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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation QUINN EMANUEL FOUNDATION		A Employer identification number 20-0423348	
% JACKIE TOTH		B Telephone number (see instructions)	
Number and street (or P O box number if mail is not delivered to street address) 865 S FIGUEROA STREET 10TH FLOOR Suite		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 900172543		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 64,433		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	512,356			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	18	18	18	
	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)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	512,374	18	18	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).				
	24 Total operating and administrative expenses. Add lines 13 through 23	0	0		0
	25 Contributions, gifts, grants paid	542,600			542,600
	26 Total expenses and disbursements. Add lines 24 and 25	542,600	0		542,600
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-30,226			
	b Net investment income (if negative, enter -0-)		18		
	c Adjusted net income (if negative, enter -0-)			18	

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	94,657	64,433	64,433
	2	Savings and temporary cash investments			
	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)			
	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 ▶ _____ 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)	94,657	64,433	64,433
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	
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	94,657	64,433	
	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			
	30	Total net assets or fund balances (see instructions)	94,657	64,433	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	94,657	64,433	

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	94,657
2	Enter amount from Part I, line 27a	2	-30,226
3	Other increases not included in line 2 (itemize) ▶  _____	3	2
4	Add lines 1, 2, and 3	4	64,433
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	64,433

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						
(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 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))		
2013	386,319	88,978	4 341736		
2012	332,600	115,715	2 874303		
2011	329,840	131,075	2 516422		
2010	81,000	48,914	1 655968		
2009	73,150	45,238	1 617003		
2 Total of line 1, column (d).				2	13 005432
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	2 601086
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.				4	78,352
5 Multiply line 4 by line 3.				5	203,800
6 Enter 1% of net investment income (1% of Part I, line 27b).				6	
7 Add lines 5 and 6.				7	203,800
8 Enter qualifying distributions from Part XII, line 4.				8	542,600
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 VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a

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)

1

0

b

Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b

c

All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

2

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

2

0

3

Add lines 1 and 2.

3

0

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

5

0

6

Credits/Payments

a

2014 estimated tax payments and 2013 overpayment credited to 2014

6a

b

Exempt foreign organizations—tax withheld at source

6b

c

Tax paid with application for extension of time to file (Form 8868)

6c

d

Backup withholding erroneously withheld

6d

7

Total credits and payments. Add lines 6a through 6d.

7

0

8

Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

8

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

9

0

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10

11

Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded

11

Part VII-AStatements Regarding Activities

1a

During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

1a

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?

1b

No

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.

1c

No

c

Did the foundation file Form 1120-POL for this year?

1c

No

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?

2

No

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

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5

No

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?

6

No

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.

7

Yes

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.

8b

Yes

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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)?

9

No

If "Yes," complete Part XIV

10

Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

10

Yes

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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				
14	The books are in care of JACKIE TOTH Telephone no (213) 624-7707 Located at 865 S FIGUEROA ST los angeles CA ZIP+4 900172543			
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 2014, 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 FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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.			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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?.	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. If "Yes," list the years 20 , 20 , 20 , 20 ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		No
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 2014 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 2014.).	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 2014?	4b		No

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))?

YesNo

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

YesNo

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

YesNo

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

YesNo

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

YesNo

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?

YesNo

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?

YesNo

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.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

YesNo

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

No

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (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

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

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Part VIII

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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	
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 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	0
b	Average of monthly cash balances.	1b	79,545
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	79,545
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	0
3	Subtract line 2 from line 1d.	3	79,545
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,193
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	78,352
6	Minimum investment return. Enter 5% of line 5.	6	3,918

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	3,918
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	0
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	3,918
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	3,918
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	3,918

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	542,600
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	542,600
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	542,600

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				3,918
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 2012 , 2011 , 2010		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.	70,888			
b From 2010.	78,554			
c From 2011.	323,286			
d From 2012.	326,815			
e From 2013.	381,870			
f Total of lines 3a through e.	1,181,413			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 542,600				
a Applied to 2013, but not more than line 2a			0	
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 2014 distributable amount.				3,918
e Remaining amount distributed out of corpus	538,682			
5 Excess distributions carryover applied to 2014 (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	1,720,095			
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.				
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	70,888			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,649,207			
10 Analysis of line 9				
a Excess from 2010. . . .	78,554			
b Excess from 2011. . . .	323,286			
c Excess from 2012. . . .	326,815			
d Excess from 2013. . . .	381,870			
e Excess from 2014. . . .	538,682			

Part XIV

4942(j)(3) or 4942(j)(5)

3 Complete 3a, b, or c for the alternative test relied upon

1 Information Regarding Foundation Managers:

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

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.

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

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	542,600
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

[illegible]

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?

(1) Cash.

(2) Other assets.

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization.

(3) Rental of facilities, equipment, or other assets.

(4) Reimbursement arrangements.

(5) Loans or loan guarantees.

(6) Performance of services or membership or fundraising solicitations.

c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c
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.	

a 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

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

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.

* * * * *

2015-06-15

* * * * *

Signature of officer or trustee

Date

Title

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

Print/Type preparer's name
BARBARA L EDMONDS

Preparer's Signature

Date

Check if self-employed ☐

PTIN

P00002723

Firm's name
EDMONDS & EDMONDS LLP

Firm's EIN Firm's address 

3300 IRVINE AVE SUITE 235 NEWPORT BEACH,
CA 92660

Phone no (213) 624-7707

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	OMB No 1545-0047 2014
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Name of the organization QUINN EMANUEL FOUNDATION	Employer identification number 20-0423348
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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 foundation

Check 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, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled 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 totaling \$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 990PF, 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 QUINN EMANUEL FOUNDATION	Employer identification number 20-0423348
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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
_____	See Additional Data Table _____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
_____	_____ _____ _____	\$ _____	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Name of organization QUINN EMANUEL FOUNDATION	Employer identification number 20-0423348
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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
_____	_____ _____ _____ _____	_____ \$	_____

Name of organization QUINN EMANUEL FOUNDATION	Employer identification number 20-0423348
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. 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	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	

Additional Data

Software ID:

Software Version:

EIN: 20-0423348

Name: QUINN EMANUEL FOUNDATION

Form 990 Schedule B, 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	ANDREW BERDON 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 8,568	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
2	ANDREW ROSSMAN 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 5,365	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
3	A WILLIAM URQUHART 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 6,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
4	CHRIS KERCHER 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 5,651	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
5	DAN BROCKETT 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 6,594	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
6	DAN CUNNINGHAM 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 10,208	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>7</u>	DAVID EISEMAN 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ <u>6,000</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>8</u>	DAVID ELSBERG 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ <u>6,532</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>9</u>	ED DEFRANCO 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ <u>6,976</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>10</u>	ERIC HUANG 865 S FIGUEROA ST 10TH FLOOR LOS ANGELEG, CA 90017	\$ <u>7,769</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>11</u>	ERIC WINSTON 865 S FIGUEROA ST 10TH FLOOR LOS ANGELES, CA 90017	\$ <u>5,750</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>12</u>	FAITH GAY 865 S FIGUEROA ST 10TH FLOOR LOS ANGELES, CA 90017	\$ <u>15,538</u>	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	JANE BYRNE 865 S FIGUEROA ST 10TH FLOOR LOS ANGELES, CA 90017	\$ 9,666	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
14	JONATHAN OBLAK 865 S FIGUEROA ST 10TH FLOOR LOS ANGELES, CA 90017	\$ 10,581	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
15	JONATHAN PICKHARDT 865 S FIGUEROA ST 10TH FLOOR LOS ANGELES, CA 90017	\$ 9,425	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
16	VARIOUS - LESS THAN 5000 - SEE AT 865 S FIGUEROA ST 10TH FLOOR LOS ANGELES, CA 90017	\$ 143,848	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
17	KATHLEEN SULLIVAN 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 9,853	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
18	KEN CHIATE 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 15,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>19</u>	MIKE CARLINSKY 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 10,148	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>20</u>	MIKE ZELLER 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 7,500	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>21</u>	PETER CALAMARI 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 9,452	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>22</u>	PHILIPPE SELENDY 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 8,913	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>23</u>	QUINN EMANUEL URQUHART SULLIVAN 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 109,585	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
<u>24</u>	RAY NIMROD 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 9,097	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
25	RICK WERDER 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 32,379	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
26	ROBERT JUMAN 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 11,174	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
27	ROBERT WILSON 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 5,507	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
28	SASCHA RAND 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 7,674	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
29	SHEILA BIRNBAUM 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 5,603	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
30	VICTORIA MAROULIS 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 90017	\$ 6,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Depreciation Schedule

Name: QUINN EMANUEL FOUNDATION
EIN: 20-0423348

TY 2014 Other Increases Schedule

Name: QUINN EMANUEL FOUNDATION

EIN: 20-0423348

Description	Amount
ROUNDING	2

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>				
826 NATIONAL INC 44 GOUGH STREET SUITE 206 SAN FRANCISCO,CA 94103	NONE	PC	CHARITABLE	45,000
ABA FUND FOR JUSICE & EDUCATION (JIOP) 321 N CLARK STREET 21ST FLOOR CHICAGO,IL 60654	NONE	PC	CHARITABLE	1,000
ALM 120 BROADWAY 5TH FLOOR NEW YORK,NY 10271	NONE	PC	CHARITABLE	6,000
AMPAS FOUNDATION 111 E 9TH STREET NEW YORK,NY 10022	NONE	PC	CHARITABLE	50,000
AMERICAN CANCER SOCIETY 250 WILLIAMS STREET NW ATLANTA,GA 30303	NONE	PC	CHARITABLE	5,000
ANTI-DEFAMATION LEAGUE 10495 SANTA MONICA BLVD LOS ANGELES,CA 90025	NONE	PC	CHARITABLE	1,500
ASIAN AMERICAN LEGAL DEFENSE AND EDUCATION FUND 99 HUDSON STREET 12TH FLOOR NEW YORK,NY 10013	NONE	PC	CHARITABLE	13,000
ASIAN AMERICAN BAR ASSOCIATION OF NEW YORK 45 ROCKAFELLER PLAZA 20TH FLOOR NEW YORK,NY 10111	NONE	PC	CHARITABLE	7,500
BRAZIL FOUNDATION 345 7TH AVENUE 1401 NEW YORK,NY 10001	NONE	PC	CHARITABLE	2,000
CAL INDEPENDENT SCHOLARS NETWORK 109 CESAR CHAVEZ STUDENT CENTER BERKELEY,CA 94720	NONE	PC	CHARITABLE	5,250
CATS FOUNDATION (SAMSUNG HOPE) 85 CHALLENGER ROAD RIDGEFIELD PARK,NJ 07660	NONE	PC	CHARITABLE	30,000
CATHOLIC CHARITIES 2050 BALLENGER AVENUE SUITE 400 ALEXANDRIA,VA 22314	NONE	PC	CHARITABLE	7,700
COLD SPRING LIBRARY FRIENDS FOUNDATION 95 HARBOR ROAD COLD SPRING HARBOR,NY 11724	NONE	PC	CHARITABLE	50,000
FRIENDS OF ISLAND ACADEMY 127 W 127TH STREET SUITE 127 NEW YORK,NY 10027	NONE	PC	CHARITABLE	200
FUND FOR MODERN COURTS 28 W 39TH STREET NEW YORK,NY 10018	NONE	PC	CHARITABLE	5,000
Total  3a				542,600

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 Paid during the year				
GIRLS INCORPORATED OF NEW YORK CITY 120 WALL STREET 1804 NEW YORK,NY 10005	NONE	PC	CHARITABLE	5,000
GODDARD RIVERSIDE COMMUNITY CENTER 593 COLUMBUS AVENUE NEW YORK,NY 10024	NONE	PC	CHARITABLE	12,500
HUDSON GUILD 119 9TH AVENUE NEW YORK,NY 10011	NONE	PC	CHARITABLE	5,000
HUMAN RIGHTS WATCH 350 5TH AVENUE 34TH FLOOR NEW YORK,NY 10118	NONE	PC	CHARITABLE	15,000
JALBCA 1324 LEXINGTON AVENUE PMB 324 NEW YORK,NY 10128	NONE	PC	CHARITABLE	25,000
JOAN'S WISH LIST 865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES,CA 90017	NONE	PC	CHARITABLE	16,900
LAW FOUNDATION OF SILICON VALLEY 152 N 3RD STREET 3RD FLOOR SAN JOSE,CA 95112	NONE	PC	CHARITABLE	26,750
LEGAL FOUNDATION 1102 CRENSHAW BLVD LOS ANGELES,CA 90019	NONE	PC	CHARITABLE	5,000
LEGAL AID FOUNDATION OF LA 1102 CRENSHAW BLVD LOS ANGELES,CA 90019	NONE	PC	CHARITABLE	3,000
LUCILE PACKARD CHILDREN'S HOSPITAL-STANFORD 400 HAMILTON AVE 340 PALO ALTO,CA 94301	NONE	PC	CHARITABLE	600
NAITONAL CENTER FOR LAW AND ECONOMIC JUSTICE NCLEJ 275 7TH AVENUE SUITE 1506 NEW YORK,NY 10001	NONE	PC	CHARITABLE	25,000
NATIONAL LGBT BAR FOUNDATION 1301 K STREET NW 1100E WASHINGTON,DC 20005	NONE	PC	CHARITABLE	15,000
NYLPPI 151 W 30TH STREET 11TH FLOOR NEW YORK,NY 10001	NONE	PC	CHARITABLE	10,000
OFFICE OF THE APPELLATE DEFENDER 11 PARK PLACE SUITE 1601 NEW YORK,NY 10007	NONE	PC	CHARITABLE	5,000
OC REGENTS CHILDREN'S HOSPITAL 1201 WLA VETA AVENUE ORANGE,CA 92868	NONE	PC	CHARITABLE	5,000
Total  3a				542,600

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>				
PRO BONO PARTNERSHIP 237 MAMARONECK AVENUE SUITE 300 WHITE PLAINS,NY 10605	NONE	PC	CHARITABLE	10,000
SHAKESPEARE THEATRE COMPANY 516 8TH STREET SE WASHINGTON,DC 20003	NONE	PC	CHARITABLE	3,500
THE HISTORICAL SOCIETY OF THE NEW YORK COURTS 170 CENTRAL PARK WEST NEW YORK,NY 10024		PC	CHARITABLE	10,000
THE HONORABLE TINA BROZMAN FOUNDATION 31 WEST 52ND STREET SUITE 4-22 NEW YORK,NY 10019		PC	CHARITABLE	12,500
UC SAN DIEGO FOUNDATION 9500 GILMAN DRIVE MC 0940 LA JOLLA,CA 92093		PC	CHARITABLE	10,000
USC BARBARA GITLITZ CANCER RESEARCH FUND 1441 EASTLAKE AVENUE LOS ANGELES,CA 90089		PC	CHARITABLE	200
UJA - FEDERATION OF NEW YORK 130 E 59TH STREET NEW YORK,NY 10022		PC	CHARITABLE	12,500
VIASAT INC 6155 EL CAMINO REAL CARLSBAD,CA 92009		PC	CHARITABLE	5,000
VIOLENCE INTERVENTION PROGRAM 1721 GRIFFIN AVENUE LOS ANGELES,CA 90031		PC	CHARITABLE	5,000
WASHINGTON BUSINESS JOURNAL 1555 WILSON BLVD 400 ARLINGTON,VA 22209		PC	CHARITABLE	5,000
NATIONAL LEGAL AID & DEFENDERS 1901 PENNSYLVANIA AVENUE NW SUITE 500 WASHINGTON,DC 20006		PC	CHARITABLE	25,000
SCS FOUNDATION (SELF HELP) 520 8TH AVENUE NEW YORK,NY 10018		PC	CHARITABLE	10,000
THE LEGAL AID SOCIETY 199 WATER STREET NEW YORK,NY 10038		PC	CHARITABLE	25,000
826 NYC 372 5TH AVENUE BROOKLYN,NY 11215		PC	CHARITABLE	5,000
Total  3a				542,600

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
JACQUELINE TOTH	SECRETARY 0	0	0	0
865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 900172543				
DAVID HENRI	TREASURER 0	0	0	0
865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 900172543				
ROBERT JUMAN	DIRECTOR 0	0	0	0
865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 900172543				
STEVEN MADISON	DIRECTOR 0	0	0	0
865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 900172543				
JOHN B QUINN	PRESIDENT & DIRECTOR 0	0	0	0
865 S FIGUEROA STREET 10TH FLOOR LOS ANGELES, CA 900172543				