

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

EXTENDED TO NOVEMBER 15, 2018

**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.

Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

OMB No 1545-0052

**2017**

Open to Public Inspection

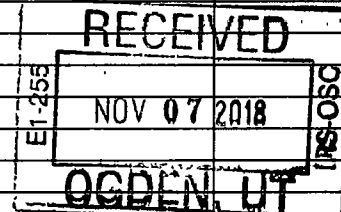
For calendar year 2017 or tax year beginning

, and ending

Name of foundation <b>PANTA' RHEA FOUNDATION</b>		A Employer identification number <b>33-0381281</b>
Number and street (or P O box number if mail is not delivered to street address) <b>7979 IVANHOE AVE</b>	Room/suite <b>460</b>	B Telephone number <b>(858) 454-4216</b>
City or town, state or province, country, and ZIP or foreign postal code <b>LA JOLLA, CA 92037</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply. <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <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"/>
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) <b>\$ 20,081,784.</b>	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		16,080,000.		N/A	
2 Check <input 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		64,034.	64,034.		
5a Gross rents		19,800.			
b Net rental income or (loss) <b>19,800.</b>					
6a Net gain or (loss) from sale of assets not on line 10		865,470.			
b Gross sales price for all assets on line 6a <b>16,945,470.</b>					
7 Capital gain net income (from Part IV, line 2)			865,470.		
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)					
11 Other income		375,725.	375,725.		STATEMENT 1
12 Total. Add lines 1 through 11		17,405,029.	1,305,229.		
13 Compensation of officers, directors, trustees, etc		110,406.	0.		110,406.
14 Other employee salaries and wages		194,328.	0.		194,328.
15 Pension plans, employee benefits		41,818.	692.		41,126.
16a Legal fees STMT 2		19,638.	3,928.		15,710.
b Accounting fees STMT 3		9,390.	1,878.		7,512.
c Other professional fees STMT 4		1,050.	0.		1,050.
17 Interest		2,228.	2,228.		0.
18 Taxes STMT 5		47,546.	9.		10.
19 Depreciation and depletion					
20 Occupancy		45,202.	6,581.		26,326.
21 Travel, conferences, and meetings		35,901.	0.		35,901.
22 Printing and publications		4,704.	0.		4,704.
23 Other expenses STMT 6		62,794.	7,547.		47,376.
24 Total operating and administrative expenses. Add lines 13 through 23		575,005.	22,863.		484,449.
25 Contributions, gifts, grants paid		0.			0.
26 Total expenses and disbursements. Add lines 24 and 25		575,005.	22,863.		484,449.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		16,830,024.			
b Net investment income (if negative, enter -0-)			1,282,366.		
c Adjusted net income (if negative, enter -0-)				N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		423,118.	423,118.
	2 Savings and temporary cash investments	485,154.	6,308,205.	6,308,205.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - US and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings and equipment basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	1,982,445.	13,339,396.	13,339,396.
	14 Land, buildings, and equipment: basis ▶ 48,857.			
	Less: accumulated depreciation STMT 8 ▶ 48,857.			
	15 Other assets (describe ▶)	4,320.	11,065.	11,065.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,471,919.	20,081,784.	20,081,784.
	17 Accounts payable and accrued expenses		69,272.	
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ DEPOSITS PAYABLE)	1,450.	1,450.	
	23 Total liabilities (add lines 17 through 22)	1,450.	70,722.	
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,470,469.	20,011,062.	
	30 Total net assets or fund balances	2,470,469.	20,011,062.	
	31 Total liabilities and net assets/fund balances	2,471,919.	20,081,784.	

## 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	2,470,469.
2 Enter amount from Part I, line 27a	2	16,830,024.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3	1,475,956.
4 Add lines 1, 2, and 3	4	20,776,449.
5 Decreases not included in line 2 (itemize) ▶ CUMULATIVE BOOK/TAX TIMING DIFFERENCE	5	765,387.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	20,011,062.

**Part IV Capital Gains and Losses for Tax on Investment Income****SEE ATTACHED STATEMENT**

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b			
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 16,945,470.		16,080,000.	865,470.

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

(i) FMV 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			865,470.

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	865,470.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation doesn't 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))
2016	380,799.	1,879,451.	.202612
2015 -	368,913.	2,116,573.	.174297
2014	333,327.	2,056,750.	.162065
2013	380,640.	2,878,871.	.132218
2012	341,987.	3,122,271.	.109531

2 Total of line 1, column (d)	2	.780723
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.156145
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	16,345,744.
5 Multiply line 4 by line 3	5	2,552,306.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,824.
7 Add lines 5 and 6	7	2,565,130.
8 Enter qualifying distributions from Part XII, line 4	8	484,449.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. 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	25,647.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		2	0.
3 Add lines 1 and 2		3	25,647.
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	25,647.
6 Credits/Payments:			
a 2017 estimated tax payments and 2016 overpayment credited to 2017	6a	3,169.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	45,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	48,169.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.	
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	22,522.	
11 Enter the amount of line 10 to be Credited to 2018 estimated tax <input type="checkbox"/> 22,522. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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?		X
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. <input type="checkbox"/> 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 2017 or the tax year beginning in 2017? See the 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

**Part VII-A Statements Regarding Activities** (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions

	Yes	No
11		X
12		X
13	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

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

Website address **WWW.PANTARHEA.ORG**

14 The books are in care of **MARK OEMCKE**

Telephone no. **(858) 434-4216**

Located at **7979 IVANHOE AVE., #460, LA JOLLA, CA**

ZIP+4 **92037**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year

**15** N/A

16 At any time during calendar year 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?

	Yes	No
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.**

1a During the year, did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person?

☐ Yes ☒ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?

☐ Yes ☒ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?

☐ Yes ☒ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?

☒ Yes ☐ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?

☐ Yes ☒ No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)

☐ Yes ☒ No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions

Organizations relying on a current notice regarding disaster assistance, check here

☐

1b

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?

1c

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

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)

N/A

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?

☐ 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.)

N/A

3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

4a

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

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**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

N/A

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?

N/A

☐ 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

If "Yes" to 6b, file Form 8870

X

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?

N/A

7b

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

1 List all officers, directors, trustees, and foundation managers and their compensation.

(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
SEE STATEMENT 10		111,728.	22,194.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
ANN DOWLEY - 7979 IVANHOE AVE #460, LA JOLLA, CA 92037	PROGRAM OFFICER 32.00	90,718.	0.	0.
ANNA LAPPE - 7979 IVANHOE AVE #460, LA JOLLA, CA 92037	PROGRAM OFFICER 32.00	56,156.	0.	0.
ZOE LANE - 7979 IVANHOE AVE #460, LA JOLLA, CA 92037	GRANTS MANAGER/OFFICE MANAGER 32.00	51,967.	0.	0.

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
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 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	11,579,329.
b	Average of monthly cash balances	1b	5,004,270.
c	Fair market value of all other assets	1c	11,065.
d	Total (add lines 1a, b, and c)	1d	16,594,664.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	16,594,664.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	248,920.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,345,744.
6	Minimum investment return. Enter 5% of line 5	6	817,287.

**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	817,287.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	25,647.
b	Income tax for 2017 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	25,647.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	791,640.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	791,640.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	791,640.

**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	484,449.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	484,449.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	484,449.

**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				791,640.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years.		0.		
3 Excess distributions carryover, if any, to 2017				
a From 2012	188,341.			
b From 2013	236,696.			
c From 2014	233,333.			
d From 2015	263,540.			
e From 2016	292,788.			
f Total of lines 3a through e	1,214,698.			
4 Qualifying distributions for 2017 from Part XII, line 4: ► \$	484,449.			
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				484,449.
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))	307,191.			307,191.
6 Enter the net total of each column as indicated below:	907,507.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr			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)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	907,507.			
10 Analysis of line 9:				
a Excess from 2013	117,846.			
b Excess from 2014	233,333.			
c Excess from 2015	263,540.			
d Excess from 2016	292,788.			
e Excess from 2017				



**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
<b>a Paid during the year</b>				
NONE				
<b>Total</b>			<b>3a</b>	<b>0.</b>
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	<b>0.</b>





PANTA RHEA FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	ST CAPITAL LOSS - PAUL CAPITAL PARTNERS IX LP	P	01/01/17	12/31/17
b	LT CAPITAL GAIN - PAUL CAPITAL PARTNERS IX LP	P	01/01/17	12/31/17
c	LT CAPITAL GAIN - SPECIAL VALUE OPPORTUNITIES FUN	P	01/01/17	12/31/17
d	ST CAPITAL GAIN - DOUBLELINE OPPORTUNISTIC INCOME	P	01/01/17	12/31/17
e	LT CAPITAL LOSS - DOUBLELINE OPPORTUNISTIC INCOME	P	01/01/17	12/31/17
f	60,000 SHARES OF ACTELION LTD	D	02/17/17	06/16/17
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a <192.>			<192.>
b 9,424.	0.		9,424.
c 136,355.	0.		136,355.
d 237.	0.		237.
e <354.>			<354.>
f 16,800,000.	0.	16,080,000.	720,000.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<192.>
b			9,424.
c			136,355.
d			237.
e			<354.>
f			720,000.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	865,470.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2017**

Name of the organization

PANTA RHEA FOUNDATION

Employer identification number

33-0381281

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 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2017)

Name of organization	Employer identification number
PANTA RHEA FOUNDATION	33-0381281

**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	HANS W. SCHOEPLIN 270 W PEARL AVE #103, PO BOX #2554 JACKSON , WY 83001	\$ 16,080,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)



Employer identification number

33-0381281

## Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	60,000 SHARES OF ACTELION LTD. _____ _____ _____	\$ 16,080,000.	02/17/17
(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
_____	_____ _____ _____ _____	\$ _____	_____
(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
_____	_____ _____ _____ _____	\$ _____	_____
(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

Employer identification number

**PANTA RHEA FOUNDATION****33-0381281****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 info once) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

## FORM 990-PF

## OTHER INCOME

## STATEMENT 1

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME/(LOSS) - PAUL CAPITAL PARTNERS IX LP	<6,212.>	<6,212.>	
OTHER INCOME/(LOSS) - SPECIAL VALUE OPPORTUNITIES FUND, LLC	3,985.	3,985.	
OTHER INCOME/(LOSS) - CVC CAPITAL PARTNERS VII	<10,725.>	<10,725.>	
OTHER INCOME/(LOSS) - DOUBLELINE OPPORTUNISTIC INCOME LP	9,417.	9,417.	
FOREIGN EXCHANGE GAIN	377,752.	377,752.	
OTHER INCOME/(LOSS) - LODBROK SVOF, LLC	1,508.	1,508.	
DOUBLELINE	0.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	375,725.	375,725.	

## FORM 990-PF

## LEGAL FEES

## STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	19,638.	3,928.		15,710.
TO FM 990-PF, PG 1, LN 16A	19,638.	3,928.		15,710.

## FORM 990-PF

## ACCOUNTING FEES

## STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,390.	1,878.		7,512.
TO FORM 990-PF, PG 1, LN 16B	9,390.	1,878.		7,512.

## FORM 990-PF

## OTHER PROFESSIONAL FEES

## STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	1,050.	0.		1,050.
TO FORM 990-PF, PG 1, LN 16C	1,050.	0.		1,050.

## FORM 990-PF

## TAXES

## STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE TAXES	46.	9.		10.
FEDERAL EXCISE TAXES	47,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	47,546.	9.		10.

## FORM 990-PF

## OTHER EXPENSES

## STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OFFICE EXPENSES	31,400.	6,280.		25,120.
MISCELLANEOUS EXPENSES	11,690.	764.		3,055.
PROGRAM EXPENSES	3,474.	0.		3,474.
PROFESSIONAL DEVELOPMENT EXPENSES	3,400.	0.		3,400.
WORKERS COMPENSATION	2,513.	503.		2,010.
COMPUTER SUPPORT	908.	0.		908.
SOFTWARE LICENSE	8,400.	0.		8,400.
SHIPPING EXPENSES	1,009.	0.		1,009.
TO FORM 990-PF, PG 1, LN 23	62,794.	7,547.		47,376.

## FORM 990-PF

## OTHER INVESTMENTS

## STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PCP IX	FMV	552,231.	552,231.
EASTERLY GOVT PROPERTIES	FMV	384,120.	384,120.
SVOF LLC	FMV	160,322.	160,322.
CVC CAPITAL PARTNERS VII	FMV	<12,458.>	<12,458.>
DOUBLELINE OPP INCOME LP	FMV	2,984,675.	2,984,675.
LINDEN INTL LTD	FMV	3,157,992.	3,157,992.
LODBROK EUROPEAN CREDIT OPP LTD	FMV	1,214,594.	1,214,594.
GREYLOCK GLOBAL FOCUS OFFSHORE LTD	FMV	3,095,036.	3,095,036.
CRISPR THERAPEUTICS AG	FMV	234,800.	234,800.
IDORSIA LTD	FMV	1,568,084.	1,568,084.
TOTAL TO FORM 990-PF, PART II, LINE 13		13,339,396.	13,339,396.

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FORM 990-PF      DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT      STATEMENT 8

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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
TABLES, CABINET	3,078.	3,078.	0.
DESK, TABLES, FILE CABINET, CHAIRS	5,580.	5,580.	0.
2 CHAIRS	1,989.	1,989.	0.
NETWORK COMPUTER & TINKPAD	8,480.	8,480.	0.
CANON COPIER	100.	100.	0.
HP LASER JET 220	1,249.	1,249.	0.
XEROX LASER PRINTER	800.	800.	0.
DATA CARTRIDGES & PORT REPLICATOR	200.	200.	0.
RETROSPECT BACKUP	304.	304.	0.
CARD SCANNER	314.	314.	0.
FILING CABINET & CHAIR	1,377.	1,377.	0.
GLASS TABLE TOPS 92)	476.	476.	0.
FILING CABINET	251.	251.	0.
FILING CABINET	251.	251.	0.
IBM THINKPAD T41	2,107.	2,107.	0.
APPLE COMPUTER & PRINTER	3,036.	3,036.	0.
ACOM 160 GB 7200RPM	179.	179.	0.
COMPUTER PERIPHERALS	276.	276.	0.
WACOM GRAPHIRE 36X8 USB TABLET	216.	216.	0.
CANON IR 3300	5,000.	5,000.	0.
FILE CABINETS	1,139.	1,139.	0.
ADOBE COMPUTER & WIRELESS ACCESSORIES	925.	925.	0.
DESK, BOOKSHELF	841.	841.	0.
DESK	517.	517.	0.
HP COMPUTER	1,300.	1,300.	0.
LCD MONITOR	593.	593.	0.
COMPUTER	3,301.	3,301.	0.
DELL LATITUDE COMPUTER	1,697.	1,697.	0.
CANON COPIER, SCANNER, FAX	260.	260.	0.
HP LASER JET 1022	343.	343.	0.
BROTHER INTELLIFAX 2820	263.	263.	0.
DELL LATITUDE COMPUTER	2,415.	2,415.	0.
TOTAL TO FM 990-PF, PART II, LN 14	48,857.	48,857.	0.

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FORM 990-PF      OTHER ASSETS      STATEMENT 9

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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DEPOSITS	4,320.	4,320.	4,320.
PREPAIDS AND OTHER ASSETS	0.	6,745.	6,745.
TO FORM 990-PF, PART II, LINE 15	4,320.	11,065.	11,065.

FORM 990-PF

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

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HANS W. SCHOEPLIN 7979 IVANHOE AVE #460 LA JOLLA, CA 92037	DIRECTOR 5.00	0.	0.	0.
MARK OEMCKE 7979 IVANHOE AVE #460 LA JOLLA, CA 92037	CHIEF FINANCIAL OFFICER 5.00	0.	0.	0.
GEORGE KOKKE 7979 IVANHOE AVE #460 LA JOLLA, CA 92037	CHIEF INVESTMENT OFFICER 5.00	0.	0.	0.
DIANA COHN 7979 IVANHOE AVE #460 LA JOLLA, CA 92037	EXECUTIVE DIRECTOR AND SEC 40.00	111,728.	22,194.	0.
ELISABETH SCHOEPLIN 7979 IVANHOE AVE #460 LA JOLLA, CA 92037	DIRECTOR/CHAIRMAN AND CEO 5.00	0.	0.	0.
PATRICIA WEFALD 7979 IVANHOE AVE #460 LA JOLLA, CA 92037	DIRECTOR 5.00	0.	0.	0.
HOLLY ROBERSON 7979 IVANHOE AVE #460 LA JOLLA, CA 92037	DIRECTOR 5.00	0.	0.	0.
NICO DOSENBACH 7979 IVANHOE AVE #460 LA JOLLA, CA 92037	DIRECTOR 5.00	0.	0.	0.
DAIDIE DONNELLEY 7979 IVANHOE AVE #460 LA JOLLA, CA 92037	DIRECTOR 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		111,728.	22,194.	0.

2017 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Convention	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	TABLES, CABINET DESK, TABLES, FILE CABINET,	08/15/01	200DE	7.00	HY17	3,078.				3,078.	3,078.		0.	3,078.
2	CHAIRS	09/28/01	200DE	7.00	HY17	5,580.				5,580.	5,580.		0.	5,580.
3	2 CHAIRS	10/29/01	200DE	7.00	HY17	1,989.				1,989.	1,989.		0.	1,989.
4	NETWORK COMPUTER & TINKPAD	08/09/01	200DE	5.00	HY17	8,480.				8,480.	8,480.		0.	8,480.
5	CANON COPIER	08/25/01	200DE	5.00	HY17	100.				100.	100.		0.	100.
6	HP LASER JET 220	08/09/01	200DE	5.00	HY17	1,249.				1,249.	1,249.		0.	1,249.
7	XEROX LASER PRINTER DATA CARTRIDGES & PORT	08/25/01	200DE	5.00	HY17	800.				800.	800.		0.	800.
8	REPLICATOR	10/05/01	200DE	5.00	HY17	200.				200.	200.		0.	200.
9	RETROSPECT BACKUP	10/05/01	200DE	5.00	HY17	304.				304.	304.		0.	304.
10	CARD SCANNER	10/08/01	200DE	5.00	HY17	314.				314.	314.		0.	314.
11	FILING CABINET & CHAIR	01/23/02	200DE	5.00	HY17	1,377.				1,377.	1,377.		0.	1,377.
12	GLASS TABLE TOPS 92)	04/02/02	200DE	5.00	HY17	476.				476.	476.		0.	476.
13	FILING CABINET	08/06/02	200DE	5.00	HY17	251.				251.	251.		0.	251.
14	FILING CABINET	01/02/03	200DE	5.00	HY17	251.				251.	251.		0.	251.
15	IBM THINKPAD T41	06/09/04	200DE	5.00	HY17	2,107.				2,107.	2,107.		0.	2,107.
16	APPLE COMPUTER & PRINTER	09/23/04	200DE	5.00	HY17	3,036.				3,036.	3,036.		0.	3,036.
17	ACOM 160 GB 7200RPM	02/04/05	200DE	5.00	HY17	179.				179.	179.		0.	179.
18	COMPUTER PERIPHERALS	02/04/05	200DE	5.00	HY17	276.				276.	276.		0.	276.

728111 04-01-17

(D) - Asset disposed

\* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone



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- ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone