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Form **990-PF**

Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation undation may be able to use a copy of this return to satisfy state renorting re

Department of the Treasury

	_		to use a copy of this			Open to public Inspection
		dar year 2012 or tax year beginning DEC	1, 2012	, and ending	NOV 30, 2013	
Na	ne of	foundation			A Employer identification	number
_						
		MS FAMILY FOUNDATION nd street (or PO box number if mail is not delivered to street			95-4663809	
			address)	Room/suite	B Telephone number	24.60
		4 PALISADES BEACH RD			(310) 260-	3169
		own, state, and ZIP code			C If exemption application is p	ending, check here
		TA MONICA, CA 90403		 	4	
G (ineck	all that apply: Initial return		rmer public charity	D 1. Foreign organizations	s, check here
		Final return	Amended return		2. Foreign organizations me	eting the 85% test
_		Address change	Name change		Foreign organizations me check here and attach co	omputation
H_(_	type of organization: X Section 501(c)(3) ex			E If private foundation sta	tus was terminated
			Other taxable private founda		under section 507(b)(1))(A), check here
		arket value of all assets at end of year J Accounts	-	Accrual	F If the foundation is in a	
			her (specify)		under section 507(b)(1))(B), check here
	\$	1,042,286. (Part I, colu	mn (d) must be on cash b	pasis)		1
Pa	<u>irt (</u>	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(0) Disbursements for charitable purposes (cash basis only)
	1	Contributions, gifts, grants, etc., received	4,300.		N/A	
	2	Check X if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	30.	30.		STATEMENT 1
	4	Dividends and interest from securities	33,527.	33,527.		STATEMENT 2
	5a	Gross rents	_			
	b	Net rental income or (loss)			1	
Revenue	6a	Net gain or (loss) from sale of assets not on line 10	15,761.			SULLYED
	b	Gross sales price for all assets on line 6a 152,696.				O
	7	Capital gain net income (from Part IV, line 2)		15,761.	(A)	116 9 5 2020 10
Œ	8 Net short-term capital gain					- 20 5013
	9	Income modifications		·		المراجعة المراجعة
	10a	Gross sales less returns and allowances				PUEN, UT 1
	þ	Less Cost of goods sold		·		
	C	Gross profit or (loss)				
	11	Other income				
	12	Total. Add lines 1 through 11	53,618.	49,318.		
	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				<u> </u>
G	15	Pension plans, employee benefits			ļ. <u> </u>	
Se	16a	Legal fees				0.405
, Expenses	b	Accounting fees STMT 3	4,275.	2,138.		2,137.
ă ă	C	Other professional fees				
CENTRACE Administrative E	17	Interest		400		7.5
er a	18	Taxes STMT 4	2,329.	490.		75.
	19	Depreciation and depletion			 	
J &	20	Occupancy	2.266	1 100	 	1 102
ځٍد	21	Travel, conferences, and meetings	2,366.	1,183.	 	1,183.
and	22	Printing and publications	350	250		
<u>يَّ</u> م	23	Other expenses STMT 5	359.	359.		0.
≃ <u>و</u>	24	Total operating and administrative	0 220	4 170		3,395.
₩\UC ₩ ₩ ₫₫₩ Operating and	0.5	expenses. Add lines 13 through 23	9,329. 48,000.	4,170.	 	48,000.
))	25	Contributions, gifts, grants paid	48,000.		 	±0,000.
A	26	Total expenses and disbursements.	E7 220	A 170		51,395.
-		Add lines 24 and 25	57,329.	4,170.	 	JI, 393.
		Subtract line 26 from line 12:	-3,711.			
		Excess of revenue over expenses and disbursements	-3,/110	45,148.	 	
		Net investment income (if negative, enter -0-)		47,140·	N/A	
	<u> </u>	Adjusted net income (if negative, enter -0-)			1 41/15	L

	111 50	ADAMS FAMILI FOUNDATION	Paginning of year		93-4663609 Page 2			
F	art	Balance Sheets Atlached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of				
_	1 Cash - non-interest-bearing		(a) Book Value	(b) Book Value	(c) Fair Market Value			
			18,430.	12,235.				
	1	Savings and temporary cash investments	61,592.	49,640.	49,640.			
	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						
S	Q	Inventories for sale or use						
Assets		Prepaid expenses and deferred charges						
Ass		Investments - U.S. and state government obligations						
	l	· · · · · · · · · · · · · · · · · · ·						
		Investments - corporate stock	·					
	l	Investments - corporate bonds						
	11	Investments - land, buildings, and equipment basis						
		Less accumulated depreciation						
	12	Investments - mortgage loans						
	13	Investments - other STMT 6	882,919.	893,355.	976,411.			
	14	Land, buildings, and equipment; basis ▶						
		Less accumulated depreciation						
	15	Other assets (describe STATEMENT 7)	0.	4,000.	4,000.			
_	16	Total assets (to be completed by all filers)	962,941.	959,230.	1,042,286.			
	17	Accounts payable and accrued expenses						
	18	Grants payable						
Ŋ	19	Deferred revenue						
Liabilities		Loans from officers, directors, trustees, and other disqualified persons						
ä	I	Mortgages and other notes payable						
Ë	l .	Other liabilities (describe >)						
				· ·				
	23	Total liabilities (add lines 17 through 22)	0.	0.				
_	Ī	Foundations that follow SFAS 117, check here						
	}	and complete lines 24 through 26 and lines 30 and 31.						
Fund Balances	24	Unrestricted						
ä	25	Temporarily restricted						
Bai		Permanently restricted						
ᅙ	[20	Foundations that do not follow SFAS 117, check here						
Ξ		and complete lines 27 through 31						
þ	27	•	0.	0.				
ets	27	Capital stock, trust principal, or current funds	0.	0.				
Net Assets or	28	Paid-in or capital surplus, or land, bldg., and equipment fund	962,941.					
¥	29	Retained earnings, accumulated income, endowment, or other funds		959,230.				
ž	30	Total net assets or fund balances	962,941.	959,230.				
			062 041	959,230.				
_	31	Total liabilities and net assets/fund balances	962,941.	959,230.				
F	art	Analysis of Changes in Net Assets or Fund Ba	lances					
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line 3	0					
•		st agree with end-of-year figure reported on prior year's return)	=	1	962,941.			
2	•	r amount from Part I, line 27a		2	-3,711.			
		r increases not included in line 2 (itemize)		3	0.			
		lines 1, 2, and 3		4	959,230.			
		eases not included in line 2 (itemize)		5	0.			
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, col	umn (b), line 30	6	959,230.			
<u> </u>	, old	not account of facility buildings at one of your times a times of facility out	1011		Form 990-PF (2012)			

(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		acquired ay, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADE	D SECURITIES - S	SHORT T	ERM	P	VARIO	OUS	VARIOUS
b PUBLICLY TRADE				P	VARI		VARIOUS
c CAPITAL GAINS							
d		_					
					_		<u> </u>
(e) Gross sales price	(f) Depreciation allowed (or allowable)		st or other basis expense of sale		(h) Ga (e) plus	ain or (loss (f) minus	s) (g)
a 26,798.			26,54	5.			252.
ь 121,139.			110,389		-		10,750.
4 ,759.							4,759.
d							
<u>e</u>							
Complete only for assets showing	ng gain in column (h) and owned by	the foundation	on 12/31/69	(I) Gains (Co	ol. (h) gain	minus
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		cess of col. (1) col. (j), if any	co	l. (k), but n Losses (ot less that (from col. (.n -0-) or (h))
a							252.
b							10,750.
C							4,759.
d							
e							
Capital gain net income or (net ca	If gain, also ente	er in Part I, line 0- in Part I, line	7 7	} 2			15,761.
3 Net short-term capital gain or (los	ss) as defined in sections 1222(5) a						
If gain, also enter in Part I, line 8, If (loss), enter -0- in Part I, line 8		D	TT No.4	<u>}</u>		N/A	
<u> </u>	Inder Section 4940(e) fo			-	come		
(For optional use by domestic private	e foundations subject to the section	4940(a) tax on	net investment inc	ome.)			
If section 4940(d)(2) applies, leave to	his part blank.						
Was the foundation liable for the sec			•	ods			Yes X No
If "Yes," the foundation does not qua 1 Enter the appropriate amount in	lify under section 4940(e). Do not c each column for each year; see the			triac			
		IIISII UCIIOIIS DEI	Tore making any en				(d)
(a) Base period years Calendar year (or tay year basing)	(b) Adjusted qualifying di	stributions	Net value of non	(c) charitable-use assets	s 1	Distrii (col. (b.) de	(d) bution ratio vided by col. (c))
Calendar year (or tax year beginni 2011	119 111/	33,000.		964,52	-	(001. (0) 0	.034214
2010		50,000.		971,46			.051468
2009		49,768.		892,79			.055744
2008		19,747.		789,50			.063010
2007		54,712.		1,043,23			.052445
		24,1126		170101	- 		
2 Total of line 1, column (d)					2		.256881
3 Average distribution ratio for the	5-vear hase period - divide the total	on line 2 hy 5	or by the number of	of years			. 230002
the foundation has been in existe	·	on mic 2 by 0,	or by the number (n yours	3		.051376
the realization has been in existe	noc ii loos than o years				-		10020.0
4 Enter the net value of noncharitat	nle-use assets for 2012 from Part X	line 5			4		1,024,596.
4 Enter the net value of nonemarkat	70 430 435013 101 20 12 HOITT WITE	, 1110 0			<u> </u>		
5 Multiply line 4 by line 3					5		52,640.
· · · · · · · · · · · · · · · · · · ·							<u> </u>
6 Enter 1% of net investment incom	ne (1% of Part I, line 27b)				6		451.
	. , , , , , , , , , , , , , , , , , , ,						
7 Add lines 5 and 6					7		53,091.
8 Enter qualifying distributions from	n Part XII, line 4				8_		51,395.
·	n line 7, check the box in Part VI, lin	e 1b, and comp	lete that part using	a 1% tax rate.			<u> </u>
See the Part VI instructions.	,	,					
						F	orm 990-PF (2012)

Part VII Excise Tax Based on Investment Income (Section 4940(s), 4940(s), or 4948 - see instructions) It sempt operating boundation destroet in section 4940(s)?, dender there is all and enter VMX on the 1. Bate of ruling or determination letter: (attach capy of letter frecessary-see instructions) to Part I, line 275 or All other domests foundations enter 2% of line 275. Exempt foreign organizations enter 4% of Part I, line 1275 or All other domests foundations enter 2% of line 275. Exempt foreign organizations enter 4% of Part I, line 1275 a Add lines 1 and 2 Tax under section 511 (domestic section 4947(s)(1) trusts and taxable foundations only. Others enter -0-) 3			(2012) ADAMS FAMILY FOUNDATION		95-	4663	<u>809</u>		Page 4
Date of ruling or determination letter:		1			948	- see i	nstru	ctior	<u>15)</u>
b Domestic foundations that meet the section 4947(e) requirements in Part V, check here ▶ ☐ and enter 1% of 1903. or 1974 it, line (27b) All other domestic foundations enter 2% of line 27b. Example foreign organizations enter 4% of Part I, line (27, col. (b).) 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter 4% of Part I, line (27, col. (b).) 3 Add lines 1 and 2 4 Subtilité A (incorne) lax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter 4% of Part I, line (27, col. (b).) 5 Tax based on in investment income. Subtract line 4 from line 3. If zero or less, enter -0- 5 Tax based on substanction of substanction of the form 1803. If zero or less, enter -0- 5 Tax based on substanction or substanction of line to life (Form 8868) 6 Each 2 1, 000. 5 Exempt foreign organizations - tax withheld at source 6 Ear part with an application for extension of lime to life (Form 8868) 6 Each 2 1, 000. 6 Early and penalty for underpoyment of estimated tax. Check here ☐ if Form 2220 is attached 8 Early and substanction of line to life (Form 8868) 6 Each 2 1, 000. 8 Early and penalty for underpoyment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due. If the lotal of lines 5 and 6 is more than his total of lines 5 and 6 is more than his total of lines 5 and 6 is more than his total of lines 5 and 6 is more than his total of lines 5 and 6, enter the amount of lines 10 to be Credited to 2013 estimated tax ▶ 93. Retended № 11 0.93. 10 Early the annual of line 10 to be Credited to 2013 estimated tax ▶ 93. Retended № 11 0.99. Part VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, statu, or local legislation or did it participate or intervent in any political camponary. b Did it spend more than \$100 during the year (either directly) for political purposes (see instructions) for defination? If the number of the foundation in Form 1122-POL for the year? If t	1a]			
of Part I, line 27b 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 Add lines 1 and 2 5 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Add lines 1 and 2 5 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax pard with application for extension of time to file (Form 8688) 6 Bects with a subtract line 4 from the 3.1 zero or less, enter -0- 6 Be line any penalty for underpayment of estimated tax. Check here life from 220 is attached 6 Bects any penalty for underpayment of estimated tax. Penalty and the control of line 10 to be credited to 2018 estimated tax. 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than 100 during the year (enter directly or indirectly) for political purposes (see instructions for definition)? 12 During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in a line 1 year for political campaign? 10 Definition and the foundation of connection with the activities. 10 the foundation life from 1120 zero from 10 zero from		Date of	ruling or determination letter: (attach copy of letter if nec	cessary-see instructions)		1			
All other domestic foundations enter 2% of time 27b. Exempt foreign organizations enter 4% of Part I, line 12, cot. (b). 2 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 903. 4 Subtitle A (excome) tax (domestic section 4947(a)(1) trusts and laxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3. It zero or less, enter -0- 5 1 Tax based on investment income. Subtract line 4 from line 3. It zero or less, enter -0- 5 2 0. 5 Tax based on investment income. Subtract line 4 from line 3. It zero or less, enter -0- 5 5 903. 6 CreditAPayments: 5 903. 6 CreditAPayments: 6 2 10 2 1 2 8 1 1,000. 6 Backup withhold of envirously withhold of Backup withhold of Backup withhold of reversion of line to left Form 8868) 6 1 7 Total credits and payments. Add lines 6 at though 6d 7 Total credits and payments. Add lines 6 at though 6d 7 Total credits and payments. Add lines 5 and 8 is more than line 7, enter amount of line 10 10 per second 1 second 1 line 7 is more than line 10 total or lines 5 and 8 is more than line 7, enter amount over 9 9 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	b	Domes	tic foundations that meet the section 4940(e) requirements in Part V, check here 🌗	and enter 1%	_1_	ļ		9	03.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 3 ded lines 1 and 2 4 Subtitle A (income) bax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 Be line 2 trustment of the subtract line 4 from line 3.1 zero or less, enter -0- 6 Be line 2 trustment line 7 income than 4 source 6 Be line 2 trustment line 7 income than 5 long 4 trustment line 7 income than 6 trustment line 7 income than 6 trustment line 7 income than 10 trustment line 7 in more than the 10tal of lines 5 and 6 trustment line 7 in more than 10tal of lines 5 and 6 trustment line 7 in more than 10tal of lines 5 and 6 trustment line 7 in more than 10tal of lines 5 and 6 trustment line 7 in more than 10tal of lines 5 and 6 trustment line 7 in more than 10tal of lines 5 and 6 trustment line 7 in more than 10tal of lines 5 and 6 trustment line 7 in more than 10tal of lines 5 and 6 trustment line 7 in more than 5100 during the year center of lines 10 trustment lines 7 in more than 5100 during the year center of lines 10 trustment lines 7 in a root 10 trustment lines 10 trustment li		of Part	I, line 27b						
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4 Subtilità A (noome) lax (domestic section 4947(a)(1) husis and laxable foundations only, Others enter -0- 5 Tax based on investment income. Subtract line 4 from hine 3. if zero or less, enter -0- 5 Do 3. 6 Credis/Payments: 2012 estimated tax payments and 2011 overpayment credited to 2012 5 Exempt foreign organizations - tax withheld at source 6 Exempt foreign organizations - tax withheld at source 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here 10 Overpayment if line? Is more than the total of lines 5 and 6, enter the amount owed 9 Tax due. If the total of lines 5 and 6, enter the amount overpaid 10 Overpayment if line? Is more than the total of lines 5 and 6, enter the amount overpaid 10 Overpayment if line? Is more than the total of lines 5 and 6, enter the amount overpaid 10 Overpayment if line? Is more than the total of lines 5 and 6, enter the amount overpaid 10 Overpayment if line? Is more than the total of lines 5 and 6, enter the amount overpaid 10 Overpayment if line? Is more than the total of lines 5 and 6, enter the amount overpaid 10 Overpayment if line? Is more than the total of lines 5 and 6, enter the amount overpaid 10 Overpayment if line? Is more than the total of lines 5 and 6, enter the amount overpaid 10 Overpayment if line? Is more than the total of lines 5 and 6, enter the amount overpaid 10 Overpayment if line? Is more than the local of lines in line 2 and 10 overpayment if line? Is more than the lines in line 2 and 10 overpayment if line? Is more than the lines in line 2 and 10 overpayment if line? Is more than the lines in line 2 and 10 overpayment if line? Is more lines in line 2 and 10 overpayment lines in lines	2	Tax und	der section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Of	thers enter -0-)	2	ļ			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0: 6 Credis/Payments: 8 2012 estimated but apyments and 2011 overpayment credited to 2012 8 Exempt foreign organizations - tax withheld at source 1 Tax paid with application for extension of time to fite (Form 8868) 8 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6 althrough 60 8 A4. 9 Tax due. If the total of lines 5 and 6 is more than line 7, enter amount over the file of the companies of the state of t	3	Add lin	es 1 and 2		3	<u> </u>		<u> </u>	
6 Credits/Payments: a 2012 estimated tax payments and 2011 overpayment credited to 2012 be Xempt for organizations - tax withheld at source c Tax pad with application for extension of time to file (Form 8868) d				Others enter -0-)	4	ļ			
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b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total ciredits and payments. Add lines 6a through 6d 8 Inter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached 8 A 4. 9 Tax due. If the total of lines 5 and 8 is more than the Total of lines 5 and 8, enter the amount owed 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount owed 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 11 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 12 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 13 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 14 Overpayment If line 7 is more than the total of lines 5 mines 10 overpayment 11 overpayment 12 overpayment 12 overpayment 12 overpayment 12 overpa				1 1	-				
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Solution, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. 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? 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. Be Enter the states to which the foundation reports or with which it is registered (see instructions) CA 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 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 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses Explain the foundation that the state law the state law that the state law that the state law that the state law that the state law the state law the state law that the state law the state law that the state law the state law the state law that the state law the state law that the s				ar?		T / T			
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year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X							80	^	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 X	9				enoar		_	1	_v
10 Old Any delsons decome substantial continuation of the first ax years in the first as screen as screen as the first and addresses									
	10	Did any	y persons become substantial contributors during the tax year? If "Yes," attach a sched	ule listing their names and addresses				-PE	

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	990-PF (2012) ADAMS FAMILY FOUNDATION	95-4663	<u> 809</u>		Page 5
Pa	art 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		<u>X</u>
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory	privileges?			
	If "Yes," attach statement (see instructions)		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	_X_	
	Website address ► N/A				
14			260	<u>-31</u>	<u>69</u>
	Located at ► 1024 PALISADES BEACH RD,, SANTA MONICA, CA	ZIP+4 ▶ 90	1403		$\overline{}$
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	1		, ▶	·
40	and enter the amount of tax-exempt interest received or accrued during the year	15	N	/A Yes	No
10	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,		1 40	162	
	Securities, or other financial account in a foreign country?		16		<u> </u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country				i
Pa	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required		ــــــــــــــــــــــــــــــــــــــ		
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Γ.	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?	'es X No	,		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
		'es 🔀 No			
		'es X No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	es X No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	-		' I	
		'es 🗶 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	. (.			
		es X 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	NT / 70	4.		
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1 <u>b</u>		
_	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?		10		х
9	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation		<u>"</u>		
_	defined in section 4942(j)(3) or 4942(j)(5)):				
а	: At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginni	na			
_		es X No	ļ		
	If "Yes," list the years \blacktriangleright		ł		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorre	ot			
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attack	h			
	statement - see instructions.)	N/A	2b		
C	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		1		
	>		1		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
		es X No			
b	olf "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons a				
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to				
	of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule	o, N/A	24		
	Form 4720, to determine if the foundation had excess business holdings in 2012)	IN / M	3b 4a		X
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpor	se that	744		- 12
0	had not been removed from jeopardy before the first day of the tax year beginning in 2012?	o alai	4b		х
	nau not oven terrioven mont jeopardy betore the mot day of the tax year beginning in 2012.	For	m 990	-PF	

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orm 990-PF (2012) ADAMS FAMILY FOUNDATION			<u>95-46638</u>	09 Page	e 6
Part VII-B Statements Regarding Activities for Which F	orm 4/20 May Be I	Required (continu	ued)		
5a During the year did the foundation pay or incur any amount to:					
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			s X No		
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire				
any voter registration drive?			s X No]	
(3) Provide a grant to an individual for travel, study, or other similar purposes		Ye	s X No		
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section				
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	s X No		
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f			1 1	
the prevention of cruelty to children or animals?		Ye	s X No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify unc	fer the exceptions described (n Regulations			
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b	
Organizations relying on a current notice regarding disaster assistance check h					
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr	om the tax because it mainta	ined			
expenditure responsibility for the grant?	N	「/A □ Ye	s 🔲 No	1 1	
If "Yes," attach the statement required by Regulations section 53 4945	5-5 <i>(d).</i>				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				
a personal benefit contract?	•	☐ Ye	s X No	1	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?			6b 3	X
If "Yes" to 6b, file Form 8870.					_
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	☐ Ye	s X No		
b If "Yes," did the foundation receive any proceeds or have any net income attribu				7b	_
Information About Officers Directors Trust		magers. Highly		<u> </u>	_
Part VIII Paid Employees, and Contractors	ood, r oarraation me				
1 List all officers, directors, trustees, foundation managers and their	compensation.				_
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expens	șe
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	account, oth allowance	
	to position	enter o j	Compensation	anonanos	<u> </u>
SEE STATEMENT 8		0.	0.	۱ ،	0.
SEE STATEMENT 0					.
					—
			-		—
2 Compensation of five highest-paid employees (other than those inc		enter "NONE."	(d) Contributions to	(a) Evnans	
(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	(e) Expens account, oth allowance	her
(4)	devoted to position	(0)	compensation	allowance	S_
NONE				İ	
				1	
				<u> </u>	
				Į.	
					_
					_
	1				
Total number of other employees paid over \$50,000	· · · · · · · · · · · · · · · · · · ·		•		0
TOTAL HUMBER OF CATTON CHIPPING PAIN COUNTY WOODS	· · ·		Form	990-PF (20)12)

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orm 990-PF (2012) ADAMS FAMILY FOUNDATION 9	5-466380	9 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)		
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	e (c)	Compensation
NONE		
		·
		
Total number of others receiving over \$50,000 for professional services	•	0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Exp	enses
N/A		·
		<u> </u>
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.	Am	nount
N/A		
)		
All other program-related investments. See instructions.		
Total. Add lines 1 through 3	Form 9	0 . 90-PF (2012)

Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 1	P	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations,	see instructions)
a Average or monthly far market value of securities b Average or monthly cash balances c Fair market value of all other assets c Fair market value of blockage or other factors reported on lines 1a and 1c (attach detailed explanation) t C (attach have a detailed explanation)	1	Fair market value of assets not used (or, held for use) directly in carrying out charitable, etc., purposes:		
b Average of monthly cash balances Fair market value of all other assets Foundation claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	a		18	1.000.808.
Far market value of all other assets 1c 1d 1,040,199.				
Total (add lines 1a, b, and c) Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e	-	•	\vdash	33,10321
e Reduction claimed for blockage or other factors reported on lines 1a and 1 (a clatach detailed explanation) 1 (a clatach detailed explanation) 2 Acquisition indebtedness applicable to line 1 assets 2 0. 3 3 1,040,199. 4 15,603. Subtract line 2 from line 1d 4 15,603. 4 15,603. 5 Net value of noncharitable activities. Einter 1 1/2% of line 3 (for greater amount, see instructions) 4 1 15,603. 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 1,024,596. 6 Minimum investment return. Enter 5% of line 5 6 5 1,230.				1.040.199.
1c (attach detailed explanation) 1e 0. 2 0.		· · · · · · · · · · · · · · · · · · ·		
2 Acquisition indebtedness applicable to line 1 assets 3 Subtract line 2 from line 1 d Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 1,024 ,596. 6 Ninimum investment return. Enter 5% of line 5 6 S1,230. Part XI			1	
3 1,040,199. 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 1,024,596. 6 1,024,596. 6 1,024,596. 6 5 1,230.	2		2	0.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 4 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 The value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 The value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 The value of noncharitable-use assets. Subtract line 5 from line 3. Enter here and on Part V, line 4 The value of noncharitable-use assets. Subtract line 6 from line 3. Enter here and on Part V, line 6 The value of noncharitable amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations—to certain organizations check here and on one to complete this part.) The value in view the value of noncharitable amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations—to certain organizations check here and on one description of the value amount income for 2012 from Part VI, line 5 The value in view that the value of noncharitable amount income for 2012 from Part VI, line 5 The value in view that the value of noncharitable amount before adjustments. Subtract line 2c from line 1 The value in view and and 2b The value in view and and 2b The value in view and 2b The value of noncharitable view and 2b The value of	3		3	
Section Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 6 51, 230 c.	4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	
Minimum investment return. Enter 5% of line 5 S1, 230.	5		5	
Information	6			
2a 903. b Income tax for 2012. (This does not include the tax from Part VI.) c Add lines 2a and 2b 2c 903. 3 Distributable amount before adjustments. Subtract line 2c from line 1 3 50,327. 4 Recoveries of amounts treated as qualifying distributions 5 Add lines 3 and 4 5 5 50,327. 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 50,327. Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: a Expenses, contributions, gifts, etc total from Part IX-B 5 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1 a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 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. 6 Adjusted qualifying distributions. Subtract line 5 from line 4 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	P		id certain	
b Income tax for 2012. (This does not include the tax from Part VI.) c Add lines 2a and 2b Distributable amount before adjustments. Subtract line 2c from line 1 Recoveries of amounts treated as qualifying distributions Add lines 3 and 4 Deduction from distributable amount (see instructions) Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Expenses, contributions, gifts, etc total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: Suitability test (prior IRS approval required) Cash distribution test (attach the required schedule) Qualifying distributions (add lines 1 a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Adjusted qualifying distributions. Subtract line 5 from line 4 Adjusted qualifying distributions. Subtract line 5 from line 4 Adjusted qualifying distributions. Subtract line 5 from line 4 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	1	Minimum investment return from Part X, line 6	1	51,230.
c Add lines 2a and 2b Distributable amount before adjustments. Subtract line 2c from line 1 Recoveries of amounts treated as qualifying distributions Add lines 3 and 4 Deduction from distributable amount (see instructions) Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 To 50, 327. Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Expenses, contributions, gifts, etc total from Part I, column (d), line 26 Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: Sultability test (prior IRS approval required) Cash distribution test (attach the required schedule) Qualifying distributions. Add lines 1 a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Qualifying distributions. Add lines 1 a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Aquistying distributions. Subtract line 5 from line 4 Adjusted qualifying distributions. Subtract line 5 from line 4 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	2a	Tax on investment income for 2012 from Part VI, line 5		
Significant labels amount before adjustments. Subtract line 2c from line 1 Recoveries of amounts treated as qualifying distributions Add lines 3 and 4 Deduction from distributable amount (see instructions) Deduction from distributable amount (see instructions) Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 To 50,327. Validifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: Amounts paid (including administrative expen	b	Income tax for 2012. (This does not include the tax from Part VI.)		
4 0.0 5 Add lines 3 and 4 6 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 2 8 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 8 Expenses, contributions, gifts, etc total from Part I, column (d), line 26 9 Program-related investments - total from Part IX-B 9 Program-related investments - total from Part IX-B 9 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 9 Amounts set aside for specific charitable projects that satisfy the: 9 Amounts set aside for specific charitable projects that satisfy the: 9 Suitability test (prior IRS approval required) 9 Cash distribution test (attach the required schedule) 9 Cash distribution test (attach the required schedule) 9 Cash distributions and lines 1 a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 9 Califying distributions. Add lines 1 a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 9 Califying distributions. Subtract line 5 from line 4 9 Califying distributions and part XIII, line 27b 9 Califying distributions. Subtract line 5 from line 4 9 Califying distributions and part XIII, line 27b 9 Califying distributions and part XIII, line 27b 9 Calify and part XIII and part XIII and part XIII.	C	Add lines 2a and 2b	2c	
4 0.0 5 Add lines 3 and 4 6 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 2 8 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 8 Expenses, contributions, gifts, etc total from Part I, column (d), line 26 9 Program-related investments - total from Part IX-B 9 Program-related investments - total from Part IX-B 9 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 9 Amounts set aside for specific charitable projects that satisfy the: 9 Amounts set aside for specific charitable projects that satisfy the: 9 Suitability test (prior IRS approval required) 9 Cash distribution test (attach the required schedule) 9 Cash distribution test (attach the required schedule) 9 Cash distributions and lines 1 a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 9 Califying distributions. Add lines 1 a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 9 Califying distributions. Subtract line 5 from line 4 9 Califying distributions and part XIII, line 27b 9 Califying distributions. Subtract line 5 from line 4 9 Califying distributions and part XIII, line 27b 9 Califying distributions and part XIII, line 27b 9 Calify and part XIII and part XIII and part XIII.	3	Distributable amount before adjustments. Subtract line 2c from line 1	3	50,327.
6 Deduction from distributable amount (see instructions) 7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 50, 327. Part XIII 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 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 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) 5 Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 5 Coundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b 6 Adjusted qualifying distributions. Subtract line 5 from line 4 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	4	Recoveries of amounts treated as qualifying distributions	4	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 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 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 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 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 6 Adjusted qualifying distributions. Subtract line 5 from line 4 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	5	Add lines 3 and 4	5	50,327.
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 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 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 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 6 Adjusted qualifying distributions. Subtract line 5 from line 4 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	6	Deduction from distributable amount (see instructions)	6	
Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: a Expenses, contributions, gifts, etc total from Part I, column (d), line 26 b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) Cash distribution test (attach the required schedule) Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b Adjusted qualifying distributions. Subtract line 5 from line 4 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	7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	50,327.
a Expenses, contributions, gifts, etc total from Part I, column (d), line 26 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 Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 4 51,395. 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 6 Adjusted qualifying distributions. Subtract line 5 from line 4 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	P		<u> </u>	
b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes Amounts set aside for specific charitable projects that satisfy the: a Suitability test (prior IRS approval required) Cash distribution test (attach the required schedule) Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Qualifying distributions that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b Adjusted qualifying distributions. Subtract line 5 from line 4 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	1			F1 20F
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a Suitability test (prior IRS approval required) b Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 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 6 Adjusted qualifying distributions. Subtract line 5 from line 4 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			2	
b Cash distribution test (attach the required schedule) 4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 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 6 Adjusted qualifying distributions. Subtract line 5 from line 4 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	_			
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Income. Enter 1% of Part I, line 27b 6 Adjusted qualifying distributions. Subtract line 5 from line 4 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			4	51,395.
Adjusted qualifying distributions. Subtract line 5 from line 4 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	5	· ·	_	^
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	_	•		
	6		<u> </u>	
		Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation (4940(e) reduction of tax in those years.	qualities fo	r the section

Form **990-PF** (2012)

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,				50,327.
line 7				50,321.
2 Undistributed income, if any, as of the end of 2012			46,560.	
a Enter amount for 2011 only b Total for prior years:			40,500.	
b rotation prior years.		0.		
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	0.			
4 Qualifying distributions for 2012 from	0.			
Part XII, line 4: ►\$ 51,395.				
a Applied to 2011, but not more than line 2a			46,560.	
			40,500.	
b Applied to undistributed income of prior		0.		
years (Election required - see instructions)				
c Treated as distributions out of corpus	0.			
(Election required - see instructions)				4,835.
d Applied to 2012 distributable amount	0.			4,000.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			
6 Enter the net total of each column as indicated below:				
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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 2011. Subtract line				
4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2013				45,492.
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 2007				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013		-		
Subtract lines 7 and 8 from line 6a	0.			
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				
6 EXCUSS II OIII EO IE				Form 990-PF (2012)

2012.05090 ADAMS FAMILY FOUNDATION

Part XIV Private Operating Form	AMILY FOUND		A guestion Q		63809 Page 10
			A, question 9)	N/A	
1 a If the foundation has received a ruling of					
foundation, and the ruling is effective for b Check box to indicate whether the found	•	_	n control	14042(1)(2) or	042(1)(5)
2 a Enter the lesser of the adjusted net	Tax year	ing roundation described i	Prior 3 years	4942(j)(3) or4	942(j)(5)
income from Part I or the minimum	(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total
	(4) 2012	(0) 2011	(0) 2010	(0) 2003	(c) rotar
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		1 11 1		- l l &5 000	
Part XV Supplementary Info	rmation (Comple	ete this part only	it the foundation	n nad \$5,000 or m	iore in assets
at any time during t		ructions.)			
1 Information Regarding Foundatio	_			- fa	and of any toy
a List any managers of the foundation wherear (but only if they have contributed in			ributions received by th	e toundation before the ci	ose of any tax
, , , ,	1016 than 40,000/. (Occ	30011011 307 (4)(2).)			
ROBERT V. ADAMS	100/	ha atask of a personation (for an aqually large part	on of the ownership of a	nortnorchin or
b List any managers of the foundation who other entity) of which the foundation has			or arrequally large port	ion of the ownership of a	partnership of
NONE					
2 Information Regarding Contributi	ion Grant Gift Loar	Scholarship etc. Pr	ograme:		
Check here X if the foundation of the foundation makes gifts, grants, etc.	only makes contributions	to preselected charitable	organizations and does		
a The name, address, and telephone num					
ם דוופ וומוזופ, מטטופסס, מוזט נפופטווטוופ ווטווו	sor or a man or the pers	on to morn applications s			
b The form in which applications should b	e submitted and informa	ation and materials they sh	nould include:		
c Any submission deadlines:					
d Any restrictions or limitations on awards	s, such as by geographi	cal areas, charitable fields,	kınds of institutions, or	other factors:	
•	, , , ,				
					Form 990-PF (2012)
223601 12-05-12					ruffii 230"F F (2012)

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Purpose of grant or contribution Foundation show any relationship to Amount status of any foundation manager Name and address (home or business) recipient or substantial contributor a Paid during the year WOMEN'S RESOURCE/COMMUNITY SUPPORT NONE PUBLIC GENERAL FUND CENTER 221 1/2 S IDAHO, PO BOX 888 DILLON MT 59725 10,000, UNITED CHURCH OF CHRIST TRANSITION NONE PUBLIC GENERAL FUND HOUSE P.O. BOX 11885 HONOLULU, HI 96828 9,000. PUBLIC SAN FERNANDO VALLEY RESCUE MISSION NONE GENERAL FUND 13422 SATICOY ST 5 000 NORTH HOLLYWOOD, CA 91605 PUBLIC GENERAL FUND WRITE GIRL NONE 411 S. MAIN STREET, SUITE 422B LOS ANGELES, CA 90013 5,000, HOUSE OF HOPE FOUNDATION, INC NONE PUBLIC GENERAL FUND PO BOX 921 SAN PEDRO CA 90733 3,000. SEE CONTINUATION SHEET(S) ► 3a 48,000. Total **b** Approved for future payment NONE Total Form 990-PF (2012)

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.		business income		d by section 512, 513, or 514	(e)
1 Program service revenue:	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
a					
b					
c	1 1				
d]				
e					
f					
g Fees and contracts from government agencies	_				
2 Membership dues and assessments		·	† †		
3 Interest on savings and temporary cash			†		
investments			14	30.	
4 Dividends and interest from securities		· · · · · · · · · · · · · · · · · · ·	14	33,527.	
5 Net rental income or (loss) from real estate:			 * * -	33,321.	· · · · · · · · · · · · · · · · · · ·
a Debt-financed property			 		
	<u> </u>		+ +		
b Not debt-financed property			 		
6 Net rental income or (loss) from personal					
property			+ +		
7 Other investment income			+		
8 Gain or (loss) from sales of assets other					
than inventory			18	15,761.	
9 Net income or (loss) from special events			 		
10 Gross profit or (loss) from sales of inventory		<u></u>	<u> </u>		<u> </u>
11 Other revenue:			1		
a			<u> </u>		
b					
C					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.	,	49,318.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	49,318
(See worksheet in line 13 instructions to verify calculations.	.)				
Part XVI-B Relationship of Activities Line No. Explain below how each activity for which in the foundation's exempt purposes (other the	ncome is reported in	column (e) of Part XVI-			lishment of
				_	
					
					
				<u> </u>	
				<u> </u>	
	·				
 					
		·····			
223621 12-05-12					Form 990-PF (2012)
					FOID 330°FF (2012)

Fait AVII	_ Information Re Exempt Organ		ISTERS 10	and Iransactions	and Relation	isnips with Nonch	iaritable	•	
1 Did the c	rganization directly or indi		of the following	on with any other organizati	on described in se	ection 501(c) of	- - 	Yes	No
	(other than section 501(c			•		00 1(0) 01			
	s from the reporting found								Ì
(1) Casi	_			34.			1a(1)	1	X
(2) Othe							1a(2)		X
b Other tra									
(1) Sale	s of assets to a noncharita	ible exempt organiza	tion				16(1)		X
	chases of assets from a no						15(2)		X
(3) Ren	tal of facilities, equipment,	or other assets					1b(3)		X
(4) Rein	nbursement arrangements	i					1b(4)		X_
(5) Loai	ns or loan guarantees						1b(5)		X
(6) Perf	ormance of services or me	embership or fundrar	sing solicitation	ons			1b(6)		<u>X</u>
=	of facilities, equipment, ma	• ,		• •			10	ĹJ	<u>X</u>
	swer to any of the above is			* *				ets,	
	es given by the reporting f				ue in any transacti	on or sharing arrangement	t, show in		
	d) the value of the goods,				1				
(a) Line no	(b) Amount involved	(c) Name of		e exempt organization	(d) Descript	ion of transfers, transactions, a	nd sharing arr	rangeme	nts
			N/A						
									
		 							
		 							
		 	 						
		 							
		 							
		 							
					<u> </u>				
		<u> </u>			 				
		 							
			-					_	
			<u> </u>	· · · · · · · · · · · · · · · · · · ·					
2a Is the for	indation directly or indirec	tly affiliated with, or	related to, one	or more tax-exempt organ	izations described				
ın sectio	n 501(c) of the Code (othe	r than section 501(c)(3)) or in sect	tion 527?			Yes	X	No
b If "Yes," o	complete the following sch	iedule.							
	(a) Name of org	ganization		(b) Type of organization		(c) Description of relation	nship		
	N/A				<u> </u>				
									
· -									
	or penalties of perjury, I declare pelief, it is true, correct, and co					6	May the IRS o	discuss t	his
Sign			CPEC (Cirior ine		.		return with the shown below		
Here	1 2 oh	AV UK.	<u> </u>	7 9-114	PRESI	DENT	X Yes	L,	J No [
Sig	nature of officer or trustee			Date	Title				
	Print/Type preparer's na	ame	Preparer's s	ignature •	Date	Check if PTII	N		
Dati-I			1 1	1.4.	8/13/14	self- employed	00175		
Paid	STEVEN GEL			770-	110101		$\frac{00151}{22010}$		
Preparer	Firm's name MAN	IN, GELON,	GLODN	EY & AUGENST	TEIN, APO	Firm's EIN ▶ 95-	33818	12	
Use Only					050				
				EAST, SUITE	950	124	٥, ٥,		C 2 2
	LC	S ANGELES	, CA 9	0067		Phone no. (31	0) 27 Form 990	7-3	
							rorm 990	-FF (2012)

Part XV Supplementary Information				
3 Grants and Contributions Paid During the				
Recipient	If recipient is an individual, show any relationship to	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient		
FIFTH JUDICIAL DISTRICT VOICE FOR CHILDREN	NONE	PUBLIC	GENERAL FUND	
PO BOX 1464 DILLON MT 59725				3.000
D1000N, M1 39723	 			3,000.
THE OCEAN PARK COMMUNITY CENTER - K9 CONNECTION	NONE	PUBLIC	GENERAL FUND	
1453 16TH ST				
SANTA MONICA, CA 90404	 		 	2.500.
AWARE EARLY HEAD START 237 E MERCURY	NONE	PUBLIC	GENERAL FUND	
BUTTE, MT 59701		<u> </u>		2,500,
RAINBOW SERVICES 453 WEST 7TH STREET	NONE	PUBLIC	GENERAL FUND	
SAN_PEDRO_ CA 90731				2,000,
SOUTH BAY CHILDREN'S HEALTH CENTER 410 SOUTH CAMINO REAL	NONE	PUBLIC	GENERAL FUND	
REDONDO BEACH, CA 90277		ļ. ——	+	2,000.
THE JESTER & PHARLEY PHUND P.O. BOX 817	NONE	PUBLIC	GENERAL FUND	
PALOS VERDES ESTATES, CA 90274		 	 	2,000,
RED HEN PRESS P.O. BOX 40820	NONE	PUBLIC	WRITING IN THE SCHOOLS	
PASADENA CA 91114				1,000,
POPSTHECLUB.COM INC 4160 LYCEUM AVE	NONE	PUBLIC	GENERAL FUND	
LOS ANGELES CA 90066				1.000.
neonald, en your				
		1		
Total from continuation sheets				16 000

FORM 990-PF INTEREST ON SAVI	INGS A	ND TEM	PORARY C	ASH II	NVESTMENTS	STATEMENT	1
SOURCE						AMOUNT	
GOLDMAN SACHS A/C #20967					•		30.
TOTAL TO FORM 990-PF, PART I,	, LINE	3, CO	LUMN A		,		30.
FORM 990-PF DIVIDENT	DS AND	INTER	EST FROM	SECUE	RITIES	STATEMENT	2
SOURCE		GROSS	AMOUNT		TAL GAINS	COLUMN (A)
GOLDMAN SACHS A/C #20967	•	-	38,286.		4,759.	33,5	27.
TOTAL TO FM 990-PF, PART I, I	LN 4		38,286.		4,759.	33,5	27.
FORM 990-PF	AC	COUNTI	NG FEES			STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM		
ACCOUNTING FEES		4,275.	2	,138.		2,1	37.
TO FORM 990-PF, PG 1, LN 16B		4,275.	2	,138.		2,1	37.
FORM 990-PF		TAX	ES			STATEMENT	4
DESCRIPTION	EXPE	A) NSES BOOKS	(B) NET INV MENT IN		(C) ADJUSTED NET INCOM		
FOREIGN TAX STATE FILING FEES FEDERAL EXISE TAX		490. 75. 1,764.		490.			0. 75. 0.
TO FORM 990-PF, PG 1, LN 18		2,329.		490.			 75.
TO POINT 330 FF, FG I, DN 10							

FORM 990-PF	OTHER E	XPENSES			STATEMENT	5
_	(A) EXPENSES PER BOOKS	(B) NET INVI MENT INC			=	
INVESTMENT FEES BANK CHARGES	344. 15.		344.			0.
TO FORM 990-PF, PG 1, LN 23	359.		359.			0.
FORM 990-PF	OTHER INV	ESTMENTS			STATEMENT	6
DESCRIPTION		LUATION ETHOD	ВОС	K VALUE	FAIR MARKE VALUE	Т
GS #20967		COST		893,355.	976,4	11.
TOTAL TO FORM 990-PF, PART II,	LINE 13			893,355.	976,4	11.
FORM 990-PF	OTHER	ASSETS			STATEMENT	7
DESCRIPTION		NING OF K VALUE		OF YEAR OK VALUE	FAIR MARKE VALUE	T
REIMBURSEMENT RECEIVABLE		0.		4,000.	4,0	00.
TO FORM 990-PF, PART II, LINE 1	 L5	0.		4,000.	4,0	00.



Statement Detail ADAMS FAMILY FOUNDATION Holdings

CASH DEPOSITS & MONEY MARKET FIINDS							Period Ended November 30, 2013	rember 30, 2013
	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Vield to Maturity / Current Yield	Estimated Acrust freeme
CASH								
USDOLLAR	101.90	1.0000	101.90		101.30			
DEPOSITS & MONEY MARKET FUNDS								
DEPOSITS								
GOLDIMAN SACHS BANK DEPOSIT (BDA)**	49,538.18	1.0000	49,538.18	1.0000	49,538.18	0.00	0.0532	26.37
TOTAL CASH, DEPOSITS & MONEY MARKET FUNDS			49,640.08		49,640.08			26.37
FIXED INCOME								
) vijeres		Modest Value		Adjusted Cons.	Unrealized/	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	
	Current Face	Market Price	Accrosd Income	Unit Cost	Original Cost	Gein (Loss)	in Perception	Annual Income
INVESTMENT GRADE FIXED INCOME		1		:				
GS CORE FIXED INCOME FUND								
GS CORE FIXED INCOME FUND INSTITUTIONAL SHARES	25,580.559	10.3800	265,526.20	9.7162	248,545.85	16,980.35		6,292.82
GS SHORT DURATION INCOME FUND						38,232.83		
GS SHORT DURATION INCOME INSTITUTIONAL MUTUAL	2,757.655	10.1900	28,100.50	10.2391	28,235.80	(135.30)		446.74
FUND						100.50		
GS INFLATION PROTECTED SECURITIES FUND			!					
GS INFLATION PROTECTED SECURITIES FUND INSTITUTIONAL SHARES	7,838.131	10.4700	82,065.23	11.6013	90,932.53	(8,867.30)		956.25
TOTAL INVESTMENT GRADE FIXED INCOME			375,691 93		367 744 19	101.FC2.(3)		7 505 04
OTHER FIXED INCOME								lament,
GS HIGH YIELD FLOATING RATE FUND								
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES	1,106.441	10.0900	11,163.99	10.1582	11,239.48	(75.49) 163.99		422.66



ADAMS FAMILY FOUNDATION Holdings (Continued)

Period Ended November 30, 2013

							Period Ended November 30, 2013	rember 30, 2013
FIXED INCOME (Continued)								-
	Onentity/		Market Value/		Adjusted Cost /	Unrealized / Economic	Yield to Maturity	Estimated
	Current Face	Market Price	Accrued Income	Unit Cost	Original Cost	Gain (Loss)	in Percentage	Amual Income
OTHER FIXED INCOME								
GS HIGH YIELD FUND								
GS HIGH YIELD FUND INSTITUTIONAL SHARES	10,326.309	7.3800	76,208.16	6.2383	64,418 45	11,789.71		4,874.02
						36,343.79		
TOTAL OTHER FIXED INCOME			87,372.15		75,657.93	11,714.22		5,296.68
TOTAL FIXED INCOME			463,064.08	i	443,372.11	19,691.97		12,992.49
PUBLIC EQUITY								
	Quantity	Market Price	Market Velue / Accrued Income	Unit Cost	Cort Besis	Unrealized / Economic Gain (Loss)	Dividend	Estimated
US EQUITY								
GS REAL ESTATE SECURITIES FUND								
GS REAL ESTATE SECURITIES FUND INSTITUTIONAL SHARES (GREIX)	1,677.402	15.6500	26,251.34	15.4852	25,974.95	276.39	1.8275	479.74
GLOBAL EQUITY				}				
GS ENHANCED DIVIDEND GLOBAL EQUITY PORTFOLIO							1	
GS ENHANCED DIVIDEND GLOBAL EQUITY PORTFOLIO INSTITUTIONAL CLASS SHARES (GIDGX)	39,655.721	11.5500	458,023.58	9.9853	395,973.61	62,049.97	2.6840	12,293.27
NON-US EQUITY								
GS INTERNATIONAL REAL ESTATE SECURITIES FUND								
GS INTERNATIONAL REAL ESTATE SECURITIES INSTITUTIONAL CLASS SHARES (GIRIX)	4,424.961	6.5700	29,071.99	6.3355	28,034.33	1,037.66	9.4977	2,761.18
TOTAL PUBLIC EQUITY			513,346.91		449,982.89	63,364.02	3,0261	15,534.19
			Market Value		Adjusted Cost /* Original Cost	Unrealized Gain (Loss)		Estimated Annual Income
TOTAL PORTFOLIO			1,026,051.07		942,995.08	83,055.99		28,553.04
LESS CASH			(49,640.08)		(49,640,08)			
SECURITIES			976,410,99		893,355,00			

	IST OF OFFICERS, D		STATEMENT	
NAME AND ADDRESS	TITLE AND AVRG HRS/WK		EMPLOYEE BEN PLAN CONTRIB	
ROBERT V. ADAMS 1024 PALISADES BEACH RD SANTA MONICA, CA 90403	PRESIDENT 0.10	0.	0.	0.
BARBARA ABERCROMBIE 1024 PALISADES BEACH RD SANTA MONICA, CA 90403	VICE PRESIDENT 0.10	T/ASST TREAS 0.	0.	0.
LESLIE ADAMS 1024 PALISADES BEACH RD SANTA MONICA, CA 90403	VICE PRESIDENT 0.10	T/TREASURER 0.	0.	0.
JULIE OLSON 1024 PALISADES BEACH RD SANTA MONICA, CA 90403	VICE PRESIDENT 0.10	T/SECRETARY 0.	0.	0.
ROBERT V. ADAMS, JR 1024 PALISADES BEACH RD SANTA MONICA, CA 90403	VICE PRESIDENT 0.10	T/ASST SEC 0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE	6, PART VIII	0.	0.	0.

Form 8868 (Rev. 1-2013)					Page 2	
 If you are filing for an Additional (Not Automatic) 	3-Month Extension, c	complete only Part II and check this	box		► X	
Note. Only complete Part II if you have already been	granted an automatic	3-month extension on a previously fi	led Form 8			
 If you are filing for an Automatic 3-Month Extens 	ion, complete only Pa	urt I (on page 1)				
Part II Additional (Not Automatic) 3	-Month Extension	n of Time. Only file the origin	al (no co	pies neede	d).	
				a number, see		
Type or Name of exempt organization or other file	er, see instructions			Identification n		
print						
File by the ADAMS FAMILY FOUNDATI	ON			95-4663	809	
due date for Number, street, and room or suite no. If a		tions	Social sec	curity number (S	SSN)	
return. See 1024 PALISADES BEACH	RD					
City, town or post office, state, and ZIP of	ode For a foreign add	ress, see instructions				
SANTA MONICA, CA 904	03					
Enter the Return code for the return that this applica	tion is for (file a separa	te application for each return)	•		0 4	
Application	Return	Application			Return	
ls For	Code	ls For			Code	
Form 990 or Form 990-EZ	01					
Form 990-BL	02	Form 1041-A			08	
Form 4720 (individual)	03	Form 4720			09	
Form 990-PF	04	Form 5227			10	
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069			11	
Form 990-T (trust other than above) 06 Form 8870 12						
STOP! Do not complete Part II if you were not alre	ady granted an auton	natic 3-month extension on a prev	iously file	d Form 8868.		
ROBERT V	. ADAMS					
 The books are in the care of ➤ 1024 PAL 	ISADES BEAC	H RD, - SANTA MONI	CA, C.	A 90403		
Telephone No ► (310) 260-3169		FAX No 🕨				
If the organization does not have an office or place	e of business in the Ur	nited States, check this box			▶ □	
If this is for a Group Return, enter the organization	n's four digit Group Exe	emption Number (GEN) I	f this is foi	r the whole grou	up, check this	
box . If it is for part of the group, check this			all memb	ers the extension	on is for.	
4 I request an additional 3-month extension of the		BER 15, 2014				
5 For calendar year, or other tax year b	eginning <u>DEC 1</u>	, 2012 , and ending			.3	
6 If the tax year entered in line 5 is for less than	12 months, check reas	on: Initial return] Final r	eturn		
Change in accounting period						
7 State in detail why you need the extension		10010	D D D D	TOM TO N	TOM VEW	
INFORMATION NECESSARY T	O FILE A CO.	MPLETE AND ACCURAT	E KET	URIN IS I	AOT IET	
AVAILABLE.					 -	
8a If this application is for Form 990 BL, 990-PF,	DOD T 4720 or 6060 e	enter the tentative tay less any				
	990-1, 4720, 01 0003, 0	siter the terrative tax, icas any	8a	s	1,000.	
nonrefundable credits. See instructions. b If this application is for Form 990-PF, 990-T, 4	700 or 6060 enter any	refundable credits and estimated		\		
b If this application is for Form 990-PF, 990-1, 4. tax payments made. Include any prior year ov						
	erpayment anowed as	a credit and any amount paid	8b	s	1,000.	
previously with Form 8868 c Balance due. Subtract line 8b from line 8a. In	oludo vaur payment w	th this form if required by using				
c Balance due. Subtract line 80 from line 8a. in EFTPS (Electronic Federal Tax Payment Syste		in this tonn, it required, by damig	Bc	s	0.	
Signature an	d Verification mu	st be completed for Part II				
Under penalties of perjury, I declare that I have examined the istrue, correct, and complete, and that I am authorized to	nis form, including accom	panying schedules and statements, and t	o the best c	of my knowledge :	and belief,	
ν. <i>γ</i> Ι	Title > CPA		Oate	7/9/14		
Signature >	Inte CPA		Date		8 (Rev 1.2013)	