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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, 2014, and ending

, 20

Name of foundation

WARREN FOUNDATION 25253160

Number and street (or P O box number if mail is not delivered to street address)

P O BOX 0634

City or town, state or province, country, and ZIP or foreign postal code

MILWAUKEE, WI 53201-0634

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☒ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundationI Fair market value of all assets at
end of year (from Part II, col. (c), line
16) ▶ \$ 3,769,449.J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

A Employer identification number

41-6021348

B Telephone number (see instructions)

612-303-3208

C If exemption application is
pending, check here ☐D 1 Foreign organizations, check here ☐2. Foreign organizations meeting the
85% test, check here and attach
computation ☐E If private foundation status was terminated
under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	25.	25.		STMT 1
4 Dividends and interest from securities	101,285.	101,285.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	318,742.			
b Gross sales price for all assets on line 6a 2,490,802				
7 Capital gain net income (from Part IV, line 2)		318,742.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	10,527.			STMT 7
12 Total. Add lines 1 through 11	430,579.	420,052.		
13 Compensation of officers, directors, trustees, etc.	113,655.	102,290.		11,366.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT. 8	350.	NONE	NONE	350.
b Accounting fees (attach schedule) STMT. 9	1,500.	NONE	NONE	1,500.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	3,439.	1,753.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT. 11	279.	197.		82.
24 Total operating and administrative expenses. Add lines 13 through 23.	119,223.	104,240.	NONE	13,298.
25 Contributions, gifts, grants paid	133,000.			133,000.
26 Total expenses and disbursements. Add lines 24 and 25	252,223.	104,240.	NONE	146,298.
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	178,356.			
b Net investment income (if negative, enter -0-)		315,812.		
c Adjusted net income (if negative, enter -0-)				

20

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		5.	5.
	2	Savings and temporary cash investments	156,359.	209,396.	209,396.
	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 ▶	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations (attach schedule)	499,762.	301,316.	313,981.
	b	Investments - corporate stock (attach schedule)	1,560,824.	2,294,881.	2,621,770.
	c	Investments - corporate bonds (attach schedule)	907,901.	499,576.	618,147.
	11	Investments - land, buildings, and equipment, basis ▶			
	Less: accumulated depreciation ▶ (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)	STMT 19			
14	Land, buildings, and equipment, basis ▶				
	Less: accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶)	STMT 20	643.	6,150.	6,150.
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		3,125,489.	3,311,324.	3,769,449.
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 ▶ RETURN OF CAPITAL)		825.	8,304.	
23	Total liabilities (add lines 17 through 22)		825.	8,304.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ ☒ check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,320,091.	1,320,091.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,804,573.	1,982,929.	
30	Total net assets or fund balances (see instructions)		3,124,664.	3,303,020.	
31	Total liabilities and net assets/fund balances (see instructions)		3,125,489.	3,311,324.	

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	3,124,664.
2	Enter amount from Part I, line 27a	2	178,356.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,303,020.
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	3,303,020.

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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 PUBLICLY TRADED SECURITIES					
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 2,490,802.		2,172,060.	318,742.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a			318,742.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	318,742.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8					

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	149,297.	3,539,046.	0.042186
2012	153,278.	3,266,054.	0.046931
2011	123,757.	3,295,503.	0.037553
2010	147,120.	3,161,715.	0.046532
2009	143,153.	2,968,477.	0.048224
2 Total of line 1, column (d)			2 0.221426
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 0.044285
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 3,703,548.
5 Multiply line 4 by line 3			5 164,012.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,158.
7 Add lines 5 and 6			7 167,170.
8 Enter qualifying distributions from Part XII, line 4			8 146,298.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	6,316.
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	6,316.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	6,316.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,248.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,248.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,068.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☐ NONE Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>US BANK NA</u> Telephone no. <u>(612) 303-3208</u> Located at <u>800 NICOLLET MALL, MINNEAPOLIS, MN</u> ZIP+4 <u>55402</u>			
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. <u>15</u>			
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 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 <u></u>	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ <u></u>	1b	X
Organizations relying on a current notice regarding disaster assistance check here ☐ <u></u>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? ☐ <u></u>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No		
If "Yes," list the years <u></u>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) ☐ <u></u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) ☐ <u></u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? ☐ <u></u>	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐ **5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
US BANK TRUST NA 101 EAST 5TH STREET, ST PAUL, MN 55101	CORP TTEE 8	56,375.	-0-	-0-
THEODORE J COLLINS 1872 BOHLAND, ST PAUL, MN 55116	TRUSTEE 2	28,640.	-0-	-0-
JOHN E KING 2163 VOILET LANE, NEW BRIGHTON, MN 55112	TRUSTEE 2	28,640.	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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		NONE
Total number of others receiving over \$50,000 for professional services		NONE

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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	

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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	3,607,340.
b	Average of monthly cash balances	1b	152,607.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	3,759,947.
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	NONE
3	Subtract line 2 from line 1d	3	3,759,947.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	56,399.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,703,548.
6	Minimum investment return. Enter 5% of line 5	6	185,177.

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	185,177.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	6,316.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,316.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	178,861.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	178,861.
6	Deduction from distributable amount (see instructions).	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	178,861.

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	146,298.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	146,298.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	146,298.

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				178,861.
2 Undistributed income, if any, as of the end of 2014.				
a Enter amount for 2013 only			10,281.	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2014.				
a From 2009	NONE			
b From 2010	NONE			
c From 2011	NONE			
d From 2012	NONE			
e From 2013	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 146,298.				
a Applied to 2013, but not more than line 2a			10,281.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				136,017.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2014 . (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
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				42,844.
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2010	NONE			
b Excess from 2011	NONE			
c Excess from 2012	NONE			
d Excess from 2013	NONE			
e Excess from 2014	NONE			

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

NOT APPLICABLE

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

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

		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 foundation had \$5,000 or more in assets at any time during the year - see instructions.)**

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:**

SEE STATEMENT 21

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

SEE ATTACHED STATEMENT FOR LINE 2

- c Any submission deadlines:**

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 41				133,000.
Total			3a	133,000.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	25.	
4 Dividends and interest from securities			14	101,285.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	318,742.	
9 Net income or (loss) from special events . . .					
10 Gross profit or (loss) from sales of inventory . .					
11 Other revenue. a _____					
b _____			14	10,527.	
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)				430,579.	
13 Total. Add line 12, columns (b), (d), and (e)					430,579

(See worksheet in line 13 instructions to verify calculations.)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
▼	

NOT APPLICABLE

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

- | | | | |
|---|--------------|------------|-----------|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:
(1) Cash
(2) Other assets

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

[illegible]

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

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

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

**Sign
Here**

Karen Bassett
Signature of officer or trustee

05/11/2015

►CORP. TRUSTEE

Signature of officer or trustee

Date _____

Title

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

KAREN BASSETT

**Paid
Preparer
Use Only**

Print/Type preparer's name

DONALD J ROMAN

Preparer's signature

Date _____

05/11/2015

Check	☒	if
-------	-------------------------------------	----

PTIN

P00364310

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN	▶ 13-4008324
------------	--------------

Firm's address ► 600 GRANT STREET

PITTSBURGH, PA

15219

Phone no 412-355-6000

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INTEREST ON SAVINGS AND TEMPORARY CASH I	25.	25.
TOTAL	25.	25.
	=====	=====

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALLEGHENY TECHNOLOGIES INC COM	69.	69.
ALTRIA GROUP INC	670.	670.
ANADARKO PETE CORP COM	268.	268.
APPLE COMPUTER INC COM	534.	534.
ARM HLDGS PLC A D R	31.	31.
ASTRAZENCA PLC SPONSORED ADR	911.	911.
B G GROUP P L C A D R	77.	77.
BANK OF AMERICA CORP	297.	297.
BANKUNITED INC	203.	203.
BAXTER INTL INC 1.850% 1/15/17	925.	925.
BEST BUY INC COM	516.	516.
CMS ENERGY CORP COM	300.	300.
CSL LIMITED A D R	108.	108.
CA INC	303.	303.
CANADIAN NATL RY CO	7.	7.
CAPITAL ONE FINANCIAL CORP	240.	240.
CARNIVAL CORP	221.	221.
CENTURYTEL INC COM	525.	525.
CHEVRONTXACO CORP COM	960.	960.
CINEMARK HLDGS INC	381.	381.
CISCO SYS INC	201.	201.
CITIGROUP INC	25.	25.
COMERICA INC COM	162.	162.
COMMUNITY BK SYS INC	256.	256.
CONAGRA FOODS INC COM	143.	143.
CONOCOPHILLIPS	557.	557.
D R HORTON INC	30.	30.
DOVER CORP	347.	347.
DOW CHEM CO COM	623.	623.
EMERSON ELEC CO COM	371.	371.
ENERSYS	6.	6.
ERICSSON LM TEL SP A D R	682.	682.

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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
EXELON CORP COM	175.	175.
EXXON MOBIL CORP	432.	432.
FANUC CORPORATION A D R	129.	129.
FIFTH THIRD BANKCORP	233.	233.
GENERAL DYNAMICS CORP COM	404.	404.
GENERAL ELEC CO	1,464.	1,464.
GENERAL ELEC CAP MTN 4.650% 10/17/21	2,325.	2,325.
GLAXO WELLCOME PLC SPONSORED ADR	802.	802.
GLOBAL PAYMENTS INC	4.	4.
GOLDMAN SACHS COMM STRAT INS	44.	44.
HALLIBURTON CO COM	28.	28.
HARTFORD FINL SVCS GROUP INC COM	164.	164.
HASBRO INC	629.	629.
HEWLETT-PACKARD CO.	387.	387.
HONG KONG EXCHANGES A D R	298.	298.
ICICI BANK LTD A D R	178.	178.
INTEL CORP	711.	711.
INTERCONTINENTAL EXCHANGE IN	8.	8.
ISHARES MSCI EMERGING MARKETS ETF	6,999.	6,999.
ISHARES MSCI EAFE ETF	47.	47.
ITAU UNIBANCO HOLDINGS SA A D R	131.	131.
J P MORGAN CHASE & CO	775.	775.
JOHNSON & JOHNSON	911.	911.
KBR INC	14.	14.
KOHL'S CORP COM	112.	112.
LVMH MOET HENNESSY A D R	16.	16.
LA Z BOY INC	5.	5.
LIBERTY PPTY TR SBI	213.	213.
LINCOLN NATL CORP IND COM	182.	182.
LOWE'S COS INC	109.	109.
M T BANK CORP	258.	258.
MFA FINANCIAL INC	321.	321.
MARATHON OIL CORPORATION	53.	53.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MAXIM INTEGRATED PRODS INC	355.	355.
MERCK AND CO INC	1,253.	1,253.
MICROSOFT CORP	553.	553.
MID-AMER APT CMNTYS INC	170.	170.
MONDELEZ INTERNATIONAL W I	71.	71.
MORGAN STANLEY DEAN WITTER & CO COM NE	267.	267.
MTN GROUP LTD A D R	221.	221.
NATIONAL RETAIL PROPERTIES INC	401.	401.
NAVIENT CORP W D	293.	293.
NUVEEN MID CAP INDEX FUND CL I	2,480.	2,480.
OCCIDENTAL PETE CORP COM	736.	736.
OCEANEERING INTERNATIONAL INC	65.	65.
OMNICOM GROUP COM	35.	35.
PNC FINL SVCS GROUP INC COM	126.	126.
PPG INDS INC COM	299.	299.
P P L CORPORATION	595.	595.
PFIZER INC	1,266.	1,266.
PHILIP MORRIS INTL	314.	314.
PINNACLE WEST CAP CORP	239.	239.
POLARIS INDS INC	391.	391.
PRAXAIR INC COM	215.	215.
PROCTER & GAMBLE CO	782.	782.
PRUDENTIAL FINANCIAL INC	681.	681.
REDWOOD TRUST INC	455.	455.
REGAL BELOIT CORP	114.	114.
REGIONS FINL CORP	141.	141.
ROCKWELL INTL CORP NEW COM	160.	160.
SLM CORP	117.	117.
STANDARD & POORS DEPOSITARY RECEIPTS	10,237.	10,237.
SCHLUMBERGER LTD ORD	43.	43.
LAUDUS INTERNATIONAL MARKETMASTERS	3,647.	3,647.
SCOUT INTERNATIONAL FUND	863.	863.
SPECTRA ENERGY CORP	682.	682.
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
STAPLES INC COM	326.	326.
STARWOOD PROPERTY TRUST INC	1,171.	1,171.
STATE STR CORP COM	396.	396.
STRYKER CORP	124.	124.
SUNTRUST BKS INC	165.	165.
SYMANTEC CORP COM	113.	113.
TJX COS INC NEW COM	73.	73.
TAIWAN SEMICONDUCTOR MFG SPON ADR	498.	498.
TECK RESOURCES LIMITED	291.	291.
TEVA PHARMACEUTICAL INDS LTD A D R	174.	174.
TEXAS INSTRS INC COM	290.	290.
TIME WARNER CABLE INC	95.	95.
UNILEVER N V COM	426.	426.
U S TREASURY NT 4.750% 5/15/14	2,375.	2,375.
U S TREASURY NT 2.375% 8/31/14	2,375.	2,375.
U S TREASURY NT 1.750% 7/31/15	1,313.	1,313.
U S TREASURY NT 2.625% 8/15/20	1,969.	1,969.
U S TREASURY NT 3.625% 2/15/21	3,625.	3,625.
U S TREASURY NT 0.750% 6/30/17	375.	375.
UNITED TECHNOLOGIES CORP COM	500.	500.
UNITEDHEALTH GROUP INC COM	323.	323.
UNUM GROUP	162.	162.
VANGUARD REIT ETF	8,668.	8,668.
VERIZON COMMUNICATIONS	656.	656.
VODAFONE GROUP PLC A D R	13,462.	13,462.
VODAFONE GROUP PLC A D R	514.	514.
WALGREEN COMPANY	371.	371.
WESTAR ENERGY INC	546.	546.
WHIRLPOOL CORP COM	397.	397.
WINDSTREAM HOLDINGS INC	197.	197.
XYLEM INC	58.	58.
BUNGE LIMITED COM	104.	104.
COVIDIEN PLC	346.	346.

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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
GOLAR LNG LTD	437.	437.
LYONDELLBASELL INDUSTRIES CL A	593.	593.
	-----	-----
TOTAL	101,285.	101,285.
	=====	=====

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
2013 FEDERAL TAX REFUND	10,485.
REFUND OF FOREIGN TAXES	32.
TAX REFUND FOR CLOSED AC	10.

TOTALS	10,527.
	=====

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES	350.			350.
TOTALS	350.	NONE	NONE	350.
	=====	=====	=====	=====

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,500.			1,500.
TOTALS	1,500.	NONE	NONE	1,500.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	348.	348.
FEDERAL TAX	562.	
FEDERAL TAX	1,124.	
FOREIGN TAXES ON QUALIFIED FOR	1,137.	1,137.
FOREIGN TAXES ON NONQUALIFIED	268.	268.
	-----	-----
TOTALS	3,439.	1,753.
	=====	=====

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART I - OTHER EXPENSES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
FILING FEES	82.		82.
ADR FEES	197.	197.	
TOTALS	----- 279. =====	----- 197. =====	----- 82. =====

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
U S TREASURY NT 08/31/14	99,848.		
U S TREASURY NT 05/15/14	98,598.		
U S TREASURY NOTE 08/15/20	75,188.	75,188.	78,323.
U S TREASURY NOTE 07/31/15	76,190.	76,190.	75,689.
U S TREASURY NT 02/15/21	99,536.	99,536.	110,156.
US TREASURY NT 06/30/17	50,402.	50,402.	49,813.
	-----	-----	-----
TOTALS	499,762.	301,316.	313,981.
	=====	=====	=====

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
GENERAL ELEC CO	65,797.		
PROCTOR & GAMBLE CO	50,793.		
EXELON CORPORATION	8,768.		
BAXTER INTL	51,272.	51,272.	50,570.
ALLEGHENY TECH		4,403.	3,651.
ALTRIA	16,358.		
ANADARKO PETROLEUM CORP	18,530.	17,839.	21,698.
BANK OF AMERICA CORP	26,533.	12,372.	26,960.
BANKUNITED INC	5,617.	5,617.	7,011.
BEST BUY CO INC	8,940.	11,675.	21,985.
CAPITAL ONE FINANCIAL CORP	16,328.	1,128.	1,734.
CENTURYLINK INC	19,532.		
CHEVRON CORP	38,500.		
CINEMARK HLDGS INC	8,934.	8,934.	13,556.
CITIGROUP INC	24,835.	6,767.	14,393.
COMMUNITY BK SYS INC	6,447.	5,065.	7,130.
CONAGRA FOODS INC	15,517.		
CONOCOPHILLIPS	10,621.	10,621.	13,536.
DOVER CORP	14,382.	12,013.	16,065.
DOW CHEM CO	13,316.	11,975.	18,335.
EMERSON ELEC CO	9,328.	9,328.	13,025.
EXXON MOBIL CORP	23,687.		
FIFTH THIRD BANCORP	12,975.		
GENERAL DYNAMICS CORP	10,634.	10,634.	22,983.
HASBRO INC	12,833.	11,744.	19,576.
INTEL CORP	26,124.	9,648.	14,153.
JP MORGAN CHASE CO	26,868.	13,003.	23,655.
JOHNSON JOHNSON	22,433.	22,433.	34,508.
LIBERTY PPTY TR	12,327.		

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
MARATHON OIL CORP	10,308.		
MAXIM INTEGRATED PRODS INC	10,291.	1,411.	1,848.
MERCK AND CO INC	36,902.	6,416.	8,519.
MICROSOFT CORP	13,876.	13,876.	22,342.
MID AMER APT CMNTYS INC	8,519.		
MONDELEZ INTL	12,915.		
OCCIDENTAL PETROLEUM CORP	15,333.		
OLD REP INTL CORP	4,834.		
PNC FINANCIAL SERVICES GROUP	7,613.		
PPG INDS INC	11,494.	11,494.	26,351.
PPL CORP	15,081.		
PFIZER INC	45,315.		
PHILIP MORRIS INTL	15,092.		
PINNACLE WEST CAP CORP	11,027.		
PRAXAIR INC	11,690.		
PRUDENTIAL FINANCIAL INC	14,962.	14,962.	28,404.
REDWOOD TR INC	8,214.	4,955.	7,919.
ROCKWELL AUTOMATION INC	7,151.	1,069.	1,446.
SIM CORP	9,465.		
STARBUCKS CORP	10,931.		
STATE STREET CORP	19,712.	10,459.	19,076.
SUNTRUST BKS INC	14,814.		
TEXAS INSTRUMENTS	6,292.	6,292.	12,511.
UNITED HEALTH GROUP INC	17,369.	8,602.	15,770.
UNITED TECH	15,272.	15,272.	24,380.
VERIZON COMMUNICATIONS	23,335.		
WALGREEN CO	14,594.		
WESTAR ENERGY INC	16,065.		
WHIRLPOOL	8,544.	8,545.	26,736.

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
WINDSTREAM CORP	12,548.		
ASTRAZENECA	19,125.	7,866.	12,105.
CARNIVAL CORP	14,192.		
COVIDIEN PLC	17,740.	6,654.	10,944.
EATON GROUP	18,128.		
GLAXO SMITHKLINE PLC ADR	18,607.	6,263.	5,039.
SCHLUMBERGER LTD			
UNILEVER	12,055.		
VODAFONE GROUP	19,561.		
GENERAL ELECTRIC CAP CORP	53,389.	53,389.	56,357.
APPLE INC	21,382.	5,448.	10,045.
CMS ENERGY	15,803.		
CA INC	14,813.		
CISCO	25,134.		
CO AMERICA	13,765.		
KOHL'S	16,809.		
LINCOLN NATIONAL	9,448.	9,448.	16,436.
LOWES	11,501.		
MT BANK	20,919.		
MFA FINANCIAL INC	13,510.		
MORGAN STANLEY	24,995.	10,003.	17,033.
NAT'L RETAIL PROP	9,370.	9,370.	12,008.
POLARIS INDS INC	19,462.	14,200.	24,198.
REGAL BELOIT CORP	19,753.		
REGIONS FINL CORP	12,708.		
SPECTRA ENERGY CORP	15,893.	10,056.	12,632.
STAPLES INC	18,703.		
STARWOOD PROPERTY TRUST INC	18,037.		
STRYKER CORP	6,993.	6,993.	9,622.

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV ---
SYMANTEC CORP	16,822.		
UNUM GROUP	15,713.		
XYLEM INC	12,993.		
GOLAR LNG LTD	10,618.		
LYONDELLBASELL IND	15,096.	5,213.	4,996.
ACTIVISION BLIZZARD INC		12,358.	15,640.
AKAMAI TECHNOLOGIES INC		10,377.	9,632.
AMERICAN AXLE & MFG HLDGS INC		2,027.	2,078.
ATWOOD OCEANICS INC		1,419.	1,739.
BUFFALO WILD WINGS		1,163.	709.
CYBERONICS INC		1,033.	1,263.
ENERSYS		1,030.	1,058.
ENTERGRIS INC		1,027.	988.
FINISAR CORPORATION		1,059.	1,162.
GLOBAL PAYMENTS INC		1,007.	1,126.
GRAPHIC PACKAGING HLDG CO		2,051.	2,341.
HEWLETT PACKARD CO		1,457.	1,553.
HILLTOP HOLDINGS INC		18,090.	24,800.
INTERCONTINENTAL EXCHANGE INC		1,033.	978.
LA Z BOY INC		1,168.	1,316.
MYRIAD GENETICS INC		1,326.	1,610.
NAVIENT CORP W D		1,028.	954.
R F MICRO DEVICES INC		6,379.	12,685.
SPDR S&P 500 EFT TRUST		1,125.	1,526.
SYNAPTICS INC		772,547.	806,539.
TJX COMPANIES INC		997.	826.
ARM HLDGS PLC A D R		11,464.	14,333.
BAIDU COM INC ADR		11,534.	11,714.
BAYERISCHE MOTOREN WERKE UNSPN		11,488.	14,818.
		7,227.	6,269.

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	BEGINNING BOOK VALUE -----	ENDING BOOK VALUE -----	ENDING FMV -----
BUNGE LIMITED		11,550.	13,909.
CANADIAN NATL RY CO		2,278.	2,136.
CSL LIMITED ADR		10,706.	11,984.
ENN ENERGY HOLDINGS LTD ADR		1,640.	1,275.
FANUC CORPORATION ADR		18,066.	17,426.
HONG KONG EXCHANGES ADR		23,745.	28,032.
ICICI BANK LTD ADR		11,485.	13,456.
IMPERIAL OIL LTD		2,347.	1,979.
ISHARES MSCI EAFE ETF		5,090.	4,685.
ITAU UNIBANCO HOLDINGS SA ADR		11,135.	9,810.
LOREAL UNSPONSORED ADR		1,620.	1,667.
LVMH MOET HENNESSY ADR		1,829.	1,791.
MTN GROUP LTD ADR		11,380.	10,077.
NESTLE SA SPONSORED ADR		2,988.	2,845.
ROCHE HOLDINGS LTD SPONS ADR		2,119.	1,937.
SAP SE SPONSORED ADR		4,735.	4,249.
SCHNEIDER ELECT SE UNSP ADR		3,430.	2,623.
TAIWAN SEMICONDUCTOR ADR		12,249.	12,913.
BLACKROCK EMERGING MKTS LS EQT		100,572.	99,125.
LS OPPORTUNITY		81,751.	79,708.
ROBECO BOSTON PARTNERS LS RSRC		126,981.	128,664.
VANGUARD REIT EFT		395,489.	430,515.
GOLDMAN SACHS COMM STRAT INS		73,697.	50,157.
WALGREENS BOOTS ALLIANCE INC		8,779.	17,831.
EATON CORP PLC		3,079.	4,078.
TOTALS	1,560,824.	2,294,881.	2,621,770.

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART II - CORPORATE BONDS

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
-----	-----	-----	-----
LAUDUS INTL MRKTMASERS FD	359,000.	124,000.	198,422.
CREDIT SUISSE	44,465.		
I SHARES MSCI EMERGING MKTS	194,436.	286,576.	272,555.
NUVEEN MID CAP INDEX FD	89,000.	89,000.	147,170.
NUVEEN SMALL CAP INDEX FD	45,000.		
SCOUT INTL	176,000.		
	-----	-----	-----
TOTALS	907,901.	499,576.	618,147.
	=====	=====	=====

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART II - OTHER INVESTMENTS
=====

COST/
FMV
C OR F

DESCRIPTION

ENBRIDGE
EXTERRAN

C
C

TOTALS

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART II - OTHER ASSETS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV -----
NON TAXABLE DIVIDENDS	6,150.	6,150.
ACCRUED INCOME	6,150.	6,150.
TOTALS	=====	=====

WARREN FOUNDATION 25253160
FORM 990PF, PART XV - LINES 2a - 2d
=====

41-6021348

RECIPIENT NAME:

SARAH GODFREY

ADDRESS:

800 NICOLLET MALL; BC-MN-H16A

MINNEAPOLIS, MN 55402

RECIPIENT'S PHONE NUMBER: 612-303-3208

FORM, INFORMATION AND MATERIALS:

IN THE FORM OF A LETTER OUTLINING THE REQUEST TOGETHER WITH SUPPORTING MATERIALS AS THE APPLICANT REQUIRES. THE FDN DOES NOT HAVE A FIXED FORMAT. INCLUDE A COPY OF THE IRS EXEMPTION LETTER.

SUBMISSION DEADLINES:

THERE ARE NO SUBMISSION DEADLINES.

RESTRICTIONS OR LIMITATIONS ON AWARDS:

THE FDN DOES NOT MAKE GRANTS TO INDIVIDUALS OR ORGS WHICH REQUIRE EXPENDITURE RESPONSIBILITY. PRIMARY GRANTS ARE TO ED, CULTURAL, YOUTH & CNTY SUPPORT ORG IN MN.

STATEMENT 21

=====

RECIPIENT NAME:

NEIGHBORHOOD INVOLVEMENT PROGRAM IN
ADDRESS:2431 HENNEPIN AVENUE
MINNEAPOLIS, MN 55405-2605

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

OUR LADY OF PEACE HOME
ADDRESS:20765 ST. ANTHONY AVENUE
ST. PAUL, MN 55104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

DAKOTA WOODLANDS
ADDRESS:3430 WESCOTT WOODLANDS
EAGAN, MN 55123

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATING

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

THE BRIDGE FOR YOUTH

ADDRESS:

1111 WEST 22ND STREET

MINNEAPOLIS, MN 55405

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL FUNDING

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

CATHOLIC CHARITIES

ADDRESS:

1200 2ND AVENUE S

MINNEAPOLIS, MN 55403

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

SOLID GROUND

ADDRESS:

3521 CENTURY AVENUE

WHITE BEAR LAKE, MN 55110

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

EMERGE COMMUNITY DEVELOPMENT

ADDRESS:

1101 WEST BROADWAY AVENUE

MINNEAPOLIS, MN 55411

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

NORTH 4 PROJECT

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

GUILD INC

ADDRESS:

130 SOUTH WABASHA ST, SUITE 90

ST. PAUL, MN 55107

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

HOLY ROSARY CHURCH

ADDRESS:

2424 18TH AVENUE S

MINNEAPOLIS, MN 55404

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

SOJOURNER PROJECT

ADDRESS:

PO BOX 272

HOPKINS, MN 55343

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

ST. STEPHEN'S HUMAN SERVICES

ADDRESS:

2211 CLINTON AVENUE S

MINNEAPOLIS, MN 55404

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

THE WORKS

ADDRESS:

9740 GRAND AVENUE S

BLOOMINGTON, MN 55420

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

YOUTHCARE

ADDRESS:

2701 UNIVERSITY AVE. SE, SUITE 205

MINNEAPOLIS, MN 55414

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

WEST SEVENTH COMMUNITY CENTER

ADDRESS:

265 ONEIDA ST

ST PAUL, MN 55102

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATIONS

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

KEYSTONE COMMUNITY SERVICE

ADDRESS:

2000 ST. ANTHONY AVE

ST. PAUL, MN 55104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT AWARD

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

LEE CARLSON CENTER

ADDRESS:

7954 UNIVERSITY AVE NE

FRIDLEY, MN 55432

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOOL PEER BASED SUPPORT PROGRAM

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

MACALESTER-SUMMIT HILL LIVING

HOME PROGRAM INC

ADDRESS:

1600 GRAND AVENUE

ST. PAUL, MN 55106

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATIONS

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

MINNESOTA ASSISTANCE COUNCIL

FOR VETERANS

ADDRESS:

360 N ROBERT ST; SUITE 306

ST. PAUL, MN 55101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATIONS

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

NATIONAL FEDERATION FOR THE BLIND
OF MINNESOTA, INC

ADDRESS:

100 E 22ND ST
MINNEAPOLIS, MN 55404

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATIONS

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

SOUTHERN MN REGIONAL LEGAL SERV

ADDRESS:

166 E FOURTH ST; SUITE 200
ST PAUL, MN 55101

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL OPERATIONS

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

CATHOLIC YOUTH CAMP

ADDRESS:

2131 FAIRVIEW AVE N
ROSEVILLE, MN 55113

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

CARMEN PAMPA FUND

ADDRESS:

1821 UNIVERSITY AVE, SUITE S-218

ST. PAUL, MN 55104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

CLARE HOUSING

ADDRESS:

929 CENTRAL AVE NE

MINNEAPOLIS, MN 55413

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

GREATER MINNEAPOLIS CRISIS NURSERY

ADDRESS:

5400 GLENWOOD AVE

GOLDEN VALLEY, MN 55422

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PROGRAM SUPPORT

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

HOUSE OF CHARITY

ADDRESS:

510 S 8TH ST

MINNEAPOLIS, MN 55404

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

JOSEPH'S COAT

ADDRESS:

1107 W 7TH

ST. PAUL, MN 55102

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

LISTENING HOUSE

ADDRESS:

215 9TH ST W

ST. PAUL, MN 55102

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:

LITTLE BROTHERS FRIENDS
OF THE ELDERLY

ADDRESS:

1295 BANDANA BLVD SUITE 165
ST PAUL, MN 55106

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

LITTLE SISTERS OF THE
POOR

ADDRESS:

330 S EXCHANGE ST
ST. PAUL, MN 55102

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

MINNESOTA LITERACY COUNCIL

ADDRESS:

756 TRANSFER ROAD
ST. PAUL, MN 55114

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

NATIONAL PARKINSON'S FDN

ADDRESS:

1501 NW 9TH AVENUE; BOB HOPE ROAD

MIAMI, FL 33136

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

2007 GRANT AWARD

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

NEIGHBORHOOD HOUSE

ADDRESS:

179 ROBIE ST E

ST. PAUL, MN 55107

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT AWARD

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

ORDWAY CENTER FOR THE PERFORMING

ARTS

ADDRESS:

345 WASHINGTON ST

ST. PAUL, MN 55102

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT AWARD

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

OUR SAVIOR'S HOUSING

ADDRESS:

2219 CHICAGO AVE S

MINNEAPOLIS, MN 55404

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

PAGE EDUCATION

ADDRESS:

PO BOX 58154

MINNEAPOLIS, MN 55458

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT AWARD

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

PENUMBRA THEATRE COMPANY

ADDRESS:

270 N KENT ST

ST. PAUL, MN 55102

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
REGIONS HOSPITAL FDN
ADDRESS:
640 JACKSON ST
ST. PAUL, MN 55101
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT FOR PARKINSONS RESEARCH
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
2445 PRIOR AVE
ROSEVILLE, MN 55113
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT AWARD
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:
SECOND HARVEST HEARTLAND
ADDRESS:
1140 GERVAIS AVE
MAPLEWOOD, MN 55109
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT AWARD
FOUNDATION STATUS OF RECIPIENT:
NONE
AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

TREE TRUST

ADDRESS:

2231 EDGEWOOD AVE S.

ST. LOUIS PARK, MN 55114

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

2007 YOUTH CONSERVATION

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

TUBMAN FAMILY ALLIANCE

ADDRESS:

3111 FIRST AVE SO

MINNEAPOLIS, MN 55408

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

VISITATION MONASTERY OF MN

ADDRESS:

1527 FREMONT AVE NO

MINNEAPOLIS, MN 55411

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EARMARK FOR SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

ARC GREATER TWIN CITIES

CHIEF PROGRAM OFFICER

ADDRESS:

2446 UNIVERSITY AVE S, #110

ST. PAUL, MN 55114

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

2007 GRANT AWARD

FOUNDATION STATUS OF RECIPIENT:

N/A

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

MIXED BLOOD THEATRE

ADDRESS:

1501 S 4TH ST

MINNEAPOLIS, MN 55454

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

EAST METRO 2007-08 ACTIVITIES

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

SOMALI BENADIRI COMMUNITY MN

ADDRESS:

1433 E FRANKLIN SUITE 7E

MINNEAPOLIS, MN 55404

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

FINANCIAL EDUCATION PROGRAMS

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

FAMILY MEANS

ADDRESS:

1875 NORTHWESTERN AVENUE

STILLWATER, MN 55082

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

YOUTH

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

HOPE ACADAMY

ADDRESS:

2300 CHICAGO AVENUE SOUTH

MINNEAPOLIS, MN 55404

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT AWARD

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

LA OPORTUNIDAD

ADDRESS:

2700 EAST LAKE STREET, SUITE 3100

MINNEAPOLIS, MN 55406

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT AWARD

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 3,000.

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

OPPORTUNITY NEIGHBORHOOD ~

ADDRESS:

1417 10TH STREET NW #104

NEW BRIGHTON, MN 55112

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GRANT AWARD

FOUNDATION STATUS OF RECIPIENT:

NONE

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

360 COMMUNITIES

ADDRESS:

501 E. HWY 13 SUITE 102

BURNSVILLE, MN 55337

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

AVENUES FOR HOMELESS YOUTH

ADDRESS:

1708 OAK PARK AVE. N.

MINNEAPOLIS, MN 55411

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

CAPI USA

ADDRESS:

3702 EAST LAKE STREET

MINNEAPOLIS, MN 55406

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

CENTRO CULTURAL CHICANO

ADDRESS:

1915 CHICAGO AVENUE SOUTH

MINNEAPOLIS, MN 554074

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

CHILDREN'S LAW CENTER OF MINNESOTA

ADDRESS:

450 SYNDICATE ST N, SUITE 315

ST. PAUL, MN 55104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

CROSS

ADDRESS:

12915 WEINAND CIRCLE

ROGERS, MN 55374

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

OSIRIS ORGANIZATION

ADDRESS:

6702 KARA DRIVE

EDEN PRARIE, MN 55346

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

TRUE FRIENDS

ADDRESS:

10509 108TH STREET NW

ANNADALE, MN 55302

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

WARREN FOUNDATION 25253160

41-6021348

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

GUADALUPE ALTERNATIVE PROGRAMS

ADDRESS:

381 ROBIE STREET

ST. PAUL, MN 55107

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

LIFETRACK RESOURCES INC

ADDRESS:

709 UNIVERSITY AVENUE WEST

ST PAUL, MN 55104

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

TOTAL GRANTS PAID:

133,000.

=====

STATEMENT 41