

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

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

▶ **Do not enter social security numbers on this form as it may be made public.**  
 ▶ **Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).**

OMB No 1545-0052  
**2016**  
**Open to Public Inspection**

**For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016**

Name of foundation SILENT PARTNER GRANTS		<b>A Employer identification number</b> 46-3736775	
Number and street (or P O box number if mail is not delivered to street address) 2275 HUNTINGTON DRIVE		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code SAN MARINO, CA 91108		<b>B Telephone number</b> (see instructions)	
<b>G</b> Check all that apply: <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		<b>C</b> If exemption application is pending, check here <input type="checkbox"/> <b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>H</b> 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			
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 55,085,580		<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b>	Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b>	Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
<b>3</b>	Interest on savings and temporary cash investments	21,666	21,666		
<b>4</b>	Dividends and interest from securities	215,503	215,503		
<b>5a</b>	Gross rents	742,485	742,485		
<b>b</b>	Net rental income or (loss) 353,328				
<b>6a</b>	Net gain or (loss) from sale of assets not on line 10	-197,167			
<b>b</b>	Gross sales price for all assets on line 6a 36,339				
<b>7</b>	Capital gain net income (from Part IV, line 2)				
<b>8</b>	Net short-term capital gain				
<b>9</b>	Income modifications				
<b>10a</b>	Gross sales less returns and allowances				
<b>b</b>	Less Cost of goods sold				
<b>c</b>	Gross profit or (loss) (attach schedule)				
<b>11</b>	Other income (attach schedule)	3,636,577	2,579,182		
<b>12</b>	<b>Total.</b> Add lines 1 through 11	4,419,064	3,558,836		
<b>13</b>	Compensation of officers, directors, trustees, etc	25,836	12,932		12,931
<b>14</b>	Other employee salaries and wages				
<b>15</b>	Pension plans, employee benefits				
<b>16a</b>	Legal fees (attach schedule)	286,502	107,438		35,813
<b>b</b>	Accounting fees (attach schedule)				
<b>c</b>	Other professional fees (attach schedule)	76,302	76,302		
<b>17</b>	Interest				
<b>18</b>	Taxes (attach schedule) (see instructions)	758,105	1,345		
<b>19</b>	Depreciation (attach schedule) and depletion	344,232	344,232		
<b>20</b>	Occupancy	44,925	44,925		
<b>21</b>	Travel, conferences, and meetings	5,834			5,834
<b>22</b>	Printing and publications				
<b>23</b>	Other expenses (attach schedule)	764,534	762,268		2,266
<b>24</b>	<b>Total operating and administrative expenses.</b> Add lines 13 through 23	2,306,270	1,349,442		56,844
<b>25</b>	Contributions, gifts, grants paid	2,009,694			2,009,694
<b>26</b>	<b>Total expenses and disbursements.</b> Add lines 24 and 25	4,315,964	1,349,442		2,066,538
<b>27</b>	Subtract line 26 from line 12				
<b>a</b>	<b>Excess of revenue over expenses and disbursements</b>	103,100			
<b>b</b>	<b>Net investment income</b> (if negative, enter -0-)		2,209,394		
<b>c</b>	<b>Adjusted net income</b> (if negative, enter -0-)				

<b>Part II Balance Sheets</b> 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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .	636,604		
	<b>2</b> Savings and temporary cash investments . . . . .		800,122	800,122
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	15,177,806	17,300,463	28,964,183
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	240,091		
	<b>14</b> Land, buildings, and equipment basis ▶ _____ 24,825,035 Less accumulated depreciation (attach schedule) ▶ 1,777,052	24,152,215	23,047,983	24,825,035
<b>15</b> Other assets (describe ▶ _____)	510,916	496,240	496,240	
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	40,717,632	41,644,808	55,085,580	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .			
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds	40,717,632	41,644,808		
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	40,717,632	41,644,808		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	40,717,632	41,644,808		

<b>Part III Analysis of Changes in Net Assets or Fund Balances</b>		
<b>1</b> 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) . . . . .	<b>1</b>	40,717,632
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	103,100
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	824,162
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	41,644,894
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	86
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	41,644,808

**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)
<b>1 a</b> STATEMENTS AVAILABLE UPON REQUEST	P	2015-01-01	2016-12-31
<b>b</b> STCG	P	2016-01-01	2016-12-31
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b>		84,080	-84,080
<b>b</b>		149,426	-149,426
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b>			-84,080
<b>b</b>			-149,426
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	-197,167
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	1,174,901	32,408,995	0.036252
2014			
2013			
2012			
2011			

<b>2</b> Total of line 1, column (d)	2	0.036252
<b>3</b> 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	0.036252
<b>4</b> Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	38,462,449
<b>5</b> Multiply line 4 by line 3	5	1,394,341
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	22,094
<b>7</b> Add lines 5 and 6	7	1,416,435
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	2,066,538

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)

Table with 11 rows for excise tax calculation. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, and total tax due. Total tax due is 659.

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Includes questions about political campaign participation, political expenditures, and state reporting. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-14 regarding controlled entities, donor advised funds, public inspection requirements, and books in care.

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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.

Table with 3 columns: Question, Yes, No. Row 16 regarding interest in foreign countries.

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.

Main table with 3 columns: Question, Yes, No. Rows 1a-4b regarding Form 4720 exceptions and requirements.

**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)?  Yes  No  
 Organizations relying on a current notice regarding disaster assistance check here.

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No  
 If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No  
 If "Yes" to 6b, file Form 8870

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

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

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
GREGORY CHAPMAN 1295 SAINT ALBANS ROAD SAN MARINO, CA 91108	PRESIDENT 10 00	0	0	0
MELISSA CERNY 505 N BRAND BLVD SUITE 600 GLENDALE, CA 91203	BOARD MEMBER 10 00	25,836	0	0

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

(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
NONE				

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

**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		
<b>Total</b> 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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See instructions. <b>3</b>	

**Total.** Add lines 1 through 3 . . . . . ▶

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	11,833,359
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	1,928,643
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	25,286,170
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	39,048,172
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	39,048,172
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	585,723
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	38,462,449
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	1,923,122

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	1,923,122
<b>2a</b>	Tax on investment income for 2016 from Part VI, line 5.	<b>2a</b>	22,094
<b>b</b>	Income tax for 2016 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	22,094
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	1,901,028
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	
<b>5</b>	Add lines 3 and 4.	<b>5</b>	1,901,028
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	1,901,028

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	2,066,538
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	2,066,538
<b>5</b>	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).	<b>5</b>	22,094
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	2,044,444

**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 2015	(c) 2015	(d) 2016
<b>1</b> Distributable amount for 2016 from Part XI, line 7				1,901,028
<b>2</b> Undistributed income, if any, as of the end of 2016				
<b>a</b> Enter amount for 2015 only. . . . .			423,926	
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2016				
<b>a</b> From 2011. . . . .				
<b>b</b> From 2012. . . . .				
<b>c</b> From 2013. . . . .				
<b>d</b> From 2014. . . . .				
<b>e</b> From 2015. . . . .				
<b>f</b> Total of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ <u>2,066,538</u>				
<b>a</b> Applied to 2015, but not more than line 2a			423,926	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2016 distributable amount. . . . .				1,642,612
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017 . . . . .				258,416
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2017.</b> Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2012. . . . .				
<b>b</b> Excess from 2013. . . . .				
<b>c</b> Excess from 2014. . . . .				
<b>d</b> Excess from 2015. . . . .				
<b>e</b> Excess from 2016. . . . .				

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

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

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					

**3** Complete 3a, b, or c for the alternative test relied upon

**a** "Assets" alternative test—enter

(1) Value of all assets . . . . .

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

**b** "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .

**c** "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

**1 Information Regarding Foundation Managers:**

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

**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

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

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

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

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

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**c** Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b> ▶ <b>3a</b>				2,009,694
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b> ▶ <b>3b</b>				





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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MAHARISHI UNIVERSITY OF MGMT 1000 N 4TH ST FAIRFIELD, IA 52557	NONE	501(C)(3)	GENERAL	600,000
DAVID LYNCH FOUNDATION 228 E 45TH ST 15TH FLOOR NEW YORK, NY 10017	NONE	501(C)(3)	GENERAL	900,000
LITTLE SISTERS FUND PO BOX 909 HAILEY, ID 83333	NONE	501(C)(3)	GENERAL	215,000
CORELIGHT 223 N GUADALUPE ST 275 SANTE FE, NM 875011868	NONE	501(C)(3)	GENERAL	36,000
FAR SIGHT INSTITUTE PO BOX 601 DECATUR, GA 30031	NONE	501(C)(3)	GENERAL	6,000
<b>Total</b> . . . . . <b>3a</b>				2,009,694

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INSTITUTE FOR SHIPBOARD EDUCATION 2243 CENTRE AVE 300 FORT COLLINS, CO 80526	NONE	501(C)(3)	GENERAL	19,524
CHRISTIAN FAMILY COUNSELING 1300 EAST MISSOURI AVE PHOENIX, AZ 85014	NONE	501(C)(3)	GENERAL PURPOSE	10,000
FIVE ACRES 760 W MOUNTAIN VIEW ST ALTADENA, CA 91001	NONE	501(C)(3)	GENERAL PURPOSE	6,000
GIRLS INC 120 WALL STREET NEW YORK, NY 10005	NONE	501(C)(3)	GENERAL PURPOSE	2,000
HOMEBOY INDUSTRIES 130 BRUNO ST LOS ANGELES, CA 90012	NONE	501(C)(3)	GENERAL PURPOSE	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				2,009,694

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HUNTINGTON HOSPITAL 100 W CALIFORNIA BLVD PASADENA, CA 91105	NONE	501(C)(3)	GENERAL PURPOSE	500
PASADENA BOYS AND GIRLS CLUB 3230 DEL MAR BLVD PASADENA, CA 91107	NONE	501(C)(3)	GENERAL PURPOSE	1,000
PATRA PUBLIC CHARITY 1107 INVESTMENT BLVD EL DORADO HILLS, CA 95762	NONE	501(C)(3)	GENERAL PURPOSE	5,000
PIEDMONT YOGA COMMUNITY 4500 LINCOLN AVE OAKLAND, CA 94602	NONE	501(C)(3)	GENERAL PURPOSE	12,000
ROCKY MOUNTAIN YOUTH CLINIC 1601 E 19TH AVE 600 DENVER, CO 80218	NONE	501(C)(3)	GENERAL PURPOSE	10,000
<b>Total . . . . .</b> ▶				2,009,694
<b>3a</b>				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
SAN MARINO COMMUNITY CHURCH 1750 VIRGINA AVE SAN MARINO, CA 91108	NONE	501(C)(3)	GENEAL PURPOSE	1,340
SEEDS OF HEAVEN PO BOX 337 500 N 3RD ST FAIRFIELD, IA 52556	NONE	501(C)(3)	GENERAL PURPOSE	75,000
SEMESTER AT SEA 2243 CENTRE AVE 300 FORT COLLINS, CO 80526	NONE	501(C)(3)	GENERAL PURPOSE	100,000
SIGMA CHI FOUNDATION 22 E HIGH ST OXFORD, OH 45056	NONE	501(C)(3)	GENERAL PURPOSE	1,000
SPECIAL OLYMPICS 1133 19TH ST NW WASHINGTON DC, DC 20036	NONE	501(C)(3)	GENERAL PURPSOE	100
<b>Total . . . . .</b> <b>3a</b>				2,009,694

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
USC UNIVERSITY PARK CAMPUS LOS ANGELES, CA 90089	NONE	501(C)(3)	GENERAL PURPOSE	1,000
VALENTINE ELEMENTARY SCHOOL 1650 HUNTINGTON DR SAN MARINO, CA 91108	NONE	501(C)(3)	GENERAL PURPOSE	5,730
<b>Total . . . . .</b> ▶ <b>3a</b>				2,009,694

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2016 Amortization Schedule

**Name:** SILENT PARTNER GRANTS

**EIN:** 46-3736775

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
INTELLECTUAL PROPERTY - MERTEC	2015-06-01	11,400,000	443,333	15 0000	760,000	760,000		1,203,333

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2016 Depreciation Schedule

**Name:** SILENT PARTNER GRANTS

**EIN:** 46-3736775

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	2015-05-01	1,590,034	27,180	S/L	39 0000	40,770	40,770		
BUILDING	2015-05-01	1,814,067	31,010	S/L	39 0000	46,514	46,514		
BUILDING	2015-05-01	2,725,827	46,595	S/L	39 0000	69,893	69,893		
BUILDING	2015-05-01	1,645,688	28,131	S/L	39 0000	42,198	42,198		
BUILDING	2015-05-01	524,054	8,958	S/L	39 0000	13,437	13,437		
BUILDING	2015-05-01	1,585,872	27,109	S/L	39 0000	40,663	40,663		
BUILDING	2015-05-01	1,951,578	33,360	S/L	39 0000	50,041	50,041		
BUILDING	2015-05-01	1,587,915	27,144	S/L	39 0000	40,716	40,716		

**TY 2016 Investments Corporate Stock Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
EQUITIES	13,596,962	14,019,183
TRANSGO	3,703,501	14,945,000

**TY 2016 Investments - Other Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
DIVIDEND RECEIVABLE	AT COST		
ROYALTY RECEIVABLE	AT COST		

**TY 2016 Land, Etc.  
Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775

<b>Category / Item</b>	<b>Cost / Other Basis</b>	<b>Accumulated Depreciation</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
BUILDINGS & INTELLECTUAL PROPERTY	24,825,035	1,777,052	23,047,983	24,825,035

**TY 2016 Legal Fees Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
LEGAL AND ACCOUNTING	143,251	107,438		35,813
LEGAL AND ACCOUNTING UBIT	143,251			

**TY 2016 Other Assets Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
VIRTU 1100 ASSOCIATES LP	41,257	35,105	35,105
JIM MOBLEY PROMISSORY NOTE	298,376	292,890	292,890
SANDRA SANCHEZ PROMISSORY NOTE	171,283	168,245	168,245

**TY 2016 Other Decreases Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775

<b>Description</b>	<b>Amount</b>
MEALS & ENTERTAINMENT	86

**TY 2016 Other Expenses Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK FEES	78	39		39
OFFICE EXPENSES	2,838	1,419		1,419
POSTAGE AND SHIPPING	683	342		341
INSURANCE	850	425		425
50%MEALS & ENTERTAINMENT	85	43		42

**TY 2016 Other Income Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ROYALTY INCOME	2,579,182	2,579,182	
TRANSGO K-1	1,058,716		
VIRTU 1100 ASSOC K-1	-1,321		

**TY 2016 Other Increases Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775

<b>Description</b>	<b>Amount</b>
PY UNREALIZED LOSSES REVERSED	365,158
ADJUSTMENT TO TRANSGO CARRYING AMOUNT	459,004

**TY 2016 Other Professional Fees Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INVESTOR FEES	76,302	76,302		

**TY 2016 Taxes Schedule****Name:** SILENT PARTNER GRANTS**EIN:** 46-3736775

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FOREIGN TAXES	1,345	1,345		
FEDERAL TAXES	601,623			
STATE TAXES	155,137			