Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

Name of foundation
THE MICHELSON 20MM FOUNDATION INC

% KARLIN ASSET MANAGEMENT

Number and street (or P O box number if mail is not delivered to street address)
11755 WILSHIRE BOULEVARD STE 1400

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
LOS ANGELES, CA 90025

A Employer identification number
27-2898736

B Telephone number (see instructions)
(310) 806-9700

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 ▶ ☐

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)*▶$ 2,658,886

J Accounting method ☐ Cash ☑ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	3,234,273			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	3,022	3,022	3,022	
	4	Dividends and interest from securities				
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	25,036			
	b	Gross sales price for all assets on line 6a 3,162,934				
	7	Capital gain net income (from Part IV, line 2)		1,278,618		
	8	Net short-term capital gain			595,351	
	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)	2,252	2,252	2,252	
	12	**Total.** Add lines 1 through 11	3,264,583	1,283,892	600,625	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages	340,815			340,815
	15	Pension plans, employee benefits	11,462			11,462
	16a	Legal fees (attach schedule)	49,670	0	0	49,670
	b	Accounting fees (attach schedule)	12,298	6,149	0	6,149
	c	Other professional fees (attach schedule)	61,458			61,458
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	40,095			85
	19	Depreciation (attach schedule) and depletion	12,791			
	20	Occupancy	65,871			65,871
	21	Travel, conferences, and meetings	45,917			45,917
	22	Printing and publications				
	23	Other expenses (attach schedule)	182,589			238,480
	24	**Total operating and administrative expenses.** Add lines 13 through 23	822,966	6,149	0	819,907
	25	Contributions, gifts, grants paid	41,000			41,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	863,966	6,149	0	860,907
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	2,400,617			
	b	**Net investment income** (if negative, enter -0-)		1,277,743		
	c	**Adjusted net income**(if negative, enter -0-)			600,625	

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	45,613	2,190,279	2,190,279
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	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 ▶ 87,747 Less accumulated depreciation (attach schedule) ▶ 49,975	11,897	37,772	37,772
	15	Other assets (describe ▶)	236,125	430,835	430,835
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	293,635	2,658,886	2,658,886
Liabilities	17	Accounts payable and accrued expenses	73,579	12,703	
	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 ▶)	250	25,760	
	23	**Total liabilities**(add lines 17 through 22)	73,829	38,463	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶** ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	219,806	2,620,423	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	219,806	2,620,423	
	31	**Total liabilities and net assets/fund balances** (see instructions)	293,635	2,658,886	

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	219,806
2	Enter amount from Part I, line 27a	2	2,400,617
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,620,423
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	2,620,423

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	66,399 SHS EXTERRAN CORPORATION	D		
b	2,344 SHS COMMERCEHUB, INC SERIES A	D		2017-03-28
c	4,688 SHS COMMERCEHUB, INC SERIES C	D		2017-03-28
d	160,000 SHS FORTRESS INVESTMENT GROUP LLC	D		2017-03-28
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	1,788,445		1,105,178	683,267
b	36,365		29,140	7,225
c	72,420		58,323	14,097
d	1,265,704		691,675	574,029
e				

	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				683,267
b				7,225
c				14,097
d				574,029
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	1,278,618
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	595,351

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))
2016	829,585	132,031	6 283259
2015	790,267	115,135	6 863829
2014	1,185,634	228,505	5 188657
2013	1,111,720	262,125	4 241183
2012	1,023,324	382,450	2 675707

2	**Total** of line 1, column (d)	2	25 252635
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	5 050527
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,772,807
5	Multiply line 4 by line 3	5	8,953,610
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	12,777
7	Add lines 5 and 6	7	8,966,387
8	Enter qualifying distributions from Part XII, line 4	8	1,065,251

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary–see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	25,555
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	25,555
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	25,555
6	Credits/Payments				
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	14,867		
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	29,867
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	385
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	3,927
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 3,927	**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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?. *If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*	1b		No
c	Did the foundation file **Form 1120-POL** for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(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*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9	Yes	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

Part VII-A Statements Regarding Activities (continued)

		Line	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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ▶WWW 20MM ORG			

14 The books are in care of ▶KARLIN ASSET MANAGEMENT Telephone no ▶(310) 806-9700

Located at ▶11755 WILSHIRE BOULEVARD SUITE 140 LOS ANGELES CA ZIP+4 ▶90025

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 |

		Line	Yes	No
16	At any time during calendar year 2017, 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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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.		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☑ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		No
	Organizations relying on a current notice regarding disaster assistance check here. ▶	☐			
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 2017?		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017?	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)		2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?		4b		No

Part VII-B **Statements Regarding Activities for Which Form 4720 May Be Required** (Continued)

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?.	☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?.	☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?		**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ▶ ☐				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?.	☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?.	☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Gary K Michelson M D 11755 WILSHIRE BOULEVARD STE 1400 LOS ANGELES, CA 90025	CEO 1 0	0	0	0
PHIL KIM 11755 WILSHIRE BOULEVARD STE 1400 LOS ANGELES, CA 90025	PRESIDENT 40 0	0	0	0
DAVID COHEN 11755 WILSHIRE BOULEVARD STE 1400 LOS ANGELES, CA 90025	CFO 1 0	0	0	0

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL LISEK 811 W 7TH ST 1026 LOS ANGELES, CA 90017	PROGRAM MANAGER 40 0	54,627	18,162	0
MAYRA LOMBERA 811 W 7TH ST 1026 LOS ANGELES, CA 90017	DEVELOPMENT DIRECTOR 40 0	95,000	17,923	0
FIDEL MAHANGEL 811 W 7TH ST 1026 LOS ANGELES, CA 90017	ASSOCIATE 40 0	64,000	15,096	0
MARISA MOOSEKIAN 811 W 7TH ST 1026 LOS ANGELES, CA 90017	PROJECT MANAGER 40 0	51,715	7,444	0

Total number of other employees paid over $50,000. . . . . ▶ 0

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation

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	Expenses
1 FUND AND SUPPORT THE CREATION, MARKETING AND ADOPTION OF LEARNING RESOURCES AT NO COST TO LEARNERS AND EXIST UNDER A FLEXIBLE LICENSE FOR REUSE AND REPURPOSING	278,000
2 SUPPORT ORGANIZATIONS AND INITIATIVES THAT ARE HELPING TO BRIDGE THE SKILLS GAP AND CREATE A WORKFORCE FOR TODAY'S INFORMATION ECONOMY	167,971
3 SUPPORT ORGANIZATIONS AND INITIATIVES SEEKING TO REFORM HISTORICALLY INEFFECTIVE REMEDIAL EDUCATION PRACTICES	173,971
4 SUPPORT INNOVATIVE ONLINE DELIVERY MODELS THAT DEFY THE TRADITIONAL CONSTRAINTS OF HIGHER EDUCATION AND SEEK TO PROVIDE UNDERSERVED STUDENT POPULATIONS WITH HIGHER ED	167,971

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 LOAN - OPPORTUNITY@WORK - CHANGE THE WAY EMPLOYERS HIRE BY USING A HIRING CHANNEL THAT FOCUSES ON SKILLS AND COMPETENCY	79,344
2 ADMITHUB - ARTIFICIAL INTELLIGENCE AND MACHINE LEARNING TO FACILITATE THE PATH TO AND THROUGH COLLEGE	100,000
All other program-related investments See instructions 3	25,000
Total. Add lines 1 through 3 . . . . . ▶	204,344

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	0
b	Average of monthly cash balances	1b	1,799,804
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,799,804
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	0
3	Subtract line 2 from line 1d	3	1,799,804
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	26,997
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,772,807
6	**Minimum investment return.** Enter 5% of line 5	6	88,640

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	
2a	Tax on investment income for 2017 from Part VI, line 5 — 2a		
b	Income tax for 2017 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
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	

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	860,907
b	Program-related investments—total from Part IX-B	1b	204,344
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,065,251
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,065,251

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 2015 , 2014 , 2013		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014.				
d From 2015.				
e From 2016. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 0				
a Applied to 2016, but not more than line 2a			0	
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 2017 distributable amount.				
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2013. . . .				
b Excess from 2014. . . .				
c Excess from 2015. . . .				
d Excess from 2016. . . .				
e Excess from 2017. . . . 0				

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 2017, enter the date of the ruling. . . . . . . ▶ 2012-09-05

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

	Tax year	Prior 3 years			(e) Total
	(a) 2017	**(b)** 2016	**(c)** 2015	**(d)** 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	88,640	15	13	23	88,691
b 85% of line 2a	75,344	13	11	20	75,388
c Qualifying distributions from Part XII, line 4 for each year listed	1,065,251	829,585	790,267	1,185,634	3,870,737
d Amounts included in line 2c not used directly for active conduct of exempt activities	41,000		8,600	50,197	99,797
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	1,024,251	829,585	781,667	1,135,437	3,770,940
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)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	59,093	4,401	3,838	7,617	74,949
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

GARY K MICHELSON MD

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

NONE

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

MAYRA LOMBERA
11755 WILSHIRE BLVD SUITE 1400
LOS ANGELES, CA 90025
(310) 806-9700

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

GRANT-SEEKING ORGANIZATIONS CAN SEND AN EMAIL THROUGH THE MICHELSON 20MM FOUNDATION, INC WEBSITE, WWW 20MM ORG AFTER AN INITIAL CONVERSATION, THE MICHELSON 20MM FOUNDATION, INC MAY EXTEND AN INVITATION TO FORMALLY SUBMIT AN APPLICATION IN THE CASE WHERE THE MICHELSON 20MM FOUNDATION, INC PUTS OUT A REQUEST FOR PROPOSAL (RFP), THE APPLICATION WILL LIKELY BE INCLUDED AS PART OF THE RFP PACKAGE REQUESTED MATERIALS MAY VARY, BUT THE MICHELSON 20MM FOUNDATION, INC WILL LIKELY ASK FOR FINANCIALS, A PRESENTATION DECK, REFERENCES (EXISTING FUNDERS OR INVESTORS), AND ANY PARTICULARS AROUND THE ORGANIZATION'S INITIATIVE, PROJECT, OR PRODUCT

c Any submission deadlines

N/A

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

THE MICHELSON 20MM FOUNDATION, INC FUNDS U S ORGANIZATIONS OR COMPANIES PRIMARILY IN THE HIGHER EDUCATION SPACE WHICH LEVERAGE LEADING-EDGE TECHNOLOGIES PARTICULARLY FOR THE PURPOSE OF INCREASING AFFORDABILITY OF EDUCATION FOR TRADITIONALLY UNDERSERVED COMMUNITIES

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*				
LA COUNTY SCIENCE AND ENGINEERING FAIR 8504 FIRESTONE BLVD 247 DOWNEY, CA 90241	NONE	PC	GENERAL SUPPORT	5,000
NACCE INC 1 FEDERAL ST BLDG 101 SPRINGFIELD, MA 01105	NONE	PC	INTELLECTUAL PROPERTY EDUCATION INITIATIVE	36,000
Total . . . . ▶ **3a**				41,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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			14	3,022	
4 Dividends and interest from securities. . . .					
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	25,036	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a INTEREST INCOME - MOTIMATIC - PRI			14	2,252	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				30,310	

13 Total. Add line 12, columns (b), (d), and (e). 13 30,310

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501 (c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		No
(2) Other assets.	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
(4) Reimbursement arrangements.	**1b(4)**		No
(5) Loans or loan guarantees.	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship
FOUND ANIMALS	501(C)(4)	SAME FOUNDER

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

******	2018-11-13	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
Stephanie Wilkinson				P01231617
Firm's name ▶ HOLTHOUSE CARLIN & VAN TRIGT LLP				Firm's EIN ▶
Firm's address ▶ 3011 TOWNSGATE ROAD SUITE 400 WESTLAKE VILLAGE, CA 91361				Phone no (805) 374-8555

TY 2017 Accounting Fees Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	12,298	6,149		6,149

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TY 2017 All Other Program Related Investments Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Category	Amount
PRAGYA - HIGHER EDUCATION TECHNOLOGY TO SIMPLIFY THE FLOW OF INFORMATION ON AND OFF CAMPUS.	25,000

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

TY 2017 Depreciation Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

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
FURNITURE	2010-11-17	5,588	4,855	SL	7	72			
COMPUTER EQUIPMENT	2010-11-10	1,338	1,338	SL	5				
WEBSITE COSTS	2012-02-01	1,250	1,250	SL	3				
FURNITURE	2011-10-04	1,584	1,187	SL	7	19			
WEBSITE COSTS	2012-02-01	6,310	6,310	SL	3				
COMPUTER EQUIPMENT	2011-08-01	1,060	1,060	SL	5				
TELEPHONE SYSTEM	2011-11-15	5,494	5,494	SL	5				
FURNITURE	2012-07-20	729	459	SL	7	9			
DIGITAL PUBLISHING	2012-08-16	4,750	4,750	SL	3				
DIGITAL PUBLISHING	2012-08-16	12,700	12,700	SL	3				
FURNITURE	2013-11-15	8,098	3,664	SL	7	96			
WEBSITE COSTS	2013-09-15	32,575	32,575	SL	3				
DIGITAL PUBLISHING	2013-09-26	8,000	8,000	SL	3				
COMPUTER EQUIPMENT	2013-03-05	5,026	3,853	SL	5	1,005			
FURNITURE	2014-02-07	832	347	SL	7	119			
COMPUTER EQUIPMENT	2014-05-05	689	368	SL	5	138			
COMPUTER EQUIPMENT	2015-02-25	875	321	SL	5	175			
OFFICE EQUIPMENT	2015-11-16	1,094	169	SL	7	156			
COMPUTER EQUIPMENT	2016-02-17	1,909	318	SL	5	382			
COMPUTER EQUIPMENT	2016-12-31	1,016	0	SL	5	203			

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
FURNITURE	2017-12-26	2,935		SL	7				
COMPUTER EQUIPMENT	2017-07-05	1,093		SL	5	109			
COMPUTER EQUIPMENT	2017-08-16	1,077		SL	5	72			
COMPUTER EQUIPMENT	2017-12-20	2,971		SL	5				
COMPUTER EQUIPMENT	2017-12-26	2,726		SL	5				
WEBSITE	2017-02-13	33,500		SL	3	10,236			

TY 2017 Employee Compensation Explanation

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Employee	Explanation
MICHAEL LISEK	SEE FOOTNOTE
MAYRA LOMBERA	SEE FOOTNOTE
FIDEL MAHANGEL	SEE FOOTNOTE
MARISA MOOSEKIAN	SEE FOOTNOTE

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TY 2017 Expenditure Responsibility Statement

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
MOTIMATIC	540 Howard Street San Francisco, CA 94105	2016-08-12	100,000	Automatic motivational support system THAT IMPROVES OUTCOMES FOR STUDENTS IN HIGHER ED	100,000	NO	05/08/2018	2018-05-08	VERIFICATION CONFIRMED THAT $100,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION
REUP EDUCATION INC	44 TEHAMA STREET SAN FRANCISCO, CA 94105	2016-08-11	50,000	PARTNER WITH UNIV TO FIND STUDENTS WITH SOME COLLEGE AND NO DEGREE TO RE-ENROLL AND GRADUATE	50,000	NO	08/13/2018	2018-08-13	VERIFICATION CONFIRMED THAT $50,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION
PRAGYA SYSTEMS CORP	One Broadway 14th Floor Cambridge, MA 02142		50,000	HIGHER EDUCATION TECHNOLOGY TO SIMPLIFY THE FLOW OF INFORMATION ON AND OFF CAMPUS	50,000	NO	01/04/2018	2018-01-04	VERIFICATION CONFIRMED THAT $50,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION
LRNR (POCHYS VENTURES INC)	47 SHOAL DR E VALLEJO, CA 94591	2016-08-03	25,000	SUPPORT CONTENT ALIGNED WITH ASSESSMENT AND A FOCUS ON OPEN EDUCATIONAL RESOURCES	25,000	NO	08/14/2018	2018-08-14	VERIFICATION CONFIRMED THAT $25,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION
OPPORTUNITYWORK	1111 19TH STREET NW SUITE 1180 WASHINGTON, DC 20036	2017-11-09	79,344	CHANGE THE WAY EMPLOYERS HIRE BY USING A HIRING CHANNEL THAT FOCUSES ON SKILLS AND COMPETENCY	79,344	NO	04/20/2018	2018-04-20	VERIFICATION CONFIRMED THAT $79,344 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION
ADMITHUB	2 AVENUE DE LAFAYETTE BOSTON, MA 02111	2017-10-31	100,000	ARTIFICIAL INTELLIGENCE AND MACHINE LEARNING TO FACILITATE THE PATH TO AND THROUGH COLLEGE	100,000	NO	02/07/2018	2018-02-07	VERIFICATION CONFIRMED THAT $100,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION

TY 2017 Land, Etc. Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FURNITURE				
COMPUTER EQUIPMENT				
WEBSITE COSTS				
FURNITURE				
WEBSITE COSTS				
COMPUTER EQUIPMENT	1,060	1,060		
TELEPHONE SYSTEM	5,494	5,494		
FURNITURE				
DIGITAL PUBLISHING	4,750	4,750		
DIGITAL PUBLISHING	12,700	12,700		
FURNITURE				
WEBSITE COSTS				
DIGITAL PUBLISHING	8,000	8,000		
COMPUTER EQUIPMENT	5,026	4,858	168	
FURNITURE	832	466	366	
COMPUTER EQUIPMENT	689	506	183	
COMPUTER EQUIPMENT	875	496	379	
OFFICE EQUIPMENT	1,094	325	769	
COMPUTER EQUIPMENT	1,909	700	1,209	
COMPUTER EQUIPMENT	1,016	203	813	
FURNITURE	2,935		2,935	
COMPUTER EQUIPMENT	1,093	109	984	
COMPUTER EQUIPMENT	1,077	72	1,005	
COMPUTER EQUIPMENT	2,971		2,971	
COMPUTER EQUIPMENT	2,726		2,726	
WEBSITE	33,500	10,236	23,264	

TY 2017 Legal Fees Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	49,670			49,670

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TY 2017 Other Assets Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSIT	2,625	22,227	22,227
WEBSITE	33,500	0	0
MOTIMATIC - EQUITY - PRI	100,000	102,252	102,252
CONV NOTE - REUP - PRI	50,000	50,000	50,000
PRAGYA - EQUITY - PRI	25,000	50,000	50,000
LRNR (POCHYS VENTURES INC) PRI	25,000	25,000	25,000
OTHER RECEIVABLE	0	2,012	2,012
ADMITHUB - EQUITY - PRI	0	100,000	100,000
OPPORTUNITY AT WORK LOAN - PRI	0	79,344	79,344

TY 2017 Other Expenses Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES & SUBSCRIPTIONS	10,533			10,533
PARKING	9,767			9,767
TELEPHONE	1,266			1,266
POSTAGE & DELIVERY	380			380
INSURANCE	2,085			2,085
OFFICE EXPENSE	4,945			4,945
MISCELLANEOUS EXPENSES	16,552			16,552
MEALS	17,140			12,155
MARKETING EXPENSE	22,610			22,610
PROGRAM EXPENSES	94,215			94,215

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INFORMATION TECHNOLOGY	3,096			3,096
ACCRUAL TO CASH ADJUSTMENT				-12,703
REVERSAL OF PRIOR YEAR ACCRUAL				
TO CASH ADJUSTMENT				73,579

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TY 2017 Other Income Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INTEREST INCOME - MOTIMATIC - PRI	2,252	2,252	2,252

TY 2017 Other Liabilities Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Description	Beginning of Year - Book Value	End of Year - Book Value
DEPOSIT	250	250
FEDERAL TAXES PAYABLE	0	25,510

TY 2017 Other Professional Fees Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING FEES	61,458			61,458

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TY 2017 Substantial Contributors Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Name	Address
GRACIE INVESTING LLC	11755 WILSHIRE BLVD STE 1400 LOS ANGELES, CA 90025
KARLIN ENERGY LLC	11755 WILSHIRE BLVD STE 1400 LOS ANGELES, CA 90025

TY 2017 Taxes Schedule

Name: THE MICHELSON 20MM FOUNDATION INC

EIN: 27-2898736

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CALIFORNIA FILING FEES	85			85
FEDERAL EXCISE TAX	40,010			

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2017

Name of the organization	Employer identification number
THE MICHELSON 20MM FOUNDATION INC	27-2898736

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
THE MICHELSON 20MM FOUNDATION INC

Employer identification number
27-2898736

Part I **Contributors** (See instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Gary K Michelson MD 11755 WILSHIRE BLVD STE 1400 LOS ANGELES, CA90025	$ 100,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
2	GRACIE INVESTING LLC 11755 WILSHIRE BLVD STE 1400 LOS ANGELES, CA90025	$ 1,389,971	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
3	KARLIN ENERGY LLC 11755 WILSHIRE BLVD STE 1400 LOS ANGELES, CA90025	$ 1,744,302	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	Employer identification number
THE MICHELSON 20MM FOUNDATION INC	27-2898736

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	2,344 SHARES COMMERCEHUB, INC SERIES A SECURITIES	$ 38,805	2017-03-16

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	4,688 SHARES COMMERCEHUB, INC SERIES C SECURITIES	$ 76,766	2017-03-16

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
2	160,000 SHARES FORTRESS INVESTMENT GROUP LLC SECURITIES	$ 1 274,400	2017-03-16

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
3	66,399 SHARES EXTERRAN CORPORATION SECURITIES	$ 1 744,302	2017-06-23

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		$	

Name of organization
THE MICHELSON 20MM FOUNDATION INC

Employer identification number
27-2898736

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $ ____________

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

FEDERAL FOOTNOTES

ATTACHMENT FOR FORM 990-PF PART VIII

IT IS IMPRACTICAL FOR THE TAXPAYER TO DETERMINE THE EXACT AMOUNT OF CONTRIBUTIONS MADE TO EMPLOYEE BENEFIT PLANS BECAUSE THE TAXPAYER USES AN OUTSIDE THIRD PARTY FOR PAYROLL SERVICES. THE OUTSIDE THIRD PARTY DOES NOT SEPARATELY REPORT CONTRIBUTIONS MADE TO EMPLOYEE BENEFIT PLANS. THE AMOUNTS REPORTED ON PART VIII INCLUDE BENEFITS, COMPANY-MATCH 401(K) CONTRIBUTIONS, PAYROLL TAXES, ADMINISTRATIVE FEES, AND ANY OTHER ELEMENT OF EMPLOYEE EXPENSE NOT INCLUDED ON THE EMPLOYEE'S FORM W-2.