



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Return of Private Foundation

2013

Department of the Treasury
Internal Revenue Service

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.

Open to Public Inspection

For calendar year 2013 or tax year beginning _____, and ending _____

Name of foundation: **THE ATTIYEH FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address): **210 S CANYON VIEW DR**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **LOS ANGELES, CA 90049-3810**

A Employer identification number: **95-4624172**

B Telephone number: **(310) 394-2610**

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

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 foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16): **\$ 13,631,044.** (Part I, column (d) must be on cash basis)

J Accounting method: Cash Accrual
 Other (specify) _____

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)
Revenue	1 Contributions, gifts, grants, etc., received	1,252,000.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	22.	22.	22.	STATEMENT 1
	4 Dividends and interest from securities				
	5a Gross rents	22,306.		22,306.	STATEMENT 2
	b Net rental income or (loss)	22,306.			
	6a Net gain or (loss) from sale of assets not on line 10	-14,445.			
	b Gross sales price for all assets on line 6a	155,922.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances	35,773.			STATEMENT 3
b Less Cost of goods sold	38,047.				
c Gross profit or (loss)	-2,274.		-2,274.		
11 Other income	653,988.	0.	653,988.	STATEMENT 4	
12 Total. Add lines 1 through 11	1,911,597.	22.	674,042.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages	393,252.	0.	393,252.	0.
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 5 15,940.	0.	4,895.	0.
	c Other professional fees				
	17 Interest	66.	0.	66.	0.
	18 Taxes	STMT 6 47,435.	0.	47,435.	0.
	19 Depreciation and depletion	44,717.	0.	44,717.	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7 321,766.	0.	321,766.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23	823,176.	0.	812,131.	0.
	25 Contributions, gifts, grants paid	0.			0.
26 Total expenses and disbursements. Add lines 24 and 25	823,176.	0.	812,131.	0.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,088,421.				
b Net investment income (if negative, enter -0-)		22.			
c Adjusted net income (if negative, enter -0-)			0.		

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		
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		42,464.	279,084.	279,084.
	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				
	b	Investments - corporate stock	STMT 9	3,000.	3,000.	139,786.
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment: basis ▶	7,029,889.				
	Less: accumulated depreciation STMT 10 ▶	752,102.	5,825,397.	6,277,787.	13,202,174.	
15	Other assets (describe ▶ STATEMENT 11)		9,548.	19,548.	10,000.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		5,880,409.	6,579,419.	13,631,044.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons		60,000.		
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ STATEMENT 12)		63,459.	54,048.	
23	Total liabilities (add lines 17 through 22)		123,459.	54,048.		
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		5,756,950.	6,525,371.		
30	Total net assets or fund balances		5,756,950.	6,525,371.		
31	Total liabilities and net assets/fund balances		5,880,409.	6,579,419.		

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	5,756,950.
2	Enter amount from Part I, line 27a	2	1,088,421.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,845,371.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	320,000.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,525,371.

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 TAOS RANCH LAND EASEMENT		P		01/08/13
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 155,922.		170,367.	-14,445.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			-14,445.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-14,445.
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	-14,445.

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	157,156.	84,941.	1.850178
2011	84,928.	51,370.	1.653261
2010	79,916.	50,132.	1.594112
2009	52,591.	73,099.	.719449
2008	40,155.	81,982.	.489803
2 Total of line 1, column (d)			2 6.306803
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 1.261361
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 166,905.
5 Multiply line 4 by line 3			5 210,527.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 0.
7 Add lines 5 and 6			7 210,527.
8 Enter qualifying distributions from Part XII, line 4			8 0.

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. 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 type="checkbox"/> and enter 1% of Part I, line 27b	1	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	0.
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	0.
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	
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	0.
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	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 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?		X
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) <input type="checkbox"/> 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

N/A

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? Website address ► N/A	13	X	
14	The books are in care of ► ROBERT S ATTIYEH Telephone no. ► (310) 394-2610 Located at ► 210 S. CANYON VIEW DRIVE, LOS ANGELES, CA ZIP+4 ► 90049			
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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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 N/A ► <input type="checkbox"/>	1b	
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	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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	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))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
 If "Yes," attach the statement required by Regulations section 53.4945-5(d) N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
 If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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
ROBERT S. ATTIYEH 210 S. CANYON VIEW DRIVE LOS ANGELES, CA 90049	PRESIDENT 0.00	0.	0.	0.
LINDA H. ATTIYEH 210 S. CANYON VIEW DRIVE LOS ANGELES, CA 90049	VICE-PRESIDENT, CFO 0.00	0.	0.	0.
ROBERT J. S. ATTIYEH 2012 BENEDICT CANYON DRIVE BEVERLY HILLS, CA 90210	SECRETARY 0.00	0.	0.	0.
JENNY L. ATTIYEH 66 CHARLES STREET #132 BOSTON, MA 02114	TREASURER 0.00	0.	0.	0.

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

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

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

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

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

Table with 3 columns: (a) Name and address of each person paid more than \$50,000, (b) Type of service, (c) Compensation. Row 1 contains 'NONE'.

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

Table with 2 columns: Description of activities, Expenses. Row 1 contains 'N/A'.

Part IX-B Summary of Program-Related Investments

Table with 2 columns: Description of investments, Amount. Row 1 contains 'N/A'. Total at bottom right is 0.

Part X

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	106,486.
b	Average of monthly cash balances	1b	62,961.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	169,447.
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	169,447.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,542.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	166,905.
6	Minimum investment return. Enter 5% of line 5	6	8,345.

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	
2a	Tax on investment income for 2013 from Part VI, line 5	2a	
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	

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	0.
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	0.
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	0.

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)

N/A

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

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶ 10/30/97

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2013	(b) 2012	Prior 3 years		
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a	0.	0.	0.	2,507.	2,507.
c Qualifying distributions from Part XII, line 4 for each year listed	0.	157,156.	84,928.	79,916.	322,000.
d Amounts included in line 2c not used directly for active conduct of exempt activities	0.	0.	0.	0.	0.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0.	157,156.	84,928.	79,916.	322,000.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	5,563.	2,831.	1,713.	1,671.	11,778.
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

SEE STATEMENT 13

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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				
NONE				
Total				0.
b Approved for future payment				
NONE				
Total				0.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**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

Name of the organization

Employer identification number

THE ATTIYEH FOUNDATION

95-4624172

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 the greater 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 THE ATTIYEH FOUNDATION	Employer identification number 95-4624172
---	---

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	<u>ROBERT S & LINDA ATTIYEH</u> <u>210 S. CANYON VIEW DRIVE</u> <u>LOS ANGELES, CA 90049</u>	\$ <u>367,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	<u>ROBERT S & LINDA ATTIYEH</u> <u>210 S. CANYON VIEW DRIVE</u> <u>LOS ANGELES, CA 90049</u>	\$ <u>885,000.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	_____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization THE ATTIYEH FOUNDATION	Employer identification number 95-4624172
---	---

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
2	30% UNDIVIDED INTEREST MABEL DODGE LUJAN HOUSE TAOS NM	\$ 885,000.	07/23/13
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____
		\$ _____	_____

Name of organization THE ATTIYEH FOUNDATION	Employer identification number 95-4624172
---	---

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

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
MABEL DODGE LUJAN HOUSE, LLC	7.	7.	7.
U.S. TRUST	15.	15.	15.
TOTAL TO PART I, LINE 3	22.	22.	22.

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
LAND LEASE	1	22,306.
TOTAL TO FORM 990-PF, PART I, LINE 5A		22,306.

FORM 990-PF

INCOME AND COST OF GOODS SOLD
INCLUDED ON PART I, LINE 10

STATEMENT 3

INCOME

1. GROSS RECEIPTS	35,773	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		35,773
4. COST OF GOODS SOLD (LINE 15)	38,047	
5. GROSS PROFIT (LINE 3 LESS LINE 4).		-2,274
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		-2,274

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR		
9. MERCHANDISE PURCHASED.	18,384	
10. COST OF LABOR.	19,663	
11. MATERIALS AND SUPPLIES		
12. OTHER COSTS.		
13. ADD LINES 8 THROUGH 12		38,047
14. INVENTORY AT END OF YEAR		
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14).		38,047

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CONFERENCE/WORKSHOP FEES	496,990.	0.	496,990.
LODGING INCOME	156,998.	0.	156,998.
TOTAL TO FORM 990-PF, PART I, LINE 11	653,988.	0.	653,988.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL, APPRAISAL, & TAX PREPARATION FEE	11,045.	0.	0.	0.
ACCOUNTING	4,895.	0.	4,895.	0.
TO FORM 990-PF, PG 1, LN 16B	15,940.	0.	4,895.	0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	39,686.	0.	39,686.	0.
PROPERTY TAXES	7,749.	0.	7,749.	0.
TO FORM 990-PF, PG 1, LN 18	47,435.	0.	47,435.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REPAIRS	49,066.	0.	49,066.	0.	
FEES & LICENSES	7,060.	0.	7,060.	0.	
INSURANCE	40,231.	0.	40,231.	0.	
ADVERTISING	5,352.	0.	5,352.	0.	
BANK FEES	25,400.	0.	25,400.	0.	
EQUIPMENT LEASE	2,290.	0.	2,290.	0.	
SUPPLIES	40,258.	0.	40,258.	0.	
OFFICE SUPPLIES	4,278.	0.	4,278.	0.	
POSTAGE & DELIVERY	556.	0.	556.	0.	
STORAGE UNIT	600.	0.	600.	0.	
TELEPHONE	7,460.	0.	7,460.	0.	
UTILITIES	22,654.	0.	22,654.	0.	
CONSULTING	9,000.	0.	9,000.	0.	
CONTRIBUTIONS	250.	0.	250.	0.	
OUTSIDE SERVICES	87,982.	0.	87,982.	0.	
STAFF EXPENSES	5,053.	0.	5,053.	0.	
WAGES ALLOCABLE TO COST OF SALES	-19,663.	0.	-19,663.	0.	
REPLACEMENTS	7,426.	0.	7,426.	0.	
EASEMENT FEES	26,513.	0.	26,513.	0.	
TO FORM 990-PF, PG 1, LN 23	321,766.	0.	321,766.	0.	

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	8
DESCRIPTION		AMOUNT	
NONDEDUCTIBLE LIFE INSURANCE PREMIUM		50,000.	
FMV IN EXCESS OF COST BASIS 30% INTEREST IN MABEL DODGE HOUSE1		270,000.	
TOTAL TO FORM 990-PF, PART III, LINE 5		320,000.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
500 SHARES BIOGEN IDEC INC COM	3,000.	139,786.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,000.	139,786.	

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND - 160 ACRES - LAKE NACIMIENTO RANCH LAND	50,400.	0.	50,400.
LAND - 160 ACRES - LAKE NACIMIENTO RANCH LAND	96,000.	0.	96,000.
LAND - 240 ACRES - LAKE NACIMIENTO RANCH LAND	144,000.	0.	144,000.
LAND - 80 ACRES - LAKE NACIMIENTO RANCH LAND	36,000.	0.	36,000.
LAND - 160 ACRES - LAKE NACIMIENTO RANCH LAND	72,000.	0.	72,000.
LAND - 265 ACRES - LAKE NACIMIENTO RANCH LAND	119,250.	0.	119,250.
LAND - 80 ACRES - LAKE NACIMIENTO RANCH LAND	36,000.	0.	36,000.
LAND - 400 ACRES - LAKE NACIMIENTO RANCH LAND	194,400.	0.	194,400.
LAND - WOLF, GRAFTON UTAH	49,326.	0.	49,326.
LAND - COX, GRAFTON UTAH	135,900.	0.	135,900.
LAND - 500 ACRES - ANSELMINO, LAKE NACIMIENTO	225,000.	0.	225,000.
LAND - GRIZZLEY BEND, LAKE NACIMIENTO RANCH LAND	276,000.	0.	276,000.
TAOS RANCH, EL PRADO NEW MEXICO - 60 ACRES AFTER EASEMENT	667,358.	0.	667,358.
GRAFTON UTAH RANCH LAND & WOOD HOUSE	5,000.	0.	5,000.
LAND - BOAM, GRAFTON UTAH	50,195.	0.	50,195.
LAND - IMPROVEMENTS, GRAFTON UTAH BARN & FENCE	32,074.	0.	32,074.
LAND - HIRSCHI	5,000.	0.	5,000.
LAND - HIRSCHI GRAFTON	173,159.	0.	173,159.
LAND - MOLINA NATURE PRESERVE	450,923.	0.	450,923.
LAND - PARRY GRAFTON	30,105.	0.	30,105.
LAND - PUMA VALLEY	424,369.	0.	424,369.

THE ATTIYEH FOUNDATION

95-4624172

LAND - 160 ACR - SAN LUIS OBISPO COUNTY, CA	43,478.	0.	43,478.
LAND - 200 ACR - SAN LUIS OBISPO COUNTY, CA	54,348.	0.	54,348.
LAND - 80 ACR - SAN LUIS OBISPO COUNTY, CA	43,478.	0.	43,478.
LAND - 110 ACR - SAN LUIS OBISPO COUNTY, CA	53,805.	0.	53,805.
LAND - 10 ACR - SAN LUIS OBISPO COUNTY, CA	4,891.	0.	4,891.
FURNITURE, RUGS, ART APPLIANCES	95,000. 9,500.	95,000. 9,500.	0. 0.
AUNTIE'S HOUSE - TAOS, NM LAND - 50 ACR - HIRSCHI GRAFTON, UT	51,287. 126,348.	15,890. 0.	35,397. 126,348.
LAND - 8 ACR - COX FIELDS PIANO	115,683. 4,000.	0. 4,000.	115,683. 0.
LAND - 144 ACR - SAN LUIS OBISPO COUNTY	100,000.	0.	100,000.
AUNTIE'S HOUSE - TAOS, NM - LAND	50,000.	0.	50,000.
51% UNDIVIDED INTEREST IN MDLH - LAND	280,500.	0.	280,500.
51% UNDIVIDED INTEREST IN MDLH - LUJAN HOUSE	752,250.	447,927.	304,323.
51% UNDIVIDED INTEREST IN MDLH - FURNITURE	12,750.	12,412.	338.
51% UNDIVIDED INTEREST IN MDLH - GATE & FENCE	10,122.	10,122.	0.
51% UNDIVIDED INTEREST IN MDLH - IMPROVEMENTS	18,102.	10,282.	7,820.
51% UNDIVIDED INTEREST IN MDLH - LAUNDRY ROOM	3,400.	1,813.	1,587.
51% UNDIVIDED INTEREST IN MDLH - KITCHEN	8,964.	4,769.	4,195.
51% UNDIVIDED INTEREST IN MDLH - APPLIANCES	1,909.	1,909.	0.
51% UNDIVIDED INTEREST IN MDLH - BATHROOM	17,267.	9,182.	8,085.
51% UNDIVIDED INTEREST IN MDLH - JEFFERS ROOM	18,428.	9,799.	8,629.
51% UNDIVIDED INTEREST IN MDLH - BATHROOM	1,600.	848.	752.
51% UNDIVIDED INTEREST IN MDLH - IMPROVEMENTS	49,518.	24,534.	24,984.
51% UNDIVIDED INTEREST IN MDLH - APPLIANCES	3,825.	3,641.	184.
51% UNDIVIDED INTEREST IN MDLH - MEETING ROOM	16,832.	7,727.	9,105.
51% UNDIVIDED INTEREST IN MDLH - BATHROOM	8,240.	3,783.	4,457.
51% UNDIVIDED INTEREST IN MDLH - FENCE	3,074.	2,691.	383.
51% UNDIVIDED INTEREST IN MDLH - PATIO	8,918.	7,803.	1,115.

51% UNDIVIDED INTEREST IN MDLH			
- APPLIANCES	2,406.	2,406.	0.
LAND - GRAFTON UTAH - 2 ACRES	5,000.	0.	5,000.
MDLH - OLD FURNITURE	7,530.	7,530.	0.
MDLH - FURNITURE	4,000.	4,000.	0.
MDLH - FURNITURE	12,017.	12,017.	0.
MDLH - EQUIPMENT	600.	600.	0.
MDLH - SOFTWARE	327.	327.	0.
MDLH - FURNITURE	1,632.	1,632.	0.
MDLH - FURNITURE	11,226.	11,226.	0.
MDLH - FURNITURE	4,629.	4,629.	0.
MDLH - FURNITURE	6,359.	6,356.	3.
LAND - GRAFTON UTAH - 50 ACRES	10,000.	0.	10,000.
LAND - GRAFTON UTAH - 2 ACRES	35,000.	0.	35,000.
LAND - GRAFTON UTAH - 50 ACRES	93,350.	0.	93,350.
FURNITURE	3,541.	3,541.	0.
FURNITURE	5,262.	4,888.	374.
LAND - 6 PARCELS - ROCKVILLE UTAH	18,700.	0.	18,700.
LAND - 30 ACRES - SAN LUIS OBISPO COUNTY, CA	148,000.	0.	148,000.
LAND - 80 ACRES - SAN LUIS OBISPO COUNTY, CA	130,000.	0.	130,000.
19% UNDIVIDED INTEREST IN MDLH			
- 5.367 ACRES	389,500.	0.	389,500.
LAND - 5.8 ACRES - ANDOVER, VT	150,000.	0.	150,000.
LAND - 17.71 ACRES - ANDOVER, VT	15,000.	0.	15,000.
75% UNDIVIDED INTEREST IN 11.6 ACRES - ANDOVER, VT	5,000.	0.	5,000.
LAND - 27 ACRES - ANDOVER, VT	63,360.	0.	63,360.
LAND - 15.6 ACRES - ANDOVER, VT	50,000.	0.	50,000.
MDLH - FURNITURE/RUGS	2,474.	0.	2,474.
30% INTEREST IN MABEL DODGE LUJAN HOUSE	615,000.	9,318.	605,682.
TOTAL TO FM 990-PF, PART II, LN 14	7,029,889.	752,102.	6,277,787.

FORM 990-PF	OTHER ASSETS		STATEMENT 11
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
LEGAL FEES RE: LAND CONTRIBUTION DEPOSIT VERMONT BEAR RESERVE	9,548.	9,548.	0.
	0.	10,000.	10,000.
TO FORM 990-PF, PART II, LINE 15	9,548.	19,548.	10,000.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEPOSITS - MABEL DODGE LUJAN HOUSE	53,769.	50,176.
PAYROLL PAYABLE - MABEL DODGE LUJAN HOUSE	8,544.	2,280.
TAOS LODGER TAX PAYABLE - MABEL DODGE LUJAN HOUSE	1,146.	1,592.
TOTAL TO FORM 990-PF, PART II, LINE 22	63,459.	54,048.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 13

NAME OF MANAGER

ROBERT S. ATTIYEH
LINDA H. ATTIYEH

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	LAND														
	LAND - 160 ACRES - LAKE														
1	NACIMIENTO RANCH LAND	12/20/96	L				50,400.				50,400.			0.	0.
	LAND - 160 ACRES - LAKE														
2	NACIMIENTO RANCH LAND	12/20/96	L				96,000.				96,000.			0.	0.
	LAND - 240 ACRES - LAKE														
3	NACIMIENTO RANCH LAND	12/20/96	L				144,000.				144,000.			0.	0.
	LAND - 80 ACRES - LAKE														
4	NACIMIENTO RANCH LAND	12/17/97	L				36,000.				36,000.			0.	0.
	LAND - 160 ACRES - LAKE														
5	NACIMIENTO RANCH LAND	12/17/97	L				72,000.				72,000.			0.	0.
	LAND - 265 ACRES - LAKE														
6	NACIMIENTO RANCH LAND	12/17/97	L				119,250.				119,250.			0.	0.
	LAND - 80 ACRES - LAKE														
7	NACIMIENTO RANCH LAND	12/17/97	L				36,000.				36,000.			0.	0.
	LAND - 400 ACRES - LAKE														
8	NACIMIENTO RANCH LAND	12/17/97	L				194,400.				194,400.			0.	0.
	LAND - WOLF, GRAFTON UTAH														
9	LAND - WOLF, GRAFTON UTAH	09/25/98	L				49,326.				49,326.			0.	0.
	LAND - COX, GRAFTON UTAH														
10	LAND - COX, GRAFTON UTAH	09/25/98	L				135,900.				135,900.			0.	0.
	LAND - 500 ACRES - ANSELMING														
11	LAKE NACIMIENTO	11/19/98	L				225,000.				225,000.			0.	0.
	LAND - GRIZZLEY BEND, LAKE														
12	NACIMIENTO RANCH LAND	11/19/98	L				276,000.				276,000.			0.	0.
	TAOS RANCH, EL PRADO NEW														
13	MEXICO - 60 ACRES AFTER EASE	12/17/98	L				667,358.				667,358.			0.	0.
	GRAFTON UTAH RANCH LAND &														
14	WOOD HOUSE	12/30/98	L				5,000.				5,000.			0.	0.
	LAND - BOAM, GRAFTON UTAH														
15	LAND - BOAM, GRAFTON UTAH	04/13/99	L				50,195.				50,195.			0.	0.
	LAND - IMPROVEMENTS, GRAFTON														
16	UTAH BARN & FENCE	06/30/99	L				32,074.				32,074.			0.	0.
	LAND - HIRSCHI														
17	LAND - HIRSCHI	10/25/99	L				5,000.				5,000.			0.	0.

328111 05-01-13

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction in Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
18	LAND - HIRSCHI GRAFTON	12/15/99	L				173,159.				173,159.			0.	0.
19	LAND - MOLINA NATURE PRESERVE	04/13/00	L				450,923.				450,923.			0.	0.
20	LAND - PARRY GRAFTON	04/13/00	L				30,105.				30,105.			0.	0.
21	LAND - PUMA VALLEY	09/07/00	L				424,369.				424,369.			0.	0.
22	LAND - 160 ACR - SAN LUIS OBISPO COUNTY, CA	12/11/99	L				43,478.				43,478.			0.	0.
23	LAND - 200 ACR - SAN LUIS OBISPO COUNTY, CA	12/11/99	L				54,348.				54,348.			0.	0.
24	LAND - 80 ACR - SAN LUIS OBISPO COUNTY, CA	12/11/99	L				43,478.				43,478.			0.	0.
25	LAND - 110 ACR - SAN LUIS OBISPO COUNTY, CA	12/11/99	L				53,805.				53,805.			0.	0.
26	LAND - 10 ACR - SAN LUIS OBISPO COUNTY, CA	12/11/99	L				4,891.				4,891.			0.	0.
30	LAND - 50 ACR - HIRSCHI GRAFTON, UT	04/19/01	L				126,348.				126,348.			0.	0.
31	LAND - 8 ACR - COX FIELDS	11/30/01	L				115,683.				115,683.			0.	0.
33	LAND - 144 ACR - SAN LUIS OBISPO COUNTY	12/26/02	L				100,000.				100,000.			0.	0.
34	AUNTIE'S HOUSE - TAOS, NM - LAND	06/18/01	L				50,000.				50,000.			0.	0.
35	51% UNDIVIDED INTEREST IN MDLH - LAND	12/28/01	L				280,500.				280,500.			0.	0.
53	LAND - GRAFTON UTAH - 2 ACRES	11/21/03	L				5,000.				5,000.			0.	0.
63	LAND - GRAFTON UTAH - 50 ACRES	12/07/04	L				10,000.				10,000.			0.	0.
64	LAND - GRAFTON UTAH - 2 ACRES	02/01/04	L				35,000.				35,000.			0.	0.
65	LAND - GRAFTON UTAH - 50 ACRES	01/15/05	L				93,350.				93,350.			0.	0.

328111 05-01-13

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Conv	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
68	LAND - 6 PARCELS - ROCKVILLE UTAH	01/15/10	L				18,700.				18,700.			0.	
69	LAND - 30 ACRES - SAN LUIS OBISPO COUNTY, CA	01/15/10	L				148,000.				148,000.			0.	
70	LAND - 80 ACRES - SAN LUIS OBISPO COUNTY, CA	11/20/10	L				130,000.				130,000.			0.	
71	19% UNDIVIDED INTEREST IN MDLH - 5.367 ACRES	12/27/10	L				389,500.				389,500.			0.	
72	LAND - 5.8 ACRES - ANDOVER, VT	10/10/12	L				150,000.				150,000.			0.	
73	LAND - 17.71 ACRES - ANDOVER, VT	10/10/12	L				15,000.				15,000.			0.	
74	75% UNDIVIDED INTEREST IN 11.6 ACRES - ANDOVER, VT	10/10/12	L				5,000.				5,000.			0.	
75	LAND - 27 ACRES - ANDOVER, VT	12/01/12	L				63,360.				63,360.			0.	
76	LAND - 15.6 ACRES - ANDOVER, VT	12/31/13	L				50,000.				50,000.			0.	
38	* 990-PF PG 1 TOTAL LAND						5,257,900.				5,257,900.	0.		0.	0.
	OTHER														
27	FURNITURE, RUGS, ART	12/12/00	SL	5.00		16	95,000.				95,000.	95,000.		0.	95,000.
28	APPLIANCES	12/12/00	SL	5.00		16	9,500.				9,500.	9,500.		0.	9,500.
29	AUNTIE'S HOUSE - TAOS, NM	06/18/01	SL	39.00	MM	16	51,287.				51,287.	14,575.	1,315.	1,315.	15,890.
32	PIANO	01/25/02	SL	5.00		16	4,000.				4,000.	4,000.		0.	4,000.
36	51% UNDIVIDED INTEREST IN MDLH - LUJAN HOUSE	09/10/96	SL	27.50	MM	16	752,250.				752,250.	420,572.	27,355.	27,355.	447,927.
37	51% UNDIVIDED INTEREST IN MDLH - FURNITURE	09/01/96	SL	7.00		16	12,750.				12,750.	12,412.		0.	12,412.
38	51% UNDIVIDED INTEREST IN MDLH - GATE & FENCE	06/30/97	SL	15.00		16	10,122.				10,122.	10,122.		0.	10,122.

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Convention	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
39	51% UNDIVIDED INTEREST IN MDLH - IMPROVEMENTS	06/30/97	SL	27.50	MM16	18,102.				18,102.	9,624.		658.	10,282.
40	51% UNDIVIDED INTEREST IN MDLH - LAUNDRY ROOM	06/30/98	SL	27.50	MM16	3,400.				3,400.	1,689.		124.	1,813.
41	51% UNDIVIDED INTEREST IN MDLH - KITCHEN	06/30/98	SL	27.50	MM16	8,964.				8,964.	4,443.		326.	4,769.
42	51% UNDIVIDED INTEREST IN MDLH - APPLIANCES	06/30/98	SL	7.00	16	1,909.				1,909.	1,909.		0.	1,909.
43	51% UNDIVIDED INTEREST IN MDLH - BATHROOM	06/30/98	SL	27.50	MM16	17,267.				17,267.	8,554.		628.	9,182.
44	51% UNDIVIDED INTEREST IN MDLH - JEFFERS ROOM	06/30/98	SL	27.50	MM16	18,428.				18,428.	9,129.		670.	9,799.
45	51% UNDIVIDED INTEREST IN MDLH - BATHROOM	06/30/98	SL	27.50	MM16	1,600.				1,600.	790.		58.	848.
46	51% UNDIVIDED INTEREST IN MDLH - IMPROVEMENTS	06/30/99	SL	27.50	MM16	49,518.				49,518.	22,733.		1,801.	24,534.
47	51% UNDIVIDED INTEREST IN MDLH - APPLIANCES	06/30/99	SL	5.00	16	3,825.				3,825.	3,641.		0.	3,641.
48	51% UNDIVIDED INTEREST IN MDLH - MEETING ROOM	06/30/00	SL	27.50	MM16	16,832.				16,832.	7,115.		612.	7,727.
49	51% UNDIVIDED INTEREST IN MDLH - BATHROOM	06/30/00	SL	27.50	MM16	8,240.				8,240.	3,483.		300.	3,783.
50	51% UNDIVIDED INTEREST IN MDLH - FENCE	06/30/00	SL	15.00	16	3,074.				3,074.	2,486.		205.	2,691.
51	51% UNDIVIDED INTEREST IN MDLH - PATIO	06/30/00	SL	15.00	16	8,918.				8,918.	7,208.		595.	7,803.
52	51% UNDIVIDED INTEREST IN MDLH - APPLIANCES	06/30/00	SL	10.00	16	2,406.				2,406.	2,406.		0.	2,406.
54	MDLH - OLD FURNITURE	03/01/96	SL	5.00	16	7,530.				7,530.	7,530.		0.	7,530.
55	MDLH - FURNITURE	02/13/97	SL	5.00	16	4,000.				4,000.	4,000.		0.	4,000.
56	MDLH - FURNITURE	06/30/98	SL	5.00	16	12,017.				12,017.	12,017.		0.	12,017.
57	MDLH - EQUIPMENT	06/09/99	SL	7.00	16	600.				600.	600.		0.	600.

328111 05-01-13

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
58	MDLH - SOFTWARE	12/15/99	SL	3.00		16	327.				327.	327.		0.	327.
59	MDLH - FURNITURE	08/04/99	SL	7.00		16	1,632.				1,632.	1,632.		0.	1,632.
60	MDLH - FURNITURE	06/15/00	SL	7.00		16	11,226.				11,226.	11,226.		0.	11,226.
61	MDLH - FURNITURE	07/01/03	SL	7.00		16	4,629.				4,629.	4,629.		0.	4,629.
62	MDLH - FURNITURE	07/01/04	SL	7.00		16	6,359.				6,359.	6,356.		0.	6,356.
66	FURNITURE	07/15/05	SL	7.00		16	3,541.				3,541.	3,541.		0.	3,541.
67	FURNITURE	06/30/07	SL	7.00		HX17	5,262.				5,262.	4,136.		752.	4,888.
77	MDLH - FURNITURE/RUGS	12/31/13	SL	7.00		16	2,474.				2,474.			0.	
78	30% INTEREST IN MABEL DODGE LUJAN HOUSE	07/23/13	SL	27.50		16	615,000.				615,000.			9,318.	9,318.
	* 990-PF PG 1 TOTAL OTHER						1,771,989.				1,771,989.	707,385.		44,717.	752,102.
	* GRAND TOTAL 990-PF PG 1 DEPR						7,029,889.				7,029,889.	707,385.		44,717.	752,102.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **X**
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously 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	Name of exempt organization or other filer, see instructions. THE ATTIYEH FOUNDATION	Employer identification number (EIN) or 95-4624172
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 210 S CANYON VIEW DR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOS ANGELES, CA 90049-3810	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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 S ATTIYEH

• The books are in the care of **▶ 210 S. CANYON VIEW DRIVE - LOS ANGELES, CA 90049**
 Telephone No. **▶ (310) 394-2610** 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 INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

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	\$	0.
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	\$	0.
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 **▶ *Robert S Attiyeh*** Title **▶ C.P.A.** Date **▶ 8-11-14**