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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation LA84 FOUNDATION		A Employer identification number 95-3792725	
Number and street (or P O box number if mail is not delivered to street address) 2141 WEST ADAMS BOULEVARD		B Telephone number (see instructions) (323) 730-9600	
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90018		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 160,201,706		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	83,200			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	12,185	12,185	12,185	
	4 Dividends and interest from securities.	4,324,769	4,324,769	4,324,769	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	3,868,965			
	b Gross sales price for all assets on line 6a _____ 19,511,624				
	7 Capital gain net income (from Part IV, line 2)		3,868,965		
	8 Net short-term capital gain			3,868,965	
	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)	 7,330,822	6,486,368		
	12 Total. Add lines 1 through 11	15,619,941	14,692,287	8,205,919	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	391,328	127,843		263,485
	14 Other employee salaries and wages	1,127,684			1,127,684
	15 Pension plans, employee benefits	534,831	39,474		495,357
	16a Legal fees (attach schedule)	 40,968	11,869		29,099
	b Accounting fees (attach schedule)	 85,330	42,406		42,924
	c Other professional fees (attach schedule)	 104,822	65,518		39,304
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	 233,845			1,786
	19 Depreciation (attach schedule) and depletion	 22,625			
	20 Occupancy	363,226			363,226
	21 Travel, conferences, and meetings	34,025	2,965		31,060
	22 Printing and publications	6,083			6,083
	23 Other expenses (attach schedule)	 1,235,938	24,135		1,211,803
	24 Total operating and administrative expenses. Add lines 13 through 23	4,180,705	314,210		3,611,811
	25 Contributions, gifts, grants paid	4,427,741			4,480,614
	26 Total expenses and disbursements. Add lines 24 and 25	8,608,446	314,210		8,092,425
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	7,011,495			
	b Net investment income (if negative, enter -0-)		14,378,077		
c Adjusted net income (if negative, enter -0-)				8,205,919	

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	137,531	75,738	75,738
	2	Savings and temporary cash investments	4,643,525	7,500,659	7,500,659
	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	91,591	122,125	122,125
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	50,386,428	 44,408,081	44,408,081
	c	Investments—corporate bonds (attach schedule).	20,019,727	 20,455,433	20,455,433
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	79,597,246	 86,846,575	86,846,575
	14	Land, buildings, and equipment basis ▶ _____ 5,594,705 Less accumulated depreciation (attach schedule) ▶ _____ 4,801,610	648,637	 793,095	793,095
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	155,524,685	160,201,706	160,201,706	
Liabilities	17	Accounts payable and accrued expenses	526,848	1,175,311	
	18	Grants payable	1,103,832	1,049,820	
	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)	1,630,680	2,225,131	
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	153,894,005	157,976,575	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	153,894,005	157,976,575	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	155,524,685	160,201,706	

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	153,894,005
2	Enter amount from Part I, line 27a	2	7,011,495
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	160,905,500
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	2,928,925
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	157,976,575

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)	
1a					
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }					2 3,868,965
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 3,868,965

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	6,434,829	142,771,640	0 04507
2012	6,782,808	136,486,557	0 04970
2011	6,100,594	132,826,766	0 04593
2010	6,480,548	125,559,874	0 05161
2009	6,456,944	118,506,149	0 05449
2 Total of line 1, column (d).			2 0 24680
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 04936
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 153,908,417
5 Multiply line 4 by line 3.			5 7,596,766
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 143,781
7 Add lines 5 and 6.			7 7,740,547
8 Enter qualifying distributions from Part XII, line 4.			8 8,259,508
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 ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1143,781	
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.		3143,781	
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-		5143,781	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	137,219
b		Exempt foreign organizations—tax withheld at source		6b	
c		Tax paid with application for extension of time to file (Form 8868)		6c	90,000
d		Backup withholding erroneously withheld		6d	
7		Total credits and payments. Add lines 6a through 6d.		7227,219	
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8219	
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.		1083,219	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 83,219 Refunded		11	

Part VII-A

Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address www.LA84.org				
14	The books are in care of MARCIA SUZUKI Telephone no (323) 730-4628 Located at 2141 WEST ADAMS LOS ANGELES CA ZIP+4 900182040			
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	16	Yes	No

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

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ 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

No

Organizations relying on a current notice regarding disaster assistance check here. ☒

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☒ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

7a

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

☐ Yes ☒ No

b

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

7b

No

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
F Patrick Escobar 2141 W Adams Blvd Los Angeles, CA 90018	VP-Grants&Prog 40 00	155,155	54,558	
Wayne Wilson 2141 W Adams Blvd Los Angeles, CA 90018	VP-EDUC SRV 40 00	138,835	39,198	
GABRIELA TOVAR 2141 W Adams Blvd Los Angeles, CA 90018	MGR-GRANTS&PROG 40 00	109,909	22,391	
KAREN GODDY 2141 W Adams Blvd Los Angeles, CA 90018	ASST TREASURER 40 00	73,768	39,078	
ROBERT WAGNER 2141 W Adams Blvd Los Angeles, CA 90018	VP-PARTNERSHIPS 40 00	247,500	58,722	
Total number of other employees paid over \$50,000. ☒				6

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Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
EDNEY CONSULTING	IT CONSULTING	52,822
5855 GREEN VALLEY CIRCLE CULVER CITY,CA 90230		
PAMELA R ROSS CPA	ACCOUNTING	60,580
22739 FEDERALIST ROAD CALABASAS,CA 91302		
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 Sports programs - The Foundation initiates, finances and operates youth sports programs in swimming and running to introduce large numbers of youth to organized sports	428,565
2 Education Services - The Foundation operates, on its premises, a sports library which contains archives of printed materials, films and videos related to sports. The Foundation also operates a website dedicated to sports research. The Foundation conducts coaching clinics throughout the year for various team sports.	417,257
3 Marketing and Development - The Foundation distributes information about promoting sports and conducts sports awards programs.	255,399
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	148,882,946
b	Average of monthly cash balances.	1b	7,369,254
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	156,252,200
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	156,252,200
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	2,343,783
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	153,908,417
6	Minimum investment return. Enter 5% of line 5.	6	7,695,421

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	7,695,421
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	143,781
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	143,781
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	7,551,640
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	7,551,640
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	7,551,640

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	8,092,425
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	167,083
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	8,259,508
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	143,781
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	8,115,727

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				7,551,640
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.	987,531			
b From 2010.	6,480,548			
c From 2011.				
d From 2012.	91,263			
e From 2013.				
f Total of lines 3a through e.	7,559,342			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 8,259,508				
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).	0			
d Applied to 2014 distributable amount.				7,551,640
e Remaining amount distributed out of corpus	707,868			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	8,267,210			
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) . . .	987,531			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	7,279,679			
10 Analysis of line 9				
a Excess from 2010. . . .	6,480,548			
b Excess from 2011. . . .				
c Excess from 2012. . . .	91,263			
d Excess from 2013. . . .				
e Excess from 2014. . . .	707,868			

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary 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 e-mail address of the person to whom applications should be addressed

LA84 FOUNDATION
2141 W ADAMS BLVD
LOS ANGELES, CA 90018
(323) 730-4600

b

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

PLEASE SEE WEBSITE AT WWW.LA84FOUNDATION.ORG

c

Any submission deadlines

PLEASE SEE WEBSITE

d

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

PLEASE SEE WEBSITE

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 Attachment A various various, CA 90000	N/A	PC	Youth sports	4,480,614
Total 3a				4,480,614
b Approved for future payment See Attachment B various various, CA 90000	n/a	PC	Youth sports	1,037,820
Total 3b				1,037,820

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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)

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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	*****	2015-11-09	*****	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name Pamela R Ross	Preparer's Signature	Date	Check if self-employed ☒	PTIN P00034695
	Firm's name ☒ Pamela R Ross CPA			Firm's EIN ☒	
	Firm's address ☒ 22739 Federalist Road Calabasas, CA 913024809			Phone no (818) 222-8581	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Anita DeFrantz	President 40 00	297,303	46,714	11,119
2141 West Adams Blvd Los Angeles, CA 90018				
STAN KASTEN	Director 0 00	0		
2141 W Adams Blvd Los Angeles, CA 90018				
ROBERT V GRAZIANO	Past Chair 0 00	0		
2131 WEST ADAMS BLVD Los Angeles, CA 90018				
YVONNE B BURKE	Director 0 00	0		
2141 WEST ADAMS BLVD Los Angeles, CA 90018				
JAE MIN CHANG	Director 0 00	0		
2131 WEST ADAMS BLVD Los Angeles, CA 90018				
DEBRA KAY DUNCAN	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
JAMES L EASTON	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
PRISCILLA FLORENCE	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
JONATHAN GLASER	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
Rafer Johnson	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
Maureen Kindel	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
THOMAS E LARKIN JR	EMERITUS 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
MARIANN HARRIS	Director 0 00	0		
2141 W Adams Blvd Los Angeles, CA 90018				
MARCIA SUZUKI	Treasurer 40 00	94,025	25,174	
2141 W Adams Blvd Los Angeles, CA 90018				
PATRICK MCCLENAHAN	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
JOHN F CHAVEZ	Director 0 00	0		
2141 W Adams Blvd Los Angeles, CA 90018				
WALTER F ULLOA	Director 0 00	0		
2141 W Adams Blvd Los Angeles, CA 90018				
PETER O'MALLEY	EMERITUS 0 00	0		
2141 W Adams Blvd Los Angeles, CA 90018				
FRANK M SANCHEZ	Chairman 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
PETER V UEBERROTH	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
GILBERT R VASQUEZ	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				
JOHN ZIFFREN	Director 0 00	0		
2141 West Adams Blvd Los Angeles, CA 90018				

TY 2014 Accounting Fees Schedule**Name:** LA84 FOUNDATION**EIN:** 95-3792725**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Green, Hasson & Janks	24,750	0	0	24,750
Pamela R Ross, CPA	60,580	42,406	0	18,174

TY 2014 General Explanation Attachment**Name:** LA84 FOUNDATION**EIN:** 95-3792725**Software ID:** 14000265**Software Version:** 2014v5.0

Identifier	Return Reference	Explanation
	General Explanation Supplemental Information for Form 990-PF	LA84 FOUNDATIONATTACHMENT TO 2014 FORM 990-PFINFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS(1) Recipient Name & Address Southern California Tennis Association 420 Charles E Young Drive Los Angeles, CA 90024(2) Grantee EIN 95-1243600(3) Grant Amount 150,000(4) Date of Grant 22-Jan-14(5) Payments \$49,412, May 9, 2014 \$40,052, Aug 8, 2014 \$60,536, Nov 14, 2014(6) Total Paid \$150,000 (7) Grant #22892(8) Verification Date 29-Oct-14(9) Purpose of Grant For personnel, athlete expenses and equipment for tennis programs throughout Southern California (10) Date of Reports by Grantee Apr 18, 2014, July 4, 2014, October 22, 2014(11) Diversions No(12) Verification The LA84 Foundation staff reviewed the grantee's report and conducted independent verification through site visits

**TY 2014 Investments Corporate
Bonds Schedule****Name:** LA84 FOUNDATION**EIN:** 95-3792725**Software ID:** 14000265**Software Version:** 2014v5.0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NORTHERN TRUST	2,483,712	2,483,712
DELAWARE INVESTMENTS		
PAYDEN & RYGEL	7,601,350	7,601,350
TCW	833,681	833,681
VANGUARD	9,536,690	9,536,690

**TY 2014 Investments Corporate
Stock Schedule**

Name: LA84 FOUNDATION

EIN: 95-3792725

Software ID: 14000265

Software Version: 2014v5.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NORTHERN TRUST	44,408,081	44,408,081

TY 2014 Investments - Other Schedule

Name: LA84 FOUNDATION

EIN: 95-3792725

Software ID: 14000265

Software Version: 2014v5.0

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ANCHOR POINT	FMV	2,045	2,045
BLACKSTONE	FMV	46,213,705	46,213,705
RIMROCK CAPITAL MANAGEMENT	FMV	7,080,457	7,080,457
ABBOTT CAPITAL	FMV	3,242,980	3,242,980
ANGELO GORDON	FMV	2,459,599	2,459,599
AUDAX MEZZANINE	FMV	135,812	135,812
BRENTWOOD PARTNERS	FMV	5,537,836	5,537,836
BT PRIVATE EQUITY	FMV	17,231	17,231
COMMON VENTURE	FMV	1,252,889	1,252,889
EnCap Capital	FMV	1,468,717	1,468,717
FORT WASHINGTON	FMV	892,166	892,166
GOLDMAN SACHS PRIVATE EQUITIES	FMV	2,062,124	2,062,124
KEYHAVEN	FMV	1,477,279	1,477,279
MERIT ENERGY	FMV	1,712,284	1,712,284
OAKTREE CAPITAL	FMV	1,552,596	1,552,596
OSAGE UNIVERSITY PARTNERS	FMV	609,380	609,380
PALOMAR	FMV	305,014	305,014
SCALE VENTURE	FMV	3,179,296	3,179,296
SPUR CAPITAL	FMV	1,233,372	1,233,372
TCW/EIG	FMV	1,778,529	1,778,529
TOP TIER	FMV	2,586,426	2,586,426
WARBURG PINCUS	FMV	390,700	390,700
BROOKE PEA	FMV	1,656,138	1,656,138

TY 2014 Land, Etc. Schedule**Name:** LA84 FOUNDATION**EIN:** 95-3792725**Software ID:** 14000265**Software Version:** 2014v5.0

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Auto./Transportation Equip.	25,012	25,012		
Furniture and Fixtures	220,305	199,642	20,663	20,663
Machinery and Equipment	346,522	192,876	153,646	153,646
Buildings	3,920,561	3,920,561		
Improvements	482,862	463,519	19,343	19,343
Land	599,443		599,443	599,443

TY 2014 Legal Fees Schedule**Name:** LA84 FOUNDATION**EIN:** 95-3792725**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Latham & Watkins	16,250	11,869	0	4,381
Rodriguez, Horii & Choi	24,718	0	0	24,718

TY 2014 Other Expenses Schedule

Name: LA84 FOUNDATION

EIN: 95-3792725

Software ID: 14000265

Software Version: 2014v5.0

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Artifact exhibits	15,433			15,433
Coaching education	153,395			153,395
Computer equipment and supplies	17,493			17,493
Computer maintenance and support	117,510	22,262		95,248
Insurance	169,172			169,172
Internet charges	7,675			7,675
Library operations	5,061			5,061
Marketing and development	146,542			146,542
Middle school program	5,001			5,001
Miscellaneous	324	324		
Office and facility supplies	27,939			27,939
Payroll service and benefit admin	6,110			6,110
Photocopying	9,370			9,370
Shipping and postage	9,185			9,185
Storage	21,851			21,851
Subscriptions and dues	18,333	1,549		16,784
Summer Swim	405,241			405,241
Support materials	8,175			8,175
Website	68,804			68,804
Youth run	23,324			23,324

TY 2014 Other Income Schedule**Name:** LA84 FOUNDATION**EIN:** 95-3792725**Software ID:** 14000265**Software Version:** 2014v5.0

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
COLLECTION DEACCESSION	825,757		
Library Income	4,171		
MISCELLANEOUS RECEIPTS	14,526		
PASSTHROUGHS-SEE SCH P	6,486,368	6,486,368	

TY 2014 Other Professional Fees Schedule**Name:** LA84 FOUNDATION**EIN:** 95-3792725**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
JAMES ROBIE DESIGN	4,220	0	0	4,220
KIMIYA SHOKOOHI	10,000	0	0	10,000
Lasnik-Broida Consultants	5,000	0	0	5,000
Miscellaenous	3,155	0	0	3,155
NORTHERN TRUST	29,783	29,783	0	0
PAYDEN & RYGEL	28,985	28,985	0	0
Sugerman Communications	16,929	0	0	16,929
YAKATERINA FREDERIKSEN	6,750	6,750	0	0

TY 2014 Taxes Schedule**Name:** LA84 FOUNDATION**EIN:** 95-3792725**Software ID:** 14000265**Software Version:** 2014v5.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAXES	232,059			
PROPERTY TAXES	1,786			1,786

<u>Name and Address</u>	<u>Status of recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
America SCORES LA 3685 Motor Avenue, Suite 110 Los Angeles, CA 90034	PC	Youth sports	\$ 20,000
American Youth Football P O Box 740038 San Diego, CA 92174	PC	Youth sports	\$ 1,000
American Youth Soccer Organization P O Box 1646 Montebello, CA 90640	PC	Youth sports	\$ 15,000
Antelope Valley Boys & Girls Club P O Box 901055 Palmdale, CA 93590	PC	Youth sports	\$ 55,000
Athletes for Life 10630 Town Center Dr #113 Rancho Cucamonga, CA 91730	PC	Youth sports	\$ 10,000
Beat the Streets - Los Angeles 515 S Figueroa Street, 16th Floor Los Angeles, CA 90071	PC	Youth sports	\$ 3,403
Boys & Girls Club of Cypress 10161 Moody Street Cypress, CA 90630	PC	Youth sports	\$ 4,000
Boys & Girls Club of Pomona Valley 1420 S Garey Ave Pomona, CA 91766	PC	Youth sports	\$ 25,000
Boys & Girls Club of Whittier, Inc 7905 S Greenleaf Avenue Whittier, CA 90602	PC	Youth sports	\$ 20,000
Boys & Girls Clubs Of America - Santa Ana 950 West Highland Santa Ana, CA 92703	PC	Youth sports	\$ 20,000
Boys & Girls Clubs of America - West San Gabriel Valley 328 South Ramona Avenue Monterey Park, CA 91754	PC	Youth sports	\$ 12,000
Boys & Girls Clubs Of America La Habra 1211 Fahringer Way La Habra, CA 90631	PC	Youth sports	\$ 9,000
Boys & Girls Clubs of Burbank, Inc 2244 N Buena Vista St Burbank, CA 91504	PC	Youth sports	\$ 1,000
Boys & Girls Clubs of Long Beach 3635 Long Beach Boulevard Long Beach, CA 90807	PC	Youth sports	\$ 10,000
Boys & Girls Clubs of North County 445 E Ivy St Fallbrook, CA 92028	PC	Youth sports	\$ 5,000
Boys & Girls Clubs of San Dieguito 533 Lomas Santa Fe Dr San Diego, CA 92075	PC	Youth sports	\$ 22,000
Boys And Girls Club Of The Los Angeles Harbor 1200 S Cabrillo Ave San Pedro, CA 90731	PC	Youth sports	\$ 25,000
California Pools of Hope, Inc 6801 Long Beach Boulevard Long Beach, CA 90805	PC	Youth sports	\$ 12,000
Caritas 5520 Trabuco Road Irvine, CA 92620	PC	Youth sports	\$ 15,000

Catholic Charities of Los Angeles, Inc 1530 James M Wood Blvd Los Angeles, CA 91107	PC	Youth sports	\$ 20,000
Central Coast Junior Golf, Inc PO Box 1611 Summerland, CA 93067	PC	Youth sports	\$ 10,000
Challengers Boys and Girls Club 5029 S Vermont Avenue Los Angeles, CA 90037	PC	Youth sports	\$ 32,500
Channel Island Young Men's Christian Asso 3111 Village at the Park Drive Camarillo, CA 93012	PC	Youth sports	\$ 10,000
Chatsworth Youth Sports Inc 10121 Laramie Ave Chatsworth, CA 91311	PC	Youth sports	\$ 10,000
Los Angeles Clippers Foundation 1111 S Figureroa Street Los Angeles, CA 90015	PC	Youth sports	\$ 41,480
Connie Cycling Foundation P O Box 681 Corona Del Mar, CA 92625	PC	Youth sports	\$ 75,000
Los Angeles Dodgers Foundation 1000 Elysian Park Avenue Los Angeles, CA 90012	PC	Youth sports	\$ 100,000
Regional Operations Manager South Community Services Agency County of Los Angeles	PC	Youth sports	\$ 26,671
Downey Girls Pony Tail Athletic Association PO Box 431 Downey, CA 90241	PC	Youth sports	\$ 10,000
Duarte Hawks Youth Football Corporation 240 West Cypress Avenue Monrovia, CA 91016	PC	Youth sports	\$ 10,000
FIYA 4120 Berryman Avenue Los Angeles, CA 90066	PC	Youth sports	\$ 30,000
Friends of Expo Center 3980 Bill Robertson Lane, Suite 203 Los Angeles, CA 90037	PC	Youth sports	\$ 86,077
Gardena Judo Club 1964 W 162nd Street Gardena, CA 90247	PC	Youth sports	\$ 20,000
Girls Incorporated of Greater Santa Barbara 531 E Ortega Street Santa Barbara, CA 93103	PC	Youth sports	\$ 7,000
Glendora Lassie League Inc PO Box 361 Glendora, CA 91741	PC	Youth sports	\$ 10,000
GOALS- Growth Opportunities Through Athletics 1170 La Palma Park Way Anaheim, CA 92801	PC	Youth sports	\$ 25,000
Heart of Los Angeles Youth, Inc 2701 Wilshire Blvd Suite 100 Los Angeles, CA 90057	PC	Youth sports	\$ 70,430
13312 Ranchero Road, Suite 18 PMB 335 Oak Hills, CA 92344	PC	Youth sports	\$ 1,000
Hollenbeck Police Business Council 2015 East 1st Street Los Angeles, CA 90033	PC	Youth sports	\$ 5,000

LA84 FOUNDATION
FEIN 95-3792725

Hollywood Police Activities League 1358 N Wilcox Avenue Los Angeles, CA 90028	PC	Youth sports	\$ 15,000
Inner City Education Foundation 5150 W Goldleaf Circle, Suite 401 Los Angeles, CA 90056	PC	Youth sports	\$ 20,000
Inter Tribal Sports Inc 41892 Enterprise Circle South, Ste B Temecula, CA 92590	PC	Youth sports	\$ 50,000
JCA Swim Team 2202 S Figueroa #334 Los Angeles, CA 90044	PC	Youth sports	\$ 19,781
Jurupa Valley Boxing Club 5626 Mission Blvd Riverside, CA 92509	PC	Youth sports	\$ 4,000
Kids In Sports P O Box 7790 Los Angeles, CA 90007	PC	Youth sports	\$ 564,210
KidWorks 1902 West Chestnut Ave Santa Ana, CA 92703	PC	Youth sports	\$ 10,000
L A C S 5218 Niland St Lynwood, CA 90262	PC	Youth sports	\$ 2,219
L E A R N 13222 Bailey Street Whittier, CA 90601	PC	Youth sports	\$ 1,000
Lake Casitas Rowing Association 265 Bayview Ave Ventura, CA 93003	PC	Youth sports	\$ 10,000
LA's Best 200 N Spring Street, M-120 Los Angeles, CA 90012	PC	Youth sports	\$ 300,000
Lincoln Heights Youth Association P O Box 32426 Los Angeles, CA 90032	PC	Youth sports	\$ 1,000
Los Angeles Boys & Girls Club 2635 Pasadena Ave Los Angeles, CA 90031	PC	Youth sports	\$ 50,000
Los Angeles Jets Track Club 538 West 121st Street Los Angeles, CA 90044	PC	Youth sports	\$ 1,000
Los Angeles Parks Foundation 11973 San Vicente Blvd Los Angeles, CA 90049	PC	Youth sports	\$ 900,000
Los Angeles Unified School District 333 South Beaudry Ave Los Angeles, CA 90017	PC	Youth sports	\$ 339,348
McDuffy's Academy of Academic Excellence, Inc 7705 Victoria Avenue Inglewood, CA 90305	PC	Youth sports	\$ 15,000
Mt San Antonio College 1100 N Grand Avenue Walnut, CA 91789	PC	Youth sports	\$ 126,463
P F Bresee Foundation 184 Bimini Pl Los Angeles, CA 90004	PC	Youth sports	\$ 24,400
Perris Valley Youth Association Sports P O Box 478 Perris, CA 92572	PC	Youth sports	\$ 10,000

Play Rugby CA Inc 2015 21st Street, Apt A Santa Monica, CA 90404	PC	Youth sports	\$ 75,000
Playworks 5301 Beethoven St Suite 155 Los Angeles, CA 90066	PC	Youth sports	\$ 15,000
Proyecto Pastoral At Dolores Mission 135 North Mission Road Los Angeles, CA 90033	PC	Youth sports	\$ 45,000
Redlands Baseball Softball for Youth P O Box 7875 Redlands, CA 92375	PC	Youth sports	\$ 10,000
Ride On LA 10860 Topanga Canyon Blvd Chatsworth, CA 91311	PC	Youth sports	\$ 30,000
Rose Bowl Aquatics Center 360 N Arroyo Blvd Pasadena, CA 91103	PC	Youth sports	\$ 14,443
Rose Bowl Aquatics Center 360 N Arroyo Blvd Pasadena, CA 91103	PC	Youth sports	\$ 20,000
Rose Bowl Aquatics Center 360 N Arroyo Blvd Pasadena, CA 91103	PC	Youth sports	\$ 20,000
Saint Sebastian Sports Project (SSSP) P O Box 1711 Manhattan Beach, CA 90267	PC	Youth sports	\$ 15,000
Salesian Boys and Girls Club of Los Angeles 3218 Wabash Avenue Los Angeles, CA 90063	PC	Youth sports	\$ 80,000
San Diego Canoe and Kayak Team 4131 Raffee Drive San Diego, CA 92117	PC	Youth sports	\$ 28,000
Santa Clarita Speed Skating Club 27003 San Ysidro Ave Valencia, CA 91355	PC	Youth sports	\$ 1,540
Santa Clarita Valley Boys and Girls Club 24909 Newhall Avenue Santa Clarita, CA 91321	PC	Youth sports	\$ 10,000
SCGA Junior Golf Foundation 3740 Cahuenga Blvd Studio City, CA 91604	PC	Youth sports	\$ 10,000
Sheriff's Youth Foundation 4700 Ramona Boulevard Monterey Park, CA 91754	PC	Youth sports	\$ 126,800
Southern California Tennis Association 420 Charles E Young Drive West Los Angeles, CA 90024	NC	Youth sports	\$ 160,174
Special Olympics - Southern California 6730 East Carson Street Long Beach, CA 90808	PC	Youth sports	\$ 25,000
Students Run LA 5252 Crebs Avenue Tarzana, CA 91356	PC	Youth sports	\$ 125,000
The Boys And Girls Clubs of the South Coast Area 1304 Calle Valle San Clemente, CA 92672	PC	Youth sports	\$ 10,000
The GRYD Foundation- Summer Night Lights 6080 Center Drive, 6th Floor Los Angeles, CA 90045	PC	Youth sports	\$ 75,000

THINK Together 2101-A East Fourth Street Santa Ana, CA 92705	PC	Youth sports	\$ 44,000
Tiger Woods Learning Center Foundation One Tiger Woods Way Anaheim, CA 92801	PC	Youth sports	\$ 5,000
Variety Boys And Girls Club 2530 Cincinnati Street Los Angeles, CA 90033	PC	Youth sports	\$ 20,000
Woodcraft Rangers, Inc 340 E 2nd Street Los Angeles, CA 90012	PC	Youth sports	\$ 58,029
YALLA San Diego, Inc 3637 Saddle Drive Spring Valley, CA 91977	PC	Youth sports	\$ 15,000
YMCA - East County 8881 Dallas Street La Mesa, CA 91942	PC	Youth sports	\$ 9,000
YMCA of Anaheim 240 S Euclid St Anaheim, CA 92802	PC	Youth sports	\$ 10,000
YMCA of Metropolitan Los Angeles 2000 W Beverly Blvd Montebello, CA 90640	PC	Youth sports	\$ 60,645
Youth Speak Collective 444 S Brand Blvd #201 San Fernando, CA 91340	PC	Youth sports	\$ 15,000
TOTAL			\$ 4,480,614

<u>Name</u>	<u>Address</u>	<u>Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Amount</u>
A Place Called Home	2830 South Central Avenue Los Angeles, CA 90011	PC	Youth sports	\$ 37,280
America SCORES LA	3685 Motor Avenue, Suite 110 Los Angeles, CA 90034	PC	Youth sports	\$ 6,420
Antelope Valley Boys & Girls Club	P O Box 901055 Palmdale, CA 93590	PC	Youth sports	\$ 10,000
Boys & Girls Club of Cypress	10161 Moody Street Cypress, CA 90630	PC	Youth sports	\$ 1,000
Boys & Girls Club of Whittier, Inc	7905 S Greenleaf Avenue Whittier, CA 90602	PC	Youth sports	\$ 5,000
Boys & Girls Clubs Of America - Santa Ana	950 West Highland Santa Ana, CA 92703	PC	Youth sports	\$ 5,000
Boys & Girls Clubs Of America La Habra	1211 Fahringer Way La Habra, CA 90631	PC	Youth sports	\$ 1,000
Boys & Girls Clubs of San Dieguito	533 Lomas Santa Fe Dr San Diego, CA 92075	PC	Youth sports	\$ 10,000
Boys And Girls Club Of The Los Angeles Harbor	1200 S Cabrillo Ave San Pedro, CA 90731	PC	Youth sports	\$ 25,000
Caritas	5520 Trabuco Road Irvine, CA 92620	PC	Youth sports	\$ 5,000
Catholic Charities of Los Angeles, Inc	1530 James M Wood Blvd Los Angeles, CA 91107	PC	Youth sports	\$ 5,000
Challengers Boys and Girls Club	5029 S Vermont Avenue Los Angeles, CA 90037	PC	Youth sports	\$ 5,000
Connie Cycling Foundation	P O Box 681 Corona Del Mar, CA 92625	PC	Youth sports	\$ 25,000
County of Los Angeles	360 West El Segundo Blvd Los Angeles, CA 90061	PC	Youth sports	\$ 3,329
DeMorra Speedskating	214 Main Street, Suite 252 El Segundo, CA 90245	PC	Youth sports	\$ 1,000
Downey Girls Pony Tail Athletic Association	PO Box 431 Downey, CA 90241	PC	Youth sports	\$ 10,500
FIYA	4120 Berryman Avenue Los Angeles, CA 90066	PC	Youth sports	\$ 5,000
Friends of Expo Center	3980 Bill Robertson Lane, Suite 203 Los Angeles, CA 90037	PC	Youth sports	\$ 15,023
GOALS- Growth Opportunities Through Athletics Learning & Service	1170 La Palma Park Way Anaheim, CA 92801	PC	Youth sports	\$ 25,000
Heart of Los Angeles Youth, Inc	2701 Wilshire Blvd Suite 100 Los Angeles, CA 90057	PC	Youth sports	\$ 5,000
Hollywood Police Activities League	1358 N Wilcox Avenue Los Angeles, CA 90028	PC	Youth sports	\$ 5,000
Inner City Education Foundation	5150 W Goldleaf Circle, Suite 401 Los Angeles, CA 90056	PC	Youth sports	\$ 5,000
Inter Tribal Sports Inc	41892 Enterprise Circle South, Ste B Temecula, CA 92590	PC	Youth sports	\$ 10,000
JCA Swim Team	2202 S Figueroa #334 Los Angeles, CA 90044	PC	Youth sports	\$ 10,000
Mentorship Youth Development Organization (JREAM)	1230 West 84th Place Los Angeles, CA 90044	PC	Youth sports	\$ 1,000
Jurupa Valley Boxing Club	5626 Mission Blvd Riverside, CA 92509	PC	Youth sports	\$ 1,050
Los Angeles Parks Foundation	Suite 200 Los Angeles, CA 90049	PC	Youth sports	\$ 100,000

Los Angeles Unified School District	333 South Beaudry Ave Los Angeles, CA 90017	PC	Youth sports	\$ 380,816
McDuffy's Academy of Academic Excellence, Inc	7705 Victoria Avenue Inglewood, CA 90305	PC	Youth sports	\$ 10,000
Mt San Antonio College	1100 N Grand Avenue Walnut, CA 91789	PC	Youth sports	\$ 30,000
Oak Grove Center for Education, Treatment and the Arts	24275 Jefferson Avenue Murrieta, CA 92562	PC	Youth sports	\$ 1,000
P F Bresee Foundation	184 Bimini Pl Los Angeles, CA 90004	PC	Youth sports	\$ 10,000
Play Rugby, Inc	2015 21st Street, Apt A Santa Monica, CA 90404	PC	Youth sports	\$ 5,000
Playworks	5301 Beethoven St Suite 155 Los Angeles, CA 90066	PC	Youth sports	\$ 7,000
Redlands Baseball Softball for Youth	P O Box 7875 Redlands, CA 92375	PC	Youth sports	\$ 5,000
Ride On LA	10860 Topanga Canyon Blvd Chatsworth, CA 91311	PC	Youth sports	\$ 10,000
Rose Bowl Aquatics Center	360 N Arroyo Blvd Pasadena, CA 91103	PC	Youth sports	\$ 14,443
Saint Sebastian Sports Project (SSSP)	P O Box 1711 Manhattan Beach, CA 90267	PC	Youth sports	\$ 4,475
San Diego Canoe and Kayak Team	4131 Raffee Drive San Diego, CA 92117	PC	Youth sports	\$ 10,000
Santa Clarita Valley Boys and Girls Club	24909 Newhall Avenue Santa Clarita, CA 91321	PC	Youth sports	\$ 11,846
Students Run LA	5252 Crebs Avenue Tarzana, CA 91356	PC	Youth sports	\$ 25,000
The Boys And Girls Clubs of the South Coast Area	1304 Calle Valle San Clemente, CA 92672	PC	Youth sports	\$ 11,000
THINK Together	2101-A East Fourth Street Santa Ana, CA 92705	PC	Youth sports	\$ 102,638
Variety Boys And Girls Club	2530 Cincinnati Street Los Angeles, CA 90033	PC	Youth sports	\$ 30,000
Whittier Youth Football Association	PO Box 2026 Whittier, CA 90610	PC	Youth sports	\$ 1,000
Woodcraft Rangers, Inc	340 E 2nd Street #200 Los Angeles, CA 90012	PC	Youth sports	\$ 10,000
YALLA San Diego, Inc	3637 Saddle Drive Spring Valley, CA 91977	PC	Youth sports	\$ 5,000
YMCA - East County	8881 Dallas Street La Mesa, CA 91942	PC	Youth sports	\$ 1,000
YMCA of Metropolitan Los Angeles	2000 W Beverly Blvd Montebello, CA 90640	PC	Youth sports	\$ 10,000
Youth Speak Collective	444 S Brand Blvd #201 San Fernando, CA 91340	PC	Youth sports	\$ 5,000
TOTAL				\$ 1,037,820

	<u>Ordinary</u>	<u>Interest</u>	<u>Dividends</u>	<u>ST Cap</u>	<u>LT Cap</u>	<u>Other</u>	<u>Other</u>	<u>Subtotal</u>	<u>Minus</u>	<u>Total</u>	<u>FEIN</u>
	<u>Income</u>			<u>Gains</u>	<u>Gains</u>	<u>Income/Loss</u>	<u>Deductions</u>		<u>UBTI**</u>		
Abbott Capital Private Equity Fund III	803	2,424	2,130	590	117,111	669	23,497	100,230		100,230	04-3487668
Abbott Capital Private Equity Fund VI	(1,029)	9,910	19,353	7,602	139,881	14,762	113,729	76,750	(16,154)	92,904	26-2293853
Audax Mezzanine Fund		1,313	1		(6,127)		473	(5,286)		(5,286)	04-3557760
Audax Mezzanine Fund II		5,551	5		38,036	(11)	3,662	39,919		39,919	20-2906382
Blackstone Credit Liquidity Partners					(4,352)		80	(4,432)		(4,432)	26-1292953
Blackstone Capital Partners IV							115	(115)		(115)	13-4195762
Blackstone Capital Partners (Cayman) IV		1	848		126,083		161	126,771		126,771	20-0118764
Blackstone FCH Capital Partners (FINAL)							29	(29)		(29)	20-1401638
Blackstone SGP Capital Partners (Cayman) IV	(1,700)	14,580			94		40	12,934	(1,700)	14,634	98-0467780
Blackstone Capital Partners V LP		5,177			371,530		2,728	373,979		373,979	20-3177035
BCP (Cayman) V-S			153		3,887		17	4,023		4,023	98-0484226
BCP V-S					50,743		398	50,345		50,345	20-3177004
BCP V Co-Investors							4	(4)		(4)	20-5568844
BCP V Co-Investors (Cayman)			60		1,521		24	1,557		1,557	20-5389796
BCP V Co-Investors (Cayman SW A)			371		15,835		8	16,198		16,198	98-0641460
Blackstone Capital Partners (Cayman) V-NQ	(1,065)	119			(10)	91	2,846	(3,711)	(2,878)	(833)	98-0627222
Blackstone Capital Partners (Cayman) V			59,595		275,343		862	334,076		334,076	98-0484223
Blackstone Capital Partners (Cayman II) V				583	1,511		75	2,019		2,019	98-0578154
Blackstone Capital Partners (Cayman III) V-NQ							27	(27)		(27)	98-0654255
Blackstone Capital Partners (Cayman III) V			1,920		81,980		48	83,852		83,852	98-0641463
Blackstone Capital Partners V USS Feeder	36,093	3				818	164	36,750	36,824	(74)	26-0783540
Blackstone RGIS Capital Partners V	16,827	8,984	21	5,174	6,445	(3,018)	5,412	29,021	25,030	3,991	20-8866363
Blackstone HEI Capital Partners V			105				11	94		94	26-1668564
Blackstone PB Capital Partners V	38,243	20			90,504		458	128,309	70,967	57,342	26-1995844
Blackstone GS Capital Partners V	111,002				12,221	153,999	9,553	267,669	255,538	12,131	27-4468041
Blackstone Capital Partners VI			2,218				4,831	(2,613)		(2,613)	26-2855384
Blackstone Capital Partners (Cayman) VI							4,913	(4,913)		(4,913)	98-0676980
Blackstone Capital Partners (Cayman II) VI			1,563				782	781		781	98-0691681
Blackstone Capital Partners (Cayman) VI T-B						274	6	268		268	98-1084792
Blackstone Capital Partners VI NQ							61	(61)		(61)	45-1993014
Blackstone Real Estate Partners IV TE 2LP		44				(24,467)	620	(25,043)		(25,043)	47-0897104
Blackstone Real Estate Partners (DC) IV TE 2LP	1,731	372	91	91	15,328	171,826	583	188,856	157,655	31,201	20-0505645
Blackstone Real Estate Partners V TE 2	1,984	2,922			35,452	109,761	5	150,114	48,111	102,003	20-3799172
Blackstone Real Estate Partners VI TE 2	164	3,358	17,722		270,446	123,625	3,287	412,028	61,647	350,381	20-8081716
Blackstone Real Estate Partners VI TE 2-NQ	3,467	1,502				18,975	481	23,463	16,510	6,953	26-1129052
Blackstone Real Estate Partners VI TE 2 - ESH			4,277		20,140	(6)	8	24,403	(6)	24,409	41-2282757
The Blackstone Group L P	13	132	600	2	869	415	30	2,001	166	1,835	20-8875684
BPEA Small Buyout & Growth Fund	6,555	773	6,702	37,120	142,510	230	34,469	159,421	1,722	157,699	**--***7775

BPEA III, LP	(151)	3,111					22,194	(19,234)	2,073	(21,307)	47-0975911
Brentwood Associates Private Equity III		33			41,598		6,367	35,264		35,264	95-4746353
Brentwood Associates Private Equity IV		4			1,730,019		16,228	1,713,795		1,713,795	20-3594437
Brentwood Associates Private Equity V-A		51,135		53			8,058	43,130	1,180	41,950	46-1906392
Commonfund Capital Venture	540	143	159	1,747	33,285	494	28,258	8,110	531	7,579	26-4138517
Encap Energy Capital Fund VII	117,300	65			(312)	279,444	160,269	236,228	(40,221)	276,449	26-0413806
Encap Energy Capital Fund IX-C		16,244					641	15,603		15,603	98-1076726
Encap Energy Infrastructure Fund	(17,082)	174	2		601,277	(4,784)	8,532	571,055	(25,583)	596,638	26-3543038
Encap Flatrock Midstream Fund II-C		18,963	6,666				253	25,376	-	25,376	98-1049602
Encap Flatrock Midstream Fund III-C		603					9	594	-	594	98-1160799
Fort Washington II	28,712	1,272	9,118	195	42,554	28,265	20,662	89,454	20,676	68,778	26-3806629
Fort Washington III							8,336	(8,336)	-	(8,336)	90-0989164
Goldman Sachs Vintage Fund V	5,042	11,707	5,847	(1,255)	65,471	18,803	21,710	83,905	35,021	48,884	26-2950708
Vintage Fund GSVA	1,268	200	8	139	151	1,019	1,330	1,455	1,750	(295)	30-0673634
GS Capital Partners VI Parallel	13	12,687	64,815	335	180,023	24,110	17,125	264,858	6	264,852	43-2115554
GSCP VI Parallel AIV							2,945	(2,945)		(2,945)	98-0580946
Keyhaven Capital Partners I	(270)	7,227	12,866	376	115,792	(4,627)	18,929	112,435		112,435	30-0253868
Keyhaven Capital Partners II		15,977	9,851	262	125,641	8,721	20,478	139,974		139,974	98-0539392
Keyhaven Capital Partners III		12,927	56,596	264	19,716	(2,261)	33,605	53,637		53,637	98-0642691
Keyhaven Secondaries Fund I		5,358		(1,100)	(1,094)	(5,791)	14,744	(17,371)		(17,371)	98-1090087
Merit Energy Partners H		2,222	34			177,557	5,158	174,655		174,655	45-0826721
Merit Energy Partners I							13	(13)		(13)	47-2020421
OCM Mezzanine Fund II		12,060	3,181	6,189	27,424	(124)	4,308	44,422		44,422	20-2654839
Osage University Partners I		1,224		8,846	118,356		26,367	102,059		102,059	27-2050514
Palomar Ventures II		62			96,136	279,304	390	375,112		375,112	95-4823982
Top Tier Venture Capital V	(297)	1,666	684	9,148	82,059	49	22,943	70,366	(300)	70,666	27-2326177
Top Tier Venture Capital VI	(134)	1,055	75	772	32,233	150	29,784	4,367	(563)	4,930	80-0780699
Top Tier Venture Velocity	(49)	895	150	401	2693	343	18,456	(14,023)	8	(14,031)	30-0751241
Scale Venture Partners III		65		1,056	296,346		26,441	271,026		271,026	26-3770726
Scale Venture Partners IV							50,657	(50,657)		(50,657)	90-0971881
Spur Ventures	(53)	865	422	3,639	90,936	149	27,807	68,151	(51)	68,202	26-2690155
EIG Energy Fund XIV-A	4,336	10,129	1	96	(26,022)	4,361	23,633	(30,732)	(705)	(30,027)	20-8019409
EIG Energy Fund XV	4,310	37,857	15,533		28,925	15,545	17,603	84,567	4,515	80,052	27-2688835
EIG Energy Fund XVI	2,773	2,827	3			135	20,294	(14,556)	(2,106)	(12,450)	46-2825629
TCW Shared Opportunity Fund III	(183)	1,011		4	72,837	43	1,203	72,509	(183)	72,692	95-4689567
Warburg Pincus		2,310	15,432		14,871		602	32,011		32,011	13-4161868
Totals	359,163	289,263	319,178	82,329	5,597,896	1,388,848	900,829	7,135,848	649,480	6,486,368	
**UBTI REPORTED AND TAXED ON FORM 990-T											