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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 07-01-2012 , and ending 06-30-2013

Name of foundation
The Cush Family Foundation
aka Cushman Foundation

A Employer identification number
33-0643458

Number and street (or P O box number if mail is not delivered to street address) 10620 Treena Street | Room/suite

B Telephone number (see instructions)
(858) 549-2874

City or town, state, and ZIP code
San Diego, CA 92131

C If exemption application is pending, check here ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 9,037,459

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

			(a) Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	8,700			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	436	436	436	
	4	Dividends and interest from securities	235,649	235,649	235,649	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	660,757			
	b	Gross sales price for all assets on line 6a 5,636,729				
	7	Capital gain net income (from Part IV, line 2)		660,757		
	8	Net short-term capital gain			61,259	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	905,542	896,842	297,344	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	75,329	75,329	75,329	75,329
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	17,910	7,966	7,966	17,910
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	70			70
	24	**Total operating and administrative expenses.** Add lines 13 through 23	93,309	83,295	83,295	93,309
	25	Contributions, gifts, grants paid	301,810			301,810
	26	**Total expenses and disbursements.** Add lines 24 and 25	395,119	83,295	83,295	395,119
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	510,423			
	b	**Net investment income** (if negative, enter -0-)		813,547		
	c	**Adjusted net income** (if negative, enter -0-)			214,049	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	580,722	1,172,786	1,172,786
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 page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	6,952,753	6,871,213	7,864,673
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)			
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)	7,533,475	8,043,999	9,037,459
Liabilities				
17	Accounts payable and accrued expenses		100	
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)		100	
Net 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	7,533,475	8,043,899	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	7,533,475	8,043,899	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	7,533,475	8,043,999	

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	7,533,475
2	Enter amount from Part I, line 27a	2	510,423
3	Other increases not included in line 2 (itemize) ▶	3	1
4	Add lines 1, 2, and 3	4	8,043,899
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	8,043,899

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	660,757
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	61,259

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 page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011			
2010			
2009			
2008			
2007			

2	**Total** of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	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 instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	16,271
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	16,271
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	16,271
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	5,200		
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	5,200
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	145
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	11,216
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 2013 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
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	Yes	
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*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶www cushenterprises com

14 The books are in care of ▶Debra Parrish Telephone no ▶(619) 549-2874

Located at ▶10620 Treena Street Suite 110 San Diego CA ZIP +4 ▶92131

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

16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See 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.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 page 20 of the instructions)?	1b		No
	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 2012?	1c		No
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	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 2012 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 2012.)*.	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2012?	4b		No

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)?	**5b**		**No**
	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?	**6b**		**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?	**7b**		**No**

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Marjorie L Cushman 10620 Treena St Ste 110 San Diego, CA 92131	President 1 00	0		
Lori A Moore 10620 Treena St Ste 110 San Diego, CA 92131	Vice President 2 00	0		
Debra L Parrish 11717 Birch Glen Court San Diego, CA 92131	Secretary 2 00	0		
Stephen P Cushman 10620 Treena St Ste 110 San Diego, CA 92131	Director 1 00	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 ▶	

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 Contributions to Public Charities--See Attached Schedule	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions **3**	
Total. Add lines 1 through 3. . . . . ▶	

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	7,899,757
b	Average of monthly cash balances	1b	1,055,205
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	8,954,962
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	8,954,962
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	134,324
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,820,638
6	**Minimum investment return.** Enter 5% of line 5	6	441,032

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	441,032
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 16,271		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	16,271
3	Distributable amount before adjustments Subtract line 2c from line 1	3	424,761
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	424,761
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	424,761

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	395,119
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	395,119
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	395,119

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				424,761
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			300,491	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 395,119				
a Applied to 2011, but not more than line 2a			300,491	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				94,628
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				330,133
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 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 organization 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))

Stephen P Cushman

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

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 or e-mail of the person to whom applications should be addressed

Johnna Ridenour Administrator
10620 Treena Street Suite 110
San Diego, CA 92131
(858) 549-2874
jridenour@cushnet net

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

See Application required of all applicants as available on the entity's website, www cushenterprises com at the link to the Cush Family Foundation

c Any submission deadlines

None

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

See "Eligibility" and Guidelines" as published on the entity's web site, www cushenterprises com at the link to The Cush Family Foundation

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See schedule attached Various Various, CA 92131	none	501c3	General/unrestricted	301,810
Total . . . . ▶ **3a**				301,810
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					436
4 Dividends and interest from securities. . . .					235,649
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			1	645,517	15,240
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				645,517	251,325

13 Total. Add line 12, columns (b), (d), and (e). 13 896,842

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

******	2014-02-14	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Brent R Heramb	Brent R Heramb			P00098332

Firm's name ▶ BRENT R HERAMB A PROFESSIONAL CORPORATION

Firm's EIN ▶

Firm's address ▶ 6645 Norman Ln SAN DIEGO, CA 921203948

Phone no (619) 294-2390

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
6250 shs Ishares S&P Latin America 40	P	2011-12-09	2013-06-25
7300 shs Ishares FTSE China 25	P	2011-12-09	2013-06-24
9000 shs Southern Copper Corp	P	2013-05-30	2013-06-25
1050 shs Ishares S&P Latin America 40	P	2013-01-02	2013-06-25
1000 shs Ishares FTSE China 25	P	2012-07-26	2013-06-24
2000 shs Sempra Energy	P	2010-01-21	2013-04-08
2000 shs Qualcomm Inc	P	2011-06-14	2013-04-19
1700 shs Northrop Grumman Corp	P	2009-10-21	2013-04-08
2500 shs McDonalds Corp	P	2010-03-05	2013-04-08
2200 shs Honeywell Intl , Inc	P	2009-12-04	2013-04-08
5500 shs General Electric Co	P	2011-03-17	2013-04-08
11 shs Lockheed Martin Corp	P	2013-03-07	2013-04-08
4500 shs United Parcel Servide-B	P	2013-01-02	2013-03-20
3500 shs Fedex Corporation	P	2013-01-02	2013-03-20
6000 shs Total S A Spons ADR	P	2011-12-09	2013-02-11
6700 shs Royal Dutch Shell PLC	P	2011-12-29	2013-02-11
2500 shs PPG Industries Inc	P	2012-01-18	2013-02-07
3500 shs Total S A Spons ADR	P	2012-06-19	2013-02-11
1600 shs PPG Industries Inc	P	2012-06-19	2013-02-07
1000 shs IBM Corp	P	2011-07-01	2012-07-11
3200 shs Caterpillar Inc	P	2011-07-01	2012-07-10
2000 shs Nike Inc Class B	P	2012-07-01	2012-09-20
2500 shs Nike Inc Class B	P	2012-07-01	2012-09-20
900 shs IBM Corp	P	2012-07-01	2012-07-11
8000 shs Caterpillar Inc	P	2012-07-01	2012-07-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
217,364		243,490	-26,126
240,950		266,643	-25,693
245,771		290,435	-44,664
36,518		44,342	-7,824
31,669		33,225	-1,556
164,052		93,404	70,648
127,717		111,430	16,287
121,881		73,586	48,295
252,971		152,799	100,172
161,641		84,556	77,085
126,777		106,315	20,462
1,043		976	67
380,125		333,234	46,891
351,631		313,115	38,516
305,753		306,224	-471
449,790		409,416	40,374
340,199		223,252	116,947
178,356		163,183	15,173
217,728		152,466	65,262
186,148		125,044	61,104
255,826		155,412	100,414
193,654		161,525	32,129
242,067		234,082	7,985
167,534		172,028	-4,494
639,564		725,790	-86,226

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-26,126
			-25,693
			-44,664
			-7,824
			-1,556
			70,648
			16,287
			48,295
			100,172
			77,085
			20,462
			67
			46,891
			38,516
			-471
			40,374
			116,947
			15,173
			65,262
			61,104
			100,414
			32,129
			7,985
			-4,494
			-86,226

TY 2012 Investments Corporate Stock Schedule

Name: The Cush Family Foundation
aka Cushman Foundation
EIN: 33-0643458
Software ID: 12000229
Software Version: 2012v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
0(4100) SPDR S&P 500 Trust ET SPY	608,419	657,722
0(4200) SDPR Dow Jones Indl ET Avg ETF	623,427	623,910
0(3000) Fedex Corporation	285,272	295,740
0(7500) Energy Transfer Ptrs LP	351,514	379,050
0(13000) Cisco Systems	312,044	316,355
0(9500) Bristol Myers Squibb	307,180	424,555
0(4000) shs Air Products & Chemicals	322,831	366,280
2300(3000) sh Costco Whsl Corp	262,582	331,710
10000(10000) sh AT&T	294,313	354,000
500(1850) sh Apple Inc	910,999	733,581
7400(6000) sh Qualcomm Inc	327,008	366,540
6700(5000)sh Northrop Grumman Corp	280,080	414,000
7200(5000) shs Honeywell Intl, Inc	221,086	396,700
23500(18000)sh General Electric Company	305,467	417,420
11200(3500) shs Caterpillar, Inc	298,247	288,715
7000(4500) shs McDonalds	421,824	445,500
7000(7000) shs Ishares MSCI-Pac Ex Japan	259,633	301,210
6000(4000) shs Sempra Energy	200,479	327,040
4700(4700) shs Exxon Mobil Corp.	278,808	424,645

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491045005724

TY 2012 Other Expenses Schedule

Name: The Cush Family Foundation
aka Cushman Foundation

EIN: 33-0643458

Software ID: 12000229

Software Version: 2012v2.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Office expense	20			20
Annual Fee	50			50

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TY 2012 Other Increases Schedule

Name: The Cush Family Foundation
aka Cushman Foundation

EIN: 33-0643458

Software ID: 12000229

Software Version: 2012v2.0

Description	Amount
Rounding	1

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491045005724

TY 2012 Other Professional Fees Schedule

Name: The Cush Family Foundation
aka Cushman Foundation

EIN: 33-0643458

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Advisory Fee (Wrap fee) 4458	75,329	75,329	75,329	75,329

TY 2012 Taxes Schedule

Name: The Cush Family Foundation
aka Cushman Foundation

EIN: 33-0643458

Software ID: 12000229

Software Version: 2012v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Statement of information fee	20			20
IRS refund	5,200			-5,200
IRS Prior tax	4,564			4,564
IRS (2012 estimated)	10,400			10,400
FTB-2010 Form 199-Annual Information Rtn	10			10
Foreign Tax Withheld (WF a/c 4458)	7,966	7,966	7,966	7,966
CA Attorney General Registry of Ch Trust	150			150

CUSHMAN FOUNDATION
Charitable Contributions
July 1, 2012 through June 30, 2013

Charity	Tax ID	Amount	Date	Type
Alpha Phi Foundation 11681 Cypress Canyon Road San Diego, CA 92131	36-3895478	$500.00	10/4/2012	CK # 1079
Alzheimer's Association 6632 Convoy Court San Diego, CA 92111	95-3565388	$2,500 00	8/29/2012	CK # 1078
Amigos de las Americas 7817 Via Opuntia Carlsbad, CA 92009-9360	95-2706018	$100.00	1/2/2013	CK # 1108
Armed Forces YMCA Box 555028, Bldg 16144 Camp Pendleton, CA 92055-5028	36-3274346	$100.00	12/6/2012	CK # 1098
Autism Society of America, San Diego Chapter PO Box 420908 San Diego, CA 92142-0908	93-1132987	$6,150.00	4/15/2013	CK # 1113
Braille Institute of America, Inc 4555 Executive Drive San Diego, CA 92121	95-1641426	$2,000.00	10/4/2012	CK # 1080
Birthright Israel Foundation 33 East 33rd, 7th Floor New York, NY 10016	13-4092050	$5,000.00	10/31/2012	VISA
California Dental Association Foundation 6635 Flanders Drive, Suite E San Diego, CA 92121	68-0411536	$500.00	6/21/2013	CK # 1128
Community Campership Council, Inc. 7510 Clairemont Mesa Boulevard, Suite 208 San Diego, CA 92111	51-0172763	$2,500.00	10/4/2012	CK # 1081
Coronado Hospital Foundation 250 Prosepct Place Coronado, CA 92118	95-3273985	$100 00	4/22/2013	VISA

Coronado Hospital Foundation 250 Prosepct Place Coronado, CA 92118	95-3273985	$815.00	5/14/2013	VISA
Cygnet Theatre Company 2410 Congress Street San Diego, CA 92110	57-1146474	$500.00	12/6/2012	CK # 1099
Disabled Businesspersons Association (Challenged America) 955 Harbor Island Drive, Suite 130 San Diego, CA 92101	33-0484461	$1,000.00	4/22/2013	CK # 1118
Disabled Businesspersons Association (Challenged America) 955 Harbor Island Drive, Suite 130 San Diego, CA 92101	33-0484461	$1,000.00	1/3/2013	CK # 1109
Disabled Businesspersons Association (Challenged America) 955 Harbor Island Drive, Suite 130 San Diego, CA 92101	33-0484461	$1,000 00	7/30/2012	CK # 1073
Elder Law and Advocacy 5151 Murphy Canyon Road San Diego, CA 92123	95-3353924	$1,000.00	10/4/2012	CK # 1082
Generate Hope, Inc 4025 Camino Del Rio South, Suite 300 San Diego, CA 92108	26-3405689	$1,000.00	12/6/2012	CK # 1100
Girl Scouts San Diego 1231 Upas Street San Diego, CA 92103	95-1944585	$1,000 00	12/6/2012	CK # 1097
Help Hope Live 100 Matsonford Road, Suite 100 Radnor, PA 19087	52-1322317	$1,000 00	12/6/2012	CK # 1104
Hemophilia Association of San Diego County 3550 Camino Del Rio North, Suite 105 San Diego, CA 92108	23-7252243	$5,000.00	12/6/2012	CK # 1101
Home of Guiding Hands 1825 Gillespie Way, Suite 200 El Cajon, CA 92020	95-6058273	$1,000 00	7/30/2012	CK # 1074
Interfaith Shelter Network of San Diego 3530 Camino Del Rio North, Suite 301	95-2630300	$5,000 00	4/15/2013	CK # 1114

San Diego, CA 92108				
Jacobs & Cushman San Diego Food Bank 9850 Distribution Avenue San Diego, CA 92121	20-4374795	$100.00	2/27/2013	VISA
Jewish Community Foundation of San Diego 4950 Murphy Canyon Road San Diego, CA 92123	95-2504044	$180,000.00	6/28/2013	CK # 1133
Just in Time for Foster Youth PO Box 81292 San Diego, CA 92138	20-5448416	$2,000.00	10/4/2012	CK # 1083
Kids Korps USA 11526 Sorrento Valley Road, Suite C San Diego, CA 92121	33-0655457	$100.00	6/3/2013	VISA
Lamb's Players Theatre PO Box 182229 Coronado, CA 92178	33-0592567	$1,500.00	6/21/2013	CK # 1120
Make a Wish Foundation, San Diego 5151 Murphy Canyon Road, Suite 140 San Diego, CA	33-0039466	$1,000.00	4/22/2013	VISA
Musicians for Education, Inc 4215 Menlo Avenue San Diego, CA 92115	33-0936491	$2,000.00	6/21/2013	CK # 1122
National Multiple Sclerosis Society 12121 Scripps Summitt Drive, Suite 190 San Diego, CA 92131	95-2633200	$3,500.00	02/05/2013	CK # 1110
NTC Foundation 2801 Rosecrans Street San Diego, CA 92106	90-0126641	$3,000.00	6/21/2013	CK # 1123
Outdoor Outreach 5275 Market Street, Suite 21 San Diego, CA 92114	33-0860449	$1,000.00	6/21/2013	CK # 1124
Rady's Childrens Hospital 3020 Childrens Way San Diego, CA 92123		$300.00	5/9/2013	VISA

Rawhide Ranch PO Box 216 Bonsall, CA 92003	35-0962419	$500.00	8/16/2012	CK # 1075
Rolling Readers USA 2515 Camino Del Rio South, Suite 330 San Diego, CA 92108	33-0523713	$2,500 00	6/21/2013	CK # 1125
The Reuben H Fleet Science Center PO Box 33303 San Diego, CA 92163-3303	95-6066250	$1,000 00	12/6/2012	CK # 1102
San Diego Blood Bank 3636 Gateway Center Avenue, Suite 100 San Diego, CA 92102	95-1696732	$10,000.00	2/15/2013	CK # 1112
San Diego Blood Bank 3636 Gateway Center Avenue, Suite 100 San Diego, CA 92102	95-1696732	$5,000.00	6/21/2013	CK # 1129
San Diego Bowl Game Association PO Box 601400 San Diego, CA 92160	95-3198732	$1,000.00	10/4/2012	CK # 1084
San Diego Family Care 6973 Linda Vista Road San Diego, CA 92111	95-2700856	$5,000 00	10/4/2012	CK # 1086
San Diego Foundation # 6096 / Rotary Club of San Diego 2247 San Diego Avenue, Suite 233 San Diego, CA 92110	95-2942582	$250.00	10/4/2012	CK # 1085
San Diego Jewish Academy 11860 Carmel Creek Road San Diego, CA 92130	95-3287745	$1,000.00	11/8/2012	CK # 1093
San Diego Rescue Mission PO BOX 80427 San Diego, CA 92138-0427	95-1874073	$740.00	3/6/2013	VISA
San Diego Symphony Orchestra Association 1245 Seventh Avenue San Diego, CA 92101	95-2040874	$2,000 00	4/15/2013	CK # 1115
Scripps Ranch High School Foundation 10755 Scripps Poway Parkway, #254	33-0576627	$1,000.00	12/6/2012	CK # 1096

San Diego, CA 92131				
Sharp HealthCare Foundation 8695 Spectrum Center Boulevard San Diego, CA 92123	95-3492461	$100.00	9/28/2012	VISA
Sharp HealthCare Foundation 8695 Spectrum Center Boulevard San Diego, CA 92123	95-3492461	$1,418.00	10/4/2012	CK # 1088
Sharp HealthCare Foundation 8695 Spectrum Center Boulevard San Diego, CA 92123	95-3492461	$1,590.00	10/4/2012	CK # 1087
Senior Community Centers 525 14th Street, Suite 200 San Diego, CA 92101	95-2850121	$100.00	7/24/2012	CK # 1072
Special Olympics of Southern California 10977 San Diego Mission Road San Diego, CA 92108	95-4538450	$2,000.00	10/4/2012	CK # 1089
Star Pal 4110 54th Street San Diego, CA 92105	33-0363138	$2,500.00	12/6/2012	CK # 1105
Summerbridge San Diego, Inc 10272 Sauders Drive San Diego, CA 92131	33-0695093	$10,000.00	2/5/2013	CK # 1111
Support the Enlisted Project, Inc. PO Box 26747 San Diego, CA 92196	20-3051279	$1,000 00	6/21/2013	CK # 1126
Susan G. Komen for the Cure, San Diego County 4699 Murphy Canyon Road San Diego, CA 92123	33-0638911	$85.00	10/5/2012	VISA
Teach for America, San Diego 7979 Ivanhoe Avenue, Suite 555 La Jolla, CA 92037	13-3541913	$10,000 00	4/22/2013	CK # 1117
Therapy Center, Inc. 5540 Lake Park Way La Mesa, CA 91942	33-0248878	$3,000.00	12/6/2012	CK # 1103

United Through Reading 11750 Sorrento Valley Road, Suite 110 San Diego, CA 92121	33-0373000	$2,500.00	10/4/2012	CK # 1090
Voice of San Diego 2508 Historic Decatur Road, Suite 120 San Diego, CA 92106	20-1585919	$1,000.00	6/21/2013	CK # 1130
Voices for Children 2851 Meadow Lark Drive San Diego, CA 92123	95-3786047	$1,000.00	6/21/2013	CK # 1127
Warriors & Quiet Waters Foundation PO Box 1165 Bozeman, MT 59771	20-8837637	$262.00	10/4/2012	CK # 1091
Wounded Warrior Homes, Inc. 827 Plumosa Avenue Vista, CA 92018-4616	27-1537405	$2,000.00	4/15/2013	CK # 1116
		$ 301,810 00		