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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

2013

Open to Public Inspection

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

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

Department of the Treasury
Internal Revenue Service

For calendar year 2013, or tax year beginning 10-01-2013, and ending 09-30-2014

Name of foundation BOUDJAKDJI FOUNDATION		A Employer identification number 95-4664672						
Number and street (or P O box number if mail is not delivered to street address) Room/suite 3029 WILSHIRE BLVD NO 200		B Telephone number (see instructions) (310) 828-7547						
City or town, state or province, country, and ZIP or foreign postal code SANTA MONICA, CA 90403		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table style="display: inline-table; vertical-align: top;"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,150,148	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

	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) (see instructions))	(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 (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	12,000	12,000		
	4 Dividends and interest from securities	42,655	42,655		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	6,932			
	b Gross sales price for all assets on line 6a 73,719				
	7 Capital gain net income (from Part IV, line 2)			6,932	
	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) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		61,587	61,587		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	4,744	1,630		3,114
	c Other professional fees (attach schedule)	11,861	11,861		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	572	0		50
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	46	0		46
	24 Total operating and administrative expenses. Add lines 13 through 23	17,223	13,491		3,210
	25 Contributions, gifts, grants paid	105,000			105,000
26 Total expenses and disbursements. Add lines 24 and 25	122,223	13,491		108,210	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-60,636				
b Net investment income (if negative, enter -0-)		48,096			
c Adjusted net income (if negative, enter -0-)					

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	5,098	5,914	5,914	
	2 Savings and temporary cash investments	4,953	3,280	3,280	
	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 (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ▶ _____ 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 (attach schedule)				
	b Investments—corporate stock (attach schedule)	464,857 <input checked="" type="checkbox"/>	451,889	798,598	
	c Investments—corporate bonds (attach schedule).	200,276 <input checked="" type="checkbox"/>	200,276	205,469	
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)	861,309 <input checked="" type="checkbox"/>	814,498	1,136,887	
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,536,493	1,475,857	2,150,148		
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 (attach schedule)				
	22 Other liabilities (describe ▶ _____)	<input checked="" type="checkbox"/> 50	<input checked="" type="checkbox"/> 50		
23 Total liabilities (add lines 17 through 22)	50	50			
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	1,536,443	1,475,807		
30 Total net assets or fund balances (see page 17 of the instructions)	1,536,443	1,475,807			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,536,493	1,475,857			

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	1,536,443
2	Enter amount from Part I, line 27a	2	-60,636
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	1,475,807
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	1,475,807

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	See Additional Data Table			
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	See Additional Data Table		
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table		
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	6,932
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) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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 page 18 of 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	100,753	1,946,547	0.051760
2011	86,195	1,712,813	0.050324
2010	85,628	1,737,984	0.049269
2009	79,846	1,599,213	0.049928
2008	64,364	1,359,222	0.047354

2	Total of line 1, column (d).	2	0.248635
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	0.049727
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,152,193
5	Multiply line 4 by line 3.	5	107,022
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	481
7	Add lines 5 and 6.	7	107,503
8	Enter qualifying distributions from Part XII, line 4.	8	108,210

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 page 18 of the instructions)

Table with 11 main rows and sub-rows (a-e) for credits. Includes columns for line numbers and amounts. Total tax due is 119, with 119 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows (1a-10) regarding foundation activities. Columns include question text, Yes/No boxes, and a third empty column.

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 No
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 No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 Yes
Website address N/A
14 The books are in care of ROBERT H GIVEN Telephone no (310) 828-7547
Located at 3029 WILSHIRE BLVD 200 SANTA MONICA CA ZIP+4 90403
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
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? 16 Yes No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country

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.
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? Yes No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes 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)? Yes 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). Yes 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 page 20 of the instructions)? 1b No
Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? 1c No
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? Yes No
If "Yes," list the years 20, 20, 20, 20
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 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes 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 No
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 No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? 5b</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b</p>	
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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 (see instructions).

(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 Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). 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 (see instructions). 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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
Total. Add lines 1 through 3	▶

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	2,161,897
b	Average of monthly cash balances.	1b	23,071
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,184,968
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	2,184,968
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	32,775
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,152,193
6	Minimum investment return. Enter 5% of line 5.	6	107,610

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	107,610
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	481
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	481
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	107,129
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	107,129
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	107,129

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	108,210
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	108,210
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 (see instructions).	5	481
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	107,729

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				107,129
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			0	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.	723			
c From 2010.	185			
d From 2011.	1,452			
e From 2012.	4,584			
f Total of lines 3a through e.	6,944			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>108,210</u>				
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.				107,129
e Remaining amount distributed out of corpus	1,081			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,025			
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 instructions			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) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	8,025			
10 Analysis of line 9				
a Excess from 2009.	723			
b Excess from 2010.	185			
c Excess from 2011.	1,452			
d Excess from 2012.	4,584			
e Excess from 2013.	1,081			

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

1a 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.

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

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

Part XV Supplementary Information (Complete this part only if the organization 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 Additional Data Table

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

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 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 <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 105,000
b <i>Approved for future payment</i>				
Total				▶ 3b 0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
421SHS GENERAL ELECTRIC	P	1998-11-20	2014-09-17
2838 2210SHS PIMCO TOTAL RETURN CL D	P	2002-02-19	2014-09-16
1888 5740SHS PIMCO TOTAL RETURN CL D	P	2002-03-07	2014-09-16
36 497SHS PIMCO TOTAL RETURN CL D	P	2002-12-30	2014-09-16
17 168SHS PIMCO TOTAL RETURN CL D	P	2006-12-13	2014-09-16
30 614SHS PIMCO TOTAL RETURN CL D	P	2007-12-12	2014-09-16
239 305SHS PIMCO TOTAL RETURN CL D	P	2008-12-10	2014-09-16
51 506SHS PIMCO TOTAL RETURN CL D	P	2009-12-09	2014-09-16
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,048		12,968	-1,920
30,908		30,000	908
20,567		20,000	567
397		384	13
187		180	7
333		325	8
2,606		2,369	237
561		561	0
7,112			7,112

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-1,920
			908
			567
			13
			7
			8
			237
			0
			7,112

Form 990PF Part VIII Line 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
RAOUF BOUDJAKDJI 3029 WILSHIRE BLVD 200 SANTA MONICA, CA 90403	PRESIDENT 0 20	0	0	0
CHERIF BOUDJAKDJI 3029 WILSHIRE BLVD 200 SANTA MONICA, CA 90403	VICE-PRESIDENT 0 10	0	0	0
SAMIA STAEHLE 3029 WILSHIRE BLVD 200 SANTA MONICA, CA 90403	VICE-PRESIDENT 0 10	0	0	0
ANISSA BALSON 3029 WILSHIRE BLVD 200 SANTA MONICA, CA 90403	VICE-PRESIDENT 0 10	0	0	0
EDDY JO BERNAL 3029 WILSHIRE BLVD 200 SANTA MONICA, CA 90403	SECRETARY 0 30	0	0	0
ROBERT H GIVEN 3029 WILSHIRE BLVD 200 SANTA MONICA, CA 90403	TREASURER 0 10	0	0	0

Form 990PF Part XV Line 1a - 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).

CHERIF BOUDJAKDJI
SAMIA STAEHLE

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
ALZHEIMER'S ASSOC 225 N MICHIGAN AVE FL 17 CHICAGO,IL 606017633		PUBLIC	RESEARCH	2,000
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET ATLANTA,GA 30303		PUBLIC	RESEARCH	3,000
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS,TX 75231		PUBLIC	MEDICAL	2,000
AMERICAN RED CROSS PO BOX 37243 WASHINGTON,DC 20013		PUBLIC	MEDICAL	3,000
ARTHRITIS FOUNDATION 4311 WILSHIRE BLVD STE 530 LOS ANGELES,CA 900103775		PUBLIC	RESEARCH	3,000
CALIFORNIA ONCOLOGY RESEARCH INSTITUTE 1158 26TH STREET 106 SANTA MONICA,CA 90403		PUBLIC	RESEARCH	4,000
CASCADES-SISKIYOU NATIONAL MONUMENT 3040 BIDDLE ROAD MEDFORD,OR 97504		PUBLIC	EDUCATIONAL/ENVIRONMENTAL	1,000
CEDARS-SINAI MEDICAL CENTER 8700 BEVERLY BLVD STE 2416 LOS ANGELES,CA 90048		PUBLIC	MEDICAL	3,000
CHILDRENS HOSPITAL - LA 4650 SUNSET BLVD MAIL STOP 29 LOS ANGELES,CA 90027		PUBLIC	RESEARCH	5,000
DOCTORS WITHOUT BORDERS 333 SEVENTH AVE FL 2 NEW YORK,NY 100015004		PUBLIC	SOCIAL SERVICE	4,000
HABITAT FOR HUMANITY INC 121 HABITAT ST AMERICUS,GA 317093498		PUBLIC	COMMUNITY SERVICE	3,000
JOHN WAYNE CANCER INST 2200 SANTA MONICA BLVD SANTA MONICA,CA 90404		PUBLIC	RESEARCH	7,000
LIBRARY FOUNDATION 630 W FIFTH ST LOS ANGELES,CA 90071		PUBLIC	EDUCATIONAL	15,000
LOS ANGELES COUNTY ART MUSEUM 5905 WILSHIRE BLVD LOS ANGELES,CA 90036		PUBLIC	ART	5,000
MARYMOUNT HIGH SCHOOL 10643 SUNSET BLVD LOS ANGELES,CA 90077		PUBLIC	EDUCATIONAL	5,000
Total				105,000

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
MC CLOUD HEALTHCARE CLINIC INC PO BOX 1143 MC CLOUD, CA 96057		PUBLIC	MEDICAL	4,000
NATURAL HISTORY MUSEUM 900 EXPOSITION BLVD LOS ANGELES, CA 90007		PUBLIC	MUSEUM PROGRAMS	5,000
NATUREBRIDGE 28 GEARY ST STE 650 SAN FRANCISCO, CA 94108		PUBLIC	EDUCATIONAL	2,000
ST JOHN'S HEALTH CENTER 1328 TWENTY SECOND ST SANTA MONICA, CA 904042091		PUBLIC	MEDICAL	25,000
UNICEF 333 EAST 38TH ST NEW YORK, NY 10016		PUBLIC	COMMUNITY SERVICE	4,000
Total				105,000

TY 2013 Accounting Fees Schedule

Name: BOUDJAKDJI FOUNDATION

EIN: 95-4664672

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	4,744	1,630		3,114

TY 2013 General Explanation Attachment

Name: BOUDJAKDJI FOUNDATION

EIN: 95-4664672

Identifier	Return Reference	Explanation
REPORTABLE SERVICES PROVIDED TO THE FOUNDATION	FORM 990PF PART VIII PAGE 6, LINE 1	FORM 990PF PART VIII, PAGE 6, LINE 1 REPORTABLE SERVICES PROVIDED TO THE FOUNDATION THE FOUNDATION PAID GIVEN & COMPANY, AN ACCOUNTANCY CORPORATION, THE SUM OF \$4,744 FOR VARIOUS MANAGEMENT SERVICES PROFORMED BY ITS EMPLOYEES THESE SERVICES INCLUDED TAX PREPARATION, BOOKKEEPING, FINANCIAL SERVICES AND GENERAL FOUNDATION MANAGEMENT ROBERT GIVEN, AN OFFICER AND DIRECTOR OF THE FOUNDATION, IS AN EMPLOYEE OF GIVEN & COMPANY AND AS AN EMPLOYEE RECEIVED COMPENSATION FOR HIS SERVICES ON FOUNDATION MATTERS THE FOUNDATION PAID BALSON CAPITAL MANAGEMENT, A REGISTERED INVESTMENT ADVISOR, THE SUM OF \$11,861 FOR INVESTMENT SERVICES THESE SERVICES INCLUDED MANAGEMENT OF FOUNDATION FUNDS PAUL BALSON, THE PRINCIPAL OF BALSON CAPITAL MANAGEMENT, IS THE SPOUSE OF A FOUNDATION DIRECTOR NO COMPENSATION WAS PAID BY THE FOUNDATION TO ITS OFFICERS OR DIRECTORS

**TY 2013 Investments Corporate
Bonds Schedule**

Name: BOUDJAKDJI FOUNDATION

EIN: 95-4664672

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BANK OF AMERICA CORP 5.25%	100,534	104,719
ALLY FINANCIAL INC 6.75%	99,742	100,750

**TY 2013 Investments Corporate
Stock Schedule****Name:** BOUDJAKDJI FOUNDATION**EIN:** 95-4664672

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DISNEY WALT CO	41,990	134,873
EXXONMOBIL CORP	28,951	76,305
GENERAL ELECTRIC	34,022	28,198
PEPSICO INC	31,689	65,540
PFIZER INC	53,362	62,843
AT&T INC COM	43,356	35,268
SCHLUMBERGER LTD	10,136	44,744
VERIZON COMMUNICATIONS	44,764	46,128
WALMART STORES INC	18,537	38,526
WELLS FARGO & CO NEW	39,709	104,627
PLUM CREEK TIMBER CO INC	22,628	23,406
BERKSHIRE HATHAWAY INC DEL CL B	82,745	138,140

TY 2013 Investments - Other Schedule**Name:** BOUDJAKDJI FOUNDATION**EIN:** 95-4664672

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SPDR DOW JONES INDUST AV	AT COST	32,305	68,028
ISHARES COHEN & STEERS	AT COST	32,400	67,576
ISHARES IBOXX \$	AT COST	37,562	41,377
ISHARES MSCI EAFE INDEX FD	AT COST	22,267	38,472
ISHARES TR RUSSELL 2000 INDEX FD	AT COST	36,019	87,829
POWERSHARES QQQ TR UNIT SER 1	AT COST	23,125	59,274
LONGLEAF INTERNATIONAL	AT COST	47,901	57,144
PIMCO HIGH YIELD ADMINISTRATIVE	AT COST	40,642	48,034
PIMCO TOTAL RETURN CL D	AT COST	0	0
ISHARES SELECT	AT COST	57,855	68,690
FAIRHOLME FUND	AT COST	43,189	52,041
POWERSHARES ETF DIVIDEND	AT COST	18,214	41,700
ISHARE US UTILITIES	AT COST	26,239	31,581
ISHARES MSCI EMERGING	AT COST	20,037	16,624
SPDR S P DIVID ETF	AT COST	53,261	65,198
VANGUARD DIVIDEND	AT COST	54,712	66,177
WINTERGREEN FUND	AT COST	22,634	27,377
ROYCE PREMIER FD	AT COST	28,546	28,950
POWERSHARES ETF FTSE	AT COST	27,717	35,168
POWERSHARES EXCHANGE	AT COST	28,355	31,473
SPDR S&P 500 ETF TRUST	AT COST	53,835	68,957
VANGUARD MID-CAP ETF	AT COST	54,833	70,386
VANGUARD SMALL CAP VALUE	AT COST	52,850	64,831

TY 2013 Other Expenses Schedule

Name: BOUDJAKDJI FOUNDATION

EIN: 95-4664672

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SECRETARY OF STATE	20	0		20
BANK CHARGES	26	0		26

TY 2013 Other Liabilities Schedule

Name: BOUDJAKDJI FOUNDATION

EIN: 95-4664672

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYABLE - TRUSTEE	50	50

TY 2013 Other Professional Fees Schedule

Name: BOUDJAKDJI FOUNDATION

EIN: 95-4664672

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT EXPENSES	11,861	11,861		0

TY 2013 Taxes Schedule

Name: BOUDJAKDJI FOUNDATION

EIN: 95-4664672

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FRANCHISE TAX BOARD	10	0		0
UNITED STATES TREASURY	512	0		0
REGISTRY OF CHARITY	50	0		50