

Form **990-PF****Return of Private Foundation**

OMB No 1545-0052

2018

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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.

For calendar year 2018 or tax year beginning , 2018, and ending , 20

Name of foundation
THE HERNAN & ORFI BARROS FOUNDATION

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

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

A Employer identification number
47-3392205

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

C If exemption application is pending, check here. ☐

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

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

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

G Check all that apply
☐ Initial return
☐ Final return
☐ Address change
☐ Initial return of a former public charity
☐ Amended return
☐ 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) ▶ \$ 7,424,373.
 Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
 (Part I, column (d) must be on cash basis)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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.	1,094.	1,094.		
4 Dividends and interest from securities	199,704.	199,704.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	336,339.			
b Gross sales price for all assets on line 6a 5,064,317.				
7 Capital gain net income (from Part IV, line 2)		336,319.		
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) ATCH. 1	-2,165.	5,604.		
12 Total. Add lines 1 through 11	534,972.	542,721.		
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages	40,773.			40,773.
15 Pension plans, employee benefits	4,202.			4,202.
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	61,267.	61,267.		
17 Interest				
18 Taxes (attach schedule) (see instructions) 311.9	4,100.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy	18,919.			18,919.
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH. 4	31,599.	258.		31,121.
24 Total operating and administrative expenses. Add lines 13 through 23.	160,860.	61,525.		95,015.
25 Contributions, gifts, grants paid	773,827.			773,827.
26 Total expenses and disbursements Add lines 24 and 25	934,687.	61,525.		868,842.
27 Subtract line 26 from line 12	-399,715.			
a Excess of revenue over expenses and disbursements		481,196.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments	236,903.	844,684.	844,684.	
	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) ATCH 5	6,671,442.	6,063,695.	6,076,318.	
	c	Investments - corporate bonds (attach schedule) ATCH 6	506,379.	300,000.	298,995.	
	11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) ATCH 7	383,406.	190,036.	204,376.		
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)	7,798,130.	7,398,415.	7,424,373.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26, and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	7,798,130.	7,398,415.		
	30	Total net assets or fund balances (see instructions)	7,798,130.	7,398,415.		
	31	Total liabilities and net assets/fund balances (see instructions)	7,798,130.	7,398,415.		

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	7,798,130.
2	Enter amount from Part I, line 27a	2	-399,715.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,398,415.
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	7,398,415.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1 a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
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	336,319.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) See instructions If (loss), enter -0- in Part I, line 8			3	0.	

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

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

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

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

☐ Yes ☒ No

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

(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	927,779.	8,725,200.	0.106333
2016	594,306.	8,466,360.	0.070196
2015	777,824.	8,106,854.	0.095946
2014			
2013			
2 Total of line 1, column (d)			
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			
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			
5 Multiply line 4 by line 3.			
6 Enter 1% of net investment income (1% of Part I, line 27b).			
7 Add lines 5 and 6.			
8 Enter qualifying distributions from Part XII, line 4.			
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	4,812.
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	4,812.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only, others, enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	4,812.
6 Credits/Payments			
a 2018 estimated tax payments and 2017 overpayment credited to 2018	6a	7,450.	
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	7,450.	
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	2,638.	
11 Enter the amount of line 10 to be Credited to 2019 estimated tax ► 2,638. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered See instructions ► CA, DE,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14 The books are in care of ▶ FOUNDATION SOURCE Telephone no ▶ 800-839-1754 Located at ▶ 501 SILVERSIDE ROAD, SUITE 123 WILMINGTON, DE ZIP+4 ▶ 19809-1377		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		
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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶		

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

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

	Yes	No
1a During the year, did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions		
Organizations relying on a current notice regarding disaster assistance, check here ▶ ☐		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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 ▶		
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)		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If "Yes," did it have excess business holdings in 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)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?		X

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 8		0.	0.	0.

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 9		61,267.

Total number of others receiving over \$50,000 for professional services ►

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ►	

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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	7,778,375.
b	Average of monthly cash balances	1b	479,767.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	8,258,142.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d.	3	8,258,142.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions).	4	123,872.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,134,270.
6	Minimum investment return. Enter 5% of line 5	6	406,714.

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	406,714.
2a	Tax on investment income for 2018 from Part VI, line 5 2a		4,812.
b	Income tax for 2018 (This does not include the tax from Part VI). 2b		
c	Add lines 2a and 2b.	2c	4,812.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	401,902.
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4	5	401,902.
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	401,902.

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	868,842.
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	868,842.
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	4,812.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	864,030.

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				401,902.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.				
b Total for prior years 20 <u>16</u> , 20 <u>15</u> , 20 <u>14</u>				
3 Excess distributions carryover, if any, to 2018				
a From 2013				
b From 2014				
c From 2015	468,005.			
d From 2016	174,136.			
e From 2017	494,371.			
f Total of lines 3a through e	1,136,512.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>868,842.</u>				
a Applied to 2017, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2018 distributable amount.				401,902.
e Remaining amount distributed out of corpus.	166,940.			
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	1,603,452.			
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.				
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	1,603,452.			
10 Analysis of line 9				
a Excess from 2014				
b Excess from 2015	468,005.			
c Excess from 2016	174,136.			
d Excess from 2017	494,371.			
e Excess from 2018	466,940.			

Part XV	Supplementary Information <i>(continued)</i>
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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>					
ATCH 10					
Total				3a	773,827.
b <i>Approved for future payment</i>					
Total				3b	

Part XVI-A	Analysis of Income-Producing Activities
-------------------	--

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	1,094.	
4 Dividends and interest from securities				14	199,704.	
5 Net rental income or (loss) from real estate						
a	Debt-financed property					
b	Not debt-financed property					
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory		525990	20.	18	336,319.	
9 Net income or (loss) from special events . . .						
10 Gross profit or (loss) from sales of inventory . .						
11 Other revenue a						
b	ATCH 11		-7,769.		5,604.	
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e)			-7,749.		542,721.	
13 Total. Add line 12, columns (b), (d), and (e)						534,972.

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) (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) | X |
| (2) Other assets | | 1a(2) | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | | 1b(1) | X |
| (2) Purchases of assets from a noncharitable exempt organization | | 1b(2) | X |
| (3) Rental of facilities, equipment, or other assets | | 1b(3) | X |
| (4) Reimbursement arrangements | | 1b(4) | X |
| (5) Loans or loan guarantees | | 1b(5) | X |
| (6) Performance of services or membership or fundraising solicitations | | 1b(6) | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 1c | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[illegible]

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

- b** If "Yes," complete the following schedule

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

**Sign
Here**

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


Signature of officer or trustee

11.8.2019
Date

President

May the IRS discuss this return with the preparer shown below?

See instructions ☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name JEFFREY D HASKELL	Preparer's signature JEFFREY D HASKELL	Date 11/07/2019	Check ☐ if self-employed	PTIN P01345770
Firm's name ► FOUNDATION SOURCE			Firm's EIN ► 510398347	
Firm's address ► ONE HOLLOW LN, STE 212 LAKE SUCCESS, NY 11042			Phone no 800-839-1754	

Part I, Line 6a (990-PF) - Net Gain/(Loss) from Sales of Assets Not Included in Part IV

Name	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Book Basis	Net Gain/(Loss)
Publicly-traded Securities						
Passthrough K-1 Capital Gain/(Loss) - non UBI				\$ 5,064,317	\$ 4,712,070	\$ 352,247
Section 751 gain on sale of partnership - Reclaim						\$ 391
						\$ (16,319)
Total included in Part IV				<u>\$ 5,064,317</u>	<u>\$ 4,712,070</u>	<u>\$ 336,319</u>
Passthrough K-1 Capital Gain/(Loss) - UBI						\$ 20
Part I, Line 6a Total						<u><u>\$ 336,339</u></u>

ATTACHMENT 1FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
K-1 INC/LOSS ANDEAVOR LOGISTICS LP	-2,604.	
K-1 INC/LOSS CEDAR FAIR LP	-1,910.	1.
K-1 INC/LOSS ENERGY TRANSFER LP	-1,885.	21.
K-1 INC/LOSS ENERGY TRANSFER PARTNERS, L	-2,155.	226.
K-1 INC/LOSS ENTERPRISE PRODUCTS PARTNER	-3,490.	-83.
K-1 INC/LOSS EQM (FKA EQT) MIDSTREAM PAR	-2,143.	-28.
K-1 INC/LOSS HOLLY ENERGY PARTNERS LP	-2,911.	1.
K-1 INC/LOSS MAGELLAN MIDSTREAM PARTNERS	-383.	98.
K-1 INC/LOSS MPLX LP	-4,384.	92.
K-1 INC/LOSS NUSTAR ENERGY LP - SER A PF	3,963.	3,963.
K-1 INC/LOSS SPECTRA ENERGY PRTN LP	-2,051.	9.
K-1 INC/LOSS THE BLACKSTONE GROUP LP	1,469.	
SEC 751 GAIN ON SALE ANDEAVOR LOGISTICS	2,980.	1,304.
SEC 751 GAIN ON SALE CEDAR FAIR LP	1,570.	
SEC 751 GAIN ON SALE ENERGY TRANSFER LP	585.	
SEC 751 GAIN ON SALE ENERGY TRANSFER PAR	367.	
SEC 751 GAIN ON SALE ENTERPRISE PRODUCTS	1,269.	
SEC 751 GAIN ON SALE EQM (FKA EQT) MIDST	3,808.	
SEC 751 GAIN ON SALE HOLLY ENERGY PARTNE	1,355.	
SEC 751 GAIN ON SALE MAGELLAN MIDSTREAM	1,811.	
SEC 751 GAIN ON SALE MPLX LP	1,188.	
SEC 751 GAIN ON SALE SPECTRA ENERGY PRTN	1,386.	
TOTALS	-2,165.	5,604.

ATTACHMENT 2FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT MANAGEMENT SERVICES	61,267.	61,267.
TOTALS	<u>61,267.</u>	<u>61,267.</u>

ATTACHMENT 3FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
990-PF ESTIMATED TAX FOR 2018	4,100.
TOTALS	<u>4,100.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE FEES	30,920.		30,920.
BANK CHARGES	60.	60.	
K-1 EXP ANDEAVOR LOGISTICS LP	2.		
K-1 EXP CEDAR FAIR LP	129.		
K-1 EXP ENERGY TRANSFER LP	10.	9.	
K-1 EXP ENERGY TRANSFER PARTNE	124.	116.	
K-1 EXP ENTERPRISE PRODUCTS PA	1.		
K-1 EXP HOLLY ENERGY PARTNERS	3.		
K-1 EXP MAGELLAN MIDSTREAM PAR	6.	1.	
K-1 EXP MPLX LP	14.	1.	
K-1 EXP SPECTRA ENERGY PRTN LP	27.	4.	
K-1 EXP THE BLACKSTONE GROUP L	102.	67.	
POSTAGE/DELIVERY SERVICE	116.		116.
STATE OR LOCAL FILING FEES	85.		85.
TOTALS	31,599.	258.	31,121.

ATTACHMENT 4

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
3M CO	14,631.	17,339.
ABBOTT LABS	19,946.	31,464.
ABBVIE INC	29,854.	38,720.
ADVANCE AUTO PARTS INC	18,574.	25,823.
AIR PRODS & CHEM INC	25,598.	28,649.
ALEXANDRIA REAL ESTATE EQUITIE	26,676.	24,200.
ALLERGAN PLC	45,651.	38,628.
ALPHABET INC CL C	20,705.	26,926.
ALTRIA GROUP INC	25,194.	22,917.
AMAZON COM	26,998.	22,530.
AMC NETWORKS INC	5,057.	4,994.
AMCAP FUND, INC., CLASS F-2 SH	207,564.	180,050.
AMERICAN BALANCED FUND CLASS F	208,039.	190,936.
AMERICAN EXPRESS CO	9,096.	11,057.
AMERICAN FUNDAMENTAL INVESTORS	423,898.	365,914.
AMERICAN FUNDS EUROPACIFIC GRO	100,519.	92,822.
AMERICAN TOWER REIT INC	19,531.	26,101.
AMGEN INC	22,590.	24,528.
ANADARKO PETROLEUM CORP	22,284.	22,665.
ANHEUSER BUSCH COS INC	9,612.	5,396.
AON PLC	18,322.	26,601.
APPLE HOSPITALITY REIT INC	20,058.	15,401.
APPLE INC	35,470.	40,224.
ASML HOLDING NV NY REG SHS	7,681.	10,271.
AUTODESK, INC	9,930.	24,179.
AUTOMATIC DATA PROCESSING INC	5,819.	8,654.
BAIDU.COM - ADR	13,457.	11,419.
BB&T CP	22,788.	25,126.
BERKSHIRE HATHAWAY INC. CLASS	18,434.	25,931.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BIOMGEN INC	16,087.	16,852.
BLACKROCK INC	26,857.	29,069.
BOOKING HOLDINGS INC	19,350.	25,836.
BROADCOM INC	18,653.	33,565.
CANADIAN PACIFIC RAILWAY LTD	6,333.	6,217.
CAPITAL INCOME BUILDER CL F 2	517,094.	487,578.
CAPITAL WORLD GROWTH AND INCOM	339,121.	305,407.
CATERPILLAR INC	16,883.	20,967.
CDK GLOBAL INC	27,644.	20,014.
CELANESE CORPORATION	26,516.	26,991.
CERNER CORPORATION	16,649.	15,522.
CHEVRON CORP	28,254.	28,503.
CHUBB LIMITED	17,422.	20,540.
CISCO SYSTEMS INC	47,296.	66,772.
CITRIX SYSTEMS INC	8,290.	15,574.
COGNIZANT TECHNOLOGY SOLUTIONS	24,297.	25,138.
COMCAST CORP	78,831.	83,763.
COMPASS GROUP PLC ADR	12,961.	13,021.
CONOCOPHILLIPS	5,009.	6,048.
CONSTELLATION BRANDS INC	3,744.	3,860.
CREE, INC	4,523.	7,572.
CROWN CASTLE INTL	40,405.	47,797.
CVS CAREMARK CORP	22,992.	20,639.
DISCOVERY INC (FORMERLY DISC C	7,556.	9,055.
DOLBY LABORATORIES	5,432.	8,287.
DOLLAR TREE INC	28,985.	29,715.
EATON CORP PLC	21,811.	20,598.
EATON VANCE TX-MAN GLOBAL BUY-	21,690.	17,249.
ELI LILLY & CO	7,669.	8,100.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ENBRIDGE INC	16,503.	16,224.
EPR PROPERTIES	24,954.	27,533.
EQUINIX, INC	27,560.	21,154.
ESTEE LAUDER COMPANIES INC	6,857.	10,668.
EXXON MOBIL CORP	33,720.	27,412.
FACEBOOK INC	28,085.	29,233.
FARMLAND PARTNERS PFD SER B	11,727.	8,885.
FEDEX CORPORATION	16,091.	9,680.
FLUOR CORP	14,989.	9,757.
FREEMONT-MCMORAN COPPER & GOLD	20,035.	15,207.
GAMING AND LEISURE PROPERTIES,	27,342.	27,140.
GARRETT MOTION INC	281.	309.
GCI LIBERTY, INC.	987.	1,152.
GENTEX CORPORATION	10,417.	12,207.
GLOBAL X FDS GLOBAL X MLP ETF	132,855.	117,773.
HASBRO INC	3,540.	3,494.
HEINEKEN N V S ADR	26,109.	25,591.
HOME DEPOT INC	17,457.	24,227.
HONEYWELL INTL	40,532.	47,960.
HOSPITAL PROPERTIES TRUST	28,565.	22,686.
HP INC	6,761.	6,077.
ILLINOIS TOOL WORKS	9,446.	9,882.
IMMUNOGEN, INC	3,368.	1,810.
INCOME FUND OF AMERICA FD CL F	329,274.	315,682.
INFINEON TECH ADS	8,393.	6,077.
INTERCONTINENTAL EXCHANGE, INC	4,623.	7,081.
INTERNATIONAL GROWTH & INCOME	150,887.	139,678.
INTUITIVE SURGICAL	4,581.	10,057.
INVESTMENT CO OF AMERICA F2	167,449.	145,086.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INVITATION HOMES INC.	26,547.	23,293.
IONIS PHARMACEUTICALS INC	13,285.	19,083.
ISHARES CORE US GROWTH ETF	68,703.	65,506.
JOHNSON & JOHNSON	18,065.	22,326.
JOHNSON CONTROLS INTERNATIONAL	11,028.	10,022.
JP MORGAN CHASE	35,699.	49,884.
KANSAS CITY SOUTHERN	26,987.	25,581.
L3 TECHNOLOGIES, INC	36,586.	44,978.
LIBERTY BROADBAND CORPORATION	835.	1,149.
LIBERTY BROADBAND CORP	15,127.	14,334.
LIBERTY MEDIA CORPORATION	398.	535.
LIBERTY MEDIA CORPORATION - SE	796.	1,105.
LIBERTY SIRIUS XM CORP - SER C	4,377.	5,436.
LIBERTY SIRIUS XM GROUP - SER	2,165.	2,686.
LINDE PLC COM	10,134.	9,674.
LIONS GATE ENTERTAINMENT CORP	1,953.	1,458.
LOCKHEED MARTIN CORP	16,197.	19,114.
LOGMEIN, INC	2,122.	2,121.
LYONDELLBASELL INDUSTRIES NV	12,027.	9,730.
MARSH AND MCLENNAN COMPANIES I	13,486.	13,478.
MASTERCARD INC	8,234.	6,980.
MAXIM INTEGRATED PRODS INC	5,426.	7,221.
MCCORMICK & CO	5,388.	7,240.
MCDONALD'S CORP	35,145.	41,907.
MCKESSON CORP	20,002.	14,693.
MEDTRONIC PLC	23,542.	26,742.
MICROSOFT CORP	57,493.	98,117.
MONDELEZ INTERNATIONAL INC	3,988.	3,563.
MOTOROLA SOLUTIONS INC	8,792.	15,991.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NATL OILWELL VARCO	10,008.	7,504.
NESTLE S.A	9,767.	10,120.
NEW PERSPECTIVE FUND, CLASS F	223,612.	209,931.
NEW WORLD FUND, INC (F2)	161,417.	166,912.
NEXTERA ENERGY, INC	22,092.	31,809.
NIKE INC-CL B	6,454.	8,600.
NORTHROP GRUMMAN CORP	15,616.	12,245.
NOVARTIS AG ADR	19,182.	19,393.
NOVO NORDISK A S	13,758.	12,347.
NOW INC	5,040.	5,319.
NUANCE COMMUNICATIONS, INC	5,020.	4,062.
NUCOR CP	16,968.	18,444.
ORACLE CORP	22,212.	24,742.
PAYCHEX	14,990.	19,545.
PENTAIR INC. COM	4,856.	4,345.
PEPSICO INC	30,144.	33,034.
PFIZER INC	40,532.	51,332.
PHILIP MORRIS INTL	21,341.	17,091.
PHILLIPS 66	8,306.	6,720.
QURATE RETAIL INC QVC GROUP	10,025.	7,847.
REALTY INCOME CORP	8,729.	9,204.
RESIDEO TECHNOLOGIESINC COM	578.	658.
ROCHE HOLDING LTD ADR	10,619.	10,505.
SEAGATE TECHNOLOGY	21,624.	20,800.
SEMPRA ENERGY COM	16,566.	15,688.
SHERWIN-WILLIAMS CO	20,652.	20,853.
SIMON PPTY GROUP INC	35,103.	35,278.
STARBUCKS CORP COM	34,778.	40,379.
STATE STREET CORPORATION	33,598.	24,030.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 5 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
TE CONNECTIVITY LTD	22,669.	25,714.
TEXAS INSTRUMENTS INC	34,480.	47,817.
THE COCA-COLA CO	15,302.	17,756.
THE HERSHEY COMPANY	25,586.	26,581.
TIMKEN CO COM	25,296.	19,406.
TOTAL FINA ELF S.A	6,169.	6,053.
TRANSCANADA CORP	27,485.	19,992.
TWENTY-FIRST CENTURY FOX CL A	7,556.	10,875.
TWITTER INC	12,007.	21,066.
UNION PACIFIC	9,717.	12,994.
UNITED PARCEL SERVICE	15,568.	11,704.
UNITED TECHNOLOGIES CORP	12,074.	11,606.
UNITEDHEALTH GROUP INC	34,607.	67,013.
US BANCORP	12,992.	11,288.
VALERO ENERGY CORP	7,191.	8,022.
VANGUARD STAR FUND	193,987.	185,559.
VANGUARD TOTAL STOCK MARKET ET	59,218.	69,048.
VERISK ANALYTICS, INC	5,266.	5,779.
VERTEX PHARMCTLS INC	15,971.	25,354.
VISA INC	12,404.	19,527.
WALGREENS BOOTS ALLIANCE	24,950.	22,207.
WALT DISNEY HOLDINGS CO	6,515.	6,469.
WEATHERFORD INTL	4,662.	741.
WEC ENERGY GROUP, INC	14,902.	18,700.
WELLS FARGO & CO	20,646.	17,741.
WESTERN DIGITAL CORP	14,757.	10,093.
WESTROCK COMPANY	15,174.	10,006.
WILLIAMS COS	37,860.	26,350.
XILINX INC	14,852.	18,737.
TOTALS	<u>6,063,695.</u>	<u>6,076,318.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BANK HAPOALIM B M NY - 2.150%	100,000.	99,946.
COMENITY BANK JUMBO CD - 2.600	100,000.	99,176.
MORGAN STANLEY - 2.450% - 09/2	100,000.	99,873.
TOTALS	<u>300,000.</u>	<u>298,995.</u>

ATTACHMENT 7FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ANDEAVOR LOGISTICS LP	19,474.	20,144.
CEDAR FAIR LP	11,791.	19,393.
ENERGY TRANSFER LP	11,845.	19,022.
ENTERPRISE PRODUCTS PARTNERS L	19,588.	25,574.
EQM (FKA EQT) MIDSTREAM PARTNE	18,467.	15,138.
HOLLY ENERGY PARTNERS LP	19,212.	22,562.
MAGELLAN MIDSTREAM PARTNERS LP	8,393.	9,700.
MPLX LP	16,936.	22,119.
NUSTAR ENERGY LP - SER A PFD	38,458.	27,174.
THE BLACKSTONE GROUP LP	25,872.	23,550.
TOTALS	<u>190,036.</u>	<u>204,376.</u>

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
5,064,317.		PUBLICLY-TRADED SECURITIES					352,247.	
		4,712,070.						
		PASSTHROUGH K1 CAPITAL GAIN/(LOSS)					391.	
		SEC 751 GAIN ON SALE OF PTSHP RECLASS					-16,319.	
TOTAL GAIN (LOSS)							<u>336,319.</u>	

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

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

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
THE DOOLIN GROUP 55 SOUTH LAKE AVENUE, STE 700 PASADENA, CA 91101	INVESTMENT MGMT	61,267.
TOTAL COMPENSATION		<u>61,267.</u>

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACCURACY IN MEDIA INC 4200 WISCONSIN AVE NW STE 106 # 198 WASHINGTON, DC 20016	N/A PC	GENERAL & UNRESTRICTED	100
ADOPT A PLATOON P.O BOX 234 LOZANG, TX 78586	N/A PC	GENERAL & UNRESTRICTED	100
ALZHEIMERS DISEASE RESEARCH FOUNDATION 34 WASHINGTON ST STE 310 WELLESLEY HILLS, MA 02481	N/A PC	GENERAL & UNRESTRICTED	50
AMAZING FACTS INC 06-17-96 PO BOX 1058 ROSEVILLE, CA 95678	N/A PC	GENERAL & UNRESTRICTED	100
AMERICAN BIBLE SOCIETY 101 N INDEPENDENCE MALL E FL 8 PHILADELPHIA, PA 19106	N/A PC	GENERAL & UNRESTRICTED	100
AMERICAN FOUNDATION FOR THE BLIND INC 1401 S CLARK ST STE 730 ARLINGTON, VA 22202	N/A PC	GENERAL & UNRESTRICTED	100

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
AMERICAN INSTITUTE FOR CANCER RESEARCH 1560 WILSON BLVD STE 1000 ARLINGTON, VA 22209	N/A	PC	GENERAL & UNRESTRICTED	200
AMERICAN NATIONAL RED CROSS 2715 E AVE P PALMDALE, CA 93550	N/A	PC	VICTIMS OF THE PARADISE, CALIFORNIA FIRES	5,000
AMVETS NATIONAL SERVICE FOUNDATION 4647 FORBES BLVD LANHAM, MD 20706	N/A	PC	GENERAL & UNRESTRICTED	625
ARTHRITIS FOUNDATION INC 1355 PEACHTREE ST NE ATLANTA, GA 30309	N/A	PC	GENERAL & UNRESTRICTED	100
CAL FARLEYS BOYS RANCH 600 SW 11TH AVE AMARILLO, TX 79101	N/A	PC	GENERAL & UNRESTRICTED	107
CALIFORNIA MEDICAL ASSOCIATION ALLIANCE FOUNDATION 1201 K ST STE 800 SACRAMENTO, CA 95814	N/A	PC	WILD FIRE RELIEF CAMPAIGN SUPPORTING IMPACTED PHYSICIAN FAMILIES	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CITIZENS UNITED FOUNDATION 1006 PENNSYLVANIA AVE SE WASHINGTON, DC 20003	N/A PC		GENERAL & UNRESTRICTED	50
COLONIAL WILLIAMSBURG FOUNDATION PO BOX 1776 WILLIAMSBURG, VA 23187	N/A PC		GENERAL & UNRESTRICTED	800
CORRIE TEN BOOM - JERUSALEM PRAYER TEAM P O BOX 30000 PHOENIX, AZ 85046	N/A PC		GENERAL & UNRESTRICTED	200
COVENANT HOUSE - LOS ANGELES 1325 N WESTERN AVE LOS ANGELES, CA 90027	N/A PC		GENERAL & UNRESTRICTED	125
ENVIRONMENTAL DEFENSE FUND INCORPORATED 257 PARK AVE S NEW YORK, NY 10010	N/A PC		ONE TIME CONTRIBUTION TOWARDS THE MONARCH ACRE ADOPTION FUND	100
EPILEPSY FOUNDATION OF AMERICA 8301 PROFESSIONAL PL LANDOVER, MD 20785	N/A PC		GENERAL & UNRESTRICTED	50

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
FEED THE CHILDREN INC 333 N MERIDIAN AVE OKLAHOMA CITY, OK 73107	N/A PC		GENERAL & UNRESTRICTED	200
FOOD FOR THE POOR INC 6401 LYONS RD COCONUT CREEK, FL 33073	N/A PC		GENERAL & UNRESTRICTED	100
GENERAL CONFERENCE OF SEVENTH DAY ADVENTIST - ADVE 11291 PIERCE ST RIVERSIDE, CA 92505	N/A PC		GENERAL & UNRESTRICTED	450
GIRL SCOUTS OF GREATER LOS ANGELES 1150 S OLIVE ST STE 600 LOS ANGELES, CA 90015	N/A PC		GENERAL & UNRESTRICTED	50
GLENDALÉ ADVENTIST ACADEMY AND ELEMENTARY SCHOOL 1 700 KIMLIN DR GLENDALÉ, CA 91206	N/A PC		GENERAL & UNRESTRICTED	105,000
GLENDALÉ ADVENTIST MEDICAL CENTER 1509 WILSON TER GLENDALÉ, CA 91206	N/A PC		COMPASSION IN ACTION - MISSION ARMENIA FUND	250

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
GLENDALÉ ADVENTIST MEDICAL CENTER 1509 WILSON TER GLENDALÉ, CA 91206	N/A	PC	PLAY-TO-LEARN CENTER OF THE ADVENTIST HEALTH GLENDALÉ FOUNDATION PROGRAM	500
GLENDALÉ ADVENTIST MEDICAL CENTER 1509 WILSON TER GLENDALÉ, CA 91206	N/A	PC	CHARITABLE EVENT	15,000
GLENDALÉ ADVENTIST MEDICAL CENTER 1509 WILSON TER GLENDALÉ, CA 91206	N/A	PC	CHARITABLE EVENT	600
GLENDALÉ ADVENTIST MEDICAL CENTER 1509 WILSON TER GLENDALÉ, CA 91206	N/A	PC	FUND-A-NEED HOLOGIC SELENIA DIMENSIONS MAMMOGRAPHY SYSTEM OF THE ADVENTIST HEALTH GLENDALÉ FOUNDATION	25,000
GLENDALÉ ADVENTIST MEDICAL CENTER 1509 WILSON TER GLENDALÉ, CA 91206	N/A	PC	CANCER CARE GUILD OCTOBER 21ST FUNDRAISER	1,000
GLENDALÉ ADVENTIST MEDICAL CENTER 1509 WILSON TER GLENDALÉ, CA 91206	N/A	PC	FEBRUARY 9TH CHARITABLE EVENT TO THE BENEFIT OF THE GUILD AT ADVENTIST HEALTH GLENDALÉ FOUNDATION	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GLENDALÉ ADVENTIST MEDICAL CENTER 1509 WILSON TER GLENDALÉ, CA 91206	N/A PC		GARDEN AT GLENDALÉ ADVENTIST MEDICAL CENTER	5,000
GLENDALÉ ADVENTIST MEDICAL CENTER 1509 WILSON TER GLENDALÉ, CA 91206	N/A PC		LIGHT UP A LIFE 2018 PROGRAM	250
GLENDALÉ POLICE OFFICERS FOUNDATION PO BOX 245 GLENDALÉ, CA 91209	N/A PC		GENERAL & UNRESTRICTED	250
GOSPEL OUTREACH 712 NE C ST COLLEGE PLACE, WA 99124	N/A PC		GENERAL & UNRESTRICTED	250
GUIDE DOGS FOR THE BLIND INC 350 LOS RANCHITOS RD SAN RAFAEL, CA 94903	N/A PC		GENERAL & UNRESTRICTED	100.
HEART CENTER OF AMERICA INC 2902 TAZEWELL PIKE STE G KNOXVILLE, TN 37918	N/A PC		GENERAL & UNRESTRICTED	100

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

ATTACHMENT 10 (CONT'D)			
RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HERITAGE FOUNDATION 214 MASSACHUSETTS AVE NE WASHINGTON, DC 20002	N/A PC	GENERAL & UNRESTRICTED	600
HOPE CHANNEL INC 12501 OLD COLUMBIA PIKE SILVER SPRING, MD 20904	N/A PC	GENERAL & UNRESTRICTED	250,000
HOPE CHANNEL INC 12501 OLD COLUMBIA PIKE SILVER SPRING, MD 20904	N/A PC	SUPPORT OF ALL MINISTRIES OF HOPE CHANNEL FUND	250,000
HOPE OF THE VALLEY RESCUE MISSION PO BOX 7609 MISSION HILLS, CA 91346	N/A PC	GENERAL & UNRESTRICTED	150
HOPE SCHOOL 15 E HAZEL DELL LN SPRINGFIELD, IL 62712	N/A PC	GENERAL & UNRESTRICTED	100
IT IS WRITTEN INC PO BOX 6 CHATTANOOGA, TN 37401	N/A PC	GENERAL & UNRESTRICTED	400

ATTACHMENT 10 (CONT'D)

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
JUDICIAL WATCH INC 425 3RD ST SW STE 800 WASHINGTON, DC 20024	N/A	PC	GENERAL & UNRESTRICTED	100
LA SIERRA UNIVERSITY 4500 RIVERWALK PKWY RIVERSIDE, CA 92505	N/A	PC	EMERGENCY STUDENT AID FUND	1,000
LOMA LINDA UNIVERSITY MEDICAL AUXILIARY 11245 ANDERSON ST STE 230 LOMA LINDA, CA 92354	N/A	PC	AUXILIARY SCHOLARSHIP FUND	500
LOS ANGELES MISSION FOUNDATION 303 E 5TH ST LOS ANGELES, CA 90013	N/A	SO I	GENERAL & UNRESTRICTED	100
LOS ANGELES REGIONAL FOOD BANK 1734 E 41ST ST VERNON, CA 90058	N/A	PC	GENERAL & UNRESTRICTED	50
MARANATHA VOLUNTEERS INTERNATIONAL FOUNDATION INC 990 RESERVE DR STE 100 ROSEVILLE, CA 95678	N/A	SO I	CHURCHES IN SANTA CRUZ, BOLIVIA	50

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MARANATHA VOLUNTEERS INTERNATIONAL FOUNDATION INC 990 RESERVE DR STE 100 ROSEVILLE, CA 95678	N/A SO I	TO HELP IN A LARGER EFFORT TO BUILD CHURCHES FOR CONGREGATIONS WITHOUT A PLACE TO WORSHIP	120
MARANATHA VOLUNTEERS INTERNATIONAL FOUNDATION INC 990 RESERVE DR STE 100 ROSEVILLE, CA 95678	N/A SO I	FOR SANTA CRUZ, BOLIVIA	100
MARCH OF DIMES FOUNDATION 700 N BRAND BLVD STE 950 GLENDALE, CA 91203	N/A PC	GENERAL & UNRESTRICTED	50
MARCH OF DIMES FOUNDATION 700 N BRAND BLVD STE 950 GLENDALE, CA 91203	N/A PC	2018 CALIFORNIA APPEAL OF THE MARCH OF DIMES INITIATIVE	50
MERCY SHIPS PO BOX 1930 LINDALE, TX 75771	N/A PC	GENERAL & UNRESTRICTED	100
MOTHERS AGAINST DRUNK DRIVING 511 E JOHN CARPENTER FREEWAY STE 70 IRVING, TX 75062	N/A PC	GENERAL & UNRESTRICTED	100

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MUSCULAR DYSTROPHY ASSOCIATION 222 S RIVERSIDE PLZ, STE 1500 CHICAGO, IL 60606	N/A PC	GENERAL & UNRESTRICTED	50
MUTTS WITH A MISSION PO BOX 4147 SUFFOLK, VA 23439	N/A PC	GENERAL & UNRESTRICTED	100
NATIONAL FEDERATION OF THE BLIND OF CALIFORNIA INC 8484 CRESCENT DR LOS ANGELES, CA 90046	N/A PC	GENERAL & UNRESTRICTED	200
NATIONAL LAW ENFORCEMENT OFFICERS MEMORIAL FUND IN 901 E ST NW STE 100 WASHINGTON, DC 20004	N/A PC	GENERAL & UNRESTRICTED	100
NATIONAL LAW ENFORCEMENT OFFICERS MEMORIAL FUND IN 901 E ST NW STE 100 WASHINGTON, DC 20004	N/A PC	CALIFORNIA LAW ENFORCEMENT ANNUAL DRIVE FUND	100
NATIONAL LAW ENFORCEMENT OFFICERS MEMORIAL FUND IN 901 E ST NW STE 100 WASHINGTON, DC 20004	N/A PC	GLENDALE AREA ANNUAL DRIVE FUND	100

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL WORLD WAR II MUSEUM INC 945 MAGAZINE ST NEW ORLEANS, LA 70130	N/A PC		GENERAL & UNRESTRICTED	100
OUR LADY OF LOURDES CHURCH 7344 APPERSON ST TUJUNGA, CA 91402	N/A PC		ADOPT-A-STUDENT PROGRAM GIVING LEVEL AT OUR LADY OF LOURDES SCHOOL	250
QUIET HOUR PO BOX 3000 REDLANDS, CA 92373	N/A PC		GENERAL & UNRESTRICTED	100
SAN FERNANDO VALLEY ACADEMY 17601 LASSEN ST NORTHridge, CA 91325	N/A PC		CHILD DEVELOPMENT CENTER RUN BY MRS ALMA WESLEY	2,500
SHRINERS HOSPITALS FOR CHILDREN 2900 ROCKY POINT DR TAMPA, FL 33607	N/A PC		GENERAL & UNRESTRICTED	200
SMITHSONIAN INSTITUTION PO BOX 37012, MRC 705 WASHINGTON, DC 20013	N/A PC		GENERAL & UNRESTRICTED	100

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION STATUS OF RECIPIENT			
SOLDIER STRONG INC 1127 HIGH RIDGE RD STAMFORD, CT 06905	N/A PC		GENERAL & UNRESTRICTED	100
STUDENTS FOR LIFE OF AMERICA INC 4755 JEFFERSON DAVIS HWY FREDERICKSBRG, VA 22408	N/A PC		GENERAL & UNRESTRICTED	50
THREE ANGELS BROADCASTING NETWORK INC PO BOX 220 W FRANKFORT, IL 62896	N/A PC		GENERAL & UNRESTRICTED	100
UNION RESCUE MISSION 545 S SAN PEDRO ST LOS ANGELES, CA 90013	N/A PC		GENERAL & UNRESTRICTED	250
UNITED STATES FUND FOR UNICEF 125 MAIDEN LN 10TH FLR NEW YORK, NY 10038	N/A PC		GENERAL & UNRESTRICTED	100
VALLEJO DRIVE CHURCH 300 VALLEJO DR GLENDALE, CA 91206	N/A PC		GENERAL & UNRESTRICTED	1,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 10 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
VALLEJO DRIVE CHURCH 300 VALLEJO DR GLENDALE, CA 91206	N/A PC	UPGRADING CHURCH FACILITIES	100,000
WORLD VISION PO BOX 9716 FEDERAL WAY, WA 98063	N/A PC	INITIATIVE TO PROVIDE FARM ANIMALS TO NEEDY FAMILIES	250
YORBA LINDA 5TH WARD A CONGREGATION OF THE CHURCH 20490 VIA CANARIAS YORBA LINDA, CA 92887	N/A PC	BIBLE STUDY CAMP FOR GIRLS - HELP FOR THOSE WHO CANNOT PAY	500
TOTAL CONTRIBUTIONS PAID			773,827

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 11

DESCRIPTION	BUSINESS CODE	EXCLUSION		RELATED OR EXEMPT FUNCTION INCOME	
		AMOUNT	CODE	AMOUNT	
K-1 INC/LOSS	525990	-24,088.	14	5,604.	
SEC 751 GAIN ON SALE OF PTSHP	525990	16,319.			
TOTALS		<u>-7,769.</u>		<u>5,604.</u>	