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Return of Private Foundation

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

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► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

2013

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

WHH FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

333 SOUTH HOPE STREET

A Employer identification number

20-0775264

B Telephone number

(213) 486-9500

City or town, state or province, country, and ZIP or foreign postal code

LOS ANGELES, CA 90071-1406

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method Cash Accrual
(from Part II, col. (c), line 16) Other (specify) _____

► \$ 16952092. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc , received	1267405.		N/A	
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	430267.	430267.		Statement 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	256644.			Statement 1
b	Gross sales price for all assets on line 6a	1924050.			
7	Capital gain net income (from Part IV, line 2)		1523066.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income				
12	Total. Add lines 1 through 11	1954316.	1953333.		
13	Compensation of officers, directors, trustees, etc	77000.	24100.		OGDEN UT 52900.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees Stmt 3	23208.	15003.		8205.
c	Other professional fees Stmt 4	13901.	3798.		10103.
17	Interest				
18	Taxes Stmt 5	81908.	1824.		4122.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	23890.	11945.		11945.
22	Printing and publications				
23	Other expenses Stmt 6	37897.	18951.		18946.
24	Total operating and administrative expenses. Add lines 13 through 23	257804.	75621.		106221.
25	Contributions, gifts, grants paid	1000486.			1000266.
26	Total expenses and disbursements. Add lines 24 and 25	1258290.	75621.		1106487.
27	Subtract line 26 from line 12	696026.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		1877712.		
c	Adjusted net income (if negative, enter -0-)			N/A	

323501
10-10-13 Excess of revenue over expenses and disbursements

LHA For Paperwork Reduction Act Notice, see instructions.

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing		19862.	12965.	12965.
	2 Savings and temporary cash investments		1074526.	1907449.	1907449.
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations Stmt 7		650057.	650057.	700214.
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other Stmt 8		11414685.	11284685.	14331464.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)		13159130.	13855156.	16952092.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		13159130.	13855156.	
	30 Total net assets or fund balances		13159130.	13855156.	
	31 Total liabilities and net assets/fund balances		13159130.	13855156.	

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	13159130.
2 Enter amount from Part I, line 27a	2	696026.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	13855156.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13855156.

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 10000 ELECTRONIC ARTS INC			D	05/14/13	05/14/13
b 500 GOOGLE INC			D	11/15/13	11/15/13
c 500 GOOGLE INC			D	12/02/13	12/02/13
d 35.304.501 AMERICAN HIGH-INCOME TRUST			P	Various	06/18/13
e Capital Gains Dividends					
(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 221043.		488.	220555.		
b 517124.		248.	516876.		
c 525997.		248.	525749.		
d 400000.		400000.	0.		
e 259886.			259886.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			220555.		
b			516876.		
c			525749.		
d			0.		
e			259886.		
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	1523066.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }		3	N/A	

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

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

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

 Yes No

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	743299.	13397201.	.055482
2011	801128.	12831903.	.062433
2010	649933.	11567876.	.056184
2009	528952.	9397324.	.056288
2008	598803.	10243961.	.058454

2 Total of line 1, column (d)

2 .288841

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 .057768

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 15354164.

5 Multiply line 4 by line 3

5 886979.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 18777.

7 Add lines 5 and 6

7 905756.

8 Enter qualifying distributions from Part XII, line 4

8 1106487.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	18777.
	Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	
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-)	0.
3	Add lines 1 and 2	18777.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	18777.
6	Credits/Payments	
a	2013 estimated tax payments and 2012 overpayment credited to 2013	40512.
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 credits and payments Add lines 6a through 6d	40512.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> If Form 2220 is attached	198.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	21537.
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ►	21537. Refunded ► 0.

Part VII-A Statements Regarding Activities

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?	N/A	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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.</i>		X	
1c	Did the foundation file Form 1120-POL for this year?		X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		X	
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X	
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X	
b	If "Yes," has it filed a tax return on Form 990-T for this year?			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>		X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X	

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X

Website address ► WHH-FOUNDATION.ORG

14 The books are in care of ► CHRISTINA BOYLE, CPA Telephone no ► (310) 283-1949
Located at ► 1550 LOMA DRIVE, UNIT C, HERMOSA BEACH, CA ZIP+4 ► 90254

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 ► N/A

16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ► 16 Yes No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <u>1b</u> X	► <input type="checkbox"/>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c <input checked="" type="checkbox"/> X	► <input type="checkbox"/>	
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))	► <input type="checkbox"/>	
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? 2a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	► <input type="checkbox"/>	
If "Yes," list the years ► <u>2a</u>	► <input type="checkbox"/>	
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 <input type="checkbox"/> N/A	► <input type="checkbox"/>	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>2c</u>	► <input type="checkbox"/>	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 3a <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	► <input type="checkbox"/>	
b If "Yes," did it have excess business holdings in 2013 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 2013.) 3b <input type="checkbox"/> N/A	► <input type="checkbox"/>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a <input type="checkbox"/> X	► <input type="checkbox"/>	
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 2013? 4b <input type="checkbox"/> X	► <input type="checkbox"/>	

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

 Yes No(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(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?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

 Yes No

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

N/A

►

5b

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

 Yes No

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9		77000.	0.	17092.

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

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

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

►

0

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

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

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

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

1

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.

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

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

Form 990-PF (2013)

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	14817501.
b	Average of monthly cash balances	1b	770483.
c	Fair market value of all other assets	1c	0.
d	Total (add lines 1a, b, and c)	1d	15587984.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	15587984.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	233820.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15354164.
6	Minimum investment return Enter 5% of line 5	6	767708.

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	767708.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	18777.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	18777.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	748931.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	748931.
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	748931.

Part XII**Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	1106487.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	1106487.
b	Cash distribution test (attach the required schedule)	5	18777.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	1087710.
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 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				748931.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	100951.			
b From 2009	84716.			
c From 2010	99977.			
d From 2011	189537.			
e From 2012	102727.			
f Total of lines 3a through e	577908.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 1106487.			0.	
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount	357556.			748931.
e Remaining amount distributed out of corpus	0.			0.
5 Excess distributions carryover applied to 2013 (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:	935464.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	100951.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	834513.			
10 Analysis of line 9				
a Excess from 2009	84716.			
b Excess from 2010	99977.			
c Excess from 2011	189537.			
d Excess from 2012	102727.			
e Excess from 2013	357556.			

Part XV **Supplementary Information** (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SCHEDULE ATTACHED	NONE	SEC. 501(C)(3) PUBLIC CHARITY	ANNUAL GIVING	1000266.
Total			► 3a	1000266.
b Approved for future payment				
None				
Total			► 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclu- sion code	
1 Program service revenue				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities			14	430267.
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				
8 Gain or (loss) from sales of assets other than inventory			18	256644.
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)		0.		686911.
13 Total Add line 12, columns (b), (d), and (e)			13	686911.
(See worksheet in line 13 instructions to verify calculations.)				

Relationship of Activities to the Accomplishment of Exempt Purposes

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service

Name of the organization

WHH FOUNDATION

Schedule of Contributors

- Attach to Form 990, Form 990-EZ, or Form 990-PF.
- Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

2013

Employer identification number

20-0775264

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule

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

Special Rules

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

► \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization

WHH FOUNDATION

Employer identification number

20-0775264

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WILLIAM H. & SARAH S. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	\$ 221050.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
2	WILLIAM H. & SARAH S. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	\$ 517078.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
3	WILLIAM H. & SARAH S. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	\$ 529277.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

WHH FOUNDATION

Employer identification number

20-0775264

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	10,000 SHARES ELECTRONIC ARTS INC - SOLD ON 5/14/13	\$ 221050.	05/14/13
2	500 GOOGLE INC - SOLD ON 11/15/13	\$ 517078.	11/15/13
3	500 GOOGLE INC - SOLD ON 12/2/13	\$ 529278.	12/02/13
		\$	
		\$	
		\$	

Name of organization

Employer identification number

W.H.H. FOUNDATION

20-0775264

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of *exclusively religious, charitable, etc., contributions of \$1,000 or less for the year* (Enter this information once) ► \$ _____
Use duplicate copies of Part III if additional space is needed.

Use duplicate copies of Part III if additional space is needed.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner	Date
				Acquired	Acquired
10000 ELECTRONIC ARTS INC				Donated	05/14/13 05/14/13
(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e)	(f)
				Deprec.	Gain or Loss
	221043.	221050.	0.	0.	-7.
(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner	Date
				Acquired	Acquired
500 GOOGLE INC				Donated	11/15/13 11/15/13
(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e)	(f)
				Deprec.	Gain or Loss
	517124.	517078.	0.	0.	46.
(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	Manner	Date
				Acquired	Acquired
500 GOOGLE INC				Donated	12/02/13 12/02/13
(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e)	(f)
				Deprec.	Gain or Loss
	525997.	529278.	0.	0.	-3281.

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
				Purchased	Various	06/18/13
35.304.501 AMERICAN HIGH-INCOME TRUST	400000.	400000.	0.	0.	0.	0.
Capital Gains Dividends from Part IV					259886.	
Total to Form 990-PF, Part I, line 6a					256644.	

Form 990-PF	Dividends and Interest from Securities	Statement 2
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Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
AMCAP FUND	66443.	64441.	2002.	2002.	
AMERICAN HIGH-INCOME TRUST	203745.	0.	203745.	203745.	
AMERICAN MUTUAL FUND	46714.	23845.	22869.	22869.	
CAPITAL INCOME BUILDER	43967.	0.	43967.	43967.	
CAPITAL WORLD GROWTH & INCOME FUND	18281.	0.	18281.	18281.	
EMERGING MARKETS GROWTH FUND	28187.	21141.	7046.	7046.	
EUROPACIFIC GROWTH FUND	8059.	0.	8059.	8059.	
FUNDAMENTAL INVESTORS INTERNATIONAL GROWTH AND INCOME FUND	34411.	20285.	14126.	14126.	
MORGAN STANLEY SMITH BARNEY	43533.	0.	43533.	43533.	
NEW WORLD FUND	21362.	10445.	10917.	10917.	
SMALLCAP WORLD FUND	36222.	35843.	379.	379.	
THE BOND FUND OF AMERICA	36678.	0.	36678.	36678.	
THE NEW ECONOMY FUND	67181.	63564.	3617.	3617.	
To Part I, line 4	690153.	259886.	430267.	430267.	

Form 990-PF

Accounting Fees

Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ALFRIDA P. KING	3185.	1593.		1592.
PAYCHEX	1518.	456.		1062.
TERESA A. BOYLE, CPA	1650.	1155.		495.
CHRISTINA BOYLE, CPA	16855.	11799.		5056.
To Form 990-PF, Pg 1, ln 16b	23208.	15003.		8205.

Form 990-PF

Other Professional Fees

Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
JOSHUA JULIAN	3716.	743.		2973.
DEBORAH F. KELLAWAY	10185.	3055.		7130.
To Form 990-PF, Pg 1, ln 16c	13901.	3798.		10103.

Form 990-PF

Taxes

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PAYROLL TAXES	5746.	1724.		4022.
FOREIGN TAX WITHHELD	5858.	0.		0.
FILING FEES	200.	100.		100.
EXCISE TAX	70104.	0.		0.
To Form 990-PF, Pg 1, ln 18	81908.	1824.		4122.

Form 990-PF

Other Expenses

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BANK CHARGES	221.	111.		110.
DUES AND SUBSCRIPTIONS	31375.	15688.		15687.
INSURANCE	675.	338.		337.
SUPPLIES	765.	383.		382.
EDUCATION	3887.	1944.		1943.
EQUIPMENT	204.	102.		102.
WEBSITE FEES	618.	309.		309.
MISCELLANEOUS	152.	76.		76.
To Form 990-PF, Pg 1, ln 23	37897.	18951.		18946.

Form 990-PF

U.S. and State/City Government Obligations

Statement 7

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
US TREASURY BOND	X		650057.	700214.
Total U.S. Government Obligations			650057.	700214.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			650057.	700214.

Form 990-PF

Other Investments

Statement 8

Description	Valuation Method	Book Value	Fair Market Value
AMERICAN HIGH-INCOME TRUST	COST	3205379.	3064308.
EUROPACIFIC GROWTH FUND	COST	466909.	728662.
SMALLCAP WORLD FUND	COST	367321.	724370.
FUNDAMENTAL INVESTORS	COST	742789.	1152140.
EMERGING MARKETS GROWTH FUND	COST	500000.	531594.
NEW WORLD FUND	COST	478629.	999374.
CAPITAL WORLD GROWTH & INCOME FUND	COST	621609.	759182.
AMCAP FUND	COST	589991.	814221.
CAPITAL INCOME BUILDER	COST	1110469.	1306736.
AMERICAN MUTUAL FUND	COST	907551.	1170712.
BOND FUND OF AMERICA	COST	1354259.	1545176.

WHH FOUNDATION			20-0775264
NEW ECONOMY FUND	COST	491001.	1016497.
INTERNATIONAL GROWTH AND INCOME	COST		
FUND		448778.	518492.
Total to Form 990-PF, Part II, line 13		11284685.	14331464.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 9
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
WILLIAM H. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	VICE PRESIDENT 2.00	0.	0.	0.
SARAH S. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	638.
KELLEY A. PURNELL 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	TREASURER 1.00	0.	0.	1882.
KATHLEEN C. HURT 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	954.
COURTNEY D. MACMILLAN 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	399.
MARK L. PURNELL 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	CHAIR 2.00	0.	0.	5960.
TERRANCE A. MACMILLAN 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	53.
MICHAEL T. KERR 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	0.
BERNADETTE GLENN 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	PRES & CHIEF OPERATING OFF 40.00	72000.	0.	867.

WHH FOUNDATION

20-0775264

ELIZABETH MURRAY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	SECRETARY 2.00	5000.	0.	1636.
ANDREW F. BARTH 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	0.
DOUGLAS S. MURRAY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	999.
JAMES R. MURRAY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	2388.
EVE-LYNNE G. MURRAY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	1316.
OTIS M. HEALY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	0.
J. DALE HARVEY 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	0.
KATHARINE J. PURNELL 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	0.
MARY L. PURNELL 333 S. HOPE STREET, 54TH FLOOR LOS ANGELES, CA 90071-1406	DIRECTOR 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		77000.	0.	17092.

Form 990-PF

Part XV - Line 1a
List of Foundation Managers

Statement 10

Name of Manager

WILLIAM H. HURT
SARAH S. HURT

RECIPIENT NAME	STREET ADDRESS	CITY, STATE AND ZIP CODE	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
4 PAWS FOR ABILITY	253 Dayton Avenue	Xenia, OH 45385	COMMUNITY/EDUCATION/HEALTH	7,500
ADVANTAGE SMILES FOR KIDS (ASK)	442 SW Umatilla Ave , Ste 200	Redmond, OR 97756	HEALTH	3,000
AIDS SERVICE CENTER	909 S Fair Oaks Ave	Pasadena, CA 91105	HEALTH	100
ALAMEDA COMMUNITY FOUNDATION	PO Box 2599	Oakland, CA 94614	COMMUNITY	5,000
ALEXANDER & DUKE DE REGO FOUNDATION	P O Box 2128	Kamuela, HI 96743	COMMUNITY/EDUCATION/HEALTH	5,000
AMER TINNITUS ASSOC	Unit 20, PO Box 4900	Portland, OR 97208-4900	HEALTH	1,000
ARENA STAGE	1101 6th Street SW	Washington DC 20024	ARTS	5,000
ARTS CENTRAL	15 SW Colorado Avenue, Bldg 2, Ste 100	Bend, OR 97702	ARTS	1,500
ASPEN FOUNDATION FOR SPORTS MEDICINE	0401 Castle Creek Road, Suite 2100	Aspen, CO 81611	HEALTH	10,000
ASPEN PUBLIC RADIO	110 E Hallam St. , #134	Aspen, CO 81611-1467	COMMUNITY	2,500
ASPEN SANTA FE BALLET CO & SCHOOL	0245 Sage Way	Aspen, CO 81611	ARTS/COMMUNITY	10,000
ASPEN VALLEY MEDICAL FOUNDATION	PO Box 1639	Aspen, CO 81612	COMMUNITY/EDUCATION/HEALTH	10,000
ASPEN YOUTH CENTER	POB 8266	Aspen, CO 81612	COMMUNITY	2,500
ATHERTON BAPTIST HOMES	214 South Atlantic Boulevard	Alhambra, CA 91801	COMMUNITY/HEALTH	15,000
BEND LITTLE LEAGUE NORTH	P O Box 7784	Bend, OR 97708	COMMUNITY/HEALTH	1,500
BETHELEM INN	P O Box 8540	Bend, OR 97708	COMMUNITY/HEALTH	5,000
BIG BROTHERS BIG SISTERS (J BAR J)	J-Bar-J Boys Ranch, 62895 Hamby Road	Bend, OR 97701	EDUCATION	22,500
BOY SCOUTS/SGV COUNCIL	3450 East Sierra Madre Blvd	Pasadena, CA 91107	COMMUNITY	1,000
BOYS & GIRLS CLUB OF PASADENA	3230 E Dai Mar Ave	Pasadena, CA 91107	COMMUNITY	2,500
CALIFORNIA COUNCIL SCIENCE (CCST)	5005 La Mart Drive, Suite 105	Riverside, CA 92507	EDUCATION	20,000
CAL TECH	1200 E California Blvd	Pasadena, CA 91106-9935	EDUCATION	100
CAMINO NUEVO CHARTER ACADEMY	3435 West Temple Street	Los Angeles, CA 90026	EDUCATION	10,000
CAMP KESEM AT UCLIA	P O Box 24463	Los Angeles, CA 90024	EDUCATION	900
CANCER SUPPORT COMMUNITY PASADENA	200 E. Del Mar Boulevard	Pasadena, CA 91105	COMMUNITY/HEALTH	5,000
CARRY - THE COALITION FOR AT-RISK YOUTH	8306 Wilshire Boulevard, Suite 1806	Beverly Hills, CA 90211	EDUCATION/HEALTH	2,500
CASA OF CENTRAL OREGON	1435 NE 4th Street, Suite C	Bend, OR 97701	COMMUNITY	31,674
CENTER FOR STUDY OF PRESIDENCY	1020 19th Street, NW, Ste 250	Washington, DC 20036	EDUCATION	10,000
CHAPMAN UNIVERSITY	One University Drive	Orange, CA 92866	EDUCATION	1,000
CHILDREN'S HOSPITAL OF LOS ANGELES	4650 Sunset Blvd #29	Los Angeles, CA 90027	HEALTH	60,731
COLBURN SCHOOL	200 S Grand Ave	Los Angeles, CA 90012	EDUCATION	10,000
COMPASS FOR LIFELONG DISCOVERY	P O Box 336	Wooly Creek, CO 81656	EDUCATION	3,500
COURT APPOINTED SPECIAL ADVOCATES (CAS)	201 Centre Plaza Drive, Suite 3	Monterey Park, CA 91754	COMMUNITY	20,000
DESCHUTES CHILDRENS FDN	1010 NW 14th Street	Bend, OR 97701	EDUCATION	1,000
ENGLISH IN ACTION	P O Box 4856	Basalt, CO 81621	COMMUNITY	1,000
FAMILY ACCESS NETWORK	2125 NE Daggett Lane	Bend, OR 97701	COMMUNITY	1,500
FLINTRIDGE CENTER	236 W Mountain St	Pasadena, CA 91103	COMMUNITY/EDUCATION	41,000
FOOTHILL FAMILY SERVICES	2500 E Foothill Blvd, Suite 300	Pasadena, CA 91107	COMMUNITY	30,000
GRAY AREA FOUNDATION FOR THE ARTS	55 Taylor St	San Francisco, CA 94102	ARTS/COMMUNITY	5,000
GRESHAM ART WALK	PO Box 2384	Gresham, OR 97030-0655	ARTS	5,000
GUGGENHEIM FOUNDATION	1071 Fifth Avenue	New York, NY 10128-0173	ARTS	125
HARVARD MAGAZINE	P O Box 414946	Boston, MA 02241-4946	EDUCATION	100
HAWAIIWAY-SYCAMORES	Fund-Preparatory Academy OHANA ASSO	Pasadena, CA 91105-2006	COMMUNITY	1,000
HERE TO SERVE	65-1198 Kahawai St	Kamuela, Hawaii 96743	EDUCATION	5,000
HILL-HARBISON HOUSE	162 Webster Way	Sierra Madre, CA 91024	COMMUNITY	5,000
HILLSIDES HOME FOR CHILDREN	1841 Alhambra Road, PMB 807	San Marino, CA 91108	COMMUNITY	1,000
HOOKAKO CORPORATION	940 Avenue 64	San Marino, CA 91105	COMMUNITY	1,000
HOUSE OF YAHWEH	P O Box 11685	Honolulu, HI 96828	EDUCATION	5,000
HUALALAI ACADEMY	4046 Marine Avenue	Lawndale, CA 90260	COMMUNITY	7,500
HUNTINGTON LIBRARY	74-4966 Kealaka'a St	Kaliua Kona, Hawaii 96740	EDUCATION	1,000
HUNTINGTON MEMORIAL HOSPITAL	1151 Oxford Road	San Marino, CA 91108	HEALTH	84,375
KCRW	100 W California Blvd	Pasadena, CA 91105-3027	COMMUNITY	10,000
KEMPLE CHILDRENS CLINIC	1900 Pico Blvd	Santa Monica, CA 90405	COMMUNITY/HEALTH	250
KIDS CENTER	Community Justice Center, 63360 NW Britta St , Bid Bend, OR 97701	Los Angeles, CA 90025	COMMUNITY/EDUCATION/HEALTH	1,500
KKJZ	1375 NW Kingston Ave	Cal State Long Beach, PO Box 251469	COMMUNITY	100

RECIPIENT NAME	STREET ADDRESS	CITY, STATE AND ZIP CODE PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KOCE-TV	15751 Gothard St PO Box 437462 PO Box 77913	Huntington Beach, CA 92647 COMMUNITY EDUCATION	2,500 17,000
THE KOHALA CENTER		Kamuela, Hawaii, 96743 COMMUNITY EDUCATION	500
KUSC		Los Angeles, CA 90007-0913 COMMUNITY ARTS	200
LA COUNTY MUSEUM OF ART	5905 Wilshire Blvd	Los Angeles, CA 90036 ARTS	2,500
LAGUNA PLAYHOUSE	606 Laguna Canyon Road	Laguna Beach, CA 92651 ARTS	20,000
LAKE FOREST ELEMENTARY SCHOOL	21801 Pittsford Drive	Lake Forest, CA 92630 EDUCATION	5,000
LANDPATHS	618 4th Street, #217	COMMUNITY/HEALTH EDUCATION	10,000
LIBRARY FOUNDATION OF LOS ANGELES	630 W Fifth St	630 W Fifth St EDUCATION	2,500
LONG NOW FOUNDATION, THE	Fort Mason Center Building A	Santa Rosa, CA 95404 EDUCATION	2,946
LOS ANGELES PHILHARMONIC	151 South Grand Ave	San Francisco, CA 94123 EDUCATION	15,000
MALAYA CULINARY GARDEN OF WAIMEA MID SC	P O Box 543	Los Angeles, CA 90012-3034 ARTS/COMMUNITY EDUCATION	60
METROPOLITAN MUSEUM OF ART	1000 Fifth Ave	New York, NY 10028-0198 ARTS	49,000
MIND RESEARCH INSTITUTE	3631 S Harbor Blvd , Ste 200	Santa Ana, CA 92704 EDUCATION	5,000
MOSAIC PROJECT	580 Grand Avenue, Suite 303	Oakland, CA 94610 EDUCATION	26,000
MOUNTAIN STAR FAM RELIEF NURSERY	2125 NE Dagger Lane	Bend, OR 97701 COMMUNITY/HEALTH	5,000
MUSIC CENTER UNIFIED FUND	135 North Grand Ave	Los Angeles, CA 90012 ARTS	80
NATURAL HISTORY MUSEUM	900 Exposition Blvd	Los Angeles, CA 90099-4873 EDUCATION	100
NEWPORT BEACH PUBLIC LIBRARY	1000 Avocado Avenue	Newport Beach, CA 92660 EDUCATION	100
NEWPORT HARBOR ART MUSEUM	600 E Bay Ave	Oakland, CA 94602 EDUCATION	75
NOMAD CHARITIES	P O Box 1447	Bend, OR 97709 COMMUNITY/HEALTH	1,000
NORTON SIMON MUSEUM	411 West Colorado Blvd	Pasadena, CA 9105-1825 ARTS	10,000
OAKLAND SCHOOLS	P O Box 27148	Newport Beach, CA 92660 EDUCATION	100
ORANGE COUNTY MUSEUM OF ART	850 San Clemente Dr	Portland, OR 97223 EDUCATION	2,500
OREGON EPISCOPAL SCHOOL	6300 SW Nicol Rd	Bend, OR 97701 COMMUNITY/EDUCATION	5,000
OREGON STATE UNIVERSITY FOUNDATION	2600 NW College Way	Napa, CA 94559 EDUCATION	5,000
OXBOW SCHOOL, THE	530 Third Street	Pasadena, CA 91101 EDUCATION	5,000
PACIFIC ASIA MUSEUM	46 North Los Robles Avenue	Oakland, CA 94609 EDUCATION	15,000
PARK DAY SCHOOL	360 42nd Street	Kamuela, HI 96743 EDUCATION	15,000
PARKER SCHOOL	65-1224 Lindsey Road	Oakland, CA 94612 COMMUNITY	20,000
PARTNERSHIP FOR CHILDREN AND YOUTH	1611 Telegraph Avenue, Ste 404	Pasadena, CA 91101 ARTS	11,350
PASADENA ART ALLIANCE*	464 E. Walnut St, STE 226	Pasadena, CA 91106 HEALTH	1,000
PASADENA CONSERVATORY OF MUSIC	100 North Hill Ave	Pasadena, CA 91105 COMMUNITY	2,500
PASADENA GUILD OF THE CHILDREN'S HOSPITAL	665 S Raymond Ave	Pasadena, CA 91105 COMMUNITY/EDUCATION	100
PASADENA HUMANE SOCIETY	361 S Raymond Ave	Pasadena, CA 91104 COMMUNITY/EDUCATION	5,000
PASADENA PLANNED PARENTHOOD	1045 N Lake Ave	Pasadena, CA 91104 COMMUNITY/EDUCATION	1,000
PASADENA PUBLIC LIBRARY FOUNDATION	285 E Walnut Street	Pasadena, CA 91101 EDUCATION	1,000
PCC FOUNDATION	1570 E Colorado Blvd	Pasadena, CA 91106 EDUCATION	5,000
PEI PEOPLE SHAR PEI RESCUE INC	P O Box 15256	Lake Forest, CA 92609-1526 COMMUNITY EDUCATION	1,000
PEO	1385 NW Promontory Drive	Bend, OR 97701 ARTS	2,000
PERFORMANCES TO GROW ON	201 Park Rd	Ojai, CA 93023 EDUCATION	5,000
PLANNED PARENTHOOD OF LOS ANGELES	400 W 30th Street	Los Angeles, CA 90007 EDUCATION	5,000
PROJECT POOCH	P O Box 305	Lake Oswego, OR 97034 COMMUNITY/EDUCATION/HEALTH	5,000
RESPECT AND UNDERSTANDING INC	150 North Santa Anita Avenue, #300	Arcadia, CA 91006 COMMUNITY/HEALTH	10,000
ROBINSON ELEMENTARY PTA	21400 Lindsay Drive	Trabuco Canyon, CA 92679 EDUCATION	3,500
ROOM TO READ	111 Sutter Street, 16th floor	San Francisco, IL 60201 EDUCATION	2,000
ROTARY FOUNDATION	One Rotary Center, 1560 Sherman Ave	Temple City, CA 91780 HEALTH	500
SAN GABRIEL VALLEY FOUNDATION FOR DENTAL	P O Box 99	San Marino, CA 91108 COMMUNITY	100
SAN MARINO FIREFIGHTERS ASSN	2200 Huntington Dr	San Marino, CA 91108 EDUCATION	10,000
SAN MARINO POLICE OFFICERS' ASSOC	2304 Huntington Drive, Ste 202	Sierra Madre, CA 91025 COMMUNITY/EDUCATION	1,500
SAN MARINO ROTARY	POB 80301	Sisters, OR 97759 ARTS/COMMUNITY	10,000
SIERRA MADRE SEARCH AND RESCUE	P O Box 24	South Pasadena, CA 91030 COMMUNITY/EDUCATION	10,000
SISTERS FOLK FESTIVAL, INC	P O Box 3500	Boulder, CO 80301 EDUCATION	2,000
SOUTH PASADENA SAN MARINO YMCA	1605 Garfield Avenue	Aspen, CO 81611 EDUCATION	
SPACE SCIENCE INSTITUTE	4750 Walnut St #205		
SPELLBINDERS	312F Aspen Business Center		

WILLIAM H. HURT FOUNDATION
2013 GRANTEES LIST
PREPARED ON 5/8/14

RECIPIENT NAME	STREET ADDRESS	CITY, STATE AND ZIP CODE	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
TEACH FOR AMERICA	606 S Olive Street, Ste 300	Los Angeles, CA 90014	EDUCATION	10,000
TFGAAMPF	2870 Benedict Canyon Drive	Beverly Hills, CA 90210	EDUCATION	8,750
TOWER THEATRE	835 NW Wall St	Bend, OR 97709	ARTS/COMMUNITY	5,500
UCSF FOUNDATION	401 Parnassus Avenue	San Francisco, CA 94122	EDUCATION/HEALTH	50,000
UCSF SCHOOL OF MEDICINE	44 Montgomery St, Ste 220	San Francisco, CA 94104	EDUCATION/HEALTH	5,000
UNION STATION HOMELESS SERVICES	825 E Orange Grove Blvd	Pasadena, CA 91104	COMMUNITY	5,040
USC-PCASF	USC, Heritage Hall MC 0602	Los Angeles, CA 90089-0602	COMMUNITY/HEALTH	2,500
USC DEVELOPMENT OFFICE/TROY	1028 Marine Drive	Laguna Beach, CA 92651	COMMUNITY/EDUCATION	11,000
VALLEY PARTNERSHIP FOR DRUG PREVENTION	0405 Castle Creek Road, Suite 4	Aspen, CO 81611	HEALTH	5,000
VALUE SCHOOLS	5015 Eagle Rock Boulevard, Suite 300	Los Angeles, CA 90041	EDUCATION	47,860
WAIMEA PRESERVATION ASSOCIATION	P. O Box 916	Kamuela, HI 96743	COMMUNITY/EDUCATION	10,000
WOMEN AT WORK	50 N Hill Avenue	Pasadena, CA 91106	COMMUNITY	500
YES, VIRGINIA FUND, PASADENA	260 S Los Robles Ave , Ste 119	Pasadena, CA 91101	COMMUNITY	250
YMCA Columbia Willamette Camp Collins	3001 SE Oxbow Parkway	Gresham, OR 97080	COMMUNITY	6,000
YOUNG AND HEALTHY	37 N Holliston Ave	Pasadena, CA 91106	COMMUNITY	1,000
TOTAL				<u>10,000.266</u>

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

►

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

►

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions. WHH FOUNDATION	Employer identification number (EIN) or 20-0775264
	Number, street, and room or suite no. If a P.O. box, see instructions. 333 SOUTH HOPE STREET, NO. 54	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOS ANGELES, CA 90071-1406	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	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

CHRISTINA BOYLE, CPA

- The books are in the care of ► 1550 LOMA DRIVE, UNIT C - HERMOSA BEACH, CA 90254

Telephone No. ► (310) 283-1949

Fax No. ► (310) 376-6045

►

- If the organization does not have an office or place of business in the United States, check this box

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15, 2014, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

► calendar year 2013 or► tax year beginning _____, and ending _____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 18777.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 41112.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.