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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

Name of foundation: FAIRCHILD MARTINDALE FOUNDATION. A Employer identification number: 23-7001273. B Telephone number: (951) 340-2360. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$16,138,519. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	42,543	2,843	2,843		
	2	Savings and temporary cash investments	137,746	227,525	227,525		
	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)	8,779,623 <input checked="" type="checkbox"/>	9,628,306	13,384,816		
	c	Investments—corporate bonds (attach schedule)	3,379,628 <input checked="" type="checkbox"/>	2,550,003	2,523,335		
	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)	12,339,540	12,408,677	16,138,519			
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 <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds	12,339,540	12,408,677				
30	Total net assets or fund balances (see instructions)	12,339,540	12,408,677				
31	Total liabilities and net assets/fund balances (see instructions)	12,339,540	12,408,677				

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	12,339,540
2	Enter amount from Part I, line 27a	2	69,137
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	12,408,677
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	12,408,677

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	171,182
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	-19,697

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	487,989	14,789,217	0.032996
2012	827,308	14,397,760	0.057461
2011	812,253	14,505,196	0.055997
2010	841,660	14,169,154	0.059401
2009	837,334	13,602,080	0.061559

2 Total of line 1, column (d).	2	0.267414
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.053483
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	15,672,307
5 Multiply line 4 by line 3.	5	838,202
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	5,152
7 Add lines 5 and 6.	7	843,354
8 Enter qualifying distributions from Part XII, line 4.	8	446,052

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	10,304
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	10,304
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	10,304
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	14,800
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	14,800
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,496
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 4,496 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
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	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-13 regarding controlled entities, donor advised funds, and public inspection requirements.

14 The books are in care of JOHN RASMUSSEN RASMUSSEN CPAS Telephone no (951) 340-2360 Located at 4175 ELDERBERRY CIRCLE CORONA CA ZIP+4 92882

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? 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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 requirements such as disqualifying acts, undistributed income, and business holdings.

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEPHEN F KELLER 101 SOUTH LAS PALMAS AVENUE LOS ANGELES, CA 90004	TRUSTEE 15 00	36,000	0	0
SARAH M KELLER 101 SOUTH LAS PALMAS AVENUE LOS ANGELES, CA 90004	TRUSTEE 5 00	12,000	0	0
SARAH COX 648 THAYER AVE LOS ANGELES, CA 90024	TRUSTEE 5 00	12,000	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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 N/A	
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	15,891,775
b	Average of monthly cash balances.	1b	19,197
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	15,910,972
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	15,910,972
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	238,665
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	15,672,307
6	Minimum investment return. Enter 5% of line 5.	6	783,615

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	783,615
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	10,304
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,304
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	773,311
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	773,311
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	773,311

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	446,052
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	446,052
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	446,052

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				773,311
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.				
b Total for prior years 20__ , 20__ , 20__				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				46,431
b From 2010.				141,677
c From 2011.				95,792
d From 2012.				121,086
e From 2013.				
f Total of lines 3a through e.	404,986			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>446,052</u>				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				446,052
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	327,259			327,259
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	77,727			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
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)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	77,727			
10 Analysis of line 9				
a Excess from 2010.				
b Excess from 2011.				
c Excess from 2012.			77,727	
d Excess from 2013.				
e Excess from 2014.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. _____

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

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

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 438,000
b <i>Approved for future payment</i>				
Total				▶ 3b

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
SECURITIES LITIGATION	P	2014-06-01	2014-06-01
SEE ATTACHED SCHEDULE 100	P	2014-06-01	2014-06-01
SEE ATTACHED SCHEDULE 100	P	2010-06-01	2014-06-01
SEE ATTACHED SCHEDULE 101	P	2014-06-01	2014-06-01
SEE ATTACHED SCHEDULE 101	P	2010-06-01	2014-06-01
SEE ATTACHED SCHEDULE 101	P	2010-06-01	2014-06-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,956			1,956
588,201		608,385	-20,184
1,319,699		1,236,297	83,402
542,866		544,335	-1,469
93,577		87,242	6,335
511,882		414,910	96,972

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,956
			-20,184
			83,402
			-1,469
			6,335
			96,972

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>				
BUCKHORN CAMP INC PO BOX 398 IDYLLWILD,CA 92549	CHURCH	CHURCH	GENERAL	20,000
CHILDRENS HOSPITAL LOS ANGELES 648 THAYER AVE LOS ANGELES,CA 90024	CORPORATION	CHARITY	MEDICAL CLINIC	50,000
LEHIGH UNIVERSITY 27 MEMORIAL DRIVE WEST BETHLEHEM,PA 18015	UNIVERSITY	CHARITY	EDUCATION PROGRAMS	100,000
LOYOLA HIGH SCHOOL 1901 VENICE BLVD LOS ANGELES,CA 90006	SCHOOL	CHARITY	EDUCATION PROGRAMS	50,000
LOYOLA MARYMOUNT UNIVERSITY 1 LMU DRIVE LOS ANGELES,CA 90045	UNIVERSITY	CHARITY	EDUCATION PROGRAMS	10,000
MARLBOROUGH SCHOOL 250 S ROSSMORE AVE LOS ANGELES,CA 90004	SCHOOL	CHARITY	EDUCATION PROGRAMS	10,000
NATURAL HISTORY MUSEUM LOS ANGELES 900 EXPOSITION BLVD LOS ANGELES,CA 90007	CORPORATION	CHARITY	GENERAL	10,000
ST PAUL THE APOSTLE FOUNDATION 648 THAYER AVE LOS ANGELES,CA 90024	FOUNDATION	CHARITY	EDUCATION PROGRAMS	5,000
ST PAUL THE APOSTLE SCHOOL 648 THAYER AVE LOS ANGELES,CA 90024	SCHOOL	CHARITY	EDUCATION PROGRAMS	20,000
UC BERKELEY HAAS SCHOOL OF BUSINESS 2001 ADDISON ST 1ST FL BERKELEY,CA 94720	UNIVERSITY	CHARITY	EDUCATION PROGRAMS	30,000
UNIVERSITY OF UTAH 201 PRESIDENTS CIRCLE ROOM 304 SALT LAKE CITY,UT 84112	UNIVERSITY	CHARITY	EDUCATION PROGRAMS	25,000
USC - NORRIS CANCER CENTER 1441 EASTLAKE AVE ROOM 8302 LOS ANGELES,CA 90089	CORPORATION	CHARITY	CANCER RESEARCH	28,000
HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON,DC 200024999	CORPORATION	CHARITY	GENERAL	5,000
HOMEBOY INDUSTRIES 130 W BRUNO ST LOS ANGELES,CA 90012	CORPORATION	CHARITY	GENERAL	5,000
HOOVER INSTITUTION STANFORD UNIVERSITY STANFORD,CA 94305	CORPORATION	CHARITY	RESEARCH	10,000
Total				438,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE INDEPENDENCE FUND 6538 COLLINS AVE SUITE 187 MIAMI BEACH, FL 33141	CORPORATION	CHARITY	GENERAL	10,000
UNIVERSITY OF SOUTHERN CALIFORNIA 1441 EASTLAKE AVE ROOM 8302 LOS ANGELES, CA 90033	UNIVERSITY	CHARITY	EDUCATIONAL PROGRAMS	50,000
Total				438,000

TY 2014 Accounting Fees Schedule

Name: FAIRCHILD MARTINDALE FOUNDATION

EIN: 23-7001273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	13,868	12,481		1,387

**TY 2014 Investments Corporate
Bonds Schedule****Name:** FAIRCHILD MARTINDALE FOUNDATION**EIN:** 23-7001273

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE 104	2,032,704	2,034,399
SEE ATTACHED SCHEDULE 103	517,299	488,936

**TY 2014 Investments Corporate
Stock Schedule****Name:** FAIRCHILD MARTINDALE FOUNDATION**EIN:** 23-7001273

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED SCHEDULE 104	5,862,138	8,333,063
SEE ATTACHED SCHEDULE 103	331,046	365,908
SEE ATTACHED SCHEDULE 104	586,880	596,030
SEE ATTACHED SCHEDULE 103	2,848,242	4,089,815

TY 2014 Legal Fees Schedule

Name: FAIRCHILD MARTINDALE FOUNDATION

EIN: 23-7001273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	6,649	5,984		665

TY 2014 Other Professional Fees Schedule

Name: FAIRCHILD MARTINDALE FOUNDATION

EIN: 23-7001273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CUSTODIAL FEES	96,060	96,060		

TY 2014 Taxes Schedule

Name: FAIRCHILD MARTINDALE FOUNDATION

EIN: 23-7001273

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX	11,097	11,097		
ATTORNEY GENERAL	85	85		

Form 990-PF

Capital Gains and Losses on Investment Income
Account #0825448

Schedule 100

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Gain/Loss
Short-Term						
500 00	AGL Resources Inc	8/8/2014	12/15/2014	25,327 29	25,614 50	(287 21)
2,000 00	Bank America Corp	3/20/2014	6/10/2014	31,666 29	35,184 86	(3,518 57)
500 00	Continental Resources	2/24/2014	5/6/2014	65,991 24	62,081 80	3,909 44
1,000 00	Direxion Daily 20-Yr	6/19/2013	3/26/2014	57,573 52	62,732 80	(5,159 28)
500 00	Ebay	2/25/2014	9/5/2014	26,803 54	28,046 18	(1,242 64)
500 00	Ebay	2/28/2014	9/5/2014	26,803 54	29,740 80	(2,937 26)
1,000 00	Ebay	1/27/2014	9/5/2014	53,607 08	53,465 00	142 08
1,500 00	JP Morgan Chase	9/12/2014	10/22/2014	86,638 08	90,361 07	(3,722 99)
50,000 00	Joy Global	9/16/2013	7/1/2014	54,625 00	52,352 50	2,272 50
500 00	Kinder Morgan	4/23/2013	3/7/2014	16,186 21	19,705 38	(3,519 17)
500 00	Rosetta Resources	9/18/2013	8/21/2014	24,555 95	26,200 00	(1,644 05)
500 00	Rosetta Resources	9/24/2013	8/21/2014	24,555 36	26,660 00	(2,104 64)
500 00	Rosetta Resources	9/18/2013	9/4/2014	23,288 60	26,200 00	(2,911 40)
1,000 00	Walgreens	5/28/2014	7/17/2014	70,578 84	70,040 00	538 84
	Total Short-Term Gain/Loss			588,200.54	608,384.89	(20,184.35)
Long-Term						
1,000 00	Abbvie Inc	4/22/2013	8/6/2014	52,193 12	44,187 60	8,005 52
100,000 00	Anadarko Pete	5/17/2010	2/7/2014	111,400 00	105,980 00	5,420 00
50,000 00	Cliffs Natural Resources	6/24/2010	12/17/2014	30,250 00	53,300 00	(23,050 00)
1,000 00	Consolidated Edison Inc	12/4/2007	6/25/2014	56,992 24	49,415 00	7,577 24
100,000 00	Devon Energy	1/7/2009	1/15/2014	100,000 00	100,862 86	(862 86)
0 50	Halyard Health Inc	12/15/2011	12/10/2014	19 38	11 86	7 52
500 00	IBM	8/19/2005	10/22/2014	81,073 84	41,144 00	39,929 84
100,000 00	IBM	3/6/2009	10/22/2014	112,750 00	104,740 00	8,010 00
100,000 00	Joy Gobal	12/22/2009	5/12/2014	111,250 00	103,400 00	7,850 00
1,000 00	Kinder Morgan	4/23/2013	7/31/2014	36,100 57	39,410 77	(3,310 20)
500 00	National-Oilwell	7/5/2013	12/12/2014	31,022 25	32,299 34	(1,277 09)
100,000 00	Nordstrom Inc	5/21/2009	1/8/2014	102,436 90	101,648 03	788 87
125 00	Now Inc	7/5/2013	9/16/2014	4,018 04	3,632 02	386 02
250 00	Now Inc	7/5/2013	9/16/2014	8,036 07	7,112 51	923 56
500 00	Pepsico Inc	2/20/2013	10/22/2014	47,265 48	37,766 50	9,498 98
500 00	Pepsico Inc	4/2/2013	10/22/2014	47,265 49	39,829 04	7,436 45

Capital Gains and Losses on Investment Income
Account #0825448

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Gain/Loss
600 00	Qualcomm Inc	11/26/2013	12/12/2014	42,824 05	44,026 26	(1,202 21)
1,000 00	Qualcomm Inc	8/28/2013	12/12/2014	71,373 42	66,673 00	4,700 42
100,000 00	Sunoco Inc	4/24/2009	2/7/2014	109,750 00	109,250 00	500 00
1,000 00	Total	10/19/2011	10/1/2014	63,678 59	51,538 26	12,140 33
100,000 00	Union Pacific	2/20/2009	2/15/2014	100,000 00	100,070 00	(70 00)
	Total Long-Term Gain/Loss			1,319,699.44	1,236,297.05	83,402.39
	Total for Year Ended 12/31/2014			1,907,899.98	1,844,681.94	63,218.04

Form 990-PF

Capital Gains and Losses on Investment Income

Schedule 101

Account # 3DZ-010240

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Gain/Loss
Short Term						
500	Philip Morris	4/2/2013	1/29/2014	39,508 60	47,116 50	(7,607 90)
1000	Schlumberger	8/28/2013	1/29/2014	87,161 98	83,025 80	4,136 18
300	Continental Resources	4/17/2014	5/16/2014	39,596 84	39,850 50	(253 66)
500	Continental Resources	2/12/2014	5/16/2014	65,994 74	55,022 01	10,972 73
1000	Walgreens	5/22/2014	7/17/2014	70,578 84	69,722 71	856 13
500	Occidental Pete Corp	6/16/2014	7/31/2014	48,859 62	51,718 40	(2,858 78)
500	Occidental Pete Corp	6/3/2014	7/31/2014	48,859 61	50,150 34	(1,290 73)
400	Qualcomm Inc	6/6/2014	7/31/2014	29,630 58	32,161 86	(2,531 28)
500	Rosetta Resources	4/22/2014	9/4/2014	23,288 60	24,758 45	(1,469 85)
500	Macys Inc	8/8/2014	10/15/2014	27,586 89	30,016 00	(2,429 11)
500	Merch & Co	2/6/2014	10/15/2014	27,385 69	26,603 50	782 19
500	Royal Dutch Shell	12/18/2013	11/4/2014	34,413 61	34,188 45	225 16
	Short Term Gain/Loss Year End 12/31/14			542,865.60	544,334.52	(1,468.92)

Form 990-PF

Capital Gains and Losses on Investment Income

Schedule 101

Account # 3DZ-010240

Units	Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Gain/Loss
Long Term						
500	Philip Morris	3/5/2008	1/29/2014	39,508 60	25,857 47	13,651 13
500	Philip Morris	2/25/2008	1/29/2014	39,508 61	25,635 08	13,873 53
100000	Consolidated Edison Bond	3/24/2009	4/1/2014	100,000 00	100,000 00	-
1500	Bristol Myers Squibb	1/27/2010	4/29/2014	72,899 45	36,462 15	36,437 30
500	Bristol Myers Squibb	1/27/2010	5/6/2014	25,473 43	12,154 05	13,319 38
100000	Commonwealth Edison Bond	2/16/2010	6/6/2014	114,750 00	104,872 88	9,877 12
100	Qualcomm Inc	2/8/2013	7/31/2014	7,407 65	6,702 51	705 14
100000	Eastman Chem Bond	5/25/2010	8/18/2014	114,400 00	106,935 98	7,464 02
125	Now Inc	7/18/2013	9/16/2014	4,009 04	3,682 99	326 05
500	National Oilwell	7/18/2013	12/10/2014	31,498 81	32,752 76	(1,253 95)
62 5	Halyard Health Inc	6/9/2010	12/12/2014	2,447 57	1,289 21	1,158 36
62 5	Halyard Health Inc	5/26/2010	12/12/2014	2,447 57	1,256 83	1,190 74
10000	AGL Resources	5/1/2013	12/15/2014	50,661 59	44,103 38	6,558 21
	Long Term Gain/Loss Year End 12/31/14			605,012.32	501,705.29	103,307.03
	Total for Year End 12/31/14			1,147,877.92	1,046,039.81	101,838.11

Form 990-PF

Asset BV/FMV
Acct #3DZ-010240

Schedule 103

Description	Type Code	Beginning BV	Ending BV	FMV
<u>Money Market</u>				
Treasury Cash Series	1	89,111 36	108,197 81	108,197 81
Total Money Market		<u>89,111 36</u>	<u>108,197 81</u>	<u>108,197 81</u>
<u>Corporate Bonds</u>				
Commonwealth Edison	4	114,441 15	-	-
Consolidated Edison	4	100,049 50	-	-
Continental Resources	4	-	49,568 20	48,375 00
Dell Inc	4	51,476 16	51,159 29	52,500 00
Dollar General	4	-	45,176 50	45,512 50
Eastman Chem Co	4	107,876 97	-	-
GE Capital Australia Funding	4	168,350 04	168,350 04	126,718 73
Pitney Bowes	4	51,943 25	51,611 14	56,819 50
Walgreens	4	-	49,791 50	49,395 00
Whirlpool	4	101,826 45	101,642 12	109,615 00
Total Corporate Bonds	4	<u>695,963 52</u>	<u>517,298 79</u>	<u>488,935 73</u>

Form 990-PF

Asset BV/FMV
Acct #3DZ-010240

Schedule 103

Corporate Stocks

AGL Res Inc	3	44,103 38	-	-
Abbott Labs	3	27,445 74	27,445 74	45,020 00
Abbvie Inc	3	29,762 56	29,762 56	65,440 00
Altria Group Inc	3	132,805 37	132,805 37	344,890 00
American Electric Power	3	38,277 21	38,277 21	60,720 00
Amgen Inc	3	41,443 88	41,443 88	79,645 00
Anadarko Pete Corp	3	132,703 96	132,703 96	165,000 00
Blackrock	3	-	33,050 49	35,756 00
Boeing	3	130,705 93	130,705 93	155,976 00
BP	3	-	104,415 40	76,240 00
Bristol Myers Squibb	3	48,616 20	-	-
Campbell Soup	3	54,696 20	54,696 20	88,000 00
Colgate	3	69,297 46	69,297 46	96,866 00
Conoco Phillips Com	3	29,170 00	29,170 00	34,530 00
CVS	3	-	76,653 94	96,310 00
Disney	3	45,266 80	45,266 80	94,190 00
Dow Chem Co	3	135,452 50	135,452 50	159,635 00
EMC	3	-	60,520 00	59,480 00
Exxon Mobil Corp	3	60,149 70	60,149 70	92,450 00
General Electric Co	3	46,683 92	46,683 92	50,540 00
Google Inc	3	-	28,963 00	26,320 00
Home Depot Inc	3	-	83,848 42	104,970 00
Honeywill Inc	3	32,561 75	32,561 75	39,968 00
Kimberly Clark	3	61,318 10	58,772 06	115,540 00
Kraft Foods	3	108,431 32	108,431 32	187,980 00
Macys Inc	3	-	59,127 43	65,750 00
McDonalds Corp	3	58,543 00	58,543 00	93,700 00
Metlife PFD	3	124,768 00	124,768 00	129,000 00
National Oilwell Inc	3	36,435 75	-	-
Nestle	3	90,840 00	90,840 00	110,124 00
Nisource Inc	3	32,790 00	66,504 18	84,840 00
Philip Morris International	3	149,259 12	50,650 07	81,450 00
Procter & Gamble Co	3	111,516 47	111,516 47	182,180 00
Qualcomm	3	127,395 57	120,693 06	141,227 00
Royal Dutch Shell	3	34,188 45	-	-
Schlumberger	3	83,025 80	50,663 45	42,705 00
Union Pacific	3	101,788 05	101,788 05	190,608 00
Unitedhealth Group	3	-	40,717 25	50,545 00
Visa	3	61,354 08	61,354 08	131,100 00
Wallgreens Boots Alliance	3	-	77,060 00	76,200 00
Waste Mangement	3	37,023 50	37,023 50	51,320 00
Wells Fargo & Co	3	149,120 70	149,120 70	219,280 00
3M Co	3	86,795 59	86,795 59	164,320 00
Total Corporate Stocks		<u>2,553,736 06</u>	<u>2,848,242 44</u>	<u>4,089,815 00</u>

Form 990-PF

Asset BV/FMV
Acct #3DZ-010240

Schedule 103

Mutual Funds/ETF

Eastgroup	3	60,285 88	92,440 56	126,640 00
Health Care REIT	3	26,097 82	25,672 54	30,268 00
Realty Income	3	89,888 00	88,493 10	95,420 00
SPDR Gold Trust	3	59,941 00	124,439 45	113,580 00
Total Mutual Funds/ETF		<u>236,212 70</u>	<u>331,045 65</u>	<u>365,908 00</u>

Form 990- PF

Asset BV/FMV

Schedule 104

Acct #0825448

Acct 0825448	Type	Beginning	Ending	
Description	Code	BV	BV	FMV
<u>Money Market Funds</u>				
Columbia Treasury Reserves Trust	1	48,634 59	119,326 88	119,326 88
Total Money Market		<u>48,634 59</u>	<u>119,326 88</u>	<u>119,326 88</u>
<u>Mutual Funds/ETF</u>				
Digital Realty Trust	3	73,879 60	73,879 60	66,300 00
Eastgroup Inc	3	-	32,791 00	31,660 00
Health Care REIT	3	94,724 65	92,456 49	31,660 00
Health Care REIT Convertible	3	113,104 05	113,104 05	131,700 00
Ventas	3	96,496 55	96,496 55	107,550 00
SPDR Gold Shares	3	117,225 77	178,152 48	227,160 00
Total Mutual Funds/ETF		<u>495,430 62</u>	<u>586,880 17</u>	<u>596,030 00</u>
<u>Corporate Stocks</u>				
Abbott Labs	3	202,605 00	202,605 00	315,140 00
Abbvie Inc	3	185,115 24	140,927 64	327,200 00
Amgen Inc	3	88,953 75	88,953 75	159,290 00
Apple Inc	3	107,310 41	162,608 58	231,798 00
Archer Daniels Midland	3	-	99,598 42	104,000 00
AT&T Inc	3	123,247 60	123,247 60	167,950 00
Blackrock Inc	3	51,843 60	81,949 58	107,268 00
BCE Inc	3	82,253 81	82,253 81	91,720 00
BHP Billiton	3	30,502 10	30,502 10	47,320 00
Boeing	3	106,881 10	172,738 38	168,974 00
Bristol Myers	3	77,695 20	77,695 20	177,090 00
Bunge LTD	3	51,952 98	51,952 98	67,500 00
Caterpillar	3	55,030 50	55,030 50	137,295 00
Chevron Corp	3	70,898 10	70,898 10	112,180 00
Conocophillips	3	141,012 99	175,513 49	207,180 00
CVS Caremark	3	104,754 99	228,623 08	288,930 00
Deere	3	197,350 92	197,350 92	212,328 00
Disney	3	126,459 03	126,459 03	188,380 00
Dow Chem Co	3	97,281 20	124,257 15	136,830 00
Du Pont	3	122,709 87	122,709 87	295,760 00
Duke Energy Corp	3	152,448 27	152,448 27	284,704 32
Edison Inc	3	114,867 80	65,452 80	99,015 00
General Elec Co	3	513,525 77	513,525 77	454,860 00
Google Inc	3	-	80,158 88	78,960 00
Halyard Health Inc	3	-	1,470 41	2,819 14
Home Depot Inc	3	-	51,576 00	52,485 00
Honeywell Inc	3	48,190 21	95,398 71	109,912 00
International Business Machs	3	162,251 00	121,107 00	240,660 00
International Paper	3	-	103,615 42	107,160 00
JP Morgan Chase	3	-	147,210 53	156,450 00
Johnson & Johnson	3	182,367 80	182,367 80	313,710 00
Kimberly Clark Corp	3	35,698 55	34,216 28	57,770 00

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Asset BV/FMV
Acct #0825448

Schedule 104

Kinder Morgan Inc	3	59,116 15	-	-
Kraft Foods Group Inc	3	48,611 33	48,611 33	62,660 00
Merck & Co	3	55,960 00	55,960 00	113,580 00
National Oilwell Inc	3	106,294 96	63,251 09	65,530 00
Nestle	3	36,733 50	36,733 50	36,708 00
Nisource Inc	3	33,210 00	33,210 00	42,420 00
Pepsico Inc	3	242,329 54	164,734 00	283,680 00
Philip Morris International	3	99,250 19	99,250 19	162,900 00
Procter & Gamble Co	3	177,146 26	177,146 26	364,360 00
Qualcomm Inc	3	110,699 26	-	-
Rosetta Res Inc	3	79,060 60	-	-
Royal Dutch Shell	3	69,774 46	69,774 46	66,950 00
Schlumberger	3	42,596 79	42,596 79	42,705 00
Southern Co	3	61,571 81	61,571 81	73,665 00
Total	3	51,538 26	-	-
Union Pac Corp	3	28,465 48	28,465 48	47,652 00
United Technologies Corp	3	111,952 45	169,685 90	172,500 00
Unitedhealth Group Inc	3	229,726 78	229,726 78	353,815 00
Verizon Communications	3	215,540 16	215,540 16	327,460 00
Visa Inc	3	79,597 63	79,597 63	131,100 00
Waste Management	3	109,166 84	109,166 84	153,960 00
Wells Fargo & Co	3	109,177 37	109,177 37	164,460 00
3M Co	3	103,515 61	103,515 61	164,320 00
Total Corporate Stocks		<u>5,494,243 22</u>	<u>5,862,138 25</u>	<u>8,333,063 46</u>

Corporate Bonds

Allegheny Technologies Inc	4	-	52,414 50	51,220 00
American Tower	4	50,377 00	50,377 00	54,247 00
American Tower	4	48,650 00	48,650 00	53,023 50
Anadarko Pete Corp	4	105,980 00	-	-
Bank of America	4	101,909 00	101,909 00	107,215 00
Best Buy Inc	4	48,000 00	48,000 00	52,000 00
CBRE SVCS Inc	4	-	49,950 00	51,095 00
Centurylink	4	97,687 65	97,687 65	103,750 00
Cliffs Nat Res Inc	4	106,600 00	53,300 00	29,000 00
CVS Caremark	4	99,279 00	99,279 00	107,886 00
Dell Inc	4	52,019 13	52,019 13	53,000 00
Devon Energy	4	100,862 86	-	-
Digital Realty Trust	4	49,680 00	49,680 00	46,040 00
Direxion Daily 20-Yr	4	62,732 80	-	-
Eastman Chem Co	4	107,800 00	107,800 00	112,849 00
Health Care PPTY	4	102,607 00	102,607 00	108,238 00
International Business Machs	4	104,740 00	-	-
Joy Global	4	103,400 00	-	-
Joy Global	4	52,352 50	-	-
Metlife Inc	4	100,099 70	100,099 70	103,200 00
Murphy Oil Corp	4	-	49,950 50	45,962 50
Nestle Inc	4	106,565 63	106,565 63	84,207 97
Newmont Mng Corp	4	103,060 00	103,060 00	107,164 00
Newmont Mng Corp	4	-	45,960 00	46,987 50

Form 990- PF

Asset BV/FMV

Schedule 104

Acct #0825448

Nordstrom Inc	4	101,648 03	-	-
Petrobras Global Finance	4	44,305 50	44,305 50	43,004 00
Safeway	4	101,178 00	101,178 00	101,250 00
Schwab	4	261,350 00	261,350 00	288,907 50
Sunoco Inc	4	109,250 00	-	-
Toyota	4	56,015 26	56,015 26	41,019 47
Transocean	4	105,070 00	105,070 00	96,186 00
Union Pac Corp	4	100,070 00	-	-
Williams Cos Inc	4	-	45,100 95	44,904 50
Wrigley Co	4	100,375 00	100,375 00	102,042 00
Total Corporate Bonds		<u>2,683,664 06</u>	<u>2,032,703 82</u>	<u>2,034,398 94</u>