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OMB No 1545-0052

Form **990-PF****Return of Private Foundation**

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

Do not enter Social Security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.**2013**
Open to Public Inspection

For calendar year 2013 or tax year beginning

12/01, 2013, and ending

11/30, 2014

Name of foundation ADOBE FOUNDATION		A Employer identification number 26-0233808
Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (800) 839-1754
FOUNDATION SOURCE 501 SILVERSIDE RD 123		
City or town, state or province, country, and ZIP or foreign postal code WILMINGTON, DE 19809-1377		C If exemption application is pending, check here ☐
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation		D 1 Foreign organizations, check here ☐
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		2 Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 25,143,027.		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
J Accounting method ☒ Cash ☐ Accrual		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
☐ Other (specify) _____		
(Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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 (attach schedule)		10,500,000.			
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		11,601.	11,601.		
4 Dividends and interest from securities					
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
b Gross sales price for all assets on line 6a					
7 Capital gain (net income) (from Part IV, line 2)			0		
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		10,511,601.	11,601.		
13 Compensation of officers, directors, trustees, etc.		0			
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule) ATCH 1		16,205.			16,205.
b Accounting fees (attach schedule) ATCH 2		35,126.			35,126.
c Other professional fees (attach schedule) *		2,742,030.			2,742,030.
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 4		300.			
19 Depreciation (attach schedule) and depletion		67,412.			
20 Occupancy					
21 Travel, conferences, and meetings		49,289.			49,289.
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5		1,130,201.	913.		1,129,288.
24 Total operating and administrative expenses. Add lines 13 through 23		4,040,563.	913.		3,971,938.
25 Contributions, gifts, grants paid		6,453,370.			6,453,370.
26 Total expenses and disbursements. Add lines 24 and 25		10,493,933.	913.	0	10,425,308.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		17,668.			
b Net investment income (if negative, enter -0-)			10,688.		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		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	25,019,059.	25,053,131.	25,053,131.	
	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		51,008.	51,008.	
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule)				
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis ▶	203,158.				
	Less accumulated depreciation (attach schedule) ▶	164,270.	106,300.	38,888.	ATCH 6 38,888.	
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	25,125,359.	25,143,027.	25,143,027.		
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 ▶)				
23	Total liabilities (add lines 17 through 22)	0	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	25,125,359.	25,143,027.		
	30	Total net assets or fund balances (see instructions)	25,125,359.	25,143,027.		
	31	Total liabilities and net assets/fund balances (see instructions)	25,125,359.	25,143,027.		

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	25,125,359.
2	Enter amount from Part I, line 27a	2	17,668.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	25,143,027.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	25,143,027.

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					
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					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) 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					
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		
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 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	8,736,377.	24,222,747.	0.360668
2011	12,085,747.	20,633,237.	0.585742
2010	11,195,857.	24,001,202.	0.466471
2009	9,639,629.	24,725,858.	0.389860
2008	8,122,120.	21,479,253.	0.378138
2 Total of line 1, column (d)			2.180879
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			0.436176
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			21,029,026.
5 Multiply line 4 by line 3			9,172,356.
6 Enter 1% of net investment income (1% of Part I, line 27b)			107.
7 Add lines 5 and 6			9,172,463.
8 Enter qualifying distributions from Part XII, line 4			10,425,308.

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ 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 ☒ and enter 1% of Part I, line 27b		1	107.
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	
3 Add lines 1 and 2		3	107.
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	107.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	397.	
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	397.	
8 Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	290.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax ☒ 290. Refunded ☐	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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		X
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		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
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? If "Yes," attach a conformed copy of the changes		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? ☒ ATCH 7	X	
If "Yes," attach the statement required by General Instruction T		
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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CA, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	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)? If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ☐ N/A				
14	The books are in care of ☐ FOUNDATION SOURCE Telephone no ☐ 800-839-1754			
Located at ☐ 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ☐ 19809-1377				
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 the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ☐				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? ☐ 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 instructions)?	1b	X
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	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? ☐ Yes ☒ 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)	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? ☐ 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	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)? (see instructions) ☐ 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)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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? ☐ **6b** X

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? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (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
ATCH 9		0	0	0

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 ☐

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
ATCH 10		1,743,327.
Total number of others receiving over \$50,000 for professional services ▶		

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 SEE ATTACHMENT	
	3,018,288.
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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	
b	Average of monthly cash balances	1b	21,349,125.
c	Fair market value of all other assets (see instructions)	1c	140.
d	Total (add lines 1a, b, and c)	1d	21,349,265.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	21,349,265.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	320,239.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	21,029,026.
6	Minimum investment return. Enter 5% of line 5	6	1,051,451.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,051,451.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	107.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	107.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,051,344.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,051,344.
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	1,051,344.

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	10,425,308.
b	Program-related investments - total from Part IX-B	1b	
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	10,425,308.
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	107.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	10,425,201.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,051,344.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 <u>11</u> , 20 <u>10</u> , 20 <u>09</u>				
3 Excess distributions carryover, if any, to 2013				
a From 2008 7,048,165.				
b From 2009 8,403,683.				
c From 2010 9,996,147.				
d From 2011 11,054,399.				
e From 2012 7,525,611.				
f Total of lines 3a through e	44,028,005.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>10,425,308.</u>				
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				1,051,344.
e Remaining amount distributed out of corpus	9,373,964.			
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	53,401,969.			
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 instructions				
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) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	7,048,165.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	46,353,804.			
10 Analysis of line 9				
a Excess from 2009 8,403,683.				
b Excess from 2010 9,996,147.				
c Excess from 2011 11,054,399.				
d Excess from 2012 7,525,611.				
e Excess from 2013 9,373,964.				

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

NOT APPLICABLE

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 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

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 invest-
ment 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 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))

NONE

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

N/A

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 Name and address (home or business)	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
<i>a Paid during the year</i> ATCH 11				
Total			► 3a	6,453,370.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	11,601.	
4	Dividends and interest from securities					
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory					
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)				11,601.	
13	Total Add line 12, columns (b), (d), and (e)				11,601.	11,601.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | Yes | No |
|---|---|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

JEFFREY D HASKELL

Preparer's signature

JEFFREY D HASKELL

Date

04/01/2015

5	Check ☐ if self-employed
---	---

PTIN	
------	--

P01345770

Firm's name	▶ FOUNDATION SOURCE
-------------	---------------------

Firm's address ► ONE HOLLOW LN, STE 212
LAKE SUCCESS, NY

11042

Firm's EIN ▶ 510398347

Phone no 8008391754

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

OMB No 1545-0047

2013▶ **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.

Name of the organization

ADOBE FOUNDATION

Employer identification number

26-0233808

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).

Name of organization **ADOBE FOUNDATION**Employer identification number
26-0233808**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	ADOBE SYSTEMS INCORPORATED C/O INGRID OJEDA, 625 TOWNSEND, 3RD FL SAN FRANCISCO, CA 94103	\$ 10,500,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization ADOBE FOUNDATION

Employer identification number

26-0233808

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
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
---	----- ----- ----- -----	\$ -----	-----

Name of organization ADOBE FOUNDATION

Employer identification number

26-0233808

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 entryFor 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 See instructions) ▶ \$ _____

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
	-----		-----
	-----		-----
	-----		-----
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
	(e) Transfer of gift		
-----	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	-----		-----
	-----		-----
	-----		-----
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
	(e) Transfer of gift		
-----	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	-----		-----
	-----		-----
	-----		-----
-----	-----	-----	-----
	-----	-----	-----
	-----	-----	-----
	(e) Transfer of gift		
-----	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	-----		-----
	-----		-----
	-----		-----

ATTACHMENT 1FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
GENERAL CONSULTATIONS	16,205.			16,205.
TOTALS	<u>16,205.</u>			<u>16,205.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
AUDIT SUPPORT	35,126.			35,126.
TOTALS	<u>35,126.</u>			<u>35,126.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
AYV PROFESSIONAL SERVICES	2,639,762.	2,639,762.
CONSULTING SERVICES	102,268.	102,268.
TOTALS	<u>2,742,030.</u>	<u>2,742,030.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
990-PF ESTIMATED TAX FOR 2014	300.
TOTALS	<u>300.</u>

Description of Property

[illegible]

AMORTIZATION		Date placed in service	Cost or basis	Accumulated amortization	Ending accumulated amortization	Code	Life	Current-year amortization
Asset description								
TOTALS								

*Assets Retired
JSA
3X9024 1 000

*Assets Retired
JSA
3X9024 1 000

*Assets Retired
JSA
3X9024 1 000

*Assets Retired
JSA
3X9024 1 000

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	86,311.		86,311.
BANK CHARGES	913.	913.	
EQUIPMENT MAINTENANCE	10,198.		10,198.
FOUNDATION DUES & SUBSCRIPTION	29,321.		29,321.
INDEMNIFICATION INSURANCE	10,441.		10,441.
OFFICE SUPPLIES	11,232.		11,232.
POSTAGE	1,976.		1,976.
STATE OR LOCAL FILING FEES	750.		750.
AYV PROGRAM EXPENSES	334,604.		334,604.
COMMUNITY PROGRAM EXPENSES	366,799.		366,799.
LEASED EMPLOYEES	277,656.		277,656.
TOTALS	<u>1,130,201.</u>	<u>913.</u>	<u>1,129,288.</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENTATTACHMENT 6

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	DISPOSALS	ENDING BALANCE	ADDITIONS	ENDING BALANCE
COMPUTER	SL	3,158		3,158	2,413	745	3,158
WEBSITE	SL	200,000		200,000	94,445	66,667.	161,112
TOTALS		<u>203,158</u>		<u>203,158</u>	<u>96,858</u>		<u>164,270</u>

ATTACHMENT 7FORM 990PF, PART VII-A - LIQUIDATION, TERMINATION, ETC. STATEMENT

THIS STATEMENT IS SUBMITTED TO REPORT THE DISTRIBUTION OF CERTAIN ASSETS DURING THE ABOVE-REFERENCED YEAR. THE DISTRIBUTIONS RESULTED IN A SUBSTANTIAL CONTRACTION OF ASSETS. THE FOLLOWING INFORMATION IS SUBMITTED IN ACCORDANCE WITH TREASURY REGULATION SECTION 1.6043-3(A)(1) AND THE FORM 990-PF INSTRUCTIONS: DURING THE TAXABLE YEAR ENDING DECEMBER 31, 2013, THE FOUNDATION MADE DISTRIBUTIONS FROM ASSETS FROM SOURCES OTHER THAN CURRENT INCOME. COLLECTIVELY, THE DISTRIBUTIONS IN EXCESS OF CURRENT INCOME TOTALED \$6,453,370. THIS AMOUNT REPRESENTS OVER 25% OF THE FOUNDATION'S NET ASSETS OF \$25,125,359 (AS MEASURED BY FAIR MARKET VALUE) AT THE BEGINNING OF THE FOUNDATION'S TAXABLE YEAR ENDING DECEMBER 31, 2013. ALTHOUGH THE FOUNDATION TECHNICALLY EXPERIENCED A "SUBSTANTIAL CONTRACTION", IT WILL CONTINUE IN EXISTENCE AND HAS NO PLANS FOR DISSOLUTION. THE FOUNDATION MADE DISTRIBUTIONS OF CASH TO THE GRANTEES LISTED IN THE ATTACHMENT TO PART XV, LINE 3A; EACH SUCH GRANT WAS MADE SOLELY FOR THE CHARITABLE PURPOSE SPECIFIED THEREIN.

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISE

DURING THE TAXABLE YEAR ENDING NOVEMBER 30, 2014, THE ADOBE FOUNDATION (THE "FOUNDATION") TREATED A DISTRIBUTION TO A DONOR ADVISED FUND OVER WHICH THE FOUNDATION (OR DISQUALIFIED PERSON) HAD ADVISORY PRIVILEGES AS A QUALIFYING DISTRIBUTION. DONOR ADVISED FUNDS ARE EXEMPT UNDER INTERNAL REVENUE CODE ("CODE") SECTION 501(C)(3), MUST BE ORGANIZED AND OPERATED EXCLUSIVELY FOR ONE OR MORE OF THE CHARITABLE PURPOSES DESCRIBED IN CODE SECTION 170(C)(2)(B), AND HAVE SOLE DISCRETION OVER THE FUNDS DISTRIBUTED TO THEM. CONSEQUENTLY, THE FOUNDATION IS NOT IN A POSITION TO EXPLAIN PRECISELY HOW THE FUNDS WILL BE EXPENDED FOR CHARITABLE PURPOSES.

ADOBE FOUNDATION

26-0233808

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 9

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

MIKE DILLION DIR 1.00
FOUNDATION SOURCE 501 SILVERSIDE RD

123
WILMINGTON, DE 19809-1377

MARK GARRETT TREAS 1.00
FOUNDATION SOURCE 501 SILVERSIDE RD

123
WILMINGTON, DE 19809-1377

ANN LEWNES SEC 1.00
FOUNDATION SOURCE 501 SILVERSIDE RD

123
WILMINGTON, DE 19809-1377

DONNA MORRIS DIR 1.00
FOUNDATION SOURCE 501 SILVERSIDE RD

123
WILMINGTON, DE 19809-1377

SHANTANU NARAYEN PRES / DIR 1.00
FOUNDATION SOURCE 501 SILVERSIDE RD

123
WILMINGTON, DE 19809-1377

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
EDUCATION DEVELOPMENT CENTER, INC. 43 FOUNDRY AVE, SUITE 302 WALTHAM, MA 02453	PHILANTHROPIC	540,000.
MISSION MEASUREMENT CORP. 200 N. LASALLE STREET, SUITE 2650 CHICAGO, IL 60601	PHILANTHROPIC	594,271.
DANIEL J. EDELMAN, INC. JPMORGAN CHASE BANK, 21992 NETWORK PLACE CHICAGO, IL 60673	ADVERTISING	403,974.
COVERALL CREW CORPORATION 131 WATER STREET, SUITE 218 VANCOUVER, BC V6B 4M3 CANADA	WEBSITE SOLUTIONS	118,771.
FOUNDATION SOURCE 55 WALLS DRIVE, 3RD FL FAIRFIELD, CT 06824	ADMINISTRATIVE	86,311.
TOTAL COMPENSATION		<u>1,743,327.</u>

Adobe Foundation

EIN: 26-0233808

Taxable Year Ending November 30, 2014

Form 990-PF, Part IX-A, Line 1

Summary of Direct Charitable Activities

Adobe Youth Voices was designed to provide youth in underserved communities with the critical skills they need to become active and engaged members of their communities and the world at-large. *Adobe Youth Voices* empowers young people to share their ideas, demonstrate their potential, and take action where they live through the use of cutting edge multimedia tools. The *Adobe Youth Voices* global network currently includes more than 500 sites and a large, expanding number of grantees and organizations in 32 countries. Since its inception, *Adobe Youth Voices* has engaged over 27,000 youth and 1,500 educators in school and out-of-school programs.

ADOBE FOUNDATION

26-0233808

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
1STACT SILICON VALLEY 38 W SANTA CLARA ST SAN JOSE, CA 95113	N/A PC	IMPLEMENTATION OF THE AYV PROGRAM INTERNATIONALLY	120,000
AMERICAN INDIA FOUNDATION 216 E 45TH ST FL 7 NEW YORK, NY 10017	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN INDIA	160,000
AMERICAN INDIA FOUNDATION 216 E 45TH ST FL 7 NEW YORK, NY 10017	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN INDIA	137,240
BAY AREA VIDEO COALITION INC 2727 MARIPOSA ST FL 2 SAN FRANCISCO, CA 94110	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN SAN FRANCISCO BAY AREA	149,575.
BAY AREA VIDEO COALITION INC 2727 MARIPOSA ST FL 2 SAN FRANCISCO, CA 94110	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN SAN FRANCISCO BAY AREA	30,000
BETHESDA CARES INC 7728 WOODMONT AVE BETHESDA, MD 20814	N/A PC	EVICITION AND UTILITY SHUT-OFF PREVENTION PROJECT	5,700

ADOBE FOUNDATION

26-0233808

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BILL WILSON CENTER 3490 THE ALAMEDA SANTA CLARA, CA 95050	N/A PC	DROP-IN CENTER PROJECT	75,000.
BOYS & GIRLS CLUB OF THE PENINSULA 401 PIERCE RD MENLO PARK, CA 94025	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM - PEAPOD ACADEMY	40,000
CANINES WITH A CAUSE FOUNDATION INCORPORATED 1526 UTE BLVD STE 206 PARK CITY, UT 84098	N/A PC	PAWSITIVE HEALING PROGRAM	26,000
CENTER FOR WOMEN AND CHILDREN IN CRISIS INC 1073 E 1200 N OREM, UT 84097	N/A PC	GENERAL & UNRESTRICTED	26,000
CHILDRENS FIRST FUND THE CHICAGO PUBLIC SCHOOL FDN 125 S CLARK ST CHICAGO, IL 60603	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN CHICAGO	140,000
CHILDRENS FIRST FUND THE CHICAGO PUBLIC SCHOOL FDN 125 S CLARK ST CHICAGO, IL 60603	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN CHICAGO	70,000

ADOBE FOUNDATION

26-0233808

FORM 990BF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHINESE CULTURE FOUNDATION OF SAN FRANCISCO 750 KEARNY ST FL 3 SAN FRANCISCO, CA 94108	N/A PC	BOARD SERVICE GRANT PROGRAM	10,000
COALITION ON HOMELESSNESS 468 TURK STREET SAN FRANCISCO, CA 94102	N/A PC	BOARD SERVICE GRANT	10,000
CODENOW INC 500 7TH AVE 17TH FL NEW YORK, NY 10018	N/A PC	CODENOW IN A BOX POWERED BY ADOBE WORKSHOP	100,000
COMMONWEALTH CLUB OF CALIFORNIA 585 MARKET ST SAN FRANCISCO, CA 94105	N/A PC	BOARD SERVICE GRANT	10,000
COMMUNITY MATTERS PO BOX 14816 SANTA ROSA, CA 95402	N/A PC	SAFE SCHOOL AMBASSADORS PROJECT	10,000
CONTRA COSTA YOUTH COUNCIL 3222 LOS PALOS CIR LAFAYETTE, CA 94549	N/A PC	BOARD SERVICE GRANT	10,000

ADOBE FOUNDATION

26-0233808

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COOL THE EARTH INC PO BOX 694 KENTFIELD, CA 94914	N/A PC	ENGAGING CHILDREN AND COMMUNITIES IN CLIMATE CHANGE SOLUTIONS	10,000
CRADLES TO CRAYONS INC 155 N BEACON ST BRIGHTON, MA 02135	N/A PC	READY FOR SCHOOL PROGRAM	5,000.
EARTHCORPS 6310 NE 74TH ST STE 201E SEATTLE, WA 98115	N/A PC	CORPS PROGRAM	10,000
EDGEWOOD CENTER FOR CHILDREN AND FAMILIES 1801 VICENTE ST SAN FRANCISCO, CA 94116	N/A PC	EDGEWOOD FOOD BANK	20,000
FAMILY SUPPORTIVE HOUSING INC 692 N KING RD SAN JOSE, CA 95133	N/A PC	BRIGHTER FUTURES IMPROVING HEALTH AND NUTRITION OUTCOMES FOR HOMELESS FAMILIES WITH CHILDREN	30,000
FAMILY WORKS 1501 N 45TH ST SEATTLE, WA 98103	N/A PC	GENERAL & UNRESTRICTED	10,000.

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FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FIT KIDS FOUNDATION INC 855 OAK GROVE AVE STE 200 MENLO PARK, CA 94025	N/A PC	FIT KIDS PROGRAM AT BELLE HAVEN ELEMENTARY	25,000
FOCUS ON TANZANIAN COMMUNITIES INC 60 STATE ST BOSTON, MA 02109	N/A PC	BOARD SERVICE GRANT	2,500
FOUR WINDS SCHOOL 30W160 CALUMET AVE W WARRENVILLE, IL 60555	N/A PC	BOARD SERVICE GRANT	2,500
FREE THE CHILDREN INTERNATIONAL 201 CALIFORNIA ST, STE 430 SAN FRANCISCO, CA 94111	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN TORONTO AND OTTAWA	194,855
FREE THE CHILDREN INTERNATIONAL 201 CALIFORNIA ST, STE 430 SAN FRANCISCO, CA 94111	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN TORONTO AND OTTAWA	60,000
GIRLS ON THE RUN OF PUGET SOUND 1404 E YESLER WAY SEATTLE, WA 98122	N/A PC	BOARD SERVICE GRANT	2,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT		
GIRLS WHO CODE INC 919 3RD AVE NEW YORK, NY 10022	N/A PC	GIRLS WHO CODE SUMMER IMMERSION PROGRAM	75,000
GIVE2ASIA 340 PINE ST, STE 501 SAN FRANCISCO, CA 94104	N/A PC	DREAM A DREAM, MAKE A DIFFERENCE, REACHING HAND, CITIZENS ENVIRONMENT IMPROVEMENT SOCIETY, NAVJYOTI DEVELOPMENT SOCIETY, NOIDA DEAF SOCIETY, PARAM SHAKTI PEETH, SANDEEPON MUSIC AND EDUCATIONAL SOCIETY, BIRDS OF PASSAGE, MILK CRATE THEATRE, PROJECT YOUTH INC, JAPAN BARRIER-FREE ASSOCIATION, NPO BRIDGE FOR SMILE, NPO SUPPORTING ASSOCIATION FOR YOUTHS, SECOND HARVEST JAPAN, SIDE BY SIDE INTERNATIONAL NPO/PLAYGROUND OF HOPE AND DD FEE FUNDS	152,200
GIVE2ASIA 340 PINE ST, STE 501 SAN FRANCISCO, CA 94104	N/A PC	PRAYASAM FUND	27,750.
GIVE2ASIA 340 PINE ST, STE 501 SAN FRANCISCO, CA 94104	N/A PC	VICTORIA DEPARTMENT OF EDUCATION AND EARLY CHILDHOOD DEVELOPMENT FUND	52,400.
GLOBAL YOUTH ACTION NETWORK 540 PRESIDENT ST, 3RD FL BROOKLYN, NY 11215	N/A PC	ADOBE YOUTH VOICES PROGRAM	210,000.
GLOBAL YOUTH ACTION NETWORK 540 PRESIDENT ST, 3RD FL BROOKLYN, NY 11215	N/A PC	TAKING IT GLOBAL - IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM	150,000

FORM 990-BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GLOBALGIVING FOUNDATION INC 1023 15TH ST NW , 12TH FL WASHINGTON, DC 20005	N/A PC	GIVING PROGRAM	28,175.
GOOD KARMA BIKES 345 SUNOL ST SAN JOSE, CA 95126	N/A PC	BICYCLE REPAIR CLINIC	30,000
HABITAT FOR HUMANITY INTERNATIONAL INC 2619 BROADWAY STE 205/206 OAKLAND, CA 94612	N/A PC	868 DELMAS AVENUE PROGRAM	75,000
HARLEM CHILDRENS ZONE INC 35 E 125TH ST NEW YORK, NY 10035	N/A PC	HCZ FASHION HAUS PROGRAM	34,000
HIDDEN GENIUS PROJECT 1505 JACKSON ST APT 102 OAKLAND, CA 94612	N/A PC	HIDDEN GENIUS SUMMER PROGRAM	10,000
HIGH TECH YOUTH NETWORK 1888 KALAKAUA AVE STE C312 HONOLULU, HI 96815	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN NEW ZEALAND	50,000

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FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HOMELESS PRENATAL PROGRAM INC 2500 18TH ST SAN FRANCISCO, CA 94110	N/A PC	GENERAL & UNRESTRICTED	24,000.
HYDROCEPHALUS ASSN 4340 E W HWY STE 905 BETHESDA, MD 20814	N/A PC	GENERAL & UNRESTRICTED	10,000
I EARN INC 475 RIVERSIDE DR STE 450 NEW YORK, NY 10115	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM FOR OVER 350 EDUCATORS GLOBALLY	375,000.
I EARN INC 475 RIVERSIDE DR STE 450 NEW YORK, NY 10115	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM FOR OVER 350 EDUCATORS GLOBALLY	250,000
IMAGINE BUS PROJECT 1012 TORNEY AVE SAN FRANCISCO, CA 94129	N/A PC	BOARD SERVICE GRANT	2,500
INTERNATIONAL RESCUE COMMITTEE 405 14TH ST, STE 1415 OAKLAND, CA 94612	N/A PC	GENERAL & UNRESTRICTED	25,000

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
IRIDESCENT 532 W 22ND ST LOS ANGELES, CA 90007	N/A PC	TECHNOVATION CHALLENGE - GLOBAL TECHNOLOGY ENTREPRENEURSHIP PROGRAM FOR GIRLS	100,000
KEYS FOR THE HOMELESS FOUNDATION INC 4701 HARLING LN ANNANDALE, VA 22003	N/A PC	KEYS HUB SERVER PROJECT	5,700.
KIDS ON THE MOVE INC 475 W 260 N OREM, UT 84057	N/A PC	KOTM BRIDGES AUTISM SERVICES	26,000.
KING BAUDOUIN FOUNDATION UNITED STATES INC 10 ROCKEFELLER PLZ FL 16 NEW YORK, NY 10020	N/A PC	GENERAL & UNRESTRICTED	62,315
KING BAUDOUIN FOUNDATION UNITED STATES INC 10 ROCKEFELLER PLZ FL 16 NEW YORK, NY 10020	N/A PC	TECHSPACE AND EASTSIDE EDUCATIONAL TRUST FUND	168,000
KING BAUDOUIN FOUNDATION UNITED STATES INC 10 ROCKEFELLER PLZ FL 16 NEW YORK, NY 10020	N/A PC	CAMARA IRELAND FUND	63,000.

ADOBE FOUNDATION

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KING BAUDOUIN FOUNDATION UNITED STATES INC 10 ROCKEFELLER PLZ FL 16 NEW YORK, NY 10020	N/A PC	COMITÉ FRANÇAIS DE SECOURS AUX ENFANTS FOR COMMUNITY GRANTS FUND	14,175.
KING BAUDOUIN FOUNDATION UNITED STATES INC 10 ROCKEFELLER PLZ FL 16 NEW YORK, NY 10020	N/A PC	EASTSIDE EDUCATIONAL TRUST FOR THE ADOBE YOUTH VOICES PROGRAM	73,865
KING BAUDOUIN FOUNDATION UNITED STATES INC 10 ROCKEFELLER PLZ FL 16 NEW YORK, NY 10020	N/A PC	EASTSIDE EDUCATIONAL TRUST FOR THE ADOBE YOUTH VOICES PROGRAM	20,000.
KING BAUDOUIN FOUNDATION UNITED STATES INC 10 ROCKEFELLER PLZ FL 16 NEW YORK, NY 10020	N/A PC	EASTSIDE EDUCATIONAL PROGRAM	1,000
KING BAUDOUIN FOUNDATION UNITED STATES INC 10 ROCKEFELLER PLZ FL 16 NEW YORK, NY 10020	N/A PC	TECH SPACE - FOR THE ADOBE YOUTH VOICES PROGRAM	15,750.
KING BAUDOUIN FOUNDATION UNITED STATES INC 10 ROCKEFELLER PLZ FL 16 NEW YORK, NY 10020	N/A PC	ASOCIATIA STROP DE AJUTOR, SOCIETATEA NATIONALA DE CRUCE ROSIE DIN ROMANIA, CITYWISE EDUCATION, FIGHTING WORDS, JAP PROJECT LIMITED, GHOMALA E V, GWA ST. PAULI E V MEDIENZENTRUM ST PAUL, FARESHARE, ALEXANDER DEVINE CHILDREN'S HOSPICE SERVICES, DOGS FOR THE DISABLED, LEARNING TO WORK, WINDSOR AND MAIDENHEAD YOUTH COUNSEL, DIE ARCHE CHRISTLICHES KINDER-UND JUGENDWER E V AND KICK IT MUENCHEN FUNDS	146,320

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FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
LARKIN STREET YOUTH SERVICES 701 SUTTER ST FL 2 SAN FRANCISCO, CA 94109	N/A	PC	EDUCATION AND EMPLOYMENT SERVICES FOR HOMELESS YOUTH	20,000.
LITERACY SOURCE 720 N 35TH ST SEATTLE, WA 98103	N/A	PC	INCREASING DIGITAL LITERACY IN ADULT BASIC EDUCATION STUDENTS	13,500
LOS ALTOS COMMUNITY FOUNDATION 183 HILLVIEW AVE LOS ALTOS, CA 94022	N/A	PC	GENERAL & UNRESTRICTED	10,000
MARYLAND INSTITUTE 1300 W MOUNT ROYAL AVE BALTIMORE, MD 21217	N/A	PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM AT BALTIMORE DESIGN SCHOOL	6,720
MOVIMIENTO DE ARTE Y CULTURA LATINO AM DE SAN JOSE 510 S 1ST ST SAN JOSE, CA 95113	N/A	PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM AT PEAPOD ACADEMY	40,000.
MUSEUM OF SCIENCE 1 SCIENCE PARK BOSTON, MA 02114	N/A	PC	COMPUTER CLUBHOUSE DIVISION FOR THE IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM	50,000

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FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MUSEUM OF SCIENCE 1 SCIENCE PARK BOSTON, MA 02114	N/A PC		COMPUTER CLUBHOUSE DIVISION FOR THE IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM	50,000.
NEWTON COMMUNITY SERVICE CENTERS INC 492 WALTHAM ST W NEWTON, MA 02465	N/A PC		PARENTS PROGRAM	7,500.
NIROGA INSTITUTE 111 FAIRMOUNT AVE OAKLAND, CA 94611	N/A PC		BOARD SERVICE GRANT	2,500
PAGE AHEAD CHILDRENS LITERACY PRGM 1130 NW 85TH ST SEATTLE, WA 98117	N/A PC		BOOK UP SUMMER PROJECT	10,000.
PAN MASSACHUSETTS CHALLENGE TRUST 77 4TH AVE NEEDHAM, MA 02494	N/A PC		GENERAL & UNRESTRICTED	5,000
PARIKRMA USA INC 2515 NW 18TH WAY GAINESVILLE, FL 32605	N/A PC		BOARD SERVICE GRANT	10,000

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PRADER-WILLI CALIFORNIA FOUNDATION 514 N PROSPECT AVE STE 110 REDONDO BEACH, CA 90277	N/A PC	BOARD SERVICE GRANT	2,500
PROJECT NIGHT NIGHT 1800 GOUGH ST STE 5 SAN FRANCISCO, CA 94109	N/A PC	BOARD SERVICE GRANT	2,500.
PROJECT NIGHT NIGHT 1800 GOUGH ST STE 5 SAN FRANCISCO, CA 94109	N/A PC	NIGHT NIGHT PACKAGE ESSENTIALS 2014	20,000
PROJECT OPEN HAND 730 POLK ST 3RD FL SAN FRANCISCO, CA 94109	N/A PC	HOME-DELIVERED MEALS PROGRAM	20,000.
REEL GRRLS INC PO BOX 12251 SEATTLE, WA 98102	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN SEATTLE	160,000
REEL GRRLS INC PO BOX 12251 SEATTLE, WA 98102	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN SEATTLE	65,000

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ROOT DIVISION PO BOX 411605 SAN FRANCISCO, CA 94141	N/A PC	VISUAL ARTS ECOSYSTEM- COMMUNITY ENGAGEMENT THROUGH ARTS EDUCATION, EXHIBITIONS, & SUBSIDIZED STUDIOS	10,000
SAMARTHANAM USA 127 BOSTON ROCK RD MELROSE, MA 02176	N/A PC	EDUCATIONAL PROGRAM FOR THE VISUALLY IMPAIRED, DISABLED AND UNDERPRIVILEGED STUDENTS	13,125
SAN FRANCISCO FOOD BANK 900 PENNSYLVANIA AVE SAN FRANCISCO, CA 94107	N/A PC	BOARD SERVICE GRANT	2,500
SAN FRANCISCO FOOD BANK 900 PENNSYLVANIA AVE SAN FRANCISCO, CA 94107	N/A PC	HEALTHY CHILDREN PANTRY AND MORNING SNACK PROGRAMS	40,000
SAN JOSE CHILDRENS DISCOVERY MUSEUM 180 W02 WAY SAN JOSE, CA 95110	N/A PC	DISCOVERY YOUTH AND SUMMER OF SERVICE PROGRAMS	50,000
SAN JOSE CHILDRENS DISCOVERY MUSEUM 180 W02 WAY SAN JOSE, CA 95110	N/A PC	BOARD SERVICE GRANT	10,000

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 11 (CONT'D)RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENTRECIPIENT NAME AND ADDRESSPURPOSE OF GRANT OR CONTRIBUTIONAMOUNT

SAN JOSE COMMUNITY MEDIA ACCESS CORPORATION 255 W JULIAN ST STE 100 SAN JOSE, CA 95110	N/A PC	CREATIVE AWARDS PROGRAM SPONSOR PAGE FUND	10,000
SANTA BARBARA FOUNDATION 1111 CHAPALA ST STE 200 SANTA BARBARA, CA 93101	N/A PC	ISLA VISTA FUND	5,000
SCHOOL OF ARTS AND CULTURE AT MHP 1700 ALUM ROCK AVE SAN JOSE, CA 95116	N/A PC	BOARD SERVICE GRANT	2,500.
SEATTLE DERBY BRATS 921 N 1ST ST RENTON, WA 98057	N/A PC	BOARD SERVICE GRANT	5,000
2ND HARVEST FOOD BANK OF SANTA CLARA & SAN MATEO 750 CURTNER AVE SAN JOSE, CA 95125	N/A PC	BOARD SERVICE GRANT	10,000
2ND HARVEST FOOD BANK OF SANTA CLARA & SAN MATEO 750 CURTNER AVE SAN JOSE, CA 95125	N/A PC	PROVIDING MEALS THROUGH CALFRESH OUTREACH PROJECT	75,000.

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SECOND STEP INC PO BOX 600213 NEWTONVILLE, MA 02460	N/A PC	DOMESTIC VIOLENCE SERVICES TO TEENS AND SENIOR WOMEN	5,000
SHARE OUR STRENGTH INC 1030 15TH ST NW STE 1100W WASHINGTON, DC 20005	N/A PC	COOKING MATTERS MA PROJECT	7,500
SILICON VALLEY CREATES 4 N 2ND ST STE 500 SAN JOSE, CA 95113	N/A PC	GENERAL & UNRESTRICTED	10,000
SILICON VALLEY CREATES 4 N 2ND ST STE 500 SAN JOSE, CA 95113	N/A PC	AFTER SCHOOL MODEL PROGRAM	160,000.
SILICON VALLEY CREATES 4 N 2ND ST STE 500 SAN JOSE, CA 95113	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES FILM CAMP IN SAN JOSE	10,000
SILICON VALLEY CREATES 4 N 2ND ST STE 500 SAN JOSE, CA 95113	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM INTERNATIONALLY FOR 30 EDUCATORS	20,000

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FORM 990DF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SILICON VALLEY CREATES 4 N 2ND ST STE 500 SAN JOSE, CA 95113	N/A PC	TO LEAD A FILM CAMP IN 2015 FOR SAN JOSE/ SILICON VALLEY YOUTH	10,000.
SILICON VALLEY CREATES 4 N 2ND ST STE 500 SAN JOSE, CA 95113	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN THE MONTERREY VALLEY PENINSULA	10,000.
SMITHSONIAN INSTITUTION 2 E 91ST ST NEW YORK, NY 10128	N/A PC	FIRST FLOOR GALLERIES OF HANDS-ON EXHIBITION TITLED PROCESS DESIGN OF COOPER-HEWITT NATIONAL DESIGN MUSEUM	500,000
SPY HOP INSTITUTE FOR TEACHERS INC 122 S MAIN ST SALT LAKE CTY, UT 84101	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN UTAH	150,000.
SPY HOP INSTITUTE FOR TEACHERS INC 122 S MAIN ST SALT LAKE CTY, UT 84101	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN UTAH	76,525
SPY HOP INSTITUTE FOR TEACHERS INC 122 S MAIN ST SALT LAKE CTY, UT 84101	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES FILM CAMP IN UTAH	10,000

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST MICHAEL LUTHERAN CHURCH 2308 MERRIMAC RD BLACKSBURG, VA 24060	N/A PC	MICAH'S MOBILE BACKPACK FEEDING AND CARING FOR KIDS PROJECT	5,700
SUMMER SEARCH SEATTLE 1109 1ST AVE SEATTLE, WA 98101	N/A PC	COLLEGE ACCESS FOR SEATTLE'S LOW-INCOME YOUTH BUILDING THE CHARACTER TRAITS THAT LEAD TO A DEGREE	10,000
SUNDAY FRIENDS FOUNDATION PO BOX 24887 SAN JOSE, CA 95154	N/A PC	BREAKING THE GENERATIONAL CYCLE OF LOW EDUCATION PROJECT	50,000
THE BOSTON EDUCATION DEVELOPMENT FOUNDATION INC 26 COURT ST BOSTON, MA 02108	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN BOSTON	70,000.
THE BOSTON EDUCATION DEVELOPMENT FOUNDATION INC 26 COURT ST BOSTON, MA 02108	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN BOSTON	90,000
THE MENTORING CENTER 672 13TH ST STE 200 OAKLAND, CA 94612	N/A PC	BGC CODING CIRRICULUM DEVELOPMENT	100,000

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ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THEATER SCHEATER 2125 3RD AVE SEATTLE, WA 98121	N/A PC	BOARD SERVICE GRANT	2,500
THEATER SCHEATER 2125 3RD AVE SEATTLE, WA 98121	N/A PC	SMALL THEATER FOR A 21ST CENTURY AUDIENCE	5,000
TIDES FOUNDATION PO BOX 29903 SAN FRANCISCO, CA 94129	N/A PC	CANDLELIGHTERS CHILDHOOD CANCER SUPPORT AND OTTAWA FOOD BANK	36,780.
TRANSPORTATION FOR A LIVABLE CITY 995 MARKET ST STE 1450 SAN FRANCISCO, CA 94103	N/A PC	BOARD SERVICE GRANT TO THE PEDESTRIAN FUND	2,500.
TURN 2 U INC 160 VISTA GRANDE GREENBRAE, CA 94904	N/A PC	THE LAST MILE COMPUTER PROGRAMMING TRAINING	10,000
URBAN ARTS PARTNERSHIP 21 HOWARD ST FL 5 NEW YORK, NY 10013	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM AT PEAPOD ACADEMY	40,000

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ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
URBAN ARTS PARTNERSHIP 21 HOWARD ST FL 5 NEW YORK, NY 10013	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN NEW YORK CITY	130,000
URBAN ARTS PARTNERSHIP 21 HOWARD ST FL 5 NEW YORK, NY 10013	N/A PC	IMPLEMENTATION OF THE ADOBE YOUTH VOICES PROGRAM IN NEW YORK CITY	50,000
URBAN ARTS PARTNERSHIP 21 HOWARD ST FL 5 NEW YORK, NY 10013	N/A PC	YOUTH COMPUTER SCIENCE EDUCATION PROGRAM	100,000
UTAH COUNTY SHERIFF SEARCH AND RESCUE 3075 N MAIN ST SPANISH FORK, UT 84660	N/A PC	FOUR SEASON COATS FOR UTAH COUNTY SHERIFF SEARCH AND RESCUE	26,000
UTAH VALLEY FAMILY SUPPORT CENTER INC 1255 N 1200 W OREM, UT 84057	N/A PC	24 HOUR CRISIS RESPITE NURSERY PROGRAM SUPPORT	26,000
VIEWPOINT EDUCATIONAL FOUNDATION 23620 MULHOLLAND HWY CALABASAS, CA 91302	N/A PC	GENERAL & UNRESTRICTED	4,500

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FORM 990-BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND

RECIPIENT NAME AND ADDRESS	FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VILLAGE HARVEST CORPORATION PO BOX 9231 SAN JOSE, CA 95157	N/A PC	HARVESTING FOR THE HUNGRY PROJECT	50,000.
VOLUNTEERS OF AMERICA INC 435 BEARCAT DR SALT LAKE CITY, UT 84115	N/A PC	HOMELESS YOUTH SERVICES	26,000
WHITE CENTER COMMUNITY DEVELOPMENT ASSOCIATION 605 SW 108TH ST SEATTLE, WA 98146	N/A PC	GENERAL & UNRESTRICTED	13,500
WOMENS CLUB OF SILICON VALLEY 425 LOS PAJAROS CT LOS ALTOS, CA 94024	N/A PC	BOARD SERVICE GRANT	2,500
YALE SCIENCE & ENGINEERING ASSOCIATION INC 167 CHERRY ST STOP 165 MILFORD, CT 06460	N/A PC	BOARD SERVICE GRANT	2,500
YERBA BUENA CENTER FOR THE ARTS 701 MISSION ST SAN FRANCISCO, CA 94103	N/A PC	BOARD SERVICE GRANT	2,500

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ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
YOUNG WOMENS CHRISTIAN ASSN OF SALT LAKE CITY 322 E 300 S SALT LAKE CITY, UT 84111	N/A PC		WOMEN IN JEOPARDY PROGRAM	26,000.
YOUTH VENTURE INC 1700 N MOORE ST STE 2000 ARLINGTON, VA 22209	N/A PC		YOUTH VENTURES FUND	85,000.
YOUTHCARE 2500 NE 54TH ST SEATTLE, WA 98105	N/A PC		YOUTHCARE'S EDUCATION AND EMPLOYMENT PROGRAM	10,000

TOTAL CONTRIBUTIONS PAID 6,453,370.

ATTACHMENT 11