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Return of Private Foundation

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

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

For calendar year 2013 or tax year beginning

, and ending

Name of foundation

WILL J. REID FOUNDATION

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

2801 E. OCEAN BOULEVARD

A Employer identification number

95-6041915

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

LONG BEACH, CA 90803-2521

Room/suite

G Check all that apply

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

► \$ 15,949,652. (Part I, column (d) must be on cash basis.)

B Telephone number

951-658-9493

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	14,762.	14,762.		STATEMENT 1
4	Dividends and interest from securities	130,999.	130,999.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	119,535.			
b	Gross sales price for all assets on line 6a	1,718,612.			
7	Capital gain net income (from Part IV, line 2)		119,535.		
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	-2,652.	-2,652.		
12	Total. Add lines 1 through 11	262,644.	262,644.		STATEMENT 3
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees	STMT 4	4,419.	0.	4,419.
c	Other professional fees				
17	Interest				
18	Taxes	STMT 5	6,481.	2,009.	55.
19	Depreciation and depletion		195.	0.	
20	Occupancy				
21	Travel, conferences, and meetings		5,295.	0.	5,295.
22	Printing and publications				
23	Other expenses	STMT 6	4,796.	0.	3,172.
24	Total operating and administrative expenses. Add lines 13 through 23		21,186.	2,009.	12,941.
25	Contributions, gifts, grants paid		729,681.		729,681.
26	Total expenses and disbursements. Add lines 24 and 25		750,867.	2,009.	742,622.
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements		-488,223.		
b	Net investment income (if negative, enter -0-)		260,635.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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

LHA For Paperwork Reduction Act Notice, see instructions.

SCANNED AUG 27 2014

Revenue
Operating and Administrative ExpensesRECEIVED
10 AUG 9 2014
390 IRS-OG
OGDEN, UT

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			-1.	-1.
	2 Savings and temporary cash investments		4,757,833.	5,248,042.	5,248,042.
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U S and state government obligations	STMT 8			
	b Investments - corporate stock		752,993.	1,225,376.	1,939,129.
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans	STMT 9			
	13 Investments - other		7,555,266.	6,225,330.	8,540,718.
	14 Land, buildings, and equipment basis ►	6,789.			
	Less accumulated depreciation STMT 7 ►	6,229.	755.	560.	560.
	15 Other assets (describe ►	STATEMENT 10)	341,887.	221,204.	221,204.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item 1)		13,408,734.	12,920,511.	15,949,652.
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ►				
Net Assets or Fund Balances	23 Total liabilities (add lines 17 through 22)		0.	0.	
	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		13,408,734.	12,920,511.	
	30 Total net assets or fund balances		13,408,734.	12,920,511.	
	31 Total liabilities and net assets/fund balances		13,408,734.	12,920,511.	

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	13,408,734.
2 Enter amount from Part I, line 27a	2	-488,223.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	12,920,511.
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	12,920,511.

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					
b	SEE ATTACHED STATEMENT				
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					
b					
c					
d					
e	1,718,612.	1,599,077.			119,535.
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					
b					
c					
d					
e					119,535.
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		119,535.
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	927,739.	14,467,907.	.064124
2011	1,038,578.	15,223,449.	.068222
2010	550,121.	14,261,543.	.038574
2009	922,666.	12,729,905.	.072480
2008	1,533,026.	15,908,425.	.096366

2 Total of line 1, column (d)

2 .339766

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 .067953

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

4 15,427,814.

5 Multiply line 4 by line 3

5 1,048,366.

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

6 2,606.

7 Add lines 5 and 6

7 1,050,972.

8 Enter qualifying distributions from Part XII, line 4

8 743,395.

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)	1	5,213.		
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					
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-)					
3 Add lines 1 and 2					
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)					
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-					
6 Credits/Payments					
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 4,200.	6b	6c 1,013.		
b Exempt foreign organizations - tax withheld at source					
c Tax paid with application for extension of time to file (Form 8868)					
d Backup withholding erroneously withheld					
7 Total credits and payments Add lines 6a through 6d					
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached					
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed					
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid					
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ►					
	Refunded ►				
	11				

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
b 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>	1a	X
c Did the foundation file Form 1120-POL for this year?	1b	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ 0. (2) On foundation managers ► \$ _____ 0.	1c	X
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	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>	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a	X
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>	4b	
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?	5	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>	N/A	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CA	6	X
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>	7	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>	8b	X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	9	X
	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► ELIZABETH MOORE WESTBROOK Located at ► 40425 PAGEANT PLACE, HEMET, CA	Telephone no ► 951-658-9493 ZIP+4 ► 92544-8117	
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 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"/> X 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"/> X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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"/> X 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"/> X No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations 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	►
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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> X 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	
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"/> X 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	
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))?
- (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 No

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

N/A

►

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

 Yes No

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

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

 Yes No

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

If "Yes" to 6b, file Form 8870

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

5b

6b

7b

X

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 11		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

Form 990-PF (2013)

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	MISSION COMMUNITY BANK: INTEREST ACCRUED ON ORIGINAL INVESTMENT.	
2	URBAN PARTNERSHIP BANK, FORMERLY SHOREBANK: INTEREST ACCRUED ON ORIGINAL INVESTMENT.	152.
3	All other program-related investments See instructions	621.

Total. Add lines 1 through 3 ►

773.

Form 990-PF (2013)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	10,950,583.
b	Average of monthly cash balances	1b	4,712,172.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	15,662,755.
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	15,662,755.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	234,941.
5	Net value of noncharitable-use assets . Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,427,814.
6	Minimum investment return . Enter 5% of line 5	6	771,391.

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	771,391.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,213.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,213.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	766,178.
4	Recoveries of amounts treated as qualifying distributions	4	121,455.
5	Add lines 3 and 4	5	887,633.
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	887,633.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	742,622.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	773.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	743,395.
b	Cash distribution test (attach the required schedule)	5	0.
4	Qualifying distributions . Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	743,395.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b		
6	Adjusted qualifying distributions Subtract line 5 from line 4		

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 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				887,633.
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	746,207.			
b From 2009	282,654.			
c From 2010				
d From 2011	172,737.			
e From 2012	144,191.			
f Total of lines 3a through e	1,345,789.			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$	743,395.			
a Applied to 2012, but not more than line 2a			0.	
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	0.			743,395.
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))	144,238.			144,238.
6 Enter the net total of each column as indicated below	1,201,551.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 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	601,969.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	599,582.			
10 Analysis of line 9				
a Excess from 2009	282,654.			
b Excess from 2010				
c Excess from 2011	172,737.			
d Excess from 2012	144,191.			
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)				
<i>a Paid during the year</i>				
SEE SCHEDULE ATTACHED	N/A			729,681.
Total				► 3a 729,681.
<i>b Approved for future payment</i>				
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	14,762.
4 Dividends and interest from securities				14	130,999.
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				14	-2,652.
8 Gain or (loss) from sales of assets other than inventory				18	119,535.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		262,644.	0.
13 Total Add line 12, columns (b), (d), and (e)				13	262,644.
(See worksheet in line 13 instructions to verify calculations)					

Relationship of Activities to the Accomplishment of Exempt Purposes

WILL J. REID FOUNDATION

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 COMMONFUND CAPITAL PARTNERS IV		P	VARIOUS	VARIOUS
b WELLCARE SECURITIES LITIGATION		P	VARIOUS	VARIOUS
c FEIHE INTL INC		P	02/04/13	07/01/13
d E-TRADE ACTIVITY - SEE ATTACHED		P	VARIOUS	VARIOUS
e E-TRADE ACTIVITY - SEE ATTACHED		P	VARIOUS	VARIOUS
f TD AMERITRADE ACTIVITY - SEE ATTACHED		P	VARIOUS	VARIOUS
g TD AMERITRADE ACTIVITY - SEE ATTACHED		P	VARIOUS	VARIOUS
h CAPITAL GAINS DIVIDENDS				
i				
j				
k				
l				
m				
n				
o				
(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 10,325.			10,325.	
b 12,101.			12,101.	
c 7,400.		6,881.	519.	
d 36,645.			36,645.	
e 356,385.		387,163.	-30,778.	
f 95.		88.	7.	
g 1,293,144.		1,204,945.	88,199.	
h 2,517.			2,517.	
i				
j				
k				
l				
m				
n				
o				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")	
(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			10,325.	
b			12,101.	
c			519.	
d			36,645.	
e			-30,778.	
f			7.	
g			88,199.	
h			2,517.	
i				
j				
k				
l				
m				
n				
o				
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	119,535.
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

WILL J REID FOUNDATION
SCHEDULE FOR FORM 990PF
SUMMARY OF ASSETS
DECEMBER 31, 2013

WILL J REID FOUNDATION
SCHEDULE FOR FORM 990PF
SUMMARY OF ASSETS
DECEMBER 31, 2013

WILL J REID FOUNDATION
 SCHEDULE FOR FORM 990PF
 SUMMARY OF ASSETS
 DECEMBER 31, 2013

	Cash	Money market fund	Fixed Income Cost	Fixed Income Mkt Value	Stocks Cost	Stocks Mkt Value	Other Cost	Other Mkt Value
Ishares S&P Latin American 40 Index							188,220	185,200
Ishares Msci Eafe Index Fund							407,181	536,760
Ishares Msci Emerging Mkts							54,260	62,693
Lindsay Corporation Com								
Louisiana Pac Corp Com								
Powershares Qqq								
Standard & Poors Midcap 400								
Mutual Funds								
Forum Funds Merk Hard Currency								
Td Asset Mgmt Tdam Money Mkt Premium								
Office equipment - net								
Totals	<u>2,794,496</u>	<u>2,661,097</u>	<u>307,127</u>	<u>304,444</u>	<u>1,225,376</u>	<u>1,939,129</u>	<u>5,931,856</u>	<u>8,249,927</u>
Total Cost								
Total Market Value								
	<u>12,919,952</u>							
		<u>15,949,093</u>						

WILL J. REID FOUNDATION
 ATTACHMENT TO FORM 990PF
 E-TRADE STOCK SALES FOR THE YEAR ENDED 12-31-13

<u>Account</u>	<u>Security</u>	<u>Shares</u>	<u>Date Bought</u>	<u>Date Sold</u>	<u>Gross Proceeds</u>	<u>Basis</u>	<u>Gain/Loss</u>
SHORT TERM							
E-Trade	PUT WLK Westlake Chemical Corp	48	3/19/2013	3/5/2013	\$ 4,657	\$ -	\$ 4,657
E-Trade	PUT WLK Westlake Chemical Corp	52	3/19/2013	3/5/2013	5,004	\$ -	5,004
E-Trade	PUT NFLX Netflix Com Inc.	1	9/23/2013	3/28/2013	2,354	\$ -	2,354
E-Trade	PUT NFLX Netflix Com Inc.	3	9/23/2013	3/28/2013	7,053	\$ -	7,053
E-Trade	PUT NFLX Netflix Com Inc.	7	9/23/2013	3/28/2013	16,479	\$ -	16,479
E-Trade	CALL FXC Currencyshares CDN DLR	5	9/23/2013	5/2/2013	336	\$ -	336
E-Trade	CALL Currencyshares FXF Swiss Franc	5	9/23/2013	5/2/2013	761	\$ -	761
					<u>36,645</u>	<u>\$ -</u>	<u>36,645</u>
LONG TERM							
E-Trade	Currency Shares BRIT Pound	493	12/14/2007	6/11/2013	75,610	99,916	(24,306)
E-Trade	Currency Shares EURO Trust	683	12/13/2007	6/11/2013	88,867	100,035	(11,168)
E-Trade	Currency Shares Swedish KRONA	100	12-11-074	6/17/2013	15,325	15,595	(270)
E-Trade	Currency Shares Swedish KRONA	542	12/11/2007	6/18/2013	83,104	84,522	(1,418)
E-Trade	Eastern Svgs BK Hunt	20,000	8/27/2010	9/9/2013	20,000	21,588	(1,588)
E-Trade	Currency Shares SWISS Franc	500	12/11/2007	9/25/2013	53,479	43,954	9,525
E-Trade	Capmark BK Midvale UTAH	20,000	8/26/2010	10/22/2013	20,000	<u>21,552</u>	<u>(1,552)</u>
					<u>356,385</u>	<u>387,163</u>	<u>(30,778)</u>
TOTAL					<u>\$ 393,030</u>	<u>\$ 387,163</u>	<u>\$ 5,867</u>

WILL J. REID FOUNDATION
 ATTACHMENT TO FORM 990PF
 TD AMERITRADE STOCK SALES FOR THE YEAR ENDED 12-31-13

Account	Security	Shares	Date Bought	Date Sold	Gross Proceeds	Basis	Gain/Loss
SHORT TERM							
TD	Oppenheimer Quest Intl	5.77	12/18/2012	3/20/2013	\$ 95	\$ 88	\$ 8
LONG TERM							
TD	Ishares MSCI Australia ETF	1,500.00	8/3/2007	5/30/2013	37,684	40,270	(2,586)
TD	Ishares MSCI Brazil Capped ETF	1,000.00	8/3/2007	5/30/2013	52,589	61,789	(9,200)
TD	Ishares MSCI Pacific Ex Japan ETF	4,500.00	8/3/2007	9/9/2013	209,191	208,844	347
TD	Ishares MSCI Sweden ETF	2,500.00	5/10/2007	5/30/2013	84,217	81,500	2,717
TD	Ishares MSCI South Africa ETF	700.00	5/24/2007	5/30/2013	41,906	45,135	(3,229)
TD	Ishares MSCI South Africa ETF	2,631.00	10/20/2008	5/30/2013	157,507	138,136	19,371
TD	Ishares MSCI South Africa ETF	3,369.00	10/20/2008	5/31/2013	201,352	181,099	20,253
TD	Oppenheimer Quest Intl	506.07	4/23/2007	3/20/2013	8,365	14,343	(5,977)
TD	Amex SPDR Trust Materials Select	3,600.00	8/6/2007	4/11/2013	141,899	136,820	5,079
TD	Amex SPDR Trust Energy Select	1,100.00	8/1/2007	7/8/2013	88,704	75,969	12,735
TD	Amex SPDR Trust Industrial Select	1,800.00	8/6/2007	7/9/2013	79,243	70,210	9,033
TD	Amex SPDR Trust Technology Select	6,000.00	8/6/2007	7/11/2013	190,487	150,830	39,657
					1,293,144	1,204,945	88,199
TOTAL					\$ 1,293,240	\$ 1,205,033	\$ 88,207

WILL J. REID FOUNDATION
SCHEDULE OF CHARITABLE DISTRIBUTIONS FOR FORM 990PF
FOR THE YEAR ENDED 12-31-13

Name	Address	Foundation Status	Purpose	Amount
Hawaii Public Radio	Honolulu, HI 96814	Public Charity	For second radio station	\$ 10,000
Laubach Literacy Council Of San Diego	Escondido, CA 92025	Public Charity	Matching funds for Community Outreach	10,000
Camp Fire USA, Long Beach Area Council	Long Beach, CA 90808	Public Charity	WRAP Program	40,000
University Of Redlands	Redlands, CA 92373-0999	Public Charity	Juvenile Court School - REACH Liason	10,500
YMCA of the East Valley	Redlands, CA 92373	Public Charity	New Swimming Pool Fund	20,000
Camp Fire USA, Long Beach Area Council	Long Beach, CA 90808	Public Charity	Camp Shiwaka Earth Shelter Bldg	100,000
The Mentor's Way	Garden Grove, CA 92844	Public Charity	Hemet & San Jacinto Schools	20,000
Occidental College	Los Angeles, CA 90041-3314	Public Charity	Virginia Reid Moore Scholarship - Summer Research	7,500
Hawaiian Academy	Kailua-Kona, HI 96740	Public Charity	Operating support	20,000
Thacher School	Ojai, CA 93023	Public Charity	Environmental Action Committee - bio-diesel cart	10,000
Long Beach Area Boy Scouts	Long Beach, CA 90807-0338	Public Charity	Unrestricted grant	10,000
Algoma Marine Research Institute	Long Beach, CA 90803	Public Charity	Unrestricted grant	50,000
Long Beach Organic, Inc	Long Beach, CA 90803	Public Charity	Unrestricted grant	30,000
Centro Shalom	Long Beach, CA 90813-4501	Public Charity	Unrestricted grant	5,000
Cabrillo Marine Aquarium	San Pedro, CA 90731	Public Charity	Virginia Reid Moore Research Library	8,000
University Of Redlands	Redlands, CA 92373-0999	Public Charity	Unrestricted grant	45,000
A K. Smiley Public Library	Redlands, CA 92373	Public Charity	Redlands City Archivist Endowment	40,000
YMCA of the East Valley	Redlands, CA 92373	Public Charity	Unrestricted grant	10,000
Camp Fire USA, Long Beach Area Council	Long Beach, CA 90808	Public Charity	Unrestricted grant	40,000
University Of Redlands	Redlands, CA 92373-0999	Public Charity	Unrestricted grant	10,500
Institute for the Study of Human Knowledge	Los Altos, CA 94022	Public Charity	Unrestricted grant	45,000
Long Beach Public Library Foundation	Long Beach, CA 90822	Public Charity	Unrestricted grant	15,000
Long Beach BLAST	Long Beach, CA 90813	Public Charity	Will J Reid High School Program	50,000
Hanakau Youth Foundation	Honokaa, HI 96727	Public Charity	Operating Support	2,500
Long Beach Symphony Orchestra	Long Beach, CA 90803	Public Charity	Unrestricted grant	10,000
University Of Redlands	Redlands, CA 92373-0999	Public Charity	refund, replaced Cks #1069 & 1070	-8,000
SBCSS	Colton, CA 92324	Public Charity	Unrestricted grant	6,000
Pacific News Service	San Francisco, CA 94103-6800	Public Charity	The Beat Within	2,000
Dramatic Results	Signal Hill, CA 90755	Public Charity	Unrestricted grant	2,000
The Mentor's Way	Garden Grove, CA 92844	Public Charity	San Jacinto Valley HS Mentors	40,000
Camp Fire USA, Long Beach Area Council	Long Beach, CA 90808	Public Charity	Unrestricted grant	1,000
Thacher School	Ojai, CA 93023	Public Charity	Unrestricted grant	1,000
Camp Fire USA, Long Beach Area Council	Long Beach, CA 90808	Public Charity	Unrestricted grant	1,000
Long Beach Community Foundation	Long Beach, CA 90801	Public Charity	Operational Support	10,000
The Mentor's Way	Garden Grove, CA 92844	Public Charity	2 1 match for stock donation rec'd 12-12-12	9,681
Na Wai Ola	Mountain View, HI 96771	Public Charity	Various construction projects	15,000
Akala'ula School	Kaunakakai, HI 96748	Public Charity	Capital Campaign Support	10,000
Ka'ahuhu 'o ka Nanelehele	Kamuela, HI 94743	Public Charity	Drylands Forest Symposium Speaker Support	1,000
The Mentor's Way	Garden Grove, CA 92844	Public Charity	San Jacinto Valley HS Mentors	20,000
				\$ 729,681

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BANK OF AMERICA	1.	1.	
E-TRADE	13,406.	13,406.	
MISSION COMMUNITY BANK	152.	152.	
TD AMERITRADE	582.	582.	
URBAN PARTNERSHIP BANK, FORMERLY SHOREBANK	621.	621.	
TOTAL TO PART I, LINE 3	14,762.	14,762.	

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
E TRADE	39,425.	0.	39,425.	39,425.	
TD AMERITRADE	90,719.	2,517.	88,202.	88,202.	
VANGUARD	3,372.	0.	3,372.	3,372.	
TO PART I, LINE 4	133,516.	2,517.	130,999.	130,999.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
COMMONFUND CAPITAL PARTNERS IV	-2,652.	-2,652.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,652.	-2,652.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,338.	0.		4,338.
LEGAL FEES	81.	0.		81.
TO FORM 990-PF, PG 1, LN 16B	4,419.	0.		4,419.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX PAID	2,009.	2,009.		0.
STATE FILING FEES	55.	0.		55.
FEDERAL EXCISE TAXES	4,417.	0.		0.
TO FORM 990-PF, PG 1, LN 18	6,481.	2,009.		55.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE SUPPLIES AND EXPENSES	1,624.	0.		0.
EDUCATION OF TRUSTEES	3,172.	0.		3,172.
TO FORM 990-PF, PG 1, LN 23	4,796.	0.		3,172.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
COMPUTER	670.	670.	0.	0.
COMPUTER	2,170.	2,170.	0.	0.
COMPUTER	2,975.	2,975.	0.	0.
TOSHIBA LAPTOP	974.	414.	560.	560.
TO 990-PF, PART II, LN 14	6,789.	6,229.	560.	560.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	1,225,376.	1,939,129.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,225,376.	1,939,129.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	COST	5,918,203.	8,236,274.
SEE ATTACHED SCHEDULE	COST	307,127.	304,444.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,225,330.	8,540,718.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE ATTACHED	341,887.	221,204.	221,204.
TO FORM 990-PF, PART II, LINE 15	341,887.	221,204.	221,204.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
E M WESTBROOK 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	PRESIDENT/TREASURER 20.00	0.	0.	0.
C R MOORE 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	SECRETARY 4.00	0.	0.	0.
C G BURGESS 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	VICE-PRESIDENT 4.00	0.	0.	0.
W J HANCOCK 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	VICE-PRESIDENT 8.00	0.	0.	0.
W R MOORE 2801 E. OCEAN BOULEVARD LONG BEACH, CA 90803	DIRECTOR 4.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER	032207SL	5.00	17		670.			670.	670.		0.
2	COMPUTER	093007SL	5.00	17		2,170.			2,170.	2,170.		0.
3	COMPUTER	122207SL	5.00	17		2,975.			2,975.	2,975.		0.
4	TOSHIBA LAPTOP	111011SL	5.00	17		974.			974.	219.		195.
	* TOTAL 990-PF PG	1				6,789.		0.	6,789.	6,034.	0.	195.
	DEPR											

- 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. WILL J. REID FOUNDATION	Employer identification number (EIN) or 95-6041915
	Number, street, and room or suite no. If a P.O. box, see instructions. 2801 E. OCEAN BOULEVARD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LONG BEACH, CA 90803-2521	

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.

ELIZABETH MOORE WESTBROOK

- The books are in the care of ► **40425 PAGEANT PLACE – HEMET, CA 92544-8117**

Telephone No. ► **951-658-9493**

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

ADDITIONAL TIME IS NEEDED TO PREPARE A COMPLETE AND ACCURATE TAX RETURN.

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	\$ 5,213.
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	\$ 4,200.
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	\$ 1,013.

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 ► **CPA**

Date ►

Form 8868 (Rev. 1-2014)