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Return of Private Foundation

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

► Do not enter Social Security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

Environment Now

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

12400 Wilshire Blvd.

Room/suite

650

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

Los Angeles, CA 90025

G Check all that apply:

Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

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

► \$ 33,350,916. (Part I, column (d) must be on cash basis.)

A Employer identification number

95-4247242

B Telephone number

(310) 829-5568

C If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► **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			N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	123.	123.	Statement 1	
4	Dividends and interest from securities	820,810.	820,810.	Statement 2	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	55,675.		Statement 3	
b	Gross sales price for all assets on line 6a	66,607.			
7	Capital gain net income (from Part IV, line 2)		48,983.		
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	70,028.	1,934.	Statement 4	
12	Total Add lines 1 through 11	946,636.	871,850.		
13	Compensation of officers, directors, trustees, etc	51,190.	0.	51,190.	
14	Other employee salaries and wages	203,234.	0.	203,234.	
15	Pension plans, employee benefits	3,440.	0.	3,440.	
16a	Legal fees				
b	Accounting fees	1,323.	0.	1,323.	
c	Other professional fees	42,264.	9,972.	32,292.	
17	Interest				
18	Taxes	74,317.	0.	52,592.	
19	Depreciation and depletion	1,233.	0.		
20	Occupancy	49,594.	0.	49,594.	
21	Travel, conferences, and meetings	13,795.	0.	13,795.	
22	Printing and publications				
23	Other expenses	181,518.	120,670.	60,848.	
24	Total operating and administrative expenses. Add lines 13 through 23	621,908.	130,642.	468,308.	
25	Contributions, gifts, grants paid	882,750.		882,750.	
26	Total expenses and disbursements. Add lines 24 and 25	1,504,658.	130,642.	1,351,058.	
27	Subtract line 26 from line 12:	<558,022.►			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		741,208.		
c	Adjusted net income (if negative, enter -0-)			N/A	

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for 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		697,568.	191,684.	191,684.
2	Savings and temporary cash investments		128,153.	53,153.	53,153.
3	Accounts receivable ►				
	Less: allowance for doubtful accounts ►		45,809.		
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		9,370.	5,611.	5,611.
10a	Investments - U.S. and state government obligations				
b	Investments - corporate stock Stmt 9		20,207,356.	19,334,894.	19,334,894.
c	Investments - corporate bonds Stmt 10		2,001,918.	1,966,228.	1,966,228.
11	Investments - land, buildings, and equipment basis ►	168,486.			
	Less accumulated depreciation ►	135,855.			
			33,864.	32,631.	32,631.
12	Investments - mortgage loans				
13	Investments - other Stmt 11		7,977,330.	11,766,715.	11,766,715.
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)		31,101,368.	33,350,916.	33,350,916.
Liabilities	17 Accounts payable and accrued expenses		1,726.	1,513.	
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 ► Stmt 12)		123,307.	112,540.	
	23 Total liabilities (add lines 17 through 22)		125,033.	114,053.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
24	Unrestricted		30,976,335.	33,236,863.	
25	Temporarily restricted				
26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		30,976,335.	33,236,863.	
	31 Total liabilities and net assets/fund balances		31,101,368.	33,350,916.	

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	30,976,335.
2	Enter amount from Part I, line 27a	2	<558,022.>
3	Other increases not included in line 2 (itemize) ► <u>Unrealized Gain/Loss</u>	3	2,818,550.
4	Add lines 1, 2, and 3	4	33,236,863.
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	33,236,863.

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	Partnerships		P		
b	Partnerships				
c					
d					
e					
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			10,932.	<10,932.>	
b	59,915.			59,915.	
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				<10,932.>	
b				59,915.	
c					
d					
e					
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	48,983.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3	N/A

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

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

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

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

 Yes No

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

1 Enter the appropriate amount in each column for each year; see 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	1,917,308.	29,883,139.	.064160
2011	2,608,821.	30,800,734.	.084700
2010	1,833,967.	30,723,219.	.059693
2009	2,303,681.	27,636,299.	.083357
2008	3,246,037.	27,178,439.	.119434
2 Total of line 1, column (d)			.411344
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			.082269
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			33,646,909.
5 Multiply line 4 by line 3			2,768,098.
6 Enter 1% of net investment income (1% of Part I, line 27b)			7,412.
7 Add lines 5 and 6			2,775,510.
8 Enter qualifying distributions from Part XII, line 4			1,351,058.

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.	(attach copy of letter if necessary-see instructions)	1	14,824.
Date of ruling or determination letter: _____				
1b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 2b			
1c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.	
3	Add lines 1 and 2	3	14,824.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.	
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	14,824.	
Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	20,000.	
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	20,000.	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,176.	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ► 5,176. Refunded ► 0.	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	X	
5	X	
6	X	
7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>CA</u>	
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G ? If "No," attach explanation	
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)? 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	

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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► www.environmentnow.org	13	<input checked="" type="checkbox"/>
14	The books are in care of ► Robert G. Wells - Environment Now Telephone no. ► (310) 829-5568 Located at ► 12400 Wilshire Blvd., Suite 650, Los Angeles, CA ZIP+4 ► 90025		
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	<input type="checkbox"/>
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	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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 type="checkbox"/> Yes	<input checked="" 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	1b	<input type="checkbox"/> X
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 type="checkbox"/> X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	3a	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<input type="checkbox"/> X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	<input type="checkbox"/> X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (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)?
- (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 Yes No Yes No Yes No Yes Nob 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

6b

X

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

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 13		45,000.	6,190.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Caryn Mandelbaum - 12400 Wilshire Blvd., Suite 650, Los Angeles, CA	Freshwater Program Director 40.00	86,000.	0.	0.
Douglas Loyd Bevington - 12400 Wilshire Blvd., Suite 650, Los	Forest Program Director 40.00	72,500.	0.	0.
Wanda Jenkins - 12400 Wilshire Blvd., Suite 650, Los Angeles, CA	Office Manager 40.00	55,500.	0.	0.

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

►

0

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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 ►

0

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

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B **Summary of Program-Related Investments**

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

Amount

1	N/A	
2		
3		

All other program-related investments. See instructions.

3		

Total. Add lines 1 through 3 ►

0.

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Part X**Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	18,681,750.
b	Average of monthly cash balances	1b	215,256.
c	Fair market value of all other assets	1c	15,262,292.
d	Total (add lines 1a, b, and c)	1d	34,159,298.
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	34,159,298.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	512,389.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,646,909.
6	Minimum investment return Enter 5% of line 5	6	1,682,345.

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	1,682,345.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	14,824.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	511.
c	Add lines 2a and 2b	2c	15,335.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,667,010.
4	Recoveries of amounts treated as qualifying distributions	4	70,000.
5	Add lines 3 and 4	5	1,737,010.
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	1,737,010.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,351,058.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,351,058.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,351,058.

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				1,737,010.
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	1,829,769.			
b From 2009	828,338.			
c From 2010	278,065.			
d From 2011	1,077,168.			
e From 2012	223,006.			
f Total of lines 3a through e	4,236,346.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 1,351,058.			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			1,351,058.	
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	385,952.			385,952.
6 Enter the net total of each column as indicated below:	3,850,394.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		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	1,443,817.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,406,577.			
10 Analysis of line 9:				
a Excess from 2009	828,338.			
b Excess from 2010	278,065.			
c Excess from 2011	1,077,168.			
d Excess from 2012	223,006.			
e Excess from 2013				

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				
Various Payees (See Attached Schedules) 12400 Wilshire Blvd., Suite 650 Los Angeles, CA 90025		All Public Charities		882,750
Total			► 3a	882,750
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	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	123.	
4 Dividends and interest from securities			14	820,810.	
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	525990	<1,906.>14		1,934.	70,000.
8 Gain or (loss) from sales of assets other than inventory	525990	6,692. 18		48,983.	
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)		4,786.		871,850.	70,000.
13 Total. Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)			13		946,636.

Relationship of Activities to the Accomplishment of Exempt Purposes

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Interest Income - Various Accounts	123.	123.	
Total to Part I, line 3	123.	123.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Dividend Income - Various Accounts	820,810.	0.	820,810.	820,810.	
To Part I, line 4	820,810.	0.	820,810.	820,810.	

(a) Description of Property			Manner	Date
	Acquired	Acquired	Date Sold	
Partnerships	Purchased			
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	10,932.	0.	0.	<10,932.>

(a) Description of Property			Manner	Date
	Acquired	Acquired	Date Sold	
Partnerships	Purchased			
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
59,915.	0.	0.	0.	59,915.

(a) Description of Property			Manner	Date
	Acquired	Acquired	Date Sold	
Partnerships-UBTI	Purchased			
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
3,783.	0.	0.	0.	3,783.

(a) Description of Property			Manner	Date	
	Acquired	Acquired	Date Sold		
Partnerships-UBTI	Purchased				
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
2,909.	0.	0.	0.	0.	2,909.
Net Gain or Loss from Sale of Assets					55,675.
Capital Gains Dividends from Part IV					0.
Total to Form 990-PF, Part I, line 6a					55,675.

Form 990-PF	Other Income	Statement	4
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Revolving Settlement-Returns of grants	70,000.	0.	
Partnerships-UBTI	<1,906.>	0.	
Partnerships	1,934.	1,934.	
Total to Form 990-PF, Part I, line 11	70,028.	1,934.	

Form 990-PF		Statement	5	
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	1,323.	0.		1,323.
To Form 990-PF, Pg 1, ln 16b	1,323.	0.		1,323.

Form 990-PF	Other Professional Fees			Statement 6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consultants	26,951.	9,972.		16,979.
Computer Support	15,313.	0.		15,313.
To Form 990-PF, Pg 1, ln 16c	42,264.	9,972.		32,292.

Form 990-PF	Taxes			Statement 7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Payroll Taxes	52,592.	0.		52,592.
Excise Taxes	21,725.	0.		0.
To Form 990-PF, Pg 1, ln 18	74,317.	0.		52,592.

Form 990-PF	Other Expenses			Statement 8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Marketing & Communications	8,234.	0.		8,234.
Office Supplies	2,072.	0.		2,072.
Telephone	10,624.	0.		10,624.
Miscellaneous	225.	0.		225.
Repairs and Maintenance	447.	0.		447.
Insurance	6,385.	0.		6,385.
Dues & Subscriptions	17,678.	0.		17,678.
Postage & Delivery	641.	0.		641.
Outside Contractors	560.	0.		560.
Investment Expense	120,670.	120,670.		0.
Bank Charges	26.	0.		26.
Meals	385.	0.		385.
Office Equipment	8,143.	0.		8,143.
Copier Contract and Supplies	665.	0.		665.
Program Expense	4,763.	0.		4,763.
To Form 990-PF, Pg 1, ln 23	181,518.	120,670.		60,848.

Form 990-PF	Corporate Stock	Statement 9
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Description	Book Value	Fair Market Value
Northern Trust	1,224.	1,224.
Westcliff International Fund	209,069.	209,069.
Charles Schwab	12,697,342.	12,697,342.
Charles Schwab	3,543,906.	3,543,906.
Straus Healthcare	1,706,342.	1,706,342.
Arglye Street	1,177,011.	1,177,011.
Total to Form 990-PF, Part II, line 10b	19,334,894.	19,334,894.

Form 990-PF	Corporate Bonds	Statement 10
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Description	Book Value	Fair Market Value
Pimco	1,647,517.	1,647,517.
Charles Schwab	318,711.	318,711.
Total to Form 990-PF, Part II, line 10c	1,966,228.	1,966,228.

Form 990-PF	Other Investments	Statement 11
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Description	Valuation Method	Book Value	Fair Market Value
AG Private Equity Partners II	FMV	598,052.	598,052.
AG Private Equity Partners IV	FMV	3,535,886.	3,535,886.
Makena Capital Mgmt	FMV	2,762,974.	2,762,974.
Rimrock	FMV	1,920,563.	1,920,563.
Luminous	FMV	1,503,068.	1,503,068.
Tessera Fund	FMV	1,446,172.	1,446,172.
Total to Form 990-PF, Part II, line 13		11,766,715.	11,766,715.

Form 990-PF	Other Liabilities	Statement 12
Description	BOY Amount	EOY Amount
Accrued Vacation	14,859.	4,092.
Deferred Excise Tax Liability	53,028.	53,028.
Due to/from CRA	55,420.	55,420.
Total to Form 990-PF, Part II, line 22	123,307.	112,540.

Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 13
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
Robert Wells 12400 Wilshire Blvd., Suite 650 Los Angeles, CA 90025	E.D./V.P./Sec 32.00	45,000.	6,190. 0.
Kevin Wells 12400 Wilshire Blvd., Suite 650 Los Angeles, CA 90025	President 1.00	0.	0. 0.
Paul Heeschen 12400 Wilshire Blvd., Suite 650 Los Angeles, CA 90025	Treasurer 1.00	0.	0. 0.
Luanne Wells 12400 Wilshire Blvd., Suite 650 Los Angeles, CA 90025	Director 1.00	0.	0. 0.
Dan Emmett 12400 Wilshire Blvd., Suite 650 Los Angeles, CA 90025	Director 1.00	0.	0. 0.
Mary Nichols 12400 Wilshire Blvd., Suite 650 Los Angeles, CA 90025	Director 1.00	0.	0. 0.
Totals included on 990-PF, Page 6, Part VIII		45,000.	6,190. 0.

General Explanation

Statement 14

Form/Line Identifier and Description/Return Reference

Form 990PF, Part XIII, line 3 - Excess Distribution Carryover

Explanation:

Prior year excess distribution carryovers have been inadvertently overstated due to the misinterpretation of IRC 4942 (h) and not including recoveries of grants made to the required distributable amount. The correct amounts are reflected on line 3 of Part XIII for this return.

Unrelated Business Income

CARRYOVER DATA TO 2014

Name	Environment Now	Employer Identification Number
		95-4247242

Based on the information provided with this return, the following are possible carryover amounts to next year.

Federal Contribution 882,371.

Federal AMT Contribution **882,371.**

CA Contribution 882,371.

**Environment Now
2013 Grants**

Name	Address	Amount
California Chaparral Institute		
P O Box 545		
Escondido, CA 92033		
Purpose Chaparral Watch		20,000 00
California Coastkeeper Alliance		
268 Bush Street, #4313		
San Francisco, CA 94104-3503		
Purpose Defend Our Coastal Waters Initiative		40,000 00
Strategic Plan Development		10,000 00
Center for Biological Diversity		
P O Box 710		
Tucson, AZ		
Purpose Biomass Project		30,000 00
Forestry legal program support		60,000 00
Sierra Nevada Aquatics Research		10,000 00
Coast Range Association		
P O Box 2250		
Corvallis, OR 97339		
Purpose Aquatics Conservation Science Panel		5,000 00
Conservation Congress		
P O Box 2076		
Livingston, MT 59047		
Purpose Litigation support		30,000 00
Earth Law Center		
PO Box 3283		
Fremont, CA 94539		
Purpose Waterway Rights Campaign		25,000 00
Ebbetts Pass Forest Watch		
P O Box 2862		
Arnold, CA 95223		
Purpose Forest Watch		10,000 00
Environmental Protection Information Center		
145 S G Street, Suite A		
Arcata, CA 95521		
Purpose National Forests Campaign		10,000 00

Environment Now 2013 Grants

Firefighters United for Safety, Ethics and Ecology

2852 Willamette #125

Eugene, OR 97405

Purpose Wildland fire public education 8,000 00

Fund for Wild Nature

5636 Rose Valley Road

Kelso, WA 98626

Purpose Study impact of fire of wildlife 10,000 00

Geos Institute

84 Fourth Street

Ashland, OR 97520

Purpose Fire Science Support 12,000 00

Generation Water

700 N Alameda St , Floor 4-570

Los Angeles, CA 90012

Purpose Water Use Efficiency Study 10,000 00

International Community Foundation

2505 N Avenue

National City, CA 91950

Purpose Support for Baja California Waterkeepers 79,500 00

John Muir Project/Earth Island Institute

PO Box 897

Big Bear City, CA 92314

Purpose Support for research program 83,500 00

Support for legal program 45,000 00

Klamath Riverkeeper

P O Box 751

Somes Bar, CA 95568

Purpose Stream Protection Initiative 30,000 00

Klamath - Siskiyou Wildlands Center

P O Box 102

Ashland, OR 97520

Purpose Forest Protection 5,000 00

**Environment Now
2013 Grants**

Los Angeles Waterkeeper

120 Broadway, Suite 105

Santa Monica, CA 90401

Purpose Legal Program 40,000 00

Los Padres Forest Watch

P O Box 831

Santa Barbara, CA 93102

Purpose General operating support 10,000 00

Natural Resources Defense Council

111 Sutter Street, 20th Floor

San Francisco, CA 94104

Purpose Support for California water project 70,000 00

Natural Resources Defense Council

1314 Second Street

Santa Monica, CA 90401

Purpose Water use efficiency project 40,000 00

Orange County Coastkeeper

3151 Airway Ave, Ste F-110

Costa Mesa, CA 92626

Purpose Legal Program 40,000 00

Desalination Campaign 20,000 00

Pacific Institute

654 13th Street, Preservation Park

Oakland, CA 94612

Purpose Farm Water Efficiency Study 20,000 00

Pacific Rivers Council

317 SW Alder Street

Portland, OR 97204

Purpose Sierra Nevada aquatics research 10,000 00

San Francisco Baykeeper

317 SW Alder Street

Portland, OR 97204

Purpose Legal Program 25,000 00

Environment Now 2013 Grants

Santa Barbara Channelkeeper

714 Bond Avenue

Santa Barbara, CA 93103

Purpose Reasonable Use Project 30,000 00

Trees Foundation

PO Box 2202

Redway, CA 95560

Purpose Central Coast Forest Watch 10,000 00

Ventura Coastkeeper

3875-A Telegraph Road, #423

Ventura, CA 93003

Purpose Legal Program 10,000 00

Waterkeeper Alliance

17 Battery Place, Suite 1329

New York, NY 10004

Purpose 2013 conference support 10,000 00

Total Grants 868,000 00

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions Environment Now	Employer identification number (EIN) or 95-4247242
	Number, street, and room or suite no. If a P.O. box, see instructions 12400 Wilshire Blvd., No. 650	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Los Angeles, CA 90025	

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-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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

Robert G. Wells - Environment Now

- The books are in the care of ► 12400 Wilshire Blvd., Suite 650 - Los Angeles, CA 90025 Telephone No ► (310) 829-5568 Fax No. ►
- 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

4 I request an additional 3-month extension of time until November 15, 2014.

5 For calendar year 2013, or other tax year beginning , and ending

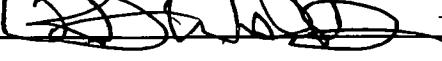
6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

7 State in detail why you need the extension The tax return is currently under review by our management team and by our Board of Directors. We will file the Board approved tax return as expeditiously as possible.

8a 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	8a	\$ 14,824.
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 and any amount paid previously with Form 8868	8b	\$ 20,000.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ►  Title ► **Executive Director** /VP Date ► 11/12/14
Form 8868 (Rev. 1-2014)