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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

2018

Open to Public Inspection

For calendar year 2018, or tax year beginning 01-01-2018

, and ending 12-31-2018

Name of foundation
THE KLION SPRINGWATER COVEN
FAMILY FOUNDATION INC

Number and street (or P O box number if mail is not delivered to street address)
7401 RIO GRANDE NW

City or town, state or province, country, and ZIP or foreign postal code
LOS RANCHOS, NM 87107

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) $\blacktriangleright$ \$ 1,747,647

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

A Employer identification number
20-3080512

B Telephone number (see instructions)
(505) 980-4533

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

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

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

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

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)

2 Check ☒ if the foundation is **not** required to attach Sch B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities . . .

5a Gross rents

b Net rental income or (loss) _____

6a Net gain or (loss) from sale of assets not on line 10

b Gross sales price for all assets on line 6a _____

7 Capital gain net income (from Part IV, line 2) . . .

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

Operating and Administrative Expenses

13 Compensation of officers, directors, trustees, etc

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule) 2,650

c Other professional fees (attach schedule)

17 Interest

18 Taxes (attach schedule) (see instructions) . . . 2,000

19 Depreciation (attach schedule) and depletion . . .

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) 280

24 Total operating and administrative expenses.
Add lines 13 through 23 4,930

25 Contributions, gifts, grants paid 90,330

26 Total expenses and disbursements. Add lines 24 and 25 95,260

27 Subtract line 26 from line 12

a Excess of revenue over expenses and disbursements 4,740

b Net investment income (if negative, enter -0-) 98,000

c Adjusted net income (if negative, enter -0-) 100,000

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2018)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	29,019	33,759	33,759
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,606,036	2,606,036	1,713,888
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ 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)	2,635,055	2,639,795	1,747,647	
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	2,635,055	2,639,795	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	2,635,055	2,639,795	
31	Total liabilities and net assets/fund balances (see instructions) .	2,635,055	2,639,795		

Part III Analysis of Changes in Net Assets or Fund Balances			
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,635,055
2	Enter amount from Part I, line 27a	2	4,740
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,639,795
5	Decreases not included in line 2 (itemize) ▶ _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	2,639,795

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a			

(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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			
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	
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))
2017	95,500	1,888,337	0 05057
2016	93,240	1,855,727	0 05024
2015	101,020	1,942,412	0 05201
2014	95,500	1,986,093	0 04808
2013	97,800	1,942,057	0 05036

2 Total of line 1, column (d)	2	0 251269
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	0 050254
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	1,877,247
5 Multiply line 4 by line 3	5	94,339
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	980
7 Add lines 5 and 6	7	95,319
8 Enter qualifying distributions from Part XII, line 4 ,	8	90,330

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	1,960
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	1,960
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	1,960
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	2,092
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	2,092
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	24
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	108
11	Enter the amount of line 10 to be Credited to 2019 estimated tax ▶ 108 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	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	No
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) ▶ NY _____		
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 2018 or the taxable year beginning in 2018? See the 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 ► MICHAEL J TARLOW CPA Telephone no ► (516) 873-0372			

Located at **►** 990 STEWART AVE SUITE 300 GARDEN CITY NY ZIP+4 **►** 115309194

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 2018, 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	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

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

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

1a	During the year did the foundation (either directly or indirectly)		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. ☐	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 2018? ☐	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? ☐ 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 2018 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 2018).	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 2018?	4b		No

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 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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	☐ Yes ☒ No	
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? If "Yes" to 6b, file Form 8870		6b No
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 No
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	☐ Yes ☒ No	

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(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
HOWARD KLION 5927 JOYCE WAY DALLAS, TX 75225	SecY/DIRECTR 0 04	0		
NANCY KLION 7401 RIO GRANDE NW LOS RANCHOS, NM 87107	Pres/DIRECTR 0 24	0		
JANE SPRINGWATER 3024 CLAY ST SAN FRANCISCO, CA 94115	VP/DIRECTOR 0 04	0		
MICHAEL TARLOW 115 E 72ND ST NEW YORK, NY 10021	Treasurer 0 02	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		
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	1,842,442
b	Average of monthly cash balances.	1b	63,393
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,905,835
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	1,905,835
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	28,588
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	1,877,247
6	Minimum investment return. Enter 5% of line 5.	6	93,862

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	93,862
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	1,960
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,960
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	91,902
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	91,902
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	91,902

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	90,330
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	90,330
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b. See instructions.	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	90,330

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				91,902
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			78,241	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 90,330				
a Applied to 2017, but not more than line 2a			78,241	
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 2018 distributable amount.				12,089
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2018 (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 2017 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				79,813
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 2013 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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 2018, enter the date of the ruling. ▶

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
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))

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. 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	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	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2018)

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

	Yes	No
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--	--	--

1a(1)		No
1a(2)		No

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1b(1)	No
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1b(2)	No
--------------	-----------

1b(3)		No
--------------	--	-----------

1b(4)	No
--------------	-----------

1b(5)	No
--------------	-----------

1b(6)		No
--------------	--	-----------

1c		No
-----------	--	-----------

value
ue

[illegible]

described in section 501(c) (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

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

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.

**Sign
Here**

* * * * *

2019-06-05

* * * * *

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below

(see instr)? ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name MICHAEL J TARLOW	Preparer's Signature	Date	Check if self-employed ☒	PTIN P01409841
Firm's name ▶ Michael J Tarlow CPA				Firm's EIN ▶ 12-5388822
Firm's address ▶ 990 Stewart Ave Suite 300 Garden City, NY 11530				Phone no (516) 873-0372

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>				
MANZANO DAY SCHOOL 1801 CENTRAL AVE NW ALBUQUERQUE, NM 87104	N/A	PC	TO FUND ANNUAL FUND AND CAPITAL CAMPAIGN FUND FOR EDUCATIONAL PROGRAMS	2,000
ALBUQUERQUE COMMUNITY FDN PO BOX 36960 ALBUQUERQUE, NM 87176	N/A	PC	TO FUND COMMUNITY OUTREACH PROGRAMS	1,000
BOSQUE SCHOOL 4000 LEARNING RD NW ALBUQUERQUE, NM 87120	N/A	PC	TO FUND CAPITAL CAMPAIGN FUND AND ANNUAL FUND FOR EDUCATIONAL PROGRAMS	10,000
Total ► 3a				90,330

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>				
BOOKER T WASHINGTON HS ADVISORY BOA PO BOX 192648 DALLAS, TX 75219	N/A	PC	TO FUND THE ARTS EDUCATION PROGRAM	5,000
EPISCOPAL COMMUNITY SERVICE 165 8TH ST SAN FRANCISCO, CA 94103	N/A	PC	TO FUND COMMUNITY OURTREACH PROGRAMS	2,630
JEWISH COMMUNITY HIGH SCHOOL OF THE 1835 ELLIS ST SAN FRANCISCO, CA 94115	N/A	PC	TO FUND EDUCATIONAL PROGRAMS	1,000
Total ▶ 3a				90,330

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>				
NY PRESBYTERIAN HOSPITAL LUNG FAILU 161 FORT WASHINGTON AVE NEW YORK, NY 10032	N/A	PC	TO FUND THE LUNG FAILURE FUND FOR MEDICAL RESEARCH	5,000
TOWN SCHOOL FOR BOYS 2750 JACKSON ST SAN FRANCISCO, CA 94115	N/A	PC	TO FUND THE ANNUAL FUND FOR EDUCATIONAL PROGRAMS	250
MACALESTER COLLEGE 1600 GRAND AVE SAINT PAUL, MN 55105	N/A	PC	TO FUND THE ANNUAL FUND FOR EDUCATIONAL PROGRAMS	1,500
Total ▶ 3a				90,330

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>				
ACCION NEW MEXICO 20 FIRST PLAZA NW ALBUQUERQUE, NM 87102	N/A	PC	TO FUND MICROFINANCING PROGRAMS THAT GIVE PEOPLE THE FINANCIAL TOOLS THEY NEED TO WORK THEIR WAY OUT OF POVERTY	1,000
SOUTHWEST CREATIONS COLLABORATIVE 1308 4TH ST NW ALBUQUERQUE, NM 87102	N/A	PC	TO FUND COMMUNITY PROGRAMS	1,000
JEWISH COMMUNITY FEDERATION 121 STUART ST SAN FRANCISCO, CA 94105	N/A	PC	TO FUND COMMUNITY PROGRAMS	1,000
Total ▶ 3a				90,330

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>				
SHALOM BAYIT TIDES CENTER THE PRESIDIO PO BOX 29907 SAN FRANCISCO, CA 94129	N/A	PC	TO FUND PROGRAMS TO RELATED TO DOMESTIC VIOLENCE	250
STANFORD BUSINESS SCHOOL PO BOX 20466 STANFORD, CA 94305	N/A	PC	TO FUND EDUCATION PROGRAMS	2,500
ASAP MISSION HIGH SCHOOL 3750 18TH ST SAN FRANCISCO, CA 94114	N/A	PC	TO FUND ATHLETIC SCHOLARS ADVANCEMENT PROGRAM	250
Total ▶ 3a				90,330

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>				
CONGREGATION BETH SHALOM 301 14TH AV SAN FRANCISCO, CA 94118	N/A	PC	TO FUND COMMUNITY PROGRAMS	5,000
THE INNOCENCE PROJECTPO BOX 1706 NEW YORK, NY 10113	N/A	PC	TO FUND A PROGRAM FOR REFORMS IN THE JUDICIAL SYSTEM	3,000
COLUMBIA UNIVERSITY622 W 113TH ST NEW YORK, NY 10025	N/A	PC	TO SUPPORT COLUMBIA UNIVERSITY PROGRAMS	200
Total ▶ 3a				90,330

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>				
UNIVERSITY HIGH SCHOOL 3065 JACKSON ST SAN FRANCISCO, CA 94115	N/A	PC	TO FUND EDUCATIONAL PROGRAMS	250
GRABHORN INSTITUTE 1802 HAYES ST THE PRESIDIO SAN FRANCISCO, CA 94129	N/A	PC	TO FUND EDUCATIONAL AND CULTURAL PROGRAMS TO PRESERVE THE HISTORIC PRINTING AND BOOKMAKING FACILITIES OF ARION PRESS AND M & H TYPE	250
FACING HISTORY AND OURSELVES 24391 SOUTHLAND DR HAYWARD, CA 94545	N/A	PC	TO FUND YOUTH EDUCATION PROGRAMS	2,000
Total ▶ 3a				90,330

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>				
PITZER COLLEGE1050 N MILLS AVE CLAREMONT, CA 91711	N/A	PC	TO SUPPORT A PRIVATE RESIDENTIAL LIBERAL ARTS COLLEGE	2,000
CITYTERM AT THE MASTERS SCHOOL 490 CLINTON AVE DOBBS FERRY, NY 10522	N/A	PC	TO SUPPORT AN EXPERIENCED-BASED ACADEMIC PROGRAM FOCUSED ON THE COMPLEXITY OF NEW YORK CITY	500
EVERYTOWN FOR GUN SAFETY PO BOX 4184 NEW YORK, NY 10163	N/A	PC	TO SUPPORT PREVENTING GUN VIOLENCE	3,000
Total ▶ 3a				90,330

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>				
7 TEPEES3177 17TH ST SAN FRANCISCO, CA 94110	N/A	PC	TO SUPPORT IMPACTING THE LIVES OF INNER-CITY YOUTH	250
EDUCATIONAL OPPORTUNITIES 3419 WESTMINSTER AVE DALLAS, TX 75205	N/A	PC	TO SUPPORT ASSISTING YOUTH IN DALLAS TX WHO HAVE THE ACADEMIC ABILITY BUT NOT THE FINANCIAL MEANS TO ATTEND COLLEGE	1,000
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 36104	N/A	PC	TO SUPPORT FIGHTING AGAINST HATE AND BIGOTRY AND SEEKING JUSTICE FOR THE MOST VULNERABLE MEMBERS OF OUR SOCIETY	4,000
Total ▶ 3a				90,330

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>				
DALLAS HOLOCAUST MUSEUM 211 NORTH RECORD ST STE 100 DALLAS, TX 75202	N/A	PC	TO SUPPORT TEACHING THE HISTORY OF THE HOLOCAUST AND ADVANCING HUMAN RIGHTS TO COMBAT PREJUDICE, HATRED, AND INDIFFERENCE	1,000
NARAL PRO CHOICE905 W OLTORF ST B AUSTIN, TX 78704	N/A	PC	TO SUPPORT TEXANS' RIGHT TO MAKE REPRODUCTIVE HEALTH DECISIONS	1,500
KALA ART INSTITUTE 2990 SAN PABLO AVE BERKELEY, CA 94702	N/A	PC	TO SUPPORT ART SPACE IN THE BAY AREA AND EDUCATION PROGRAMS	1,500
Total ▶ 3a				90,330

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>				
JEWISH CHILDREN AND FAMILY SERVICES 2150 POST ST SAN FRANCISCO, CA 94115	N/A	PC	TO SUPPORT PROVIDING HELP, HEALING AND CARE SERVICES INFUSED WITH JEWISH VALUES TO STRENGTHEN LIVES IN THE COMMUNITY	250
HEADLANDS CENTER FOR THE ARTS 944 SIMMONDS RD SAUSALITO, CA 94965	N/A	PC	TO SUPPORT PROGRAMS FOR SAN FRANCISCO BAY AREA ARTISTS	1,500
HORIZONS OF NEW MEXICO 6121 INDIAN SCHOOL RD NE ALBUQUERQUE, NM 87110	N/A	PC	TO SUPPORT ENRICHMENT PROGRAMMING FOR PUBLIC STUDENTS IN ALBUQUERQUE	10,000
Total ▶ 3a				90,330

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
UNIVERSITY OF CHICAGO 5801 S ELLIS AV CHICAGO, IL 60637	N/A	PC	TO SUPPORT A PRIVATE RESEARCH UNIVERSITY IN CHICAGO, IL	1,000
DOGS 4 DIABETES 1647 WILLOW PASS CT CONCORD, CA 94520	N/A	PC	TO SUPPORT THE DEVELOPMENT OF MEDICAL-ALERT SERVICE DOGS WHO CAN DETECT CHANGES IN BLOOD SUGAR	250
NEST501 5TH AV NEW YORK, NY 10017	N/A	PC	TO SUPPORT THE BUILDING OF A NEW HANDWORKER ECONOMY TO INCREASE GLOBAL WORKFORCE INCLUSIVITY, IMPROVE WOMEN'S WELLBEING BEYOND FACTORIES, AND PRESERVE IMPORTANT CULTURAL TRADITIONS AROUND THE WORLD	500
Total ▶ 3a				90,330

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>				
ANN MARTIN CENTER1375 55TH ST EMERYVILLE, CA 94608	N/A	PC	TO SUPPORT TREATMENT AND TESTING SERVICES TO YOUTH AND ADULTS	2,500
THE JEWISH NEWS225 BUSH ST SAN FRANCISCO, CA 94104	N/A	PC	TO SUPPORT A FREE NEWSPAPER THAT SERVES THE JEWISH COMMUNITY	3,000
ELEPHANT HAVEN1 RATMAKKA RD PHRASING, MUANG CHIANG MAI TH	N/A	PC	TO SUPPORT THE CARE AND ASSISTANCE TO THAILAND'S CAPTIVE ELEPHANT POPULATION	500
Total ▶ 3a				90,330

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 VILLAGE FOUNDATION 606 ALAMO PINTADO RD SOLVANG, CA 93463	N/A	PC	TO SUPPORT CULTURALLY SIGNIFICANT RECORDINGS THAT MIGHT OTHERWISE NOT BE HEARD	500
PLANNED PARENTHOOD OF N TEXAS 9100 N CENTRAL EXPY 169 DALLAS, TX 75231	N/A	PC	TO SUPPORT HIGH QUALITY, AFFORDABLE HEALTH CARE AND SEX EDUCATION	5,000
SPCAPO BOX 8682 NEW YORK, NY 10001	N/A	PC	TO SUPPORT KINDNESS, RESPECT, COMPASSION, AWARENESS AND INTEGRITY FOR A CRUELTY-FREE WORLD	500
Total ▶ 3a				90,330

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>				
NORTH DALLAS FOOD BANK 3677 MAPLESHADE LN PLANO, TX 75075	N/A	PC	TO SUPPORT FOOD PANTRIES IN DALLAS MAKING IT EASY FOR THOSE HUNGRY AND IN NEED	500
NATIONAL RESOURCES DEFENSE FUND 1875 CONNECTICUT AV NW WASHINGTON, DC 20009	N/A	PC	TO SUPPORT ADDRESSING TODAY'S MOST URGENT ENVIRONMENTAL CHALLENGES	1,500
ACLU125 BROAD ST NEW YORK, NY 10004	N/A	PC	TO SUPPORT DEFENDING AND PRESERVING THE INDIVIDUAL RIGHTS AND LIBERTIES GUARANTEED TO EVERY PERSON IN THIS COUNTRY BY THE CONSTITUTION AND LAWS OF THE U S	3,000
Total ▶ 3a				90,330

TY 2018 Accounting Fees Schedule

Name: THE KLION SPRINGWATER COVEN
FAMILY FOUNDATION INC

EIN: 20-3080512

Software ID: 18007218

Software Version: 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX RETURN PREPARATION	2,650	0	0	0

TY 2018 Investments Corporate Stock Schedule

Name: THE KLION SPRINGWATER COVEN
FAMILY FOUNDATION INC

EIN: 20-3080512

Software ID: 18007218

Software Version: 2018v3.1

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
100 SHARES HERBERT L KLION INC	2,606,036	1,713,888

TY 2018 Other Expenses Schedule

Name: THE KLION SPRINGWATER COVEN
FAMILY FOUNDATION INC

EIN: 20-3080512

Software ID: 18007218

Software Version: 2018v3.1

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	30			
STATE FILING FEE	250			

TY 2018 Taxes Schedule

Name: THE KLION SPRINGWATER COVEN
FAMILY FOUNDATION INC

EIN: 20-3080512

Software ID: 18007218

Software Version: 2018v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON INVESTMENT INCOME	2,000	2,000		