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DLN: 93491288015070

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 12-01-2018, and ending 11-30-2019

Name of foundation THE MICHELSON FOUND ANIMALS FOUNDATION INC		A Employer identification number 20-3944602	
% COURTNEY TREWEEK			
Number and street (or P.O. box number if mail is not delivered to street address) 3000 S ROBERTSON BLVD SUITE 105	Room/suite	B Telephone number (see instructions) (310) 806-9700	
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90034		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here..... <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ... <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 13,120,893	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I

Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	12,121,464		
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B			
	3 Interest on savings and temporary cash investments	1,629	1,629	1,629
	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)		0	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances	5,783,296		
b Less: Cost of goods sold	2,444,132			
c Gross profit or (loss) (attach schedule)	3,339,164		3,339,164	
11 Other income (attach schedule)	23,449	23,449	23,449	
12 Total. Add lines 1 through 11	15,485,706	25,078	3,364,242	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	236,628		236,628
	14 Other employee salaries and wages	4,786,380		1,299,883
	15 Pension plans, employee benefits	1,185,163		349,811
	16a Legal fees (attach schedule)	80,846	0	242
	b Accounting fees (attach schedule)	89,430	0	2,904
	c Other professional fees (attach schedule)	1,700,170		166,283
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	81,694		43,987
	19 Depreciation (attach schedule) and depletion	586,992		161,884
	20 Occupancy	559,331		28,845
	21 Travel, conferences, and meetings	169,901		10,065
	22 Printing and publications	51,984		6,434
	23 Other expenses (attach schedule)	2,562,043		551,008
	24 Total operating and administrative expenses. Add lines 13 through 23	12,090,562	0	2,621,346
	25 Contributions, gifts, grants paid	1,723,095		
	26 Total expenses and disbursements. Add lines 24 and 25	13,813,657	0	2,621,346
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses and disbursements	1,672,049		
	b Net investment income (if negative, enter -0-)		25,078	
c Adjusted net income (if negative, enter -0-)			742,896	

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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	2,029,118	3,718,074	3,718,074
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ <u>278,538</u>			
	Less: allowance for doubtful accounts ▶ <u>17,217</u>	391,308	261,321	261,321
	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	573,824	313,066	313,066
	9 Prepaid expenses and deferred charges	71,606	172,703	172,703
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	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 ▶ <u>9,230,333</u>				
Less: accumulated depreciation (attach schedule) ▶ <u>2,047,201</u>	7,693,495	7,183,132	7,183,132	
15 Other assets (describe ▶ _____)	564,793	1,472,597	1,472,597	
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	11,324,144	13,120,893	13,120,893	
Liabilities	17 Accounts payable and accrued expenses	1,185,039	918,151	
	18 Grants payable	58,873	189,556	
	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 ▶ _____)	1,499,223	1,620,521	
	23 Total liabilities (add lines 17 through 22)	2,743,135	2,728,228	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	8,581,009	10,392,665	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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)	8,581,009	10,392,665	
	31 Total liabilities and net assets/fund balances (see instructions) .	11,324,144	13,120,893	

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	8,581,009
2 Enter amount from Part I, line 27a	2	1,672,049
3 Other increases not included in line 2 (itemize) ▶ _____	3	139,607
4 Add lines 1, 2, and 3	4	10,392,665
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	10,392,665

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
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) <div style="float: right; border-left: 1px solid black; padding-left: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	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	12,152,451	2,888,841	4.206687
2016	9,263,999	2,492,008	3.717484
2015	9,477,346	2,642,622	3.586342
2014	9,825,416	2,816,459	3.488571
2013	11,271,032	2,265,430	4.975229

2 Total of line 1, column (d)	19.974313
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	3.994863
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	2,274,921
5 Multiply line 4 by line 3	9,087,998
6 Enter 1% of net investment income (1% of Part I, line 27b)	251
7 Add lines 5 and 6	9,088,249
8 Enter qualifying distributions from Part XII, line 4	11,762,922

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	251
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	251
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	251
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	4,966
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	4,966
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	4,715
11	Enter the amount of line 10 to be: Credited to 2019 estimated tax ▶ 4,715 Refunded ▶	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ See Additional Data Table		
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	Yes
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 ► <u>WWW.FOUNDANIMALS.ORG</u>	13	Yes	
14	The books are in care of ► <u>COURTNEY TREWEEK</u> Telephone no. ► <u>(310) 806-9700</u>			

Located at ► 3000 S ROBERTSON BLVD SUITE 105 LOS ANGELES CAZIP+4 ► 90034

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ► <input type="checkbox"/>			
	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.**

		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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>	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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/>	3b	
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)

5a	During the year did the foundation pay or incur any amount to:		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
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 during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
GARY KARLIN MICHELSON MD 11755 WILSHIRE BLVD SUITE 1400 LOS ANGELES, CA 90025	PRESIDENT/DIRECTOR 0.0	0	0	0
AIMEE GILBREATH 3000 S ROBERTSON BLVD SUITE 105 LOS ANGELES, CA 90034	VICE PRESIDENT, EXECUTIVE DIR. 40.0	236,628	31,971	0
DAVID COHEN 11755 WILSHIRE BLVD SUITE 1400 LOS ANGELES, CA 90025	CFO/SECRETARY 0.0	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
BRIAN CHASE 3000 S ROBERTSON BLVD LOS ANGELES, CA 90034	GENERAL COUNSEL 40.0	160,439	31,744	0
DIANE KUYOONJIAN 3000 S ROBERTSON BLVD LOS ANGELES, CA 90034	CHIEF MARKETING OFR. 40.0	188,154	13,254	0
DENNIS PHILLIPS 3000 S ROBERTSON BLVD LOS ANGELES, CA 90034	COO 32.0	168,920	28,486	0
BRETT YATES 3000 S ROBERTSON BLVD LOS ANGELES, CA 90034	CHIEF OF STAFF 40.0	169,574	29,249	0
DENISSE COBIAN 3000 S ROBERTSON BLVD LOS ANGELES, CA 90034	VP MARKETING & REV 40.0	165,453	17,409	0
Total number of other employees paid over \$50,000.				31

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
Prosum INC 2201 PARK PLACE SUITE 102 EL SEGUNDO, CA 90245	IT SERVICES	829,738
HOLTHOUSE CARLIN & VAN TRIGT LLP 11444 W OLYMPIC BLVD 11TH FLOOR LOS ANGELES, CA 90064	TAX & AUDIT SERVICES	89,430
ANSWERING SERVICE CARE 541 SOUTH STATE ROAD SUITE 7 MARGATE, FL 33068	CALL CENTER	164,680
RGA Media Group Inc 12777 W Jefferson Blvd 101 LOS ANGELES, CA 90066	CONSULTING	333,334
Crafted Communications LLC 11835 West Olympic Blvd Suite 106 LOS ANGELES, CA 90064	MARKETING/CONSULTING	167,117

Total number of others receiving over \$50,000 for professional services. **2**

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 START-UP ACCELERATOR PROGRAM PROVIDES SUPPORT AND ENGAGES WITH PROMISING EARLY-STAGE AND GROWTH-STAGE START-UP COMPANIES WITH A FOCUS ON PET HEALTH, PRODUCTS AND SERVICES.	1,047,528
2 PROGRAM PROVIDES FUNDING, INCLUDING STRATEGIC AND OPERATIONAL SUPPORT, PROVIDED FOR LOW COST PET SPAY/NEUTER AND VETERINARIAN CLINICS IN THE SOUTHERN CALIFORNIA AREA.	2,058,680
3 ADOPTION PROGRAMS INCLUDE THE OPERATIONS OF THE ADOPT & SHOP CENTERS, SHELTER EVENTS AND OTHER ADOPTION PROMOTIONS, ALONG WITH TRAINING PROGRAMS FOR VOLUNTEERS & SHELTER STAFF.	4,315,981
4 MICROCHIP PROGRAM INCLUDES R&D COSTS TO IMPROVE MICROCHIP TECHNOLOGY TO ENSURE PROPER ID AND RETURN OF LOST PETS AND SALE/DONATION OF MICROCHIPS TO ANIMAL ORGANIZATIONS.	3,870,498

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 CONV. NOTE - WUF LLC - BUILD A GLOBAL COMMUNITY OF DOG LOVERS BY CREATING EVENTS AND ONLINE EXPERIENCES THAT CELEBRATE THE HUMAN-DOG BOND.	100,000
2 SHARES & CONV. NOTE - PET PARENT - STREAMLINES THE PET ADOPTION PROCESS BY PROVIDING A COMMON APPLICATION THAT POTENTIAL ADOPTERS CAN SUBMIT TO MULTIPLE RESCUES.	200,429
All other program-related investments. See instructions.	540,000
3 	840,429
Total. Add lines 1 through 3	840,429

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	2
b	Average of monthly cash balances.	1b	2,309,562
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,309,564
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	0
3	Subtract line 2 from line 1d.	3	2,309,564
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	34,643
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,274,921
6	Minimum investment return. Enter 5% of line 5.	6	113,746

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

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	10,845,863
b	Program-related investments—total from Part IX-B.	1b	840,429
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	76,630
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	11,762,922
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	251
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	11,762,671

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				0
2 Undistributed income, if any, as of the end of 2018:				
a Enter amount for 2017 only.			0	
b Total for prior years: 2016, 2015, 2014		0		
3 Excess distributions carryover, if any, to 2018:				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4: ► \$ <u>0</u>				
a Applied to 2017, but not more than line 2a			0	
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.				
e Remaining amount distributed out of corpus	0			
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:	0			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b. Taxable amount—see instructions.		0		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount—see instructions.			0	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019.				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).				
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.	0			
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.	0			

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. 2007-01-10

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

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	113,746	144,442	124,600	132,131	514,919
b 85% of line 2a	96,684	122,776	105,910	112,311	437,681
c Qualifying distributions from Part XII, line 4 for each year listed	11,762,922	12,152,484	9,263,999	9,477,346	42,656,751
d Amounts included in line 2c not used directly for active conduct of exempt activities	1,723,095	1,508,282	1,529,825	1,175,428	5,936,630
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	10,039,827	10,644,202	7,734,174	8,301,918	36,720,121
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets				0	0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.	75,831	96,295	83,067	88,087	343,280
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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).)
See Additional Data Table

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

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	

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
Enter gross amounts unless otherwise indicated.				
1 Program service revenue:				
a ADOPT & SHOP				888,340
b MICROCHIPS				2,419,040
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	1,629	
4 Dividends and interest from securities.				
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				
9 Net income or (loss) from special events:				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue:				
a INTEREST INCOME - PRIS		14	23,449	
b WEBSITE REFERRAL INCOME	541800	31,784		
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e).				
	31,784		25,078	3,307,380
13 Total. Add line 12, columns (b), (d), and (e). 13 3,364,242				

[illegible]

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)	No
(2) Other assets.		1a(2)	No
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization.		1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)	No
(3) Rental of facilities, equipment, or other assets.		1b(3)	No
(4) Reimbursement arrangements.		1b(4)	No
(5) Loans or loan guarantees.		1b(5)	No
(6) Performance of services or membership or fundraising solicitations.		1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c	No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[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
GK MICHELSON	501(C)(4)	SAME SUBSTANTIAL CONTRIBUTOR &

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.

2020-10-15

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	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P01231617
	Stephanie Wilkinson				
	Firm's name ► HOLTHOUSE CARLIN & VAN TRIGT LLP				Firm's EIN ►
	Firm's address ► 3011 TOWNSGATE ROAD SUITE 400 WESTLAKE VILLAGE, CA 91361				Phone no. (805) 374-8555

Form 990PF Part VII-A Line 8a

Enter the states to which the foundation reports or with which it is registered:	AL, AZ, CA, CO, CT, FL, GA, HI, ID, IL, IN, IA, KS, KY, LA, ME, MD, MA, MI, MN, MS, MO, MT, NE, NV, NH, NJ, NM, NY, NC, ND, OH, OK, OR, PA, RI, SC, TN, TX, UT, VA, WA, WV, WI, WY
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Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

GARY KARLIN MICHELSON MD
KARLIN ASSET MANAGEMENT INC
11755 WILSHIRE BLVD SUITE 1400
LOS ANGELES CA 90025

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>				
FIXNATION INCPO BOX 26 WOODLAND HILLS, CA 91365	NONE	PC	Spay/Neuter	125,000
VOICE FOR THE ANIMALS 2633 LINCOLN BLVD 202 SANTA MONICA, CA 90405	NONE	PC	Animal Assistance Hotline	7,500
THE STAND FOUNDATION INC PO BOX 5921 SHERMAN OAKS, CA 91413	NONE	PC	SPAY/NEUTER	27,851
Total ▶ 3a				1,723,095

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>				
KITTY BUNGALOW CHARM SCHOOL 2032 West Martin Luther King Jr Bl LOS ANGELES, CA 90062	NONE	PC	SPAY/NEUTER & ADOPTION	27,500
SPAY4LA INC 3000 SOUTH ROBERTSON BLVD SUITE 1 LOS ANGELES, CA 90034	NONE	PC	SPAY/NEUTER	150,000
Animal Care League1011 Garfield Street Oak Park, IL 60304	NONE	PC	2019 Fund The Shelters Challenge Winner	25
Total ▶ 3a				1,723,095

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>				
STRAY CAT ALLIANCEPO BOX 661277 LOS ANGELES, CA 90066	NONE	PC	2019 Fund The Shelters Challenge Winner / SPAY/NEUTER & ADOPTION	272,350
FUNDAVPAZCarrera 4B N 72A Colo Cali CO	NONE	PC	ANIMAL SANCTUARY SUPPORT	25,000
HOME DOG LA 8383 WILSHIRE BLVD SUITE 400 BEVERLY HILLS, CA 90211	NONE	PC	PET SURRENDER PREVENTION	27,482
Total ▶ 3a				1,723,095

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>				
KITTEN RESCUE3519 CASITAS AVE LOS ANGELES, CA 90039	NONE	PC	SPAY/NEUTER & ADOPTION	5,000
Animal Grantmakers 1706 Lower Elwha Road Port Angeles, WA 98363	NONE	PC	Animal Welfare	2,500
VERMONT COMPANION ANIMAL NEUTERING INC 19A BAILEY MEADOW ROAD MIDDLESEX, VT 05602	NONE	PC	2019 Fund The Shelters Challenge Winner	1,775
Total ▶ 3a				1,723,095

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>				
DESERT LABRADOR RETRIEVER RESCUE INC PO BOX 10575 GLENDALE, AZ 85318	NONE	PC	2019 Fund The Shelters Challenge Winner	2,500
SPAY NEUTER PROJECT OF LA - SAN PEDRO 957 N GAFFEY STREET SAN PEDRO, CA 90731	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$5,540 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: VARIOUS	13,365
CULVER CITY CHAMBER OF COMMERCE 6000 SEPULVEDA BLVD 1260 CULVER CITY, CA 90230	NONE	GOV	ANIMAL WELFARE	1,500
Total ► 3a				1,723,095

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>				
Arizona Community Foundation 2201 E Camelback Road 405B Phoenix, AZ 85016	NONE	PC	2019 Fund The Shelters Challenge Winner	1,500
Austin Pets Alive 1156 W Cesar Chavez St Austin, TX 78703	NONE	PC	2019 Fund The Shelters Challenge Winner	2,550
Brick City Rescue Inc 328 Boonton Turnpike Lincoln Park, NJ 07035	NONE	PC	2019 Fund The Shelters Challenge Winner	50
Total ▶ 3a				1,723,095

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>				
California Community Foundation 221 S Figueroa Street Suite 400 Los Angeles, CA 90012	NONE	PC	Wildfire Relief	550
THE RESCUE TRAIN 11271 VENTURA BLVD 405 STUDIO CITY, CA 91604	NONE	PC	PET SURRENDER PREVENTION	48,613
HEAVEN ON EARTH SOCIETY FOR ANIMALS INC 7342 FULTON AVENUE NORTH HOLLYWOOD, CA 91605	NONE	PC	SPAY/NEUTER & ADOPTION	5,000
Total ▶ 3a				1,723,095

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>				
Cat Adoption Team 14175 SW Galbreath Drive Sherwood, OR 97140	NONE	PC	2019 Fund The Shelters Challenge Winner	1,500
FORT COLLINS CAT RESCUE AND SPAYNEUTER CLINIC 2321 EAST MULBERRY ST ROOM 1 FORT COLLINS, CO 80524	NONE	PC	2019 Fund The Shelters Challenge Winner	16,250
HUMAN ANIMAL BOND RESEARCH FOUNDATION 225 High Ridge Road Suite W200 Stamford, CT 06905	NONE	PC	PET-PERSON BOND RESEARCH	25,000
Total ▶ 3a				1,723,095

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>				
Clark University950 Main Street Worcester, MA 01610	NONE	PC	TNR Research	1,000
PAWS FOR LIFE RESCUE 318 JOHN R ROAD 244 TROY, MI 48083	NONE	PC	2019 Fund The Shelters Challenge Winner	3,125
REMEMBERING RUTHIE RESCUE INC 3188 Clarks Creek Road Martin, GA 30557	none	PC	2019 Fund The Shelters Challenge Winner	3,275
Total ▶ 3a				1,723,095

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>				
SECOND CITY CANINE RESCUE PO BOX 721094 ROSELLE, IL 60172	NONE	PC	2019 Fund The Shelters Challenge Winner	4,025
SIMI VALLEY NONPROFIT SPAY AND NEUTER CLINIC INC 1659 E LOS ANGELES AVE SIMI VALLEY, CA 93065	NONE	PC	SPAY/NEUTER	50,019
THE PET CARE FOUNDATION PO Box 55544 Valencia, CA 91385	NONE	PC	SPAY/NEUTER & ADOPTION	1,000
Total ▶ 3a				1,723,095

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SPAY NEUTER PROJECT OF LOS ANGELES INC 957 N GAFFEY STREET SAN PEDRO, CA 70510	NONE	PC	Spay/Neuter	105,000
Fancy Cats & Dogs Rescue Team PO Box 182 Herndon, VA 20172	NONE	PC	2019 Fund The Shelters Challenge Winner	200
Farm SanctuaryPO Box 150 Watkins, NY 14891	NONE	PC	Animal Sanctuary Support	25,000
Total ▶ 3a				1,723,095

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>				
Feral Cat Program of Georgia Inc 7250 Bannister Road Cumming, GA 30028	NONE	PC	2019 Fund The Shelters Challenge Winner	75
Pets Alive363 Derby Road Middletown, NY 10940	NONE	PC	2019 Fund The Shelters Challenge Winner	4,075
Francisvale Home for Smaller Animals 328 Upper Gulph Road Radnor, PA 19087	NONE	PC	2019 Fund The Shelters Challenge Winner	500
Total ▶ 3a				1,723,095

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>				
Protection of Animals in Wakefield Society Inc 383R Lowell Street Wakefield, MA 01880	NONE	PC	2019 Fund The Shelters Challenge Winner	375
Friends of Chicago Animal Care & Control PO Box 4414 Chicago, IL 60680	NONE	PC	2019 Fund The Shelters Challenge Winner	5,500
Greater Birmingham Humane Society 300 Snow Drive Birmingham, AL 35209	NONE	PC	2019 Fund The Shelters Challenge Winner	325
Total ▶ 3a				1,723,095

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>				
Heartland Animal Shelter NFP 2975 Milwaukee Avenue Northbrook, IL 60062	NONE	PC	2019 Fund The Shelters Challenge Winner	1,050
The Petco Foundation 654 Richland Hills Drive San Antonio, TX 78245	NONE	PC	SPAY/NEUTER & ADOPTION	50,000
Help Save Pets24020 West Riverwalk Plainfield, IL 60544	NONE	PC	2019 Fund The Shelters Challenge Winner	25
Total ▶ 3a				1,723,095

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>				
Housing Equality & Advocacy Resource Team 739 N Vendome Street 6 Los Angeles, CA 90026	NONE	PC	Homeless Pets Education & Resource Clinics	5,000
Saving Southern Kitties 409 Sugar Maple Drive Tega Cay, SC 29708	NONE	PC	2019 Fund The Shelters Challenge Winner	1,175
Houston Pets AlivePO Box 36128 Houston, TX 77236	NONE	PC	2019 Fund The Shelters Challenge Winner	1,575
Total ▶ 3a				1,723,095

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>				
Animal Care SanctuaryPO Box A East Smithfield, PA 18817	NONE	PC	2019 Fund The Shelters Challenge Winner	225
Animal House Pet & Grooming 2200 North Taft Hill Road Fort Collins, CO 80524	NONE	PC	2019 Fund The Shelters Challenge Winner	4,000
Humane Animal Rescue 6926 Hamilton Avenue Pittsburgh, PA 15208	NONE	PC	2019 Fund The Shelters Challenge Winner	25
Total ▶ 3a				1,723,095

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>				
Humane Society of Northwest Indiana Inc 6100 Melton Road Gary, IN 46403	NONE	PC	2019 Fund The Shelters Challenge Winner	500
Australian Cattle Dog Rescue Association 139 McClure Road Cheswick, PA 15024	NONE	PC	2019 Fund The Shelters Challenge Winner	175
Humane Society of West Michigan 3077 Wilson NW Grand Rapids, MI 49534	NONE	PC	HSUS Competition Winner	500
Total ▶ 3a				1,723,095

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>				
Humane Society of Rochester And Monroe County 99 Victor Road Fairport, NY 14450	NONE	PC	HSUS Competition Winner	500
Lucky Lab Rescue & Adoption 10594 N 150 E Lewisville, IN 47352	NONE	PC	2019 Fund The Shelters Challenge Winner	1,525
Mid Hudson Animal Aid Inc 54 Simmons Lane Beacon, NY 12508	NONE	PC	2019 Fund The Shelters Challenge Winner	50
Total ▶ 3a				1,723,095

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>				
Much Love Animal Rescue PO Box 341721 Los Angeles, CA 90034	NONE	PC	2019 Fund The Shelters Challenge Winner	50
FRIENDS TO THE FORLORN PITBULL RESCUE INC 112 Bainbridge Drive Dallas, GA 30132	NONE	PC	2019 Fund The Shelters Challenge Winner	39,525
New York Bully Crew Inc 1457 Montauk Highway Patchogue, NY 11772	NONE	PC	2019 Fund The Shelters Challenge Winner	12,325
Total ▶ 3a				1,723,095

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>				
CITY OF LOS ANGELES ANIMAL SERVICES 221 N FIGUEROA STREET SUITE 600 LOS ANGELES, CA 90012	NONE	GOV	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$51,069 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE 5) DATE OF THE GIFT: VARIOUS	123,750
Pasadena Humane Society & SPCA 361 South Raymond Avenue Pasadena, CA 91105	NONE	PC	2019 Fund The Shelters Challenge Winner	25
Passion 4 Paws Company 53 Webster Lane Shelburne, VT 05482	NONE	PC	2019 Fund The Shelters Challenge Winner	1,500
Total ▶ 3a				1,723,095

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>				
Happy Homes Animal Rescue Inc 26 Yellowstone Drive Old Bridge, NJ 08857	NONE	PC	2019 Fund The Shelters Challenge Winner	1,500
Spay Neuter Project of LA - South LA 3612 11TH AVENUE LOS ANGELES, CA 90018	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$3,744 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: VARIOUS	9,054
Preventing Euthanasia Through Rescue 2527 Carmel Street Oakland, CA 94602	NONE	PC	2019 Fund The Shelters Challenge Winner	8,000
Total ▶ 3a				1,723,095

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>				
Philly Bully Team7157 Bryan Street Philadelphia, PA 19119	NONE	PC	2019 Fund The Shelters Challenge Winner	1,825
FIXNATION INCPO BOX 26 WOODLAND HILLS, CA 91365	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$10,291 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: VARIOUS	24,998
Rescued Pets Movement Inc 3139 W Holcombe Blvd 135 Houston, TX 77025	NONE	PC	2019 Fund The Shelters Challenge Winner	21,725
Total ▶ 3a				1,723,095

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>				
Save-A-Pet IncPO Box 266 Grayslake, IL 60030	NONE	PC	2019 Fund The Shelters Challenge Winner	500
Stray Rescue of St Louis 2320 Pine Street Saint Louis, MO 63103	NONE	PC	2019 Fund The Shelters Challenge Winner	3,000
Super Heroes in Ripped Jeans Inc 697 Winney Hill Road Oneonta, NY 13820	NONE	PC	2019 Fund The Shelters Challenge Winner	1,100
Total ▶ 3a				1,723,095

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>				
FieldHaven Feline Center 2754 Ironwood Lane Lincoln, CA 95648	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$1,212 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: VARIOUS	2,970
Latino Alliance for Animal Care Foundation PO Box 44342 Panorama City, CA 91412	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$204 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: VARIOUS	495
Palm Valley Animal Center 2501 W Trenton Road Edinburg, TX 78539	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$6,110 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: 06/13/2019	14,850
Total ▶ 3a				1,723,095

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>				
SPAY NEUTER PROJECT OF LA - MISSION HILLS 15321 BRAND BLVD MISSION HILLS, CA 91345	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$3,660 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: VARIOUS	8,910
SPAY4LA INC 3000 SOUTH ROBERTSON BLVD SUITE 1 LOS ANGELES, CA 90034	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$5,132 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: VARIOUS	12,528
Palm Valley Animal Center 2501 W Trenton Road Edinburg, TX 78539	NONE	PC	(1) DESCRIPTION: MICROCHIP SCANNERS (2) BOOK VALUE: \$2,690 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: 06/13/2019	3,650
Total ► 3a				1,723,095

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>				
Sacramento SPCA 6201 Florin Perkins Road Sacramento, CA 95828	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$1,212 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: 02/11/2019	2,970
The Animal House Jamaica 1108 Ponce de Leon Boulevard Coral Gables, FL 33134	NONE	PC	Animal Sanctuary Support	5,000
The Giving Spirit 11693 San Vicente Blvd Suite 113 Los Angeles, CA 90048	NONE	PC	Homeless Pets Education & Resources	28,000
Total ▶ 3a				1,723,095

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Paw Mission 461 W Alvarado Street Pomona, CA 91768	NONE	PC	Spay/Neuter	55,000
DOWNTOWN DOG RESCUE 10941 GARFIELD PLACE SOUTH GATE, CA 90280	NONE	PC	PET SURRENDER PREVENTION	96,740
Whis-Purr Rescue Inc 346 El Camino Real Redwood City, CA 94062	NONE	PC	2019 Fund The Shelters Challenge Winner	25
Total ▶ 3a				1,723,095

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>				
Helen Sanders Cat Protection And Welfare Society 1198 Pacific Coast Highway Suite D Seal Beach, CA 90740	NONE	PC	2019 Fund The Shelters Challenge Winner	75
Wildlife Waystation 14831 Little Tujunga Canyon Road Sylmar, CA 91342	NONE	PC	Animal Sanctuary Support	10,000
SEAACA9777 SEAACA STREET DOWNEY, CA 90241	NONE	PC	(1) DESCRIPTION: MICROCHIPS (2) BOOK VALUE: \$8,836 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: VARIOUS	21,285
Total ► 3a				1,723,095

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>				
Young-Williams Animal Center of East Tennessee 3101 Division Street Knoxville, TN 37919	NONE	PC	2019 Fund The Shelters Challenge Winner	75
Social CompassionPO Box 1125 Laguna Beach, CA 92652	NONE	PC	Anti-Fur Trapping Support	150,000
SpokAnimal Care710 North Napa Street Spokane, WA 99202	NONE	PC	2019 Fund The Shelters Challenge Winner	500
Total ▶ 3a				1,723,095

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>				
CITY OF LOS ANGELES ANIMAL SERVICES 221 N FIGUEROA STREET SUITE 600 LOS ANGELES, CA 90012	none	GOV	(1) DESCRIPTION: MICROCHIP SCANNERS (2) BOOK VALUE: \$350 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: 07/02/2019	580
CITY OF LOS ANGELES ANIMAL SERVICES 221 N FIGUEROA STREET SUITE 600 LOS ANGELES, CA 90012	NONE	GOV	(1) DESCRIPTION: BARCODE SCANNERS (2) BOOK VALUE: \$133 (3) METHOD USED TO DETERMINE BOOK VALUE: PURCHASE PRICE (4) METHOD USED TO DETERMINE FAIR MARKET VALUE: RETAIL VALUE (5) DATE OF THE GIFT: 02/28/2019	385
Total ► 3a				1,723,095

TY 2018 Accounting Fees Schedule**Name:** THE MICHELSON FOUND ANIMALS FOUNDATION INC**EIN:** 20-3944602

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	89,430		2,904	86,526

TY 2018 All Other Program Related Investments Schedule**Name:** THE MICHELSON FOUND ANIMALS FOUNDATION INC**EIN:** 20-3944602

Category	Amount
SAFE - WILD EARTH, INC. - TO DEVELOP CLEAN HIGH-PROTEIN PET FOODS THAT ARE HEALTHIER, MORE HUMANE, AND BETTER FOR THE ENVIRONMENT.	90,000
CONV. NOTE - BARKIBU S.L. - PROVIDE PET OWNERS WITH PET CARE ARTICLES AND EASY ACCESS TO VETERINARY PROFESSIONALS.	90,000
CONV. NOTE - JIMINY'S, LLC - OFFER A HEALTHY, SUSTAINABLE DOG TREAT THAT REPLACES ANIMAL PROTEIN WITH CRICKET PROTEIN.	90,000
CONV. NOTE - SHAMELESS PETS, LLC - OFFER EARTH-FRIENDLY PET TREATS MADE FROM UPCYCLED INGREDIENTS.	90,000
SAFE - SNIFFSPOT, INC. - TO ENABLE DOG OWNERS TO RENT PRIVATE SPACES FOR EXERCISE AND TRAINING PURPOSES.	90,000
CONV. NOTE - TRUE PET FOOD PROJECT, INC. DBA SMALLS - PREPARE AND DELIVER NUTRITIOUS FOOD AND TREATS FOR CATS ON A SUBSCRIPTION BASIS.	90,000

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Depreciation Schedule

Name: THE MICHELSON FOUND ANIMALS FOUNDATION INC

EIN: 20-3944602

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2008-02-15	2,765	2,765	SL	5				
COMPUTER	2008-05-07	2,978	2,978	SL	5				
PRINTER	2008-06-30	722	722	SL	5				
SERVER	2008-07-28	13,825	13,825	SL	5				
COMPUTER	2008-11-13	1,889	1,889	SL	5				
COMPUTER	2008-11-13	4,369	4,369	SL	5				
COMPUTER	2008-11-30	2,627	2,625	SL	5				
COMPUTER	2008-11-30	2,943	2,943	SL	5				
SOFTWARE	2008-11-30	6,700	6,699	SL	3				
LEASE IMPROVEMENTS	2009-05-26	9,924	2,413	SL	39	254			
ALARM	2009-07-16	488	121	SL	39	13			
OFFICE FURNITURE	2009-05-19	4,880	4,880	SL	7				
OFFICE FURNITURE	2009-05-21	2,334	2,334	SL	7				
PRINTER	2009-01-07	679	679	SL	5				
COMPUTER MONITOR	2009-01-27	302	302	SL	5				
LCD PROJECTOR	2009-01-27	936	936	SL	5				
COMPUTER	2009-01-27	1,718	1,718	SL	5				
LAPTOP	2009-02-04	5,368	5,368	SL	5				
COMPUTER	2009-02-04	3,251	3,251	SL	5				
SOFTWARE	2009-02-04	1,947	1,947	SL	3				

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2009-06-04	1,862	1,862	SL	5				
COMPUTER	2009-06-17	5,479	5,479	SL	5				
LAPTOP	2009-06-25	1,685	1,685	SL	5				
FIREWALL ROUTER	2009-07-07	1,886	1,886	SL	5				
LAPTOP	2009-07-07	1,811	1,811	SL	5				
LAPTOP	2009-07-30	571	571	SL	5				
LAPTOP	2009-07-31	582	582	SL	5				
OFFICE FURNITURE	2010-09-09	756	756	SL	7				
COMPUTER	2010-01-28	3,209	3,209	SL	5				
LAPTOP	2010-01-28	3,400	3,400	SL	5				
COMPUTER	2010-03-19	731	731	SL	5				
LAPTOP	2010-07-15	1,214	1,214	SL	5				
COMPUTER	2010-07-23	5,452	5,452	SL	5				
COMPUTER	2010-09-09	263	263	SL	5				
COMPUTER	2010-09-23	806	806	SL	5				
COMPUTER	2010-11-13	5,395	5,395	SL	5				
COMPUTER	2010-11-30	9,019	9,019	SL	5				
LEASE IMPROVEMENT	2011-07-01	3,118	593	SL	39	80			
COMPUTER	2011-01-28	2,097	2,097	SL	5				
COMPUTER	2011-03-11	7,946	7,946	SL	5				

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2011-03-18	2,475	2,475	SL	5				
COMPUTER	2011-03-18	696	696	SL	5				
COMPUTER	2011-04-01	3,972	3,972	SL	5				
COMPUTER	2011-05-05	550	550	SL	5				
COMPUTER	2011-05-19	1,649	1,649	SL	5				
COMPUTER	2011-06-06	1,860	1,860	SL	5				
COMPUTER	2011-06-21	353	353	SL	5				
COMPUTER	2011-06-21	7,276	7,276	SL	5				
COMPUTER	2011-07-15	1,497	1,497	SL	5				
COMPUTER	2011-07-22	559	559	SL	5				
COMPUTER	2011-08-25	373	373	SL	5				
COMPUTER	2011-08-25	373	373	SL	5				
COMPUTER	2011-09-22	400	400	SL	5				
COMPUTER	2011-10-27	3,799	3,799	SL	5				
COMPUTER	2011-11-08	2,285	2,285	SL	5				
COMPUTER	2011-11-30	1,000	1,000	SL	5				
COMPUTER	2011-11-30	3,807	3,805	SL	5				
A&S - VEHICLE	2011-04-14	26,925	26,925	SL	5				
A&S - LEASE IMPROV	2011-06-06	27,291	5,250	SL	39	700			
A&S - EQUIPMENT	2011-05-19	3,910	3,910	SL	5				

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
A&S - FIXTURES	2011-06-06	38,062	38,062	SL	7				
LEASE IMPROVEMENTS	2012-01-26	419	75	SL	39	11			
LEASE IMPROVEMENTS	2012-06-27	3,150	520	SL	39	81			
COMPUTER	2011-12-22	1,097	1,097	SL	5				
COMPUTER	2012-04-18	3,139	3,139	SL	5				
COMPUTER	2012-05-18	2,352	2,352	SL	5				
COMPUTER	2012-06-19	2,650	2,650	SL	5				
COMPUTER	2012-06-29	5,430	5,430	SL	5				
COMPUTER	2012-07-11	2,399	2,399	SL	5				
COMPUTER	2012-07-26	7,619	7,619	SL	5				
COMPUTER	2012-08-01	4,918	4,918	SL	5				
COMPUTER	2012-08-31	3,595	3,595	SL	5				
COMPUTER	2012-09-26	5,250	5,250	SL	5				
COMPUTER	2012-07-27	1,210	1,210	SL	5				
A&S - FIXTURES	2012-02-22	665	641	SL	7	24			
A&S - FIXTURES	2012-05-11	801	751	SL	7	50			
A&S - KENNELS	2012-04-03	4,286	4,080	SL	7	206			
A&S - KENNELS	2012-05-11	205	191	SL	7	14			
A&S - WEBSITE	2012-03-09	5,000	5,000	SL	3				
COMPUTER EQUIPMENT	2012-12-04	1,202	1,202	SL	5				

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER EQUIPMENT	2013-03-01	1,451	1,451	SL	5				
COMPUTER EQUIPMENT	2013-04-05	1,039	1,039	SL	5				
COMPUTER EQUIPMENT	2013-04-26	1,870	1,870	SL	5				
COMPUTER EQUIPMENT	2013-05-24	3,862	3,862	SL	5				
COMPUTER EQUIPMENT	2013-06-20	1,496	1,496	SL	5				
COMPUTER EQUIPMENT	2013-08-20	4,367	4,367	SL	5				
COMPUTER EQUIPMENT	2013-08-23	87	87	SL	5				
COMPUTER EQUIPMENT	2013-09-23	203	203	SL	5				
COMPUTER EQUIPMENT	2013-10-15	2,242	2,242	SL	5				
COMPUTER EQUIPMENT	2013-10-29	6,138	6,138	SL	5				
COMPUTER EQUIPMENT	2013-11-14	1,671	1,671	SL	5				
SOFTWARE	2013-12-01	59,394	59,394	SL	3				
SOFTWARE	2013-12-01	21,408	21,408	SL	3				
SOFTWARE	2013-12-01	18,098	18,098	SL	3				
SOFTWARE	2013-12-01	9,150	9,150	SL	3				
SOFTWARE	2013-11-14	494	494	SL	3				
A&S - LEASE IMPROV	2012-12-14	1,832	282	SL	39	47			
A&S - LAND	2014-05-06	1,856,300		L					
A&S - BUILDING	2014-05-06	829,323	97,464	SL	39	21,265			
A&S - LEASE IMPROV	2014-05-06	657,746	77,298	SL	39	16,865			

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
A&S - EQUIPMENT	2014-02-28	3,219	3,059	SL	5	160			
A&S - EQUIPMENT	2014-03-17	1,010	943	SL	5	67			
A&S - EQUIPMENT	2014-04-10	6,478	6,048	SL	5	430			
A&S - EQUIPMENT	2014-06-09	220	198	SL	5	22			
A&S - EQUIPMENT	2014-07-18	20	17	SL	5	3			
A&S - VEHICLE	2014-04-03	15,895	14,835	SL	5	1,060			
A&S - EQUIPMENT	2014-01-27	2,842	2,746	SL	5	96			
A&S - EQUIPMENT	2014-02-04	9,290	8,980	SL	5	310			
A&S - EQUIPMENT	2014-05-12	1,127	1,031	SL	5	96			
A&S - EQUIPMENT	2014-06-11	11,621	10,458	SL	5	1,163			
A&S - COMPUTER	2014-01-22	2,167	2,093	SL	5	74			
A&S - COMPUTER	2014-03-31	15,126	14,117	SL	5	1,009			
A&S - COMPUTER	2014-04-28	7,576	6,944	SL	5	632			
COMPUTER	2014-06-20	4,369	3,860	SL	5	509			
COMPUTER	2014-07-31	5,833	5,057	SL	5	776			
COMPUTER	2014-11-10	2,718	2,221	SL	5	497			
A&S - FIXTURES	2013-12-19	56,724	39,840	SL	7	8,103			
FIXTURES	2014-01-22	3,107	2,146	SL	7	444			
A&S - FIXTURES	2014-02-25	40,953	27,788	SL	7	5,850			
A&S - FIXTURES	2014-03-06	4,836	3,282	SL	7	691			

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
A&S - FIXTURES	2014-04-16	6,050	3,960	SL	7	864			
A&S - FIXTURES	2014-05-14	434	284	SL	7	62			
FIXTURES	2014-06-30	2,330	1,471	SL	7	333			
A&S - FIXTURES	2014-07-18	356	221	SL	7	51			
A&S - FIXTURES	2014-08-01	3,704	2,292	SL	7	529			
A&S - LEASE IMPROV	2013-12-25	10,947	1,381	SL	39	281			
A&S - LEASE IMPROV	2014-01-31	894,234	110,824	SL	39	22,929			
A&S - LEASE IMPROV	2014-02-27	17,179	2,090	SL	39	440			
A&S - LEASE IMPROV	2014-03-28	9,058	1,083	SL	39	232			
A&S - LEASE IMPROV	2014-04-28	456,281	53,625	SL	39	11,700			
A&S - LEASE IMPROV	2014-05-20	990	113	SL	39	25			
A&S - LEASE IMPROV	2014-06-21	14,959	1,696	SL	39	384			
A&S - LEASE IMPROV	2014-07-31	209,128	23,235	SL	39	5,362			
A&S - SOFTWARE	2014-01-27	554	554	SL	3				
A&S - SOFTWARE	2014-06-11	2,266	2,266	SL	3				
COMPUTER	2014-03-26	6,301	5,880	SL	5	421			
COMPUTER	2014-04-24	1,624	1,489	SL	5	135			
A&S - FIXTURES	2014-01-22	12,760	8,811	SL	7	1,823			
A&S - FIXTURES	2014-06-30	1,133	715	SL	7	162			
COMPUTER	2014-12-10	3,176	2,540	SL	5	635			

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2015-03-01	1,333	1,001	SL	5	267			
COMPUTER	2015-05-11	7,852	5,626	SL	5	1,570			
COMPUTER	2015-08-24	1,310	852	SL	5	262			
COMPUTER	2015-11-02	1,299	802	SL	5	260			
A&S - LEASE IMPROV	2015-09-16	11,451	931	SL	39	294			
A&S - LEASE IMPROV	2015-10-21	7,475	592	SL	39	192			
A&S - LEASE IMPROV	2015-11-30	23,562	1,812	SL	39	604			
A&S - FIXTURES	2015-01-05	1,000	560	SL	7	143			
A&S - FIXTURES	2015-01-31	1,284	702	SL	7	183			
A&S - FIXTURES	2015-08-24	4,970	2,308	SL	7	710			
A&S - FIXTURES	2015-09-03	3,031	1,407	SL	7	433			
A&S - PHOTOBOOTH	2017-03-20	3,550	1,183	SL	5	710			
COMPUTER	2017-06-08	3,109	933	SL	5	622			
A&S - FIXTURES	2017-09-08	6,526	1,165	SL	7	932			
A&S - LEASE IMPROV	2017-05-15	76,876	3,121	SL	39	1,971			
A&S - LAND IMPROV.	2017-01-15	692	88	SL	15	46			
A&S - LAND IMPROV.	2017-02-15	6,725	822	SL	15	448			
A&S - LAND IMPROV.	2017-06-12	5,634	564	SL	15	376			
A&S - EQUIPMENT	2016-12-01	1,631	652	SL	5	326			
A&S - VEHICLE	2016-12-21	5,378	2,062	SL	5	1,076			

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
A&S - FIXTURES	2016-12-30	1,155	316	SL	7	165			
A&S - VEHICLES	2016-03-24	35,000	18,667	SL	5	7,000			
A&S - VEHICLES	2016-04-18	30,000	15,500	SL	5	6,000			
A&S - VEHICLES	2016-05-15	15,000	7,750	SL	5	3,000			
A&S - VEHICLES	2016-06-17	2,461	1,189	SL	5	492			
A&S - VEHICLES	2016-06-27	3,295	1,593	SL	5	659			
A&S - VEHICLES	2016-07-05	2,289	1,107	SL	5	458			
A&S - VEHICLES	2016-07-19	10,000	4,667	SL	5	2,000			
COMPUTER	2016-02-10	3,858	2,187	SL	5	772			
COMPUTER	2016-06-29	1,409	681	SL	5	282			
A&S - FIXTURES	2016-01-21	11,643	4,712	SL	7	1,663			
A&S - FIXTURES	2016-03-03	8,311	3,264	SL	7	1,187			
A&S - FIXTURES	2016-03-17	11,757	4,480	SL	7	1,680			
A&S - FIXTURES	2016-05-10	11,759	4,340	SL	7	1,680			
A&S - FIXTURES	2016-07-28	950	317	SL	7	136			
A&S - FIXTURES	2016-10-02	950	295	SL	7	136			
A&S - BLDG IMPROV.	2016-06-01	4,481	287	SL	39	115			
A&S - BLDG IMPROV.	2016-07-22	987	58	SL	39	25			
A&S - BLDG IMPROV.	2016-07-25	6,500	390	SL	39	167			
A&S - LAND IMPROV.	2016-01-06	3,236	630	SL	15	216			

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
A&S - LAND IMPROV.	2016-02-08	4,988	943	SL	15	333			
A&S - LAND IMPROV.	2016-03-08	889	162	SL	15	59			
A&S - LAND IMPROV.	2016-04-11	1,981	352	SL	15	132			
A&S - LAND IMPROV.	2016-05-02	2,063	356	SL	15	138			
A&S - LAND IMPROV.	2016-05-31	693	115	SL	15	46			
A&S - LAND IMPROV.	2016-06-03	2,549	425	SL	15	170			
A&S - LAND IMPROV.	2016-07-11	2,165	348	SL	15	144			
A&S - LAND IMPROV.	2016-08-03	1,660	259	SL	15	111			
A&S - LAND IMPROV.	2016-09-20	163,457	23,610	SL	15	10,897			
A&S - LAND IMPROV.	2016-11-10	178	25	SL	15	12			
A&S - LAND IMPROV.	2016-11-18	1,000	134	SL	15	67			
A&S - LAND IMPROV.	2015-12-11	1,627	324	SL	15	108			
WEBSITE	2015-12-01	43,929	43,929	SL	3				
A&S - BLDG IMPROV.	2015-12-11	1,626	126	SL	39	42			
PHOTO BOOTH	2017-03-20	4,547	1,515	SL	5	909			
A&S - COMPUTERS	2018-10-09	3,875	129	SL	5	775			
A&S - FIXTURES	2018-01-11	52,031	6,814	SL	7	7,433			
A&S -SEC. SYSTEM	2018-03-24	4,675	80	SL	39	120			
A&S - BLDG IMPROV.	2018-11-07	12,270	26	SL	39	315			
CAMERA	2018-04-11	3,711	495	SL	5	742			

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2018-08-01	1,538	103	SL	5	308			
COMPUTER	2018-09-01	4,086	204	SL	5	817			
COMPUTER	2018-04-11	1,757	234	SL	5	351			
COMPUTER EQUIPMENT	2018-06-01	14,590	1,459	SL	5	2,918			
FIXTURES	2018-06-01	212,635	15,188	SL	7	30,376			
LEASE IMPROVEMENTS	2018-06-01	1,530,470	19,621	SL	39	39,243			
A&S - EQUIPMENT	2014-01-29	11,662	11,273	SL	5	389			
LEASE IMPROVEMENTS	2018-06-01	28,985	372	SL	39	743			
SOFTWARE	2017-12-01	1,070,758	356,919	SL	3	356,919			
TELEVISION/MONITOR	2018-06-01	3,080	308	SL	5	616			
A&S - BLDG IMPROV.	2019-09-09	4,512		SL	39	29			
A&S - BLDG IMPROV.	2019-11-01	38,409		SL	39	82			
A&S - BLDG IMPROV.	2019-05-04	3,945		SL	39	59			
A&S - SEC. SYSTEM	2019-05-30	4,620		SL	39	59			
COMPUTER	2019-01-01	3,022		SL	5	554			
A&S- WALKIE TALKIE	2018-12-01	2,005		SL	5	401			
A&S - BLDG IMPROV.	2019-03-31	448		SL	39	8			
A&S - FIXTURES	2019-02-24	1,850		SL	7	198			
COMPUTER	2019-02-28	1,483		SL	5	222			
A&S - FIXTURES	2019-05-26	1,850		SL	7	132			

Depreciation Schedule

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
A&S - EQUIPMENT	2019-07-01	4,852		SL	5	404			
COMPUTER	2019-07-08	1,396		SL	5	116			
COMPUTER	2019-09-12	1,743		SL	5	87			
A&S - EQUIPMENT	2019-10-01	6,495		SL	5	217			

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2018 Expenditure Responsibility Statement

Name: THE MICHELSON FOUND ANIMALS FOUNDATION INC

EIN: 20-3944602

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
CUIDAMIMASCOTA	PALM GROVE HOUSE PO BOX 438 ROAD TOWN, TORTOLA VI	2018-10-02	65,000	TO SUPPORT THE LARGEST NETWORK OF DOG AND CAT CAREGIVERS AND WALKERS IN LATIN AMERICA.	65,000	NO	05/12/2020	2020-05-12	VERIFICATION CONFIRMED THAT \$65,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
ANIMAL MICROBIOME ANALYTICS INC	2929 SUMMIT STREET SUITE 207 OAKLAND, CA 94609	2018-09-25	65,000	TO HELP UNDERSTAND PET'S GUT MICROBIOME AND RESTORE DIGESTIVE HEALTH.	65,000	NO	08/13/2020	2020-08-13	VERIFICATION CONFIRMED THAT \$65,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
LACUNA DIAGNOSTICS INC	320 E VINE DRIVE SUITE 101 FORT COLLINS, CO 80524	2018-09-21	65,000	DIGITAL CYTOLOGY SOLUTIONS FOR PETS.	65,000	NO	08/05/2020	2020-08-05	VERIFICATION CONFIRMED THAT \$65,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
MIXLAB INC	336 WEST 37TH STREET SUITE 850 NEW YORK, NY 10018	2018-09-14	90,000	TO SUPPORT THE LATEST COMPOUNDING TECHNOLOGY TO CREATE THE HIGHEST QUALITY MEDICATIONS FOR PETS.	90,000	NO	08/14/2020	2020-08-14	VERIFICATION CONFIRMED THAT \$90,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
PETPLATE INC	1412 BROADWAY NEW YORK, NY 10018	2018-10-22	90,000	PERSONALIZED MEALS DELIVERED FOR ANIMALS.	90,000	NO	07/31/2020	2020-07-31	VERIFICATION CONFIRMED THAT \$90,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
WILD EARTH INC	1385 Ninth Street Berkeley, CA 94710	2019-01-13	90,000	TO DEVELOP CLEAN HIGH-PROTEIN PET FOOD THAT ARE HEALTHIER AND BETTER FOR THE ENVIRONMENT.	90,000	NO	08/17/2020	2020-08-17	VERIFICATION CONFIRMED THAT \$90,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
BARKIBU SL	Paseo Maritimo 22B Cambre, La Coruna 15679 SP	2019-05-30	90,000	PROVIDE PET OWNERS WITH PET CARE ARTICLES AND EASY ACCESS TO VETERINARY PROFESSIONALS.	90,000	NO	08/06/2020	2020-08-06	VERIFICATION CONFIRMED THAT \$90,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
JIMINY'S LLC	2120 University Avenue Berkeley, CA 94704	2019-04-10	90,000	OFFER A HEALTHY, SUSTAINABLE DOG TREAT THAT REPLACES ANIMAL PROTEIN WITH CRICKET PROTEIN.	90,000	NO	08/17/2020	2020-08-17	VERIFICATION CONFIRMED THAT \$90,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
SHAMELESS PETS LLC	474 N Lake Shore Drive Chicago, IL 60611	2019-03-29	90,000	OFFER EARTH-FRIENDLY PET TREATS MADE FROM UPCYCLED INGREDIENTS.	90,000	NO	07/31/2020	2020-07-31	VERIFICATION CONFIRMED THAT \$90,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
SMIFFSPOT INC	170 Spring Street Seattle, WA 98104	2019-03-06	90,000	TO ENABLE DOG OWNERS TO RENT PRIVATE SPACES FOR EXERCISE AND TRAINING PURPOSES.	90,000	NO	07/11/2019, 07/30/2020	2020-07-30	VERIFICATION CONFIRMED THAT \$90,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
TRUE PET FOOD PROJECT INC DBA SMALLS	49 Elizabeth Street 5th Floor New York, NY 10013	2019-07-31	90,000	PREPARE AND DELIVER NUTRITIOUS FOOD AND TREATS FOR CATS ON A SUBSCRIPTION BASIS.	90,000	NO	07/30/2020	2020-07-30	VERIFICATION CONFIRMED THAT \$90,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
WUF LLC	1045 3rd Street 205 Santa Monica, CA 90403	2019-10-14	100,000	BUILD A GLOBAL COMMUNITY OF DOG LOVERS BY CREATING EVENTS THAT CELEBRATE THE HUMAN-DOG BOND.	100,000	NO	08/17/2020	2020-08-17	VERIFICATION CONFIRMED THAT \$100,000 WAS SPENT TOWARD THE INVESTMENT PURPOSE WITH NO DIVERSION.
Pet Parent	970 Park Avenue Apt A Hoboken, NJ 07030		200,429	STREAMLINES THE PET ADOPTION PROCESS BY PROVIDING A COMMON APPLICATION TO MULTIPLE RESCUES.	200,429	NO	N/A		The Michelson Found Animals Foundation, Inc. ("MFAF") made its investment according to the expenditure responsibility requirements, complied with the IRS reporting requirements, and made reasonable efforts to obtain the required follow-up reporting from Pet Parent. Although no reporting was received from Pet Parent, MFAF has no reason to believe the \$200,429 was not spent toward the investment purpose with no diversion. MFAF will withhold all future payments to Pet Parent until the required reporting is furnished.

TY 2018 Land, Etc.
Schedule

Name: THE MICHELSON FOUND ANIMALS FOUNDATION INC
EIN: 20-3944602

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	2,765	2,765		
COMPUTER	2,978	2,978		
PRINTER	722	722		
SERVER	13,825	13,825		
COMPUTER	1,889	1,889		
COMPUTER	4,369	4,369		
COMPUTER	2,627	2,625	2	
COMPUTER	2,943	2,943		
SOFTWARE	6,700	6,699	1	
LEASE IMPROVEMENTS	9,924	2,667	7,257	
ALARM	488	134	354	
OFFICE FURNITURE	4,880	4,880		
OFFICE FURNITURE	2,334	2,334		
PRINTER	679	679		
COMPUTER MONITOR	302	302		
LCD PROJECTOR	936	936		
COMPUTER	1,718	1,718		
LAPTOP	5,368	5,368		
COMPUTER	3,251	3,251		
SOFTWARE	1,947	1,947		
COMPUTER	1,862	1,862		
COMPUTER	5,479	5,479		
LAPTOP	1,685	1,685		
FIREWALL ROUTER	1,886	1,886		
LAPTOP	1,811	1,811		
LAPTOP	571	571		
LAPTOP	582	582		
OFFICE FURNITURE	756	756		
COMPUTER	3,209	3,209		
LAPTOP	3,400	3,400		

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER	731	731		
LAPTOP	1,214	1,214		
COMPUTER	5,452	5,452		
COMPUTER	263	263		
COMPUTER	806	806		
COMPUTER	5,395	5,395		
COMPUTER	9,019	9,019		
LEASE IMPROVEMENT	3,118	673	2,445	
COMPUTER	2,097	2,097		
COMPUTER	7,946	7,946		
COMPUTER	2,475	2,475		
COMPUTER	696	696		
COMPUTER	3,972	3,972		
COMPUTER	550	550		
COMPUTER	1,649	1,649		
COMPUTER	1,860	1,860		
COMPUTER	353	353		
COMPUTER	7,276	7,276		
COMPUTER	1,497	1,497		
COMPUTER	559	559		
COMPUTER	373	373		
COMPUTER	373	373		
COMPUTER	400	400		
COMPUTER	3,799	3,799		
COMPUTER	2,285	2,285		
COMPUTER	1,000	1,000		
COMPUTER	3,807	3,805	2	
A&S - VEHICLE	26,925	26,925		
A&S - LEASE IMPROV	27,291	5,950	21,341	
A&S - EQUIPMENT	3,910	3,910		

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
A&S - FIXTURES	38,062	38,062		
LEASE IMPROVEMENTS	419	86	333	
LEASE IMPROVEMENTS	3,150	601	2,549	
COMPUTER	1,097	1,097		
COMPUTER	3,139	3,139		
COMPUTER	2,352	2,352		
COMPUTER	2,650	2,650		
COMPUTER	5,430	5,430		
COMPUTER	2,399	2,399		
COMPUTER	7,619	7,619		
COMPUTER	4,918	4,918		
COMPUTER	3,595	3,595		
COMPUTER	5,250	5,250		
COMPUTER	1,210	1,210		
A&S - FIXTURES	665	665		
A&S - FIXTURES	801	801		
A&S - KENNELS	4,286	4,286		
A&S - KENNELS	205	205		
A&S - WEBSITE	5,000	5,000		
COMPUTER EQUIPMENT	1,202	1,202		
COMPUTER EQUIPMENT	1,451	1,451		
COMPUTER EQUIPMENT	1,039	1,039		
COMPUTER EQUIPMENT	1,870	1,870		
COMPUTER EQUIPMENT	3,862	3,862		
COMPUTER EQUIPMENT	1,496	1,496		
COMPUTER EQUIPMENT	4,367	4,367		
COMPUTER EQUIPMENT	87	87		
COMPUTER EQUIPMENT	203	203		
COMPUTER EQUIPMENT	2,242	2,242		
COMPUTER EQUIPMENT	6,138	6,138		

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER EQUIPMENT	1,671	1,671		
SOFTWARE	59,394	59,394		
SOFTWARE	21,408	21,408		
SOFTWARE	18,098	18,098		
SOFTWARE	9,150	9,150		
SOFTWARE	494	494		
A&S - LEASE IMPROV	1,832	329	1,503	
A&S - LAND	1,856,300		1,856,300	
A&S - BUILDING	829,323	118,729	710,594	
A&S - LEASE IMPROV	657,746	94,163	563,583	
A&S - EQUIPMENT	3,219	3,219		
A&S - EQUIPMENT	1,010	1,010		
A&S - EQUIPMENT	6,478	6,478		
A&S - EQUIPMENT	220	220		
A&S - EQUIPMENT	20	20		
A&S - VEHICLE	15,895	15,895		
A&S - EQUIPMENT	2,842	2,842		
A&S - EQUIPMENT	9,290	9,290		
A&S - EQUIPMENT	1,127	1,127		
A&S - EQUIPMENT	11,621	11,621		
A&S - COMPUTER	2,167	2,167		
A&S - COMPUTER	15,126	15,126		
A&S - COMPUTER	7,576	7,576		
COMPUTER	4,369	4,369		
COMPUTER	5,833	5,833		
COMPUTER	2,718	2,718		
A&S - FIXTURES	56,724	47,943	8,781	
FIXTURES	3,107	2,590	517	
A&S - FIXTURES	40,953	33,638	7,315	
A&S - FIXTURES	4,836	3,973	863	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
A&S - FIXTURES	6,050	4,824	1,226	
A&S - FIXTURES	434	346	88	
FIXTURES	2,330	1,804	526	
A&S - FIXTURES	356	272	84	
A&S - FIXTURES	3,704	2,821	883	
A&S - LEASE IMPROV	10,947	1,662	9,285	
A&S - LEASE IMPROV	894,234	133,753	760,481	
A&S - LEASE IMPROV	17,179	2,530	14,649	
A&S - LEASE IMPROV	9,058	1,315	7,743	
A&S - LEASE IMPROV	456,281	65,325	390,956	
A&S - LEASE IMPROV	990	138	852	
A&S - LEASE IMPROV	14,959	2,080	12,879	
A&S - LEASE IMPROV	209,128	28,597	180,531	
A&S - SOFTWARE	554	554		
A&S - SOFTWARE	2,266	2,266		
COMPUTER	6,301	6,301		
COMPUTER	1,624	1,624		
A&S - FIXTURES	12,760	10,634	2,126	
A&S - FIXTURES	1,133	877	256	
COMPUTER	3,176	3,175	1	
COMPUTER	1,333	1,268	65	
COMPUTER	7,852	7,196	656	
COMPUTER	1,310	1,114	196	
COMPUTER	1,299	1,062	237	
A&S - LEASE IMPROV	11,451	1,225	10,226	
A&S - LEASE IMPROV	7,475	784	6,691	
A&S - LEASE IMPROV	23,562	2,416	21,146	
A&S - FIXTURES	1,000	703	297	
A&S - FIXTURES	1,284	885	399	
A&S - FIXTURES	4,970	3,018	1,952	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
A&S - FIXTURES	3,031	1,840	1,191	
A&S - PHOTOBOOTH	3,550	1,893	1,657	
COMPUTER	3,109	1,555	1,554	
A&S - FIXTURES	6,526	2,097	4,429	
A&S - LEASE IMPROV	76,876	5,092	71,784	
A&S - LAND IMPROV.	692	134	558	
A&S - LAND IMPROV.	6,725	1,270	5,455	
A&S - LAND IMPROV.	5,634	940	4,694	
A&S - EQUIPMENT	1,631	978	653	
A&S - VEHICLE	5,378	3,138	2,240	
A&S - FIXTURES	1,155	481	674	
A&S - VEHICLES	35,000	25,667	9,333	
A&S - VEHICLES	30,000	21,500	8,500	
A&S - VEHICLES	15,000	10,750	4,250	
A&S - VEHICLES	2,461	1,681	780	
A&S - VEHICLES	3,295	2,252	1,043	
A&S - VEHICLES	2,289	1,565	724	
A&S - VEHICLES	10,000	6,667	3,333	
COMPUTER	3,858	2,959	899	
COMPUTER	1,409	963	446	
A&S - FIXTURES	11,643	6,375	5,268	
A&S - FIXTURES	8,311	4,451	3,860	
A&S - FIXTURES	11,757	6,160	5,597	
A&S - FIXTURES	11,759	6,020	5,739	
A&S - FIXTURES	950	453	497	
A&S - FIXTURES	950	431	519	
A&S - BLDG IMPROV.	4,481	402	4,079	
A&S - BLDG IMPROV.	987	83	904	
A&S - BLDG IMPROV.	6,500	557	5,943	
A&S - LAND IMPROV.	3,236	846	2,390	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
A&S - LAND IMPROV.	4,988	1,276	3,712	
A&S - LAND IMPROV.	889	221	668	
A&S - LAND IMPROV.	1,981	484	1,497	
A&S - LAND IMPROV.	2,063	494	1,569	
A&S - LAND IMPROV.	693	161	532	
A&S - LAND IMPROV.	2,549	595	1,954	
A&S - LAND IMPROV.	2,165	492	1,673	
A&S - LAND IMPROV.	1,660	370	1,290	
A&S - LAND IMPROV.	163,457	34,507	128,950	
A&S - LAND IMPROV.	178	37	141	
A&S - LAND IMPROV.	1,000	201	799	
A&S - LAND IMPROV.	1,627	432	1,195	
WEBSITE	43,929	43,929		
A&S - BLDG IMPROV.	1,626	168	1,458	
PHOTO BOOTH	4,547	2,424	2,123	
A&S - COMPUTERS	3,875	904	2,971	
A&S - FIXTURES	52,031	14,247	37,784	
A&S -SEC. SYSTEM	4,675	200	4,475	
A&S - BLDG IMPROV.	12,270	341	11,929	
CAMERA	3,711	1,237	2,474	
COMPUTER	1,538	411	1,127	
COMPUTER	4,086	1,021	3,065	
COMPUTER	1,757	585	1,172	
COMPUTER EQUIPMENT	14,590	4,377	10,213	
FIXTURES	212,635	45,564	167,071	
LEASE IMPROVEMENTS	1,530,470	58,864	1,471,606	
A&S - EQUIPMENT	11,662	11,662		
LEASE IMPROVEMENTS	28,985	1,115	27,870	
SOFTWARE	1,070,758	713,838	356,920	
TELEVISION/MONITOR	3,080	924	2,156	

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
A&S - BLDG IMPROV.	4,512	29	4,483	
A&S - BLDG IMPROV.	38,409	82	38,327	
A&S - BLDG IMPROV.	3,945	59	3,886	
A&S - SEC. SYSTEM	4,620	59	4,561	
COMPUTER	3,022	554	2,468	
A&S- WALKIE TALKIE	2,005	401	1,604	
A&S - BLDG IMPROV.	448	8	440	
A&S - FIXTURES	1,850	198	1,652	
COMPUTER	1,483	222	1,261	
A&S - FIXTURES	1,850	132	1,718	
A&S - EQUIPMENT	4,852	404	4,448	
COMPUTER	1,396	116	1,280	
COMPUTER	1,743	87	1,656	
A&S - EQUIPMENT	6,495	217	6,278	

TY 2018 Legal Fees Schedule**Name:** THE MICHELSON FOUND ANIMALS FOUNDATION INC**EIN:** 20-3944602

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	80,846		242	80,604

TY 2018 Other Assets Schedule

Name: THE MICHELSON FOUND ANIMALS FOUNDATION INC

EIN: 20-3944602

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	99,984	99,984	99,984
UNDEPOSITED FUNDS	31,051	14,138	14,138
CAPITALIZED SOFTWARE COSTS NOT YET PLACED IN SERVICE	55,948	116,788	116,788
ACCRUED INTEREST - PRIS	2,810	22,885	22,885
PETPLATE - PRI	90,000	90,000	90,000
MIXLAB - PRI	90,000	93,373	93,373
CUIDAMIMASCOTA - PRI	65,000	65,000	65,000
ANIMAL MICROBIOME - PRI	65,000	65,000	65,000
LACUNA DIAGNOSTICS - PRI	65,000	65,000	65,000
SNIFFSPOT - PRI	0	90,000	90,000
WUF - PRI	0	100,000	100,000
WILD EARTH - PRI	0	90,000	90,000
PET PARENT - PRI	0	200,429	200,429
BARKIBU - PRI	0	90,000	90,000
JIMINY'S - PRI	0	90,000	90,000
SHAMELESS PETS - PRI	0	90,000	90,000
TRUE PET FOOD PROJECT - PRI	0	90,000	90,000

TY 2018 Other Expenses Schedule**Name:** THE MICHELSON FOUND ANIMALS FOUNDATION INC**EIN:** 20-3944602**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DUES AND SUBSCRIPTIONS	31,172		150	31,022
MEALS AND ENTERTAINMENT	150,446		2,944	147,502
INSURANCE	70,169			70,169
BAD DEBT EXPENSE	46,535			46,535
MARKETING & PROMOTION	666,417		35,086	631,331
OFFICE SUPPLIES	300,424		253,933	46,491
POSTAGE AND DELIVERY	9,576			9,576
TRAINING AND DEVELOPMENT	31,353			31,353
OFFICE FURNITURE	7,613		7,482	131
UTILITIES	137,638		78,288	59,350

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER EXPENSES	51,379		33,955	17,424
BANKING & CREDIT CARD FEES	92,108		47,220	44,888
MAINTENANCE & REPAIRS	86,714		64,069	22,645
CONFERENCE FEES	92,868		54	92,814
SOFTWARE	332,925		27,827	305,098
MICHELSON PRIZE PROGRAM	452,062			452,062
ACCRUAL TO CASH ADJUSTMENT				-2,555,525
REVERSAL OF PY ACCRUAL TO				
CASH ADJUSTMENT				2,671,529
OTHER EXPENSES	2,644			

TY 2018 Other Income Schedule

Name: THE MICHELSON FOUND ANIMALS FOUNDATION INC

EIN: 20-3944602

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INTEREST INCOME - PRIS	23,449	23,449	23,449

TY 2018 Other Increases Schedule

Name: THE MICHELSON FOUND ANIMALS FOUNDATION INC
EIN: 20-3944602

Description	Amount
UNREALIZED GAIN ON NONCASH CONTRIBUTIONS	139,607

TY 2018 Other Liabilities Schedule**Name:** THE MICHELSON FOUND ANIMALS FOUNDATION INC**EIN:** 20-3944602

Description	Beginning of Year - Book Value	End of Year - Book Value
DEFERRED RENT	1,499,223	1,620,521

TY 2018 Other Professional Fees Schedule**Name:** THE MICHELSON FOUND ANIMALS FOUNDATION INC**EIN:** 20-3944602

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CONSULTING	82,874		1,188	81,686
INFORMATION TECHNOLOGY	811,646		7,024	804,622
OTHER PROFESSIONAL FEES	128,939		32,126	96,813
HUMAN RESOURCES	52,713		11	52,702
VETERINARY	125,984		125,934	50
ANSWERING SERVICE	164,680			164,680
VENTURE FEES	333,334			333,334

TY 2018 Sales Of Inventory Schedule**Name:** THE MICHELSON FOUND ANIMALS FOUNDATION INC**EIN:** 20-3944602

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
ADOPT & SHOP	1,267,391		1,267,391
MICROCHIPS	4,515,905		4,515,905

TY 2018 Taxes Schedule**Name:** THE MICHELSON FOUND ANIMALS FOUNDATION INC**EIN:** 20-3944602

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROPERTY TAXES	40,048		40,048	
STATE TAXES	13,200			
FEDERAL TAXES	21,500			
OTHER TAXES & LICENSES	6,946		3,939	3,007

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Go to www.irs.gov/Form990 for the latest information.	OMB No. 1545-0047
		2018

Name of the organization THE MICHELSON FOUND ANIMALS FOUNDATION INC	Employer identification number 20-3944602
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Organization type (check one):

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year ▶ \$ _____

Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE MICHELSON FOUND ANIMALS FOUNDATION INC	Employer identification number 20-3944602
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Part I Contributors (See instructions). Use duplicate copies of Part I if additional space is needed.			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MICHELSON MEDICAL RESEARCH FOUNDATI 11755 WILSHIRE BLVD SUITE 1400 LOS ANGELES, CA 90025	 \$ 12,000,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions.)</small>
2	PETS GLOBAL INC 28334 Industry Drive Valencia, CA 91355	 \$ 7,891	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions.)</small>
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions.)</small>
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions.)</small>
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions.)</small>
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions.)</small>
-	 	 \$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> <small>(Complete Part II for noncash contributions.)</small>

Employer identification number

20-3944602

Part II	Noncash Property
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(See instructions). Use duplicate copies of Part II if additional space is needed.			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	

Name of organization THE MICHELSON FOUND ANIMALS FOUNDATION INC	Employer identification number 20-3944602
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of **exclusively** religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div>	<div></div>	<div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div>	<div></div>	

FEDERAL FOOTNOTES

ATTACHMENT FOR FORM 990-PF PART VIII

IT IS IMPRACTICAL FOR THE TAXPAYER TO DETERMINE THE EXACT AMOUNT OF CONTRIBUTIONS MADE TO EMPLOYEE BENEFIT PLANS BECAUSE THE TAXPAYER USES AN OUTSIDE THIRD PARTY FOR PAYROLL SERVICES. THE OUTSIDE THIRD PARTY DOES NOT SEPARATELY REPORT CONTRIBUTIONS MADE TO EMPLOYEE BENEFIT PLANS. THE AMOUNTS REPORTED ON PART VIII INCLUDE BENEFITS, COMPANY-MATCH 401(K) CONTRIBUTIONS, PAYROLL TAXES, ADMINISTRATIVE FEES, AND ANY OTHER ELEMENT OF EMPLOYEE EXPENSE NOT INCLUDED ON THE EMPLOYEE'S FORM W-2.