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EXTENDED TO NOVEMBER 15, 2016
Return of Private Foundation

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

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OMB No. 1545-0052

2015

Open to Public Inspection

Form 990-PF

Department of the Treasury
 Internal Revenue Service

For calendar year 2015 or tax year beginning

, and ending

Name of foundation

WILLAMETTA K. DAY FOUNDATION

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

865 SOUTH FIGUEROA ST., STE 700

A Employer identification number

95-6092476

B Telephone number

213-891-6300

C If exemption application is pending, check here ►

D 1. Foreign organizations, check here ►

2 Foreign organizations meeting the 85% test, check here and attach computation ►

E If private foundation status was terminated under section 507(b)(1)(A), check here ►

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

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

LOS ANGELES, CA 90017

G Check all that apply: Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization: Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16)

► \$ **43,952,386.**

J Accounting method: Cash Accrual

(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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
Revenue	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B interest on savings and temporary cash investments				
	3 Dividends and interest from securities	396,943.	564,226.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	3,527,974.			STATEMENT 1
	7 Capital gain net income (from Part IV, line 2)		3,987,142.		
	8 Net short-term capital gain				
	9 Income modifications				
Operating and Administrative Expenses	10a Gross sales less returns and allowances	<i>NOV 2012 J.5</i>			
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	168,343.	<10,343. >		STATEMENT 3
	12 Total Add lines 1 through 11	4,093,260.	4,541,025.		
	13 Compensation of officers, directors, trustees etc	0.	0.	0.	
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 4	40,500.	36,450.	4,050.
	c Other professional fees	STMT 5	450,000.	705,390.	45,000.
	17 Interest		55.	0.	0.
	18 Taxes	STMT 6	131,315.	2,503.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7	8,896.	11,415.	4,210.
	24 Total operating and administrative expenses Add lines 13 through 23		630,766.	755,758.	53,260.
	25 Contributions, gifts, grants paid		1,038,707.		1,038,707.
	26 Total expenses and disbursements Add lines 24 and 25		1,669,473.	755,758.	1,091,967.
	27 Subtract line 26 from line 12.		2,423,787.		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		3,785,267.		
	c Adjusted net income (if negative, enter -0-)			N/A	

Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Cash - non-interest-bearing			1.	1.
2	Savings and temporary cash investments		336,611.	538,845.	538,845.
3	Accounts receivable ► 114,922.		21,559.	114,922.	114,922.
	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				
7	Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges		370,952.	117,299.	117,299.
10a	Investments - U.S. and state government obligations				
b	Investments - corporate stock	STMT 9	31,027,984.	31,135,825.	31,135,825.
c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
12	Investments - mortgage loans				
13	Investments - other	STMT 10	14,138,583.	12,045,494.	12,045,494.
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
15	Other assets (describe ►)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		45,895,689.	43,952,386.	43,952,386.
17	Accounts payable and accrued expenses		58,154.	70,673.	
18	Grants payable		523,272.	331,112.	
19	Deferred revenue				
20	Loans from officers, directors, trustees and other disqualified persons				
21	Mortgages and other notes payable				
22	Other liabilities (describe ►)	STATEMENT 11	241,962.	143,985.	
23	Total liabilities (add lines 17 through 22)		823,388.	545,770.	
Liabilities	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
24	Unrestricted		45,072,301.	43,406,616.	
25	Temporarily restricted				
26	Permanently restricted				
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/>				
	and complete lines 27 through 31				
27	Capital stock, trust principal, or current funds				
28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances		45,072,301.	43,406,616.	
31	Total liabilities and net assets/fund balances		45,895,689.	43,952,386.	

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	45,072,301.
2	Enter amount from Part I, line 27a	2	2,423,787.
3	Other increases not included in line 2 (itemize) ►	SEE STATEMENT 8	192,160.
4	Add lines 1, 2, and 3	4	47,688,248.
5	Decreases not included in line 2 (itemize) ► NET UNREALIZED GAIN	5	4,281,632.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	43,406,616.

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					
b	SEE ATTACHED STATEMENTS				
c					
d					
e					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e	21,983,454.		17,996,312.	3,987,142.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a					
b					
c					
d					
e				3,987,142.	
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	3,987,142.	
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). If (loss), enter -0- in Part I, line 8	{ }		3	N/A	

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	1,119,840.	40,547,272.	.027618
2013	5,850,981.	37,369,722.	.156570
2012	1,754,792.	35,690,407.	.049167
2011	4,364,881.	39,643,823.	.110102
2010	5,311,046.	42,684,482.	.124426

2 Total of line 1, column (d)

.467883

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

.093577

4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5

46,234,912.

5 Multiply line 4 by line 3

4,326,524.

6 Enter 1% of net investment income (1% of Part I, line 27b)

37,853.

7 Add lines 5 and 6

4,364,377.

8 Enter qualifying distributions from Part XII, line 4

1,091,967.If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate
See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	75,705.
	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	
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-)	0.
3	Add lines 1 and 2	75,705.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	75,705.
6	Credits/Payments:	
a	2015 estimated tax payments and 2014 overpayment credited to 2015	85,571.
b	Exempt foreign organizations - tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	50,000.
d	Backup withholding erroneously withheld	
7	Total credits and payments. Add lines 6a through 6d	135,571.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	59,866.
11	Enter the amount of line 10 to be Credited to 2016 estimated tax ►	59,866. Refunded ►
		0.

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	<input type="checkbox"/>	X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	<input type="checkbox"/>	X
1c	Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	X
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? <i>If "Yes," attach a detailed description of the activities</i>	<input type="checkbox"/>	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	<input type="checkbox"/>	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/>	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/>	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	<input type="checkbox"/>	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	<input type="checkbox"/>	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	<input type="checkbox"/>	X
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	<input type="checkbox"/>	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	<input type="checkbox"/>	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	<input type="checkbox"/>	X

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Part VII-A Statements Regarding Activities (continued)

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X
Website address ► <u>N/A</u>		
14 The books are in care of ► <u>OAKMONT CORPORATION</u> Located at ► <u>865 SOUTH FIGUEROA ST., STE 700, LOS ANGELES, CA</u> ZIP+4 ► <u>90017</u>	Telephone no. ► <u>213-891-6300</u>	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No

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

	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	X
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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
	4b	X

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
OAKMONT CORPORATION - 865 SOUTH FIGUEROA STREET, SUITE 700, LOS ANGELES, CA 90017	MANAGEMENT	450,000.

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

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.

1	N/A	Expenses
2		
3		
4		

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	Amount
2		0.
3	N/A	
Total, Add lines 1 through 3		0.

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 32,179,902.
b	Average of monthly cash balances	1b 920,229.
c	Fair market value of all other assets	1c 13,838,866.
d	Total (add lines 1a, b, and c)	1d 46,938,997.
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 46,938,997.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 704,085.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 46,234,912.
6	Minimum investment return. Enter 5% of line 5	6 2,311,746.

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 2,311,746.
2a	Tax on investment income for 2015 from Part VI, line 5	2a 75,705.
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 75,705.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 2,236,041.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 2,236,041.
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 2,236,041.

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 1,091,967.
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 1,091,967.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6 1,091,967.

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				2,236,041.
2 Undistributed income, if any, as of the end of 2015			0.	
a Enter amount for 2014 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	2,730,674.			
b From 2011	2,428,224.			
c From 2012	31,561.			
d From 2013	3,796,563.			
e From 2014				
f Total of lines 3a through e	8,987,022.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ 1,091,967.			0.	
a Applied to 2014, but not more than line 2a				
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	0.			1,091,967.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a))	1,144,074.			1,144,074.
6 Enter the net total of each column as indicated below.	7,842,948.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		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 instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				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	1,586,600.			
9 Excess distributions carryover to 2016 Subtract lines 7 and 8 from line 6a	6,256,348.			
10 Analysis of line 9:				
a Excess from 2011	2,428,224.			
b Excess from 2012	31,561.			
c Excess from 2013	3,796,563.			
d Excess from 2014				
e Excess from 2015				

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

Recipient Name and address (home or business)	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
a Paid during the year				
SEE STATEMENT A				1,038,707.
Total			► 3a	1,038,707.
b Approved for future payment				
CATE SCHOOL PO BOX 5005 CARPENTERIA, CA 93014		PUBLIC		90,000.
Total			► 3b	90,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Line	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion 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	396,943.
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	900,000	261,673.	18	3,527,974.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a <u>OTHER INCOME</u>				14	168,343.
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		261,673.		4,093,260.	0.
13 Total. Add line 12, columns (b), (d), and (e)			13	4,354,933.	
(See worksheet in line 13 instructions to verify calculations.)					

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

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.)
a ALLEGRIA II, LLC	P	VARIOUS	VARIOUS
b ALEGRIA III, LP	P	VARIOUS	VARIOUS
c ALEGRIA V, LLC	P	VARIOUS	VARIOUS
d CONDOR RIDGE, LLC	P	VARIOUS	VARIOUS
e CONDOR RIDGE PARTNERS III, LP	P	VARIOUS	VARIOUS
f CONDOR RIDGE IV, LLC	P	VARIOUS	VARIOUS
g ELKIN HM INVESTMENTS, LLC	P	VARIOUS	VARIOUS
h HILGARD INVESTORS, LLC	P	VARIOUS	VARIOUS
i MADRONE, LP	P	VARIOUS	VARIOUS
j MID OAK INVESTORS, LLC	P	VARIOUS	VARIOUS
k MORRISON 2000, LLC	P	VARIOUS	VARIOUS
l RAYMOND RRE INVESTMENTS III LLC	P	VARIOUS	VARIOUS
m SIERRA MEDIA INVESTMENTS, LLC	P	VARIOUS	VARIOUS
n EIG ENERGY FUND XIV-A, LP	P	VARIOUS	VARIOUS
o TREKK OPPORTUNITY PARTNERS, LP	P	VARIOUS	VARIOUS

(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 7,018.			7,018.
b 100,555.			100,555.
c 206,038.			206,038.
d <480.>			<480.>
e 36,967.			36,967.
f 6,613.			6,613.
g <8,360.>			<8,360.>
h 51,686.			51,686.
i <21,823.>			<21,823.>
j 73,054.			73,054.
k 35,833.			35,833.
l <536.>			<536.>
m <3,178.>			<3,178.>
n <77,648.>			<77,648.>
o 7,841.			7,841.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			7,018.
b			100,555.
c			206,038.
d			<480.>
e			36,967.
f			6,613.
g			<8,360.>
h			51,686.
i			<21,823.>
j			73,054.
k			35,833.
l			<536.>
m			<3,178.>
n			<77,648.>
o			7,841.

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 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).
If (loss), enter "-0-" in Part I, line 8 }

3

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	FROM K-1S - SECTION 1256	P	VARIOUS	VARIOUS
b	FROM STATEMENT 1	P	VARIOUS	VARIOUS
c	WASH SALE ADJUSTMENT	P	VARIOUS	VARIOUS
d	ENRON SETTLEMENT - LITIGATION SETTLEMENT INCOME	P	VARIOUS	VARIOUS
e	DISPOSITION OF PINERIDGE, LLC	P	VARIOUS	12/31/15
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 58.			58.
b 21,272,025.		17,744,228.	3,527,797.
c 45,531.			45,531.
d 177.			177.
e 252,083.		252,084.	<1.>
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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			58.
b			3,527,797.
c			45,531.
d			177.
e			<1.>
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	3,987,142.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

Oakmont Corporation
REALIZED GAINS AND LOSSES
W.K. Day Foundation
(Total)
From 01-01-15 Through 12-31-15

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
07-30-13	01-02-15	4,000	BOEING CO	421,668 80	518,928 93		97,260 13
07-30-13	01-02-15	400	BOEING CO	42,360 56	51,892 89		9,532 33
07-30-13	01-02-15	2,700	BOEING CO	286,059 33	350,277 02		64,217 69
12-17-13	01-02-15	2,700	BOEING CO	367,749 18	350,277 03		-17,472 15
12-05-13	02-13-15	3,400	AMERICAN AIRLINES GROUP INC	75,436 82	159,739 68		84,302 86
12-05-13	02-13-15	4,000	AMERICAN AIRLINES GROUP INC	89,122 80	187,929 04		98,806 24
03-27-13	02-13-15	5,800	DELTA AIR LINES, INC	95,058 52	254,363 23		159,304 71
09-09-14	03-04-15	435	ACTAVIS PLC	101,362 53	128,253 86	26,891 33	
12-05-13	03-04-15	2,550	AMERICAN AIRLINES GROUP INC	56,815 78	124,111 87		67,296 08
10-06-14	03-04-15	1,060	APPLE INC	105,929 72	136,606 91	30,677 19	
03-27-13	03-04-15	1,950	DELTA AIR LINES, INC	31,959 33	88,411 62		56,452 29
12-23-14	03-04-15	1,530	HCA HOLDINGS INC	114,869 80	115,271 63	401 83	
10-01-14	03-04-15	600	MACY'S INC	34,967 22	37,748 28	2,781 06	
10-01-14	03-04-15	1,420	MACY'S INC	82,296 81	89,337 60	7,040 79	
04-26-12	03-04-15	1,435	MASTERCARD INC	64,769 72	131,148 35		66,378 63
08-06-14	03-04-15	865	THERMO FISHER SCIENTIFIC INC	103,893 51	111,673 87	7,780 36	
08-26-14	03-04-15	685	UNION PACIFIC CORPORATION	72,325 11	80,312 41	7,987 30	
05-28-14	03-04-15	1,225	ZIMMER HOLDINGS INC	126,091 33	146,213 37	20,122 04	
08-26-14	04-13-15	2,600	UNION PACIFIC CORPORATION	274,518 66	282,134 06	7,615 40	
08-26-14	04-14-15	6,515	UNION PACIFIC CORPORATION	687,880 41	690,979 26	3,098 85	
09-09-14	05-08-15	400	ACTAVIS PLC	93,206 92	117,323 84	24,116 92	
10-06-14	05-08-15	900	APPLE INC	89,940 33	114,131 21	24,190 88	
03-27-13	05-08-15	1,600	DELTA AIR LINES, INC	26,223 04	73,236 57		47,013 53
12-23-14	05-08-15	1,300	HCA HOLDINGS INC	97,601 79	100,040 17	2,438 38	
10-01-14	05-08-15	1,680	MACY'S INC	97,365 24	111,179 00	13,813 76	
10-01-14	05-08-15	20	MACY'S INC	1,165 28	1,323 56	158 28	
04-26-12	05-08-15	1,200	MASTERCARD INC	54,162 83	111,509 74		57,346 91
08-06-14	05-08-15	635	THERMO FISHER SCIENTIFIC INC	76,268 64	82,158 85	5,890 21	
08-07-14	05-08-15	65	THERMO FISHER SCIENTIFIC INC	7,819 55	8,409 96	590 41	
05-28-14	05-08-15	1,000	ZIMMER HOLDINGS INC	102,931 70	112,457 73	9,526 03	
12-05-13	05-08-15	2,100	AMERICAN AIRLINES GROUP INC	46,789 47	103,458 37		56,668 90
09-09-14	05-08-15	600	ACTAVIS PLC	139,810 38	176,038 80	36,228 42	
12-05-13	05-08-15	1,550	AMERICAN AIRLINES GROUP INC	34,535 08	76,164 51		41,629 42
12-05-13	05-08-15	2,150	AMERICAN AIRLINES GROUP INC	47,771 49	105,647 55		57,876 05
10-06-14	05-08-15	1,500	APPLE INC	149,900 55	190,999 58	41,099 03	
03-27-13	05-08-15	2,800	DELTA AIR LINES, INC	45,890 32	129,099 46		83,209 14
12-23-14	05-08-15	2,200	HCA HOLDINGS INC	165,172 26	169,060 06	3,887 80	
10-01-14	05-08-15	2,900	MACY'S INC	168,966 18	191,052 25	22,086 07	
04-26-12	05-08-15	2,000	MASTERCARD INC	90,271 38	188,445 93		98,174 55
08-07-14	05-08-15	835	THERMO FISHER SCIENTIFIC INC	100,451 17	108,247 15	7,795 98	

Oakmont Corporation
REALIZED GAINS AND LOSSES
W.K. Day Foundation
(Total)
From 01-01-15 Through 12-31-15

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
08-07-14	05-08-15	365	THERMO FISHER SCIENTIFIC INC	43,698.89	47,317.62	3,618.72	
05-28-14	05-08-15	1,700	ZIMMER HOLDINGS INC	174,983.89	191,058.29	16,074.40	
05-28-14	05-14-15	7,000	ZIMMER HOLDINGS INC	720,521.90	788,343.68	67,821.78	
11-20-14	05-14-15	6,000	MACY'S INC	379,933.80	377,847.84	-2,085.96	
10-01-14	05-14-15	180	MACY'S INC	10,487.56	11,335.44	847.88	
10-01-14	05-14-15	3,100	MACY'S INC	180,377.22	195,221.38	14,844.16	
10-01-14	05-14-15	2,720	MACY'S INC	157,669.97	171,291.02	13,621.05	
05-28-14	06-15-15	5,400	ZIMMER HOLDINGS INC	555,831.18	603,164.57		47,333.39
05-28-14	06-16-15	1,175	ZIMMER HOLDINGS INC	120,944.75	131,416.86		10,472.11
05-08-15	06-25-15	25,800	GENERAL MOTORS CO	908,103.24	896,278.06	-11,825.18	
05-13-15	06-25-15	3,600	RAYTHEON COMPANY	384,369.84	355,456.74	-28,913.10	
05-14-15	06-25-15	6,410	RAYTHEON COMPANY	689,965.99	632,910.46	-57,055.53	
05-08-15	06-25-15	16,200	GENERAL MOTORS CO	570,204.36	560,710.55	-9,493.81	
05-14-15	06-26-15	3,990	RAYTHEON COMPANY	429,479.61	390,638.94	-38,840.67	
10-01-14	08-12-15	380	MACY'S INC	22,027.42	24,471.28	2,443.86	
10-01-14	08-12-15	3,100	MACY'S INC	179,150.55	199,634.15	20,483.60	
10-01-14	08-12-15	3,100	MACY'S INC	179,285.40	199,634.15	20,348.75	
10-01-14	08-12-15	3,800	MACY'S INC	219,883.96	244,712.84	24,828.88	
11-12-13	09-09-15	400	LOCKHEED MARTIN CORP	54,756.32	83,138.47		28,382.15
11-12-13	09-09-15	300	LOCKHEED MARTIN CORP	40,993.77	62,353.85		21,360.08
03-03-14	10-12-15	6,500	LOCKHEED MARTIN CORP	1,064,140.35	1,385,250.60		321,110.25
08-07-14	10-13-15	175	THERMO FISHER SCIENTIFIC INC	20,951.52	22,106.78		1,155.25
06-04-13	10-30-15	5,200	GULF COAST ULTRA DEEP ROYALTY TRUST	11,024.00	1,272.94		-9,751.06
06-04-13	11-02-15	213,875	GULF COAST ULTRA DEEP ROYALTY TRUST	453,415.00	45,982.25		-407,432.75
03-03-14	11-05-15	1,000	LOCKHEED MARTIN CORP	163,713.90	218,631.88		54,917.98
11-19-13	11-05-15	2,600	LOCKHEED MARTIN CORP	361,204.22	568,442.87		207,238.65
11-14-13	11-05-15	3,300	LOCKHEED MARTIN CORP	455,182.20	721,485.19		266,302.99
11-14-13	11-06-15	6,800	LOCKHEED MARTIN CORP	937,951.20	1,469,787.51		531,836.31
11-14-13	11-09-15	2,500	LOCKHEED MARTIN CORP	344,835.00	536,043.13		191,208.13
11-12-13	11-09-15	1,100	LOCKHEED MARTIN CORP	150,980.39	235,858.98		84,878.59
11-12-13	11-10-15	200	LOCKHEED MARTIN CORP	27,450.98	42,778.97		15,327.99
11-09-15	11-13-15	7,600	XPO LOGISTICS INC	254,416.84	236,692.31	-17,724.53	
11-09-15	11-16-15	6,200	XPO LOGISTICS INC	207,550.58	187,563.28	-19,987.30	
11-06-15	11-16-15	2,800	XPO LOGISTICS INC	92,525.16	84,706.00	-7,819.16	
12-08-14	11-18-15	1,300	FACEBOOK INC-A	98,440.42	139,565.82	41,125.40	
12-23-14	11-18-15	1,900	HCA HOLDINGS INC	142,648.77	133,178.42	-9,470.35	
04-26-12	11-18-15	1,400	MASTERCARD INC	63,189.97	138,158.27		74,968.30
11-12-13	11-19-15	600	LOCKHEED MARTIN CORP	82,352.94	134,357.50		52,004.56

Oakmont Corporation
REALIZED GAINS AND LOSSES
W.K. Day Foundation
(Total)
From 01-01-15 Through 12-31-15

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain Or Loss	
						Short Term	Long Term
11-12-13	11-19-15	100	LOCKHEED MARTIN CORP	13,703 80	22,392 92		8,689 12
04-26-12	11-19-15	800	MASTERCARD INC	36,108 55	79,071 10		42,962 55
03-03-15	11-20-15	2,200	HOME DEPOT INC	255,081 20	282,544 97	27,463 77	
05-07-15	11-20-15	1,900	JPMORGAN CHASE & CO	122,606 05	128,209 63	5,603 58	
02-12-15	11-20-15	4,100	SOUTHWEST AIRLINES	176,541 08	193,095 37	16,554 29	
02-12-15	11-20-15	1,900	SOUTHWEST AIRLINES	82,178 99	89,483 22	7,304 23	
11-12-13	11-23-15	800	LOCKHEED MARTIN CORP	109,630 40	180,843 63		71,213 23
09-09-14	11-27-15	1,015	ALLERGAN PLC	236,512 56	324,201 58		87,689 02
09-09-14	11-27-15	3,400	ALLERGAN PLC	792,292 48	1,085,995 43		293,702 95
12-04-14	11-27-15	350	ALLERGAN PLC	93,550 34	111,793 65	18,243 31	
TOTAL GAINS						607,445 99	3,558,223 09
TOTAL LOSSES						-203,215 59	-434,655 96
TOTAL REALIZED GAIN/LOSS		3,527,797 53		17,744,228.06	21,272,025.59	404,230.40	3,123,567.13

**Oakmont Corporation
PORTFOLIO EVALUATION
W.K. Day Foundation
(Total)**

December 31, 2015

U.S. COMMON STOCK	Security Symbol	Security Security	Unit Cost	Total Cost	Price	Market Value	Unrealized Gain/Loss	Pct GL	Annual Income	Pct Assets
171,254 twou	2U INC	9.61	1,646,416.87	27.98	4,791,686.92	3,145,270.05	191.04	0.00	15.35	
2,300 amzn	AMAZON COM INC	652.01	1,499,650.13	675.89	1,554,547.00	54,916.87	3.66	0.00	4.98	
28,350 aal	AMERICAN AIRLINES GROUP INC	22.32	632,750.91	42.35	1,200,622.50	567,871.58	89.75	11,340.00	3.85	
11,740 aapl	APPLE INC	101.18	1,187,876.70	105.26	1,235,752.40	47,875.70	4.03	5,517.80	3.96	
21,350 dal	DELTA AIR LINES, INC	16.39	349,913.69	50.69	1,082,231.50	732,317.81	209.29	7,686.00	3.47	
24,300 fb	FACEBOOK INC-A	77.91	1,893,179.22	104.66	2,583,238.00	650,058.78	34.34	0.00	8.15	
39,400 gm	GENERAL MOTORS CO	36.29	1,429,721.80	34.01	1,339,994.00	-89,727.80	-6.28	0.00	4.29	
15,070 hca	HCA HOLDINGS INC	75.08	1,131,429.98	67.63	1,019,184.10	-112,245.88	-9.92	0.00	3.26	
12,000 hd	HOME DEPOT INC	116.02	1,392,271.36	132.25	1,587,000.00	194,728.64	13.99	22,560.00	5.08	
20,100 jpm	JPMORGAN CHASE & CO	64.53	1,297,042.95	66.03	1,327,203.00	30,160.05	2.33	20,100.00	4.25	
28,000 len	LENNAR CORP	51.66	1,446,385.24	48.91	1,359,480.00	-76,905.24	-5.32	4,480.00	4.39	
11,500 lmt	LOCKHEED MARTIN CORP	136.63	1,571,277.17	217.15	2,497,225.00	925,947.83	58.93	69,000.00	8.00	
30,800 mga	MAGNA INTERNATIONAL INC	54.77	1,686,911.47	40.56	1,249,248.00	-437,663.47	-25.94	25,163.60	4.00	
13,765 ma	MASTERCARD INC	45.14	621,292.77	97.36	1,340,160.40	718,867.63	115.71	6,056.60	4.29	
11,000 noc	NORTHROP GRUMMAN CORP	178.78	1,966,548.86	188.81	2,076,910.00	110,361.14	5.61	35,200.00	6.65	
31,000 luv	SOUTHWEST AIRLINES	43.33	1,343,096.83	43.06	1,334,860.00	-8,236.83	-0.61	139.50	4.28	
9,460 tmo	TERMO FISHER SCIENTIFIC INC	120.41	1,139,120.92	141.85	1,341,901.00	202,780.08	17.80	5,676.00	4.30	
99,888 truc	TRUECAR INC	9.24	923,414.62	9.54	932,931.52	29,516.90	3.20	0.00	3.05	
47,400 xpo	XPO LOGISTICS INC	32.02	1,517,737.82	27.25	1,291,650.00	-226,087.82	-14.90	0.00	4.14	
			24,676,019.32		31,135,825.34	6,459,806.02	26.18	212,919.50	99.72	

CASH AND EQUIVALENTS

cash CASH

24,764,674.51

TOTAL PORTFOLIO

88,655.19	0.00	0.00	0.00	0.28
31,224,480.53	6,459,806.02	26.08	212,919.50	100.00

24,764,674.51

WKD Foundation 2015 Contributions
January 1 - December 31, 2015

Name	ADDRESS	Amount	Date	Check #	Foundation Status of Recipient	Purpose of Grant or Contribution
ADDRESS						
Chimps	P O Box 6973 Bend OR 97708	4 647.00	1/7/2015	3639	Public	Unrestricted
OSU Foundation	850 SW 35th Street Corvallis OR 97333	750.00	1/7/2015	3640	Public	Unrestricted
Mt Bachelor Sports Education Foundation	563 SW 13th Street Suite 201 Bend OR 97702	3 450.00	1/7/2015	3641	Public	Unrestricted
Tumalo PTC	19835 Second Street Bend OR 97701	1 500.00	1/21/2015	3643	Public	Unrestricted
Tumalo PTC	19835 Second Street Bend OR 97701	3 000.00	1/21/2015	3644	Public	Unrestricted
Oregon Adaptive Sports	63025 OB Riley Rd #12 Bend OR 97701	6 700.00	2/8/2015	3645	Public	Unrestricted
Beverly Glen Playgroup Inc	10409 Scenario Lane Los Angeles CA 90077	500.00	2/9/2015	3646	Public	Unrestricted
Center for the Study of the Presidency and Congress	1020 19th Street NW Suite 250 Washington DC 20036	50,000.00	3/3/2015	3648	Public	Unrestricted
The Barbara Bush Foundation for Family Literacy	516 North Adams Street Tallahassee FL 32301	50,000.00	3/3/2015	3650	Public	Unrestricted
Metropolitan Opera Association Inc	30 Lincoln Center New York NY 10023	25,000.00	3/3/2015	3651	Public	Unrestricted
The Abilene Education Foundation	PO Box 1999 Abilene TX 79604-1999	5,000.00	3/5/2015	3652	Public	Unrestricted
Stage Against the Machine	8830 Greenwood Avenue San Gabriel CA 91775	5,000.00	3/5/2015	3653	Public	Unrestricted
Court Appointed Special Advocate	1505 East 17th St #214 Santa Ana CA 92705	5,000.00	3/5/2015	3654	Public	Unrestricted
National Trust for Historic Preservation in US	199 Elm Street New Canaan CT 06840	9,000.00	3/23/2015	3655	Public	Unrestricted
Claremont McKenna College	500 East Ninth Street Claremont CA 91711	10,000.00	3/25/2015	3656	Public	Unrestricted
Cate School	PO Box 5005 Carpinteria CA 93014	15,000.00	5/7/2015	3657	Public	Unrestricted
Los Angeles Ballet Inc	11755 Exposition Blvd Los Angeles CA 90064	25,000.00	5/8/2015	3658	Public	Unrestricted
Pitzer College	1050 North Mills Avenue Claremont CA 91711	12,500.00	6/8/2015	3659	Public	Unrestricted
The American Hospital of Paris Foundation	150 East 58th Street 24th Floor New York NY 10155	10,000.00	6/8/2015	3660	Public	Unrestricted
Gwendolyn Strong Foundation	27 W Anapamu Street Santa Barbara CA 93101	12,500.00	6/8/2015	3661	Public	Unrestricted
The LEAP Foundation Inc	2080 Century Park East #41 Los Angeles CA 90067	12,500.00	6/8/2015	3662	Public	Unrestricted
OSU Foundation	850 SW 35th Street Corvallis OR 97333	13,500.00	6/23/2015	3663	Public	Unrestricted
Tumalo PTC	19835 Second Street Bend OR 97701	2,250.00	6/23/2015	3664	Public	Unrestricted
The Anthony Trust Association	PO Box 205471 New Haven CT 06520-5471	VOID	6/24/2015	3665	Public	Unrestricted
St. Anthony Educational Foundation Inc (TALK TO TAX DE	P O Box 4833 Chapel Hill NC 27515-4833	3,000.00	7/1/2015	3666	Public	Unrestricted
Maranatha Frostig Center for Educational Therapy	971 North Altadena Dr Pasadena CA 91107 1870	5,000.00	7/13/2015	3667	Public	Unrestricted
McKenzie River Clinic	PO Box 183 Blue River OR 97413	2,000.00	8/4/2015	3668	Public	Unrestricted
Pacific Aviation Museum	319 Lexington Blvd Honolulu HI 96818	10,000.00	8/4/2015	3669	Public	Unrestricted
Hayden Enterprises Giving Fund	903 SW Simpson Ave Suite 110 Bend OR 97702	3,900.00	8/4/2015	3670	Public	Unrestricted
The Mayor's Fund for Los Angeles	200 North Spring St Los Angeles CA 90012	100,000.00	8/11/2015	3671	Public	Unrestricted
Love Ride Foundation	314 Mira Loma Glendale CA 91204	2,000.00	8/18/2015	3672	Public	Unrestricted
Marlborough School	250 South Rossmore Ave Los Angeles CA 90004	9,250.00	8/28/2015	3673	Public	Unrestricted
Marlborough School	250 South Rossmore Ave Los Angeles CA 90004	5,000.00	8/28/2015	3674	Public	Unrestricted
Marlborough School	250 South Rossmore Ave Los Angeles CA 90004	875.00	8/28/2015	3675	Public	Unrestricted
UCLA Foundation	405 Hilgard Avenue Los Angeles CA 90005	250.00	8/28/2015	3676	Public	Unrestricted
Wright Foundation for Pediatric Ophthalmology and Strabismus	520 South San Vicente Blvd Los Angeles CA 90048	5,000.00	8/28/2015	3677	Public	Unrestricted
Heal The Bay	1444 9th Street Santa Monica CA 90401	500.00	8/28/2015	3678	Public	Unrestricted
Loyola High School of Los Angeles	1901 Venice Blvd Los Angeles CA 90006	2,500.00	8/28/2015	3679	Public	Unrestricted
Trustees of Princeton University	701 Carnegie Center Princeton NJ 08540	500.00	8/28/2015	3680	Public	Unrestricted
Calthorp School	438 San Vicente Blvd Santa Monica CA 90402	50.00	9/1/2015	3681	Public	Unrestricted
Harvard Westlake School	3700 Coldwater Canyon Studio City CA 91604	10,000.00	9/1/2015	3682	Public	Unrestricted
Los Angeles River Revitalization Corp	570 W Avenue 28 Los Angeles CA 90065	7,500.00	9/1/2015	3683	Public	Unrestricted
Naval Aviation Museum Foundation Inc	PO Box 33104 Pensacola FL 32508	10,000.00	9/2/2015	3684	Public	Unrestricted
United States Fund for UNICEF	10351 Santa Monica Blvd Suite 420 Los Angeles CA 90025	25,000.00	9/8/2015	3685	Public	Unrestricted
Frank Lloyd Wright Foundation	PO Box 4430 Scottsdale AZ 852614430	15,000.00	9/8/2015	3686	Public	Unrestricted
Mt Bachelor Sports Education Foundation	563 SW 13th Street Suite 201 Bend OR 97702	1,785.00	11/20/2015	3689	Public	Unrestricted
The William F. Harrah Automobile Foundation	10 Lake Street South Reno NV 89501	1,000.00	11/20/2015	3690	Public	Unrestricted
The George W. Bush Foundation	2043 SMU Boulevard Dallas TX 75205	50,000.00	11/25/2015	3691	Public	Unrestricted
Linfield College	900 SE Baker Street McMinnville OR 97128-0894	200,000.00	11/25/2015	3692	Public	Unrestricted
Community Health Alliance	1450 Ridgeview Dr Suite 200 Reno NV 89519	5,000.00	11/25/2015	3693	Public	Unrestricted
Robert Louis Stevenson School	3152 Forest Lake Road Pebble Beach CA 93953-3200	10,000.00	11/25/2015	3694	Public	Unrestricted
Dominican Sisters of San Rafael	1520 Grand Avenue San Rafael CA 94901	5,000.00	11/25/2015	3695	Public	Unrestricted
Sisters of Our Lady of Mount Carmel	1950 La Fond Dr Reno NV 89509	5,000.00	11/25/2015	3696	Public	Unrestricted
Sierra Nevada College	999 Tahoe Blvd Incline Village NV 89451	10,000.00	11/25/2015	3697	Public	Unrestricted
Anyone Corporation	41 West 25th Street 11th Floor New York NY 10010	1,500.00	12/3/2015	3698	Public	Unrestricted
Liberty Hill Foundation	6420 Wilshire Blvd Suite 700 Los Angeles CA 90048	1,500.00	12/3/2015	3699	Public	Unrestricted
United Way Inc	1150 S Olive Street Suite T500 Los Angeles CA 90015	1,500.00	12/3/2015	3700	Public	Unrestricted
LA Forum for Architecture and Urban Design	645 W 9th Street Unit 110-174 Los Angeles CA 90015	3,000.00	12/3/2015	3701	Public	Unrestricted
Bard College	30 Campus Road Annandale on Hudson NY 12504	6,000.00	12/3/2015	3702	Public	Unrestricted
Project X Foundation for Art and Criticism	5150 Dahlia Drive Los Angeles CA 90041	1,500.00	12/3/2015	3703	Public	Unrestricted
Southern California Institute of Architecture	900 E Third Street Los Angeles CA 90013	60,000.00	12/3/2015	3704	Public	Unrestricted
Room to Read	111 Sutter Street 16th Floor San Francisco CA 94104	15,000.00	12/3/2015	3705	Public	Unrestricted
Armenian General Benevolent Union	55 East 56th Street New York NY 10022	7,500.00	12/3/2015	3706	Public	Unrestricted
Court Appointed Special Advocate	1505 E 17th Street Santa Ana CA 92705	2,500.00	12/11/2015	3707	Public	Unrestricted
Harvard Westlake School	3700 Coldwater Canyon Studio City CA 91604	500.00	12/15/2015	3708	Public	Unrestricted

WKD Foundation 2015 Contributions
January 1 - December 31, 2015

Name	ADDRESS	Amount	Date	Check #	Foundation Status of Recipient	Purpose of Grant or Contribution
ADDRESS						
Smith College	33 Elm Street Northampton MA 01083	133 300.00	12/22/2015	3710	Public	Unrestricted
Justice Now	1322 Webster St #210 Oakland CA 94612	1 500.00	12/22/2015	3711	Public	Unrestricted
Independent Shakespeare Company	3191 Casitas Avenue Los Angeles CA 90039	1 500.00	12/22/2015	3712	Public	Unrestricted
Design History Foundation Inc	1583 Solano Ave Berkeley CA 94707	1 500.00	12/29/2015	3713	Public	Unrestricted
Featherstone Center For the Arts Inc	PO Box 1145 Oak Bluffs MA 02557	12 500.00	12/31/2015	3714	Public	Unrestricted
TOTAL		1 038,707.00				

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1 038,707.00

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E)	(F)		
7,018.	0.	0.	0.			7,018.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E)	(F)		
100,555.	0.	0.	0.			100,555.

(A) DESCRIPTION OF PROPERTY				MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E)	(F)		
206,038.	0.	0.	0.			206,038.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CONDOR RIDGE, LLC		PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<480.>	0.	0.	0.	<480.>

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CONDOR RIDGE PARTNERS III, LP		PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
36,967.	0.	0.	0.	36,967.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CONDOR RIDGE IV, LLC		PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,613.	0.	0.	0.	6,613.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ELKIN HM INVESTMENTS, LLC		PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<8,360.>	0.	0.	0.	<8,360.>

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
HILGARD INVESTORS, LLC		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
51,686.	0.	0.	0.	51,686.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MADRONO, LP		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<21,823.>	0.	0.	0.	<21,823.>

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MID OAK INVESTORS, LLC		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
73,054.	0.	0.	0.	73,054.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
MORRISON 2000, LLC		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
35,833.	0.	0.	0.	35,833.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
RAYMOND RRE INVESTMENTS III LLC		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<536.>	0.	0.	0.	<536.>

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SIERRA MEDIA INVESTMENTS, LLC		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<3,178.>	0.	0.	0.	<3,178.>

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
EIG ENERGY FUND XIV-A, LP		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
<77,648.>	0.	0.	0.	<77,648.>

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
TREKK OPPORTUNITY PARTNERS, LP		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,841.	0.	0.	0.	7,841.

(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1S - SECTION 1256		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
58.	0.	0.	0.	58.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM STATEMENT 1		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
21,272,025.	18,203,396.	0.	0.	3,068,629.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WASH SALE ADJUSTMENT		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
45,531.	0.	0.	0.	45,531.
(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ENRON SETTLEMENT - LITIGATION SETTLEMENT INCOME		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
177.	0.	0.	0.	177.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
				PURCHASED	VARIOUS	12/31/15
DISPOSITION OF PINERIDGE, LLC	252,083.	252,084.	0.		0.	<1.>
CAPITAL GAINS DIVIDENDS FROM PART IV						0.
TOTAL TO FORM 990-PF, PART I, LINE 6A						3,527,974.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST & DIVIDENDS	396,943.	0.	396,943.	564,226.	
TO PART I, LINE 4	396,943.	0.	396,943.	564,226.	

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1S - OTHER INCOME	0.	<17,610.>	
FROM K-1S - SECTION 1231 GAIN/LOSS	0.	7,267.	
OTHER INCOME	168,343.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	168,343.	<10,343.>	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	40,500.	36,450.		4,050.
TO FORM 990-PF, PG 1, LN 16B	40,500.	36,450.		4,050.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES FROM K-1 - ALLEGRIA II, LLC	450,000.	405,000.		45,000.
FROM K-1 - ALEGRIA III, LLC	0.	6,050.		0.
FROM K-1 - ALEGRIA V, LLC	0.	10,083.		0.
FROM K-1 - ALEGRIA VI, LLC	0.	56,549.		0.
FROM K-1 - ASHDALE INVESTORS, LLC	0.	63.		0.
FROM K-1 - BDT CAPITAL PARTNERS FUND II (TE)	0.	19,733.		0.
FROM K-1 - CONDOR RIDGE, LLC	0.	40,331.		0.
FROM K-1 - CONDOR RIDGE III, LLC	0.	2,687.		0.
FROM K-1 - CONDOR RIDGE IV, LLC	0.	955.		0.
FROM K-1 - CONDOR RIDGE V, LLC	0.	3,629.		0.
FROM K-1 - CONDOR RIDGE V, LLC	0.	7.		0.
FROM K-1 - ELKINS HM INVESTMENTS, LLC	0.	25,575.		0.
FROM K-1 - FOSSIL RIDGE LLC	0.	12,923.		0.
FROM K-1 - HILGARD INVESTORS LLC	0.	10,556.		0.
FROM K-1 - LAUREL ROAD, LLC	0.	7,764.		0.
FROM K-1 - MID OAK INVESTORS LLC	0.	13,492.		0.
FROM K-1 - MORRISON 2000, LLC	0.	5,738.		0.
FROM K-1 - RAYMOND RRE INVESTMENTS III LLC	0.	40,639.		0.

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FROM K-1 - SIERRA MEDIA	0.	688.	0.
FROM K-1 - ROCKRIVER III LLC	0.	34,255.	0.
FROM K-1 - EIG ENERGY FUND XIV-A, LP	0.	1,711.	0.
FROM K-1 - TREKK OPPORTUNITY INVESTMENTS, LLC	0.	685.	0.
FROM K-1 - TRENTON INVESTMENTS LLC	0.	366.	0.
FROM K-1S - ROYALTY DEDUCTIONS	0.	387.	0.
FROM K-1S - OTHER PORTFOLIO DEDUCTIONS	0.	464.	0.
TO FORM 990-PF, PG 1, LN 16C	450,000.	705,390.	45,000.

FORM 990-PF	TAXES	STATEMENT	6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAXES	131,315.	0.		0.
FOREIGN TAX FROM FINANCIALS	0.	1,841.		0.
FOREIGN TAX FROM K-1 - ALEGRIA III, LLC	0.	37.		0.
FOREIGN TAX FROM K-1 - ALEGRIA V, LLC	0.	224.		0.
FOREIGN TAX FROM K-1 - CONDOR RIDGE III, LLC	0.	93.		0.
FOREIGN TAX FROM K-1 - HILGARD INVESTORS, LLC	0.	298.		0.
FOREIGN TAX FROM K-1 - MID OAK INVESTORS, LLC	0.	10.		0.
TO FORM 990-PF, PG 1, LN 18	131,315.	2,503.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSES	8,896.	7,755.		4,210.
FROM K-1 - ALEGRIA V, LLC	0.	2,662.		0.
FROM K-1 - ALEGRIA III, LLC	0.	<4.>		0.
FROM K-1 - ASHDALE INVESTORS, LLC	0.	16.		0.
FROM K-1 - LAUREL ROAD, LLC	0.	986.		0.
TO FORM 990-PF, PG 1, LN 23	8,896.	11,415.		4,210.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 8

DESCRIPTION	AMOUNT
CHANGE IN UNCONDITIONAL FUTURE COMMITMENTS	192,160.
TOTAL TO FORM 990-PF, PART III, LINE 3	192,160.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
STOCK PORTFOLIO	31,135,825.	31,135,825.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	31,135,825.	31,135,825.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ALEGRIA III, LLC	FMV	580,049.	580,049.
ALEGRIA V, LLC	FMV	2,193,560.	2,193,560.
ALEGRIA VI, LLC	FMV	24,651.	24,651.
ALLEGRIA II, LLC	FMV	135,425.	135,425.
CONDOR RIDGE, LLC	FMV	112,506.	112,506.
CONDOR RIDGE IV, LLC	FMV	774,242.	774,242.

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CONDOR RIDGE III, LLC	FMV	376,783.	376,783.
ELKINS HM INVESTMENTS, LLC	FMV	96,363.	96,363.
MADRONO, LLC	FMV	719,161.	719,161.
MORRISON 2000, LLC	FMV	317,851.	317,851.
SIERRA MEDIA INVESTMENTS, LLC	FMV	5,704.	5,704.
EIG ENERGY FUND XIV-A, LP	FMV	368,116.	368,116.
TREKK OPPORTUNITY INVESTMENTS, LLC	FMV	39,591.	39,591.
LAUREL ROAD, LLC	FMV	1,524,467.	1,524,467.
PINERIDGE, LLC	FMV	0.	0.
TRENTON INVESTMENTS, LLC	FMV	0.	0.
RAYMOND RRE INVESTMENTS III, LLC	FMV	691,256.	691,256.
FOSSIL RIDGE LLC	FMV	320,716.	320,716.
ROCKRIVER III, LLC	FMV	440,322.	440,322.
MID OAK INVESTORS LLC	FMV	1,056,401.	1,056,401.
HILGARD INVESTORS LLC	FMV	312,183.	312,183.
ASHDALE INVESTORS LLC	FMV	396,438.	396,438.
BDT CAPITAL PARTNERS FUND II(TE)LP	FMV	1,559,709.	1,559,709.
 TOTAL TO FORM 990-PF, PART II, LINE 13		 12,045,494.	 12,045,494.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 11
DESCRIPTION		
DEFERRED TAX LIABILITIES		BOY AMOUNT EOY AMOUNT
		241,962. 143,985.
TOTAL TO FORM 990-PF, PART II, LINE 22		241,962. 143,985.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT
ROBERT A. DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	CHAIRMAN/TRUSTEE 1.00	0.	0.
HOWARD M. DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	PRESIDENT/TRUSTEE 0.00	0.	0.
TAMMIS DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	VP/TRUSTEE 0.00	0.	0.
JERRY W. CARLTON 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	VP/TRUSTEE 1.00	0.	0.
ALLISON M. KELLER 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	SECRETARY/TREASURER/TRUSTEE 1.00	0.	0.
THOMAS JOSEPH DEEGAN-DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.
DOROTHY W. DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.
LUCINDA D. FOURNIER 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.
HOWARD M. DAY, JR. 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.
DEBORAH C. DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.
JONATHAN DAY 865 S. FIGUEROA ST., STE 700 LOS ANGELES, CA 90017	TRUSTEE 0.00	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.