, CA 94102	08/19/11	30,000
San Francisco Aids Foundation 995 Market Street #200 San Francisco, CA 94103	08/19/11	5,000
San Francisco Ballet 455 Franklin Street San Francisco, CA 94102	08/19/11	50,000
San Francisco Classical Voice 201 Third Street, Suite 1200 San Francisco, CA 94103	08/19/11	5,000
San Francisco Conservatory of Music 50 Oak Sreet San Francisco, CA 94102	08/19/11	15,000
San Francisco Food Bank 900 Pennsylvania Avenue San Francisco, CA 94107	08/19/11	30,000
San Francisco Performances 500 Sutter Street #710 San Francisco, CA 94102	08/19/11	60,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
San Francisco Zoological Society 1 Zoo Road San Francisco, CA 94132-1098	08/19/11	15,000
Young Audiences of Northern California 125 Stillman Street San Francisco, CA 94107	08/19/11	1,000
American Friends of the Tel Aviv University 9911 W Pico Blvd # 1010 Los Angeles, CA 90035	08/25/11	10,000
Harvard Westlake School 3700 Coldwater Canyon North Hollywood, CA 91604	08/25/11	50,000
Music Center of Los Angeles County, The 135 North Grand Avenue, #422 Los Angeles, CA 90012	08/25/11	5,000
New Community Jewish High School 7353 Valley Circle Blvd. West Hills, CA 91304	08/25/11	10,000
Jewish Vocational Service 6505 Wilshire Blvd , Seventh Floor Los Angeles, CA 90048	10/07/11	5,000
Los Angeles Biomedical Research Institute at Harbor-UCLA Medical Center 1124 W Carson Street Torrance, CA 90502	10/07/11	10,000
Los Angeles Junior Chamber of Commerce 244 South San Pedro Street, Suite 200 Los Angeles, CA 90012	10/07/11	1,000
Los Angeles Police Historical Society 427 North Canon Drive, Suite 108 Beverly Hills, CA 90210	10/07/11	3,500
Loyola Marymount University - Law School 919 Albany Street Los Angeles, CA 90015-1211	10/07/11	2,500
Monte Vista Elementary School 2620 Orange Avenue La Crescenta, CA 91214	10/07/11	500
New York University 25 West 4th Street, Fourth Floor New York, NY 10012	10/07/11	5,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Santa Teresita School 4226 Elmhurst Avenue Los Angeles, CA 90037	10/07/11	2,500
Sheriff's Youth Foundation 4700 Ramona Blvd., 4th Floor Monterey Park, CA 91754-2169	10/07/11	10,000
Boy Scouts of America, Los Angeles Council 2333 Scout Way Los Angeles, CA 90026	10/28/11	5,000
Loyola Marymount University 7900 Loyola Blvd. Los Angeles, CA 90045-8375	10/28/11	25,000
Nuclear Age Peace Foundation 1187 Coast Village Road #123 Santa Barbara, CA 93108	10/28/11	10,000
Pets Are Wonderful Support/LA 1546 N Argyle Avenue Hollywood, CA 90028	10/28/11	50,000
RX for Reading 10900 Wilshire Blvd., Suite 320 Los Angeles, CA 90024	10/28/11	50,000
Santa Barbara Marine Mammal Center 389 N. Hope Avenue Santa Barbara, CA 93110-1572	10/28/11	50,000
Santa Barbara Museum of Natural History 2559 Puesta del Sol Road Santa Barbara, CA 93105-2936	10/28/11	10,000
Stephen S. Wise Temple 15500 Stephen S. Wise Drive Los Angeles, CA 90077	10/28/11	10,000
Unity Shoppe, Inc. 1219 State Street Santa Barbara, CA 93101	10/18/11	5,000
University of Hawaii Foundation 2444 Dole Street, Bachmann 105 Honolulu, HI 96822-2330	10/28/11	25,000
UNLV Foundation 4505 Maryland Parkway, Box 450001 Las Vegas, NV 89154-0001	10/28/11	5,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
USC - Athletic Department 3501 Watt Way, 203A Los Angeles, CA 90089-0602	10/28/11	20,000
Yolo Basin Foundation P.O. Box 943 Davis, CA 95617	10/28/11	25,000
Nature Conservancy of California 201 Mission Street, 4th Floor San Francisco, CA 94105	11/16/11	100,000
U.C. Santa Cruz Foundation 1156 High Street Santa Cruz, CA 95064	11/16/11	50,000
California International Theatre Festival 3714 Whitestake Drive Sherman Oaks, CA 91403	11/30/11	10,000
Friends of the Expo Center 3980 Bill Robertson Lane, Suite 203 Los Angeles, CA 90037	11/30/11	25,000
Los Angeles Fire Department Foundation 1875 Century Park East, Suite 200 Los Angeles, CA 90067	11/30/11	10,000
Los Angeles Junior Chamber of Commerce 1250 Capri Drive Pacific Palisades, CA 90272	11/30/11	5,000
UCLA Foundation - Athletics Department PO Box 24044 Los Angeles, CA 90024	11/30/11	15,000
UCLA Foundation - School of Public Affairs 3250 School of Public Affairs Building, Box 951656 Los Angeles, CA 90095-1656	11/30/11	16,000
Young Musicians Foundation 195 South Beverly Drive #414 Beverly Hills, CA 90212	11/30/11	5,000
Hospice of Santa Cruz County 940 Disc Drive Scotts Valley, CA 95066-4544	12/13/11	20,000
Second Harvest Food Bank Santa Cruz County 800 Ohlone Parkway Watsonville, CA 95076-7005	12/13/11	25,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Visiting Nurse & Hospice Care of Santa Barbara 222 East Canon Perdido Street Santa Barbara, CA 93101	12/13/11	50,000
American Bach Soloists 44 Page Street #504 San Francisco, CA 94102-5973	02/03/12	5,000
Asian Art Museum Foundation of San Francisco 200 Larkin Street San Francisco, CA 94102	02/03/12	10,000
Berkeley Repertory Theatre 2025 Addison Street Berkeley, CA 94704	02/03/12	25,000
Berkeley Symphony Orchestra 1942 University Avenue #207 Berkeley, CA 94704	02/03/12	5,000
Chanticleer 44 Page Street #604 San Francisco, CA 94102	02/03/12	5,000
Coleman Advocates for Children & Youth 459 Vienna Street San Francisco, CA 94112	02/03/12	5,000
Corporation of the Fine Arts Museums of San Francisco - Computer Imaging Project Golden Gate Park, 50 Hagiwara Tea Garden Drive San Francisco, CA 94118-4501	02/03/12	50,000
Friends & Foundation of the San Francisco Public Library 391 Grove St. San Francisco, CA 94102	02/03/12	10,000
Friends of the Urban Forest 1007 General Kennedy Avenue, P.O. Box 29456 San Francisco, CA 94129-0456	02/03/12	5,000
General Assistance Advocacy Project 276 Golden Gate Avenue San Francisco, CA 94102	02/03/12	5,000
Glide Foundation 330 Ellis Street San Francisco, CA 94102	02/03/12	30,000
Haight Ashbury Free Medical Clinic P.O. Box 29917 San Francisco, CA 94129	02/03/12	15,000

WALLIS FOUNDATION
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Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Hebrew Home for Aged Disabled 302 Silver Avenue San Francisco, CA 94112-1596	02/03/12	10,000
Larkin Street Youth Services 1138 Sutter Street San Francisco, CA 94109	02/03/12	5,000
Los Angeles Opera Company 135 North Grand Avenue Los Angeles, CA 90012	02/03/12	20,000
Magic Theatre Fort Mason Center, 38 Fort Mason San Francisco, CA 94123	02/03/12	5,000
Merola Opera Program War Memorial Opera House, 301 Van Ness Avenue San Francisco, CA 94102	02/03/12	10,000
Metropolitan Opera Association, Inc , The Lincoln Center New York, NY 10023	02/03/12	50,000
Museum of Performance & Design Veterans Building, 4th Floor, 401 Van Ness Avenue San Francisco, CA 94102	02/03/12	5,000
NARAL Pro-Choice America Foundation 1156 15th Street, N W. #700 Washington, DC 20005	02/03/12	5,000
Northern California Public Broadcasting 2601 Mariposa Street San Francisco, CA 94110-1400	02/03/12	20,000
Planned Parenthood Shasta/Diablo 2185 Pacheco Street Concord, CA 94520	02/03/12	5,000
River Garden Hebrew Home 11401 Old St. Augustine Road Jacksonville, FL 32258	02/03/12	10,000
San Francisco Opera Association War Memorial Opera House, 301 Van Ness Avenue San Francisco, CA 94102	02/03/12	50,000
San Francisco Symphony Davies Symphony Hall, 201 Van Ness Avenue San Francisco, CA 94102	02/03/12	50,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Shakespeare San Francisco P.O. Box 460937 San Francisco, CA 94146-0937	02/03/12	5,000
Shanti Project 730 Polk Street, Third Floor San Francisco, CA 94109	02/03/12	5,000
Tenderloin Health 255 Golden Gate Avenue San Francisco, CA 94102	02/03/12	5,000
Gilda's Club Desert Cities 670625 East Palm Canyon Dr. Suite 7A Cathedral City, CA 92234	02/08/12	2,500
International March of the Living, Inc 3415 S. Sepulveda Blvd., Suite 640 Los Angeles, CA 90034	02/08/12	5,000
Library Foundation of Los Angeles 630 West Fifth Street Los Angeles, CA 90071	02/08/12	10,000
West Coast Sports Medicine Foundation 1200 Rosecrans Avenue #101 Manhattan Beach, CA 90266	02/08/12	10,000
Eikhorn Slough Foundation PO Box 267 Moss Landing, CA 95039	03/07/12	100,000
Native Animal Rescue 1855 17th Avenue Santa Cruz, CA 95062	03/07/12	35,000
North End Action Team, Inc. 654 Main Street Middletown, CT 06457	03/07/12	10,000
Ohio Bird Sanctuary P.O. Box 453 Bellville, OH 44813	03/07/12	10,000
Project Medishare for Haiti PO Box 381208 Miami, FL 33238-1208	03/07/12	15,000
Save the Redwoods League 114 Sansome St., # 1200 San Francisco, CA 94104	03/07/12	50,000

WALLIS FOUNDATION
Form 990, EIN: 95-6027469
Charitable Contributions

7/1/11 - 6/30/12

Organization	Date	Amount
Community Center For the Blind and Visually Impaired 130 West Flora Street Stockton, CA 95202	04/04/12	1,200
Levitt & Quinn Family Law Center 1557 Beverly Blvd. Los Angeles, CA 90026	04/04/12	2,500
UCLA Foundation - UCLA Institute of the Environment & Sustainability 5670 Wilshire Blvd., #1590 Los Angeles, CA 90036	04/04/12	5,000
Conservation Research & Education Opportunities 6044 1st Avenue NW Seattle, WA 98107-2007	04/30/12	100,000
Cabrillo College Foundation - Stroke Center 6500 Soquel Drive Aptos, Ca 95003	04/30/12	25,000
Hope of the Valley Rescue Mission 8165 San Fernando Road Sun Valley, CA 91352	04/30/12	1,000
Santa Barbara Marine Mammal Center 389 N Hope Avenue Santa Barbara, CA 93110-1572	04/30/12	30,000
Los Angeles Master Chorale 135 North Grand Avenue Los Angeles, CA 90012	06/22/12	10,000
Share, Inc PO Box 1342 Beverly Hills, CA 90213	06/20/12	2,000
TOTAL DISTRIBUTED		4,019,700

WALLIS FOUNDATION
 FORM 990, EIN. 95-6027469
 CORPORATE STOCKS & FUNDS
 06/30/12

SYMBOL	STOCK NAME	Y/E NO OF SHARES	Y/E BOOK VALUE	Y/E FMV
MO	ALTRIA GROUP INC.	770	16,439.50	26,603.50
AZN	ASTRAZENECA PLC	480	23,817.07	21,480.00
T	AT&T INC	700	22,303.54	24,962.00
BA	BOEING CO	270	12,152.19	20,061.00
BMY	BRISTOL MYERS SQUIBB	790	17,798.70	28,400.50
CVX	CHEVRON CORP	220	18,345.47	23,210.00
COP	CONOCOPHILLIPS	425	18,153.50	23,749.00
DEO	DIAGEO PLC	260	19,904.66	26,798.20
D	DOMINION RESOURCES	280	11,799.59	15,120.00
DD	DUPONT DE NEMOURS & CO	430	14,460.64	21,745.10
LLY	ELI LILLY & CO	600	29,694.00	25,746.00
GE	GENERAL ELECTRIC	1,150	34,845.00	23,966.00
GPC	GENUINE PARTS CO	310	13,571.80	18,677.50
HNZ	HJ HEINZ CO	390	20,104.50	21,208.20
HCP	HCP, INC.	560	17,797.89	24,724.00
HCN	HEALTH CARE REIT INC	390	20,176.53	22,737.00
HBC	HSBC HOLDINGS	390	17,677.14	17,210.70
INTC	INTEL CORP	630	12,234.60	16,789.50
JNJ	JOHNSON & JOHNSON	350	20,325.27	23,646.00
JPM	JP MORGAN CHASE	310	14,156.34	11,076.30
KMB	KIMBERLY-CLARK CORP	280	17,158.40	23,455.60
KFT	KRAFT FOODS INC	620	20,422.80	23,944.40
MRK	MERK AND CO	565	18,760.49	23,588.75
MSFT	MICROSOFT CORP	660	14,736.34	20,189.40
NEE	NEXTERA ENERGY	320	15,939.64	22,019.20
NOK	NOKIA CORP	0	0.00	0.00
PM	PHILIP MORRIS INTL	250	13,770.00	21,815.00
RTN	RAYTHEON CO	410	21,478.20	23,201.90
RDS	ROYAL DUTCH SHELL	310	22,664.72	21,678.30
TRV	THE TRAVELERS CO	250	9,956.20	15,960.00
UN	UNILEVER NV	570	16,153.80	19,009.50
VZ	VERIZON COMMUNICATIONS	510	17,033.34	22,664.40
VOD	VODAFONE GROUP	680	15,978.66	19,162.40
MMM	3M CO	200	11,620.49	17,920.00
CAN	ACCENTURE LTD.	1,175	49,680.09	70,605.75
AXP	AMERICAN EXPRESS	1,050	32,978.84	61,120.50
ABC	AMERISOURCEBERGEN	1,625	45,455.06	63,943.75
ADP	AUTO DATA PROCESSING	1,000	42,047.53	55,660.00
BK	BANK OF NEW YORK MELLON	3,225	93,318.27	70,788.75
BRKB	BERKSHIRE HATHAWAY	1,075	70,339.67	89,579.75
CTAS	CINTAS CORP	1,375	38,873.97	53,088.75
CMA	COMERICA INC	2,100	65,052.28	64,491.00
COV	COVIDIEN PLC NEW	1,125	55,972.83	60,187.50
XRAY	DENTSPLY INTL	0	0.00	0.00
DVN	DEVON ENERGY CORP	1,250	78,125.24	72,487.50
DEO	DIAGEO PLC	400	25,951.97	41,228.00
EXPD	EXPEDITORS INTL	1,450	55,048.13	56,187.50
GSK	GLAXOSMITHKLINE	1,400	60,020.35	63,798.00
ITW	ILLINOIS TOOL WORKS	1,100	51,199.52	58,179.00
IR	INGERSOLL-RAND PLC	1,175	52,522.56	49,561.50
KMB	KIMBERLY-CLARK CORP	900	55,264.14	75,393.00
KSS	KOHL'S CORP	925	46,782.53	42,078.25
MHP	MCGRAW-HILL COMPANIES	0	0.00	0.00
MSFT	MICROSOFT CORP	1,850	51,951.16	56,591.50
MON	MONSANTO CO	525	27,666.96	43,459.50
NSRG	NESTLE S A	925	38,978.96	55,265.05

WALLIS FOUNDATION
 FORM 990, EIN: 95-6027469
 CORPORATE STOCKS & FUNDS
 06/30/12

SYMBOL	STOCK NAME	Y/E NO. OF SHARES	Y/E BOOK VALUE	Y/E FMV
OMC	OMNICOM GROUP	1,350	58,387.60	65,610.00
SLB	SCHLUMBERGER LTD	725	43,725.67	47,059.75
SPLS	STAPLES INC	3,200	56,732.10	41,760.00
SYI	SYSCO CORP	2,825	78,713.22	84,213.25
TEL	TE CONNECTIVITY LTD	1,875	43,711.78	59,831.25
TWX	TIME WARNER INC	1,300	36,170.09	50,050.00
TYC	TYCO INTL LTD	0	0.00	0.00
UPS	UNITED PARCEL SERVICE	0	0.00	0.00
WMT	WAL-MART STORES INC.	1,375	73,693.11	95,865.00
WSH	WILLIS GROUP	1,150	42,309.85	41,963.50
MMM	3M CO	1,100	75,417.35	98,560.00
EGFI	EDGEWOOD GROWTH FUND	56,451.125	504,673.06	727,655.00
JETI	ARTIO INTL EQUITY FUND	8,133.464	115,413.86	80,683.96
DODF	DODGE & COX INTL	6,306.880	247,923.45	190,530.84
IGNI	IVY GLOBAL NATL RESOURCE	18,808.977	368,467.86	297,934.20
AAPI	ABERDEEN ASIA PACIFIC	72,285.350	696,893.49	786,464.61
	TOTAL	<u>217,865.796</u>	<u>4,070,893.56</u>	<u>4,584,395.26</u>

WALLIS FOUNDATION
 FORM 990, EIN 95-6027469
 CORPORATE BONDS
 06/30/12

	MATURITY VALUE	COST	TOTAL CMV
ALLTEL CORP @106.839	105,000.00	112,180.95	105,000.00
TIME WARNER CABLE@92 669	80,000.00	74,135.20	80,000.00
HOUSEHOLD FINANCE @106 93	60,000.00	64,158.00	61,269.60
ENTERPRISE PRODUCTS	55,000.00	59,648.60	56,583.45
CREDIT SUISSE @102.654	105,000.00	107,786.70	108,278.10
CANADIAN IMP BK	65,000.00	64,925.90	65,640.90
XEROX CORP	30,000.00	30,000.00	30,209.70
DAIMLERCHRYSLER	55,000.00	60,864.10	58,956.70
CITIGROUP INC	40,000.00	40,715.80	42,038.00
HCP INC.	25,000.00	24,779.00	25,399.25
AMERICA MOVIL SA	65,000.00	71,951.75	69,607.85
NORDSTROM INC	60,000.00	69,034.20	66,524.40
JOHN DEERE CAPITAL	65,000.00	65,000.00	65,189.80
ANHEUSER-BUSCH INBEV	40,000.00	41,316.40	43,108.00
PRUDENTIAL FIN@99 937	40,000.00	39,974.80	43,908.80
BANK OF NOVA SCOTIA @ 99.90	55,000.00	54,929.60	57,978.25
AT&T INC.	35,000.00	34,975.15	34,973.75
WELLS FARGO & COMPNAY	50,000.00	49,858.00	49,931.00
KINDER MORGAN	55,000.00	60,993.35	60,513.20
VIACOM INC.	60,000.00	59,873.40	60,149.40
CATERPILLAR FINANCIAL	75,000.00	74,936.25	75,435.75
CVS CAREMARK CORP @100 50	50,000.00	49,927.00	52,630.00
COVIDIEN INTL FINANCE SA	60,000.00	59,887.20	62,442.60
SHELL INTL	75,000.00	79,625.02	80,015.25
JOHN DEERE CAPITAL	35,000.00	34,990.55	35,057.75
WELLS FARGO & COMPNAY	40,000.00	39,921.60	40,030.40
ALTRIA GROUP	40,000.00	41,678.80	43,415.20
PLAINS ALL AMER PIPELINE	40,000.00	43,072.80	42,845.20
DCP MIDSTREAM BANK	45,000.00	44,964.90	45,685.80
GENERAL ELEC CAP	45,000.00	44,966.25	45,913.05
LLOYDS TSB BANK	45,000.00	44,964.45	47,242.80
ONEOK PARTNERS	45,000.00	44,973.00	47,214.00
GOLDMAN SACHS GP GS	40,000.00	39,922.00	40,004.40
DIRECTV HLDG	50,000.00	49,905.50	52,737.00
XEROX CORP	30,000.00	33,763.14	34,307.40
BANK OF AMERICA	44,853.30	44,853.30	45,206.10
NBCUNIVERSAL MEDIA	55,000.00	57,721.40	57,349.05
WALMART	60,000.00	59,778.60	64,245.60
AT&T INC	35,000.00	34,936.30	37,070.95
EXPRESS SCRIPTS	55,000.00	55,794.20	57,264.35
PHILIP MORRIS	55,000.00	54,623.80	57,710.40
BARRICK GOLD CORP	55,000.00	56,886.50	57,692.25
METLIFE INC.	35,000.00	41,390.65	41,041.00
CITIGROUP INC	50,000.00	51,019.20	51,233.00
TORONTO DOMINION BANK	35,000.00	34,869.45	36,263.15
CAPITAL ONE FINANCIAL	40,000.00	39,899.60	41,424.00
HEWLETT PACKARD CO	30,000.00	29,935.20	30,857.70
RIO TINTO FIN	25,000.00	24,850.00	25,869.43

WALLIS FOUNDATION
 FORM 990, EIN 95-6027469
 CORPORATE BONDS
 06/30/12

	MATURITY VALUE	COST	TOTAL CMV
VERIZON COMMUNICATIONS	45,000.00	44,717.85	46,049.85
TEVA PHARMACEUT FIN	40,000.00	39,966.40	41,328.40
UNITEDHEALTH GROUP INC.	45,000.00	44,603.10	46,072.35
BHP BILLITON FIN	30,000.00	29,840.70	30,762.60
RABOBANK NEDERLAND	25,000.00	24,978.25	25,756.70
BERKSHIRE HATHAWAY INC.	45,000.00	44,997.75	45,890.10
DUKE REALTY LP	40,000.00	44,332.80	44,226.00
BANK OF AMERICA	30,000.00	29,912.40	30,561.00
MORGAN STANLEY	35,000.00	34,874.00	34,923.00
LOWE'S COMPANIES	25,000.00	24,978.50	25,185.25
GENERAL ELEC CAP	30,000.00	29,960.70	30,202.80
GLAXOSMITHKLINE	60,000.00	59,784.60	60,178.62
DEVON ENERGY CORP	60,000.00	59,851.80	60,010.80
UNITED TECHNOLOGIES	35,000.00	34,969.90	35,743.40
TOTAL CAPITAL INTL	35,000.00	34,934.55	35,123.90
TOTAL CORPORATE NOTES	<u>3,014,853.30</u>	<u>3,083,860.86</u>	<u>3,125,478.50</u>

WALLIS FOUNDATION
FORM 990, EIN: 95-6027469
STATE & MUNICIPAL OBLIGATIONS
06/30/12

	MATURITY VALUE	COST	TOTAL CMV
STATE OF NEW YORK URBAN DEVELOPMENT	85,000.00	85,000 00	85,526.15
INDIANA BOND BANK	130,000.00	130,000.00	132,476.50
UNIVERSITY NOTRE DAME	105,000.00	105,000.00	108,455.55
GREATER ORLANDO A.A.	95,000.00	95,000 00	97,253.40
NEBRASKA PUBLIC POWER	95,000.00	95,000.00	100,245.90
GEORGIA POWER	70,000.00	69,981 10	74,851.00
TOTAL STATE & MUNICIPAL OBLIGATIONS	580,000.00	579,981.10	598,808.50

WALLIS FOUNDATION
FORM 990, EIN 95-6027469
FOREIGN GOVERNMENT NOTES
06/30/12

	MATURITY VALUE	COST	TOTAL CMV
ASIAN DEVELOPMENT BANK	185,000.00	184,308.10	187,501.20
RABOBANK NEDERLAND	55,000.00	54,865.25	55,209.00
TOTAL FOREIGN GOV'T NOTES	240,000.00	239,173.35	242,710.20