

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	2,012,213	717,775	717,775		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges	13,400	29,176	29,176		
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	19,882,564	22,626,357	22,626,357		
	c	Investments—corporate bonds (attach schedule)	148,180	140,650	140,650		
	11	Investments—land, buildings, and equipment basis ▶ 2,040,822 Less accumulated depreciation (attach schedule) ▶ _____	2,040,822	2,040,822	2,040,822		
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	613,150	746,885	746,885		
	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)	24,710,329	26,301,665	26,301,665			
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			
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	24,710,329	26,301,665			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds						
30	Total net assets or fund balances (see instructions)	24,710,329	26,301,665				
31	Total liabilities and net assets/fund balances (see instructions) .	24,710,329	26,301,665				

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	24,710,329
2	Enter amount from Part I, line 27a	2	-255,245
3	Other increases not included in line 2 (itemize) ▶ _____	3	1,846,581
4	Add lines 1, 2, and 3	4	26,301,665
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	26,301,665

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a 400 Jamba Inc	P	2007-07-02	2018-09-18
b 400 Jamba Inc	P	2007-08-27	2018-09-18
c 2000 Kraft Heinz Co	P	2013-06-06	2018-03-14
d 5000 Mattel Inc	P	2015-10-22	2018-03-14
e Capital Gain Dividends			

(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 5,200		18,507	-13,307
b 5,200		13,347	-8,147
c 132,424		102,648	29,776
d 70,491		112,934	-42,443
e			19,135

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			-13,307
b			-8,147
c			29,776
d			-42,443
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	-14,986
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	

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

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

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

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

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2016	959,238	23,830,079	0 04025
2015	985,431	21,962,098	0 04487
2014	876,550	21,496,829	0 04078
2013	622,225	17,528,744	0 03550
2012	764,150	16,872,840	0 04529

2 Total of line 1, column (d)	2	0 206685
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 041337
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	25,516,095
5 Multiply line 4 by line 3	5	1,054,759
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,437
7 Add lines 5 and 6	7	1,061,196
8 Enter qualifying distributions from Part XII, line 4	8	1,438,950

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	6,437
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	6,437
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	6,437
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	19,200
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d.	7	19,200
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	12,763
11	Enter the amount of line 10 to be Credited to 2018 estimated tax ☐ 12,763 Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (2) On foundation managers ☐ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CA _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the taxable year beginning in 2017 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

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).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	Yes	
14	The books are in care of ► THE JAMES J AND SUE FEMINO FDN Telephone no ► (626) 796-7886			

Located at **►** P O BOX 70155 PASADENA CA ZIP+4 **►** 911177155

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			
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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ►	16	Yes	No

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)		Yes	No
	(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		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). ☐	2b		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2017). ☐	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions).	☐ Yes ☒ No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	No
	Organizations relying on a current notice regarding disaster assistance check here.	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☐ Yes ☒ No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	☐ Yes ☒ No	6b	No
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	☐ Yes ☒ No	7b	No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JAMES J FEMINO P O BOX 70155 PASADENA, CA 911177155	President 10 00	0		
SUE FEMINO P O BOX 70155 PASADENA, CA 911177155	Vice President 10 00	0		
Peter Boos 355 s grand ave 35th floor Los Angeles, CA 900711560	Secretary 0 00	0		

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

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

Total number of other employees paid over \$50,000. ►**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

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

Total number of others receiving over \$50,000 for professional services. ►**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1	
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	
2	
All other program-related investments. See instructions.	
3	
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	22,079,138
b	Average of monthly cash balances.	1b	1,755,479
c	Fair market value of all other assets (see instructions).	1c	2,070,048
d	Total (add lines 1a, b, and c).	1d	25,904,665
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	
3	Subtract line 2 from line 1d.	3	25,904,665
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	388,570
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	25,516,095
6	Minimum investment return. Enter 5% of line 5.	6	1,275,805

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	1,275,805
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	6,437
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,437
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,269,368
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,269,368
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	1,269,368

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	1,438,950
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	1,438,950
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions).	5	6,437
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,432,513

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				1,269,368
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			655,005	
b Total for prior years 20____, 20____, 20____				
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 ▶ \$ 1,438,950				
a Applied to 2016, but not more than line 2a			655,005	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2017 distributable amount.				783,945
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				485,423
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				
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)

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 organization had \$5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

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

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,438,950
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
g Fees and contracts from government agencies				
2 Membership dues and assessments. . . .				
3 Interest on savings and temporary cash investments 14 3,278				
4 Dividends and interest from securities. . . . 14 585,154				
5 Net rental income or (loss) from real estate				
a Debt-financed property.				
b Not debt-financed property. 16 185,945				
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 -14,986				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue				
a Other Income K-1 900099	4,963			
b Lehman Settlement		14	144	
c _____				
d _____				
e _____				
12 Subtotal Add columns (b), (d), and (e). . 4,963 759,535				
13 Total. Add line 12, columns (b), (d), and (e). 13 764,498				

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.	***** 2019-02-12 Date	***** Title	May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No
	Signature of officer or trustee			

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☒	PTIN
	RICHARD C JOB				P00097975
	Firm's name ▶ Richard C Job CPA				Firm's EIN ▶ 26-1756288
	Firm's address ▶ 16872 Bolsa Chica St200 Huntington Beach, CA 926493576				Phone no (714) 846-4451

Form 990PF Part XV Line 1a - 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).

JAMES J FEMINO
SUE FEMINO

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
USC DEPARTMENT OF ATHLETICS UNIVERSITY PARK LOS ANGELES, CA 90089	none	PC	AF	5,250
CARES USC MEDICAL CENTER 1200 N STATE ST ROOM 1900 LOS ANGELES, CA 90033	none	PC	CA	1,000
USCSWIM WITH MIKE CHALLENGE UNIVERISTY PARK LOS ANGELES, CA 90089	none	PC	AF	3,800
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SKULL DAGGER FOUNDATION PO BOX 278 DOWNEY, CA 90241	none	PC	SCH	1,000
ST FELICITAS PERPETUA CHURCH 1190 PALOMAR RD SAN MARINO, CA 91108	none	PC	RO	20,000
THE HUNTINGTON LIBRARY 1151 OXFORD ROAD SAN MARINO, CA 91108	none	PC	CA	20,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PASADENA GUILD OF CHILDRENS HOSP 765 LA MIRADA AVE SAN MARINO, CA 91108	none	PC	MF	3,000
HUNTINGTON MEMORIAL HOSPITAL 100 W CALIFORNIA ST PASADENA, CA 91105	none	PC	MF	5,000
ORTHOPAEDIC RESEARCH EDUC FDN 6300 N RIVER RD 700 ROSEMONT, IL 60018	none	PC	MR	5,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF BECKMAN AUD - CALTECH MAIL CODE 332-92 PASADENA, CA 91125	none	PC	CA	1,000
USC KECK SCHOOL OF MEDICINE 1975 ZONAL AVE KAM 300 LOS ANGELES, CA 90089	none	PC	SCH	250,000
LOS ANGELES COUNTY ARBORETUM FDN 301 N BALDWIN AV ARCADIA, CA 91007	none	PC	CA	1,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CATHOLIC EDUCATION FOUNDATION 3424 WILSHIRE BLVD 3RD FLOOR LOS ANGELES, CA 90010	none	PC	SCH	10,000
HUMAN RIGHTS WATCH 11500 W OLYMPIC BL 540 LOS ANGELES, CA 90064	none	PC	CA	7,500
HUNTINGTON MEDICAL RESEARCH INST 734 FAIRMONT AVE PASADENA, CA 91105	none	PC	MR	450,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
USC CENTER FOR PHILANTHROPY LEWIS HALL 210 LOS ANGELES, CA 90089	none	PC	CA	25,000
CALTECH1200 EAST CALIFORNIA BLVD PASADENA, CA 91125	none	PC	SCH	5,000
RONALD REAGAN PRES LBRY FDN 40 PRESIDENTIAL DRIVE SIMI VALLEY, CA 93065	none	PC	CA	11,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS GIRLS CLUBS OF PASADENA 2020 N FAIR OAKS AVE PASADENA, CA 91107	none	PC	CA	3,000
VIOLENCE INTERVENTION PROGRAM HEART 1721 GRIFFIN AVE LOS ANGELES, CA 90031	none	PC	CA	2,500
PASADENA RONALD MCDONALD HOUSE 763 SOUTH PASADENA AVE PASADENA, CA 91105	none	PC	CA	5,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TOGETHER IN MISSION 3424 WILSHIRE BL LOS ANGELES, CA 90010	none	PC	RO	11,000
FRIENDS OF PASADENA PUBLIC LIBRARY 285 E WALNUT STREET PASADENA, CA 91101	none	PC	CA	1,000
GOOD SHEPARD AUX CENTER 267 BELMONT AVE LOS ANGELES, CA 90026	none	PC	RO	500
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PASADENA EDUCATION FOUNDATION 351 SOUTH HUDSON AVE ROOM 153 PASADENA, CA 91101	none	PC	SCH	1,000
HOUSE OF RUTH599 N MAIN ST POMONA, CA 91768	none	PC	CA	500
MISSION DOCTORS ASSN 3435 WILSHIRE BLVD SUITE 1940 LOS ANGELES, CA 90010	none	PC	MF	2,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
METHODIST HOSPITAL FOUNDATION 300 HUNTINGTON DRIVE ARCADIA, CA 91007	none	PC	MF	5,000
PHYSICIANS AID ASSN 1840 SOUTH GAFFET STREET SAN PEDRO, CA 90731	none	PC	MF	3,000
KUSC1149 S HILL STREET LOS ANGELES, CA 90015	none	PC	CA	300
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
USC ALUMNI ASSOCIATION UNIVERSITY PARK LOS ANGELES, CA 90089	none	PC	SCH	2,000
THE SALVATION ARMY960 E WALNUT ST PASADENA, CA 91106	none	PC	CA	1,000
UNION STATION HOMELESS SERVICE 825 E ORANGE GROVE BL PASADENA, CA 91104	none	PC	CA	11,000
Total 				1,438,950
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
PRIEST RETIREMENT FUND - ADLA 3424 WILSHIRE BL 2ND FLOOR LOS ANGELES, CA 90010	none	PC	RO	2,000
USC TROJAN BANDUNIVERSITY PARK LOS ANGELES, CA 90089	none	PC	SCH	1,000
DOLORES MISSION SCHOOL 170 S GLESS ST LOS ANGELES, CA 90033	none	PC	SCH	10,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
COLONIAL WILLIAMSBURG FOUNDATION 101 VISITOR CENTER DRIVE WILLIAMSBURG, VA 23185	none	PC	CA	10,000
DISABLED AMERICAN VETERANS 3725 ALEXANDRIS PIKE COLD SPRING, KY 41079	none	PC	CA	100
GOOD SAMARITAN HOSPITAL 1225 WILSHIRE BLVD LOS ANGELES, CA 90017	none	PC	MF	2,500
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OUR SAVIOR CHURCH USC CAMPUS 844 W THIRTY SECOND ST LOS ANGELES, CA 90007	none	PC	RO	26,000
PREGNANCY HELP CENTER OF SGV 5626 ROSEMEAD BL TEMPLE CITY, CA 91780	none	PC	MF	1,000
CANCER SUPPORT COMM OF PASADENA 76 E DEL MAR BLVD 215 PASADENA, CA 91105	none	PC	CA	5,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LITTLE SISTERS OF THE POOR 2100 S Western Ave San Pedro, CA 90732	none	PC	CA	3,000
BOYS REPUBLIC SCHOOL 1907 BOYS REPUBLIC DRIVE CHINO HILLS, CA 91709	none	PC	SCH	500
AMERICAN RED CROSS 431 18TH STREET NW WASHINGTON, DC 20006	none	PC	CA	1,500
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CARMELITE SISTERS LA 920 EAST ALHAMBRA ROAD ALHAMBRA, CA 91801	none	PC	RO	200,000
NORTHWESTERN UNIVERSITY 663 CLARK STREET EVANSTON, IL 60208	none	PC	SCH	25,000
PASADENA SYMPHONY ASSOC 2 NORTH LAKE AVE SUITE 1080 PASADENA, CA 91105	none	PC	CA	1,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PASADENA SENIOR CENTER 85 EAST HOLLY STREET PASADENA, CA 91103	none	PC	CA	1,000
SANTA TERESITA 819 BUENA VISTA STREET DUARTE, CA 91010	none	PC	RO	10,000
UNIV OF SOUTHERN CAL UNIVERISTY PARK LOS ANGELES, CA 90089	none	PC	SCH	211,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALTA DENA GUILD HUNT MEMORIAL HOSP 2591 FAIROAKS AVE 106 ALTADENA, CA 91001	none	PC	MF	5,000
USC BERNE PROFESSORSHIP 2011 N SOTO ST SST-2830 LOS ANGELES, CA 90032	none	PC	SCH	1,000
CARE CLEAN WATER 151 ELLIS STREET NE ATLANTA, GA 30303	none	PC	CA	500
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CALIF STATE PARKS FDN 33 NEW MONTGOMERY STREET 520 SAN FRANCISCO, CA 94105	none	PC	CA	500
DOCTORS WITHOUT BORDERS 40 RECTOR ST 16TH FLOOR NEW YORK, NY 10006	none	PC	MF	1,000
HOAG HOSPITAL FOUNDATION 330 PLACENTIA AVE SUITE 100 NEWPORT BEACH, CA 92663	none	PC	MF	1,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NINOS DEL LAGO 2335-115 E COLORADO BLVD 330 PASADENA, CA 91107	none	PC	CA	1,000
THE PASADENA VILLAGE 236 WEST MOUNTAIN ST SUITE 104 PASADENA, CA 91103	none	PC	CA	1,000
THE PHIL SIMON CLINIC 711 FAIRMOUNT AVE PASADENA, CA 91105	none	PC	MF	1,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THE SMILE TRAIN 633 THIRD AVENUE 9TH FLOOR NEW YORK, NY 10017	none	PC	MF	2,000
TROJAN BASEBALL ALUMNI ASSN UNIVERSITY PARK LOS ANGELES, CA 90089	none	PC	SCH	1,000
USC HALL OF FAMEUNIVERSITY PARK LOS ANGELES, CA 90089	none	PC	AF	5,000
Total ▶ 3a				1,438,950

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
USC IBEAR MBA PROGRAM 837 DOWNEY WAY STO 302 LOS ANGELES, CA 90089	none	PC	SCH	10,000
USC THORNTON SCHOOL OF MUSIC UNIVERSITY PARK LOS ANGELES, CA 90089	none	PC	SCH	25,000
Total ▶ 3a				1,438,950

TY 2017 Accounting Fees Schedule**Name:** THE JAMES J AND SUE FEMINO FOUNDATION**EIN:** 23-7423792**Software ID:** 17005038**Software Version:** 2017v2.2**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RICHARD C JOB CPA	5,025	5,025	0	0

TY 2017 General Explanation Attachment**Name:** THE JAMES J AND SUE FEMINO FOUNDATION**EIN:** 23-7423792**Software ID:** 17005038**Software Version:** 2017v2.2**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		General Explanation Supplemental Information for Form 990-PF	FORM 990-PF Part II, Line 11 - LandLand San Marcos CA \$ 840,822Land Las Vegas NV 1,200,000 -----Total Land 2,040,822 =====Form 990-PF Part XV, Line 3a, Statement 10 - Additional InformationPC = Public Charity section 509(a)1,2,3Summary Totals CA - Community Activities Support \$ 115,400 AF - Athletic Facilities Support \$ 14,050 RO - Religious Organization Support \$ 269,500 MF - Medical Facilities Support \$ 31,500MR - Medical Research Support \$ 455,000SCH - School/Scholarship Support \$ 553,500 -----Total Contributions/Grants Paid \$1,438,950 =====

TY 2017 Investments Corporate Bonds Schedule**Name:** THE JAMES J AND SUE FEMINO FOUNDATION**EIN:** 23-7423792**Software ID:** 17005038**Software Version:** 2017v2.2**Investments Corporate Bonds Schedule**

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MORGAN STANLEY ACCT 136800-152	140,650	140,650

TY 2017 Investments Corporate Stock Schedule**Name:** THE JAMES J AND SUE FEMINO FOUNDATION**EIN:** 23-7423792**Software ID:** 17005038**Software Version:** 2017v2.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCHWAB ACCT 9983-SCHED	12,038,468	12,038,468
SCHWAB ACCT 0278-SCHED	2,529,928	2,529,928
E TRADE ACCT 1138-SCHED	6,766,994	6,766,994
MORGAN STANLEY ACCT 136800-152-SCHED	1,290,967	1,290,967

TY 2017 Investments - Land Schedule**Name:** THE JAMES J AND SUE FEMINO FOUNDATION**EIN:** 23-7423792**Software ID:** 17005038**Software Version:** 2017v2.2

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Land	2,040,822		2,040,822	2,040,822

TY 2017 Investments - Other Schedule**Name:** THE JAMES J AND SUE FEMINO FOUNDATION**EIN:** 23-7423792**Software ID:** 17005038**Software Version:** 2017v2.2**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKSTONE GROUP LP	FMV	514,080	514,080
AMERICAN TOWER CORP REIT	FMV	101,710	101,710
PROSHARES ULTRA SHORT ETF	FMV	11,655	11,655
VANGUARD FTSE EUROPE	FMV	56,220	56,220
WISDOMTREE EUROPE HEDGED	FMV	63,220	63,220

TY 2017 Other Expenses Schedule**Name:** THE JAMES J AND SUE FEMINO FOUNDATION**EIN:** 23-7423792**Software ID:** 17005038**Software Version:** 2017v2.2**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	112,749	112,749		
OTHER ADMIN	345	345		

TY 2017 Other Income Schedule**Name:** THE JAMES J AND SUE FEMINO FOUNDATION**EIN:** 23-7423792**Software ID:** 17005038**Software Version:** 2017v2.2**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Income K-1	4,963		
Lehman Settlement	144	144	

TY 2017 Taxes Schedule**Name:** THE JAMES J AND SUE FEMINO FOUNDATION**EIN:** 23-7423792**Software ID:** 17005038**Software Version:** 2017v2.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INCOME TAX-Federal 9-30-17	12,674	12,674		