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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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation LADY'S SECRET FOUNDATION		A Employer identification number 30-6069840	
Number and street (or P O box number if mail is not delivered to street address) 10430 WILSHIRE BLVD APT 1804		B Telephone number (see instructions) (310) 470-4987	
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 900244655		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) ▶ \$ 1,050,989		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))		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	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				
	4 Dividends and interest from securities	46,897	46,897		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	13,809			
	b Gross sales price for all assets on line 6a 58,433				
	7 Capital gain net income (from Part IV, line 2) . . .		13,809		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	270	0		
	12 Total.Add lines 1 through 11	60,976	60,706		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	5,443	1,500		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	1,270	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	100	15		0
	24 Total operating and administrative expenses. Add lines 13 through 23	6,813	1,515		0
	25 Contributions, gifts, grants paid	79,350			79,350
	26 Total expenses and disbursements.Add lines 24 and 25	86,163	1,515		79,350
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-25,187			
	b Net investment income (if negative, enter -0-)		59,191		
	c Adjusted net income(if negative, enter -0-) . . .				

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		38,472	38,472
	2	Savings and temporary cash investments	79,100	6,763	6,763
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	440,745	422,984	604,450
	c	Investments—corporate bonds (attach schedule)	254,077	236,034	236,091
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans.			
	13	Investments—other (attach schedule)	148,541	193,023	165,213
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	922,463	897,276	1,050,989	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule).			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities(add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	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	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	922,463	897,276	
	30	Total net assets or fund balances(see instructions)	922,463	897,276	
31	Total liabilities and net assets/fund balances(see instructions)	922,463	897,276		

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	922,463
2	Enter amount from Part I, line 27a	2	-25,187
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	897,276
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	897,276

Part IV

Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 57,184		44,624	12,560
b 1,249			1,249
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			12,560
b			1,249
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	13,809
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

Part V

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

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)
If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2014	64,500	1,090,572	0 059143
2013	55,000	971,495	0 056614
2012	56,500	918,911	0 061486
2011	59,000	939,893	0 062773
2010	80,983	977,789	0 082823

2	Total of line 1, column (d).	2	0 322839
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 064568
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	1,084,922
5	Multiply line 4 by line 3.	5	70,051
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	592
7	Add lines 5 and 6.	7	70,643
8	Enter qualifying distributions from Part XII, line 4.	8	79,350

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
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

c

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

2

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

2

0

3

Add lines 1 and 2.

3

592

4

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

4

0

5

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

5

592

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

1,520

b

Exempt foreign organizations—tax withheld at source.

6b

c

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

6c

d

Backup withholding erroneously withheld.

6d

7

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

7

1,520

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

10

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

10

928

11

Enter the amount of line 10 to be Credited to 2015 estimated tax 928 Refunded

11

0

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

No

b

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

1b

No

c

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

1c

No

d

Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year
(1) On the foundation \$ 0 (2) On foundation managers \$ 0

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

2

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3

No

4a

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

4a

No

b

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

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

6

Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6

Yes

7

Did the foundation have at least \$5,000 in assets at any time during the year? 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 2015 or the taxable year beginning in 2015 (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

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Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶N/A	13	Yes	
14	The books are in care of ▶VAN ERP PETERSEN BABCOCK LLP Telephone no ▶(916) 782-3400 Located at ▶2260 DOUGLAS BLVD SUITE 290 ROSEVILLE CA ZIP+4 ▶95661			
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 2015, 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		
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 2015? ☐	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ 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		
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 2015 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>) ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	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

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

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOYCE F KLEIN 10430 WILSHIRE BLVD APT 1804 LOS ANGELES, CA 900244655	TRUSTEE 1 00	0	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

Total

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

0

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

Total number of others receiving over \$50,000 for professional services.	0
--	---

1	
2	
3	
4	

[illegible]

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	1,028,343
b	Average of monthly cash balances.	1b	73,101
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,101,444
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	0
3	Subtract line 2 from line 1d.	3	1,101,444
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	16,522
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,084,922
6	Minimum investment return. Enter 5% of line 5.	6	54,246

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	54,246
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	592
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	592
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	53,654
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	53,654
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . .	7	53,654

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	79,350
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
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	79,350
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	592
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	78,758
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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				53,654
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.	47,397			
b From 2011.	12,609			
c From 2012.	11,467			
d From 2013.	7,279			
e From 2014.	10,859			
f Total of lines 3a through e.	89,611			
4 Qualifying distributions for 2015 from Part XII, line 4				
\$ 79,350				
a Applied to 2014, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				53,654
e Remaining amount distributed out of corpus	25,696			
5 Excess distributions carryover applied to 2015	0			0
(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	115,307			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions.		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2016 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).	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions).	47,397			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	67,910			
10 Analysis of line 9				
a Excess from 2011.	12,609			
b Excess from 2012.	11,467			
c Excess from 2013.	7,279			
d Excess from 2014.	10,859			
e Excess from 2015.	25,696			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
	(1) Value of all assets				
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				
c	"Support" alternative test—enter				
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).				
	(3) Largest amount of support from an exempt organization				
	(4) Gross investment income				

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV

Supplementary Information(continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	79,350
b <i>Approved for future payment</i>				
Total			3b	0

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					
4	Dividends and interest from securities.			14	46,897	
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	13,809	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a BOARDWALK PIPELINE PARTNERS LP	480000	-180			
b	FEDERAL TAX REFUND			01	450	
c						
d						
e						
12	Subtotal Add columns (b), (d), and (e).		-180		61,156	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		60,976

[illegible]

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AMERICAN YOUTH SYMPHONY 2376 WESTWOOD BLVD 2ND FLOOR LOS ANGELES,CA 90064	NONE	PC	MUSIC EDUCATION	1,000
CHILDREN'S ACTION NETWORK 11849 WEST OLYMPIC BLVD 101 LOS ANGELES,CA 90064	NONE	PC	CHILDREN'S PROGRAMS	2,500
CHILDREN'S DISCOVERY MUSEUM OF THE DESERT 71701 GERALD FORD DR RANCHO MIRAGE,CA 92270	NONE	PC	ENVIRONMENTAL EDUCATION	250
COMMUNITIES IN SCHOOLS 2000 AVE OF THE STARS 808 LOS ANGELES,CA 90067	NONE	PC	EDUCATION	5,000
CROCKER ART MUSEUM 216 O STREET SACRAMENTO,CA 95814	NONE	PC	ART EDUCATION	2,500
CULVER PALMS MEALS ON WHEELS 4427 OVERLAND AVE CULVER CITY,CA 90230	NONE	PC	COMMUNITY SERVICES	2,500
DESERT COMMUNITY FOUNDATION 75105 MERLE DR PALM DESERT,CA 92211	NONE	PC	SCHOLARSHIPS	5,000
DREAM STREET FOUNDATION 324 N BEVERLY DR 500 BEVERLY HILLS,CA 90210	NONE	PC	CAMPING FOR CHILDREN WITH LIFE THREATENING ILLNESSES	1,000
HAMILTON HIGH ALUMNI ASSOCIATION PO BOX 64340 LOS ANGELES,CA 90064	NONE	PC	SCHOLARSHIPS	5,100
NATIONAL PARKS CONSERVATION ASSOCIATION 777 6TH ST NW 700 WASHINGTON,DC 20001	NONE	PC	PROTECTION OF NATIONAL PARKS	500
CROHN'S & COLITIS FOUNDATION PO BOX 1245 ALBERT LEA,MN 56007	NONE	PC	MEDICAL RESEARCH	5,000
PARKINSON'S DISEASE FOUNDATION 1359 BROADWAY 1509 NEW YORK,NY 10018	NONE	PC	MEDICAL RESEARCH	5,000
SHEBA MEDICAL CENTER 9911 W PICO BLVD 1220 LOS ANGELES,CA 90035	NONE	PC	HEALTHCARE	5,000
STEINBAUM FAMILY NEUROLOGICAL FUND 8700 BEVERLY BLVD 2416 LOS ANGELES,CA 90048	NONE	PC	MEDICAL RESEARCH	5,000
JVS SCHOLARSHIP PROGRAM 6505 WILSHIRE BLVD 200 LOS ANGELES,CA 90048	NONE	PC	SCHOLARSHIPS	2,000
Total				79,350

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LOS ANGELES REGIONAL FOOD BANK 1734 E 41ST ST LOS ANGELES,CA 90058	NONE	PC	ASSISTANCE TO LOW INCOME FAMILIES	500
MAR VISTA FAMILY CENTER 5075 S SLAUSON AVENUE CULVER CITY,CA 90230	NONE	PC	EDUCATION FOR LOW INCOME FAMILIES	4,000
MR HOLLAND'S OPUS FOUNDATION 4370 TUJUNGA AVE SUITE 330 STUDIO CITY,CA 91604	NONE	PC	MUSIC EDUCATION	1,000
PLANNED PARENTHOOD - LOS ANGELES 1920 MARENGO STREET LOS ANGELES,CA 90033	NONE	PC	HEALTHCARE	1,500
RADY CHILDREN'S HOSPITAL 3020 CHILDRENS WAY SAN DIEGO,CA 92123	NONE	PC	HEALTHCARE	5,000
SACRAMENTO PUBLIC LIBRARY FOUNDATION PO BOX 1168 SACRAMENTO,CA 95812	NONE	PC	LITERACY	2,500
VENICE FAMILY CLINIC 604 ROSE AVE VENICE,CA 90291	NONE	PC	HEALTHCARE	2,500
VISTA DEL MAR 3200 MOTOR AVE LOS ANGELES,CA 90034	NONE	PC	YOUTH PROGRAMS	5,000
WESTSIDE FOOD BANK 1710 22ND STREET SANTA MONICA,CA 90404	NONE	PC	COMMUNITY SERVICES	2,500
TOWER CANCER RESEARCH FOUNDATION 8767 WILSHIRE BLVD 401 BEVERLY HILLS,CA 90211	NONE	PC	MEDICAL RESEARCH	5,000
UCLA FOUNDATION 10920 WILSHIRE BLVD 1100 LOS ANGELES,CA 90024	NONE	PC	EDUCATION	2,500
Total			3a	79,350

TY 2015 Accounting Fees Schedule

Name: LADY'S SECRET FOUNDATION

EIN: 30-6069840

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	5,443	1,500		0

TY 2015 Investments Corporate Bonds Schedule**Name:** LADY'S SECRET FOUNDATION**EIN:** 30-6069840

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MORGAN STANLEY MED TERM SR NTS	105,498	104,924
QWEST CORP	18,733	17,962
STANLEY BLACK & DECKER 5.75%	18,170	18,137
AFLAC INC 5.5%	17,971	18,088
GENERAL ELECTRIC CAP CORP 4.875%	24,926	25,680
GOLDMAN SACHS GROUP INC	0	0
KENNEDY-WILSON INC 7.75%	50,736	51,300

TY 2015 Investments Corporate Stock Schedule

Name: LADY'S SECRET FOUNDATION

EIN: 30-6069840

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS	12,188	22,455
AT&T INC	47,302	51,615
INTEL CORP	9,344	17,225
JOHNSON & JOHNSON	29,504	51,360
KIMBERLY CLARK CORP	31,950	63,650
LEGGETT & PLATT INC	44,059	84,040
NATIONAL GRID TRANSCO PLC ADS	21,839	34,770
PFIZER INC	8,958	16,140
SOUTHERN CO	18,709	23,395
VERIZON	54,193	64,246
PAYCHEX INC	15,535	26,445
ANNALY CAP MGMT INC PFD	12,505	11,580
ASSOC ESTATES REALTY (AEC)	0	0
BRANDYWINE REALTY TR SBI NEW	17,871	20,490
HIGHWOODS PROPERTIES (HIW)	16,468	21,800
NATIONAL RETAIL PROPERTIES (NNN)	15,378	20,025
KIMCO REALTY CORP 5.5% PRFD	17,706	17,339
WELLS FARGO 5.2% PRFD	17,811	17,766
HALYARD HEALTH INC	0	0
SENIOR HSG PPTY TR SBI	18,364	10,388
ABBVIE INC	13,217	29,620
RMR GROUP INC LC A	83	101

TY 2015 Investments - Other Schedule**Name:** LADY'S SECRET FOUNDATION**EIN:** 30-6069840

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
KAYNE ANDERSON MLP	AT COST	27,713	17,290
ISHARES TR S&P PFD STK IND FD	AT COST	20,079	19,425
BOARDWALK PIPELINE PARTNERS LP	AT COST	0	0
CBRE CLARION GL REAL ESTATE (IGR)	AT COST	27,843	24,448
COHEN & STEERS QUAL INC RLTY (RQI)	AT COST	28,346	30,550
GUGGENHEIM MULTI-ASSET INCOME	AT COST	50,075	41,814
ISHARES TR INTL SEL DIV ETF	AT COST	20,224	17,226
ALERIAN MLP ETF	AT COST	18,743	14,460

TY 2015 Other Expenses Schedule

Name: LADY'S SECRET FOUNDATION

EIN: 30-6069840

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	85	0		0
INVESTMENT FEES	15	15		0

TY 2015 Other Income Schedule

Name: LADY'S SECRET FOUNDATION

EIN: 30-6069840

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
BOARDWALK PIPELINE PARTNERS LP	-180		-180
FEDERAL TAX REFUND	450		450

TY 2015 Taxes Schedule**Name:** LADY'S SECRET FOUNDATION**EIN:** 30-6069840

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAXES	1,226	0		0
FOREIGN TAXES	44	0		0