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SCANNED MAY 2 8 2015

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

OMB No 1545-0052

▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990of. For calendar year 2014 or tax year beginning , and ending

Nar	ne of	foundation					A Employer identification	number
THE ELFENWORKS FOUNDATION							00 5500054	
		nd street (or P O box number i		and decemb		Room/suite	20-5522254	
		PARK ROAD, S	Hoomvsuite	B Telephone number (650) 347-	9700			
		own, state or province, cou		unetal code				
		LINGAME, CA	94010	ostal code			C If exemption application is p	ending, check here
		all that apply.	Initial return	Initial return of a fo	ormer public c	harity	D 1. Foreign organizations	check here
			Final return	Amended return	onnor public o	indirity	5 11 Orongii organizationi	, chock note
			Address change	Name change			Foreign organizations me check here and attach co	eting the 85% test,
H C	heck	type of organization:	X Section 501(c)(3) ex				E If private foundation stat	
] Se	ction 4947(a)(1) nonexem		Other taxable private founda	ation		under section 507(b)(1)	
1 Fa	ır ma	arket value of all assets at e	end of year J Accounti	ng method: X Cash	Accr	ual	F If the foundation is in a 6	60-month termination
		Part II, col (c), line 16)		ther (specify)			under section 507(b)(1)	
_				mn (d) must be on cash	basis)			
Pa	rt I	Analysis of Revenue an (The total of amounts in columnecessarily equal the amount	mns (b), (c), and (d) may not	(a) Revenue and	(b) Net in		(c) Adjusted net	(d) Disbursements for charitable purposes
			·	expenses per books	Inco		ıncome	(cash basis only)
	1	Contributions, gifts, grant		432,701.	. The state of the	1 2 3	1 - 1 - 1 - 1	
	2	Interest on savings and temporals investments	n is not required to attach Sch. B prary	Consultation Control	1. la. 183 il v			1 100 and 1 200 and 1 100 and
	4	Dividends and interest fro		38,917.	7	8,917.	38,917.	STATEMENT 1
		Gross rents	in securities	30,517		0,517.	30,317.	
	_	Net rental income or (loss)		mint contra comment in the con-	glade and At a	. r 3.5.1.5.	العروا والمراكزة	a sam a sagirege any a sa a sa sa sa
	_	Net gain or (loss) from sale of	assets not on line 10	рве ни	7			STATEMENT 2
Revenue	b	Gross sales price for all assets on line 6a	644,406.					
eve	7	Capital gain net income (from		A Comment in the	S 4	2,090.	4 ,	
ď	8	Net short-term capital gai	n	MAY 27 20			0.	- 1 m - 1
	9	Income modifications		Property and the second	R			には大学は大学には
	10a	Gross sales less returns and allowances		シングラースシ	i T	~ 4 .		上、原本學 建基础
	b	Less Cost of goods sold		OGDETA, A	<u> </u>			- 4" - " - 40 40 41 - " 4
		Gross profit or (loss)		4 535	<u>'</u>	1 777	4 727	(m) (m) (m) (m)
	11	Other income		<1,737.	> <	1,737. 9,270.	> <1,737. 37,180.	STATEMENT 3
	12	Total. Add lines 1 throug Compensation of officers, dire	· · · · · · · · · · · · · · · · · · ·	556,481.		9,270. 0.	37,180.	0.
	13 14	Other employee salaries a		246,055.	_	0.	0.	246,055.
	15	Pension plans, employee	ū	65,666.		0.	0.	65,666.
es		Legal fees	STMT 4	331.		0.	0.	331.
Expenses		Accounting fees	STMT 5	23,454.		0.	0.	23,454.
X		Other professional fees	STMT 6	179,828.		0.	0.	179,828.
_	17	Interest		-				
Operating and Administrative	_18_	Taxes	STMT 7	21,110.		768.	0.	20,342.
nist	19	Depreciation and depletio	n	8,212.		0.	0.	
Ē	20	Occupancy		29,325.		0.	0.	29,325.
ĕ	21	Travel, conferences, and	meetings	17,214.		0.	0.	17,214.
au	22	Printing and publications	a					
ing	23	Other expenses	STMT 8	216,536.		2,739.	0.	216,221.
erat	24	Total operating and adm		007 731		2 507	0.	700 426
Ö	0.5	expenses. Add lines 13 ti	=	807,731. 423,360.		3,507.	0.	798,436. 423,360.
		Contributions, gifts, grant Total expenses and disb		423,300.	•			423,300.
	20	Add lines 24 and 25	ursements.	1,231,091.		3,507.	0.	1,221,796.
	27	Subtract line 26 from line	12:	2,232,031.		_,,,,,,		
		Excess of revenue over expen		<674,610.	>		*-	
		Net investment income (i			7	5,763.	••	7
	С	Adjusted net income (if ne					37,180.	;
4235 11-24			eduction Act Notice, see	instructions.				Form 990-PF (2014)

Form **990-PF** (2014)

D.	art	Balance Sheets Attached schedules and amounts in the description	Beginning of year	End	of year
	art	column should be for end-of year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
\Box	1	Cash - non-interest-bearing	196.	170.	170.
	2	Savings and temporary cash investments	1,009,231.	1,007,544.	1,007,544.
		Accounts receivable >			
		Less; allowance for doubtful accounts		•	
	4	Pledges receivable			
ļ	7			• •	
l	-	Less: allowance for doubtful accounts			
	5	Grants receivable			
ĺ	6	Receivables due from officers, directors, trustees, and other			
		disqualified persons			<u> </u>
l	7	Other notes and loans receivable	,	. '	
ı		Less: allowance for doubtful accounts			l
2	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
۲	10a	Investments - U.S. and state government obligations			
- 1		Investments - corporate stock			
		Investments - corporate bonds			
- 1			Will make the first		2 3
1	''	Investments - land, buildings, and equipment, basis		وسامط الأكليب التنظير	المهاد في المعطود والمناسبة المكتاب المكتاب
ı	40	Less accumulated depreciation		·	
- 1		Investments - mortgage loans	1 000 000	C10 004	600 033
J	13	Investments - other STMT 9	1,082,923.	610,884.	
-	14	Land, buildings, and equipment: basis ► 55,227.	1 2 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	المنتجيج برائيد بدايا	
- 1		Less accumulated depreciation STMT 10 ► 45,933.	17,506.	9,294	55,227.
ľ	15	Other assets (describe ► SECURITY DEPOSIT)	4,500.	4,500.	4,500.
	16	Total assets (to be completed by all filers - see the			
- 1		instructions. Also, see page 1, item 1)	2,114,356.	1,632,392.	1,748,274.
ヿ	17	Accounts payable and accrued expenses			and a second second
١	18	Grants payable			The option were
اي	19	Deferred revenue			
Liabilities	20				
∄∣	21	Loans from officers, directors, trustees, and other disqualified persons			
Ë		Mortgages and other notes payable			1 15 5 5 5 5 5 5 5 5
ı	22	Other liabilities (describe	<u> </u>		- `'.
	••	T		0.	, " " " " " " " " " " " " " " " " " " "
	23	Total liabilities (add lines 17 through 22)	0.	<u> </u>	الأنا المالح المالح المالح المالح
		Foundations that follow SFAS 117, check here			
ای		and complete lines 24 through 26 and lines 30 and 31.			-
alances	24	Unrestricted			<u>.</u>
<u> </u>	25	Temporarily restricted]
	26	Permanently restricted			
밀		Foundations that do not follow SFAS 117, check here] ' - '
ᆅᅵ		and complete lines 27 through 31.			
p	27	Capital stock, trust principal, or current funds	0.	0 .	
뜅	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	,
ξşΗ	29	Retained earnings, accumulated income, endowment, or other funds	2,114,356.	1,632,392	
Net Assets or Fund B			2,114,356.	1,632,392	
Žί	30	Total net assets or fund balances	2,114,330.	1,032,372	4
		T A. 1 1 1 1 1 1 1 1 1 1 	2 114 256	1 622 202	
	31	Total liabilities and net assets/fund balances	2,114,356.	1,632,392.	· <u>L</u>
P	art	III Analysis of Changes in Net Assets or Fund B	alances		
1]	Total	net assets or fund balances at beginning of year - Part II, column (a), line	30		
((mus	st agree with end-of-year figure reported on prior year's return)		1	2,114,356.
2 E	Enter	amount from Part I, line 27a		2	<674,610.>
3 (Othe	r increases not included in line 2 (itemize) BOOK/TAX AD	JUSTMENT	3	192,646.
		lines 1, 2, and 3		4	4 630 300
		eases not included in line 2 (itemize)		5	0.
		net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	nlumn (h) line 30		1,632,392.
J	oldi	not assets of fund datances at end of year (time 4 minus line 3) - Falt II, Ct	olumn (u), mic au		Form 990-PF (2014)
					ruini 330°FF (2014)

Part IV Capital Gains	and Losses for Ta	x on Investmen	t Income				
2-story brick wa	ribe the kind(s) of property arehouse; or common stock	k, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date (mo., d	acquired lay, yr.)	(d) Date sold (mo , day, yr.)
1a CAPITAL GAIN DISTRIBUTION FROM UBS #02572					VARI	OUS	VARIOUS
b CAPITAL GAIN DISTRIBUTION FROM WELLS FARGO							
c #3652				P	VARI		VARIOUS
d MICROVEST SHOR				P	VARI		VARIOUS
e BURLINGAME RED				P	VARI		VARIOUS
(e) Gross sales price	(f) Depreciation allov (or allowable)		st or other basis expense of sale			ain or (loss s (f) minus	(g)
a 2,246.							2,246.
<u>b</u>							 _
c 5.							5. <9.
	<u> </u>				· ———		39,848.
e 39,848. Complete only for assets shown	og garn in column (b) and c	wood by the foundation	00 12/31/60		(I) Gains (C	al (h) sa	
Complete only for assets shown	(i) Adjusted basis		cess of col. (I)		col. (k), but r	not less tha	n -0-) or
(i) F.M.V. as of 12/31/69	as of 12/31/69		col. (j), if any	ļ	Losses	(from col. ((h)) ´
a							2,246.
<u>b</u>							3,210.
C					 _		5.
<u>d</u>	 						
e							39,848.
	C If goin	alaa aatar in Dart I. lina	7	<u> </u>			
2 Capital gain net income or (net ca		also enter in Part I, line), enter -0- in Part I, line) 2			42,090.
•	(, , , ,		•				
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8,		222(5) and (6).]			
If (loss), enter -0- in Part I, line 8			_	} 3			0.
Part V Qualification U	nder Section 4940	(e) for Reduced	Tax on Net	Investment	ncome		
		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	i lux oii ito		11001110		
(For optional use by domestic private					noone		
(For optional use by domestic private	e foundations subject to the				<u> </u>	<u> </u>	
	e foundations subject to the						-
(For optional use by domestic private	e foundations subject to the	e section 4940(a) tax or	net investment in	icome.)			Yes X No
(For optional use by domestic private if section 4940(d)(2) applies, leave the Was the foundation liable for the sectif "Yes," the foundation does not quart	e foundations subject to the his part blank. tion 4942 tax on the distrib lify under section 4940(e).	e section 4940(a) tax or outable amount of any y Do not complete this pa	n net investment in ear in the base pe art.	riod?			Yes X No
(For optional use by domestic private if section 4940(d)(2) applies, leave to Was the foundation liable for the sec	e foundations subject to the his part blank. tion 4942 tax on the distrib lify under section 4940(e).	e section 4940(a) tax or outable amount of any y Do not complete this pa	n net investment in ear in the base pe art.	riod?			
(For optional use by domestic private if section 4940(d)(2) applies, leave to Was the foundation liable for the sec if "Yes," the foundation does not quate in the appropriate amount in (a)	e foundations subject to the his part blank. tion 4942 tax on the distrib lify under section 4940(e). each column for each year;	e section 4940(a) tax or outable amount of any y Do not complete this pa ; see the instructions be (b)	ear in the base peart. fore making any e	riod?		Distrit	
(For optional use by domestic private if section 4940(d)(2) applies, leave the Was the foundation liable for the sectif "Yes," the foundation does not quate in the appropriate amount in	e foundations subject to the his part blank. tion 4942 tax on the distribution for each year;	e section 4940(a) tax or outable amount of any y Do not complete this pa see the instructions be	ear in the base peart. fore making any e	riod? intries. (c) incharitable-use ass	ets	Distrit (col. (b) div	(d) oution ratio rided by col. (c))
(For optional use by domestic private if section 4940(d)(2) applies, leave to was the foundation liable for the sec if "Yes," the foundation does not quate in the appropriate amount in Base period years	e foundations subject to the his part blank. tion 4942 tax on the distribution for each year;	to the section 4940(a) tax or the section 4940(a	ear in the base peart. fore making any e	riod? Intries. (c) Incharitable-use ass	ets	Distrit (col. (b) div	(d) Sution ratio rided by col. (c)) • 5 2 0 9 8 7
(For optional use by domestic private if section 4940(d)(2) applies, leave to Was the foundation liable for the sec if "Yes," the foundation does not qua 1. Enter the appropriate amount in (a) Base period years Calendar year (or tax year beginning)	e foundations subject to the his part blank. tion 4942 tax on the distribution for each year;	butable amount of any y Do not complete this pa see the instructions be (b) Ilifying distributions 1,212,025. 1,163,731.	ear in the base peart. fore making any e	riod? Intries. (c) Incharitable-use ass 2,326,4 3,080,8	ets 01.	Distrit (col. (b) div	(d) Sution ratio rided by col. (c)) . 520987
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Part VII Excise Tax Based on Investment Income (Section 4940(a), 4940(b), or 4948 - see instructions) 1	Form 990-PF (2014) THE ELFENWORKS FOUNDATION			224424	
Date of ruling or determination letter. (attach copy of letter if necessary-see instructions) b Onnestic Conditions that meet the section 4940(e) requirements in Part V, check here All other domains the conditions that meet the section 4947(a) (f) trusts and taxable foundations only. Others enter 1% of Part I, line 12, cot. (b). 2 Tax under section 511 (domestic section 4947(a) (f) trusts and taxable foundations only. Others enter -0-) 3 Add faces 1 ind 2 3 T58. 3 Subdite A (necembra) tax (domestic section 4947(a) (f) trusts and taxable foundations only. Others enter -0-) 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter -0- 6 B 7 Tax and with application for extension of time to lite (Form 8868) 6 C 6 B 7 Tax and with application for extension of time to lite (Form 8868) 6 C 6 B 7 Tax and with application for extension of time to lite (Form 8868) 6 C 7 Tax and with application for extension of time to lite (Form 8868) 7 Tax due, if the lotal of lines 5 and 8 is more than into 7, enter amount over lite of the lotal of lines 5 and 8 is more than into 97, enter amount over lite of 10 over pyment. If there 2 more than 10 to be: Oredited to 2015 estimated tax 1 Tax due, if the lotal of lines 5 and 8 is more than into 97, enter amount over lite of 10 over pyment. If the 7 amount on the 10 to be: Oredited to 2015 estimated tax 1 Tax due, if the lotal of lines 5 and 8 is more than into 97, enter amount over lite of 10 over pyment. If the 7 is a more than 10 to be: Oredited to 2015 estimated tax 1 Tax due, if the lotal date o			1948	- see instr	uctions)
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here	1a Exempt operating foundations described in section 4940(d)(2), check here and en	nter "N/A" on line 1.	-	1	•
of Part I, Ine 27b • All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, cot. (b). 2 Tax ander section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter 40-) 3 Add lines 1 and 2 5 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter 40-) 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter 40- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter 40- 5 Tax based on investment income. Subtract line 4 from line 3.1 zero or less, enter 40- 5 Tax gaid with application for extension of time to fite (Form 8868) 6 Exempt foreign organizations: 1 stumbheld at source 6 Tax gaid with application for extension of time to fite (Form 8868) 6 Exempt foreign organizations: 1 stumbheld at source 7 Total circella and payments. Add lines 8a through 8d 8 Enter any penalty for underpayment of estimated tax. Neck here [X] if Form 220 is attached 9 Tax des. If the load clines 5 and 8 smore than line 7, enter amount over 4 10 Overpayment. If line 7 is more than 100 during the 18 mine 7, enter amount over 4 10 Overpayment. If line 7 is more than 100 during the very 100 continued to 18 mine 7, enter amount over 4 10 Overpayment. If line 7 is more than 100 during the very 100 continued to 18 mine 7, enter the amount overpaid 1 1 Enter the amount of 18 mine 100 foreign 200 to 18 standard tax. 1 Tay of 100 the 18 supplication of 18 mine 7, enter than 18 mount overpayment 18 to 18 mine 7, enter amount overpayment 19 to 19	Date of ruling or determination letter: (attach copy of letter if nece	essary-see instructions)			
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7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here	,		1		
8 Enter any penalty for underpayment of estimated tax. Check here \(\bigcit{\text{X}} \) if form 2220 is attached \(\bigcit{\text{9}} \) 124 due. If the total of lines 5 and 8 is more than line 7, enter amount owed \(\bigcit{\text{9}} \) 10 \\ 0. \\			7 7	1	15.835.
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11 Earl: the amount of line 10 to be: Credited to 2015 estimated tax ▶ 15 , 0.77 ⋅ Refunded ▶ 11 O. Part VII-A Statements Regarding Activities 1 a During the tax year, did the loundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1₂ or 1₀ statisch 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 lie Form 1120-P0L for this year? (1) On the foundation. ▶ \$ 0 . (2) On foundation managers. ▶ \$ 0 . e Enter the rembursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ 0 . 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities 4 a Did the foundation have unrelated business gross is some of \$1,000 or more during the year? If "Yes," has it flied a tax return on Form 990-T for this year? If "Yes," attach the statement required by General Instruction 7 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction 7 6 Are the requirement 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, 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, or • By state legislation that effectively amends the governing instrument so	•		——	 	5 077.
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Forn	990-PF (2014) THE ELFENWORKS FOUNDATION 20-5522	2254	Page 5
Pa	art 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 WWW.ELFENWORKSFOUNDATION.ORG	L	
14	The books are in care of ► THE ELFENWORKS FOUNDATION Telephone no. ► (650)	347-	9700
	Located at ≥ 20 PARK ROAD, SUITE D, BURLINGAME, CA ZIP+4 ≥94	010	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		ightharpoonup
	and enter the amount of tax-exempt interest received or accrued during the year	N/I	Α
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank,	Y	es No
	securities, or other financial account in a foreign country?	16	Х
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the		' '
	foreign country		·
Pá	art 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.	1362 Y	es No
1:	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?		Ten en in
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)		
	a disqualified person?		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	-, 3	
	(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)?	1.	
	(6) Agree to pay money or property to a government official? (Exception. Check "No"	1:1.	
	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.)	1 1	, jei
	o If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations		22-00
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
	Organizations relying on a current notice regarding disaster assistance check here	•	
	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected		X
	before the first day of the tax year beginning in 2014?	1c	- A
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	1 1.	
	defined in section 4942(j)(3) or 4942(j)(5)). 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		11/2
	before 2014?		<u> </u>
	If "Yes," list the years > , ,		
	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect	1 1	1 1
,	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach		
	statement - see instructions.) N/A	2b	
	of the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	 	
3	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	1 "1"	
	during the year?	11-	
	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		1 .
	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	1 1	
	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) N/A	3b	
4	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
	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 jeonardy before the first day of the tax year beginning in 2014?	1 4h	X

orm 990-PF (2014) THE ELFENWORKS FOUNDATIO			20-55222	54 Page 6
Part VII-B Statements Regarding Activities for Which F	orm 4720 May Be	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				. 1
(1) Carry on propaganda, or otherwise attempt to influence legislation (section		_	es 🗶 No	
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire			, .
any voter registration drive?			es X No	
(3) Provide a grant to an individual for travel, study, or other similar purposes	7	Y	es 🗶 No	
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section			
4945(d)(4)(A)? (see instructions)		Y	es X No	
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f			
the prevention of cruelty to children or animals?	-	Y ₁	es X No	. .
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described	ın Regulations	ľ	
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A	5b
Organizations relying on a current notice regarding disaster assistance check h	ere		▶∟	
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fr	om the tax because it mainta			1 1.
expenditure responsibility for the grant?	N	I/A 🔲 Y	es No	·}
If "Yes," attach the statement required by Regulations section 53 494	5-5(d)		i	1 1.
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on			
a personal benefit contract?		Y	es 🗶 No 🗀	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal benefit contract?			6b X
If "Yes" to 6b, file Form 8870				, 57
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	Yo	es X No	· 1. · 1/2
b If "Yes," did the foundation receive any proceeds or have any net income attribu	table to the transaction?		N/A	7b
Part VIII'r Information About Officers, Directors, Trust	ees, Foundation Ma	nagers, Highly	y	
Paid Employees, and Contractors				
1 List all officers, directors, trustees, foundation managers and their	compensation.			
A Norward add and	(b) Title, and average hours per week devoted	(c) Compensation (if not paid,	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other
(a) Name and address	to position	enter -0-)	and deferred compensation	allowances
	TRUSTEE			
20 PARK ROAD, SUITE D				
BURLINGAME, CA 94010	1.00	0.	0.	0.
LAUREN SPEETH	TRUSTEE			
20 PARK ROAD, SUITE D			!	
BURLINGAME, CA 94010	40.00	0.	0.	0.
MARK VORSATZ	TRUSTEE			
20 PARK ROAD, SUITE D			i	
BURLINGAME, CA 94010	1.00	0.	0.	0.
ELIZABETH WIED	TRUSTEE			
20 PARK ROAD, SUITE D		}	ł	
BURLINGAME, CA 94010	1.00	0.	0.	0.
2 Compensation of five highest-paid employees (other than those inc		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		 	compensation	
		}	}	
		 		
	·	 		
	1			
		 		
		1		
		 		
	1			
Total number of other employees paid over \$50,000 .	L	1	, <u> </u>	0
1 Octobrillation of Control Comprospose parts over woodpood .			Form	990-PF (2014)

	-3322234 Page 7
Paid Employees, and Contractors (continued)	
3 Five highest-paid independent contractors for professional services. If none, enter "NONE."	
(a) Name and address of each person paid more than \$50,000 (b) Type of service	(c) Compensation
NONE	
Total number of others receiving over \$50,000 for professional services	<u> </u>
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 STATEMENT 11	798,436.
2	
3	_
	
4	_
	_
I Deat IV DIO	<u></u>
Part IX-B Summary of Program-Related Investments Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
	Amount
1 N/A	
	→
2	
2	
All other program-related investments. See instructions.	
3	
	7
Total. Add lines 1 through 3	
	Form 990-PF (2014)

<u>P</u>	Minimum Investment Return (All domestic foundations must complete this part. Foreign fou	ndations,	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.	1.43	
а	Average monthly fair market value of securities	1a	888,263.
	Average of monthly cash balances	1b	786,905.
C	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,675,168.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,675,168.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	25,128.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,650,040.
6	Minimum investment return. Enter 5% of line 5	6	82,502.
P	foreign organizations check here X and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2014 from Part VI, line 5		
b	Income tax for 2014. (This does not include the tax from Part VI.)	1	
C	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	
ĄP	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	ie ici	
a	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	1,221,796.
b	Program-related investments - total from Part IX-B	16	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:	A	
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	1,221,796.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	758.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,221,038.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years.	qualifies for	the section

Part XIII Undistributed Income (s	ee instructions)	N/A	_	
	(a)	(b)	(c)	(d)
	Corpus	Years prior to 2013	2013	2014
1 Distributable amount for 2014 from Part XI, line 7		-		
2 Undistributed income, if any, as of the end of 2014				• • • • • • • • • • • • • • • • • • • •
a Enter amount for 2013 only				
b Total for prior years:				- ,
3 Excess distributions carryover, if any, to 2014:				
a From 2009		·		
b From 2010	- 1	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1	gate it is a way to be	24 1/2 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
c From 2011	•	the state of the state of	10. 30.	Company Control Control
dFrom 2012		- '.' .		1 2 A A A A A A A A A A A A A A A A A A
e From 2013	.*		,	1 - 1 - 1
f Total of lines 3a through e		7.	, , , , , , , , , , , , , , , , , , ,	100 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
4 Qualifying distributions for 2014 from Part XII, line 4; ►\$		The second secon	The second secon	A STATE OF THE STA
a Applied to 2013, but not more than line 2a	1		1	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
b Applied to undistributed income of prior			Frank Birk	
years (Election required - see instructions)	() <u> </u>		- 1	
c Treated as distributions out of corpus		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		الله الله الله الله الله الله الله الله
(Election required - see instructions)		Million and the Control of the Contr	· 10年1日本 10年1日	कित्रोत्र विविधित्र के कि कि कि
d Applied to 2014 distributable amount	Burg wie ber eine i Berbertungen			
e Remaining amount distributed out of corpus		また。次共の政治は世代	基础公司 "是一个基本企	一八八人位在城市 人。这样一点
		小田子 一年 一日 神经	The same of the same	
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))		-4. White they will have		
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1.5	· · · · · · · · · · · · · · · · · · ·	
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years'				
undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable			,	1
amount - see instructions				
e Undistributed income for 2013. Subtract line			,	
4a from line 2a. Taxable amount - see instr.		·		
f Undistributed income for 2014. Subtract			,	
lines 4d and 5 from line 1. This amount must				
be distributed in 2015				
7 Amounts treated as distributions out of				, ,
corpus to satisfy requirements imposed by		والمعالم والمراوية		
section 170(b)(1)(F) or 4942(g)(3) (Election				
may be required - see instructions)		91 1 7 1 1 1 2 2 2 2 2 3 3	Sale of the second of the seco	
•		Line of the graph of the farming	中国一次大学大学大学	d ty The to
8 Excess distributions carryover from 2009		1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		*
not applied on line 5 or line 7		The hard agent at a spec	1 1 2 0 1 1 1 2 My 192	
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				-
10 Analysis of line 9:		 		
a Excess from 2010		· ·	,	1
	┪			1
b Excess from 2011	-			1
c Excess from 2012	-		1	· ·
d Excess from 2013				
e Excess from 2014			 	Form 990-PF (2014)

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.)

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).)

LAUREN SPEETH

(4) Gross investment income

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

NONE

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

Check here \blacktriangleright X 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:

h	The	form	in which	annlications	choule	d ha cubmitted	and information	and materials the	v 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:

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Enter gross amounts unless otherwise indicated.	Unrelated b	usiness income		section 512, 513, or 514	(e)
1 Program service revenue:	(a) Business code	(b) Amount	Exclu- sion code	(d) Amount	Related or exempt function income
•	Couc				
	_		- - - 		
c					
d	_				
e	_				
1	_		- - -		
g Fees and contracts from government agencies	-				
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
investments			} }		
4 Dividends and interest from securities			14	38,917.	
5 Net rental income or (loss) from real estate:	<u> </u>	 ,		77	
a Debt-financed property					
b Not debt-financed property	<u> </u>				
6 Net rental income or (loss) from personal					
property					
7 Other investment income					<1,737
8 Gain or (loss) from sales of assets other					
than inventory			18	46,761.	39,839
9 Net income or (loss) from special events					
O Gross profit or (loss) from sales of inventory					
1 Other revenue:					
a					
b	_ [
c					
d					
e					
2 Subtotal. Add columns (b), (d), and (e)	1437167		0., '	85,678.	38,102
13 Total. Add line 12, columns (b), (d), and (e)				13	123,780
See worksheet in line 13 instructions to verify calculations	.)				
Part XVI-B Relationship of Activitie	s to the Accon	plishment of	f Exempt Pi	ırposes	
Line No. Explain below how each activity for which				importantly to the accomp	olishment of
the foundation's exempt purposes (other t	nan by providing funds	tor such purposes	5).		
					-
					
					
					
					
I					
				 	
					

Form 990	D-PF (2014) THE E	LFENWORK	s Found	ATION		20-552	22254	Pi	age 13
Part 2	XVII Information R	egarding Tra		and Transactions a	and Relation				.4
1 Did	Exempt Organ the organization directly or ind		v of the following	ng with any other organization	n described in sec	rtion 501/c) of		Yes	No
	Code (other than section 501(c			-		511011 30 Naj Bi			
	nsfers from the reporting found						}		}
	Cash			9424.01. 2.1			1a(1)		x
(2)	Other assets						1a(2)		X
b Oth	er transactions;						1	T	
(1)	Sales of assets to a noncharita	ible exempt organiz	ation				16(1)		Х
	Purchases of assets from a no						1b(2)		X
(3)	Rental of facilities, equipment,	or other assets	•				1b(3)		X
(4)	Reimbursement arrangements	į					1b(4)		X
(5)	Loans or loan guarantees						1b(5)		X
(6)	Performance of services or me	embership or fundra	aising solicitatio	ons			1b(6)		X
c Sha	aring of facilities, equipment, ma	ailing lists, other ass	sets, or paid em	ployees			10		X
d if th	ie answer to any of the above is	"Yes," complete the	e following sche	edule. Column (b) should alv	ways show the fair	market value of the goods	, other ass	sets,	
or s	services given by the reporting t	oundation. If the fo	undation receiv	ed less than fair market valu	ue in any transactio	on or sharing arrangement,	show in		
col	umn (d) the value of the goods,	other assets, or ser	rvices received.						
(a)Line n	o (b) Amount involved	(c) Name		e exempt organization	(d) Descripti	on of transfers, transactions, an	d sharing ar	rangem	ents
			N/A						
								_	
	<u> </u>								
		ļ							
					_				
	<u> </u>								
		ļ			_				
	<u> </u>	ļ							
		<u> </u>							
	he foundation directly or indirec	•	•	· -	izations described			Г	No
	section 501(c) of the Code (other	•	c)(3)) or in sec	tion 52/7			Yes	ما	• 140
D 11	Yes," complete the following sch (a) Name of ore			(b) Type of organization	 	(c) Description of relation	nehin.		
		yanızatıon ————		(b) Type of organization		(C) Description of relation	191116		
	N/A			 	 				
					 				
				 	 				
					 				
	Under penalties of perjury, I declare	hat I have examined t	this return, including	ng accompanying schedules and	statements, and to the	he best of my knowledge		===	=
Sign Here	and belief, it is true, correct, and co	mplete Declaration of	prep oer (other th a	an taxpayer) is based on all inform	nation of which prepa	rer has any knowledge	May the IRS eturn with the hown below	e prepa (see in	rer str)?
11016	Supparture of officer or trusto	<u> </u>	<u></u>	12/12/12	Title		X Yes	: L_ 	_ No
	Signature of officer or trusted Print/Type preparer's n		Dranarar's a	Date	Date	Check If PTIN			
	Fillio Type preparer S II	ant	Preparer's s	orginature	المعدد	1 ~	•		

P01503079

Firm's EIN ► 33-1197384

Phone no. (415) 764-2700

self- employed

5/7/15

Paid

Preparer

Use Only

JASON WOOLSEY

Firm's name ► ANDERSEN TAX LLC

Firm's address ▶ 100 FIRST STREET,

SAN FRANCISCO, CA 94105

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

Department of the Treasury Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
 ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization

Employer identification number

	THE ELFENWORKS FOUNDATION	20-5522254
Organization type (check	cone)	
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	X 501(c)(3) exempt private foundation	
	4947(a)(1) nonexempt charitable trust treated as a private foundation	
	501(c)(3) taxable private foundation	
, ,	n is covered by the General Rule or a Special Rule. (c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special	Rule. See instructions
General Rule		
_	tion filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling one contributor. Complete Parts I and II. See instructions for determining a contribut	
Special Rules		
sections 509(a)(any one contribu	tion described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% supporting and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16 utor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount of the complete Parts I and II	Sa, or 16b, and that received from
year, total contri	tion described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received fro ibutions of more than \$1,000 exclusively for religious, charitable, scientific, literary, or ed for cruelty to children or animals. Complete Parts I, II, and III	
year, contributio	tion described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from exclusively for religious, charitable, etc., purposes, but no such contributions totaled	more than \$1,000. If this box
purpose Do not	er here the total contributions that were received during the year for an exclusively religion to complete any of the parts unless the General Rule applies to this organization because able, etc., contributions totaling \$5,000 or more during the year	
but it must answer "No"	on that is not covered by the General Rule and/or the Special Rules does not file Schedul on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its	

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Employer identification number

THE ELFENWORKS FOUNDATION

20-5522254

Part I	Contributors (see instructions) Use duplicate copies of Part I if addition	nal space is needed.	
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BURLINGAME OAKS 2010 CHARITABLE LEAD ANNUITY TRUST 909 SAINT JOSEPH ST FL 9 RAPID CITY, SD 57701	\$ 416,993.	Person X Payroll Noncash (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
! i		\$	Person Payroll Oncash Occash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroli Noncash Complete Part II for noncash contributions)
423452 11-0	5-14	Schedule B (Form	990, 990-EZ, or 990-PF) (2014)

Employer identification number

THE ELFENWORKS FOUNDATION

20-5522254

Part II None	cash Property (see instructions) Use duplicate copies of Pa	art 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
		s	
(a) No. rom 'art l	(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
		s	
(a) No. rom	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		s	990, 990-EZ, or 990-PF) (2

Schedule B (Form 990, 990-EZ, or 990-PF) (2014) Page 4 Name of organization Employer identification number THE ELFENWORKS FOUNDATION 20-5522254 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 Part III completing Part III, enter the total of exclusively religious, chantable, etc., contributions of \$1,000 or less for the year (Enter this info once) Use duplicate copies of Part III if additional space is needed. (a) No. from Part I (b) Purpose of gift (c) Use of gift (d) Description of how gift is held (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (d) Description of how gift is held (b) Purpose of gift (c) Use of gift (e) Transfer of gift Transferee's name, address, and ZIP + 4 Relationship of transferor to transferee (a) No. from Part I (c) Use of gift (d) Description of how gift is held (b) Purpose of gift (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

THE ELFENWORKS FOUNDATION

Recipient If recipient is an individual sink way relationship to any bundation making or substandial continuous or sub	Part XV Supplementary Information 3 Grants and Contributions Paid During the				
Name and address (nome of Dusness) of substantal contributor recepted PRACTURED ATLAS 218 W. 35TH ST. 10TH FLR SEW YORK, NE 10001 STANT SERVICE TO SERVICE TO STANT SE	Recipient	If recipient is an individual, show any relationship to		Purpose of grant or	Amount
### YORK, NE 10001 ### YORK, NE 10001 #### YORK, NE 10001 #### YORK, NE 10001 #### YORK, NE 10001 ################################	Name and address (home or business)	or substantial contributor		Contribution	711100111
### 157# ST, 1019 FLR ### YORK, NE 10001 ### 1					İ
### 10001 ### 10001	FRACTURED ATLAS			GRANT	J
PRESH LIPELINES FOR YOUTH 668 VALLEY MAY LILIPITAS, CA 95015 SEMERATION CITIZEN 775 WARREN ST. SEMENONY FROJECT 117 VINE ST., SUITE 212 OS ANGELES, CA 90038 25 IGNEBOY INDUSTRIES 30 W. BRUNO ST. OS ANGELES, CA 90012 LUNAN GROWTH FOUNDATION 977 GLEN COVE AVE., STE 5 LLEN HEAD, NY 11545 21 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW VARHINGTON, DC 20036 CCSM-FM 7700 WEST HILLSDALE BLDG, 9 ANA NATEO, CA 94402 11 INSLIED COLLEGE - LONEY GSB 1001 MACARTHUR BLVD. ANALAND, CA 94613 11 PRANT SPANT SPANT 12 SPANT SPAN	-				
### AILLEY MAY ####################################	NEW YORK, NE 10001				82,50
SERRATION CITIZEN 175 WARREN ST. 180 YORK, NY 10014 175 WARREN ST. 180 YORK, NY 10014 177 WARREN ST. 181 VINE ST., SUITE 212 181 OS ANGELES, CA 90038 255 181 OMEBOY INDUSTRIES 183 W. BRUNG ST. 180 ANGELES, CA 90012 181 AUMAN GROWTH FOUNDATION 197 GLEN COVE AVE., STE 5 181 SIEN HEAD, NY 11545 28 INSTITUTE FOR FOLICY STUDIES 1112 16TH ST., NW 181 YASHINGTON, DC 20036 18 OKCSM-FM 1700 WEST HILLSDALE BLDG. 9 181 SANNT 181 SOLLEGE - LOKEY GSB 180 MATEO, CA 94402 19 ORALAND, CA 94613 19 PENINSULA SYMPHONY 184 MAIN STREET, STE 102 185 ALTOS, CA 94022 19 ORALAND, CA 94612	PRECH LIFELINES POD VONTU			CDANT	
SEMERATION CITIZEN SEMERATION CITIZEN 175 WARREN ST. NEN YORK, NY 10014 25 4ARMONY PROJECT 317 VINE ST., SUITE 212 LOS ANGELES, CA 90038 25 HOMEBOY INDUSTRIES 130 W. BRUNO ST. LOS ANGELES, CA 90012 HUMAN GROWTH FOUNDATION 1977 GLEN COVE AVE., STE 5 SLEN HEAD, NY 11545 26 INSTITUTE FOR POLICY STUDIES 1112 15TH ST., NW NASKINGTON, DC 20036 ACCSM-FM 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 11 IILLS COLLEGE - LOKEY GSB SOUD MACARTHUR BLVD. ANALAND, CA 94613 1 PRANT 1 PR				GRANT	
175 WARREN ST. 125 MARMONY PROJECT 137 VINE ST., SUITE 212 126 ANGELES, CA 90038 25 MIGMEBOY INDUSTRIES 130 W. BRUNO ST. 130 W. BRUNO ST. 130 SANGELES, CA 90012 141 MAN GROWTH POUNDATION 197 GLER COVE AVE., STE 5 152 LEN HEAD, NY 11545 2 MINSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW 112 16TH ST., NW 113 16TH ST., NW 114 10TH ST., NW 115 10TH ST., NW 116 MILLS DALE BLDG. 9 141 MILLS COLLEGE - LOKEY GSB 150 MARATEO, CA 94402 15 MILLS COLLEGE - LOKEY GSB 15 MILLS COLLEGE - LOKEY GSB 15 MILLS COLLEGE - LOKEY GSB 16 MILLS COLLEGE - LOKEY GSB 17 MILLS COLLEGE - LOKEY GSB 18 MILLS COLLEGE - LOKEY GSB 19 MILLS COLLEGE - LOKEY GSB 10 MILLS COLLEGE - LOKEY GSB 10 MILLS COLLEGE - LOKEY GSB 11 MILLS COLLEGE - LOKEY GSB 12 MILLS COLLEGE - LOKEY GSB 13 MILLS COLLEGE - LOKEY GSB 14 MILLS COLLEGE - LOKEY GSB 15 MILLS COLLEGE - LOKEY GSB 16 MILLS COLLEGE - LOKEY GSB 17 MILLS COLLEGE - LOKEY GSB 18 MILLS COLLEGE - LOKEY GSB 19 MILLS COLLEGE - LOKEY GSB 10 MILLS COLLEGE - LOKEY GSB 11 MILLS COLLEGE - LOKEY GSB 12 MILLS COLLEGE - LOKEY GSB 13 MILLS COLLEGE - LOKEY GSB 14 MILLS COLLEGE - LOKEY GSB 15 MILLS COLLEGE - LOKEY GSB 16 MILLS COLLEGE - LOKEY GSB 17 MILLS COLLEGE - LOKEY GSB 18 MILLS COLLEGE - LOKEY GSB 19 MILLS COLLEGE - LOKEY GSB 10 MILL					250
175 WARREN ST. 188W YORK, NY 10014 25 HARMONY PROJECT 317 VINE ST., SUITE 212 205 ANGELES, CA 90038 25 HOMEBOY INDUSTRIES 130 W. BRUNO ST. 205 ANGELES, CA 90012 HUMAN GROWTH POUNDATION 197 GLER COVE AVE., STE 5 5LEN HEAD, NY 11545 21 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NN 112 16TH ST., NN 138 NASHINGTON, DC 20036 15 CCSM-FM 1700 WEST HILLSDALE BLDG, 9 3AN MATEO, CA 94402 11 AILLS COLLEGE - LOKEY GSB 1000 MACARTHUR BLVD, 1000					
ARROWY PROJECT HARROWY PROJECT 117 VINE ST., SUITE 212 LOS ANGELES, CA 90038 25 HOMEBOY INDUSTRIES 130 W. BRUNO ST. LOS ANGELES, CA 90012 HUMAN GROWTH POUNDATION 1977 GLEN COVE AVE., STE 5 3LEN HEAD, NY 11545 21 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW 14ASHINGTON, DC 20036 16 CCSM-FM 1700 WEST HILLSDALE BLDG, 9 SAN MATEO, CA 94402 11 INSTITUTE OLICY STUDIES 15000 MACASTRUR BLVD. 25ALMAND, CA 94613 16 27ANT 37ANT 37ANT 37ANT 37ANT 47ANT 4	GENERATION CITIZEN			GRANT	
HARMONY PROJECT 317 VINE ST., SUITE 212 LOS ANGELES, CA 90038 25 HOMEBOY INDUSTRIES LIJO W. BRUNO ST. LOS ANGELES, CA 90012 HUMAN GROWTH FOUNDATION 997 GLEN COVE AVE., STE 5 GLEN HEAD, NY 11545 26 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW AASKINGTON, DC 20036 416 KCSM-FM 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 41 LLS COLLEGE - LOKEY GSB 5000 MACARTHUR BLVD. DAKLAND, CA 94613 1 GRANT 1	175 WARREN ST.				
25 ANGELES, CA 90038 26 ANGELES, CA 90038 27 ANGELES, CA 90038 28 ANGELES, CA 90012 38 ANGELES, CA 90012 40 ANGELES, CA 90012 41 ANGELES, CA 90012 41 ANGELES, CA 90012 42 ANGELES, CA 90012 43 ANGELES, CA 90012 44 ANGELES, CA 90012 45 ANGELES, CA 90012 46 ANGELES, CA 90012 47 ANGELES, CA 90012 48 ANGELES, CA 90012 49 ANGELES, CA 90012 40 ANGELES, CA 90012	NEW YORK, NY 10014				25,000
25 ANGELES, CA 90038 25 HOMEBOY INDUSTRIES 3130 W. BRUNO ST. LOS ANGELES, CA 90012 HUMAN GROWTH FOUNDATION 3FRANT 397 GLEN COVE AVE., STE 5 3LEN HEAD, NY 11545 2 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW WASHINGTON, DC 20036 2FANT 3SAN MATEO, CA 94402 1 WILLS COLLEGE - LOKEY GSB 3FRANT					
AOMEBOY INDUSTRIES 130 W. BRUNO ST. LOS ANGELES, CA 90012 HUMAN GROWTH FOUNDATION 997 GLEN COVE AVE., STE 5 3LEN HEAD, NY 11545 2 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW VASHINGTON, DC 20036 16 CCSK-FM 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 1 4ILLS COLLEGE - LOKEY GSB 300 MACARTHUR BLVD. 200 ALTOS, CA 94022 3 SRANT 3 SRANT 5		Ì		GRANT	1
ACCEM-FM 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 111LS COLLEGE - LOKEY GSB 1000 MACARTHUR BLUD. 1112 ACMAIN STREET, STE 102 1000 MALIND STREET, STE 102	•			1	25,000
130 W. BRUNO ST. LOS ANGELES, CA 90012 HUMAN GROWTH FOUNDATION 997 GLEN COVE AVE., STE 5 SLEN HEAD, NY 11545 2 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW VASHINGTON, DC 20036 16 CCSM-PM 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 1 41LLS COLLEGE - LOKEY GSB 5000 MACARTHUR BLVD. JAKLAND, CA 94613 1 PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022					
AUMAN GROWTH FOUNDATION 997 GLEN COVE AVE., STE 5 3LEN HEAD, NY 11545 20 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW VASHINGTON, DC 20036 16 CCSK-PM 1700 WEST HILLSDALE BLDG. 9 3SAN MATEO, CA 94402 11 AULLS COLLEGE - LOKEY GSB 5000 MACARTHUR BLVD. DAKLAND, CA 94613 12 PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022	HOMEBOY INDUSTRIES			GRANT	
HUMAN GROWTH FOUNDATION 997 GLEN COVE AVE., STE 5 SLEN HEAD, NY 11545 2 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW WASHINGTON, DC 20036 16 KCSM-FM 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 1 MILLS COLLEGE - LOKEY GSB 5000 MACARTHUR BLVD. DAKLAND, CA 94613 1 PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022	130 W. BRUNO ST.				ļ
997 GLEN COVE AVE., STE 5 GLEN HEAD, NY 11545 Z INSTITUTE FOR POLICY STUDIES L112 16TH ST., NW WASHINGTON, DC 20036 ACCSM-FM L700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 1 AILLS COLLEGE - LOKEY GSB GOOD MACARTHUR BLUD. DAKLAND, CA 94613 PENINSULA SYMPHONY L46 MAIN STREET, STE 102 LOS ALTOS, CA 94022 Z GRANT GRANT GRANT GRANT GRANT GRANT GRANT	LOS ANGELES, CA 90012				500
297 GLEN COVE AVE., STE 5 3LEN HEAD, NY 11545 22 INSTITUTE FOR POLICY STUDIES 1112 16TH ST., NW VASSHINGTON, DC 20036 3CSM-FM 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 11 4ILLS COLLEGE - LOKEY GSB 5000 MACARTHUR BLVD. DAKLAND, CA 94613 12 PENINSULA SYMPHONY 146 MAIN STREET, STE 102 DOS ALTOS, CA 94022	WWW. Chowny Boundarion			CD ANIM	
STANT STAN				JAAN I	
ACSM-FM ACCSM-FM ACCSM-	•				2,000
1112 16TH ST., NW VASHINGTON, DC 20036 CCSM-FM GRANT 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 14ILLS COLLEGE - LOKEY GSB GRANT GRAN					
WASHINGTON, DC 20036 CCSM-FM 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 MILLS COLLEGE - LOKEY GSB 5000 MACARTHUR BLVD. DAKLAND, CA 94613 PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022	INSTITUTE FOR POLICY STUDIES			GRANT	
GRANT 1700 WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 MILLS COLLEGE - LOKEY GSB 5000 MACARTHUR BLVD. DAKLAND, CA 94613 PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022	•				16,000
ATON WEST HILLSDALE BLDG. 9 SAN MATEO, CA 94402 ATON MEST HILLSDALE BLDG. 9 ATON MATEO, CA 94402 ATON MATEO, CA 94402 GRANT					
SAN MATEO, CA 94402 AILLS COLLEGE - LOKEY GSB 5000 MACARTHUR BLVD. DAKLAND, CA 94613 PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022	CSM-FM			GRANT	
GRANT GRANT GRANT DAKLAND, CA 94613 PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022				1	
DAKLAND, CA 94613 PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022	SAN MATEO, CA 94402				1,500
DAKLAND, CA 94613 PENINSULA SYMPHONY L46 MAIN STREET, STE 102 LOS ALTOS, CA 94022	ATTIC COLUMN TOWN CON			CD A NIII	
PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022				BRANT	
PENINSULA SYMPHONY 146 MAIN STREET, STE 102 LOS ALTOS, CA 94022					1,400
L46 MAIN STREET, STE 102 LOS ALTOS, CA 94022	 				<u> </u>
LOS ALTOS, CA 94022	PENINSULA SYMPHONY			GRANT	
					50.
Total from continuation sheets					392,260

THE ELFENWORKS FOUNDATION [Part XV] Supplementary Information

Part XV Supplementary Information				
3 Grants and Contributions Paid During the Ye				ļ
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
——————————————————————————————————————	or substantial contributor	recipient	<u> </u>	
			1	1
ST. MARY'S COLLEGE			GRANT]
P.O. BOX 4300				
10RAGA, CA 94575			}	5,000
COMMISSION DE LE COMMISSION DE LA COMMIS				
STUDENTS RISING ABOVE P.O. BOX 29174			GRANT	Ì
SAN FRANCISCO, CA 94129				500
ı				[
THE CARTER CENTER			GRANT	j
ONE COPENHILL; 453 FREEDOM PARKWAY				
ATLANTA, GA 30307			 	216,365
		!		
JCSF FOUNDATION			GRANT	
РО ВОХ 45339				
SAN FRANCISCO, CA 94145				5,000
NITED METHODIST COMMITTEE ON RELIEF			GRANT	
UMCOR) VIA ADVANCE GCFA FOR EBOLA		ı		
PO BOX 9068				1
NEW YORK, NY 10087-9068				5,000
NOMEN FOR WOMEN INTERNATIONAL			GRANT	1
GLOBAL SUPPORT CENTER PO BOX 9224		ı		4,745
CENTRAL ISLIP, NY 11722-9224			 	4,743
WAM SAN FRANCISCO			GRANT	1
57 ELLIS ST.				}
SAN FRANCISCO, CA 94102	······································		<u> </u>	1,000
	}	i	İ	
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FORM 990-PF	DIVIDENDS	AND INTEREST	FROM SECUR	ITIES ST	'ATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS FROM BURLINGAME REDWOOD					
2011 CRT DIVIDENDS FROM UBS	13,967.	0.	13,967.	13,967.	13,967.
#2572	20,410.	0.	20,410.	20,410.	20,410.
DIVIDENDS FROM WELLS FARGO #3652 INTEREST FROM BURLINGAME REDWOOD	42.	0.	42.	42.	42.
2011 CRT INTEREST FROM MICROVEST SHORT	8.	0.	8.	8.	8.
DURATION FUND, LP INTEREST FROM UBS	1,340.	0.	1,340.	1,340.	1,340.
#2572	3,148.	0.	3,148.	3,148.	3,148.
INTEREST FROM WELLS FARGO #3652	2.	0.	2.	2.	2.
TO PART I, LINE 4	38,917.	0.	38,917.	38,917.	38,917.

FORM 990-PF G	AIN OR	(LOSS)	FROM	SALE	OF	ASSETS	STAT	TEMENT	2
(A) DESCRIPTION OF PROPERTY						MANNER ACQUIRED	DATE ACQUIRED	DATE S	SOLD
CAPITAL GAIN DISTRIBUTI FROM UBS #02572	ON					PURCHASED	VARIOUS	VARIO	ous
(B) GROSS SALES PRICE	COST OTHER	OR	EX	(D) PENSE SALE	OF	(E) DEPREC.	GATN	(F)	:s
2,246.		0	•		0.		0.		246.
(A) DESCRIPTION OF PROPERTY						MANNER ACQUIRED	DATE ACQUIRED	DATE S	SOLD
CAPITAL GAIN DISTRIBUTI FROM WELLS FARGO #3652	ON					PURCHASED	VARIOUS	VARIO	บร
(B) GROSS SALES PRICE		OR	EX	(D) PENSE SALE	OF	(E) DEPREC.	GAIN	(F)	SS
5.		0	•		0.		0.		5.
(A) DESCRIPTION OF PROPERTY						MANNER ACQUIRED	DATE ACQUIRED	DATE S	SOLD
MICROVEST SHORT DURATIO	N					PURCHASED	VARIOUS	VARIO	บร
(B) GROSS SALES PRICE		C) T OR BASIS	EX	(D) PENSE SALE	OF	(E) DEPREC	. GAIN	(F)	ss
<9.>		0	•		0.		0.		<9.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
BURLINGAME REDWOOD 2011	CRT		PURCHASED	VARIOUS	VARIOUS
(B) GROSS	(C) COST OR	(D) EXPENSE OF	(E)		(F)
SALES PRICE	OTHER BASIS	SALE	DEPREC -	GAIN	OR LOSS
39,848.	0.	0.	·	0.	39,848.
(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT D-1	_		PURCHASED	VARIOUS	VARIOUS
(B) GROSS	(C) COST OR	(D) EXPENSE OF	(E)		(F)
SALES PRICE	OTHER BASIS	SALE	DEPREC	. GAIN	OR LOSS
20,277.	19,380.	0.		0.	897.
(A) DESCRIPTION OF PROPERTY	`		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT D-1	_		PURCHASED	VARIOUS	VARIOUS
(B) GROSS	(C) COST OR	(D) EXPENSE OF	(E)	CATN	(F)
SALES PRICE	OTHER BASIS	SALE	DEPREC		OR LOSS
16,644.	14,914.	0.	·	0.	1,730.
(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT D-1	_		PURCHASED	VARIOUS	VARIOUS
(B) GROSS	(C) COST OR	(D) EXPENSE OF	(E)		(F)
SALES-PRICE	-OTHER-BASIS	SALE	DEPREC	GAIN	OR LOSS
529,931.	488,058.	0.	,	0.	41,873.

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRI	ED DATE SO	OLD
DISPOSITION OF INVESTMENT IN MICROVEST SHORT DURATION FUND, LP		P	URCHASED	VARIOUS	07/15/	/14
	(C) ST OR E	(D)	(E)		(F)	
_	R BASIS	XPENSE OF SALE	DEPREC.	GA:	IN OR LOSS	3
35,464.	35,454.	0.		0.	1	10.
NET GAIN OR LOSS FROM SALE OF	F ASSETS				86,60	00.
CAPITAL GAINS DIVIDENDS FROM	PART IV					0.
TOTAL TO FORM 990-PF, PART I	, LINE 6A				86,60	00.
FORM 990-PF	OTHER I	NCOME		S	ГАТЕМЕПТ	3
DESCRIPTION		(A) REVENUE PER BOOKS	(B) NET IN MENT II	EST-	(C) ADJUSTEI NET INCOM	
OTHER LOSSES FROM MICROVEST S DURATION FUND, LP	SHORT	<1,737	.> <	L,737.>	<1,73	 37.>
TOTAL TO FORM 990-PF, PART I	, LINE 11 ==	<1,737	•> <	.737.>	<1,73	37.>
FORM 990-PF	LEGAL	FEES		S	PATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST MENT INCOM	- ADJ	C) JSTED INCOME	(D) CHARITAI PURPOSI	
LEGAL FEES	331.		0.	0.	3:	31.

FORM 990-PF	ACCOUNTI	NG FEES		PATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	23,454.	0.	0.	23,454.
TO FORM 990-PF, PG 1, LN 16B	23,454.	0.	0.	23,454.
FORM 990-PF (OTHER PROFES	SIONAL FEES	Sī	PATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	179,828.	0.	0.	179,828.
TO FORM 990-PF, PG 1, LN 16C	179,828.	0.	0.	179,828.
FORM 990-PF	TAX	ES	ST	PATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES AND WORKERS COMPENSATION FOREIGN TAXES PAID STATE FILING FEES	18,954. 768. 1,388.	0. 768. 0.	0. 0. 0.	18,954. 0. 1,388.
TO FORM 990-PF, PG 1, LN 18	21,110.	768.	0.	20,342.

	OTHER E	XPENSES		STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOM	
ADVERTISING & MARKETING	698.	0.		0. 698.
BANK SERVICE CHARGES	50.			0. 0.
INSURANCE	3,584.			0. 3,584.
MEALS AND ENTERTAINMENT	8,735.			0. 8,735.
MISCELLANEOUS EXPENSE	2,799.			0. 2,799.
OFFICE EXPENSE	748.			0. 748.
OFFICE SUPPLIES	10,690.			0. 10,690.
POSTAGE AND DELIVERY	2,396.			0. 2,396.
REPAIRS AND MAINTENANCE	2,689.			0. 2,689.
SOFTWARE FEES	1,415.			0. 1,415.
UTILITIES	16,458.			0. 16,458.
PAYROLL SERVICES	2,297.			0. 2,297.
CHARITY EVENTS	145,721.			0. 145,721.
MANAGEMENT FEES	265.			0. 0.
PUBLIC RELATIONS	17,991.			0. 17,991.
TO FORM 990-PF, PG 1, LN 23	216,536.	2,739.		0. 216,221.
FORM 990-PF	OTHER INV	ESTMENTS		STATEMENT S
FORM 990-PF DESCRIPTION	V	LUATION	OK VALUE	STATEMENT S FAIR MARKET VALUE
DESCRIPTION EQUITIES AND MUTUAL FUNDS	V	LUATION	OK VALUE 610,884.	FAIR MARKET
DESCRIPTION	V.	LUATION IETHOD BC		FAIR MARKET VALUE
DESCRIPTION EQUITIES AND MUTUAL FUNDS	V/ N I, LINE 13	ALUATION METHOD BC COST	610,884.	FAIR MARKET VALUE
DESCRIPTION EQUITIES AND MUTUAL FUNDS TOTAL TO FORM 990-PF, PART II	VA N I, LINE 13 F ASSETS NOT	COST THELD FOR INV	610,884.	FAIR MARKET VALUE 680,833
DESCRIPTION EQUITIES AND MUTUAL FUNDS TOTAL TO FORM 990-PF, PART II	VA N I, LINE 13 F ASSETS NOT	COST THELD FOR INV	610,884. 610,884. ESTMENT	FAIR MARKET VALUE 680,833. 680,833.

20-5522254

FORM 990-PF

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

STATEMENT

11

ACTIVITY ONE

RAISE AWARENESS OF ISSUES THAT INCLUDE EDUCATION, PUBLIC HEALTH, SOCIAL JUSTICE, SUSTENANCE, AND NON-VIOLENCE BY PROVIDING SUPPORT FOR MEDIA PRODUCTION OF BOOKS, FILMS AND AUDIO CDS. THE FOUNDATION PROVIDES AWARDS AND OUTREACH SUPPORT IN FILM, PRINT, WEB AND AWARD PROGRAMS TO OTHER EXEMPT ORGANIZATIONS AND TO VISIONARY INDIVIDUALS.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

798,436.

SHORT-TERM	2- SHORT-TERM TRANSACTIONS	s- COVI	5- COVERED tax lots 3-	3- Basis is reported to the IRS**	t to the IRS**		
Description of pro	Report on Form 8949, Part I, with Box A checked Ta- Description of property/CUSIP/Symbol						
1c- Date sold or disposed	Quantity 6-	1d- Proceeds & 6- Reported (G)ross (N)et	1b- Date acquired	1e- Cost or other basis	1g- Adjustments & 1f- Code(s), if any	7- Loss not allowed(X)	Additional information
WORLDWIDE FUN	IVA WORLDWIDE FUND CLASS A / CUSIP 45070A107 / Symbol						
	3 tax lots for 05/14/	3 tax lots for 05/14/14 Total proceeds (and cost	cost when required) reported to the IRS	irted to the IRS	o c	00 20	Sala
	466 QZ	10008	2007	<u> </u>			Note 26
	55 526	1,024 45	12/17/13	896	000	55 52	Sale Note 26
	124 836	2,303 23	12/17/13	2,178 39	000	124 84	
05/14/14	207 356	3,825 72	VARIOUS	3,618 36	00 0	. 207 36	Note 20 Total of 3 lots
ARES MSCI EMER	GING MARKETS ETF / CU:	ISHARES MSCI EMERGING MARKETS ETF / CUSIP 464287234 / Symbol EEM	W	!			
	2 tax lots for 05/14/ 15.000	2 tax lots for 05/14/14 Total proceeds (and cost 15.000	cost when required) reported to the IRS 07/05/13 560	orted to the IRS 560 10	00 0	69 08	
	10 000	427 19	12/30/13	414 65	00 0	12 54	Note 26 Sale
05/14/14	25 000	1,067 98	VARIOUS	974 75	000	93 23	note zo Total of 2 lots
ARES RUSSELL 10	 SHARES RUSSELL 1000 VALUE ETF / CUSIP 464287598 / Symbol 1WD	64287598 / Symbol IWD					
	3 tax lots for 09/23) 8 000	3 tax lots for 09/23/14 Total proceeds (and cosi 8 000	cost when required) reported to the IRS 12/30/13	orted to the IRS 750 70	00 0	63 15	Sale
	000 9	610 40	03/31/14	578 15	00 0	32 25	Note 26 Sale
		2				Č	Note 26
	1 000	101 73	07/09/14	26 001	000	000	Sare Note 26
09/23/14	15 000	1,525 98	VARIOUS	1,429 77	00 0	96 21	Total of 3 lots
ARES RUSSELL 1	000 GROWTH ETF / CUSIF	ISHARES RUSSELL 1000 GROWTH ETF / CUSIP 464287614 / Symbol IWF					
	4 tax lots for 05/14 6 000	4 tax lots for 05/14/14 Total proceeds (and cos 523 85	cost when required) reported to the IRS 07/09/13	orted to the IRS 447 17	000	26 68	Sale
	000 4	73 367	00,00,43	00 000		76.66	

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	Additional information	-	Sale Note 26	Sale Note 26	Total of 4 lots	Sale Note 26			Sale	Sale	Sale	Sale	Total of 4 lots		Sale	Note 26		Note 26	Sale Note 26		Note 26	Sale Note 26	Sale Note 26		Nore 26 Sale	Note 26
	Gain or loss(-) &		9 42	3 53	136 18	1 58	137 76		60 8-	88 0-	-105	-1 90	-6 92		13.81		6 04	•	98 6	5 50		-125	-2 01	7.37	69 6	
to the IRS**	1g- Adjustments &	(12 11 1/2)2222 - 11	000	000	00 0	00 0	00 0		00 0	00 0	000	000	00 0		000	3	00 0	•	000	000		00 0	000	00 0	000	
5- COVERED tax lots 3- Basis is reported to the IRS**	1e. Cost or	555	427 13	433 01	1,697 30	90 73	1,788.03		ported to the IRS	63 91	76 40	165 23	455 86		eported to the IRS		580 71	1	565 58	595 62		549 18	587 47	28 929	836 91	
ERED tax lots	1b- Date	IWF (cont'd)	12/30/13	03/31/14	VARIOUS	07/09/14			it when required) re	07/25/14	07/28/14	08/27/14	VARIOUS		ost when required)	0111700	07/26/13		08/27/13	09/27/13		10/25/13	11/27/13	12/12/13	12/12/13	
5- COV	1d- Proceeds &		436 55	436 54	1,833 48	92 31	1,925 79	00122 / Symbol	4 tax lots for 09/23/14 Total proceeds (and cost when required) reported to the IRS	63 63	75 35	163 33	448 94	000668 / Symbol	13 fax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS		586 75		575 46	601 12		547 93	585 46	643 74	846 60	
2- SHORT-TERM TRANSACTIONS Report on Form 8949, Part I, with Box A checked		L 1000 GROWTH ETF / CUS	2 000	2 000	21 000	1 000	Security total	IVY HIGH INCOME FUND CLASS I / CUSIP 466000122 / Symbol	4 tax lots for 09/23	7 346	8 782	19 036	52 324	IVY HIGH INCOME FUND CLASS A / CUSIP 466000668 / Symbol	13 tax lots for 05/1	000	67 134		65 842	822 89		62 692	986 99	73 654	96 865	
2- SHORT-TER Report on Form 8945	1a- Description of 1c- Date sold or	ISHARES RUSSEL			05/14/14	09/23/14		IVY HIGH INCOME	, ș	τA	ΛTΙ	ΕN	09/23/14	IVY HIGH INCOME												
									_	-		_	_													

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	Additional information				Note 26 Sale Note 26		Total of 13 lots	Sale Note 26				Note 26 Sale Note 26			Total of 4 lots		Sale	Sale	Sale	Total of 3 lots
	Gain or loss(-) & 7- Loss not allowed(X) Ac		3 94 Sa	Nc 000 Sa	00 00 Se	1 25 Sa	60 63 To	-0 48 Sa	60 15		122 64 Se	80 71 Se	16 03 Se	3 73 Se	223 11 TC			9 32 Se		85 67 Tc
to the IRS**	1g- Adjustments & 1f- Code(s), if any	00 0	000	000	000	00 0	00 0	2 39 W	2.39 W		000	00 0	00 0	00 0	00 0		00 0	00 0	000	000
5- COVERED tax lots 3- Basis is reported to the IRS**	1e- Cost or other basis	554 17	426 95	543 04	487 58	543 84	7,468 25	504 44	7,972 69		ported to the IRS 661 19	703 11	669 81	584 14	2,618 25		eported to the IRS	112 80	60 23	524 92
/ERED tax lots	1b- Date acquired	12/31/13	01/27/14	02/27/14	03/27/14	04/25/14	VARIOUS	05/24/13			ist when required) re 06/28/13	09/27/13	12/27/13	03/31/14	VARIOUS	3 / Symbol DIM	ost when required) re	09/27/13	03/28/14	VARIOUS
\$- CO	1d- Proceeds & 6- Reported (G)ross (N)et	000668 / Symbol (cont'd) 560.58	430 89	543 04	487 58	545 09	7,528 88	501 57	8,030 45	22908769 / Symbol VTI	4 tax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS 8 000 783 83 06/28/13	783 82	685 84	587 87	2,841 36	 	3 tax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS	122 12	61 06	610 59
2- SHORT-TERM TRANSACTIONS Report on Form 8049 Part with Box A checked		FUND CLASS A / CUSIP 46 64 140	49 301	62 133	55 787	62 367	861 427	57 388	Security total	VANGUARD TOTAL STOCK MKT ETF / CUSIP 922908769 / Symbol VTI	4 tax lots for 05/14 8 000	8 000	2 000	000 9	29 000	 WISDOMTREE TRUST INTL MIDCAP DVIDEND UND / CUSIP 97717W778 / Symbol DIM	3 tax lots for 05/14	2 000	1 000	10 000
2- SHORT-TE	1a- Description of	IVY HIGH INCOL					05/14/14	05/14/14	~ 4 ~	VANGUARD TO	NT C	4			05/14/14	WISDOMTREE				05/14/14

	Addrtional information			Additional information		Sale Note 26		Total of 2 lots		Sale Note 26			Sale Note 26	Sale Note 26	Total of 5 lots	Sale
	Gain or loss(-) & 7- Loss not allowed(X)	896 57		Gain or loss(-) & 7- Loss not allowed(X)		76 02	-496	71 06		108 28	144 23	143 64	261 96	63 55	721 66	95 6 -
to the IRS**	1g- Adjustments & 1f- Code(s), if any	2.39 W	to the IRS**	1g- Adjustments & 1f- Code(s), if any		000	000	00 0		00 0	0.00	00 0	000	00 0	00 0	00 0
3- Basis is reported to the IRS**	1e- Cost or other basis	19,382.63	3- Basis is reported to the IRS**	1e- Cost or other basis		eported to the IRS 522 05	261.28	783 33		eported to the IRS 328 27	379 62	467 52	785 74	285 68	2,246 83	419 65
COVERED tax lots	1b- Date acquired		COVERED tax lots	1b- Date acquired	EM	st when required) n 06/28/12	12/27/12	VARIOUS		st when required) r 03/29/12	07/02/12	09/28/12	12/26/12	04/01/13	VARIOUS	05/27/14
5- COV	1d- Proceeds & 6-Reported (G)ross (N)et	20,276.81	5- COV	1d- Proceeds & 6- Reported (G)ross (N)et	SIP 464287234 / Symbol E	2 tax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS 14 000 522	256 32	854 39	464287614 / Symbol IWF	5 tax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS 5 000	523 85	61116	1,047 70	349 23	2,968 49	000122 / Symbol 410 09
2- SHORT-TERM TRANSACTIONS Report on Form 8949 Part I with Box A checked		Totals:	2- LONG-TERM TRANSACTIONS Report on Form 8949, Part II, with Box D checked	1a- Description of property/CUSIP/Symbol 1c- Date sold or disposed Quantity 6	ISHARES MSCI EMERGING MARKETS ETF / CUSIP 464287234 / Symbol EEM	2 tax lots for 05/14, 14 000	000 9	05/14/14 20 000	ISHARES RUSSELL 1000 GROWTH ETF / CUSIP 464287614 / Symbol	5 tax lots for 05/14, 5 000	000 9	000 2	12 000	4 000	05/14/14 34 000	IVY HIGH INCOME FUND CLASS I / CUSIP 466000122 / Symbol 09/23/14
2-S Repo	1a-1	ļ	2- L Repo	1a- 1c	ISH,		STA	TEM		D-1					J	<u>``</u>

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Gain or loss(-) & 7-Loss not allowed(X) Additional information 56 26 26 56 26 20 92 26 26 56 56 26 56 26 20 26 26 Sale Note Sale Note Note. Note Note Sale Note Sale Note Sale Note Note Note Note Sale Note Note. Note Sale Note Sale Sale Sale Sale Sale Sale Sale 3 83 5 66 27 39 23 86 17 88 14 28 13 74 5 75 19 07 1381 1 07 31 10 24 29 26 18 27 51 13 24 26 61 1g- Adjustments & 1f- Code(s), if any 000 000 000 000 000 000 000 000 000 000 000 000 000 000 000 000 000 5- COVERED tax lots 3- Basis is reported to the IRS** 463 14 504 60 539 73 512 84 610 11 586 63 245 50 81430 589 77 474 73 543 67 468 01 429 65 468 17 169 29 560 44 486 37 1e- Cost or other basis 18 tax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS 52 718 429 6 01/25/13 02/27/13 03/27/12 04/27/12 05/25/12 07/27/12 10/26/12 11/27/12 12/13/12 12/13/12 12/31/12 06/27/12 08/27/12 1b- Date acquired 09/27/12 03/27/13 02/27/12 1d- Proceeds & 6- Reported (G)ross (N)et 251 25 603 58 478 56 549 33 469 08 493 58 490 65 53199 563 59 504 25 526 08 62439 600 37 833 37 494 78 586 62 IVY HIGH INCOME FUND CLASS A / CUSIP 466000668 / Symbol 2- LONG-TERM TRANSACTIONS
Report on Form 8949, Part II, with Box D checked 28 747 54 755 57 695 60 192 68 692 53 671 1a- Description of property/CUSIP/Symbol 56 473 56 138 64 484 090 69 62 852 56 611 67 119 698 09 71 441 95 351 Quantity 1c- Date sold or disposed

	Additional information	Sale	Total of 18 lots	Sale Note 26		400	Sale	Sale	Sale	Sale	Total of 5 lots					Additional information	Sale Note 26	Sale Note 26
	Gain or loss(-) & 7- Loss not allowed(X)	-2 02	293 25	120 71		i i	51 51	349 10	22 23	66.8	532 56	1,729.68		* *	Gain or loss(-) &	7- Loss not allowed(X)	1,830 07	-6,615 96
to the IRS**	1g- Adjustments & 1f- Code(s), if any	000	00 0	00 0		i i	000	200	000	000	00 0	0.00	}	3- Basis NOT reported to the IRS**	Adjustments &	Code(s), if any	00 0	00 0
S- COVERED tax lots 3- Basis is reported to the IRS**	1e- Cost or other basis	588 95	9,355 90	565 13		ported to the IRS	192 72	00 2/8	370 70	52.07	1,543 43	14 914.27			o tao	other basis	24,344 21	16,582 42
ERED tax lots	1b- Date acquired	04/26/13	VARIOUS	03/28/13	97717W778 / Symbol DIM	st when required) re	03/30/12	06/29/12	09/28/12	03/08/13	VARIOUS			5- NONCOVERED tax lots	Š	acquired	06/28/11	07/14/08
	1d- Proceeds & 6- Reported (G)ross (N)et	000668 / Symbol (cont'd) 586 93	9,649 15	22908769 / Symbol VTI 685 84		5 tax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS	244 23	1,221 18	42/41	11 221	2,075 99	16 643 96		S- NON	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	6- Reported (G)ross (N)et	70A107 / Symbol 26,174 28	464286400 / Symbol EWZ 9,966 46
2- LONG-TERM TRANSACTIONS	property/CUSIP/Symbol Quantity	FUND CLASS A / CUSIP 461 67 155	4 1,104 023	VANGUARD TOTAL STOCK MKT ETF / CUSIP 922908769 / Symbol VTI 7 000 7	WISDOMTREE TRUST INTL MIDCAP DVIDEND FUND / CUSIP	5 tax lots for 05/14	4 000	20 000	7 000	000 7			101615.	LONG-TERM TRANSACTIONS Report on Form 8949, Part II, with Box E checked		te sold or disposed Quantity	WIDE FUND CLASS A / CUSIP 450 1,418 660	ISHARES MSCI BRAZIL CAPPED ETF / CUSIP 464286400 / Symbol EWZ 05/14/14 202 000 9,966 46
2- LONG	1a- Description of 1c. Date sold or disposed	IVY HIGH	05/14/14	VANGUARE 05/14/14	WISDOMT		;	ST	'A T	rei	B 05/14/14	NT D)-1	LONG-1	1a- Descr	1c- Date sold or disposed	IVA WORLD 05/14/14	ISHARES M 05/14/14

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	Additional information	Sale Note 26			Note 25 Sale	Note 20 Sale			Total of 5 lots	Sale Sale		Sale	Sale	27		Sale Sale Sale
* *	Gain or loss(-) & 7- Loss not allowed(X)	-7,335 26		1,529 70	55 97	-36 79	-36 42	50 51	1,562 97	10,555 39 2,586 90	13,142 29	26,894 02	6,385 32	33,279 34		1,296 42 8 30 43 20
eported to the IRS	Adjustments & Code(s), if any	00 0		00 0	000	000	000	000	00 0	00 0	00 0	00 0	00 0	00 0		00 0 00 0
5- NONCOVERED tax lots 3- Basis NOT reported to the IRS**	Cost or other basis	17,361 87		ported to the IRS 4,792 73	456 66	378 54	506 33	376 68	6,510 94	89,626 00 15,826 64	105,452 64	68,185 01	13,461 69	81,646 70		sported to the IRS 21,876 97 112 28 536 00
COVERED tax	Date acquired	10/08/07	Æ	when required) re 09/13/06	06/29/10	12/30/10	06/28/11	12/29/11	VARIOUS	10/08/07 10/08/07		10/08/07	10/08/07			t when required) re 11/15/11 11/25/11 12/08/11
S- NON	1d- Proceeds & 6- Reported (G)ross (N)et	464287184 / Symbol FXI 10,026 61	SIP 464287234 / Symbol EE	5 tax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS 148 000 6,322 43 09/13/06	512 63	341 75	469 91	427 19	8,073 91	64287598 / Symbol IWD 100,181 39 18,413 54	118,594 93	> 464287614 / Symbol IWF 95,079 03	19,847 01	114,926 04	300122 / Symbol	5 tax lots for 09/23/14 Total proceeds (and cost when required) reported to the IRS 2,700 861 23,173 39 11/15/11 21,876 14 053 120 58 11/25/11 579 20 12/08/11 536
LONG-TERM TRANSACTIONS Report on Form 8949, Part II, with Box E checked		ARGE -CAP ETF / CUSIP 46. 280 000	ISHARES MSCI EMERGING MARKETS ETF / CUSIP 464287234 / Symbol EEM	5 tax lots for 05/14 148 000	12 000	8 000	11 000	10 000	189 000	ISHARES RUSSELL 1000 VALUE ETF / CUSIP 464287598 / Symbol IWD 05/14/14 1.025 000 181 000 181 000 181 000	Secunty total	ISHARES RUSSELL 1000 GROWTH ETF / CUSIP 464287614 / Symbol 05/14/14 95,079 03	215 000	Security total	IVY HIGH INCOME FUND CLASS I / CUSIP 46600122 / Symbol	5 tax lots for 09/2: 2,700 861 14 053 67 506
LONG-TERM Report on Form 894	1a- Description of 1c- Date sold or disposed	ISHARES CHINA 05/14/14	ISHARES MSCI E				S	TAT	13MB	LA ISHARES RUSSE L 05/14/14 09/23/14		ISHARES RUSSE 05/14/14	09/23/14		IVY HIGH INCOM	

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*		Gain or loss(-) & 7- Loss not allowed(X) Additional information			43 35 Sale	1,472 97 Total of 5 lots			Note 26		-5,471 / O Sale Note 26		2.104 78 Sale			3,448 00 Total of 2 lots				572 66 Sale				178 39 Sale		<u>ლ</u>	2,362 80 Total of 8 lots	41,872.89
ported to the IRS*		Adjustments & Code(s), if any		000	000	00 0		00 0		ć	000		000	000	,	000			00 0	000	000	000	000	000	0.00	000	00 0	0.00
5- NONCOVERED tax lots 3- Basis NOT reported to the IRS**		Cost or other basis		1,013 57	566 42	24,105 24		53,123 03			130,471 70		orted to the IRS 7.699.00	4,927 36	,	12,626 36		orted to the IRS	12,17593	1,259 10	389 04	103 02	319 56	981 73	346.48	257 82	15,832 68	488,057.79
COVERED tax lo		Date acquired		12/08/11	12/30/11	VARIOUS		11/15/11		880208103 / Symbol	11/61/90		st when required) repo 10/08/07	10/08/07	,	VARIOUS	/ Symbol DIM	st when required) repo	07/14/08	07/02/10	09/24/10	12/29/10	03/25/11	06/28/11	09/30/11	12/28/11	VARIOUS	
S- NON		1d- Proceeds & 6- Reported (G)ross (N)et	(000122 / Symbol (cont'd)	1,095 27	22 609	25,578 21	6000668 / Symbol	57,320 40			125,000 00	922908769 / Symbol VTI	2 tax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS 100 000	6,270 58		16,074.36	FUND / CUSIP 97717W778	8 tax lots for 05/14/14 Total proceeds (and cost when required) reported to the IRS	13,371 85	1,831 76	488.46	122 12	366 35	1,160 12	488 47	366 35	18,195 48	529,930.68
LONG-TERM TRANSACTIONS Report on Form 8949, Part II, with Box E. checked		Quantity	IVY HIGH INCOME FUND CLASS I / CUSIP 466000122 / Symbol	127 654	71 069	2,981 143	IVY HIGH INCOME FUND CLASS A / CUSIP 466000668 / Symbol	6,558 398		FRANKLIN/TEMPLETON GLOBAL BOND FUND CLASS A / CUSIP	9,433 962	VANGUARD TOTAL STOCK MKT ETF / CUSIP 922908769 / Symbol VTI	2 tax lots for 05/1	64 000		164 000	WISDOMTREE TRUST INTL MIDCAP DVIDEND FUND / CUSIP 97717W778 / Symbol DIM	8 tax lots for 05/1	219 000	30 000	8 000	2 000	9 000	19.000	8 000	000 9	298 000	Totals:
LONG-TERM 7 Report on Form 8949	1a- Description of	1c- Date sold or disposed	IVY HIGH INCOME			09/23/14	IVY HIGH INCOME	05/14/14		FRANKLIN/TEMPL	05/14/14		TEN	ΛEI		Q 05/14/14											05/14/14	