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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.

▶ Go to 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 , 2017, and ending , 20

Name of foundation: THE LINDA AND MIKE MUSSALLEM FOUNDATION

A Employer identification number: 81-4585573

Number and street (or P O box number if mail is not delivered to street address): FOUNDATION SOURCE 501 SILVERSIDE RD

Room/suite

B Telephone number (see instructions): (800) 839-1754

City or town, state or province, country, and ZIP or foreign postal code: WILMINGTON, DE 19809-1377

C If exemption application is pending, check here ▶ ☐

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

03/04

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

04

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 19,863,487.

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

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

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)	8,017,765.			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,132.	2,132.		
	4 Dividends and interest from securities	207,138.	207,138.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	27,012.			
	b Gross sales price for all assets on line 6a 14,779,238.				
	7 Capital gain net income (from Part IV, line 2)		5,524,925.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	8,254,047.	5,734,195.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) [1]	33,833.	33,833.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)[2]	114,063.	385.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) ATCH 3	32,673.	170.		32,503.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	180,569.	34,388.		32,503.
	25 Contributions, gifts, grants paid	24,500.			24,500.
	26 Total expenses and disbursements Add lines 24 and 25	205,069.	34,388.		57,003.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	8,048,978.			
	b **Net investment income** (if negative, enter -0-)		5,699,807.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	47,726.	266,943.	266,943.
	3	Accounts receivable ▶ 1,137.			
		Less allowance for doubtful accounts ▶		1,137.	1,137.
	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)[4]		675,853.	671,124.
	b	Investments - corporate stock (attach schedule) ATCH 5	10,599,992.	15,840,155.	16,854,642.
	c	Investments - corporate bonds (attach schedule) ATCH 6		1,137,608.	1,141,969.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 7		775,000.	927,672.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	10,647,718.	18,696,696.	19,863,487.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31			
	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	10,647,718.	18,696,696.	
	30	**Total net assets or fund balances** (see instructions)	10,647,718.	18,696,696.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	10,647,718.	18,696,696.	

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	10,647,718.
2	Enter amount from Part I, line 27a	2	8,048,978.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	18,696,696.
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	18,696,696.

Part IV Capital Gains and Losses for Tax on Investment Income

	(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)
1 a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(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	
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 }	2	5,524,925.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation 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		10,335,452.	
2015			
2014			
2013			
2012			

2	**Total** of line 1, column (d)	2	0.
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	
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	11,767,843.
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	56,998.
7	Add lines 5 and 6	7	56,998.
8	Enter qualifying distributions from Part XII, line 4	8	57,003.

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

3

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	56,998.
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	56,998.
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	56,998.
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017 — 6a: 112,723.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 4,123.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	116,846.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	59,848.
11	Enter the amount of line 10 to be **Credited to 2018 estimated tax** ▶ 59,848. **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered See instructions ▶ DE,			
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	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions ATCH 8 ATCH 9	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754
Located at ▶501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377

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

			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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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		
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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)	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)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 10		0.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0.
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

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

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	10,896,999.
b	Average of monthly cash balances	1b	269,789.
c	Fair market value of all other assets (see instructions)	1c	780,261.
d	**Total** (add lines 1a, b, and c)	1d	11,947,049.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	11,947,049.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	179,206.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	11,767,843.
6	**Minimum investment return.** Enter 5% of line 5	6	588,392.

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	588,392.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	56,998.		
b	Income tax for 2017 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	56,998.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	531,394.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	531,394.
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	531,394.

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	57,003.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	57,003.
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	56,998.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	5.

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				531,394.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			41,403.	
b Total for prior years 20 15 ,20 14 ,20 13				
3 Excess distributions carryover, if any, to 2017				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e				
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 57,003.				
a Applied to 2016, but not more than line 2a			41,403.	
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				15,600.
e Remaining amount distributed out of corpus				
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				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2016 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				515,794.
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				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets. . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization.					
(4) Gross investment income .					

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

1 Information Regarding Foundation Managers:

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

ATTACHMENT 11

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

N/A

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

Check here ▶ [X] 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 , to individuals or organizations under other conditions, complete items 2a, b, c, and d See instructions

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATCH 12				
Total . . . . . . ▶ **3a**				24,500.
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	2,132.	
4 Dividends and interest from securities			14	207,138.	
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	27,012.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				236,282.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 236,282.

(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) (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)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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
	N/A		N/A

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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

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

Signature of officer or trustee	Date	Title
[signature]	11/14/2018	President

May the IRS discuss this return with the preparer shown below? See instructions ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY D HASKELL	JEFFREY D HASKELL	08/27/2018		P01345770
Firm's name ▶ FOUNDATION SOURCE			Firm's EIN ▶ 510398347	
Firm's address ▶ ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042			Phone no 800-839-1754	

JSA
7E1493 1 000

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* for the latest information.

OMB No 1545-0047

2017

Name of the organization
THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number
81-4585573

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)

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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	MUSSALLEM, MICHAEL C/O MR. C BLADES, AYCO CO LP/A GOLDMAN SACHS CO. 17885 VON KARMAN AVE. #300 IRVINE, CA 92614	$ 8,017,765.	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)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	AEROVIRONMENT, INC. AVAV, 1012 SH.	$ 57,431.	12/27/2017
1	AMERICAN EXPRESS CO AXP, 445 SH.	$ 44,015.	12/27/2017
1	APPLE INC AAPL, 77 SH.	$ 13,109.	12/27/2017
1	APPLIED MATERIALS INC AMAT, 1387 SH.	$ 71,292.	12/27/2017
1	BANK OF AMERICA CORP BAC, 9805 SH.	$ 290,865.	12/27/2017
1	BECTON DICKINSON & CO BDX, 295 SH.	$ 64,056.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	BOEING CO BA, 237 SH.	$ 70,105.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	CATERPILLAR INC CAT, 700 SH.	$ 109,900.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	CHARLES SCHWAB CORP SCHW, 1200 SH.	$ 62,262.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	FACEBOOK INC FB, 750 SH.	$ 133,013.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	F M C CP FMC, 1250 SH.	$ 119,138.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	FORTIVE CORPORATION FTV, 267 SH.	$ 19,374.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	FREEPORT-MCMORAN COPPER & GOLD INC FCX, 970 SH.	$ 18,217.	12/27/2017
1	HARTFORD FINANCIALSERVICES GROUP HIG, 1154 SH.	$ 64,699.	12/27/2017
1	INTER PARFUMS INC IPAR, 102 SH.	$ 4,457.	12/27/2017
1	KEYCORP KEY, 557 SH.	$ 11,288.	12/27/2017
1	LIBERTY BRAVES CORP - SER C BATRK, 1 SH.	$ 23.	12/27/2017
1	LIBERTY INTERACTIVE CORPORATION (OLD) QVCA031218, 5835 SH.	$ 148,442.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	MARTEN TRANSPORT, LTD MRTN, 43 SH.	$ 874.	12/27/2017
1	MERCURY COMPUTER SYSTEMS MRCY, 412 SH.	$ 21,193.	12/27/2017
1	MICRON TECHNOLOGY MU, 250 SH.	$ 10,638.	12/27/2017
1	MORGAN STANLEY MS, 930 SH.	$ 48,686.	12/27/2017
1	N V R INC NVR, 59 SH.	$ 204,975.	12/27/2017
1	NUTRISYSTEM INC NTRI, 497 SH.	$ 26,627.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	NVIDIA CORP NVDA, 255 SH.	$ 50,526.	12/27/2017
1	ORACLE CORP ORCL, 793 SH.	$ 37,517.	12/27/2017
1	PAYPAL HOLDINGS, INC PYPL, 1468 SH.	$ 109,315.	12/27/2017
1	PPG INDUSTRIES INC PPG, 384 SH.	$ 44,669.	12/27/2017
1	SITEONE LANDSCAPE SUPPLY INC SITE, 422 SH.	$ 32,283.	12/27/2017
1	SOUTHWEST AIRLINES LUV, 1263 SH.	$ 83,080.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

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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
1	SUPERNUS PHARMACEUTICALS INC SUPN, 989 SH.	$ 38,581.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	TARGA RESOURCES CORP TRGP, 2491 SH.	$ 117,774.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	TEXTRON INC TXT, 797 SH.	$ 45,385.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	TOPBUILD CORP BLD, 248 SH.	$ 18,788.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	UNIVERSAL DISPLAY CORP OLED, 505 SH.	$ 87,643.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	VERTEX PHARMCTLS INC VRTX, 287 SH.	$ 43,481.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	VISA INC V, 656 SH.	$ 74,364.	12/27/2017
1	WESTERN DIGITAL CORP WDC, 706 SH.	$ 56,702.	12/27/2017
1	ISHARES TRUST RUSSELL 1000 GROWTH INDEX IWF, 32157 SH.	$ 4,343,768.	12/27/2017
1	ISHARES TRUST RUSSELL 1000 VALUE INDEX IWD, 1600 SH.	$ 199,120.	12/27/2017
1	ALSTOM CMN EUR 14 - NON-US EQUITY ALSTOM, 146 SH.	$ 6,110.	12/27/2017
1	ANGLO AMERICAN PLC CMN - NON-US EQUITY AALNWLN, 1616 SH.	$ 33,865.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	ARCELORMITTAL SA CMN - NON-US EQUITY MTNAAS, 356 SH.	$ 11,605.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	ARISTOCRAT LEISURE LIMITED - NON-US EQU ARISL, 282 SH.	$ 5,221.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	ATOS EUR - NON-US EQUITY AXIME, 32 SH.	$ 4,668.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	BROTHERS INDUSTRIES LTD CMN - NON-US EQ J6448, 400 SH.	$ 9,876.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	CAIXABANK S.A. CMN - NON-US EQUITY CRISM, 2611 SH.	$ 12,207.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	COMMERZBANK AKTIENGESELLSCHAFT CMN - NO CRZBYN, 633 SH.	$ 9,516.	12/27/2017

Name of organization	Employer identification number
THE LINDA AND MIKE MUSSALLEM FOUNDATION	81-4585573

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
1	DEUTSCHE LUFTHANSA AG REGD NPV DLUFT, 125 SH.	$ 4,616.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	DE SAMMENSLUTTEDE VOGNMAE CMN DSV2, 205 SH.	$ 16,173.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	FERRARI N.V. CMN - NON-US EQUITY RACEIM, 116 SH.	$ 12,195.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	FIAT CHRYSLER AUTOMOBILES NV CMN - NON- FCAIM, 447 SH.	$ 8,012.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	FORTESCUE METALS GROUP LTD CMN - NON-US FMG1, 1411 SH.	$ 5,379.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	FUJI ELECTRI CO LTD CMN - NON-US EQUITY J6504, 1000 SH.	$ 7,540.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	GALAXY ENTERTAINMENT GROUP LTD CMN - NO HK27, 2000 SH.	$ 16,051.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	GLENCORE PLC CMN - NON-US EQUITY GLENCOR, 11573 SH.	$ 61,042.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	GLOBAL LOGISTIC PROPERTIES LIM CMN - NO GLPSP, 5200 SH.	$ 13,108.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	HITACHI CONSTRUCTION MACHINE CMN - NON- J6305, 400 SH.	$ 14,547.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	IDEMITSU KOSAN CMN - NON-US EQUITY J5019, 1100 SH.	$ 44,205.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	INFINEON TECHNOLOGIES AG CMN - NON-US E INFI1, 533 SH.	$ 14,632.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	INTESA SANPAOLO SPA ISNPY, 2000 SH.	$ 40,170.	12/27/2017
1	KAJIMA CMN - NON-US EQUITY J1812, 1000 SH.	$ 9,627.	12/27/2017
1	KERING EUR4 - NON-US EQUITY PRINF, 142 SH.	$ 67,090.	12/27/2017
1	KOITO MANUFACTURING CO - NON-US EQUITY J7276, 200 SH.	$ 14,068.	12/27/2017
1	KONAMI HOLDINGS CORP - NON-US EQUITY J9766, 100 SH.	$ 5,506.	12/27/2017
1	NATIXIS EUR CMN - NON-US EQUITY CRENF, 436 SH.	$ 3,457.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	NORSK HYDRO ASA CMN - NON-US EQUITY NHY, 3870 SH.	$ 29,451.	12/27/2017
1	OMRON CORP CMN - NON-US EQUITY J6645, 300 SH.	$ 17,904.	12/27/2017
1	ORIGIN ENGERY LTD CMN N/C FR BORAL ORG, 2040 SH.	$ 15,013.	12/27/2017
1	RCS MEDIAGROUP SPA CMN - NON-US EQUITY RCSIMM, 90 SH.	$ 132.	12/27/2017
1	RECRUIT HOLDINGS CO - NON-US EQUITY J6098, 900 SH.	$ 22,380.	12/27/2017
1	REMY COINTREAU EUR - NON-US EQUITY REMYF, 249 SH.	$ 34,572.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	SHARP CMN - NON-US EQUITY J6753, 100 SH.	$ 3,437.	12/27/2017
1	SHISEIDO CO LTD CMN - NON-US EQUITY J4911, 500 SH.	$ 24,183.	12/27/2017
1	SIKA FINANZ AG SER B - NON-US EQUITY SIKFF, 1 SH.	$ 7,951.	12/27/2017
1	SYSMEX CORP UNSP ASDR SSMXY, 845 SH.	$ 33,289.	12/27/2017
1	TENCENT HOLDINGS LIMITED TCEHY, 3424 SH.	$ 176,747.	12/27/2017
1	THK CMN - NON-US EQUITY J6481, 200 SH.	$ 7,513.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	TOKYO ELECTRON LTD CMN - NON-US EQUITY J8035, 200 SH.	$ 36,235.	12/27/2017
1	UBS AG UBS, 685 SH.	$ 12,460.	12/27/2017
1	UNIPER SE CMN - NON-US EQUITY UN01GR, 204 SH.	$ 6,376.	12/27/2017
1	WEIR GROUP PLC ORD - NON-US EQUITY WEIF, 429 SH.	$ 12,318.	12/27/2017
1	WIX COM LTD WIX, 367 SH.	$ 22,130.	12/27/2017
1	WYNN MACAU CMN - NON-US EQUITY HK1128, 3200 SH.	$ 10,137.	12/27/2017

Name of organization THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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
1	YANDEX N V YNDX, 2746 SH.	$ 88,559.	12/27/2017

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
1	YASKAWA ELECTRIC CORP CMN - NON-US EQUI J6506, 200 SH.	$ 8,819.	12/27/2017

(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 THE LINDA AND MIKE MUSSALLEM FOUNDATION

Employer identification number 81-4585573

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

ATTACHMENT 1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT SERVICES	33,833.	33,833.
TOTALS	33,833.	33,833.

ATTACHMENT 2

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
990-PF ESTIMATED TAX FOR 2017	112,700.	
990-PF EXTENSION FOR 2016	978.	
FOREIGN TAX PAID	385.	385.
TOTALS	114,063.	385.

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	26,628.		26,628.
ADMINISTRATIVE SET-UP FEE	4,500.		4,500.
BANK CHARGES	170.	170.	
DELAWARE INCORPORATION FEES	500.		500.
IRS APPLICATION FEES	850.		850.
STATE OR LOCAL FILING FEES	25.		25.
TOTALS	32,673.	170.	32,503.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 4

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FEDERAL HOME LOAN BANKS - 1.37	98,552.	97,763.
FEDERAL HOME LOAN BANKS - 1.50	75,322.	74,692.
FHLB BANKS - 3.000% - 09/11/20	51,331.	51,320.
US T NOTE - 2.375% - 08/15/202	101,079.	100,297.
US T NTS - 1.500% - 05/31/2020	99,988.	99,016.
US T NTS - 1.625% - 12/31/2019	100,453.	99,477.
US T NTS NOTE - 2.125% - 02/29	99,273.	99,012.
US TURY - 2.250% - 11/15/2025	49,855.	49,547.
US OBLIGATIONS TOTAL	675,853.	671,124.

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
AEROVIRONMENT, INC.	57,431.	56,834.
AFFILIATED MANAGERS GROUP	12,711.	15,599.
AIRBUS GROUP	24,745.	33,428.
ALSTOM CMN EUR 14 - NON-US EQU	6,110.	6,110.
AMERICAN EXPRESS CO	44,015.	44,193.
ANGLO AMERICAN PLC CMN - NON-U	33,865.	33,865.
APPLE INC	13,109.	13,031.
APPLIED MATERIALS INC	71,292.	70,903.
ARCELORMITTAL SA CMN - NON-US	11,605.	11,605.
ARISTOCRAT LEISURE LIMITED - N	5,221.	5,221.
ATOS EUR - NON-US EQUITY	4,668.	4,668.
BANK OF AMERICA CORP	308,127.	311,406.
BARD C R INC	24,009.	26,168.
BECTON DICKINSON & CO	113,620.	121,372.
BEIERSDORF AG ADR EACH REPR 0.	4,375.	4,872.
BERKSHIRE HATHAWAY INC. CLASS	20,602.	23,588.
BOEING CO	70,105.	69,894.
BOSTON SCIENTIFIC	23,687.	22,212.
BP PLC SPONSORED ADR	6,696.	6,893.
BROTHERS INDUSTRIES LTD CMN -	9,876.	9,876.
CAIXABANK S.A. CMN - NON-US EQ	12,207.	12,207.
CANADA GOOSE HOLDINGS INC	1,974.	1,988.
CARMAX INC	27,846.	26,357.
CATERPILLAR INC	109,900.	110,306.
CHARLES SCHWAB CORP	62,262.	61,644.
COGNIZANT TECHNOLOGY SOLUTIONS	9,061.	10,582.
COMMERZBANK AKTIENGESELLSCHAFT	9,516.	9,516.
CONOCOPHILLIPS	10,556.	11,198.
CONSOLIDATED COMMUNICATIONS HO	3,084.	2,170.

ATTACHMENT 5 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CONSTELLATION BRANDS INC	16,426.	22,171.
CSX CORP	33,129.	35,206.
D R HORTON	15,342.	20,888.
DE SAMMENSLUTTEDE VOGNMAE CMN	16,173.	16,173.
DEUTSCHE LUFTHANSA AG REGD NPV	4,616.	4,616.
DISCOVER FINL SVCS COM	12,148.	12,769.
DISH NETWORK CORPORATION	18,142.	15,280.
DST SYS INC. COM	3,344.	3,786.
ESTEE LAUDER COMPANIES INC	5,337.	7,762.
F M C CP	119,138.	118,325.
FACEBOOK INC	133,013.	132,345.
FEDEX CORPORATION	33,255.	42,172.
FERRARI N.V. CMN - NON-US EQUI	12,195.	12,195.
FIAT CHRYSLER AUTOMOBILES NV C	8,012.	8,012.
FORTESCUE METALS GROUP LTD CMN	5,379.	5,379.
FORTIVE CORPORATION	19,374.	19,317.
FREEPORT-MCMORAN COPPER & GOLD	18,217.	18,391.
FUJI ELECTRI CO LTD CMN - NON-	7,540.	7,540.
GALAXY ENTERTAINMENT GROUP LTD	16,051.	16,051.
GLENCORE PLC CMN - NON-US EQUI	61,042.	61,042.
GLOBAL LOGISTIC PROPERTIES LIM	13,108.	13,108.
GOLDMAN SACHS TACTICAL TILT IM	367,414.	366,305.
HALLIBURTON COMPANY	4,565.	4,887.
HARTFORD FINANCIALSERVICES GRO	64,699.	64,947.
HITACHI CONSTRUCTION MACHINE C	14,547.	14,547.
IDEMITSU KOSAN CMN - NON-US EQ	44,205.	44,205.
INFINEON TECHNOLOGIES AG CMN -	14,632.	14,632.
INTER PARFUMS INC	4,457.	4,432.
INTERNATIONAL BUSINESS MACHINE	9,180.	9,205.

ATTACHMENT 5 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
INTESA SANPAOLO SPA	40,170.	39,900.
ISHARES CURRENCY HEDGED MSCI E	1,045,699.	1,173,152.
ISHARES RUSSELL 2000	401,514.	452,501.
ISHARES TRUST MSCI EAFE INDEX	262,315.	317,661.
ISHARES TRUST RUSSELL 1000 GRO	4,343,769.	4,330,906.
ISHARES TRUST RUSSELL 1000 VAL	362,061.	377,869.
JP MORGAN CHASE	7,996.	9,090.
JUNIPER NETWORKS	4,858.	4,845.
KAJIMA CMN - NON-US EQUITY	9,627.	9,627.
KAR AUCTION SERVICES INC	13,101.	14,951.
KERING EUR4 - NON-US EQUITY	67,090.	67,090.
KEYCORP	11,288.	11,235.
KOITO MANUFACTURING CO - NON-U	14,068.	14,068.
KONAMI HOLDINGS CORP - NON-US	5,506.	5,506.
LIBERTY BRAVES CORP - SER C	23.	22.
LIBERTY INTERACTIVE CORPORATIO	148,442.	142,491.
MARTEN TRANSPORT, LTD	874.	873.
MCDONALD'S CORP	4,408.	6,024.
MERCURY COMPUTER SYSTEMS	21,193.	21,156.
MICRON TECHNOLOGY	10,638.	10,280.
MORGAN STANLEY	48,686.	48,797.
N V R INC	204,975.	206,985.
NATIXIS EUR CMN - NON-US EQUIT	3,457.	3,457.
NETAPP, INC	11,397.	16,098.
NORSK HYDRO ASA CMN - NON-US E	29,451.	29,451.
NUANCE COMMUNICATIONS, INC	14,137.	13,456.
NUTRISYSTEM INC	26,627.	26,142.
NVIDIA CORP	50,526.	49,343.
OLD DOMINION FREIGHT LINES	2,434.	2,499.

ATTACHMENT 5 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
OM ASSET MANAGEMENT PLC	7,449.	8,392.
OMRON CORP CMN - NON-US EQUITY	17,904.	17,904.
ORACLE CORP	37,517.	37,493.
ORIGIN ENGERY LTD CMN N/C FR B	15,013.	15,013.
PALO ALTO NETWORKS INC	5,448.	6,812.
PAYPAL HOLDINGS, INC	109,315.	108,074.
PIONEER NAT RES CO	1,743.	1,901.
PITNEY BOWES INC	8,024.	6,730.
PPG INDUSTRIES INC	53,141.	54,204.
RCS MEDIAGROUP SPA CMN - NON-U	132.	132.
RECRUIT HOLDINGS CO - NON-US E	22,380.	22,380.
REGIONS FINANCIAL CORP	7,108.	7,845.
REMY COINTREAU EUR - NON-US EQ	34,572.	34,575.
ROYAL DUTCH SHELL CL A	8,887.	9,073.
SCHLUMBERGER LTD	9,301.	9,367.
SHARP CMN - NON-US EQUITY	3,437.	3,437.
SHERWIN-WILLIAMS CO	52,454.	68,477.
SHISEIDO CO LTD CMN - NON-US E	24,183.	24,183.
SIKA FINANZ AG SER B - NON-US	7,951.	7,951.
SITEONE LANDSCAPE SUPPLY INC	32,283.	32,367.
SOUTHWEST AIRLINES	83,080.	82,663.
SPDR BARCLAYS CAPITAL HYB ETF	977,213.	979,212.
SPDR DJ WILSHIRE INT	283,128.	317,280.
SPDR S&P 500 ETF TRUST	3,083,837.	3,668,259.
SUPERNUS PHARMACEUTICALS INC	38,581.	39,412.
SYSMEX CORP UNSP ASDR	33,289.	33,335.
TARGA RESOURCES CORP	117,774.	120,614.
TECHNIPFMC PLC	9,094.	10,082.
TENCENT HOLDINGS LIMITED	176,747.	177,774.

ATTACHMENT 5 (CONT'D)

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TEXTRON INC	45,385.	45,102.
THK CMN - NON-US EQUITY	7,513.	7,513.
TIME WARNER INC	8,889.	8,964.
TOKYO ELECTRON LTD CMN - NON-U	36,235.	36,235.
TOPBUILD CORP	18,788.	18,784.
UBS AG	12,460.	12,597.
UNION PACIFIC	10,866.	13,544.
UNIPER SE CMN - NON-US EQUITY	6,376.	6,376.
UNIVERSAL DISPLAY CORP	87,643.	87,188.
UNIVERSAL HLTH SVC B	27,783.	28,224.
VANGUARD FTSE EMERGING MARKETS	295,868.	375,957.
VANGUARD SF REIT ETF	301,607.	303,209.
VEON LTD	22,669.	21,274.
VERINT SYSTEMS INC	1,355.	1,507.
VERTEX PHARMCTLS INC	43,481.	43,010.
VISA INC	74,364.	74,797.
WEIR GROUP PLC ORD - NON-US EQ	12,318.	12,318.
WESTERN ALLIANCE BANCORPORATIO	1,577.	1,868.
WESTERN DIGITAL CORP	56,702.	56,148.
WIX COM LTD	22,130.	21,121.
WORLD WRESTLING ENT	4,361.	6,208.
WYNN MACAU CMN - NON-US EQUITY	10,137.	10,137.
YANDEX N V	88,559.	89,932.
YASKAWA ELECTRIC CORP CMN - NO	8,819.	8,819.
TOTALS	15,840,155.	16,854,642.

ATTACHMENT 6

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ABBVIE INC - 3.200% - 11/06/20	50,195.	50,773.
APPLE INC - 1.000% - 05/03/201	49,889.	49,877.
BNSF - 3.000% - 04/01/2025	50,496.	50,385.
CAPITAL ONE FINANCIAL CO NOTE	49,855.	49,738.
DR PEPPER SNAPPLE GROUP INC -	49,515.	50,459.
GILEAD SCIENCES INC - 2.050% -	50,276.	49,999.
J P MORGAN CHASE &COBE MTN - 2	74,290.	74,337.
KREDITANSTALT FUR WIEDERAUFBAU	74,244.	74,501.
LOCKHEED MARTIN CORP NOTE - 2.	50,274.	50,320.
MOODYS CORP NOTE CALL MAKE WHO	53,241.	53,574.
NOVARTIS CAPITAL CORP - 2.400%	49,911.	49,873.
OMNICOM GROUP INC NOTE CALL -	75,961.	76,962.
PUBLIC SERVICE ENTERPRISE GROU	49,937.	49,560.
ROPER TECHNOLOGIES INC - 2.800	50,302.	50,088.
SANOFI-AVENTIS - 4.000% - 03/2	53,254.	52,609.
TARGET BOND - 3.500% - 07/10/2	76,509.	78,191.
THOMSON REUTERS - 3.850% - 09/	51,019.	51,831.
TIME WARNER - 3.600% - 07/15/2	50,103.	50,112.
TJX COS INC - 2.750% - 06/15/2	76,062.	76,052.
WELLS FARGO - 4.125% - 08/15/2	52,275.	52,728.
TOTALS	1,137,608.	1,141,969.

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ARTISAN: DYNAMIC EQUITY(NON-US	775,000.	927,672.
TOTALS	775,000.	927,672.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY-TRADED SECURITIES						
14779238.		9,254,313.					5,524,925.	
TOTAL GAIN(LOSS)							5,524,925.	

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISED FUND FOR QUALIFYING DISTRIBUTION

DONOR ADVISED FUND STMT ✓

DURING THE TAXABLE YEAR ENDING DECEMBER 31, 2017, THE LINDA AND MIKE MUSSALLEM FOUNDATION (THE FOUNDATION) TREATED A DISTRIBUTION TO A DONOR ADVISED FUND OVER WHICH THE FOUNDATION (OR DISQUALIFIED PERSON) HAD ADVISORY PRIVILEGES AS A QUALIFYING DISTRIBUTION.

FORM 990PF, PART VII-A -DISTRIBUTION TO A DONOR ADVISED FUND FOR SECTION 170 C 2B

DONOR ADVISED FUND STMT

DONOR ADVISED FUNDS ARE EXEMPT UNDER INTERNAL REVENUE CODE SECTION 501(C)(3), MUST BE ORGANIZED AND OPERATED EXCLUSIVELY FOR ONE OR MORE OF THE CHARITABLE PURPOSES DESCRIBED IN INTERNAL REVENUE CODE SECTION 170(C)(2)(B), AND HAVE SOLE DISCRETION OVER THE FUNDS DISTRIBUTED TO THEM. CONSEQUENTLY, ALTHOUGH THE FOUNDATION IS NOT IN A POSITION TO EXPLAIN PRECISELY HOW THE FUNDS WILL BE EXPENDED, THE FUNDS ARE REQUIRED TO BE USED TO ACCOMPLISH A PURPOSE DESCRIBED IN SECTION 170(C)(2)(B), AS DETERMINED AT THE DISCRETION OF THE DONOR ADVISED FUND.

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
LINDA MUSSALLEM FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	VP / DIR / SEC 1.00	0.	0.	0.
MICHAEL MUSSALLEM FOUNDATION SOURCE 501 SILVERSIDE RD WILMINGTON, DE 19809-1377	PRES / DIR / TREAS 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 11

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

LINDA MUSSALLEM
MICHAEL MUSSALLEM

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

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ORANGE COUNTY COMMUNITY FOUNDATION 4041 MACARTHUR BLVD STE 510 NEWPORT BEACH, CA 92660	N/A PC	GEORGE AND BOB FUND	24,500
		TOTAL CONTRIBUTIONS PAID	24,500