



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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 separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, 2016, and ending

, 20

Name of foundation JAPA FOUNDATION		A Employer identification number 05-0573490						
Number and street (or P O box number if mail is not delivered to street address) 15 SOUTH RAYMOND AVENUE, SUITE 202		B Telephone number (see instructions) (626) 795-9797						
City or town, state or province, country, and ZIP or foreign postal code PASADENA, CA 91105		C If exemption application is pending, check here. <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	D 1 Foreign organizations, check here. <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>						
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 749,377.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>						
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____								

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B.				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	16,574.	16,574.		ATCH 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	17,827.			
	b Gross sales price for all assets on line 6a	165,358.			
	7 Capital gain net income (from Part IV, line 2)		17,827.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	34,401.	34,401.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) ATCH 2	1,865.	1,865.		
	c Other professional fees (attach schedule) [3]	6,157.	6,157.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) [4]	231.	231.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 5	535.	535.		
	24 Total operating and administrative expenses Add lines 13 through 23	8,788.	8,788.		
	25 Contributions, gifts, grants paid	30,000.			30,000.
26 Total expenses and disbursements Add lines 24 and 25	38,788.	8,788.	0.	30,000.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-4,387.				
b Net investment income (if negative, enter -0-)		25,613.			
c Adjusted net income (if negative, enter -0-)					

24 929

SCANNED MAY 24 2017

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			
	2	Savings and temporary cash investments	44,429.	21,149.	21,149.
	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) [6]	102,889.	102,889.	100,168.
	b	Investments - corporate stock (attach schedule) ATCH. 7	502,307.	521,200.	628,060.
	c	Investments - corporate bonds (attach schedule)			
	Liabilities	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶		
12		Investments - mortgage loans			
13		Investments - other (attach schedule)			
14		Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15		Other assets (describe ▶)			
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	649,625.	645,238.	749,377.
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 ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	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 . .	649,625.	645,238.	
30	Total net assets or fund balances (see instructions)	649,625.	645,238.		
31	Total liabilities and net assets/fund balances (see instructions)	649,625.	645,238.		

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	649,625.
2	Enter amount from Part I, line 27a	2	-4,387.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	645,238.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	645,238.

Form 990-PF (2016)

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.)
1 a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	17,827.	
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	0.	

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))
2015	51,179.	776,603.	0.065901
2014	44,561.	833,578.	0.053458
2013	26,000.	786,110.	0.033074
2012	42,720.	766,814.	0.055711
2011	25,000.	774,788.	0.032267

2 Total of line 1, column (d)	2	0.240411
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	0.048082
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	724,164.
5 Multiply line 4 by line 3.	5	34,819.
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	256.
7 Add lines 5 and 6.	7	35,075.
8 Enter qualifying distributions from Part XII, line 4. 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.	8	30,000.

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		
	Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	512.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	512.
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	512.
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	301.
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	301.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	211.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ▶ Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	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 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2016)

Part VII-A Statements Regarding Activities (continued)

	Yes	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? Website address NONE	13	X
14 The books are in care of GENE MURRAY, TREAS/JAPA FOUND. Telephone no 626 795-9797		
Located at 15 S. RAYMOND AVE., SUITE 202 PASADENA, CA ZIP+4 91105		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15		
16 At any time during calendar year 2016, 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?	16	X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		

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

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

	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?	<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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" 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)?	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 2016?	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 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? 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)	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		
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 2016 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 2016)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b	X

Form 990-PF (2016)

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** X

If "Yes" to 6b, file Form 8870

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		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	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

Form 990-PF (2016)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

Form 990-PF (2016)

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	708,513.
b	Average of monthly cash balances	1b	26,679.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	735,192.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	735,192.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	11,028.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	724,164.
6	Minimum investment return. Enter 5% of line 5	6	36,208.

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	36,208.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	512.
b	Income tax for 2016 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	512.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	35,696.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	35,696.
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	35,696.

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	30,000.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	30,000.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	30,000.

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.

Form 990-PF (2016)

Page **9****Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				35,696.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20 <u>14</u> , 20 <u>13</u> , 20 <u>12</u>				
3 Excess distributions carryover, if any, to 2016				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015 <u>7,757.</u>				
f Total of lines 3a through e	7,757.			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>30,000.</u>				
a Applied to 2015, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2016 distributable amount.				30,000.
e Remaining amount distributed out of corpus.				
5 Excess distributions carryover applied to 2016. (If an amount appears in column (d), the same amount must be shown in column (a))	5,696.			5,696.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,061.			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions.				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	2,061.			
10 Analysis of line 9				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015 <u>2,061.</u>				
e Excess from 2016				

Form **990-PF** (2016)

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets.					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

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

N/A

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

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

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

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 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				
ATCH 9				
Total			3a	30,000.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	16,574.	
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	17,827.	
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)					34,401.	
13 Total. Add line 12, columns (b), (d), and (e)					13	34,401.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS				897.	
3,822.		30 SHS BERKSHIRE HATHAWAY INC DEL CL B PROPERTY TYPE: SECURITIES 171.				3,651.	02/12/2016
2,808.		40 SHS DAVITA HEALTHCARE PARTNERS INC PROPERTY TYPE: SECURITIES 2,292.				516.	03/16/2016
702.		10 SHS DAVITA HEALTHCARE PARTNERS INC PROPERTY TYPE: SECURITIES 771.				-69.	03/16/2016
1.		1 SHS CALIFORNIA RES CORP COM PROPERTY TYPE: SECURITIES 1.					03/29/2016
4,082.		50 SHS VANGUARD DIVIDEND APPRECIATION ET PROPERTY TYPE: SECURITIES 3,531.				551.	04/15/2016
4.		2 SHS CALIFORNIA RES CORP COM PROPERTY TYPE: SECURITIES 2.				2.	04/26/2016
200.		13 SHS HARDING LOEVNER INSTL EMERGING MA PROPERTY TYPE: SECURITIES 235.				-35.	06/24/2016
116.		11 SHS VANGUARD SHORT TERM CORP ADM PROPERTY TYPE: SECURITIES 116.					06/24/2016
124.		12 SHS VANGUARD SHORT TERM CORP ADM PROPERTY TYPE: SECURITIES 124.					06/24/2016
17.		2 SHS VANGUARD SHORT TERM CORP ADM PROPERTY TYPE: SECURITIES 17.					06/24/2016
51.		5 SHS VANGUARD SHORT TERM CORP ADM PROPERTY TYPE: SECURITIES 50.				1.	06/24/2016
		6 SHS VANGUARD SHORT TERM CORP ADM					06/24/2016

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
66.		PROPERTY TYPE: SECURITIES 65.					1.	
		812 SHS VANGUARD SHORT TERM CORP ADM PROPERTY TYPE: SECURITIES				P	06/10/2015	06/24/2016
8,726.		8,645.					81.	
		33 SHS WCM FOCUSED INTL GROWTH PROPERTY TYPE: SECURITIES				P	06/05/2015	06/24/2016
400.		418.					-18.	
		MFS INSTL TR INTL EQUITY FD PROPERTY TYPE: SECURITIES				P	12/16/2015	06/24/2016
7.		7.						
		607 SHS MFS INSTL TR INTL EQUITY FD PROPERTY TYPE: SECURITIES				P	06/05/2015	06/24/2016
11,650.		13,800.					-2,150.	
		20 SHS ORACLE CORP PROPERTY TYPE: SECURITIES				P	07/03/2013	06/24/2016
788.		609.					179.	
		20 SHS SPDR S&P 500 UNIT SER 1 PROPERTY TYPE: SECURITIES				P	03/16/2016	06/24/2016
4,090.		4,063.					27.	
		20 SHS SPDR S&P 500 UNIT SER 1 PROPERTY TYPE: SECURITIES				P	03/07/2013	06/24/2016
4,090.		3,099.					991.	
		10 SHS BERKSHIRE HATHAWAY INC DEL CL B PROPERTY TYPE: SECURITIES				P	02/14/1997	06/24/2016
1,408.		57.					1,351.	
		20 SHS ISHARES MSCI USA MINIMUM VOLATILI PROPERTY TYPE: SECURITIES				P	11/20/2015	06/24/2016
894.		842.					52.	
		10 SHS DAVITA HEALTHCARE PARTNERS INC PROPERTY TYPE: SECURITIES				P	01/22/2013	06/24/2016
759.		573.					186.	
		30 SHS EXXON MOBIL CORP PROPERTY TYPE: SECURITIES				P	06/05/2015	06/24/2016
2,703.		2,532.					171.	

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
1,802.		20 SHS EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 1,178.				P	07/15/2010 624.	06/24/2016
5,671.		180 SHS JPMORGAN CHASE & CO ALERIAN ML E PROPERTY TYPE: SECURITIES 5,597.				P	11/20/2015 74.	06/24/2016
1,091.		20 SHS VERIZON COMMUNICATIONS INC PROPERTY TYPE: SECURITIES 981.				P	06/27/2014 110.	06/24/2016
1,621.		20 SHS VANGUARD DIVIDEND APPRECIATION ET PROPERTY TYPE: SECURITIES 1,412.				P	09/24/2013 209.	06/24/2016
806.		10 SHS SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 762.				P	09/17/2015 44.	08/05/2016
3,225.		40 SHS SCHLUMBERGER LTD COM PROPERTY TYPE: SECURITIES 3,084.				P	11/20/2015 141.	08/05/2016
3,305.		60 SHS DAVITA HEALTHCARE PARTNERS INC PROPERTY TYPE: SECURITIES 3,437.				P	01/22/2013 -132.	10/28/2016
9.		PRIMECAP ODYSSEY STOCK FUND PROPERTY TYPE: SECURITIES 9.				P	12/16/2015 11/04/2016	
142.		142 SHS PRIMECAP ODYSSEY STOCK FUND PROPERTY TYPE: SECURITIES 139.				P	12/16/2015 3.	11/04/2016
4,300.		188 SHS PRIMECAP ODYSSEY STOCK FUND PROPERTY TYPE: SECURITIES 4,608.				P	03/24/2015 -308.	06/24/2016
12,621.		518 SHS PRIMECAP ODYSSEY STOCK FUND PROPERTY TYPE: SECURITIES 12,689.				P	03/24/2015 -68.	11/04/2016
844.		22 SHS PARNASSUS EQTY INCM INSTL PROPERTY TYPE: SECURITIES 856.				P	11/25/2015 -12.	11/04/2016

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
11,776.		311 SHS PARNASSUS EQTY INCM INSTL PROPERTY TYPE: SECURITIES 12,711.				-935.	11/04/2016
8,172.		800 SHS TOUCHSTONE PROPERTY TYPE: SECURITIES 8,500.				-328.	11/04/2016
13,605.		1,401 SHS AQR STRG I PROPERTY TYPE: SECURITIES 14,600.				-995.	11/07/2016
800.		45 SHS HARDING LOEVNER INSTL EMERGING MA PROPERTY TYPE: SECURITIES 837.				-37.	11/07/2016
2,400.		144 SHS MATTHEWS ASIA PACIFIC EQUITY INC PROPERTY TYPE: SECURITIES 2,245.				155.	11/07/2016
2,100.		96 SHS OAKMARK INTL EQUITY PROPERTY TYPE: SECURITIES 1,813.				287.	11/07/2016
800.		89 SHS PIMCO EQUITY SER RAE INTL INSTL PROPERTY TYPE: SECURITIES 734.				66.	11/07/2016
207.		8 SHS TWEEDY BROWNE FD INC GLOBAL VALUE PROPERTY TYPE: SECURITIES 204.				3.	11/07/2016
779.		31 SHS TWEEDY BROWNE FD INC GLOBAL VALUE PROPERTY TYPE: SECURITIES 769.				10.	11/07/2016
314.		13 SHS TWEEDY BROWNE FD INC GLOBAL VALUE PROPERTY TYPE: SECURITIES 187.				127.	11/07/2016
400.		32 SHS WCM FOCUSED INTL GROWTH PROPERTY TYPE: SECURITIES 405.				-5.	11/07/2016
7,327.		50 SHS BERKSHIRE HATHAWAY INC DEL CL B N PROPERTY TYPE: SECURITIES 285.				7,042.	11/07/2016

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,179.		50 SHS CVS HEALTH CORPORATION PROPERTY TYPE: SECURITIES 3,198.				P	11/11/2013	11/07/2016 981.
4,259.		50 SHS EXXON MOBIL CORP PROPERTY TYPE: SECURITIES 2,944.				P	07/15/2010	11/07/2016 1,315.
698.		10 SHS JPMORGAN CHASE & CO PROPERTY TYPE: SECURITIES 360.				P	06/26/2012	11/07/2016 338.
2,699.		20 SHS MCKESSON CORPORATION PROPERTY TYPE: SECURITIES 3,901.				P	08/05/2016	11/07/2016 -1,202.
604.		10 SHS MICROSOFT CORP PROPERTY TYPE: SECURITIES 235.				P	05/04/2006	11/07/2016 369.
7,998.		205 SHS ORACLE CORP PROPERTY TYPE: SECURITIES 6,239.				P	07/03/2013	11/07/2016 1,759.
12,399.		150 SHS VANGUARD DIVIDEND APPRECIATION E PROPERTY TYPE: SECURITIES 10,592.				P	09/24/2013	11/07/2016 1,807.
TOTAL GAIN(LOSS)							<u>17,827.</u>	

ATTACHMENT 1FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
U.S. TREASURY INTEREST	3,268.	3,268.
DIVIDENDS	13,282.	13,282.
SHORT-TERM INTEREST	24.	24.
TOTAL	<u>16,574.</u>	<u>16,574.</u>

ATTACHMENT 2FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	1,865.	1,865.		
TOTALS	<u>1,865.</u>	<u>1,865.</u>		

ATTACHMENT 3FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT FEES	6,157.	6,157.
TOTALS	<u>6,157.</u>	<u>6,157.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX WITHHELD	231.	231.
FEDERAL TAXES		
TOTALS	<u>231.</u>	<u>231.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAL FEES	500.	500.
FTB FILING FEE	10.	10.
CA REGISTRATION FEE	25.	25.
TOTALS	535.	535.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONSATTACHMENT 6DESCRIPTIONENDING
BOOK VALUEENDING
FMV

SEE ATTACHMENT 10

102,889. 100,168.

US OBLIGATIONS TOTAL

102,889.
100,168.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SEE ATTACHMENT 10	521,200.	628,060.
TOTALS	<u>521,200.</u>	<u>628,060.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
ANDREW R. HIXON 15 SOUTH RAYMOND AVENUE, SUITE 202 PASADENA, CA 91105	PRESIDENT/DIRECTOR .25	0.	0.	0.
GENE A. MURRAY 15 SOUTH RAYMOND AVENUE, SUITE 202 PASADENA, CA 91105	SECRETARY & TREASURER .25	0.	0.	0.
GRAND TOTALS		0.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LA CROSSE HISTORICAL SOCIETY P O BOX 1272 LA CROSSE, WI 54602-1272	N/A	PC	PRESERVATION OF THE LOCAL HISTORY OF THE LA CROSSE, WISCONSIN AREA AND EDUCATING THE PUBLIC ABOUT ITS HERITAGE GRANT IS SPECIFICALLY ALLOCATED TO THE HIXON HOUSE	5,000
THE EARTH CIRCLE FOUNDATION 901 W SAN MATEO ROAD, STE M SANTA FE, NM 87505	N/A	PC	ENHANCE QUALITY OF LIFE FOR AMERICAN INDIAN YOUTH	25,000
TOTAL CONTRIBUTIONS PAID				30,000

Japa Foundation
05-0573490
Year Ended 12/31/16

	Book Value	Fair Market Value
<u>Government Bonds</u>		
20,000 U S Treasury Notes 4.000% 8/15/2018	21,614.95	20,943
20,000 U.S. Treasury Notes 3.625% 8/15/2019	20,552.33	21,172
25,000 U.S. Treasury Notes 2.625% 8/15/2020	26,549.80	25,850
30,000 U S Treasury Notes 3.625% 2/15/2021	34,171.75	32,203
	<u>102,888.83</u>	<u>100,168</u>
<u>Common Stocks</u>		
130 Berkshire Hathaway Inc Del Cl B	742.08	21,187
50 Boeing	7,140.75	7,784
80 Carnival Corp	4,093.60	4,165
180 Columbia ETF Tr II Emerging Markets ETF	4,317.62	3,987
3,220 Fidelity Income Fd Total Bd Fd	33,968.22	33,872
461 Harding Loevner Instl Emerging Markets	8,427.83	7,757
3,219 Hartford Mutual Funds Total Return Bond	34,384.52	33,476
450 Ishares MSCI USA Minimum Volatility	18,557.41	20,349
300 Ishares MSCI USA Quality Factor	19,039.51	20,730
630 Ishares Ishares TR Core MSCI EAFE	36,856.82	33,787
100 Ishares Core S&P Small Cap ETF	11,897.05	13,752
240 Ishares Tr USA Momentum FCT	18,134.45	18,206
60 JPMorgan Chase & Co	2,161.65	5,177
210 JPMorgan Chase & Co Alerian ML ETN	6,529.36	6,638
2,659 JP Morgan Hedged Equity Select	43,100.00	46,081
1,123 Managed Portfolio Series Tortois Instl	11,662.31	15,741
1,215 Matthews Asia Pacific Equity Income Fund	16,849.53	18,850
3,181 Metropolitan West Fds Total Ret Cl I	34,172.67	33,495
75 Microsoft Corp	1,766.20	4,661
554 Oakmark Intl Equity	10,487.41	12,583
50 Occidental Petroleum Corp	3,513.63	3,562
70 Pentair Plc Pentair Ltd	4,693.74	3,925
902 Pimco Equity Ser RAE Intl Instl	7,465.63	8,250
170 Powershares ETF Trust FTSE RAFI 1000	15,285.62	16,924
85 Procter & Gamble Co	7,042.51	7,147
50 Schlumberger Ltd	3,809.89	4,198
540 SPDR Trust Unit Series 1	70,506.99	120,706
983 Tweedy Browne Global Value	14,767.92	24,606
631 Vanguard Fixed Income Secs Fd Int-Trm Tr	7,374.25	7,000
3,015 Vanguard Short Term Corp Inv	31,776.79	32,044
80 Verizon Communications Inc	3,924.80	4,270
90 Visa	6,789.69	7,022
979 WCM Focused Intl Growth	12,370.73	11,801
260 Wells Fargo & Co New Com	7,588.49	14,329
Total	<u>521,199.67</u>	<u>628,060</u>