

Cumulative E-File History 2017	
Federal	
Locator: 61734Y	
Taxpayer Name: The Annenberg Foundation	
Return Type: 990, 990PF	
Submitted Date	11/15/2018 11:26:44 AM
Acknowledgement Date	11/15/2018 11:56:38 AM
Status	Accepted
Submission ID	23695320183195000030
Print	Close

Application for Automatic Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

Electronic filing (e-file). You can electronically file Form 8868 to request a 6-month automatic extension of time to file any of the forms listed below with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, for which an extension request must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile, click on Charities & Non-Profits, and click on e-file for *Charities and Non-Profits*.

Automatic 6-Month Extension of Time. Only submit original (no copies needed).

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE ANNENBERG FOUNDATION	23-6257083
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
101 WEST ELM STREET 510		
City, town or post office, state, and ZIP code. For a foreign address, see instructions.		
CONSHOHOCKEN, PA 19428		

Enter the Return Code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PAUL J MANGANIELLO

- The books are in the care of ▶ 101 WEST ELM STREET, SUITE 510 CONSHOHOCKEN PA 19428-2016

Telephone No. ▶ 610 341-9268 Fax No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 6-month extension of time until 11/15, 2018, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ calendar year 2017 or
- ▶ tax year beginning _____, 20____, and ending _____, 20____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 688,406.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 1,579,605.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
▶ Do not enter social security numbers on this form as it may be made public.
▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

Open to Public Inspection

For calendar year **2017** or tax year beginning , **2017**, and ending , **20**

Name of foundation THE ANNENBERG FOUNDATION		A Employer identification number 23-6257083
Number and street (or P.O. box number if mail is not delivered to street address) 101 WEST ELM STREET	Room/suite 510	B Telephone number (see instructions) (610) 341-9268
City or town, state or province, country, and ZIP or foreign postal code CONSHOHOCKEN, PA 19428		C If exemption application is pending, check here. <input type="checkbox"/>
G Check all that apply:		D 1. Foreign organizations, check here. <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/>
<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,609,958,544.		
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.)		

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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).)				
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	50,267.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments	160,981.	160,981.		ATCH 1
4 Dividends and interest from securities	11,081,712.	20,860,849.		ATCH 2
5a Gross rents	288,232.	288,232.		
b Net rental income or (loss) 17,953.				
6a Net gain or (loss) from sale of assets not on line 10	38,824,706.			
b Gross sales price for all assets on line 6a 1,685,059,860.				
7 Capital gain net income (from Part IV, line 2)		69,406,617.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances 440,254.				ATCH 3
b Less: Cost of goods sold 192,894.				
c Gross profit or (loss) (attach schedule)	247,360.		247,360.	
11 Other income (attach schedule) <u>ATCH 4</u>	689,247.	1,239,066.	686,578.	
12 Total. Add lines 1 through 11	51,342,505.	91,955,745.	933,938.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	1,027,207.	282,247.		738,508.
14 Other employee salaries and wages	8,294,937.	146,988.	933,938.	7,124,534.
15 Pension plans, employee benefits	4,310,730.	154,741.		4,316,609.
16a Legal fees (attach schedule) <u>ATCH 5</u>	1,605,926.	86,217.		1,520,585.
b Accounting fees (attach schedule) <u>ATCH 6</u>	177,559.	44,612.		143,489.
c Other professional fees (attach schedule) <u>[7]</u>	27,428,264.	14,559,991.		11,615,907.
17 Interest				
18 Taxes (attach schedule) (see instructions) <u>[8]</u>	11,388,249.	317,113.		249,692.
19 Depreciation (attach schedule) and depletion	4,696,201.	50,877.		
20 Occupancy	3,809,463.	426,397.		4,027,817.
21 Travel, conferences, and meetings	1,135,223.	36,039.		1,323,139.
22 Printing and publications	190,851.	655.		181,414.
23 Other expenses (attach schedule) <u>ATCH 9</u>	7,112,043.	20,823.		7,231,723.
24 Total operating and administrative expenses. Add lines 13 through 23.	71,176,653.	16,126,700.	933,938.	38,473,417.
25 Contributions, gifts, grants paid	148,879,357.			85,610,590.
26 Total expenses and disbursements. Add lines 24 and 25	220,056,010.	16,126,700.	933,938.	124,084,007.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-168,713,505.			
b Net investment income (if negative, enter -0-)		75,829,045.		
c Adjusted net income (if negative, enter -0-)				

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	1,900.	1,900.	1,900.
	2	Savings and temporary cash investments	31,791,304.	53,875,504.	53,875,504.
	3	Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use	34,879.	14,729.	14,729.
	9	Prepaid expenses and deferred charges	791,416.	735,617.	735,617.
	10a	Investments - U.S. and state government obligations (attach schedule) [L 10]	48,344,682.	62,739,332.	62,739,332.
	b	Investments - corporate stock (attach schedule) ATCH 11	462,296,249.	517,383,208.	517,383,208.
	c	Investments - corporate bonds (attach schedule) ATCH 12	126,671,270.	107,712,401.	107,712,401.
	11	Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶ _____			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 13	810,891,262.	817,575,461.	817,575,461.
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶ _____ 74,330,729. 35,765,085.	38,237,298.	38,565,644.	38,565,644.
15	Other assets (describe ▶ _____ ATCH 14)	10,025,370.	11,354,748.	11,354,748.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,529,085,630.	1,609,958,544.	1,609,958,544.	
Liabilities	17	Accounts payable and accrued expenses	4,849,984.	4,868,763.	
	18	Grants payable	30,679,893.	93,662,777.	
	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 ▶ _____ ATCH 15)	4,484,274.	15,309,287.	
23	Total liabilities (add lines 17 through 22)	40,014,151.	113,840,827.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> X and complete lines 24 through 26, and lines 30 and 31.				
	24	Unrestricted	1,489,070,479.	1,496,116,717.	
	25	Temporarily restricted			
	26	Permanently restricted	1,000.	1,000.	
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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)	1,489,071,479.	1,496,117,717.		
31	Total liabilities and net assets/fund balances (see instructions)	1,529,085,630.	1,609,958,544.		

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 1,489,071,479.
2	Enter amount from Part I, line 27a	2 -168,713,505.
3	Other increases not included in line 2 (itemize) ▶ ATCH 16	3 175,759,743.
4	Add lines 1, 2, and 3	4 1,496,117,717.
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 1,496,117,717.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1 a SEE PART IV SCHEDULE						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a						
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.						
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))			
a						
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		69,406,617.	
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	{ If gain, also enter in Part I, line 8, column (c). See instructions. If (loss), enter -0- in Part I, line 8 }		3		0.	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	113,620,376.	1,459,199,149.	0.077865
2015	103,432,893.	1,580,932,665.	0.065425
2014	125,369,363.	1,627,811,349.	0.077017
2013	112,646,403.	1,593,070,859.	0.070710
2012	107,916,036.	1,516,754,924.	0.071149
2 Total of line 1, column (d)			2 0.362166
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years			3 0.072433
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			4 1,518,597,547.
5 Multiply line 4 by line 3.			5 109,996,576.
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 758,290.
7 Add lines 5 and 6.			7 110,754,866.
8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			8 133,005,199.

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	758,290.
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	758,290.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)	4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	758,290.
6 Credits/Payments:		
a 2017 estimated tax payments and 2016 overpayment credited to 2017.	6a	1,579,605.
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	1,579,605.
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	821,315.
11 Enter the amount of line 10 to be: Credited to 2018 estimated tax <input type="checkbox"/> 821,315. Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <input type="checkbox"/> CA, DC, PA,		
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 <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

Table with 3 columns: Question, Yes, No. Rows 11-16 containing questions about controlled entities, distributions, public inspection requirements, and foreign interests.

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.

Table with 3 columns: Question, Yes, No. Rows 1a-4b containing questions about disqualifying acts, taxes on failure to distribute income, and business enterprise interests.

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 checked="" type="checkbox"/>	Yes	<input 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	X
	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? . . . ATCH 17	<input checked="" 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
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 18		1,027,207.	257,464.	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
ATCH 19		1,164,643.	289,877.	0.

Total number of other employees paid over \$50,000. 74

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATCH 20		6,302,775.
Total number of others receiving over \$50,000 for professional services		114

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 EXPLORE LLC (LOS ANGELES, CA) SEE GENERAL EXPLANATION STATEMENTS	9,410,432.
2 ANNENBERG SPACE FOR PHOTOGRAPHY/SKYLIGHT STUDIOS (L.A., CA) SEE GENERAL EXPLANATION STATEMENTS	9,042,973.
3 METABOLIC STUDIO LLC (LOS ANGELES, CA) SEE GENERAL EXPLANATION STATEMENTS	7,860,152.
4 ANNENBERG LEARNER (WASHINGTON, DC) SEE GENERAL EXPLANATION STATEMENTS	1,671,855.

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 GRAMEEN AMERICA SOCIAL BUSINESS FUND LLC SEE GENERAL EXPLANATION PART IX-B	2,000,000.
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3	2,000,000.

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,491,204,143.
b	Average of monthly cash balances	1b	50,519,255.
c	Fair market value of all other assets (see instructions).	1c	
d	Total (add lines 1a, b, and c)	1d	1,541,723,398.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,541,723,398.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	23,125,851.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,518,597,547.
6	Minimum investment return. Enter 5% of line 5	6	75,929,877.

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	75,929,877.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	758,290.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	758,290.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	75,171,587.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	75,171,587.
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	75,171,587.

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	124,084,007.
b	Program-related investments - total from Part IX-B	1b	2,000,000.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	6,921,192.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	133,005,199.
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	758,290.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	132,246,909.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				75,171,587.
2 Undistributed income, if any, as of the end of 2017:				
a Enter amount for 2016 only.				
b Total for prior years: 20 15 ,20 14 ,20 13				
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013	33,771,570.			
c From 2014	45,046,773.			
d From 2015	25,833,566.			
e From 2016	40,961,127.			
f Total of lines 3a through e	145,613,036.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 133,005,199				
a Applied to 2016, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2017 distributable amount.				75,171,587.
e Remaining amount distributed out of corpus.	57,833,612.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	203,446,648.			
b Prior years' undistributed income. Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	203,446,648.			
10 Analysis of line 9:				
a Excess from 2013	33,771,570.			
b Excess from 2014	45,046,773.			
c Excess from 2015	25,833,566.			
d Excess from 2016	40,961,127.			
e Excess from 2017	57,833,612.			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling

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

Table with 5 columns: (a) 2017, (b) 2016, (c) 2015, (d) 2014, (e) Total. Rows include 2a-2e (Qualifying distributions) and 3a-3d (Alternative tests).

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).

NONE

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.

NONE

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:

ATCH 21

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

ATCH 22

c Any submission deadlines:

ATCH 23

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

ATCH 24

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>ATCH 25</p>				
Total				▶ 3a 85,610,590.
<p>b <i>Approved for future payment</i></p> <p>ATCH 26</p>				
Total				▶ 3b 67,424,916.

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

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of:
 - (1) Cash **1a(1)** Yes No
 - (2) Other assets **1a(2)** Yes No
 - b** Other transactions:
 - (1) Sales of assets to a noncharitable exempt organization **1b(1)** Yes No
 - (2) Purchases of assets from a noncharitable exempt organization **1b(2)** Yes No
 - (3) Rental of facilities, equipment, or other assets **1b(3)** Yes No
 - (4) Reimbursement arrangements **1b(4)** Yes No
 - (5) Loans or loan guarantees **1b(5)** Yes No
 - (6) Performance of services or membership or fundraising solicitations **1b(6)** Yes No
 - c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees **1c** Yes No
 - d** If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

b If "Yes," complete the following schedule.

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

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 in (taxpayer) is based on all information of which preparer has any knowledge.

Sign Here *Signature redacted* 11/09/2018 DIRECTOR, INV & TREA

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name: RUSLEE ARMSTRONG *Signature redacted*

Firm's name: GRANT THORNTON LLP Date: 11-9-18

Firm's address: 2001 MARKET STREET, SUITE 700 PHILADELPHIA, PA 19103

Check if self-employed PTIN: P00288383

Firm's EIN: 36-6055558 Phone no.: 215-561-4200

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES				P	VAR 24054021.	VAR
		PASSTHROUGHS: SHORT TERM CAP GAINS					VAR 6,435,791.	VAR
		PASSTHROUGHS: LONG TERM CAP GAINS					VAR 40285959.	VAR
		PASSTHROUGHS: CONTRACTS/STRADDLES					VAR -1369154.	VAR
TOTAL GAIN(LOSS)							<u>69406617.</u>	

Schedule of Contributors

2017

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
 ▶ Go to www.irs.gov/Form990 for the latest information.

Name of the organization THE ANNENBERG FOUNDATION	Employer identification number 23-6257083
---	---

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000; or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h; or (ii) Form 990-EZ, line 1. Complete Parts I and II.

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

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

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

Name of organization **THE ANNENBERG FOUNDATION**

Employer identification number
23-6257083

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	CALIFORNIA COMMUNITY FOUNDATION UNION BANK BUILDING, 455 S FIGUEROA ST LOS ANGELES, CA 90071	\$ 50,267.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization THE ANNENBERG FOUNDATION

Employer identification number

23-6257083

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions.)	(d) Date received
_____	_____ _____ _____	\$ _____	_____
(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 ANNENBERG FOUNDATION

Employer identification number
23-6257083

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____	_____

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
_____	_____	_____	_____

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee
_____	_____

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

PART I, LINE 19 AND PART II, LINE 14

DEPRECIATION EXPENSE PER BOOKS \$ 4,696,201

PROPERTY AND EQUIPMENT CONSIST OF THE FOLLOWING AS OF DECEMBER 31:

ART	\$	222,422
COMPUTER SOFTWARE AND EQUIPMENT		8,799,737
OFFICE FURNITURE, FIXTURES, EQUIPMENT		15,386,882
LEASEHOLD IMPROVEMENTS		16,805,513
BUILDING		6,867,888
LAND		14,879,203
ASSET RETIREMENT COST		2,420,533
CONSTRUCTION IN PROGRESS		8,948,551

	TOTAL	\$74,330,729
ACCUMULATED DEPRECIATION		(\$35,765,085)

NET PROPERTY AND EQUIPMENT		\$38,565,644

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

PART IX-B

THE FOUNDATION MADE A PROGRAM RELATED INVESTMENT BY INVESTING \$2,000,000 IN THE GRAMEEN AMERICA SOCIAL BUSINESS FUND LLC, A DELAWARE LIMITED LIABILITY COMPANY (FUND). THE PURPOSE OF FUND IS TO MAKE A LOAN TO GRAMEEN AMERICA, INC. (GRAMEEN) TO ASSIST ITS EFFORTS TO HELP LOW-INCOME WOMEN IN THE UNITED STATES, AND IN LOS ANGELES, CA, IN PARTICULAR, TO START OR MAINTAIN SMALL BUSINESSES TO CREATE BETTER LIVES FOR THEMSELVES AND THEIR FAMILIES. GRAMEEN IS IN THE BUSINESS OF MAKING MICRO-LOANS TO LOW-INCOME WOMEN WHICH ARE STARTING OR EXPANDING THEIR BUSINESSES; ENCOURAGING AND FOSTERING THE FORMATION OF SUPPORT NETWORKS FOR THE RECIPIENTS OF THE MICRO-LOAN PROGRAM THROUGH REGULAR MEETINGS AND WORKSHOPS; AND PROVIDING BASIC FINANCIAL LITERACY TOOLS AND EDUCATION TO RECIPIENTS OF THE MICRO-LOAN PROGRAM.

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

FORM 990PF, PART XV, LINE 2

HOW TO SUBMIT A GRANT APPLICATION:

GRANT APPLICATIONS CAN BE SUBMITTED ONLINE ON THE ANNENBERG FOUNDATION'S WEBSITE: [HTTPS://WWW.ANNENBERG.ORG/WHAT-WE-DO/GRANTMAKING/HOW-APPLY](https://www.annenberg.org/what-we-do/grantmaking/how-apply)

THIS AREA OF THE WEBSITE INCLUDES SUGGESTED CHECKLISTS AND TEMPLATES THAT CAN BE USED TO COMPLETE THE ONLINE GRANT APPLICATION. IT ALSO OUTLINES SPECIFIC STEP BY STEP DIRECTIONS AND LISTS ALL MATERIALS THAT MUST BE SUBMITTED WITH THE ONLINE GRANT APPLICATION.

SUBMISSION DEADLINE:

THERE IS NO SUBMISSION DEADLINE - APPLICATIONS ARE ACCEPTED YEAR-ROUND

RESTRICTIONS OR LIMITATIONS ON AWARDS:

THE ANNENBERG FOUNDATION PLACES THE HIGHEST PRIORITY ON NONPROFITS THAT WORK WITH UNDERSERVED CONSTITUENTS IN THE LOS ANGELES, VENTURA, ORANGE, RIVERSIDE, AND SAN BERNARDINO COUNTIES. ORGANIZATIONS THAT SERVE THIS GREATER LOS ANGELES REGION BUT ARE HEADQUARTERED ELSEWHERE CAN APPLY FOR A GRANT. SUPPORT REQUESTS FOR ORGANIZATIONS, INITIATIVES, OR PROJECTS THAT FALL OUTSIDE OF THIS AREA, INCLUDING NATIONAL OR INTERNATIONAL REQUESTS, ARE UNLIKELY TO BE FUNDED.

THE FOUNDATION EVALUATES WHETHER AN ORGANIZATION HAS ESTABLISHED BEST PRACTICES AS IT RELATES TO DIVERSITY, FINANCIAL SUSTAINABILITY, INFRASTRUCTURE, BOARD GOVERNANCE, STAFF DEVELOPMENT, PROGRAMS & SERVICES, COLLABORATION AND NETWORKS WITH PEERS. PRIORITY IS GIVEN TO NONPROFITS THAT ARE WELL-INTEGRATED INTO THE FABRIC OF THE COMMUNITIES THEY SERVE.

GRANTS ARE FOR ONE YEAR AND RANGE FROM \$10,000 TO A MAXIMUM OF \$100,000.

TYPICALLY, GENERAL OPERATING SUPPORT GRANTS ARE NOT GREATER THAN TEN PERCENT OF THE TOTAL ORGANIZATION BUDGET.

ORGANIZATIONS WITH BUDGETS GREATER THAN \$10 MILLION ARE INELIGIBLE FOR GENERAL OPERATING SUPPORT, BUT CAN APPLY FOR PROJECT SUPPORT. ORGANIZATIONS WITH BUDGETS LESS THAN \$10 MILLION ARE ELIGIBLE FOR EITHER PROJECT OR OPERATING SUPPORT.

THE FOUNDATION DOES NOT FUND GRANTS TO NONQUALIFIED AGENCIES OR GRANTS THAT FALL OUTSIDE THE GUIDELINES SET BY THE BOARD OF DIRECTORS.

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

THE GUIDELINES BELOW, AVAILABLE WITH MORE DETAIL ON THE GRANTMAKING SECTION OF THE FOUNDATION'S WEBSITE, OUTLINE HOW THE ANNENBERG FOUNDATION ASSESSES GRANT PROPOSALS AND WHAT AREAS SHOULD BE ADDRESSED IN GRANT APPLICATIONS:

- * LEADERSHIP
- * COMMITMENT TO DIVERSITY
- * POPULATION SERVED
- * IMPACT
- * SUSTAINABILITY
- * INNOVATION
- * ORGANIZATIONAL STRENGTH
- * PARTNERSHIPS

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INT SAV TEMP INV.	160,981.	160,981.
TOTAL	<u>160,981.</u>	<u>160,981.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DIVIDENDS & INTEREST FROM SECURITIES	11,081,712.	20,860,849.
TOTAL	<u>11,081,712.</u>	<u>20,860,849.</u>

ATTACHMENT 3FORM 990-PF, PART I - GROSS SALES LESS RETURNS AND ALLOWANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
ANNENBERG LEARNER	301,607.
ANNENBERG SPACE FOR PHOTOGRAPHY	138,647.
TOTAL	<u>440,254.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
EXPLORE LLC FACEBOOK STREAMING	406,069.		406,069.
ADMINISTRATIVE SERVICES INCOME	100,000.		100,000.
DIGITAL LICENSE	11.		11.
PHOTOSPACE TRAVELING EXHIBIT	31,523.		31,523.
EXPLORE LLC MISCELLANEOUS	69.		
PHOTOSPACE PROJECT INCOME	100,001.		100,001.
STUDIO MISCELLANEOUS INCOME	3,458.		3,458.
PHOTOSPACE EVENT INCOME	45,516.		45,516.
MISCELLANEOUS	2,600.		
INCOME/LOSS FROM SCHEDULES K-1		984,025.	
IRC SECTION 965A INCLUSION (GAXL LTD)		255,041.	
TOTALS	<u>689,247.</u>	<u>1,239,066.</u>	<u>686,578.</u>

ATTACHMENT 5FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
MISCELLANEOUS	9,359.			9,359.
SHEPPARD MULLIN RICHTER & HMPT	1,527,472.	86,217.		1,442,131.
HOLLAND & KNIGHT LLP	14,334.			14,334.
DILWORTH PAXSON LLP	54,761.			54,761.
TOTALS	<u>1,605,926.</u>	<u>86,217.</u>		<u>1,520,585.</u>

ATTACHMENT 6FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
GRANT THORNTON LLP	177,559.	44,612.		143,489.
TOTALS	<u>177,559.</u>	<u>44,612.</u>		<u>143,489.</u>

ATTACHMENT 7FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT MANAGEMENT	15,461,770.	13,852,297.	
PROGRAM CONSULTING:			
ANNENBERG LEARNER	877,906.		859,967.
ANNENBERG SPACE FOR PHOTOGRA	3,200,493.		3,065,900.
ANNENBERG TECH	369,125.		219,539.
EXPLORE	4,103,538.		4,040,892.
METABOLIC STUDIO	1,776,925.		1,855,264.
ANNENBERG VENTURES	67,082.		4,624.
GROW	54,397.		76,697.
LA N SYNC	53,593.		86,209.
WACPA	30,686.		44,235.
HUMAN RESOURCES	88,529.		103,767.
MISCELLANEOUS ACCOUNTING	132,039.		132,314.
COMPUTER SUPPORT	224,698.	9,000.	217,113.
ADVERTISING AND MARKETING	369,688.		387,147.
COMMUNITY EVENTS	266,138.		259,184.
COMMUNITY GRANTSMAKING	178,810.		143,675.
MISCELLANEOUS CONSULTING FEES	172,847.	50,030.	119,380.
SRA CONSULTING FEE		648,664.	
TOTALS	<u>27,428,264.</u>	<u>14,559,991.</u>	<u>11,615,907.</u>

ATTACHMENT 8FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PROPERTY & MISCELLANEOUS TAXES	167,400.	403.	249,692.
FORIEGN TAXES PER SCHED K-1S		316,710.	
FED/STATE INCOME/EXCISE TAX	11,220,849.		
TOTALS	<u>11,388,249.</u>	<u>317,113.</u>	<u>249,692.</u>

ATTACHMENT 9FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
TEMPORARY SERVICES	1,926,534.		1,925,959.
MISCELLANEOUS PROGRAM EXPS:			
ALCHEMY	334,727.		329,756.
PHOTO SPACES	805,267.		860,649.
SUMMER CONCERTS	1,370,261.		1,370,840.
OTHER EVENTS	14,329.		26,232.
IT EXPENSES	742,895.		798,484.
OFFICE EXPENSES	397,388.	20,823.	434,066.
SALES EXPENSES	89,203.		80,130.
POSTAGE/FED EX	74,337.		77,299.
EQUIPMENT/MAINTENANCE/RENTAL	461,425.		427,237.
DUES & SUBSCRIPTIONS	106,746.		58,142.
COST OF ATTENDING SPEC EVENTS	74,071.		24,521.
METABOLIC STUDIO PROGRAM SUPPL	315,856.		318,972.
INSURANCE	399,004.		499,436.
TOTALS	<u>7,112,043.</u>	<u>20,823.</u>	<u>7,231,723.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONSATTACHMENT 10

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
USA TREAS NOTES 1.875	376,051.	376,051.
USA TREAS NOTES 2.0	5,806,662.	5,806,662.
US TREAS NOTES 2.25	759,894.	759,894.
US TREAS NOTES 2.25	1,045,094.	1,045,094.
US TREAS NOTES 1.875	2,623,798.	2,623,798.
US TREAS NTS 1.625	707,073.	707,073.
US TREAS NTS 1.875	1,463,479.	1,463,479.
US TREAS NTS 1.875	1,664,481.	1,664,481.
US TREAS NTS 2.125	1,239,731.	1,239,731.
US TREAS NTS 2.375	631,577.	631,577.
US TREAS NTS DTD 00476 2.125	1,607,374.	1,607,374.
US TREAS NTS DTD 2.0	2,929,264.	2,929,264.
US TREAS NTS DTD 2.125	861,418.	861,418.
US TREAS NTS TREASURY NOTE 2	2,427,610.	2,427,610.
US TREAS NTS WI TREASURY NOTE2	2,624,600.	2,624,600.
UTD STATES TREAS 1.75	5,916,032.	5,916,032.
UTD STATES TREAS 1.75	14,056,223.	14,056,223.
UTD STATES TREAS 1.875	10,773,763.	10,773,763.
UTD STATES TREAS 2	996,245.	996,245.
UTD STATES TREAS 2	695,950.	695,950.
UTD STATES TREAS 2.125	3,533,013.	3,533,013.
US OBLIGATIONS TOTAL	<u>62,739,332.</u>	<u>62,739,332.</u>

ATTACHMENT 11FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
3I GROUP	368,213.	368,213.
AP MOLLER MAERSK	178,324.	178,324.
ABBVIE INC	480,939.	480,939.
ABERDEEN FDS EMERGING MKTS FD	37,137,141.	37,137,141.
ABERTIS INFRAESTR	38,090.	38,090.
ADAGE CAPITAL PARTNERS	214,417,220.	214,417,220.
BAYERISCHE MOTOREN WERKE AG	91,425.	91,425.
ENEL SOCIETA PER AZIONI	30,721.	30,721.
IBERDROLA S A	87,051.	87,051.
MUNICH RE GROUP	77,038.	77,038.
NOVO NORDISK A S	385,887.	385,887.
SWIRE PAC LTD	14,595.	14,595.
TENARIS S A	62,637.	62,637.
UNILEVER	791,240.	791,240.
AGC INC NPV	25,992.	25,992.
AGGREKO ORD	164,537.	164,537.
AIR WATER INC	21,110.	21,110.
AISIN SEIKI CO	22,477.	22,477.
AJINOMOTO CO INC	18,828.	18,828.
ALFA LAVAL AB	33,446.	33,446.
ALFRESA HOLDINGS	14,099.	14,099.
ALLERGAN PLC	739,545.	739,545.
ALPHABET INC	1,005,590.	1,005,590.
AMADA HOLDINGS CO LTD	27,235.	27,235.
ANDEAVOR	489,490.	489,490.
ANDRITZ AG	14,983.	14,983.
ANGLO AMERICAN	20,919.	20,919.
ANTOFAGASTA	52,572.	52,572.
APPLE INC	884,734.	884,734.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ARCH COAL INC	286,653.	286,653.
ARJO AB	1,841.	1,841.
ARKEMA	351,435.	351,435.
ASAHI KASEI CORP	219,348.	219,348.
ASTELLAS PHARMA INC	111,204.	111,204.
ASTELLAS PHARMA	56,128.	56,128.
ATLANTIA S.P.A	32,996.	32,996.
AUTO TRADER GROUP PLC	14,666.	14,666.
AXA	609,540.	609,540.
BANK OF AMERICA CORP	866,678.	866,678.
BANK OF EAST ASIA	13,856.	13,856.
BANK OF QUEENSLAND	16,326.	16,326.
BAYERISCHE MOTOREN WERKE A G	591,915.	591,915.
BB&T CORP	594,552.	594,552.
BEIERSDORF	25,040.	25,040.
BENCHMARK ELECTRS INC	294,608.	294,608.
BENDIGO AND ADELAIDE BANK LTD	15,627.	15,627.
BHP BILLITON LTD	75,378.	75,378.
BIOGEN INC COMMON STOCK	664,537.	664,537.
BIOMARIN PHARMACEUTICAL INC	637,030.	637,030.
BLACKBERRY LTD	373,826.	373,826.
BNP PARIBAS	521,455.	521,455.
BNP PARIBAS	197,432.	197,432.
BOLIDEN AB	409,890.	409,890.
BORAL LIMITED	15,628.	15,628.
BRENNTAG AG	26,867.	26,867.
BRIDGESTONE CORP	38,300.	38,300.
BRIGHTHOUSE FINL INC	461,614.	461,614.
BRISTOL MYERS SQUIBB CO	745,716.	745,716.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BRIT AMERN TOB	193,802.	193,802.
BRITISH LAND CO	273,163.	273,163.
BROTHER INDUSTRIES	24,678.	24,678.
BURBERRY GROUP	265,491.	265,491.
CAIXABANK SA	25,414.	25,414.
CAPITALAND LTD	15,849.	15,849.
CARLSBERG	31,600.	31,600.
CARNIVAL CORP	406,052.	406,052.
CARNIVAL PLC	993,802.	993,802.
CATERPILLAR INC	297,353.	297,353.
CAVIUM INC	369,774.	369,774.
CECONOMY AG ORD	9,657.	9,657.
CENTRAL JAPAN RLWY	66,998.	66,998.
CHIBA BANK	24,980.	24,980.
CHRISTIAN DIOR SE	43,153.	43,153.
CHUBU ELECTRIC POWER CO INC	169,079.	169,079.
CHUGAI PHARMACY CO. LTD	25,610.	25,610.
CIGNA CORPORATION	811,751.	811,751.
CITIGROUP INC	719,470.	719,470.
CITY DEVELOPMENTS LTD	18,692.	18,692.
CNP ASSURANCES	24,116.	24,116.
COCA COLA EUROPEAN PARTNERS PL	111,221.	111,221.
COCA COLA HBC	86,654.	86,654.
COCHLEAR LTD	440,889.	440,889.
COLOPLAST	20,137.	20,137.
COMCAST CORP	514,843.	514,843.
COMPUTERSHARE LTD	24,236.	24,236.
CONAGRA BRANDS INC	419,606.	419,606.
CONCHO RES INC	416,410.	416,410.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CONTINENTAL RES INC	614,028.	614,028.
CORECIVIC INC	479,588.	479,588.
CREDIT AGRICOLE	29,927.	29,927.
CREDIT SAISON CO	14,558.	14,558.
CROWN RESORTS LIMITED	13,554.	13,554.
CSRA INC	576,050.	576,050.
DAI NIPPON PRINTNG	22,308.	22,308.
DEUTSCHE LUFTHANSA	600,694.	600,694.
DEUTSCHE POST AG	579,846.	579,846.
DEUTSCHE WOHNEN SE	26,882.	26,882.
DEXUS PROPERTY GROUP	22,207.	22,207.
DFA INTL SMALL CO	34,187,092.	34,187,092.
DIEBOLD NIXDORF INC	359,553.	359,553.
DNB ASA NOK10	230,102.	230,102.
DNB NOR ASA	33,603.	33,603.
EDENRED	22,096.	22,096.
EDF	20,082.	20,082.
ELECTRIC POWER DEVELOPMENT CO	16,165.	16,165.
ELECTRICITE DE FRANCE	17,508.	17,508.
ELECTROLUX AB SER'B'NPV	22,371.	22,371.
EMS-CHEMIE HLDG AG	20,026.	20,026.
ENEL SPA	94,465.	94,465.
ENERGIAS DE PORTUGAL SA	23,024.	23,024.
ETABLISSEMENTEN COLRUYT ORDSHR	528,217.	528,217.
EURAZEO SE	925.	925.
EXPERIAN ORD	69,469.	69,469.
FERGUSON PLC ORD	68,424.	68,424.
FERRARI N V FERRARI N V	268,286.	268,286.
FIAT INVESTMENTS NV	523,568.	523,568.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FLETCHER BUILDING	79,201.	79,201.
FLIGHT CENTRE TRAVEL GROUP LTD	193,219.	193,219.
FLIR SYS INC	689,790.	689,790.
FORTESCUE METALS GRP LTD	127,156.	127,156.
FORTINET INC	388,142.	388,142.
FUCHS PETROLUB SE	16,844.	16,844.
FUJIFILM HLDGS CORP	15,397.	15,397.
FUJITSU Y50	28,502.	28,502.
GAS NATURAL SDG	148,493.	148,493.
GETINGE AB SER'B	9,360.	9,360.
GOLDMAN SACHS GROUP INC	871,279.	871,279.
GOODMAN GROUP	26,172.	26,172.
GPT GROUP	12,498.	12,498.
GUIDEWIRE SOFTWARE INC	246,023.	246,023.
HALLIBURTON CO	801,126.	801,126.
HAMMERSON ORD	22,250.	22,250.
HARGREAVES LANSDOW ORD	37,662.	37,662.
HEINEKEN HOLDING	21,198.	21,198.
HENDERSON LAND DEVELOPMENT	28,987.	28,987.
HERMES INTL	23,578.	23,578.
HINO MOTORS	12,961.	12,961.
HITACHI CHEMICAL	360,793.	360,793.
HITACHI CONSTRUCTION MACHINERY	29,081.	29,081.
HITACHI METALS	14,363.	14,363.
HITACHI	537,728.	537,728.
HOCHTIEF AG	28,004.	28,004.
HONDA MTR LTD	88,506.	88,506.
HOUGHTON MIFFLIN HARCOURT CO	461,438.	461,438.
HSBC HLDGS PLC	231,554.	231,554.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
HUGO BOSS AG	19,933.	19,933.
HUSQVARNA AB SER'B	14,833.	14,833.
HYATT HOTELS CORP	854,535.	854,535.
IBERDROLA SA	180,284.	180,284.
IMI ORD	26,417.	26,417.
INCITEC PIVOT	18,382.	18,382.
INDUSTRIVARDEN AB SER'A	25,638.	25,638.
INS AUSTRALIA	32,697.	32,697.
INTEL CORP	731,036.	731,036.
INTERCONTINENTAL HOTELS GROUP	421,071.	421,071.
INTERNATIONAL GAME TECHNOLOGY	483,516.	483,516.
INVESTEC	21,060.	21,060.
ISS A/S DKK1	18,525.	18,525.
ISUZU MOTORS	33,502.	33,502.
ITOCHU CORP	709,401.	709,401.
J SAINSBURY PLC	40,502.	40,502.
JAMES HARDIE INDUSTRIES PLC	30,183.	30,183.
JAPAN REAL ESTATE INVESTMENT C	9,498.	9,498.
JAPAN RETAIL FUND REIT	9,170.	9,170.
JERONIMO MARTINS	19,447.	19,447.
JPMORGAN CHASE CO	986,949.	986,949.
JSR CORP	19,689.	19,689.
K AND S AG	16,524.	16,524.
KAJIMA CORP	19,245.	19,245.
KANEKA CORP	18,269.	18,269.
KANSAI ELECTRIC POWER CO	126,178.	126,178.
KANSAI PAINT CO	25,992.	25,992.
KAO CORP	67,634.	67,634.
KDDI CORP	65,861.	65,861.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
KEISEI ELEC RY CO	16,067.	16,067.
KEPPEL CORP	32,999.	32,999.
KINGFISHER ORD	127,011.	127,011.
KINGFISHER PLC	165,076.	165,076.
KKEIO CORPORATION	8,797.	8,797.
KONAMI HOLDINGS CO	16,511.	16,511.
KONICA MINOLTA INC	259,814.	259,814.
KUEHNE&NAGEL INTL	257,732.	257,732.
KURARAY CO	26,422.	26,422.
KURITA WATER INDS	19,494.	19,494.
KYOCERA CORP	65,451.	65,451.
KYOWA HAKKO KIRIN CO LTD	19,343.	19,343.
LAUREATE ED INC	431,316.	431,316.
LENDLEASE GROUP	27,533.	27,533.
LIBERTY	471,526.	471,526.
LIBERTY GLOBAL PLC	547,565.	547,565.
LIVE NATION ENTERTAINMENT INC	371,125.	371,125.
LONZA GROUP	26,208.	26,208.
LULULEMON ATHLETICA INC	696,307.	696,307.
MAPFRE	456,330.	456,330.
MARKS AND SPENCER GP	164,376.	164,376.
MARKS AND SPENCER GROUP P L C	16,236.	16,236.
MARUBENI CORP	688,233.	688,233.
MEDIOBANCA SPA	29,330.	29,330.
MEDIPAL HOLDINGS CORP	15,673.	15,673.
MEGGITT ORD	18,571.	18,571.
MERCK AND CO INC	366,712.	366,712.
METLIFE INC	857,295.	857,295.
MGM RESORTS INTERNATIONAL	717,818.	717,818.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MICHELIN	322,857.	322,857.
MICROSOFT CORP	994,916.	994,916.
MINEBEA MITSUMI INC	105.	105.
MITSUBISHI CHEM HL	257,947.	257,947.
MITSUBISHI CORP	160,279.	160,279.
MITSUBISHI MATERLS	21,358.	21,358.
MITSUBISHI TANABE PHARMA CORP	103,506.	103,506.
MITSUBISHI UFJ FINL GROUP INC	156,559.	156,559.
mitsui and co ltd	146,365.	146,365.
mitsui chemicals	25,743.	25,743.
MIXI. INC	17,967.	17,967.
MIZUHO FINANCIAL GROUP	62,664.	62,664.
MIZUHO FINL GROUP INC	53,235.	53,235.
MOBILE MINI INC	548,826.	548,826.
MONDELEZ INTL INC	781,956.	781,956.
MORGAN STANLEY	645,958.	645,958.
MTR CORP HKD1	14,647.	14,647.
MUELLER WTR PRODS INC	352,569.	352,569.
MYLAN NV	393,737.	393,737.
NABTESCO CORP	19,174.	19,174.
NEW WORLD DEVELOPMENT CO	455,045.	455,045.
NEWCREST MINING LTD	35,715.	35,715.
NEXON CO LTD	23,293.	23,293.
NEXT ORD GBP0.10	23,383.	23,383.
NIPPON BUILDING FD REIT	14,674.	14,674.
NIPPON TELEG & TEL CORP	810,260.	810,260.
NITORI HOLDINGS	21,391.	21,391.
NN GROUP N V EURO 12	688,632.	688,632.
NOBLE ENERGY INC	639,710.	639,710.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NOKIAN RENKAAT OYJ	15,750.	15,750.
NOMURA RL EST INC	15,696.	15,696.
NORSK HYDRO ASA	72,524.	72,524.
NOVARTIS AG	58,940.	58,940.
NOVOZYMES	54,429.	54,429.
NSK LTD	10,913.	10,913.
NTT DATA CORP	16,998.	16,998.
NTT DOCOMO	357,091.	357,091.
OBAYASHI CORP	12,108.	12,108.
OJI HOLDINGS CORP	19,973.	19,973.
OLIN CORP	480,010.	480,010.
OMRON CORP	65,619.	65,619.
ORACLE CORP	602,158.	602,158.
ORANGE	57,194.	57,194.
ORICA LIMITED	24,690.	24,690.
ORIENTAL LAND CO LTD	36,467.	36,467.
ORION CORPORATION	273,599.	273,599.
ORKLA ASA NOK1.25	189,535.	189,535.
OSAKA GAS CO LTD	11,558.	11,558.
PARTNERS GROUP HLG	19,879.	19,879.
PERSIMMON ORD	110,670.	110,670.
PFIZER INC	467,818.	467,818.
PLAYA HOTELS & RESORTS N V	564,026.	564,026.
PNC FINANCIAL SERVICES GROUP	802,685.	802,685.
PROPETRO HLDG CORP	473,095.	473,095.
PROXIMUS	109,002.	109,002.
PRYSMIAN SPA	33,564.	33,564.
PTC INC	579,746.	579,746.
QANTAS AIRWAYS	220,391.	220,391.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
QUALCOMM INC	560,623.	560,623.
REA GROUP LIMITED	16,906.	16,906.
RELX PLC	241,148.	241,148.
REMY COINTREAU EUR1.60	21,497.	21,497.
RENAULT SA EUR3.81	268,624.	268,624.
RESONA HOLDINGS	109,662.	109,662.
RIO TINTO PLC	593,292.	593,292.
ROCHE HLDG LTD	464,100.	464,100.
ROYAL DUTCH SHELL	835,876.	835,876.
ROYAL MAIL	20,205.	20,205.
ROYAL MAIL	191,459.	191,459.
RWE AG	30,049.	30,049.
SAGE GROUP	388,564.	388,564.
SAINSBURY J	305,138.	305,138.
SANDERSON INTL VALUE FD	101,246,786.	101,246,786.
SANOFI SPONSORED	294,808.	294,808.
SANTEN PHARM CO	12,577.	12,577.
SCANA CORP	326,116.	326,116.
SCHNEIDER NATL INC	599,417.	599,417.
SCOR SE	20,584.	20,584.
SEALED AIR CORP	406,577.	406,577.
SEAWORLD ENTMT INC	363,011.	363,011.
SEEK LIMITED	22,214.	22,214.
SEGRO PLC	18,668.	18,668.
SEIKO EPSON CORP	16,523.	16,523.
SEKISUI CHEMICAL CO LTD	20,080.	20,080.
SEKISUI HOUSE	18,069.	18,069.
SGS SA	86,047.	86,047.
SHIMIZU CORP	10,333.	10,333.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SHIRE PLC	542,765.	542,765.
SINGAPORE EXCHANGE	11,134.	11,134.
SMITH & NEPHEW GROUP P L C	51,185.	51,185.
SMITHS GROUP	12,517.	12,517.
SOCIETE GENERALE	580,787.	580,787.
SOUTH32 LTD	46,891.	46,891.
STOCKLAND	15,751.	15,751.
STORA ENSO OYJ	558,849.	558,849.
SUMITOMO CHEMICAL CO. LTD	43,142.	43,142.
SUMITOMO ELECTRIC	128,522.	128,522.
SUMITOMO MITSUI FINL GROUP INC	710,147.	710,147.
SUMITOMO MITSUI TRUST HOLDINGS	31,766.	31,766.
SUMITOMO RUBBER	368,405.	368,405.
SUN HUNG KAI PROP	66,724.	66,724.
SUNTORY BEVERAGE	13,342.	13,342.
SUZUKEN CO LTD	16,458.	16,458.
SWATCH GROUP	35,071.	35,071.
SWEDISH MATCH	850,761.	850,761.
SWIRE PACIFIC	18,510.	18,510.
SWISS LIFE HOLDINGS AG	452,801.	452,801.
SWISSCOM AG	205,378.	205,378.
TAISEI CORP	19,920.	19,920.
TAPESTRY INC	843,555.	843,555.
TATE AND LYLE	13,504.	13,504.
TDC DKK 1	15,497.	15,497.
TDK CORP	23,941.	23,941.
TECHTRONIC INDUSTR	19,553.	19,553.
TEIJIN LTD	17,825.	17,825.
TELECOM ITALIA SPA	14,630.	14,630.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
TELENOR ASA ORD	153,312.	153,312.
TELSTRA CORP LTD	115,368.	115,368.
TERADATA CORP DEL	411,599.	411,599.
TERNA SPA ORD	18,887.	18,887.
THK CO LTD	26,285.	26,285.
TOHOKU ELEC POWER	19,188.	19,188.
TOKYO ELEC POWER H	16,629.	16,629.
TOKYO GAS CO LTD	22,889.	22,889.
TOKYU FUDOSAN HOLDINGS CORPORA	15,193.	15,193.
TOPPAN PRINTING CO	18,091.	18,091.
TOYOTA INDUSTRIES	25,708.	25,708.
TOYOTA TSUSHO CORP	40,257.	40,257.
TP ICAP PLC	7,247.	7,247.
TPG PACE HOLDINGS CORP	310,852.	310,852.
TREASURY WINE ESTA	32,132.	32,132.
TRINITY IND INC	654,426.	654,426.
TRONOX LTD	368,216.	368,216.
TWENTY FIRST CENTURY FOX INC	969,637.	969,637.
UCB	13,271.	13,271.
UMICORE	327,758.	327,758.
UNION PAC CORP	666,075.	666,075.
UNIPER SE	16,391.	16,391.
UNITED STS STL CORP	563,322.	563,322.
UNITED TECHNOLOGIES CORP	485,914.	485,914.
UNIVAR INC	561,212.	561,212.
UPM KYMMENE CORP	288,913.	288,913.
VANGUARD INTL EQUITY INDEX FDS	13,453,700.	13,453,700.
VERINT SYS INC	675,082.	675,082.
VERSUM MATLS LLC	342,580.	342,580.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
VIACOM INC	682,472.	682,472.
VOESTALPINE AG	198,176.	198,176.
WALMART INC	374,855.	374,855.
WENDYS CO	513,289.	513,289.
WHARF REAL ESTATE	425,722.	425,722.
WHARF(HLDGS)	221,048.	221,048.
WHEELOCK & COMPANY	556,765.	556,765.
WILMAR INTERNATIONAL LTD	13,873.	13,873.
WM MORRISON SUPERMARKETS	16,575.	16,575.
WOLTERS KLUWER	32,110.	32,110.
WPP PLC	144,445.	144,445.
YAKULT HONSHA CO	22,636.	22,636.
YAMAHA CORP	18,464.	18,464.
YAMAHA MOTOR CO	26,241.	26,241.
YANGZIJIANG SHIPBU	78,098.	78,098.
YARA INTERNATIONAL	233,316.	233,316.
YASKAWA ELEC CORP	207,151.	207,151.
YUE YUEN INDL HLDG	123,708.	123,708.
ZARDOYA OTIS	15,113.	15,113.
NORTHERN FUNDS EMERGING MKT *	2,681,790.	2,681,790.
DFA INVT DIMENSIONS GROUP *	3,242,805.	3,242,805.
NTGI QM COMMON DAILY ALL CTY *	4,927,886.	4,927,886.
NEUBERGER BERMAN EQUITY FDS *	5,031,104.	5,031,104.
NORTHERN FUNDS ACTIVE MUS EQ *	2,507,291.	2,507,291.
NORTHERN MULTI MGR GLOBAL *	948,754.	948,754.
NTGI COM DAILY SP 400 MIDCAP *	1,254,040.	1,254,040.
NTGI COM DAILY RUSSELL 2000 *	2,902,841.	2,902,841.
NTGI MFB NTGI QM COM DAILY *	8,246,393.	8,246,393.
FLEXSHARES TR MRNGSTAR GLOB *	1,496,552.	1,496,552.

ATTACHMENT 11 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FLEXSHARES TRUST QUAL DIVID * * THE FOUNDATION AND THE PHILADELPHIA ORCHESTRA ASSOCIATION HAVE A TRUST AGREEMENT	3,023,269.	3,023,269.
TOTALS	<u>517,383,208.</u>	<u>517,383,208.</u>

ATTACHMENT 12FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
AEP TEX INC SR NT SER A 2.4	39,405.	39,405.
AVENUE OF AMERICAS SER 2015 11	724,424.	724,424.
B2R MTG TR SER 2015 1 CLS A 1	461,059.	461,059.
HYUNDAI CAP AMER MEDIUM TERM N	160,741.	160,741.
IPALCO ENTERPRISES INC 3.7	39,964.	39,964.
J P MORGAN CHASE SER 16 WPT CL	100,250.	100,250.
J P MORGAN MTG TR 2017 1 VAR R	371,252.	371,252.
J P MORGAN MTG TR SER 17 2 CL	267,464.	267,464.
MORGAN STANLEY BK AMER MERRILL	235,922.	235,922.
UBS GROUP FUNDING SWITZERLAND	197,735.	197,735.
UBS GROUP FUNDING SWITZERLAND	213,342.	213,342.
1211 AVE OF THE AMERS TR 2015	379,436.	379,436.
ABBOTT LABS 2.0	59,987.	59,987.
ABBOTT LABS 2.9	60,695.	60,695.
ABBVIE INC 3.6	51,404.	51,404.
ACE INA HLDGS INC 2.3	59,904.	59,904.
ACE INA HLDGS INC 3.35	20,411.	20,411.
ACTAVIS FUNDING SCS FIXED 3.8	152,707.	152,707.
ACTAVIS INC 3.25	10,031.	10,031.
AETNA INC 2.75	69,322.	69,322.
AETNA INC NEW 2.8	9,842.	9,842.
AIR LEASE CORP 3.625	9,992.	9,992.
ALIBABA GROUP HLDG 3.4	199,950.	199,950.
ALTRIA GROUP INC 2.85	70,459.	70,459.
ALTRIA GROUP INC 4	5,304.	5,304.
AMAZON COM INC 3.8	10,562.	10,562.
AMERICREDIT 1.53	258,306.	258,306.
ANADARKO PETE CORP 5.55	123,418.	123,418.
ANALOG DEVICES INC 3.5	25,299.	25,299.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ANDEAVOR LOGISTICS LP AND TESO	19,962.	19,962.
ANDEAVOR LOGISTICS LP AND TESO	10,086.	10,086.
ANHEUSER-BUSCH 2.65	211,054.	211,054.
ANTHEM INC 2.95	15,006.	15,006.
ANTHEM INC 3.65	96,836.	96,836.
ANTHEM INC FIXED 2.5	14,969.	14,969.
AON CORP 5	282,199.	282,199.
AON PLC 3.875	6,273.	6,273.
APPLE INC 3.2	10,127.	10,127.
APPLE INC 3.25	20,411.	20,411.
APPLE INC 3.35	51,219.	51,219.
APPLIED MATERIALS INC 3.9	5,307.	5,307.
APTIV PLC 4.25	4,245.	4,245.
AT AND T INC 3.9	181,203.	181,203.
AT AND T INC 4.3	335,061.	335,061.
AUTODESK INC 3.5	9,809.	9,809.
AVIATION CAP GROUP CORP SR NT	160,537.	160,537.
AVNET INC 4.625	10,314.	10,314.
B A T CAP CORP 3.557	45,058.	45,058.
B2R MTG TR 2015 2 3.336	336,886.	336,886.
BAE SYS HLDGS INC 2.85	30,135.	30,135.
BAE SYS HLDGS INC 3.85	10,371.	10,371.
BANK AMER CORP 1.95	76,006.	76,006.
BANK AMER CORP 3.3	204,600.	204,600.
BANK AMER CORP 3.875	36,919.	36,919.
BANK AMER CORP 4	67,624.	67,624.
BANK AMER CORP 5.65	121,432.	121,432.
BANK AMER CORP FIXED 3.824	10,344.	10,344.
BANK AMER CORP FLTG RT 2.881	370,544.	370,544.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BANK AMER CORP FLTG RT 3.093	179,587.	179,587.
BANK AMER CORP SR NT 144A 3.00	28,072.	28,072.
BANK AMER MERRILL LYNCH COML M	169,741.	169,741.
BANK NEW YORK MELLON CORP 3.3	29,905.	29,905.
BANK OF AMER CORP MTN 2	98,002.	98,002.
BANK OF AMERICA CORP 2.25	20,014.	20,014.
BANK OF AMERICA CORP 2.6	5,017.	5,017.
BANK OF AMERICA CORPORATION SR	222,606.	222,606.
BARCLAYS BK PLC 5.14	105,896.	105,896.
BARCLAYS PLC 2.75	315,677.	315,677.
BARCLAYS PLC 3.2	281,506.	281,506.
BARCLAYS PLC 4.375	204,930.	204,930.
BBCMS TR 2015-SRCH 3.312	376,013.	376,013.
BERKSHIRE HATHAWAY 2.75	20,131.	20,131.
BERKSHIRE HATHAWAY 3.125	15,170.	15,170.
BK NEW YORK MELLON 2.05	98,785.	98,785.
BK NEW YORK MELLON 2.8	48,828.	48,828.
BK NEW YORK MELLON 3	14,582.	14,582.
BK NEW YORK MELLON CORP 3.442	149,233.	149,233.
BLACK HILLS CORP 3.15	9,745.	9,745.
BROADCOM CORP 3	168,560.	168,560.
BROADCOM CORP 3.125	109,936.	109,936.
BROADCOM CORP 3.625	79,551.	79,551.
BSTN PPTYS LTD 2.75	37,734.	37,734.
BURL NORTHN SANTA FIXED 3	11,085.	11,085.
BWAY 2013-1515 MTG 2.8093	208,408.	208,408.
CABELAS CR CARD 2.25	658,940.	658,940.
CAESARS PALACE LAS VEGAS TR 20	146,239.	146,239.
CAP 1 FINL CORP 2.5	69,912.	69,912.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CAP 1 FINL CORP 3.2	19,804.	19,804.
CAP 1 FINL CORP 3.75	29,874.	29,874.
CAP 1 MULTI-ASSET 1.33	553,046.	553,046.
CAP 1 NATL ASSN 2.35	249,247.	249,247.
CBS CORP 3.7	29,585.	29,585.
CC HLDGS GS V LLC 3.849	174,355.	174,355.
CDP FINL INC 4.4	581,991.	581,991.
CHARTER 4.464	2,087.	2,087.
CHARTER COMMUNICATIONS OPER 3	76,657.	76,657.
CHARTER COMMUNICATIONS OPER LL	183,625.	183,625.
CHEVRON CORP NEW 2.895	40,355.	40,355.
CHRYSLER CAP AUTO 2.24	490,862.	490,862.
CHT 2017 COSMO MTG TR COML CL	250,389.	250,389.
CIGNA CORP 3.25	75,366.	75,366.
CIMAREX ENERGY CO 3.9	76,689.	76,689.
CIMAREX ENERGY CO 4.375	80,650.	80,650.
CITIBANK CR CARD ISSUANCE TR S	278,253.	278,253.
CITIBANK N A 1.85	248,463.	248,463.
CITIGROUP COML MTG TR 2015 GC3	230,670.	230,670.
CITIGROUP INC 2.05	70,926.	70,926.
CITIGROUP INC 2.4	69,918.	69,918.
CITIGROUP INC 2.65	80,268.	80,268.
CITIGROUP INC 2.876	79,599.	79,599.
CITIZENS FINL 2.375	4,935.	4,935.
CMS ENERGY CORP 3	14,727.	14,727.
COACH INC FIXED 4.125	25,190.	25,190.
COLOMBIA REP GLOBAL BD 3.875	188,330.	188,330.
COLOMBIA REP OF 8.125	208,181.	208,181.
COMCAST CORP NEW 1.625	43,517.	43,517.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COMCAST CORP NEW 3.15	60,192.	60,192.
COMCAST CORP NEW 3.3	20,404.	20,404.
COMCAST CORP NEW 5.15	158,973.	158,973.
COMM 2014 CRE20 3.59	144,953.	144,953.
COMM 2014 LC15 MTG 4.006	142,625.	142,625.
COMM 2015 CRE23 MTG TR MTG VA	358,261.	358,261.
COMM 2015 C21 MTG TR MTG CTF C	210,811.	210,811.
COMM 2017 PANW CL A 144A 3.244	242,167.	242,167.
COMMERCIAL MORTGAGE TRUST SER	249,776.	249,776.
COMMERCIAL MTG TR 2006 GG7 CL	166,240.	166,240.
CONCHO RES INC 3.75	131,697.	131,697.
CONSTELLATION BRANDS INC 3.5	20,406.	20,406.
COX COMMUNICATIONS 3.15	108,337.	108,337.
CR ACCEP AUTO LN 3.04	472,245.	472,245.
CR AGRICOLE S A 3.375	253,900.	253,900.
CR SUISSE ABS 2.5	121,036.	121,036.
CROWN CASTLE INTL 2.25	14,747.	14,747.
CROWN CASTLE INTL 3.4	10,212.	10,212.
CROWN CASTLE INTL 3.7	9,993.	9,993.
CROWN CASTLE INTL 4	30,673.	30,673.
CSAIL 2015 C3 COML MTG TR SER	312,042.	312,042.
CSMC TR 2015 DEAL COML MTG	403,043.	403,043.
CSX CORP 3.25	79,922.	79,922.
CVS HEALTH CORP 2.25	210,278.	210,278.
CVS HEALTH CORP BNDS 1.9	194,941.	194,941.
DEERE JOHN CAP 2.8	20,078.	20,078.
DELPHI CORP DEL 4.15	34,849.	34,849.
DEUTSCHE BK AG 1.875	37,994.	37,994.
DEVON ENERGY CORP 5.85	23,354.	23,354.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DISCOVER BK FIXED 2.6	250,849.	250,849.
DISCOVER BK NEW 3.1	252,967.	252,967.
DISCOVERY 3.95	39,786.	39,786.
DISCOVERY 4.9	26,670.	26,670.
DISCOVERY COMMUNICATIONS LLC 2	24,885.	24,885.
DISCOVERY COMMUNICATIONS LLC 2	98,968.	98,968.
DOMINION ENERGY INC FORMERLY 2	25,010.	25,010.
DOMINION RES INC VA NEW SR NT	189,323.	189,323.
DR AUTO 1.85	119,829.	119,829.
DU PONT E I DE 2.2	29,974.	29,974.
DUKE ENERGY 2.95	9,925.	9,925.
DUKE ENERGY CORP 2.4	142,461.	142,461.
DUKE ENERGY CORP 3.75	182,771.	182,771.
DXC TECHNOLOGY CO FIXED 2.875	15,073.	15,073.
DXC TECHNOLOGY CO FIXED 4.25	15,625.	15,625.
EASTMAN CHEM CO 2.7	40,258.	40,258.
ECOLAB INC 2.25	79,959.	79,959.
EMERA US FIN LP 2.15	24,903.	24,903.
ENERGY TRANSFER 2.5	480,716.	480,716.
ENLINK MIDSTREAM 2.7	29,973.	29,973.
ENTERGY CORP NEW 2.95	24,324.	24,324.
ENTERGY TEX INC 3.45	40,534.	40,534.
ENTERPRISE PRODS 3.35	40,788.	40,788.
ENTERPRISE PRODS 3.75	123,732.	123,732.
ENTERPRISE PRODS FIXED 5.25	4,950.	4,950.
EOG RES INC 4.15	143,681.	143,681.
EQUIFAX INC 2.3	9,761.	9,761.
EVERSOURCE ENERGY 2.9	39,696.	39,696.
EXELON CORP 2.45	4,977.	4,977.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EXELON CORP 2.85	40,373.	40,373.
FED HOME LN MTG CORP GOLD POOL	692,970.	692,970.
FEDERAL HOME LN MTG CORP GOLD	164,095.	164,095.
FEDERAL HOME LN MTG CORP GOLD	48,624.	48,624.
FEDERAL HOME LN MTG CORP POOL	14,559.	14,559.
FEDERAL HOME LN MTG CORP POOL	203,628.	203,628.
FEDERAL HOME LN MTG CORP POOL	16,583.	16,583.
FEDERAL HOME LN MTG CORP POOL	28,605.	28,605.
FEDERAL HOME LN MTG CORP POOL	72,119.	72,119.
FEDERAL HOME LN MTG CORP POOL	127,681.	127,681.
FEDERAL HOME LN MTG CORP POOL	154,956.	154,956.
FEDERAL HOME LN MTG CORP POOL	27,767.	27,767.
FEDERAL HOME LN MTG CORP POOL	399,442.	399,442.
FEDERAL HOME LN MTG CORP POOL	325,957.	325,957.
FEDERAL HOME LN MTG CORP POOL	100,616.	100,616.
FEDERAL HOME LN MTG CORP POOL	46,518.	46,518.
FEDERAL HOME LN MTG CORP POOL	266,395.	266,395.
FEDERAL HOME LN MTG CORP POOL	127,221.	127,221.
FEDERAL HOME LN MTG CORP POOL	311,773.	311,773.
FEDERAL HOME LN MTG CORP POOL	633,369.	633,369.
FEDERAL HOME LN MTG CORP POOL	141,239.	141,239.
FEDERAL HOME LN MTG CORP POOL	1,076,923.	1,076,923.
FEDERAL HOME LN MTG CORP POOL	1,121,878.	1,121,878.
FEDERAL HOME LN MTG CORP POOL	390,037.	390,037.
FEDERAL HOME LN MTG CORP POOL	73,513.	73,513.
FEDERAL HOME LN MTG CORP POOL	114,240.	114,240.
FEDERAL HOME LN MTG CORP POOL	97,133.	97,133.
FEDERAL HOME LN MTG CORP POOL	53,823.	53,823.
FEDERAL HOME LN MTG CORP POOL	43,881.	43,881.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDERAL HOME LN MTG CORP POOL	180,216.	180,216.
FEDERAL HOME LN MTG CORP POOL	68,129.	68,129.
FEDERAL HOME LN MTG CORP POOL	2,728.	2,728.
FEDERAL HOME LN MTG CORP POOL	116,595.	116,595.
FEDERAL HOME LN MTG CORP POOL	103,695.	103,695.
FEDERAL HOME LN MTG CORP POOL	42,858.	42,858.
FEDERAL HOME LN MTG CORP POOL	85,402.	85,402.
FEDERAL HOME LN MTG CORP POOL	8,947.	8,947.
FEDERAL HOME LN MTG CORP POOL	15,799.	15,799.
FEDERAL HOME LN MTG CORP POOL	14,467.	14,467.
FEDERAL HOME LN MTG CORP POOL	10,303.	10,303.
FEDERAL HOME LN MTG CORP POOL	3,449.	3,449.
FEDERAL HOME LN MTG CORP POOL	42,265.	42,265.
FEDERAL HOME LN MTG CORP POOL	26,080.	26,080.
FEDERAL HOME LN MTG CORP POOL	48,633.	48,633.
FEDERAL HOME LN MTG CORP POOL	24,342.	24,342.
FEDERAL HOME LN MTG CORP POOL	7,676.	7,676.
FEDERAL HOME LN MTG CORP POOL	15,156.	15,156.
FEDERAL HOME LN MTG CORP POOL	54,004.	54,004.
FEDERAL HOME LN MTG CORP POOL	133,780.	133,780.
FEDERAL HOME LN MTG CORP POOL	66,683.	66,683.
FEDERAL HOME LN MTG CORP POOL	137,424.	137,424.
FEDERAL HOME LN MTG CORP POOL	19,058.	19,058.
FEDERAL HOME LN MTG CORP POOL	70,014.	70,014.
FEDERAL HOME LN MTG CORP POOL	65,436.	65,436.
FEDERAL HOME LN MTG CORP POOL	72,166.	72,166.
FEDERAL HOME LN MTG CORP POOL	13,449.	13,449.
FEDERAL HOME LN MTG CORP POOL	461,654.	461,654.
FEDERAL HOME LN MTG CORP POOL	59,044.	59,044.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDERAL HOME LN MTG CORP SR KI	103,115.	103,115.
FEDERAL HOME LN MTG CORP V6088	65,170.	65,170.
FEDERAL HOME LN MTG CORP V6090	15,975.	15,975.
FEDERAL NATL MTG ASSN GTD MTG	393,925.	393,925.
FEDERAL NATL MTG ASSN GTD MTG	139,163.	139,163.
FEDERAL NATL MTG ASSN GTD MTG	100,816.	100,816.
FEDERAL NATL MTG ASSN GTD MTG	620,346.	620,346.
FEDERAL NATL MTG ASSN GTD MTG	72,453.	72,453.
FEDERAL NATL MTG ASSN GTD MTG	88,842.	88,842.
FEDERAL NATL MTG ASSN GTD MTG	290,700.	290,700.
FEDERAL NATL MTG ASSN GTD MTG	500,870.	500,870.
FEDERAL NATL MTG ASSN GTD MTG	203,576.	203,576.
FEDERAL NATL MTG ASSN GTD MTG	58,537.	58,537.
FEDERAL NATL MTG ASSN GTD MTG	50,823.	50,823.
FEDERAL NATL MTG ASSN GTD MTG	56,414.	56,414.
FEDERAL NATL MTG ASSN GTD MTG	28,588.	28,588.
FEDERAL NATL MTG ASSN GTD MTG	856,098.	856,098.
FEDERAL NATL MTG ASSN GTD MTG	38,714.	38,714.
FEDERAL NATL MTG ASSN GTD MTG	23,000.	23,000.
FEDERAL NATL MTG ASSN GTD MTG	72,548.	72,548.
FEDERAL NATL MTG ASSN GTD MTG	66,183.	66,183.
FEDERAL NATL MTG ASSN GTD MTG	55,572.	55,572.
FEDERAL NATL MTG ASSN GTD MTG	101,292.	101,292.
FEDERAL NATL MTG ASSN GTD MTG	36,103.	36,103.
FEDERAL NATL MTG ASSN GTD MTG	48,431.	48,431.
FEDERAL NATL MTG ASSN GTD MTG	40,993.	40,993.
FEDERAL NATL MTG ASSN GTD MTG	48,170.	48,170.
FEDERAL NATL MTG ASSN GTD MTG	5,147.	5,147.
FEDERAL NATL MTG ASSN GTD MTG	69,892.	69,892.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDERAL NATL MTG ASSN GTD MTG	233,478.	233,478.
FEDERAL NATL MTG ASSN GTD MTG	95,436.	95,436.
FEDERAL NATL MTG ASSN GTD MTG	198,656.	198,656.
FEDERAL NATL MTG ASSN GTD MTG	7,070.	7,070.
FEDERAL NATL MTG ASSN GTD MTG	478,400.	478,400.
FEDERAL NATL MTG ASSN GTD MTG	153,683.	153,683.
FEDERAL NATL MTG ASSN GTD MTG	202,537.	202,537.
FEDERAL NATL MTG ASSN GTD MTG	324,277.	324,277.
FEDERAL NATL MTG ASSN GTD MTG	623,811.	623,811.
FEDERAL NATL MTG ASSN GTD MTG	82,561.	82,561.
FEDERAL NATL MTG ASSN GTD MTG	34,713.	34,713.
FEDERAL NATL MTG ASSN GTD MTG	11,078.	11,078.
FEDERAL NATL MTG ASSN GTD MTG	79,545.	79,545.
FEDERAL NATL MTG ASSN GTD MTG	220,028.	220,028.
FEDERAL NATL MTG ASSN GTD MTG	122,016.	122,016.
FEDERAL NATL MTG ASSN GTD MTG	24,019.	24,019.
FEDERAL NATL MTG ASSN GTD MTG	47,144.	47,144.
FEDERAL NATL MTG ASSN GTD MTG	34,493.	34,493.
FEDERAL NATL MTG ASSN GTD MTG	63,548.	63,548.
FEDERAL NATL MTG ASSN GTD MTG	14,827.	14,827.
FEDERAL NATL MTG ASSN GTD MTG	61,171.	61,171.
FEDERAL NATL MTG ASSN GTD MTG	472,008.	472,008.
FEDERAL NATL MTG ASSN GTD MTG	164,737.	164,737.
FEDERAL NATL MTG ASSN GTD MTG	450,527.	450,527.
FEDERAL NATL MTG ASSN GTD MTG	172,924.	172,924.
FEDERAL NATL MTG ASSN GTD MTG	32,173.	32,173.
FEDERAL NATL MTG ASSN GTD MTG	425,148.	425,148.
FEDERAL NATL MTG ASSN GTD MTG	209,550.	209,550.
FEDERAL NATL MTG ASSN GTD MTG	147,846.	147,846.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FEDERAL NATL MTG ASSN GTD MTG	122,782.	122,782.
FEDERAL NATL MTG ASSN GTD MTG	61,220.	61,220.
FEDERAL NATL MTG ASSN GTD MTG	127,372.	127,372.
FEDERAL NATL MTG ASSN GTD MTG	19,495.	19,495.
FEDERAL NATL MTG ASSN GTD MTG	244,336.	244,336.
FEDERAL NATL MTG ASSN GTD MTG	18,858.	18,858.
FEDERAL NATL MTG ASSN GTD MTG	8,633.	8,633.
FEDERAL NATL MTG ASSN GTD MTG	5,321.	5,321.
FEDERAL NATL MTG ASSN GTD MTG	59,532.	59,532.
FEDERAL NATL MTG ASSN GTD MTG	17,090.	17,090.
FEDERAL NATL MTG ASSN GTD MTG	34,734.	34,734.
FEDERAL NATL MTG ASSN GTD MTG	242,757.	242,757.
FEDERAL NATL MTG ASSN GTD MTG	95,912.	95,912.
FEDERAL NATL MTG ASSN GTD MTG	13,737.	13,737.
FEDERAL NATL MTG ASSN GTD MTG	87,635.	87,635.
FEDEX CORP 3.3	60,402.	60,402.
FHLB BD 5.625	117,220.	117,220.
FHLMC GOLD 3.5	39,562.	39,562.
FHLMC GOLD G67702 4	648,736.	648,736.
FHLMC GOLD G67704 4.0	192,615.	192,615.
FHLMC GOLD POOL V82781 3.0	157,988.	157,988.
FHLMC GOLD POOL V82929 4.0	79,429.	79,429.
FHLMC GOLD Q00093 4	701.	701.
FHLMC GOLD Q0-0959 Q00959 4.5	46,416.	46,416.
FHLMC GOLD Q0-7896 3.5	2,591.	2,591.
FHLMC GOLD Q16673 3	193,397.	193,397.
FHLMC GOLD Q17095 3	67,247.	67,247.
FHLMC GOLD Q36302 3.5	8,272.	8,272.
FHLMC GOLD Q36972 4	101,438.	101,438.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FHLMC GOLD Q37955 4	14,439.	14,439.
FHLMC GOLD Q37957 4	16,860.	16,860.
FHLMC GOLD Q44853 3	67,798.	67,798.
FHLMC GOLD Q45064 3	65,979.	65,979.
FHLMC GOLD Q45080 3	514.	514.
FHLMC GOLD Q45083	16,906.	16,906.
FHLMC GOLD SINGLE FAMILY 4	744,525.	744,525.
FHLMC GOLD SINGLE FAMILY 4.5	792,316.	792,316.
FHLMC GOLD V60696 3	18,953.	18,953.
FHLMC GOLD V60724 3	26,528.	26,528.
FHLMC GOLD V60770 2.5	37,936.	37,936.
FHLMC GOLD V60903 2.5	48,311.	48,311.
FHLMC GOLD V60904 2.5	99,257.	99,257.
FHLMC GOLD V60905 2.5	4,936.	4,936.
FHLMC GOLD V82528 4	31,054.	31,054.
FHLMC GOLD V82553 4	18,499.	18,499.
FHLMC GOLD V82661 4	5,545.	5,545.
FHLMC GOLD V82848 3	1,705.	1,705.
FHLMC MULTICLASS SER 4316 CL X	225,636.	225,636.
FHLMC MULTICLASS TRANCHE 00249	91,838.	91,838.
FHLMC MULTICLASS TRANCHE 3.002	270,864.	270,864.
FHLMC Q45079 3.0	28,224.	28,224.
FID NATL 3.5	19,423.	19,423.
FID NATL 5	8,841.	8,841.
FL PWR AND LT CO 3.125	193,191.	193,191.
FNMA 15 YEAR PASS THROUGHGS 5	1,510.	1,510.
FNMA 30 YEAR PASS THROUGHGS 6	319,862.	319,862.
FNMA POOL AD8036 4.5	220,921.	220,921.
FNMA POOL 745418 5.5	216,556.	216,556.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA POOL 888129 5.5	180,850.	180,850.
FNMA POOL 889466 6	39,196.	39,196.
FNMA POOL 889529 6	12,028.	12,028.
FNMA POOL 889974 5	13,665.	13,665.
FNMA POOL 889983 6	27,185.	27,185.
FNMA POOL 890629 4	69,465.	69,465.
FNMA POOL 995265 5.5	52,286.	52,286.
FNMA POOL AB0686 4	74,254.	74,254.
FNMA POOL AB1226 4.5	9,160.	9,160.
FNMA POOL AB1614 4	321,760.	321,760.
FNMA POOL AB3314 4.5	9,085.	9,085.
FNMA POOL AB4054 4	56,062.	56,062.
FNMA POOL AB4307 4	84,190.	84,190.
FNMA POOL AB5919 3	275,877.	275,877.
FNMA POOL AB7271 3	79,706.	79,706.
FNMA POOL AB7425 3	66,917.	66,917.
FNMA POOL AB7458 3	186,596.	186,596.
FNMA POOL AB7567 3	250,239.	250,239.
FNMA POOL AB7762 3	73,669.	73,669.
FNMA POOL AB8558 3	72,606.	72,606.
FNMA POOL AB8701 3	222,473.	222,473.
FNMA POOL AB8712 3	30,530.	30,530.
FNMA POOL AB8830 3	77,313.	77,313.
FNMA POOL AB8923 3	67,635.	67,635.
FNMA POOL AB8924 3	62,090.	62,090.
FNMA POOL AB9016 3	194,182.	194,182.
FNMA POOL AB9462 3	89,039.	89,039.
FNMA POOL AB9662 3	108,060.	108,060.
FNMA POOL AC6294 4	31,950.	31,950.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA POOL AC9312 4	15,517.	15,517.
FNMA POOL AD7992 4.5	45,711.	45,711.
FNMA POOL AD9136 4	1,613.	1,613.
FNMA POOL AE0113 4	60,555.	60,555.
FNMA POOL AE0216 4	108,235.	108,235.
FNMA POOL AE0704 4	558,935.	558,935.
FNMA POOL AE0823 6	16,479.	16,479.
FNMA POOL AE7535 4	77,124.	77,124.
FNMA POOL AE8407 4	19,459.	19,459.
FNMA POOL AL8153 3	25,609.	25,609.
FNMA POOL AL8521 3.5	22,220.	22,220.
FNMA POOL AL8570 3.5	38,172.	38,172.
FNMA POOL AL8857 4	318,008.	318,008.
FNMA POOL AL8952 3.5	92,374.	92,374.
FNMA POOL AO0777 3.5	17,008.	17,008.
FNMA POOL AO2114 4	29,558.	29,558.
FNMA POOL AO2881 3.5	2,778.	2,778.
FNMA POOL AO2961 4	93,177.	93,177.
FNMA POOL AO3048 3.5	3,152.	3,152.
FNMA POOL AO7152 3.5	11,945.	11,945.
FNMA POOL AO9707 3.5	6,780.	6,780.
FNMA POOL AP4100 3.5	78,456.	78,456.
FNMA POOL AP9726 3	100,639.	100,639.
FNMA POOL AQ7127 3.5	14,148.	14,148.
FNMA POOL AR6909 3.5	2,275.	2,275.
FNMA POOL AR7145 3.5	20,529.	20,529.
FNMA POOL AR7568 3	35,357.	35,357.
FNMA POOL AR7576 3	61,087.	61,087.
FNMA POOL AR8128 3.5	4,555.	4,555.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA POOL AR8630 3	63,638.	63,638.
FNMA POOL AR9194 3	238,378.	238,378.
FNMA POOL AR9218 3	117,503.	117,503.
FNMA POOL AS0331 3	59,126.	59,126.
FNMA POOL AS1453 3.5	24,830.	24,830.
FNMA POOL AS1539 3.5	40,431.	40,431.
FNMA POOL AS2593 3.5	35,453.	35,453.
FNMA POOL AS2676 3	183,168.	183,168.
FNMA POOL AS4308 4	62,713.	62,713.
FNMA POOL AS5017 4	52,114.	52,114.
FNMA POOL AS5459 3.5	42,557.	42,557.
FNMA POOL AS5548 2.5	30,511.	30,511.
FNMA POOL AS5616 2.5	74,995.	74,995.
FNMA POOL AS5622 3	53,272.	53,272.
FNMA POOL AS5623 3	55,837.	55,837.
FNMA POOL AS5707 3.5	9,727.	9,727.
FNMA POOL AS5708 3.5	42,867.	42,867.
FNMA POOL AS5714 3	37,865.	37,865.
FNMA POOL AS5728 3	50,977.	50,977.
FNMA POOL AS5786 2.5	36,849.	36,849.
FNMA POOL AS5949 4	170,116.	170,116.
FNMA POOL AS6115 2.5	39,544.	39,544.
FNMA POOL AS6116 2.5	41,621.	41,621.
FNMA POOL AS6142 2.5	38,347.	38,347.
FNMA POOL AS6233 4.5	5,993.	5,993.
FNMA POOL AS6347 4	167,270.	167,270.
FNMA POOL AS6662 4	105,202.	105,202.
FNMA POOL AS6823 3.5	60,237.	60,237.
FNMA POOL AS7353 3.5	156,550.	156,550.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA POOL AS7362 3	37,747.	37,747.
FNMA POOL AS7365 3	4,443.	4,443.
FNMA POOL AS7495 2.5	96,969.	96,969.
FNMA POOL AS7729 3	374,781.	374,781.
FNMA POOL AS7847 3	281,398.	281,398.
FNMA POOL AS7878 3	47,732.	47,732.
FNMA POOL AS7889 3	24,572.	24,572.
FNMA POOL AS7999 3	199.	199.
FNMA POOL AS8193 2.5	113,006.	113,006.
FNMA POOL AS8195 2.5	113,897.	113,897.
FNMA POOL AS8241 2.5	74,807.	74,807.
FNMA POOL AS8245 2.5	61,419.	61,419.
FNMA POOL AS8348 3	49,790.	49,790.
FNMA POOL AS8349 3	20,786.	20,786.
FNMA POOL AS8371 3.5	74,245.	74,245.
FNMA POOL AS8486 3	1,251.	1,251.
FNMA POOL AS8493 3.5	146,167.	146,167.
FNMA POOL AS8499 4	103,947.	103,947.
FNMA POOL AS8553 3	58,927.	58,927.
FNMA POOL AS8589 3	24,029.	24,029.
FNMA POOL AS8653 3.5	86,743.	86,743.
FNMA POOL AS8657 4	80,617.	80,617.
FNMA POOL AS8792 3	650.	650.
FNMA POOL AS8925 3	76,233.	76,233.
FNMA POOL AS8936 3	66,192.	66,192.
FNMA POOL AS9316 2.5	54,350.	54,350.
FNMA POOL AS9317 2.5	43,436.	43,436.
FNMA POOL AS9318 2.5	83,319.	83,319.
FNMA POOL AS9319 2.5	87,660.	87,660.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA POOL AS9321 2.5	68,193.	68,193.
FNMA POOL AT0310 3.5	2,937.	2,937.
FNMA POOL AT2037 3	32,882.	32,882.
FNMA POOL AT2040 3	112,790.	112,790.
FNMA POOL AT2043 3	68,163.	68,163.
FNMA POOL AT2719 3	247,129.	247,129.
FNMA POOL AT3019 3.5	3,011.	3,011.
FNMA POOL AT3906 3.5	6,559.	6,559.
FNMA POOL AT4327 3.5	74,103.	74,103.
FNMA POOL AT6144 4	59,599.	59,599.
FNMA POOL AT6321 3.5	204,037.	204,037.
FNMA POOL AT6654 3	62,576.	62,576.
FNMA POOL AT7676 3	31,507.	31,507.
FNMA POOL AT7940 3.5	216,409.	216,409.
FNMA POOL AT8464 3.5	64,923.	64,923.
FNMA POOL AT9667 3.5	46,808.	46,808.
FNMA POOL AU0570 3.5	69,191.	69,191.
FNMA POOL AU0613 3.5	70,905.	70,905.
FNMA POOL AU1633 3.5	343,872.	343,872.
FNMA POOL AV8876 4	58,839.	58,839.
FNMA POOL AW0391 3.5	239,442.	239,442.
FNMA POOL AW0937 3	116,566.	116,566.
FNMA POOL AW1247 3	66,191.	66,191.
FNMA POOL AW8154 3.5	12,185.	12,185.
FNMA POOL AX1321 3.5	133,196.	133,196.
FNMA POOL AX3298 3	9,803.	9,803.
FNMA POOL AX8713 4	83,570.	83,570.
FNMA POOL AX9700 3	13,869.	13,869.
FNMA POOL AX9701 3	44,422.	44,422.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA POOL AY0828 2.5	19,248.	19,248.
FNMA POOL AZ2297 3	7,689.	7,689.
FNMA POOL AZ5719 3	21,810.	21,810.
FNMA POOL AZ7833 3	11,561.	11,561.
FNMA POOL AZ8597 3	5,147.	5,147.
FNMA POOL AZ9243 4	15,480.	15,480.
FNMA POOL AZ9244 4	16,256.	16,256.
FNMA POOL BA0781 3	9,134.	9,134.
FNMA POOL BA2877 4	18,002.	18,002.
FNMA POOL BA2878 4	16,819.	16,819.
FNMA POOL BA2879 4	17,434.	17,434.
FNMA POOL BA2904 4	52,008.	52,008.
FNMA POOL BA2905 4	78,702.	78,702.
FNMA POOL BA2924 4	22,094.	22,094.
FNMA POOL BA4736 4	42,942.	42,942.
FNMA POOL BA4737 4	50,275.	50,275.
FNMA POOL BA4781 4	57,533.	57,533.
FNMA POOL BC1450 3	323,091.	323,091.
FNMA POOL BC1486 3	339,918.	339,918.
FNMA POOL BC2628 2.5	8,004.	8,004.
FNMA POOL BC2631 2.5	16,442.	16,442.
FNMA POOL BC7299 3.5	3,382.	3,382.
FNMA POOL BC9012 4	24,343.	24,343.
FNMA POOL BD2439 4	33,277.	33,277.
FNMA POOL BD5049 3	43,853.	43,853.
FNMA POOL BD8477 3.5	12,146.	12,146.
FNMA POOL BD8531 3.5	26,139.	26,139.
FNMA POOL BD8962 3	12,674.	12,674.
FNMA POOL BD8963 3	18.	18.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA POOL BE0547 3.5	1,733.	1,733.
FNMA POOL BE1932 3.5	5,055.	5,055.
FNMA POOL BE3188 3.5	11,918.	11,918.
FNMA POOL BE4913 3.5	14,239.	14,239.
FNMA POOL BF0056 6	401,988.	401,988.
FNMA POOL BH0914 3.5	33,882.	33,882.
FNMA POOL BH2998 3.5	13,137.	13,137.
FNMA POOL BH5780 3.5	25,909.	25,909.
FNMA POOL BH5785 3.5	35,526.	35,526.
FNMA POOL BH7067 4.5	71,300.	71,300.
FNMA POOL BH7482 3.5	12,302.	12,302.
FNMA POOL BH7484 3.	10,216.	10,216.
FNMA POOL BH7855 3.5	7,193.	7,193.
FNMA POOL BH9555 3.5	8,583.	8,583.
FNMA POOL BM1100 3.5	53,839.	53,839.
FNMA POOL BM1124 3.5	205,485.	205,485.
FNMA POOL BM1155 4	206,773.	206,773.
FNMA POOL BM1174 3.5	78,129.	78,129.
FNMA POOL BM1272 3.5	176,721.	176,721.
FNMA POOL BM1494 3.5	442,838.	442,838.
FNMA POOL BM1502 4	94,411.	94,411.
FNMA POOL BM1600 3.5	94,446.	94,446.
FNMA POOL BM1619 4	77,872.	77,872.
FNMA POOL BM1920 4.5	106,799.	106,799.
FNMA POOL BM1937 3.5	25,048.	25,048.
FNMA POOL BM1938 3.5	58,010.	58,010.
FNMA POOL BM1994 3.5	17,317.	17,317.
FNMA POOL BM3052 4.5	37,644.	37,644.
FNMA POOL BM3053 4.5	61,148.	61,148.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FNMA POOL CA0689 3.5	60,668.	60,668.
FNMA POOL CA0784 3	102,550.	102,550.
FNMA POOL CA0789 3.5	43,496.	43,496.
FNMA POOL CA0792 3.5	39,415.	39,415.
FNMA POOL MA1440 3.5	5,354.	5,354.
FNMA POOL MA3088 4	4,091,256.	4,091,256.
FNMA POOL MA3121 4	2,074,698.	2,074,698.
FNMA POOL MA3125 3	201,266.	201,266.
FNMA POOL MA3218 3	809,552.	809,552.
FNMA POOLAB4530 4	58,705.	58,705.
FNMA POOLAB6512 3.5	60,716.	60,716.
FNMA POOLAB7755 3	134,509.	134,509.
FNMA POOLAS0209 3.5	191,426.	191,426.
FNMA POOLAS3220 3	118,953.	118,953.
FNMA POOLAS3355 3	39,690.	39,690.
FNMA POOLAS3988 3.5	48,779.	48,779.
FNMA POOLAS5453 3.5	139,074.	139,074.
FNMA POOLAS7370 3	20,864.	20,864.
FNMA POOLAS7383 3.5	199,209.	199,209.
FNMA POOLAS8009 2.5	84,165.	84,165.
FNMA POOLAS8374 4	44,440.	44,440.
FNMA POOLAU0918 3.5	66,418.	66,418.
FNMA POOLBE1896 3	49,034.	49,034.
FNMA PRIN STRIP PRIN PMT ON 7.	282,675.	282,675.
FNMA TRANCHE	97,997.	97,997.
FNMA TRANCHE 00625 FLTG RT	87,014.	87,014.
FORD MTR CO DEL 4.346	41,703.	41,703.
FOREST LABS INC SR NT 5	74,863.	74,863.
GE CAP INTL FDG CO 3.373	203,413.	203,413.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GEN MTRS FINL CO 3.15	119,907.	119,907.
GEN MTRS FINL CO FIXED 4.35	98,805.	98,805.
GENERAL MTRS CO 4.2	51,811.	51,811.
GEORGIA PWR CO 2	49,678.	49,678.
GEORGIA PWR CO 3.25	10,033.	10,033.
GEORGIA PACIFIC LLC 5.4	15,099.	15,099.
GILEAD SCIENCES 3.7	26,155.	26,155.
GNMA 4	153,077.	153,077.
GNMA POOL 4422 4	4,405.	4,405.
GNMA POOL 4598 4.5	4,586.	4,586.
GNMA POOL 4617 4.5	5,855.	5,855.
GNMA POOL 4636 4.5	4,511.	4,511.
GNMA POOL 4771 4.5	3,649.	3,649.
GNMA POOL 4800 4	6,384.	6,384.
GNMA POOL 4833 4	69,603.	69,603.
GNMA POOL 4853 4	149,988.	149,988.
GNMA POOL 4882 4	106,609.	106,609.
GNMA POOL 5234 4.5	183,002.	183,002.
GNMA POOL 5258 3.5	211,201.	211,201.
GNMA POOL 553461 SER 2042 3.5	35,041.	35,041.
GNMA POOL 710692 5	41,714.	41,714.
GNMA POOL 754367 4.5	22,384.	22,384.
GNMA POOL 759138 4	70,220.	70,220.
GNMA POOL 762838 4.0	46,744.	46,744.
GNMA POOL AD2334 SER 2043 3.5	54,310.	54,310.
GNMA POOL AX4342 3.5	19,932.	19,932.
GNMA POOL AX4343 3.5	17,240.	17,240.
GNMA POOL AX4344 3.5	50,218.	50,218.
GNMA POOL AX4345 3.5	42,028.	42,028.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GNMA POOL MA2305 4.5	77,541.	77,541.
GNMA POOL MA2373 4.5	692,320.	692,320.
GNMA POOL MA4263 4	65,206.	65,206.
GNMA POOLAX4341 3.5	20,914.	20,914.
GNMAII POOL 4696 SER 2040 4.5	390.	390.
GNMAII POOL 4922 SER 2041 4	96,291.	96,291.
GNMAII POOL MA0223 5	36,433.	36,433.
GNMAII POOL MA0392 SER 2042 3.	53,871.	53,871.
GNMAII POOL MA0699 3.5	52,309.	52,309.
GNMAII POOLMA0023 SER 2042 4	63,143.	63,143.
GOLDEN CREDIT CARD TRUST SER 2	452,523.	452,523.
GOLDMAN SACHS 2.625	39,168.	39,168.
GOLDMAN SACHS 2.9	217,986.	217,986.
GOLDMAN SACHS 4.25	10,451.	10,451.
GOLDMAN SACHS GROUP INC 2.55	316,594.	316,594.
GOLDMAN SACHS GROUP INC 5.95	90,142.	90,142.
GOLDMAN SACHS GROUP INC NT FLT	240,312.	240,312.
GREYSTONE COMMERCIAL REAL ESTA	250,214.	250,214.
GS MTG SECS CORP FLTG RT 3.549	160,016.	160,016.
GS MTG SECS TR 3.931	127,168.	127,168.
HARRIS CORP DEL 2.7	25,101.	25,101.
HCA INC SR SECD NT 6.5	159,000.	159,000.
HEWLETT PACKARD STEP CPN 2.85	140,675.	140,675.
HOST HOTELS 4.75	42,551.	42,551.
HSBC HLDGS PLC 3.262	202,784.	202,784.
HSBC USA INC NEW 2.35	429,946.	429,946.
HUMANA INC FIXED 3.9	20,708.	20,708.
HUNTINGTON INGALLS 3.483	109,725.	109,725.
HYUNDAI CAP AMER 2.4	64,937.	64,937.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
HYUNDAI CAP AMER 1.75	78,476.	78,476.
HYUNDAI CAP AMER 2.55	24,796.	24,796.
ING GROEP N V 3.15	202,392.	202,392.
INTERCONTINENTAL 3.75	31,487.	31,487.
INVITATION HOMES TRUST SER 201	282,896.	282,896.
ITC HLDGS CORP 2.7	34,937.	34,937.
J P MORGAN CHASE CML MTG SECS	220,391.	220,391.
J P MORGAN CHASE CO MEDIUM TER	259,975.	259,975.
JP MORGAN CHASE COMML MTG SECS	155,107.	155,107.
JPMORGAN CHASE 2.2	304,712.	304,712.
JPMORGAN CHASE 2.55	521,529.	521,529.
JPMORGAN CHASE 2.7	59,607.	59,607.
JPMORGAN CHASE 2.776	156,151.	156,151.
JPMORGAN CHASE 2.95	91,348.	91,348.
JPMORGAN CHASE 2.972	21,176.	21,176.
JPMORGAN CHASE 3.58923	61,553.	61,553.
JPMORGAN CHASE 3.782	155,438.	155,438.
JUNIPER NETWORKS 4.35	5,157.	5,157.
KEYCORP MEDIUM TERM SR NTS 2.	50,468.	50,468.
KINDER MORGAN 4.15	41,485.	41,485.
KINDER MORGAN INC/DELAWA 3.05	30,263.	30,263.
KLA-TENCOR CORP 4.65	2,169.	2,169.
KRAFT FOODS GROUP 5.375	42,380.	42,380.
KRAFT HEINZ FOODS 3	43,303.	43,303.
KREDITANSTALT FUR WIEDERAUFBAU	289,684.	289,684.
L3 TECHNOLOGIES 5.2	59,703.	59,703.
LAM RESH CORP 2.8	14,088.	14,088.
LAM RESH CORP 3.8	36,385.	36,385.
LEAR CORP 3.8	30,026.	30,026.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
LLOYDS BKG GROUP 3	200,998.	200,998.
LOCKHEED MARTIN 2.5	10,064.	10,064.
LOCKHEED MARTIN 3.35	46,266.	46,266.
LOCKHEED MARTIN 3.55	114,221.	114,221.
LYB INTL FIN B V 4	52,339.	52,339.
MARSH AND MCLENNAN 2.75	10,020.	10,020.
MARSH AND MCLENNAN 3.5	46,361.	46,361.
MARSH AND MCLENNAN FIXED 3.75	85,639.	85,639.
MCDONALDS CORP 2.75	15,156.	15,156.
MCDONALDS CORP 3.5	41,187.	41,187.
MERRILL LYNCH CO INC MEDIUM TE	35,535.	35,535.
MICHAEL KORS USA INC 4.0	15,136.	15,136.
MICROSOFT CORP 2.4	101,258.	101,258.
MICROSOFT CORP 3.3	103,150.	103,150.
MITSUBISHI UFJ FINL GROUP INC	35,222.	35,222.
MITSUBISHI UFJ FIXED 2.665	99,056.	99,056.
MIZUHO FINL GROUP 2.953	200,196.	200,196.
MOLSON COORS BREWING CO 1.9	39,822.	39,822.
MOLSON COORS FIXED 2.25	24,874.	24,874.
MORGAN STANLEY 2.125	79,041.	79,041.
MORGAN STANLEY 2.2	70,080.	70,080.
MORGAN STANLEY 2.5	80,204.	80,204.
MORGAN STANLEY 2.625	79,635.	79,635.
MORGAN STANLEY 2.65	331,490.	331,490.
MORGAN STANLEY 2.8	489,376.	489,376.
MORGAN STANLEY 3.75	129,545.	129,545.
MORGAN STANLEY 3.95	25,387.	25,387.
MORGAN STANLEY GLOBAL MEDIUM T	252,739.	252,739.
MOTOROLA SOLUTIONS 3.5	30,452.	30,452.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MOTOROLA SOLUTIONS 4	13,334.	13,334.
MPLX LP FIXED 4.125	71,697.	71,697.
MTG PASS THRU CTF CL B	357,901.	357,901.
MYLAN INC FORMERLY 3.125	24,653.	24,653.
NBCUNIVERSAL ENTERPRISE INC 1	100,314.	100,314.
NBCUNIVERSAL MEDIA 5.15	21,308.	21,308.
NEXTERA ENERGY CAP 3.55	35,653.	35,653.
NISOURCE FIN CORP 3.49	71,249.	71,249.
NOMURA HLDGS INC 2.75	30,224.	30,224.
NORFOLK SOUTHN 2.9	8,853.	8,853.
NORTHROP GRUMMAN 2.08	54,552.	54,552.
NORTHROP GRUMMAN 2.93	39,762.	39,762.
NORTHROP GRUMMAN 3.25	70,102.	70,102.
NORTHROP GRUMMAN 3.25	51,022.	51,022.
NOVARTIS CAP CORP 3.1	10,196.	10,196.
NSTAR ELEC CO 3.2	35,424.	35,424.
ONE GAS INC 3.61	62,200.	62,200.
ONEMAIN FINL ISSUANCE TR 2014	7,249.	7,249.
ONEMAIN FINL ISSUANCE TR 2015	618,144.	618,144.
ONEMAIN FINL ISSUANCE TR 2015	211,010.	211,010.
ONTARIO PROV CDA ONTARIO PROVI	622,094.	622,094.
ORIX CORP 2.9	124,563.	124,563.
PENSKE TRUCK LEASING CO L P PT	49,369.	49,369.
PEPSICO INC FIXED 3	59,788.	59,788.
PIIONEER NAT RES CO 3.95	35,438.	35,438.
PIIONEER NAT RES CO 4.45	96,465.	96,465.
PITNEY BOWES INC 3.625	86,130.	86,130.
PITNEY BOWES INC 4.7	100,924.	100,924.
PRIN FINL GROUP 3.1	9,876.	9,876.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PRIN FINL GROUP 3.125	21,113.	21,113.
PROGRESS ENERGY SR NT 7.05	448,668.	448,668.
PVTPL PFS FING CORP 2016 B ASS	99,399.	99,399.
QUALCOMM INC 3.45	30,068.	30,068.
REALTY INCOME CORP 3	28,707.	28,707.
REALTY INCOME CORP 4.125	62,380.	62,380.
REPUBLIC SVCS INC 2.9	14,688.	14,688.
REPUBLIC SVCS INC FIXED 3.375	20,150.	20,150.
REYNOLDS AMERICAN INC 4.85	54,446.	54,446.
REYNOLDS AMERN INC 4.0	41,793.	41,793.
ROCK TENN CO 4.9	16,176.	16,176.
ROCKWELL COLLINS 2.8	60,085.	60,085.
ROYAL BK CDA 2.125	199,400.	199,400.
RPM INTL INC 3.75	10,119.	10,119.
S.W. AIRLINES CO FIXED 2.75	99,892.	99,892.
SABINE PASS 5.625	132,361.	132,361.
SABINE PASS 5.75	111,148.	111,148.
SABINE PASS LIQUEFACTION 6.25	111,263.	111,263.
SANTANDER DR AUTO 1.5	199,671.	199,671.
SANTANDER UK GROUP 2.875	20,066.	20,066.
SHERWIN WILLIAMS 3.45	81,280.	81,280.
SHIRE ACQUISITIONS 1.9	79,276.	79,276.
SHIRE ACQUISITIONS 3.2	43,999.	43,999.
SLM PRIVATE ED LN TR 2012 D NT	153,881.	153,881.
SMB PRIVATE ED LN TR 2017 A CL	305,541.	305,541.
SMB PRIVATE ED LN TR SER 17 B	100,367.	100,367.
SMB PRIVATE ED LN TR SER 2017	159,392.	159,392.
SOFI PROFESSIONAL LN PROGRAM 2	296,465.	296,465.
SPECTRA ENERGY 3.375	19,765.	19,765.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
SPRINT SPECTRUM CO 3.36	801,855.	801,855.
STATE STR CORP 1.95	68,990.	68,990.
STATE STR CORP 2.65	102,145.	102,145.
STRYKER CORP 2.625	20,047.	20,047.
STRYKER CORP 3.5	15,478.	15,478.
SUMITOMO MITSUI BANKING CORP	250,028.	250,028.
SUMITOMO MITSUI FINL GRP 2.778	119,163.	119,163.
SUMITOMO MITSUI TR BK LTD 1.95	198,402.	198,402.
SUNOCO LOGISTICS 4.25	18,351.	18,351.
SYNCHRONY CR CARD 2.04	379,873.	379,873.
SYNCHRONY FINL 2.6	70,132.	70,132.
SYNCHRONY FINL 2.7	125,312.	125,312.
SYNGENTA FIN N V 3.125	58,338.	58,338.
SYNOVUS FINL CORP 3.125	39,668.	39,668.
TESORO LOGISTICS 6.25	36,073.	36,073.
TEVA 1.4	84,434.	84,434.
TEVA 1.7	82,586.	82,586.
TEVA 2.2	100,482.	100,482.
THERMO FISHER 2.95	14,576.	14,576.
THERMO FISHER 3.6	88,771.	88,771.
TIME WARNER CABLE 4	12,359.	12,359.
TIME WARNER INC 3.8	29,972.	29,972.
TRINITY ACQSTN PLC 4.625	10,594.	10,594.
TYCO ELECTRONICS 3.45	10,280.	10,280.
UBS AG LONDON BRH 2.45	199,397.	199,397.
UN PAC RR CO 3.227	114,312.	114,312.
UNITED MEXICAN STS MEDIUM TERM	16,744.	16,744.
UNITEDHEALTH GROUP 1.9	115,046.	115,046.
UNITEDHEALTH GROUP 3.35	83,643.	83,643.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US BANCORP 3.1	14,894.	14,894.
US BANCORP FIXED 3.15	70,128.	70,128.
UTD TECHNOLOGIES STEP CPN 1.77	329,495.	329,495.
VA ELEC AND PWR CO 2.95	39,616.	39,616.
VA ELEC AND PWR CO 3.1	105,794.	105,794.
VA ELEC AND PWR CO 3.15	5,048.	5,048.
VERIZON 2.625	42,385.	42,385.
VERIZON COMMUNICATIONS 4.125	187,688.	187,688.
VERIZON FLTG RT 2.87938	170,988.	170,988.
VIACOM INC NEW 4.25	40,839.	40,839.
WALGREENS BOOTS FIXED 3.8	37,786.	37,786.
WELLPOINT INC 1.875	419,971.	419,971.
WELLS FARGO AND CO 2.6	248,521.	248,521.
WELLS FARGO AND CO 2.1	88,493.	88,493.
WELLS FARGO AND CO 2.55	110,446.	110,446.
WELLS FARGO AND CO 2.625	99,462.	99,462.
WELLS FARGO AND CO 3	59,790.	59,790.
WELLS FARGO AND CO NEW MEDIUM	53,240.	53,240.
WELLS FARGO COML 3.76	157,187.	157,187.
WELLS FARGO COML MTG TR SER 20	59,819.	59,819.
WFRBS COML MTG TR SER 2014 LC	58,339.	58,339.
WI ENERGY CORP 2.45	95,184.	95,184.
WI PWR AND LT CO FIXED 3.05	35,008.	35,008.
WILLIS N AMER INC 3.6	35,581.	35,581.
XEROX CORPORATION 3.625	29,266.	29,266.
XILINX INC 2.95	44,719.	44,719.
DOUBLELINE CORE FIXED INCOME *	2,603,866.	2,603,866.
NORTHERN FUNDS MULTI MANAGER *	1,423,176.	1,423,176.
NTGI-QM COM DAILY AGGREGATE *	3,864,639.	3,864,639.

ATTACHMENT 12 (CONT'D)FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
NT COMM 1 5 YEAR CREDIT IDX *	2,888,546.	2,888,546.
FLEXSHARES TR IBOXX 3YR *	953,667.	953,667.
* THE FOUNDATION AND THE PHILADELPHIA ORCHESTRA ASSOCIATION HAVE A TRUST AGREEMENT		
TOTALS	<u>107,712,401.</u>	<u>107,712,401.</u>

ATTACHMENT 13FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BAUPOST VALUE PARTNERS IV, LP	114,707,473.	114,707,473.
BLACKSTONE MARKET OPPORTUNITY	502,113.	502,113.
BLACKSTONE PARTNERS	48,916,122.	48,916,122.
BROOKSIDE CAYMAN, LTD	94,569.	94,569.
ELLIOTT INTL LTD	65,395,134.	65,395,134.
ETON PARK OVERSEAS LTD	1,430,204.	1,430,204.
GENERAL ATLANTIC PARTNERS	86,203,665.	86,203,665.
HIGHFIELD CAPITAL LTD CL A-548	38,531,264.	38,531,264.
KAYNE ANDERSON ENERGY FUND VI	3,967,498.	3,967,498.
LONE CASCADE	76,160,328.	76,160,328.
LONE SAVIN	24,506,803.	24,506,803.
POA NORTHN FDS GLOBAL RE IND*	720,542.	720,542.
SUMMIT ROCK DIVERSIFIED STRAT	53,387,164.	53,387,164.
SUMMIT ROCK HEDGED EQUITY	95,803,147.	95,803,147.
SUMMIT ROCK PRIVATE EQTY	17,137,563.	17,137,563.
SUMMIT ROCK PVT EQTY OFFSHORE	38,044,587.	38,044,587.
SUMMIT ROCK SELECT EQTY	139,133,465.	139,133,465.
SUMMIT ROCK STRATEGIC FXD INC	12,933,820.	12,933,820.
* THE FOUNDATION AND THE PHILADELPHIA ORCHESTRA ASSOCIATION HAVE A TRUST AGREEMENT		
TOTALS	<u>817,575,461.</u>	<u>817,575,461.</u>

ATTACHMENT 14FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DUE FROM INVESTMENT MANAGER	6,741,802.	6,741,802.
ACCRUED INTEREST RECEIVABLE	818,107.	818,107.
ACCRUED DIVIDENDS RECEIVABLE	34,694.	34,694.
DEPOSITS	16,198.	16,198.
PREPAID TAXES	1,249,628.	1,249,628.
REFUND ADVANCES	179,474.	179,474.
PROGRAM RELATED INVESTMENTS	2,250,000.	2,250,000.
STATE INCOME TAX RECEIVABLE	64,845.	64,845.
TOTALS	<u>11,354,748.</u>	<u>11,354,748.</u>

ATTACHMENT 15FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
STATE INCOME TAX PAYABLE	
ROYALTIES/CONTRACTS PAYABLE	3,100.
ASSET RETIREMENT OBLIGATION	3,304,332.
DEFERRED EXCISE TAX LIABILITY	12,001,855.
TOTALS	<u>15,309,287.</u>

ATTACHMENT 16FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAINS ON INVESTMENTS	175,759,743.
TOTAL	<u>175,759,743.</u>

ATTACHMENT 17FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: ABOITIZ FOUNDATION, INC.
 GRANTEE'S ADDRESS: NAC TOWER, 32ND STREET
 CITY, STATE & ZIP: MANILA
 FOREIGN COUNTRY: PHILIPPINES
 GRANT DATE: 10/02/2014
 GRANT AMOUNT: 20,000.
 GRANT PURPOSE: TO SUPPORT THE DISASTER RELIEF FUND
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS: 3/4/2016
 VERIFICATION DATE: 04/18/2016
 RESULTS OF VERIFICATION:
 THE FOUNDATION WAS NOTIFIED THAT THE GRANT FUNDS WERE NOT EXPENDED,
 SINCE THERE HAS NOT BEEN A DISASTER.

GRANTEE'S NAME: AEGIS TRUST
 GRANTEE'S ADDRESS: NORTHGATE BUSINESS CTR, 38 WATER LN
 CITY, STATE & ZIP: NEWARK
 FOREIGN PROVINCE: NOTTINGHAMSHIRE
 FOREIGN COUNTRY: UNITED KINGDOM NG24 1HA
 GRANT DATE: 10/11/2017
 GRANT AMOUNT: 1,000,000.
 GRANT PURPOSE: TO SUPPORT THE OPERATIONS OF THE KIGALI GENOCIDE
 MEMORIAL CENTRE
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

GRANTEE'S NAME: ASSOCIACAO PARA INVESTIGACAO DO MEIO
 GRANTEE'S ADDRESS: RUA MAESTRO FREDERICO DE FREITAS
 CITY, STATE & ZIP: LISBON
 FOREIGN PROVINCE: LISBOA
 FOREIGN COUNTRY: PORTUGAL 1500-399
 GRANT DATE: 11/26/2014
 GRANT AMOUNT: 57,125.
 GRANT PURPOSE: TO PURCHASE A BOAT AND EQUIPMENT TO SUPPORT ONGOING
 RESEARCH PROJECTS
 AMOUNT EXPENDED: 57,125.
 ANY DIVERSION? NO
 DATES OF REPORTS: 4/12/2017
 VERIFICATION DATE: 09/01/2017
 RESULTS OF VERIFICATION:
 THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF
 THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE
 REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: CENTER FOR ECONOMIC RESEARCH & SOCIAL CH
 GRANTEE'S ADDRESS: 4015 NORTH ROCKWELL STREET, 2ND FLOOR

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FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

CITY, STATE & ZIP: CHICAGO, IL 60618
 GRANT DATE: 03/18/2016
 GRANT AMOUNT: 25,000.
 GRANT PURPOSE: HAYMARKET BOOKS
 AMOUNT EXPENDED: 25,000.
 ANY DIVERSION? NO
 DATES OF REPORTS: 2/8/2017
 VERIFICATION DATE: 03/10/2017
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: DALE OEN EXPERIENCE
 GRANTEE'S ADDRESS: OYGARDEN RADHUS
 CITY, STATE & ZIP: RONG
 FOREIGN COUNTRY: NORWAY 5357
 GRANT DATE: 01/26/2017
 GRANT AMOUNT: 50,000.
 GRANT PURPOSE: SCIENCE AND EXPLORATION PROGRAM
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

GRANTEE'S NAME: DOCKERY FARMS FOUNDATION
 GRANTEE'S ADDRESS: 229 HIGHWAY 8
 CITY, STATE & ZIP: CLEVELAND, MS 38732
 GRANT DATE: 04/22/2015
 GRANT AMOUNT:
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF DYNAMIC TEEN COMPANY - MAKING A DIFFERENCE
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS: 5/3/2016
 VERIFICATION DATE: 05/16/2016
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE

GRANTEE'S NAME: DYNAMIC TEEN COMPANY-MAKING A DIFFERENCE
 GRANTEE'S ADDRESS: 188 J. MIRANDA ST.
 CITY, STATE & ZIP: CAVITE CITY
 FOREIGN COUNTRY: PHILIPPINES 4100
 GRANT DATE: 04/22/2015
 GRANT AMOUNT: 10,000.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF DYNAMIC TEEN COMPANY-MAKING A DIFFERENCE, INC

CONT'D ON NEXT PAGE

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

AMOUNT EXPENDED:

ANY DIVERSION? NO
 DATES OF REPORTS: 05/03/2016
 VERIFICATION DATE: 05/16/2016

RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: EMMA ZEN FOUNDATION
 GRANTEE'S ADDRESS: P.O. BOX 25414
 CITY, STATE & ZIP: ANAHEIM, CA 92825
 GRANT DATE: 05/08/2017
 GRANT AMOUNT: 10,000.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF THE EMMA ZEN FOUNDATION

AMOUNT EXPENDED:

ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:

RESULTS OF VERIFICATION:

GRANTEE'S NAME: ENSEMBLE LES TALENS LYRIQUES
 GRANTEE'S ADDRESS: 49, RUE DE MAUBEUGE
 CITY, STATE & ZIP: PARIS
 FOREIGN COUNTRY: FRANCE 75009
 GRANT DATE: 09/05/2017
 GRANT AMOUNT: 179,445.
 GRANT PURPOSE: TO SUPPORT THE 2017 SEASON

AMOUNT EXPENDED:

ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:

RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: ESCUELA DE AGRICULTURA DE LA REGION TROP
 GRANTEE'S ADDRESS: P.O. BOX 442-100
 CITY, STATE & ZIP:
 FOREIGN PROVINCE: SAN JOSE
 FOREIGN COUNTRY: COSTA RICA
 GRANT DATE: 05/10/2006
 GRANT AMOUNT: 600,000.
 GRANT PURPOSE: TO ESTABLISH TWO CHARLES ANNENBERG WEINGARTEN ENDOWED SCHOLARSHIPS

AMOUNT EXPENDED:

ANY DIVERSION? NO
 DATES OF REPORTS: 06/01/2017

CONT'D ON NEXT PAGE

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

VERIFICATION DATE: 06/01/2017

RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: FRIENDSHIP LUXEMBOURG A.S.B.L.

GRANTEE'S ADDRESS: 58 RUE DE LIMPACH, L-3932

CITY, STATE & ZIP: MONDERCANGE

FOREIGN PROVINCE: R.C.S LUXEMBOURG

FOREIGN COUNTRY: LUXEMBOURG F1387

GRANT DATE: 11/09/2017

GRANT AMOUNT: 200,000.

GRANT PURPOSE: LIFEBOUY FRIENDSHIP HOSPITAL

AMOUNT EXPENDED:

ANY DIVERSION? NO

DATES OF REPORTS:

VERIFICATION DATE:

RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: FUNDACIÓ ORFEÓ CATALÀ-PALAU DE LA MÚSICA

GRANTEE'S ADDRESS: CL/SANT FRANCESC PAULA, 4-6

CITY, STATE & ZIP: BARCELONA

FOREIGN COUNTRY: SPAIN 08003

GRANT DATE: 10/27/2017

GRANT AMOUNT: 11,863.

GRANT PURPOSE: CLAVE XXI PROJECT

AMOUNT EXPENDED:

ANY DIVERSION? NO

DATES OF REPORTS:

VERIFICATION DATE:

RESULTS OF VERIFICATION:

GRANTEE'S NAME: INDEX AWARD A/S

GRANTEE'S ADDRESS: FREDERIKSHOLMS KANAL 30

CITY, STATE & ZIP: COPENHAGEN

FOREIGN COUNTRY: DENMARK 1220

GRANT DATE: 05/16/2016

GRANT AMOUNT: 50,000.

GRANT PURPOSE: INDEX: AWARDS

AMOUNT EXPENDED: 50,000.

ANY DIVERSION? NO

DATES OF REPORTS: 02/28/2017

VERIFICATION DATE: 07/28/2018

RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: INSTITUT CURIE
 GRANTEE'S ADDRESS: 26 RUE D'ULM
 CITY, STATE & ZIP: PARIS
 FOREIGN COUNTRY: FRANCE 75005
 GRANT DATE: 10/19/2016
 GRANT AMOUNT: 1,123,701.
 GRANT PURPOSE: RESEARCH IN PEDIATRIC ONCOLOGY
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS: 03/29/2017
 VERIFICATION DATE: 03/29/2017
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: INSTITUTE FOR STRATEGIC DIALOGUE
 GRANTEE'S ADDRESS: 48 CHARLES STREET
 CITY, STATE & ZIP: LONDON
 FOREIGN COUNTRY: UNITED KINGDOM W1J 5EN
 GRANT DATE: 04/15/2013
 GRANT AMOUNT: 288,878.
 GRANT PURPOSE: TO SUPPORT THE WEIDENFELD SCHOLARSHIPS AND LEADERSHIP PROGRAMME
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS: 05/12/2016
 VERIFICATION DATE: 05/23/2016
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: INSTITUTO AUGUSTO CARNEIRO
 GRANTEE'S ADDRESS: AV. ERICO VERISSIMO, 813, S. 203
 CITY, STATE & ZIP: PORTO ALEGRE
 FOREIGN PROVINCE: MENINO DEUS
 FOREIGN COUNTRY: BRAZIL 90160-181
 GRANT DATE: 07/13/2016
 GRANT AMOUNT: 25,000.
 GRANT PURPOSE: TO SUPPORT THE WORK OF A FULL-TIME MARINE CONSERVATION ACTIVIST
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: INSTITUTO AUGUSTO CARNEIRO
 GRANTEE'S ADDRESS: AV. ERICO VERISSIMO, 813, S. 203
 CITY, STATE & ZIP: PORTO ALEGRE
 FOREIGN PROVINCE: MENINO DEUS
 FOREIGN COUNTRY: BRAZIL 90160-181
 GRANT DATE: 07/13/2016
 GRANT AMOUNT:
 GRANT PURPOSE: TO SUPPORT THE WORK OF A FULL-TIME MARINE CONSERVATION ACTIVIST
 AMOUNT EXPENDED: 25,000.
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:
 THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: INTERNATIONAL MEDIA SUPPORT
 GRANTEE'S ADDRESS: NØRREGADE 18, 2
 CITY, STATE & ZIP: COPENHAGEN
 FOREIGN PROVINCE: COPENHAGEN K
 FOREIGN COUNTRY: DENMARK 165
 GRANT DATE: 03/17/2017
 GRANT AMOUNT: 50,000.
 GRANT PURPOSE: FOR THE DOCUMENTARY FILM, COURAGE
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

GRANTEE'S NAME: KERRY LIFE SKILLS LTD.
 GRANTEE'S ADDRESS: ST. MARY'S PARISH HALL, ST. ANNE'S
 CITY, STATE & ZIP: KILLARNEY
 FOREIGN PROVINCE: COUNTY KERRY
 FOREIGN COUNTRY: IRELAND
 GRANT DATE: 10/18/2016
 GRANT AMOUNT: 10,000.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF THE KERRY LIFE SKILLS, LTD.
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: LA FONDAZIONE ACCADEMIA NAZIONALE
 GRANTEE'S ADDRESS: LARGO LUCIANO BERIO, 3
 CITY, STATE & ZIP: ROME
 FOREIGN COUNTRY: ITALY 00196
 GRANT DATE: 04/05/2016
 GRANT AMOUNT:
 GRANT PURPOSE: TO SUPPORT PROGRAMMING
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE

GRANTEE'S NAME: L ENVOL POUR LES ENFANTS EUROPEENS
 GRANTEE'S ADDRESS: 216 AVENUE JEAN JAURES
 CITY, STATE & ZIP: PARIS
 FOREIGN COUNTRY: FRANCE 75019
 GRANT DATE: 10/27/2017
 GRANT AMOUNT: 5,999.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF L'ENVOI POUR LES ENFANTS EUROPEENS
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: LIVERPOOL BIENNIAL OF CONTEMPORARY ART L
 GRANTEE'S ADDRESS: 55 NEW BIRD STREET
 CITY, STATE & ZIP: LIVERPOOL
 FOREIGN PROVINCE: MERSEYSIDE
 FOREIGN COUNTRY: UNITED KINGDOM L1 0BW
 GRANT DATE: 04/26/2017
 GRANT AMOUNT: 51,572.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF THE LIVERPOOL BIENNIAL OF CONTEMPORARY ART
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

CONT'D ON NEXT PAGE

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: NORTHERN VISIONS INDEPENDENT VIDEO AND F
 GRANTEE'S ADDRESS: 448-401 RICHMOND STREET WEST
 CITY, STATE & ZIP: TORONTO
 FOREIGN PROVINCE: ONTARIO
 FOREIGN COUNTRY: CANADA M5V 3A8
 GRANT DATE: 05/16/2012
 GRANT AMOUNT: 10,000.
 GRANT PURPOSE: TO SUPPORT THE INDEPENDENT IMAGING RETREAT
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF
 THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE
 REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: PACIFIC ORCA SOCIETY
 GRANTEE'S ADDRESS: 34 COTTONWOOD ROAD, BOX 510
 CITY, STATE & ZIP: ALERT BAY
 FOREIGN PROVINCE: BRITISH COLUMBIA
 FOREIGN COUNTRY: CANADA V0N 1A0
 GRANT DATE: 11/09/2017
 GRANT AMOUNT: 25,000.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF
 THE PACIFIC ORCA SOCIETY
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF
 THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE
 REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: PACIFIC ORCA SOCIETY
 GRANTEE'S ADDRESS: 34 COTTONWOOD ROAD, BOX 510
 CITY, STATE & ZIP: ALERT BAY
 FOREIGN PROVINCE: BRITISH COLUMBIA
 FOREIGN COUNTRY: CANADA V0N 1A0
 GRANT DATE: 10/13/2016
 GRANT AMOUNT: 25,000.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF THE
 PACIFIC ORCA SOCIETY
 AMOUNT EXPENDED: 25,000.
 ANY DIVERSION? NO
 DATES OF REPORTS: 11/22/2017
 VERIFICATION DATE: 11/27/2017
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF
 THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: THE ODYSSEY CONSERVATION TRUST
 GRANTEE'S ADDRESS: HADDON HALL
 CITY, STATE & ZIP: BAKEWELL
 FOREIGN PROVINCE: DERBYSHIRE
 FOREIGN COUNTRY: UNITED KINGDOM DE45 1LA
 GRANT DATE: 11/02/2016
 GRANT AMOUNT: 3,675.
 GRANT PURPOSE: TACANA WOMEN PROJECT
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

THE FOUNDATION WAS INFORMED THAT THERE IS A BALANCE DUE TO THE ACCOUNT BEING RESERVED FOR SPECIAL PROJECTS AND FOR GREENHOUSE EXPANSIONS AS PER DECISION BY THE BOARD.

GRANTEE'S NAME: THE ODYSSEY CONSERVATION TRUST
 GRANTEE'S ADDRESS: HADDON HALL
 CITY, STATE & ZIP: BAKEWELL
 FOREIGN PROVINCE: DERBYSHIRE
 FOREIGN COUNTRY: UNITED KINGDOM DE45 1LA
 GRANT DATE: 03/23/2015
 GRANT AMOUNT: 25,000.
 GRANT PURPOSE: TACANA WOMEN PROJECT
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: THE WALLIS ANNENBERG LEGACY FOUNDATION
 GRANTEE'S ADDRESS: 2000 AVENUE OF THE STARS, SUITE 1000S
 CITY, STATE & ZIP: LOS ANGELES, CA 90067
 GRANT DATE: 12/05/2017
 GRANT AMOUNT: 55,000,000.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF THE WALLIS ANNENBERG LEGACY FOUNDATION
 AMOUNT EXPENDED:
 ANY DIVERSION? NO
 DATES OF REPORTS:
 VERIFICATION DATE:
 RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

REPORT WAS REQUIRED OR MADE

GRANTEE'S NAME: THE WALLIS ANNENBERG LEGACY FOUNDATION
 GRANTEE'S ADDRESS: 2000 AVENUE OF THE STARS, SUITE 1000S
 CITY, STATE & ZIP: LOS ANGELES, CA 90067
 GRANT DATE: 06/05/2017
 GRANT AMOUNT: 6,400,000.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS
 OF THE WALLIS ANNENBERG LEGACY FOUNDATION
 AMOUNT EXPENDED: 6,400,000.
 ANY DIVERSION? NO
 DATES OF REPORTS: 11/13/2017
 VERIFICATION DATE: 11/13/2017
 RESULTS OF VERIFICATION:
 THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF
 THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE
 REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: THE WALLIS ANNENBERG LEGACY FOUNDATION
 GRANTEE'S ADDRESS: 2000 AVENUE OF THE STARS, SUITE 1000S
 CITY, STATE & ZIP: LOS ANGELES, CA 90067
 GRANT DATE: 05/01/2017
 GRANT AMOUNT: 10,300,000.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF
 THE WALLIS ANNENBERG LEGACY FOUNDATION
 AMOUNT EXPENDED: 9,300,000.
 ANY DIVERSION? NO
 DATES OF REPORTS: 11/13/2017
 VERIFICATION DATE: 11/16/2017
 RESULTS OF VERIFICATION:
 THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF
 THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE
 REPORT WAS REQUIRED OR MADE.

GRANTEE'S NAME: THE WALLIS ANNENBERG LEGACY FOUNDATION
 GRANTEE'S ADDRESS: 2000 AVENUE OF THE STARS, SUITE 1000S
 CITY, STATE & ZIP: LOS ANGELES, CA 90067
 GRANT DATE: 05/23/2016
 GRANT AMOUNT: 17,640,000.
 GRANT PURPOSE: TO SUPPORT THE CHARITABLE MISSION AND PROGRAMS OF
 THE WALLIS ANNENBERG LEGACY FOUNDATION
 AMOUNT EXPENDED: 17,640,000.
 ANY DIVERSION? NO
 DATES OF REPORTS: 08/31/2017
 VERIFICATION DATE: 12/31/2017
 RESULTS OF VERIFICATION:
 THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF
 THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE
 REPORT WAS REQUIRED OR MADE.

CONT'D ON NEXT PAGE

ATTACHMENT 17 (CONT'D)FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: WEIDENFELD HOFFMANN TRUST
GRANTEE'S ADDRESS: BELSYRE COURT, 57 WOODSTOCK ROAD
CITY, STATE & ZIP: OXFORD
FOREIGN COUNTRY: UNITED KINGDOM OX2 6HJ
GRANT DATE: 08/05/2016
GRANT AMOUNT: 138,086.
GRANT PURPOSE: TO SUPPORT THE WEIDENFELD SCHOLARSHIPS AND
LEADERSHIP PROGRAMME
AMOUNT EXPENDED: 130,556.

ANY DIVERSION? NO
DATES OF REPORTS: 10/31/2017
VERIFICATION DATE: 08/01/2017

RESULTS OF VERIFICATION:

THE FOUNDATION HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF
THE REPORT FROM THE GRANTEE SO NO INDEPENDENT VERIFICATION OF THE
REPORT WAS REQUIRED OR MADE.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 18

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
WALLIS ANNENBERG 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	CEO/CHAIRPERSON/PRESIDENT 20.00	0.	0.	0.
PAUL J MANGANIELLO 101 WEST ELM STREET 510 CONSHOHOCKEN, PA 19428	DIRECTOR OF FINANCE/TREASURER 37.50	288,700.	71,985.	0.
LAUREN BON 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	VICE PRESIDENT/DIRECTOR 37.50	71,304.	34,285.	0.
CHARLES WEINGARTEN 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	VICE PRESIDENT/DIRECTOR 37.50	71,304.	34,285.	0.
GREGORY WEINGARTEN 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	VICE PRESIDENT/DIRECTOR 37.50	71,304.	51,699.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 18 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
CINNY KENNARD 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	EXECUTIVE DIRECTOR 37.50	524,595.	65,210.	0.
	GRAND TOTALS	<u>1,027,207.</u>	<u>257,464.</u>	<u>0.</u>

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 19

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
THOMAS POLLAK 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	SR ADVISOR/EXEC PROD 37.50	269,456.	25,506.	0.
JONATHAN SILVIO 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	HEAD OF ONLINE SVCS 37.50	242,112.	67,677.	0.
ALLISON HOLMES 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	SR DIR. OPS/STRATEGY 37.50	232,980.	68,263.	0.
ANN HAGGART 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	SR DIR. OPS/ADMIN 37.50	217,332.	65,199.	0.
JOHN YI 2000 AVENUE OF THE STARS LOS ANGELES, CA 90067	DIR. ENTERPRE/FINANCE 37.50	202,763.	63,232.	0.
	TOTAL COMPENSATION	<u>1,164,643.</u>	<u>289,877.</u>	<u>0.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 20

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
BRIGHTVIEW LANDSCAPE POB 57515 LOS ANGELES, CA 90074	PROGRAM	1,386,167.
GEOSYNTEC CONSULTANTS 900 BROKEN SOUND PARKWAY NW, SUITE 200 BOCA RATON, FL 33487	PROGRAM	1,200,587.
J. BEN BOURGEOIS PRODUCTION, INC. 512 N. LARCHMONT BLVD LOS ANGELES, CA 90004	PRODUCTION	1,185,356.
IP VIDEO SPECIALIST, INC. 2120 JIMMY DURANTE BLVD, #124 DEL MAR, CA 92014	PROGRAM	1,050,785.
SHEPPARD, MULLIN, RICHTER & HAMPTON LLP 333 S. HOPE STREET, 43RD FLOOR LOS ANGELES, CA 90071	LEGAL	1,479,880.
	TOTAL COMPENSATION	<u>6,302,775.</u>

ATTACHMENT 21

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SEE GENERAL EXPLANATION ATTACHMENT
SEE GENERAL EXPLANATION ATTACHMENT
CONSHOHOCKEN, PA 19428
610-341-9268

ATTACHMENT 22

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

SEE GENERAL EXPLANATION ATTACHMENT
SEE GENERAL EXPLANATION ATTACHMENT

ATTACHMENT 23

990PF, PART XV - SUBMISSION DEADLINES

SEE GENERAL EXPLANATION ATTACHMENT

SEE GENERAL EXPLANATION ATTACHMENT

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

SEE GENERAL EXPLANATION ATTACHMENT

SEE GENERAL EXPLANATION ATTACHMENT

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
18TH STREET ARTS COMPLEX 1639 18TH STREET SANTA MONICA, CA 90404	NONE PC	VIDEO INSTALLATION OF FILM DE TU PUNO Y LETRA	99,102.
A JEWISH VOICE FOR PEACE, INC 1611 TELEGRAPH AVE, SUITE 1020 OAKLAND, CA 94612	NONE PC	GENERAL OPERATING SUPPORT	10,000.
A NOISE WITHIN 3352 E FOOTHILL BLVD PASADENA, CA 91107	NONE PC	GENERAL OPERATING SUPPORT	45,000.
A PLACE CALLED HOME 2830 SOUTH CENTRAL AVENUE LOS ANGELES, CA 90011	NONE PC	GENERAL OPERATING SUPPORT	100,000.
A SENSE OF HOME 1065 ELKGROVE AVENUE STE 2 VENICE, CA 90291	NONE PC	GENERAL OPERATING SUPPORT	10,000.
A WINDOW BETWEEN WORLDS 710 4TH AVENUE, SUITE 5 VENICE, CA 90291	NONE PC	TO SUPPORT THE LOS ANGELES OPERATIONS	80,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ABILITYFIRST 1300 EAST GREEN STREET PASADENA, CA 91106	NONE PC	SUPPORTED EMPLOYMENT PROGRAM	50,000.
ABODE COMMUNITIES 1149 S HILL STREET, SUITE 700 LOS ANGELES, CA 90015	NONE PC	BEYOND HOMES RESIDENTIAL SERVICES PROGRAM	100,000.
ACADEMY FOR GRASSROOTS ORGANIZATIONS PO BOX 293928 PHELAN, CA 92329	NONE PC	GENERAL OPERATING SUPPORT	30,000.
ACADEMY OF MUSIC FOR THE BLIND 911 NORUMBEGA DR MONROVIA, CA 91016	NONE PC	CAPACITY BUILDING INITIATIVES	10,000.
ACCESS 2651 SAULINO COURT DEARBORN, MI 48120	NONE PC	ARTISTS/RESIDENTS OF THE ARAB AMERICAN NATL MUSEUM	50,000.
ACTORS' GANG INC THE IVY SUBSTATION 9070 VENICE BOULEVARD CULVER CITY, CA 90232	NONE PC	GENERAL OPERATING SUPPORT	225,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
AEGIS TRUST NORTHGATE BUSINESS CENTRE 38 WATER NEWARK NOTTINGHAMSHIRE UNITED KINGDOM NG24 1HA	NONE NC	OPERATIONS OF THE KIGALI GENOCIDE MEMORIAL CENTRE	400,000.
AFFORDABLE LIVING FOR THE AGING 2029 CENTURY PARK EAST, SUITE 4393 LOS ANGELES, CA 90067	NONE PC	GENERAL OPERATING SUPPORT	100,000.
AFRICA LIVE C/O ROCKY DAWUNI FOUNDATION 410 VIA DE LA PAZ PACIFIC PALISADES, CA 90272	NONE PC	CHARITABLE PURCHASE OF RECORDING FACILITY IN ABURI	400,000.
AFRICAN WILDLIFE FOUNDATION 1100 NEW JERSEY AVE SE SUITE 900 WASHINGTON, DC 20003	NONE PC	GENERAL OPERATING SUPPORT	334,000.
AIDS PROJECT LOS ANGELES, INC THE DAVID GEFFEN CENTER 611 SOUTH KINGSLEY DRIVE LOS ANGELES, CA 90005	NONE PC	VANCE NORTH NECESSITIES OF LIFE FOOD PANTRIES	70,000.
AIR ALLIANCE HOUSTON 3914 LEELAND HOUSTON, TX 77003	NONE PC	GENERAL OPERATING SUPPORT	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ALASKA DEPARTMENT OF FISH AND GAME 1255 W 8TH STREET JUNEAU, AK 99802	NONE GOV	WALRUS WEBCAM PROJECT	50,000.
ALL HANDS VOLUNTEERS, INC 6 COUNTY ROAD, SUITE 6 MATTAPOISETT, MA 02739	NONE PC	HURRICANE HARVEY RELIEF	50,000.
ALTADENA MOUNTAIN RESCUE TEAM 780 E ALTADENA DRIVE ALTADENA, CA 91001	NONE PC	GENERAL OPERATING SUPPORT UNIT	2,500.
ALTASEA AT THE PORT OF LOS ANGELES 222 WEST 6TH STREET SUITE 1010 SAN PEDRO, CA 90731	NONE PC	OPERATIONS AND COMMUNITY EDUCATION AND OUTREACH	500,000.
ALVIN AILEY DANCE FOUNDATION, INC THE JOAN WEILL CENTER FOR DANCE 405 WEST 55TH STREET NEW YORK, NY 10019	NONE PC	GENERAL OPERATING SUPPORT	100,000.
AMERICAN ASSOCIATES OF THE ROYAL ACADEMY TRUST INC C/O ROYAL ACADEMY AMERICA INC 54 THOMPSON ST 3RD FLOOR NEW YORK, NY 10012	NONE PC	ROYAL ACADEMY OF ARTS	6,401.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
AMERICAN ASSOCIATES OF THE ROYAL NATIONAL THEATRE C/O AMERICAN ASSOCIATES OF THE NATIONAL THEATRE IN 200 WEST 57TH STREET SUITE 804 NEW YORK, NY 10019	NONE PC	STUDENT TRIP TO CURIOUS INCIDENT OF THE DOG IN THE	20,000.
AMERICAN CINEMATHEQUE 6712 HOLLYWOOD BLVD HOLLYWOOD, CA 90028	NONE PC	PROGRAMMING AT THE EGYPTIAN AND AERO THEATRES	125,000.
AMERICAN CIVIL LIBERTIES UNION FUND OF MICHIGAN 2966 WOODWARD AVE DETROIT, MI 48201	NONE PC	JUSTICE FOR FLINT AND DETROIT MICHIGAN PROJECT	129,800.
AMERICAN FAMILY HOUSING 15161 JACKSON STREET MIDWAY CITY, CA 92655	NONE PC	GENERAL OPERATING SUPPORT	75,000.
AMERICAN FILM INSTITUTE INC 2021 NORTH WESTERN AVENUE LOS ANGELES, CA 90027	NONE PC	YOUTH FAMILY PRGM AND PATRON OF THE ARTS PARTNERS	100,000.
AMERICAN FRIENDS OF COVENT GARDEN THE ROYAL OPERA PO BOX 5155 ROCKEFELLER CENTER NEW YORK, NY 10185	NONE PC	WELCOME PERFORMANCES AT THE ROYAL OPERA HOUSE	322,556.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
AMERICAN FRIENDS OF THE CHATEAU DE COMPIEGNE 636 11TH AVE NEW YORK NEW YORK, NY 10036	NONE PC	PALAIS DE COMPIEGNE	10,731.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 545 FIFTH AVENUE SUITE 920 NEW YORK, NY 10017	NONE PC	GENERAL OPERATING SUPPORT	35,000.
AMERICAN FRIENDS OF THE LOUVRE, INC 305 EAST 47TH STREET, 10TH FLOOR NEW YORK, NY 10017	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	10,000.
AMERICAN FRIENDS OF THE MUSEE ORSAY C/O PJSC 1345 AVENUE OF THE AMERICAS FLOOR 31 NEW YORK, NY 10105	NONE PC	BOX FRAMING PROJECT AT THE MUSEE D'ORSAY	10,000.
AMERICAN FRIENDS OF THE PARIS OPERA & BALLET 972 FIFTH AVENUE NEW YORK, NY 10075	NONE PC	RECORDINGS OF THE TCHAIKOVSKY CYCLE	273,857.
AMERICAN FRIENDS SERVICE COMMITTEE 1501 CHERRY STREET PHILADELPHIA, PA 19102-1479	NONE PC	UNITED STATES/MEXICO BORDER PROGRAM	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
AMERICAN HEART ASSOCIATION, INC NATIONAL CENTER 7272 GREENVILLE AVENUE DALLAS, TX 75231-4596	NONE PC	GENERAL OPERATING SUPPORT	2,000.
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE, INC 711 THIRD AVENUE NEW YORK, NY 10017	NONE PC	INTERGENERATIONAL PRGM AND JEWISH CHARITY HOSPITAL	50,000.
AMERICAN LIBRARY IN PARIS, INC 10, RUE DU GENERAL CAMOU PARIS FRANCE 75007	NONE PC	EVENINGS WITH AN AUTHOR SERIES AND GOS	56,200.
AMERICAN LUNG ASSOCIATION 55 W WACKER DR, SUITE 1150 CHICAGO, IL 60601	NONE PC	GENERAL OPERATING SUPPORT	5,000.
AMERICAN SOCIETY FOR THE PREVENTION OF CRUELTY TO 520 8TH AVENUE 7TH FLOOR NEW YORK, NY 10018	NONE PC	GENERAL OPERATING SUPPORT	40,050.
AMERICAN SOCIETY FOR YAD VASHEM INC 500 FIFTH AVENUE 42ND FLOOR NEW YORK, NY 10110-4299	NONE PC	GENERAL OPERATING SUPPORT	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
AMERICARES FOUNDATION, INC 88 HAMILTON AVENUE STAMFORD, CT 06902	NONE PC	GENERAL OPERATING SUPPORT	50.
AMERICAS FOR THE ARTS C/O THE AMERICAS FOR CONSERVATION AND THE ARTS 215 LAKESHORE PARK ROAD BOULDER, CO 80302	NONE PC	PUERTO RICO RESILIENCE FUND: SOLIDARITY BRIGADE	25,000.
AMPLIFIER FOUNDATION 1546 NE 94TH ST SEATTLE, WA 98115	NONE PC	LOS ANGELES ART LAB POP-UP	67,500.
ANIMAL DEFENSE LEAGUE C/O ANIMAL DEFENSE LEAGUE OF TEXAS 11300 NACOGDOCHES RD SAN ANTONIO, TX 78217	NONE PC	HURRICANE HARVEY RELIEF	10,000.
ANIMAL HOPE AND WELLNESS FOUNDATION 14456 VENTURA BLVD SHERMAN OAKS, CA 91423	NONE PC	GENERAL OPERATING SUPPORT	5,000.
ANIMAL WELLNESS FOUNDATION PO BOX 9686 MARINA DEL REY, CA 90295	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ANTHOLOGY FILM ARCHIVES 32 SECOND AVENUE NEW YORK, NY 10003	NONE PC	STAFFING AND DISCRETION FUND FOR ART DIR AND BOARD	55,000.
ARCHER SCHOOL FOR GIRLS, INC 11725 SUNSET BOULEVARD LOS ANGELES, CA 90049	NONE PC	GENERAL OPERATING SUPPORT	50,000.
ARIZONA STATE UNIVERSITY FOUNDATION FOR A NEW AMER 300 E UNIVERSITY DRIVE TEMPE, AZ 85281-2033	NONE PC	GENERAL OPERATING SUPPORT	50.
ARMAND HAMMER MUSEUM OF ART AND CULTURAL CENTER IN 10899 WILSHIRE BOULEVARD 3RD FLOOR LOS ANGELES, CA 90024-4201	NONE PC	CAPITAL CAMPAIGN	2,500,000.
ARROWS 1206 BIRCH AVENUE YARDLEY, PA 19067	NONE PC	GENERAL OPERATING SUPPORT	15,000.
ART INSTITUTE OF CHICAGO 111 SOUTH MICHIGAN AVENUE CHICAGO, IL 60603-6404	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ASCENCIA 1851 TYBURN STREET GLENDALE, CA 91204	NONE PC	CAPACITY BUILDING INITIATIVES	10,000.
ASIA SOCIETY 725 PARK AVENUE NEW YORK, NY 10021-5088	NONE PC	SOUTHERN CALIFORNIA OPERATIONS	25,000.
ASIAN AMERICANS ADVANCING JUSTICE-LOS ANGELES 1145 WILSHIRE BOULEVARD, 2ND FLOOR LOS ANGELES, CA 90017	NONE PC	GENERAL OPERATING SUPPORT	10,000.
ASIAN YOUTH CENTER 100 WEST CLARY AVE SAN GABRIEL, CA 91776	NONE PC	GENERAL OPERATING SUPPORT	80,000.
ASPEN VALLEY SKI-SNOWBOARD CLUB, INC 300 AVSC DRIVE ASPEN, CO 81611	NONE PC	GENERAL OPERATING SUPPORT	75,000.
ASSISTANCE LEAGUE OF LOS ANGELES 826 COLE AVENUE HOLLYWOOD, CA 90038	NONE PC	GENERAL OPERATING SUPPORT	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ASSOCIATION FOR PARROT CARE CONSERVATION ADOPTIONS 15660 CURTIS TRAIL FRAZIER PARK, CA 93225	NONE PC	VETERANS DAY BBQ AND CELEBRATION	10,000.
ASSOCIATION OF BLACK FOUNDATION EXECUTIVES, INC C/O ABFE 42 BROADWAY, 20TH FLOOR NEW YORK, NY 10004	NONE PC	CHANGE PHILANTHROPY UNITY SUMMIT	10,000.
AUSTIN PETS ALIVE 1156 WEST CESAR CHAVEZ AUSTIN, TX 78703	NONE PC	HURRICANE HARVEY RELIEF	20,000.
AUTISM SOCIETY INLAND EMPIRE, INC 420 N MCKINLEY STE 111-118 CORONA, CA 92879	NONE PC	INDEPENDENCE U PROGRAM	10,000.
AUTRY MUSEUM OF THE AMERICAN WEST 4700 WESTERN HERITAGE WAY LOS ANGELES, CA 90027-1462	NONE PC	MASTERS OF THE AMERICAN WEST FINE ARTS EXHIBITION	20,000.
AYNI INSTITUTE, INC 1120 SARATOGA BOSTON, MA 02128	NONE PC	MOVIMIENTO COSECHAS UNDOCUGATHERING	35,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BAKERRIPLEY PO BOX 271389 HOUSTON, TX 77277	NONE PC	COMMUNITY BASED INITIATIVES	50,000.
BARK AVENUE FOUNDATION 3940 LAUREL CANYON BLVD SUITE 1506 STUDIO CITY, CA 91604	NONE PC	GENERAL OPERATING SUPPORT	10,000.
BARNARD COLLEGE 3009 BROADWAY NEW YORK, NY 10027	NONE PC	SCHOLARSHIP SUPPORT	75,000.
BARNES FOUNDATION 2025 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19130	NONE PC	GENERAL OPERATING SUPPORT	25,000.
BE A LEADER FOUNDATION 1715 W NORTHERN AVENUE SUITE 104 PHOENIX, AZ 85021	NONE PC	GENERAL OPERATING SUPPORT	5,000.
BEIT T'SHUVAH 8831 VENICE BLVD LOS ANGELES, CA 90034	NONE PC	ALTERNATIVE SENTENCING PROGRAM	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BEST BUDDIES INTERNATIONAL, INC GLOBAL HEADQUARTERS 100 SOUTHEAST SECOND STREET, SUITE 2200 MIAMI, FL 33131	NONE PC	INTERNATIONAL GLOBAL EXPANSION PROJECT	425,000.
BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON ROAD KANAB, UT 84741-5001	NONE PC	GENERAL OPERATING SUPPORT	35,000.
BETTER RESEARCH BETTER LIFE FOUNDATION BRBLF 5781 LEE BLVD, UNIT 208-361 LEHIGH ACRES, FL 33971	NONE PC	DISASTER RELIEF EFFORTS FOR CARIBBEAN PRIMATE CENT	50,000.
BIRWOOD HOUSE 12602 BIRWOOD DETROIT, MI 48238	NONE PC	GENERAL OPERATING SUPPORT	5,000.
BLAIR HOUSE RESTORATION FUND PO BOX 27208 WASHINGTON, DC 20038-7208	NONE PC	GENERAL OPERATING SUPPORT	125,000.
BLOCK ISLAND ECUMENICAL MINISTRIES, INC PO BOX 323 BLOCK ISLAND, RI 02807	NONE PC	MARY D FUND	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BOARDSOURCE 750 9TH STREET, NW, SUITE 650 WASHINGTON, DC 20001-4793	NONE PC	GENERAL OPERATING SUPPORT	100,000.
BOGGS EDUCATIONAL CENTER PROJECT TEAM 4141 MITCHELL ST DETROIT, MI 48207	NONE PC	RENOVATION OF TEMP SPACE AND THE PURCHASE OF BUS	60,000.
BOSTON PRESERVATION ALLIANCE INC 141 CAMBRIDGE ST BOSTON, MA 02108-3206	NONE PC	2017 PRESERVATION ACHIEVEMENT AWARDS	1,000.
BOYS & GIRLS CLUBS OF GREATER REDLANDS-RIVERSIDE 1251 CLAY STREET REDLANDS, CA 92374	NONE PC	BE GREAT GRADUATE PROGRAM	75,000.
BOYS & GIRLS CLUBS OF METRO LOS ANGELES 800 S FIGUEROA, SUITE 950 LOS ANGELES, CA 90017	NONE PC	GENERAL OPERATING SUPPORT	150,000.
BOYS HOPE GIRLS HOPE 17701 COWAN AVE, SUITE 150G IRVINE, CA 92614	NONE PC	GENERAL OPERATING SUPPORT	35,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BRAC USA, INC 110 WILLIAM STREET, 18TH FLOOR NEW YORK, NY 10038	NONE PC	HUMANITARIAN AID FOR DISPLACED MYANMAR NATIONALS	50,000.
BREAST CANCER RESEARCH FOUNDATION, INC C/O THE WOMEN'S CANCER RESEARCH FUND OF THE BREAST 60 EAST 56TH STREET, 8TH FLOOR NEW YORK, NY 10022	NONE PC	WOMENS CANCER RESEARCH FUND	100,000.
BRENTWOOD SCHOOL 100 SOUTH BARRINGTON PLACE LOS ANGELES, CA 90049	NONE PC	PARENTS ASSOCIATION BENEFIT	354,000.
BROOKLYN INSTITUTE OF ARTS AND SCIENCES C/O BROOKLYN MUSEUM 200 EASTERN PARKWAY BROOKLYN, NY 11238	NONE PC	ELIZABETH A SACKLER CENTER FOR FEMINIST ART	25,000.
BROOKLYN RAIL INC 253 36TH STREET SUITE C304 UNIT 20 BROOKLYN, NY 11232	NONE PC	BOOKS SECTION AND THE INAUGURAL RIVER RAIL ISSUE	40,000.
BROWN UNIVERSITY OFFICE OF THE PRESIDENT 1 PROSPECT STREET PROVIDENCE, RI 02912	NONE PC	GENERAL OPERATING SUPPORT	90,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
BYRD HOFFMAN WATER MILL FOUNDATION 115 W 29TH ST 10TH FLOOR NEW YORK, NY 10001	NONE PC	GENERAL OPERATING SUPPORT	25,000.
CALIFORNIA ART CLUB INC 75 SOUTH GRAND AVENUE PASADENA, CA 91105	NONE PC	GENERAL OPERATING SUPPORT	20,000.
CALIFORNIA CALLS EDUCATION FUND 4801 EXPOSITION BOULEVARD LOS ANGELES, CA 90016	NONE PC	FOR THE SOUTHERN CALIFORNIA OPERATIONS	100,000.
CALIFORNIA COMMUNITY FOUNDATION 221 S FIGUEROA ST, SUITE 400 LOS ANGELES, CA 90012	NONE PC	SUCCESSFUL TRANSITION OF LA N SYNC TO CCF	250,000.
CALIFORNIA ONECARE EDUCATION FUND 13547 VENTURA BLVD, UNIT 233 SHERMAN OAKS, CA 91423-3825	NONE PC	HEALTHY CA ACT EDUCATION/AWARENESS CAMPAIGN	30,000.
CALIFORNIA SCIENCE CENTER FOUNDATION 700 EXPOSITION PARK DRIVE LOS ANGELES, CA 90037	NONE PC	DOGS A SCIENCE TAIL EXHIBIT	1,075,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CAMP KESEM NATIONAL PO BOX 452 CULVER CITY, CA 90232	NONE PC	CAMP KESEM CHAPTERS AT SOCAL UNIVERSITIES	25,000.
CANINE SUPPORT TEAMS, INC 26500 SCOTT ROAD MENIFEE, CA 92584	NONE PC	GENERAL OPERATING SUPPORT	10,000.
CAPITAL FRINGE INC 1358 FLORIDA AVENUE NE WASHINGTON, DC 20002	NONE PC	GENERAL OPERATING SUPPORT	65,000.
CARE-FREE REHAB INC 2237 COLBY AVE LOS ANGELES, CA 90064	NONE PC	GENERAL OPERATING SUPPORT	10,000.
CASA OF LOS ANGELES EDMUND D EDELMAN CHILDREN'S COURT 201 CENTRE PLAZA DR, SUITE 1100 MONTEREY PARK, CA 91754-2142	NONE PC	GENERAL OPERATING SUPPORT	16,000.
CASA PACIFICA CENTERS FOR CHILDREN AND FAMILIES 1722 S LEWIS ROAD CAMARILLO, CA 93012	NONE PC	EMERGENCY SHELTER CARE AND RESIDENTIAL TREATMENT	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CATE SCHOOL 1960 CATE MESA ROAD CARPINTERIA, CA 93013	NONE PC	GENERAL OPERATING SUPPORT	25,000.
CATERINA'S CLUB 341 E CENTER STREET ANAHEIM, CA 92805	NONE PC	GENERAL OPERATING SUPPORT	40,000.
CCF COMMUNITY INITIATIVES FUND 221 S FIGUEROA ST SUITE 400 LOS ANGELES, CA 90012	NONE PC	FRIENDS OF HERITAGE PRESERVATION	30,000.
CEDARS-SINAI MEDICAL CENTER 8700 BEVERLY BLVD LOS ANGELES, CA 90048	NONE PC	VACCINE AGAINST HEART DISEASE	75,000.
CENTER FOR AMERICAN STUDIES AND CULTURE 2118 WILSHIRE BLVD SUITE 527 SANTA MONICA, CA 90403-5784	NONE PC	PORTRAITS OF HOPE ANIMAL SHELTER INITIATIVE	25,000.
CENTER FOR BIOLOGICAL DIVERSITY INC 1333 NORTH ORACLE ROAD TUCSON, AZ 85708	NONE PC	ENDANGERED SPECIES PROGRAM	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CENTER FOR POWERFUL PUBLIC SCHOOLS 350 S BIXEL ST, SUITE 100 LOS ANGELES, CA 90017	NONE PC	GENERAL OPERATING SUPPORT	75,000.
CENTER FOR REPRODUCTIVE RIGHTS, INC 199 WATER STREET, 22ND FLOOR NEW YORK, NY 10038	NONE PC	UNITED STATES OPERATIONS	100,000.
CENTER FOR THE PACIFIC ASIAN FAMILY, INC 3424 WILSHIRE BLVD, SUITE 1000 LOS ANGELES, CA 90010	NONE PC	GENERAL OPERATING SUPPORT CONCERT	105,000.
CENTER FOR THE STUDY OF INTERNATIONAL COMMUNICATIO 406 WOODLAND ROAD HIGHLAND PARK, IL 60035	NONE PC	GROW SCHOLARSHIP FOR INTERNATIONAL COMMUNICATIONS	50,000.
CENTER FOR THE STUDY OF POLITICAL GRAPHICS 3916 SEPULVEDA BLVD SUITE 103 CULVER CITY, CA 90230	NONE PC	GENERAL OPERATING SUPPORT	30,000.
CHANNEL ISLANDS PARK FOUNDATION 1901 SPINNAKER DRIVE VENTURA, CA 93001	NONE PC	CHANNEL ISLANDS LIVE DISTANCE LEARNING PROGRAM	220,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CHARITABLE VENTURES OF ORANGE COUNTY, INC 1505 E 17TH ST, SUITE 101 SANTA ANA, CA 92705	NONE PC	RESILIENCE OC	50,000.
CHARITIES AID FOUNDATION AMERICA KING STREET STATION 225 REINEKERS LANE SUITE 375 ALEXANDRIA, VA 22314	NONE PC	OPERA FUOCO	201,979.
CHESAPEAKE CONSERVANCY INC 716 GIDDINGS AVE SUITE 42 ANNAPOLIS, MD 21401	NONE PC	GENERAL OPERATING SUPPORT	25,000.
CHICAGO ARCHITECTURE FOUNDATION 224 S MICHIGAN AVE CHICAGO, IL 60604	NONE PC	GENERAL OPERATING SUPPORT	2,500.
CHILD & FAMILY CENTER 21545 CENTRE POINTE PARKWAY SANTA CLARITA, CA 91350	NONE PC	GENERAL OPERATING SUPPORT	75,000.
CHILDREN'S BUREAU OF SOUTHERN CALIFORNIA HEADQUARTERS 1910 MAGNOLIA AVENUE LOS ANGELES, CA 90007	NONE PC	GENERAL OPERATING SUPPORT	30,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CHILDREN'S BURN FOUNDATION 5000 VAN NUYS BOULEVARD, SUITE 210 SHERMAN OAKS, CA 91403-1784	NONE PC	GENERAL OPERATING SUPPORT	27,500.
CHILDREN'S DEFENSE FUND NATIONAL HEADQUARTERS 25 E STREET, NW WASHINGTON, DC 20001	NONE PC	CHILDRENS DEFENSE FUND-CALIFORNIA	25,000.
CHILDREN'S HOSPITAL OF LOS ANGELES 4650 SUNSET BOULEVARD LOS ANGELES, CA 90027	NONE PC	GOFARR LABORATORY	50,000.
CICLAVIA, INC 525 S HEWITT ST LOS ANGELES, CA 90013	NONE PC	GENERAL OPERATING SUPPORT	50,000.
CITIZEN UNIVERSITY 1122 E PIKE ST, 583 SEATTLE, WA 98122	NONE PC	GENERAL OPERATING SUPPORT	25,000.
CITY AND COUNTY OF HONOLULU EMERGENCY SERVICES DEP 3375 KOAPAKA STREET, SUITE H-450 HONOLULU, HI 98619-1814	NONE GOV	DRONE TECHNOLOGIES FOR PUBLIC SAFETY APPLICATIONS	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CITY OF LOS ANGELES DEPARTMENT OF ANIMAL SERVICES 221 N FIGUEROA STREET, 6TH FLOOR, SUITE 600 LOS ANGELES, CA 90012	NONE GOV	ANIMAL RELIEF AND RESCUE EFFORTS	15,000.
CITY OF LOS ANGELES DEPARTMENT OF CULTURAL AFFAIRS 201 N FIGUEROA ST, STE 1400 LOS ANGELES, CA 90012	NONE GOV	OUTREACH FOR THE WATTS TOWERS JAZZ FESTIVAL	5,000.
CITY OF LOS ANGELES FLEET WEEK FOUNDATION C/O LA FLEET WEEK FOUNDATION 250 S HARBOR BLVD SAN PEDRO, CA 90731	NONE PC	VIP RECEPTION AND MILITARY APPRECIATION CONCERT	100,000.
CITY OF SANTA MONICA 1685 MAIN STREET SANTA MONICA, CA 90401	NONE GOV	FURNITURE FOR THE ANNENBERG COMMUNITY BEACH HOUSE	100,000.
CLEVELAND HIGH SCHOOL BOOSTER CLUB C/O CLEVELAND HUMANITIES MAGNET PARENTS ASSOCIATIO 9018 BALBOA BLVD BOX 604 NORTHRIDGE, CA 91325	NONE PC	GENERAL OPERATING SUPPORT	1,000.
COACHART ORG 3303 WILSHIRE BOULEVARD, SUITE 1200 LOS ANGELES, CA 90010	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
COALITION FOR HUMANE IMMIGRANT RIGHTS OF LOS ANGEL C/O CHIRLA 2533 WEST 3RD ST, SUITE 101 LOS ANGELES, CA 90057	NONE PC	GENERAL OPERATING SUPPORT	50,000.
COALITION FOR THE ECONOMY AND JOBS IN LOS ANGELES 555 SOUTH FLOWER STREET, 9TH FLOOR LOS ANGELES, CA 90071	NONE PC	GENERAL OPERATING SUPPORT	7,500.
COALITION FOR THE HOMELESS OF HOUSTON/HARRIS COUNT 2000 CRAWFORD STREET, SUITE 700 HOUSTON, TX 77002	NONE PC	HURRICANE HARVEY RELIEF	30,000.
COALITION TO ABOLISH SLAVERY & TRAFFICKING 5042 WILSHIRE BOULEVARD, SUITE 586 LOS ANGELES, CA 90036	NONE PC	GENERAL OPERATING SUPPORT	100,000.
COLLECTIVE HERITAGE INSTITUTE C/O BIONEERS 1607 PASEO DE PERALTA SUITE 3 SANTA FE, NM 87501	NONE PC	YOUTH LEADERSHIP PROGRAM	75,000.
COLLEGE ACCESS PLAN 871 E WASHINGTON BLVD, STE 207 PASADENA, CA 91104	NONE PC	GENERAL OPERATING SUPPORT	35,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
COLLEGE TRACK 117 BROADWAY, SUITE 101 OAKLAND, CA 94607	NONE PC	BOYLE HEIGHTS AND WATTS CENTERS	105,000.
COMFORT CASES, INC 13105 CHESTNUT OAK DR GAITHERSBURG, MD 20878	NONE PC	GENERAL OPERATING SUPPORT	20,000.
COMFORT FOR AMERICAN UNIFORMED SERVICES C/O COMFORT FOR AMERICA'S UNIFORMED SERVICES 4201 WILSON BLVD, SUITE 110-284 ARLINGTON, VA 22203	NONE PC	GENERAL OPERATING SUPPORT	40,000.
COMMITTEE TO PROTECT JOURNALISTS, INC 330 SEVENTH AVENUE, 12TH FLOOR NEW YORK, NY 10001	NONE PC	GENERAL OPERATING SUPPORT	50,000.
COMMUNITY COALITION FOR SUBSTANCE ABUSE PREVENTION 8101 S VERMONT AVENUE LOS ANGELES, CA 90044	NONE PC	GENERAL OPERATING SUPPORT	105,000.
COMMUNITY PARTNERS 1000 NORTH ALAMEDA STREET, SUITE 240 LOS ANGELES, CA 90012	NONE PC	AFRICAN AMERICAN BOARD LEADERSHIP INSTITUTE	147,500.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
COMMUNITY SERVICES UNLIMITED 6569 S VERMONT AVE LOS ANGELES, CA 90044	NONE PC	GENERAL OPERATING SUPPORT	50,000.
COMPANIONS FOR HEROES PO BOX 30271 SEA ISLAND, GA 31561	NONE PC	GENERAL OPERATING SUPPORT	25,000.
CONNECT TO COMPETE, INC 718 7TH ST NW WASHINGTON, DC 20001	NONE PC	CONNECT WITH PROMISE PROGRAM	50,000.
CORENEWAL 59 SUMMERFIELD IRVINE, CA 92614	NONE PC	DIRT WORK RECREATING COHERENCE IN URBAN SOILS	10,000.
CORONA DEL MAR LACROSSE BOOSTERCLUB PO BOX 10672 NEWPORT BEACH, CA 92658	NONE PC	GENERAL OPERATING SUPPORT	10,000.
CORPORATION OF THE FINE ARTS MUSEUMS C/O DE YOUNG GOLDEN GATE PARK SAN FRANCISCO, CA 94118-4501	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
COUNCIL ON AMERICAN-ISLAMIC RELATIONS CALIFORNIA 2180 W CRESCENT AVE, STE F ANAHEIM, CA 92801	NONE PC	MUSLIM YOUTH LEADERSHIP PROGRAM	28,250.
COUNCIL ON AMERICAN-ISLAMIC RELATIONS NY, INC 46-01 20TH AVENUE ASTORIA, NY 11105	NONE PC	GENERAL OPERATING SUPPORT	30,000.
COURT APPOINTED SPECIAL ADVOCATE 1505 E 17TH STREET, SUITE 214 SANTA ANA, CA 92705	NONE PC	FAMILY CONNECTIONS PROGRAM	25,000.
COVENANT HOUSE 5 PENN PLAZA, 3RD FLOOR NEW YORK, NY 10001	NONE PC	GENERAL OPERATING SUPPORT	5,000.
COVENANT HOUSE TEXAS 1111 LOVETT BLVD HOUSTON, TX 77006	NONE PC	HURRICANE HARVEY RELIEF	20,000.
CRAFT AND FOLK ART MUSEUM INCORPORATING THE EGG AN 5814 WILSHIRE BLVD LOS ANGELES, CA 90036	NONE PC	CAPACITY BUILDING INITIATIVES	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CRANE SCHOOL 1795 SAN LEANDRO LANE SANTA BARBARA, CA 93108	NONE PC	GENERAL OPERATING SUPPORT	12,500.
CREATIVE VISIONS FOUNDATION 18820 PACIFIC COAST HIGHWAY SUITE 201 MALIBU, CA 90265	NONE PC	OCEAN COMMUNICATIONS	117,000.
CSULA AUXILIARY SERVICES, INC CSU LOS ANGELES 5151 STATE UNIVERSITY DRIVE LOS ANGELES, CA 90032	NONE PC	PAT BROWN INSTITUTE FOR PUBLIC AFFAIRS	30,000.
CULTURAL DEVELOPMENT CORPORATION OF THE DISTRICT O C/O CULTURALDC 916 G ST NW WASHINGTON, DC 20001	NONE PC	FLASHPOINT GALLERY	20,000.
CYSTIC FIBROSIS FOUNDATION 4929 WILSHIRE BLVD STE 760 LOS ANGELES, CA 90010	NONE PC	CYSTIC FIBROSIS FOUNDATION LA CHAPTER CF CLIMB	100.
DALE OEN EXPERIENCE OYGARDEN RADHUS RONG NORWAY 5357	NONE NC	SCIENCE AND EXPLORATION PROGRAM	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
DANCE DOWNTOWN LA, INC 514 S SPRING STREET, FLOOR 4 LOS ANGELES, CA 90013	NONE PC	GENERAL OPERATING SUPPORT	25,000.
DARE U TO CARE OUTREACH MINISTRY 316 W 120TH ST LOS ANGELES, CA 90061	NONE PC	GENERAL OPERATING SUPPORT	5,000.
DEBBIE ALLEN DANCE INC 3791 SANTA ROSALIA DRIVE LOS ANGELES, CA 90008	NONE PC	GENERAL OPERATING SUPPORT	691,667.
DEFENDERS OF WILDLIFE 1130 17TH STREET NW WASHINGTON, DC 20036	NONE PC	WOLF CONSERVATION IN THE WESTERN UNITED STATES	100,000.
DEMOCRACY NOW PRODUCTIONS, INC 207 W 25TH ST, 11TH FLOOR NEW YORK, NY 10001	NONE PC	GENERAL OPERATING SUPPORT	100,000.
DESCENDANTS OF THE EARTH PO BOX 301 VENTURA, CA 93002	NONE PC	SHORT HOUSE AND TEEPEE AND ROAD/BRIDGE REPAIR	44,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
DESERT MOUNTAIN RESOURCE CONSERVATION AND DEVELOPM 1259 E RIDGECREST BLVD, SUITE 7 RIDGECREST, CA 93555	NONE PC	OWENS VALLEY GROWERS COOPERATIVE INC	50,000.
DESERT SANCTUARY, INC 703 E MAIN STREET BARSTOW, CA 92311	NONE PC	GENERAL OPERATING SUPPORT	25,000.
DETROIT PUBLIC LIBRARY FRIENDS FOUNDATION, INC 5201 WOODWARD AVE DETROIT, MI 48202	NONE PC	HYPE DETROIT RADIO FOR TEENS PROJECT	10,000.
DETROIT SOUND CONSERVANCY 6200 2ND AVENUE UNIT 201 DETROIT, MI 48202	NONE PC	UNITED SOUND RECORDING STUDIOS ARCHIVE AND GOS	35,000.
DEXTER-ELMHURST FAMILY AND COMMUNITY SERVICES CENT 11825 DEXTER AVENUE DETROIT, MI 48206	NONE PC	GENERAL OPERATING SUPPORT	50,000.
DIA CENTER FOR THE ARTS INC C/O DIA ART FOUNDATION 535 WEST 22ND STREET 4TH FLOOR NEW YORK, NY 10011	NONE PC	GENERAL OPERATING SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
DIAN FOSSEY GORILLA FUND 800 CHEROKEE AVE SE ATLANTA, GA 30315-1470	NONE PC	GENERAL OPERATING SUPPORT	230.
DIRECT RELIEF 27 SOUTH LA PATERA LANE SANTA BARBARA, CA 93117	NONE PC	SOUTHERN CALIFORNIA WILDFIRES RELIEF EFFORTS	25,000.
DISCOVERY SCIENCE CENTER OF LOS ANGELES 11800 FOOTHILL BLVD LOS ANGELES, CA 91342	NONE PC	GENERAL OPERATING SUPPORT	75,000.
DOBERMAN PINCHER RESCUE 2946 YOUNG ROAD FILLMORE, CA 93015	NONE PC	GENERAL OPERATING SUPPORT	5,000.
DOCTORS WITHOUT BORDERS USA, INC 333 7TH AVENUE, 2ND FLOOR NEW YORK, NY 10001-5004	NONE PC	GENERAL OPERATING SUPPORT	385.
DOWNTOWN WOMEN'S CENTER 442 S SAN PEDRO STREET LOS ANGELES, CA 90013	NONE PC	GENERAL OPERATING SUPPORT	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
DREAM CENTER FOUNDATION A CALIFORNIA NON PROFIT CO 2301 BELLEVUE AVE LOS ANGELES, CA 90026	NONE PC	GENERAL OPERATING SUPPORT	5,000.
DREAMYARD PROJECT, INC 1085 WASHINGTON AVENUE BRONX, NY 10456	NONE PC	GENERAL OPERATING SUPPORT	350,000.
DUKE UNIVERSITY OFFICE OF UNIVERSITY DEVELOPMENT BOX 90600 DURHAM, NC 27708	NONE PC	GENERAL OPERATING SUPPORT	5,000.
EAGLE ROCK COMMUNITY CULTURAL ASSOCIATION C/O CENTER FOR THE ARTS EAGLE ROCK 2225 COLORADO BLVD LOS ANGELES, CA 90041	NONE PC	GENERAL OPERATING SUPPORT	30,000.
EARTH GUARDIANS INC 3980 BROADWAY SUITE 103-229 BOULDER, CO 80304	NONE PC	CLIMATE LEADER HANDBOOK	10,000.
EARTH ISLAND INSTITUTE INC 2150 ALLSTON WAY SUITE 460 BERKELEY, CA 94704	NONE PC	PLASTIC POLLUTION COALITION	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
EARTHJUSTICE 50 CALIFORNIA STREET SUITE 500 SAN FRANCISCO, CA 94111	NONE PC	ENDANGERED SPECIES WORK	100,000.
EAST COAST ASSISTANCE DOGS, INC C/O EDUCATED CANINES ASSISTING WITH DISABILITIES PO BOX 831 TORRINGTON, CT 06790	NONE PC	GENERAL OPERATING SUPPORT	150,000.
EAST MICHIGAN ENVIRONMENTAL ACTION COUNCIL INC 4605 CASS AVENUE DETROIT, MI 48201	NONE PC	PEOPLES WATER BOARD	25,000.
EAST MICHIGAN ENVIRONMENTAL ACTION COUNCIL, INC 4605 CASS AVENUE DETROIT, MI 48201	NONE PC	CASS CORRIDOR COMMONS	40,000.
EBONY REPERTORY THEATRE, INC NATE HOLDEN PERFORMING ARTS CENTER 4718 WEST WASHINGTON BOULEVARD LOS ANGELES, CA 90016	NONE PC	MARILYN PROJECT	10,000.
ECHO PARK FILM CENTER 1200 N ALVARADO ST LOS ANGELES, CA 90026	NONE PC	GENERAL OPERATING SUPPORT	75,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ECONOMIC DEVELOPMENT AND CORPORATE TRAINING FOUNDA 114 SOUTH DEL ROSA DRIVE SAN BERNARDINO, CA 92408	NONE PC	CAPACITY BUILDING INITIATIVES	5,000.
EDUCARE FOUNDATION 16134 WYANDOTTE STREET VAN NUYS, CA 91406	NONE PC	ACHIEVEMENT AND COMMITMENT TO EXCELLENCE INITIATIV	60,000.
EISENHOWER MEDICAL CENTER 39000 BOB HOPE DRIVE RANCHO MIRAGE, CA 92270-3221	NONE PC	FUNCTIONAL MEDICINE PROJECT	30,000.
EL CENTRO DE AMISTAD, INC EAST VALLEY OFFICE 566 SOUTH BRAND BOULEVARD SAN FERNANDO, CA 91340	NONE PC	GENERAL OPERATING SUPPORT	50,000.
EL SOL NEIGHBORHOOD EDUCATIONAL CENTER 766 N WATERMAN AVENUE SAN BERNARDINO, CA 92410	NONE PC	GENERAL OPERATING SUPPORT	75,000.
ELTON JOHN AIDS FOUNDATION, INC 584 BROADWAY, SUITE 906 NEW YORK, NY 10012	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
EMMA ZEN FOUNDATION PO BOX 25414 ANAHEIM, CA 92825	NONE POF	CHARITABLE MISSION AND PROGRAMS	10,000.
ENCORPS, INC C/O SHERRY LANSING FOUNDATION 2121 AVENUE OF THE STARS, SUITE 2020 LOS ANGELES, CA 90067-5075	NONE PC	STEMDISTRY IN MOTION PROGRAM	25,000.
ENGAGE, INC 240 EAST VERDUGO AVENUE, SUITE 100 BURBANK, CA 91502	NONE PC	GENERAL OPERATING SUPPORT	75,000.
ENSEMBLE LES TALENS LYRIQUES 49, RUE DE MAUBEUGE PARIS FRANCE 75009	NONE NC	TO SUPPORT THE 2017 SEASON	179,445.
ENTERPRISE COMMUNITY PARTNERS, INC 70 CORPORATE CENTER 11000 BROKEN LAND PARKWAY, SUITE 700 COLUMBIA, MD 21044	NONE PC	TO SUPPORT THE SOUTHERN CALIFORNIA OFFICE	5,000.
ENVIRONMENTAL CHARTER SCHOOLS 812 WEST 165TH PLACE LOS ANGELES, CA 90247	NONE PC	BRUCE GREENSPON SCHOLARSHIP	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
EQUAL JUSTICE INITIATIVE 122 COMMERCE STREET MONTGOMERY, AL 36104	NONE PC	GENERAL OPERATING SUPPORT	5,100.
EQUALITY ALLIANCE OF SAN DIEGO COUNTY C/O ALLIANCE SAN DIEGO PO BOX 12266 SAN DIEGO, CA 92112	NONE PC	SOUTHERN BORDER COMMUNITIES COALITION	100,000.
EQUALITY CALIFORNIA INSTITUTE 3701 WILSHIRE BLVD, SUITE 725 LOS ANGELES, CA 90010	NONE PC	FOR THE SOUTHERN CALIFORNIA OPERATIONS	50,000.
ESCHATON FOUNDATION 612 OCEAN STREET SANTA CRUZ, CA 95060	NONE PC	DOCUMENTARY FILM THE BOYS WHO SAID NO	75,000.
PLACE CHARLES DE GAULLE FONTAINEBLEAU FRANCE 77300	NONE GOV	FESTIVAL DE HISTOIRE DE ART	25,000.
EVERYTOWN FOR GUN SAFETY SUPPORT FUND, INC PO BOX 4184 NEW YORK, NY 10163	NONE PC	GENERAL OPERATING SUPPORT	250,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
EXPLORING THE ARTS, INC 34-12 36TH STREET, SUITE 2-100 NEW YORK, NY 11106	NONE PC	4-YEAR PLAN PROGRAM IN LOS ANGELES CALIFORNIA	25,000.
FACING HISTORY AND OURSELVES, INC 16 HURD ROAD BROOKLINE, MA 02445	NONE PC	LA OFFICE OF FACING HISTORY AND OURSELVES INC	5,000.
FARM SANCTUARY INC 3100 AIKENS ROAD WATKINS GLEN, NY 14891	NONE PC	GENERAL OPERATING SUPPORT	50,000.
FENDER MUSEUM OF THE ARTS FOUNDATION 815 W 6TH ST, SUITE 220 CORONA, CA 92882	NONE PC	GENERAL OPERATING SUPPORT	5,000.
FILMMAKERS COLLABORATIVE INCORPORATED 6 EASTMAN PLACE 202 MELROSE, MA 02176	NONE PC	SUPERPOWER DOGS FILM CONSULKT	250,000.
FIRST DESCENTS 3001 BRIGHTON BLVD SUITE 623 DENVER, CO 80216	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
FIRST PLACE FOR YOUTH 426 17TH STREET OAKLAND, CA 94612	NONE PC	MY FIRST PLACE PROGRAM IN LOS ANGELES CALIFORNIA	75,000.
FIRST STAR, INC 2049 CENTURY PARK EAST SUITE 4300 LOS ANGELES, CA 90067	NONE PC	FOR THE SOUTHERN CALIFORNIA OPERATIONS	75,000.
FOOD RECOVERY NETWORK, INC 4321 HARTWICK ROAD, SUITE 316 COLLEGE PARK, MD 20740	NONE PC	FOOD RECOVERY PROGRAM	30,000.
FOODSHARE, INC 4156 N SOUTHBANK RD OXNARD, CA 93036	NONE PC	GENERAL OPERATING SUPPORT	25,000.
FORD THEATRE FOUNDATION C/O JOHN ANSON FORD THEATRES 2580 CAHUENGA BLVD EAST LOS ANGELES, CA 90068	NONE PC	FAST FORWARD OF SINTESIS CUBA	15,000.
FOUNDATION CARING FOR COLOMBIA, LTD 139 W 120TH ST NEW YORK, NY 10027	NONE PC	ASOCIACION DE DISCAPACITADOS DEL VALLE	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
FOUNDATION CENTER 32 OLD SLIP, 24TH FLOOR NEW YORK, NY 10005	NONE PC	GENERAL OPERATING SUPPORT	5,000.
FOUNDATION FOR SECOND CHANCES 3734 WEST SLAUSON AVENUE LOS ANGELES, CA 90043	NONE PC	EAST SIDE RIDERS BIKE CLUB	7,616.
FOUR BRIDGES TRAVELING PERMACULTURE INSTITUTE PO BOX 776 OHKAY OWINGEH, NM 87566	NONE PC	PUEBLO OF TESUQUE AND TURTLE ISLAND SEED LIBRARY	30,000.
FREEDOM HOUSE 2630 W LAFAYETTE BLVD DETROIT, MI 48216	NONE PC	GENERAL OPERATING SUPPORT	75,000.
FRIENDS FOR LAS VEGAS METROPOLITAN POLICE DEPARTME C/O FRIENDS OF LAS VEGAS METROPOLITAN POLICE DEPAR 400 S MARTIN L KING BLVD LAS VEGAS, NV 89106	NONE PC	TO SUPPORT FIRST RESPONDERS	500,000.
FRIENDS OF BONOBOS C/O LOLA YA BONOBO - USA PO BOX 80254 MINNEAPOLIS, MN 55408	NONE PC	GENERAL OPERATING SUPPORT	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
FRIENDS OF BRENTWOOD SCIENCE MAGNET ELEMENTARY 740 S GRETNA GREEN WAY LOS ANGELES, CA 90049	NONE PC	GENERAL OPERATING SUPPORT	5,000.
FRIENDS OF CABRILLO MARINE AQUARIUM 3720 STEPHEN WHITE DRIVE SAN PEDRO, CA 90731	NONE PC	GENERAL OPERATING SUPPORT	25,000.
FRIENDS OF THE ELEPHANT SEAL PO BOX 490 CAMBRIA, CA 93428	NONE PC	GENERAL OPERATING SUPPORT	25,000.
FRIENDS OF THE INYO 819 NORTH BARLOW LANE BISHOP, CA 93514	NONE PC	OWENS LAKE BIRD FESTIVAL	5,000.
FRIENDS OF THE LOS ANGELES RIVER LOS ANGELES RIVER CENTER AND GARDENS 570 WEST AVENUE 26 SUITE 250 LOS ANGELES, CA 90065-1047	NONE PC	GENERAL OPERATING SUPPORT	32,500.
40 EAST 78TH STREET NEW YORK, NY 10021	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	621,044.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
FRIENDS OF THE SAN DIEGO COUNTY FAIRGROUNDS DEL MAR FAIRGROUNDS 2260 JIMMY DURANTE BLVD DEL MAR, CA 92014	NONE PC	THOMAS FIRE EQUINE RESCUE EFFORTS	5,000.
FRIENDS OF THE SEA LION INC C/O PACIFIC MARINE MAMMAL CENTER 20612 LAGUNA CANYON ROAD LAGUNA BEACH, CA 92651	NONE PC	ANIMAL CARE AND TREATMENT PROGRAM	50,000.
FRIENDS OF VENTURA COUNTY ANIMAL SERVICES INC 600 AVIATION DRIVE CAMARILLO, CA 93010	NONE PC	THOMAS FIRE RESPONSE AND RELIEF EFFORTS	10,000.
FRIENDSHIP LUXEMBOURG ASBL 58 RUE DE LIMPACH, L-3932 MONDERCANGE RCS LUXEMBOURG LUXEMBOURG F1387	NONE NC	FRIENDSHIP SHYAMNAGAR AND LIFEBOUY HOSPITALS	100,000.
FUGEES FAMILY INC PO BOX 388 SCOTTTDALE, GA 30079	NONE PC	GENERAL OPERATING SUPPORT	10,000.
FULL DISCLOSURE MEDIA FOUNDATION PO BOX 36128 LOS ANGELES, CA 90036	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
CL/SANT FRANCESC PAULA, 4-6 BARCELONA SPAIN 8003	NONE NC	CLAVE XXI PROJECT	11,863.
FYIMS INCORPORATED C/O FRIENDS FOR LIFE 107 E 22ND STREET HOUSTON, TX 77008	NONE PC	HURRICANE HARVEY RELIEF	5,000.
GARDEN'S EDGE PO BOX 7758 ALBUQUERQUE, NM 87194	NONE PC	GENERAL OPERATING SUPPORT	35,000.
GAY & LESBIAN COMMUNITY SERVICES CENTER OF ORANGE 1605 N SPURGEON STREET SANTA ANA, CA 92701-2355	NONE PC	GENERAL OPERATING SUPPORT	75,000.
GENESEE COUNTY HISPANIC LATINO COLLABORATIVE, INC C/O CENTRO INFORMATIVO LA PLACITA 1509 E COURT ST FLINT, MI 48503	NONE PC	GENERAL OPERATING SUPPORT	25,000.
GENTLE BARN FOUNDATION 15825 SIERRA HWY SANTA CLARITA, CA 91390	NONE PC	SOUTHERN CALIFORNIA WILDFIRES RELIEF EFFORTS	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
GILDER LEHRMAN INSTITUTE OF AMERICAN HISTORY 49 W 45TH STREET, 6TH FLOOR NEW YORK, NY 10036	NONE PC	HAMILTON EDUCATION PROGRAM IN LOS ANGELES	205,000.
GIRL SCOUTS OF SAN GORGONIO COUNCIL 1751 PLUM LANE REDLANDS, CA 92374	NONE PC	GENERAL OPERATING SUPPORT GREATER LA	75,000.
GIRLS ON THE RUN OF LOS ANGELES COUNTY 556 SOUTH FAIR OAKS AVENUE, SUITE 101-307 PASADENA, CA 91105	NONE PC	GENERAL OPERATING SUPPORT	20,000.
GLOBAL FUND FOR WOMEN, INC 800 MARKET STREET SEVENTH FLOOR SAN FRANCISCO, CA 94102	NONE PC	WOMEN ORGANIZATIONS WITHIN SYRIAN REFUGEES AND GOS	250,000.
GLOBALGIVING FOUNDATION, INC 1110 VERMONT AVE, NW SUITE 550 WASHINGTON, DC 20005	NONE PC	CALIFORNIA WILDFIRE RELIEF FUND	15,000.
GO CAMPAIGN 2461 SANTA MONICA BLVD, SUITE 437 SANTA MONICA, CA 90404	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
GOLESTAN CENTER FOR LANGUAGE IMMERSION AND CULTURA C/O GOLESTAN KIDS 1808 5TH STREET BERKELEY, CA 94710	NONE PC	GENERAL OPERATING SUPPORT	5,000.
GRAMEEN AMERICA, INC 150 W 30TH STREET FL 8 NEW YORK, NY 10001-4151	NONE PC	GENERAL OPERATING SUPPORT	210,000.
GRAND PERFORMANCES 350 SOUTH GRAND AVENUE SUITE A-4 LOS ANGELES, CA 90071	NONE PC	FIRST PEOPLE/NEW VOICES SERIES	20,000.
GRANDMA'S HOUSE OF HOPE 1505 E 17TH ST, SUITE 116 SANTA ANA, CA 92705	NONE PC	CAPACITY BUILDING INITIATIVES	10,000.
GRANDPARENTS AS PARENTS, INC 22048 SHERMAN WAY, SUITE 217 CANOGA PARK, CA 91303	NONE PC	GENERAL OPERATING SUPPORT	25,000.
GRAY AREA FOUNDATION FOR THE ARTS 2665 MISSION STREET SAN FRANCISCO, CA 94110	NONE PC	OAKLAND FIRE RELIEF FUND	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
GRIST MAGAZINE INC 1201 WESTERN AVE STE 410 SEATTLE, WA 98101	NONE PC	STORY OF ENVIR JUSTICE AND BRINGING SOLUTIONS	70,000.
GULF RESTORATION NETWORK PO BOX 2245 NEW ORLEANS, LA 70176	NONE PC	MONITORING THE WATERS OF THE GULF OF MEXICO	25,000.
HANNAH PROJECT PARTNERSHIP FOR ACADEMIC ACHIEVEMEN 170 DONAHUE STREET MARIN CITY, CA 94965	NONE PC	GENERAL OPERATING SUPPORT	500.
HARBOR COMMUNITY CLINIC, INC 593 W SIXTH STREET SAN PEDRO, CA 90731	NONE PC	GENERAL OPERATING SUPPORT	50,000.
HAROLD PUMP FOUNDATION 13636 VENTURA BLVD, SUITE 416 SHERMAN OAKS, CA 91423	NONE PC	GENERAL OPERATING SUPPORT	25,000.
HAVEN HILLS, INC PO BOX 260 CANOGA PARK, CA 91305	NONE PC	GENERAL OPERATING SUPPORT	40,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HEART OF LOS ANGELES YOUTH, INC 2701 WILSHIRE BLVD SUITE 100 LOS ANGELES, CA 90057	NONE PC	GENERAL OPERATING SUPPORT	400,000.
HEARTS & LIVES 24028 LAKE DRIVE CRESTLINE, CA 92325	NONE PC	GENERAL OPERATING SUPPORT	45,000.
HELP ANIMALS INDIA 19215 32ND AVENUE NE SEATTLE, WA 98155	NONE PC	FOR ANIMAL NEPAL	25,000.
HENRY E HUNTINGTON LIBRARY & ART GALLERY 1151 OXFORD ROAD SAN MARINO, CA 91108	NONE PC	LOS ANGELES SERVICE ACADEMY	25,000.
HIGHWAYS INC C/O HIGHWAYS PERFORMANCE SPACE AND HIGHWAYS PERFOR 1651 18TH STREET SANTA MONICA, CA 90404	NONE PC	GENERAL OPERATING SUPPORT	56,000.
HIP HOP CAUCUS EDUCATION FUND 1638 R STREET, NW, SUITE 120 WASHINGTON, DC 20009	NONE PC	REVITALIZING VULNERABLE COMMUNITIES PROGRAM	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HISPANIC SOCIETY OF AMERICA 613 WEST 155TH STREET NEW YORK, NY 10032	NONE PC	GENERAL OPERATING SUPPORT	10,000.
HISTORIC ITALIAN HALL FOUNDATION C/O THE ITALIAN AMERICAN MUSEUM OF LOS ANGELES 125 PASEO DE LA PLAZA 3200 LOS ANGELES, CA 90012	NONE PC	GENERAL OPERATING SUPPORT	20,000.
HOLLENBECK POLICE ACTIVITIES LEAGUE 126 N ST LOUIS STREET LOS ANGELES, CA 90033	NONE PC	GENERAL OPERATING SUPPORT COUNTY	40,000.
HOLLENBECK POLICE BUSINESS COUNCIL, INC 2015 E FIRST STREET LOS ANGELES, CA 90033	NONE PC	GENERAL OPERATING SUPPORT	25,000.
HOMELESS CHILDREN'S PLAYTIME PROJECT, INC 1525 NEWTON ST NW WASHINGTON, DC 20010	NONE PC	GENERAL OPERATING SUPPORT	25,000.
HOMELESS HEALTH CARE LOS ANGELES 2330 BEVERLY BOULEVARD LOS ANGELES, CA 90057-2220	NONE PC	GENERAL OPERATING SUPPORT	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HOT BREAD KITCHEN, LTD 1590 PARK AVENUE NEW YORK, NY 10029	NONE PC	GENERAL OPERATING SUPPORT	25,000.
HOUSTON INDEPENDENT SCHOOL DISTRICT FOUNDATION 4400 WEST 18TH STREET HOUSTON, TX 77092	NONE PC	TO REBUILD CLASSROOM LIBRARIES FOR SCHOOLS IN HISD	50,000.
HOUSTON K-911 RESCUE 12114 SILVER CREEK DR HOUSTON, TX 77070	NONE PC	HURRICANE HARVEY RELIEF	10,000.
HOUSTON SOCIETY FOR THE PREVENTION OF CRUELTY TO A C/O HOUSTON SPCA 900 PORTWAY DRIVE HOUSTON, TX 77024	NONE PC	HURRICANE HARVEY ANIMAL RESCUE AND RELIEF	25,000.
HSA COUNCIL 2049 CENTURY PARK EAST, 41ST FLOOR LOS ANGELES, CA 90067	NONE PC	GENERAL OPERATING SUPPORT	250,000.
HUMAN RIGHTS WATCH, INC 350 FIFTH AVENUE, 34TH FLOOR NEW YORK, NY 10118-3299	NONE PC	ROHINGYA RESPONSE	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HUMANE SOCIETY OF THE UNITED STATES 1255 23RD STREET NW SUITE 450 WASHINGTON, DC 20037	NONE PC	GENERAL OPERATING SUPPORT	145,000.
HUMANE SOCIETY OF VENTURA COUNTY 402 BRYANT ST OJAI, CA 93023	NONE PC	THOMAS FIRE ANIMAL RESCUE RELIEF FUND	10,000.
HUNGER ACTION LOS ANGELES 961 S MARIPOSA, SUITE 205 LOS ANGELES, CA 90006	NONE PC	GENERAL OPERATING SUPPORT	100,000.
ILISAGVIK COLLEGE PO BOX 749 BARROW, AK 99723	NONE PC	GENERAL OPERATING SUPPORT	1,000.
INDEPENDENT SHAKESPEARE COMPANY INC 3191 CASITAS AVE SUITE 168 LOS ANGELES, CA 90039	NONE PC	GENERAL OPERATING SUPPORT	25,000.
INDIGENOUS EDUCATION FOUNDATION OF TANZANIA 333 EAST 2ND STREET PO BOX 133 OGALLALA, NE 69153	NONE PC	SCHOLARSHIP SUPPORT THE ORKEESWA SCHOOL	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
INLAND EMPIRE COMMUNITY COLLABORATIVE 3927 LA HACIENDA DR SAN BERNARDINO, CA 92404	NONE PC	GENERAL OPERATING SUPPORT	20,000.
INLAND EMPIRE UNITED WAY 9644 HERMOSA AVENUE RANCHO CUCAMONGA, CA 91730	NONE PC	211 SAN BERNARDINO COUNTY PROGRAM	25,000.
INNER CITY LAW CENTER 1309 EAST SEVENTH STREET LOS ANGELES, CA 90021	NONE PC	MEDICAL/LEGAL PARTNERS AT VA MENTAL HEALTH CLINIC	55,000.
INNER-CITY ARTS 720 KOHLER STREET LOS ANGELES, CA 90021	NONE PC	GENERAL OPERATING SUPPORT	2,500.
INQUILINOS UNIDOS 1930 WILSHIRE BLVD, SUITE 801 LOS ANGELES, CA 90057	NONE PC	GENERAL OPERATING SUPPORT	25,000.
INSTITUT CURIE 26 RUE D'ULM PARIS FRANCE 75005	NONE NC	RESEARCH IN PEDIATRIC ONCOLOGY	265,950.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
INSTITUTE FOR MAXIMUM HUMAN POTENTIAL PO BOX 72059 LOS ANGELES, CA 90002	NONE PC	FUN DIGITAL/MEDIA CODING AND CTR FOR SOCIAL ENT	80,000.
INSTITUTO DE EDUCACION POPULAR DEL SUR DE CALIFORN 1565 W 14TH STREET LOS ANGELES, CA 90015	NONE PC	PROJECT BASED CONSULTING AND OUTSOURCED SERVICES	10,000.
INTERNATIONAL FRIENDS OF ELTON JOHN AIDS FOUNDATIO 1 BLYTHE ROAD LONDON UNITED KINGDOM W14 0HG	NONE PC	GENERAL OPERATING SUPPORT	109,605.
INTERNATIONAL FRIENDS OF THE NATURAL HISTORY MUSEU 5614 CONNECTICUT AVENUE NW SUITE 202 WASHINGTON, DC 20015	NONE PC	NATURAL HISTORY MUSEUM IN LONDON	3,027.
INTERNATIONAL INSTITUTE FOR ENVIRONMENT AND DEVELO 80-86 GRAY'S INN ROAD LONDON UNITED KINGDOM WC1X 8NH	NONE PC	STORIES IN TRANSIT PROJECTS	75,033.
INTERNATIONAL MEDIA SUPPORT N?RRREGADE 18, 2 COPENHAGEN DENMARK 1165 COPENHAGEN	NONE NC	FOR THE DOCUMENTARY FILM COURAGE	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
INTERNATIONAL MEDICAL CORPS 12400 WILSHIRE BLVD, STE 1500 LOS ANGELES, CA 90025	NONE PC	DISASTER RELIEF FOR CARIBBEAN ISLANDS AND MEXICO	75,000.
INTERNATIONAL NEIGHBORHOOD COLLABORATIVE 716 E 47TH STREET, 2ND FLOOR CHICAGO, IL 60653	NONE PC	DOVETAIL PROJECT	10,000.
INTERNATIONAL WILDERNESS LEADERSHIP FOUNDATION INC C/O THE WILD FOUNDATION 717 POPLAR AVE BOULDER, CO 80304	NONE PC	WALKING WATER	25,000.
INYO COUNTY SHERIFFS, INC C/O INYO COUNTY SEARCH AND RESCUE PO BOX 982 BISHOP, CA 93515	NONE PC	GENERAL OPERATING SUPPORT	20,000.
ISSUE PROJECT ROOM INCORPORATED 1000 DEAN STREET SUITE 208 BROOKLYN, NY 11238	NONE PC	GENERAL OPERATING SUPPORT	15,000.
J PAUL GETTY TRUST 1200 GETTY CENTER DRIVE SUITE 400 LOS ANGELES, CA 90049-1661	NONE POF	TEEN CREATE/ADVOCATE TEACH PROGRAM AND GOS	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
JABBERWOCKY THEATRE COMPANY C/O ROGUE MACHINE THEATER 12405 VENICE BLVD UNIT 153 LOS ANGELES, CA 90066	NONE PC	GENERAL OPERATING SUPPORT	25,000.
JACOBIN FOUNDATION, LTD 388 ATLANTIC AVENUE BROOKLYN, NY 11217	NONE PC	GENERAL OPERATING SUPPORT	100,000.
JAMES AND GRACE LEE BOGGS CENTER TO NURTURE COMMUN 3061 FIELD STREET DETROIT, MI 48214	NONE PC	LIVING FRESH PROGRAM	15,000.
JEFFERSON COUNTY HISTORICAL SOCIETY 615 WEST FIRST STREET MADISON, IN 47250	NONE PC	GENERAL OPERATING SUPPORT	5,000.
JEWISH FAMILY SERVICE OF LOS ANGELES 3580 WILSHIRE BOULEVARD, SUITE 700 LOS ANGELES, CA 90048	NONE PC	GENERAL OPERATING SUPPORT	5,000.
JEWISH VOCATIONAL SERVICE 6505 WILSHIRE BOULEVARD, SUITE 700 LOS ANGELES, CA 90048	NONE PC	VETERANS FIRST PROGRAM	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
JOHN F KENNEDY CENTER FOR THE PERFORMING ARTS 2700 F STREET NW WASHINGTON, DC 20566-0001	NONE PC	BUILDING THE FUTURE CAMPAIGN	450,000.
JOVENES, INC 1208 PLEASANT AVENUE LOS ANGELES, CA 90033	NONE PC	GENERAL OPERATING SUPPORT	75,000.
K-9 ANGELS RESCUE 9415 WINSOME LANE HOUSTON, TX 77063	NONE PC	HURRICANE HARVEY RELIEF	10,000.
K9S FOR WARRIORS, INC 114 CAMP K9 RD PONTE VEDRA BEACH, FL 32081	NONE PC	GENERAL OPERATING SUPPORT	150,000.
KATMAI CONSERVANCY PO BOX 233 KING SALMON, AK 99613	NONE PC	KATMAI NATIONAL PARK AND PRESERVE	200,000.
KCETLINK 2900 WEST ALAMEDA AVE BURBANK, CA 91505	NONE PC	GENERAL OPERATIONS OF LINK TV	250,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
KCRW FOUNDATION, INC 1900 PICO BOULEVARD SANTA MONICA, CA 90405	NONE PC	SOUND IN FOCUS SUMMER CONCERT SERIES	831,725.
KENTUCKY EQUINE HUMANE CENTER INC 1713 CATNIP HILL RD NICHOLASVILLE, KY 40356	NONE PC	GENERAL OPERATING SUPPORT	25,000.
KIDSINGERS 3947 E LA PALMA AVENUE ANAHEIM, CA 92807	NONE PC	GENERAL OPERATING SUPPORT	20,000.
KIDWORKS COMMUNITY DEVELOPMENT CORPORATION 1902 W CHESTNUT SANTA ANA, CA 92703	NONE PC	GENERAL OPERATING SUPPORT	50,000.
KITTEN RESCUE 3519 CASITAS AVENUE LOS ANGELES, CA 90039	NONE PC	GENERAL OPERATING SUPPORT	50,000.
KOREATOWN YOUTH AND COMMUNITY CENTER, INC 3727 WEST SIXTH STREET, SUITE 300 LOS ANGELES, CA 90020-5105	NONE PC	GENERAL OPERATING SUPPORT	75,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LA FONDAZIONE ACCADEMIA NAZIONALE DI SANTA CECILIA AUDITORIUM PARCO DELLA MUSICA LARGO ROME ITALY 196	NONE NC	TO SUPPORT PROGRAMMING	25,000.
LA FREEWAVES 6522 HOLLYWOOD BLVD LOS ANGELES, CA 90028	NONE PC	WE WANTED A REVOLUTION	25,000.
LA VOICE 760 S WESTMORELAND AVE, SUITE 336 LOS ANGELES, CA 90005	NONE PC	GENERAL OPERATING SUPPORT	80,000.
LA84 SPORTS INSTITUTE 2141 WEST ADAMS BLVD LOS ANGELES, CA 90018	NONE PC	TRANSPORTATION FOR YOUTH IDEA EXCHANGE PARTICIPANT	12,500.
LAND IS LIFE, INC 93 4TH AVENUE UNIT 39 NEW YORK, NY 10003	NONE PC	INDIGENOUS LED GRANTMAKING IN THE AMAZON AND GOS	60,000.
LAS AMERICAS IMMIGRANT ADVOCACY CENTER 1500 E YANDELLE DR EL PASO, TX 79902	NONE PC	GENERAL OPERATING SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LAS FAMILIAS DEL PUEBLO 307 E SEVENTH STREET LOS ANGELES, CA 90014	NONE PC	GENERAL OPERATING SUPPORT	5,000.
LATINO COMMUNITY FOUNDATION 235 MONTGOMERY ST SUITE 1160 SAN FRANCISCO, CA 94104	NONE PC	NORCAL WILDFIRE RELIEF FUND	25,000.
LAVA MAE 3543 18TH STREET, UNIT 24 SAN FRANCISCO, CA 94110	NONE PC	LAVA MAE LOS ANGELES	50,000.
LEARNING RIGHTS LAW CENTER 205 SOUTH BROADWAY, SUITE 808 LOS ANGELES, CA 90012	NONE PC	PROJECT BASED CONSULTING AND OUTSOURCED SERVICES	10,000.
LEGACY LA YOUTH DEVELOPMENT CORPORATION 1350 SAN PABLO STREET LOS ANGELES, CA 90033	NONE PC	STUDENT SUCCESS PROGRAM	75,000.
L'ENVOL POUR LES ENFANTS EUROPEENS PARIS FRANCE 75019	NONE NC	CHARITABLE MISSION AND PROGRAMS	5,999.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LESLIE-LOHMAN MUSEUM OF GAY AND LESBIAN ART 26 WOOSTER STREET NEW YORK, NY 10013	NONE PC	GENERAL OPERATING SUPPORT	5,000.
LEUKEMIA & LYMPHOMA SOCIETY, INC 3 INTERNATIONAL DRIVE, SUITE 200 RYE BROOK, NY 10573	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	40,000.
LEVITT & QUINN FAMILY LAW CENTER 1557 BEVERLY BLVD LOS ANGELES, CA 90026	NONE PC	TO SUPPORT CORE TECHNOLOGY IMPROVEMENTS	36,000.
LIBERTY HILL FOUNDATION 6420 WILSHIRE BLVD, SUITE 700 LOS ANGELES, CA 90048	NONE PC	GENERAL OPERATING SUPPORT	12,500.
LIBRARY FOUNDATION OF LOS ANGELES 630 WEST FIFTH STREET LOS ANGELES, CA 90071	NONE PC	DEMOCRACY PROJECT	55,000.
LIFT, INC 1620 I STREET NW WASHINGTON, DC 20006	NONE PC	LIFT-LOS ANGELES	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LIFTING HANDS INTERNATIONAL 3491 N ARIZONA AVE 2 CHANDLER, AZ 85225	NONE PC	GENERAL OPERATING SUPPORT	5,000.
LINC HOUSING CORPORATION 555 E OCEAN BLVD, SUITE 900 LONG BEACH, CA 90802	NONE PC	GENERAL OPERATING SUPPORT	40,000.
LIVERPOOL BIENNIAL OF CONTEMPORARY ART LIMITED 55 NEW BIRD STREET LIVERPOOL MERSEYSIDE UNITED KINGDOM L1 0BW	NONE NC	CHARITABLE MISSION AND PROGRAMS	51,572.
LIVING THROUGH GIVING FOUNDATION 7250 MELROSE AVENUE LOS ANGELES, CA 90064	NONE PC	GENERAL OPERATING SUPPORT	8,000.
LOCAL INITIATIVES SUPPORT CORPORATION 501 SEVENTH AVENUE NEW YORK, NY 10018	NONE PC	LA LISC FOR TRAINING/TECHNICAL ASSISTANCE TO FOCS	50,000.
LOCKWOOD ANIMAL RESCUE CENTER LARC 15660 CURTIS TRAIL FRAZIER PARK, CA 93225	NONE PC	WARRIORS AND WOLVES ENDANGERED SPECIES PROTECTION	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LONE PINE PAIUTE-SHOSHONE TRIBE PO BOX 747 LONE PINE, CA 93545	NONE GOV	TO PRESERVE CULTURAL RESOURCES	10,000.
LONG BEACH NONPROFIT PARTNERSHIP C/O THE NONPROFIT PARTNERSHIP 4900 EAST CONANT STREET, BUILDING 0-2, SUITE 225 LONG BEACH, CA 90808	NONE PC	PROJECT-BASED CONSULTING IT STAFF AND HARDWARE	10,000.
LOS ANGELES ALLIANCE FOR A NEW ECONOMY 464 LUCAS AVENUE, SUITE 202 LOS ANGELES, CA 90017	NONE PC	GENERAL OPERATING SUPPORT	3,500.
LOS ANGELES BROTHERHOOD CRUSADE, INC - BLACK UNITE 200 E SLAUSON AVE LOS ANGELES, CA 90011	NONE PC	GENERAL OPERATING SUPPORT	10,000.
LOS ANGELES CONSERVANCY 523 WEST SIXTH STREET SUITE 826 LOS ANGELES, CA 90014	NONE PC	LOS ANGELES HISTORIC-CULTURAL MONUMENT DESIGNATION	12,500.
LOS ANGELES CONSERVATION CORPS PO BOX 15868 LOS ANGELES, CA 90015	NONE PC	GENERAL OPERATING SUPPORT	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LOS ANGELES COUNTY ANIMAL CARE FOUNDATION PO BOX 100515 PASADENA, CA 91189	NONE PC	LA COUNTY DEPT OF ANIMAL CARE AND CONTROL BEHAVIOR	115,000.
LOS ANGELES COUNTY MUSEUM OF NATURAL HISTORY FOUND 900 EXPOSITION BOULEVARD LOS ANGELES, CA 90007	NONE PC	GENERAL OPERATING SUPPORT	35,000.
LOS ANGELES FIRE DEPARTMENT FOUNDATION 1875 CENTURY PARK EAST, SUITE 200 LOS ANGELES, CA 90067	NONE PC	GENERAL OPERATING SUPPORT	235,000.
LOS ANGELES JEWISH HOME FOR THE AGING 7150 TAMPA AVENUE RESEDA, CA 91335	NONE PC	GENERAL OPERATING SUPPORT	1,000,000.
LOS ANGELES JUNIOR CHAMBER OF COMMERCE CHARITY FOU 18720 OXNARD ST, STE 101 LOS ANGELES, CA 91356	NONE PC	FIRST TEE OF LOS ANGELES PROGRAM	45,000.
LOS ANGELES OPERA COMPANY 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	NONE PC	ORPHEUS EURYDICE AND RIGOLETTO PRODUCTIONS	1,010,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LOS ANGELES PARKS FOUNDATION 2650 N COMMONWEALTH AVE LOS ANGELES, CA 90065	NONE PC	EXTENDED POOL SCHEDULE FOR DOWNEY PARK POOL	18,800.
LOS ANGELES PHILHARMONIC ASSOCIATION PO BOX 1951 LOS ANGELES, CA 90078	NONE PC	GENERAL OPERATING SUPPORT	105,000.
LOS ANGELES POLICE FOUNDATION 633 WEST 5TH STREET, SUITE 1210 LOS ANGELES, CA 90071	NONE PC	GENERAL OPERATING SUPPORT	15,000.
LOS ANGELES SPCA C/O SPCALA 5026 W JEFFERSON BOULEVARD LOS ANGELES, CA 90016	NONE PC	ANIMAL SAFETY NET	100,000.
LOS ANGELES TRADE TECHNICAL COLLEGE FOUNDATION 400 WEST WASHINGTON BLVD, SUITE ST 535 LOS ANGELES, CA 90015	NONE PC	TO SUPPORT SCHOLARSHIP PROGRAMS	191,667.
LOS ANGELES URBAN LEAGUE 4401 CRENSHAW BOULEVARD LOS ANGELES, CA 90043	NONE PC	GENERAL OPERATING SUPPORT	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
LOVING HANDS COMMUNITY CARE, INC 9927 GRAPE ST LOS ANGELES, CA 90002	NONE PC	MOTHER'S DAY LUNCHEON	5,000.
LOYOLA MARYMOUNT UNIVERSITY 1 LMU DRIVE LOS ANGELES, CA 90045	NONE PC	CENTER FOR URBAN RESILIENCE	250,000.
MAKERS MARK SECRETARIAT CENTER 4089 IRON WORKS PKWY LEXINGTON, KY 40511	NONE PC	GENERAL OPERATING SUPPORT	25,000.
MANDELA MARKETPLACE INCORPORATED 1364 7TH STREET OAKLAND, CA 94607	NONE PC	GENERAL OPERATING SUPPORT	5,000.
MANHATTAN BEACH EDUCATION FOUNDATION PO BOX 1110 MANHATTAN BEACH, CA 90267	NONE PC	GENERAL OPERATING SUPPORT	2,000.
MANHATTAN THEATRE CLUB, INC 311 WEST 43RD STREET, 8TH FLOOR NEW YORK, NY 10036	NONE PC	CORE EDUCATION PROGRAM AND NEW PLAYS AND MUSICALS	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MAR VISTA FAMILY CENTER 5075 S SLAUSON AVENUE CULVER CITY, CA 90230	NONE PC	GENERAL OPERATING SUPPORT	63,000.
MARINE ANIMAL RESCUE SPECIALISTS INC 214 MAIN STREET UNIT 392 EL SEGUNDO, CA 90245	NONE PC	GENERAL OPERATING SUPPORT	30,000.
MARINE MAMMAL CARE CENTER LOS ANGELES 3601 S GAFFEY ST 8 SAN PEDRO, CA 90731	NONE PC	GENERAL OPERATING SUPPORT	20,000.
MARIPOSA WOMEN AND FAMILY CENTER 812 W TOWN & COUNTRY RD ORANGE, CA 92868	NONE PC	GENERAL OPERATING SUPPORT	25,000.
MARLEY'S MUTTS DOG RESCUE 785 TUCKER RD STE G UNIT 411 TEHACHAPI, CA 93561	NONE PC	GENERAL OPERATING SUPPORT	10,000.
MASON SCHOOLS FOUNDATION 211 NORTH EAST STREET MASON, OH 45040	NONE PC	SATURDAY IN THE CITY PROGRAM	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVENUE CAMBRIDGE, MA 02139	NONE PC	GENERAL SCHOLARSHIP FUND	55,000.
MAURICE & JANE SUGAR LAW CENTER FOR ECONOMIC AND S 4605 CASS AVE, 2ND FLOOR DETROIT, MI 48201	NONE PC	GENERAL OPERATING SUPPORT	70,000.
MEDAL OF HONOR FOUNDATION, INC C/O CONGRESSIONAL MEDAL OF HONOR FOUNDATION 1501 LEE HIGHWAY SUITE 300 ARLINGTON, VA 22209	NONE PC	EDUCATION AND OUTREACH PROGRAMS	25,000.
METROPOLITAN OPERA ASSOCIATION INC 30 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE PC	SATURDAY MATINEE BROADCASTS	275,000.
MEXICAN AMERICAN LEGAL DEFENSE AND EDUCATIONAL FUN C/O MALDEF NATIONAL HEADQUARTERS LOS ANGELES, CA 90014	NONE PC	GENERAL OPERATING SUPPORT	100,000.
MISTY MEADOWS MITEY RIDERS, INC 455 PROVIDENCE ROAD, SOUTH WAXHAW, NC 28173	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MOTHERS' CLUB FAMILY LEARNING CENTER 980 N FAIR OAKS AVE PASADENA, CA 91103	NONE PC	GENERAL OPERATING SUPPORT	50,000.
MPALA RESEARCH TRUST C/O MPALA RESEARCH CENTRE PO BOX 55 NANYUKI KENYA 10400	NONE NC	MPALA LIVE PROJECT OF THE MPALA RESEARCH CENTRE	125,000.
MUSEUM ASSOCIATES C/O LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BOULEVARD LOS ANGELES, CA 90036	NONE PC	MOMENTUM FUND	538,333.
MUSEUM OF AFRICAN AMERICAN HISTORY C/O CHARLES H WRIGHT MUSEUM OF AFRICAN AMERICAN HI 315 E WARREN DETROIT, MI 48201	NONE PC	EXPANSION OF THE CAMP AFRICA PROJECT	110,000.
MUSEUM OF CONTEMPORARY ART 250 SOUTH GRAND AVENUE LOS ANGELES, CA 90012	NONE PC	DISCRETIONARY FUND FOR THE DIRECTOR	360,000.
MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019-5497	NONE PC	WALLIS ANNENBERG ENDOWMENT FUND FOR INNOVATION	1,075,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
MUSIC CHANGING LIVES PO BOX 6160 MORENO VALLEY, CA 92554	NONE PC	GENERAL OPERATING SUPPORT	20,000.
MUTTVILLE PO BOX 410207 SAN FRANCISCO, CA 94141	NONE PC	GENERAL OPERATING SUPPORT	10,000.
NAACP LEGAL DEFENSE AND EDUCATIONAL FUND, INC 40 RECTOR STREET, 5TH FLOOR NEW YORK, NY 10006	NONE PC	GENERAL OPERATING SUPPORT	105,000.
NARAL PRO-CHOICE AMERICA FOUNDATION 1156 15TH STREET, NW SUITE 700 WASHINGTON, DC 20005	NONE PC	GENERAL OPERATING SUPPORT	100,000.
NATIONAL ASSOCIATION FOR MEDIA LITERACY EDUCATION PO BOX 343 NEW YORK, NY 10024	NONE PC	REILLYWORKS LLCS CARPE LA PROJECT	25,000.
NATIONAL AUDUBON SOCIETY INC MAIN OFFICE 225 VARICK STREET 7TH FLOOR NEW YORK, NY 10014	NONE PC	SEABIRD RESTORATION PROGRAM ACTIVITIES IN MAINE	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NATIONAL DIAPER BANK NETWORK 155 EAST STREET, SUITE 101 NEW HAVEN, CT 06511	NONE PC	GENERAL OPERATING SUPPORT	423.
NATIONAL HEALTH FOUNDATION 515 SOUTH FIGUEROA STREET, SUITE 1300 LOS ANGELES, CA 90071-3322	NONE PC	GENERAL OPERATING SUPPORT	50,000.
NATIONAL MULTIPLE SCLEROSIS SOCIETY NEW YORK CITY-SOUTHERN NEW YORK CHAPTER 733 THIRD AVENUE, THIRD FLOOR NEW YORK, NY 10017-3288	NONE PC	NY SOUTHERN NY CHAPTERS RACE TO STOP MS HALF MARAT	15,000.
NATIONAL MUSEUM OF WOMEN IN THE ARTS INC 1250 NEW YORK AVENUE NW WASHINGTON, DC 20005-3970	NONE PC	UNITED STATES OPERATIONS OF THE WOMENHOUSE EXHIBIT	100,000.
NATIONAL OUTDOOR LEADERSHIP SCHOOL 284 LINCOLN ST LANDER, WY 82520-2848	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	5,000.
NATIONAL PARK FOUNDATION 1110 VERMONT AVE NW SUITE 200 WASHINGTON, DC 20005	NONE PC	EVERY KID IN A PARK INITIATIVE IN SOUTHERN CA	433,334.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NATIONAL PUBLIC RADIO, INC 1111 NORTH CAPITOL STREET, NE WASHINGTON, DC 20002	NONE PC	COLLABORATIVE COVERAGE INITIATIVE	333,000.
NATIONAL URBAN FELLOWS, INC 1120 AVENUE OF THE AMERICAS, 4TH FLOOR NEW YORK, NY 10036	NONE PC	GENERAL OPERATING SUPPORT	200.
NATIONAL WILDLIFE FEDERATION 11100 WILDLIFE CENTER DRIVE RESTON, VA 20190-5362	NONE PC	P22 AND URBAN WILDLIFE WEEK EVENTS	50,000.
NATIVE SEEDS SOUTHWESTRN ENDANGERED ARIDLAND RESOU 3061 N CAMPBELL AVE TUCSON, AZ 85719	NONE PC	GENERAL OPERATING SUPPORT	100,000.
NATURAL RESOURCES DEFENSE COUNCIL INC HEADQUARTERS 40 WEST 20TH STREET NEW YORK, NY 10011	NONE PC	SAFE WATER INITIATIVE	120,000.
NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE SUITE 100 ARLINGTON, VA 22203	NONE PC	URBAN CONSERV AND DISCRETIONARY FUND PROGRAM DIR	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NAVY SEAL FOUNDATION, INC 1619 D STREET, BLDG 5326 VIRGINIA BEACH, VA 23459	NONE PC	GENERAL OPERATING SUPPORT	50,000.
NEW DIRECTIONS FOR PEOPLE WITH DISABILITIES, INC 5276 HOLLISTER AVENUE, SUITE 207 SANTA BARBARA, CA 93111	NONE PC	DEVEREUX SANTA BARBARA TOURS	105,000.
NEW HOPE VILLAGE, INC 100 WEST FREDRICKS BARSTOW, CA 92311	NONE PC	GENERAL OPERATING SUPPORT	15,000.
NEW TEACHER CENTER 110 COOPER STREET, SUITE 500 SANTA CRUZ, CA 95060	NONE PC	NEW TEACHER CENTER LOS ANGELES	85,000.
NEW VENTURE FUND 1201 CONNECTICUT AVE NW WASHINGTON, DC 20036	NONE PC	CHARLIZE THERON AFRICA OUTREACH PROJECT	250,000.
NEW VILLAGE CHARTER SCHOOL, INC C/O NEW VILLAGE GIRLS ACADEMY 147 NORTH OCCIDENTAL BOULEVARD LOS ANGELES, CA 90026	NONE PC	GENERAL OPERATING SUPPORT	30,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
NEW YORK LANDMARKS CONSERVANCY INC ONE WHITEHALL STREET FLOOR 21 NEW YORK, NY 10004	NONE PC	MUSEUM AT ELDRIDGE STREET EXHIBIT	10,000.
NEW YORK PUBLIC RADIO 160 VARICK STREET 8TH FLOOR NEW YORK, NY 10013	NONE PC	SCHOLARSHIP SUPPORT FOR WOMEN TO WERK IT FESTIVAL	25,000.
NO LONGER EMPTY, INC 122 W 27TH STREET, FLOOR 10 NEW YORK, NY 10001	NONE PC	FOR ALL PROJECT IN BROWNSVILLE BROOKLYN	75,000.
OASIS COMPANIES INTERNATIONAL 200 N MAIN STREET, MEZZANINE B SANTA ANA, CA 92701	NONE PC	STAFF AND FUND DEVELOPMENT	8,000.
OCEAN ALLIANCE INC 32 HORTON STREET GLOUCESTER, MA 01930	NONE PC	GENERAL OPERATING SUPPORT	200,000.
OCEAN PARK COMMUNITY CENTER 1453 16TH STREET SANTA MONICA, CA 90404-2715	NONE PC	ANNENBERG ACCESS CENTER	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
OLD FRIENDS INC 1841 PAYNES DEPOT RD GEORGETOWN, KY 40324	NONE PC	GENERAL OPERATING SUPPORT	75,000.
OLD FRIENDS SENIOR DOGS 12110 LEBANON ROAD MOUNT JULIET, TN 37122	NONE PC	GENERAL OPERATING SUPPORT	50,000.
ONE SIMPLE WISH 1977 NORTH OLDEN AVE 292 TRENTON, NJ 08618	NONE PC	ART AND MUSIC FUND	5,000.
ONE VOICE 1228 15TH STREET, SUITE C SANTA MONICA, CA 90404	NONE PC	SCHOLARS AND EMERGENCY RELIEF AND FAMILY PROGRAMS	100,000.
ONEOC 1901 EAST FOURTH STREET, SUITE 100 SANTA ANA, CA 92705	NONE PC	E-LEARNING PLATFORM	30,000.
OPARC 9029 VERNON AVE MONTCLAIR, CA 91763	NONE PC	GENERAL OPERATING SUPPORT	60,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
OPERATION GRATITUDE, INC 16444 REFUGIO ROAD ENCINO, CA 91436	NONE PC	SOUTHERN CALIFORNIA WILDFIRES RELIEF EFFORTS	10,000.
OPERATION SUPPLY DROP, INC 401 CONGRESS AVE, SUITE 1540 AUSTIN, TX 78701	NONE PC	HURRICANE HARVEY RELIEF	15,000.
ORANGE CHILDREN & PARENTS TOGETHER, INC 1063 N GLASSELL STREET ORANGE, CA 92867	NONE PC	GENERAL OPERATING SUPPORT	50,000.
ORANGE COUNTY BAR FOUNDATION 313 N BIRCH STREET, 2ND FLOOR SANTA ANA, CA 92701	NONE PC	STOP SHORT OF ADDICTION PROGRAM	15,000.
ORANGUTAN FOUNDATION INTERNATIONAL 824 S WELLESLEY AVE LOS ANGELES, CA 90049	NONE PC	TO SUPPORT THE CONSTRUCTION OF WALLYS WORLD II	100,000.
OREGON JEWISH MUSEUM AND CENTER FOR HOLOCAUST EDUC 724 NW DAVIS STREET PORTLAND, OR 97209	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ORGANIZATION FOR BAT CONSERVATION 39221 WOODWARD AVE BLOOMFIELD HILLS, MI 48303	NONE PC	GENERAL OPERATING SUPPORT	25,000.
OUR HOUSE GRIEF SUPPORT CENTER 1663 SAWTELLE BLVD, SUITE 300 LOS ANGELES, CA 90025	NONE PC	SCHOOL-BASED GRIEF SUPPORT PROGRAM	60,000.
OUR MIMS RETIREMENT HAVEN INC 2810 MILLERSBURG RUDDLES MILL RD PARIS, KY 40361-9367	NONE PC	GENERAL OPERATING SUPPORT	35,000.
OUTFEST 3470 WILSHIRE BOULEVARD SUITE 935 LOS ANGELES, CA 90010	NONE PC	GENERAL OPERATING SUPPORT	35,000.
OWL RESEARCH INSTITUTE INC PO BOX 39 CHARLO, MT 59824	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	100,000.
P F BRESEE FOUNDATION 184 S BIMINI PLACE LOS ANGELES, CA 90004	NONE PC	GENERAL OPERATING SUPPORT	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PACIFIC AVIATION MUSEUM PEARL HARBOR HISTORIC FORD ISLAND 319 LEXINGTON BOULEVARD HONOLULU, HI 96818	NONE PC	GENERAL OPERATING SUPPORT	50,000.
PACIFIC HISTORIC PARKS 94-1187 KA UKA BLVD WAIPAHU, HI 96797	NONE PC	USS ARIZONA MEMORIAL	10,000.
PACIFIC ORCA SOCIETY 34 COTTONWOOD ROAD BOX 510 ALERT BAY BRITISH COLUMBIA CANADA V0N 1A0	NONE NC	CHARITABLE MISSION AND PROGRAMS	25,000.
PAN AMERICAN DEVELOPMENT FOUNDATION, INC 1889 F STREET, NW WASHINGTON, DC 20006	NONE PC	TO SUPPORT DISASTER RELIEF	50.
PANTHERA CORPORATION 8 WEST 40TH STREET 18TH FLOOR NEW YORK, NY 10018	NONE PC	PROJECT LEONARDO	25,000.
PARA LOS NIÑOS 5000 HOLLYWOOD BLVD LOS ANGELES, CA 90027	NONE PC	GENERAL OPERATING SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PARENT INSTITUTE FOR QUALITY EDUCATION, INC CORPORATE OFFICE 22 WEST 35TH STREET, SUITE 201 NATIONAL CITY, CA 91950	NONE PC	K-12 PARENT ENGAGEMENT IN THE EDUCATION PROGRAM	75,000.
PARK CENTURY SCHOOL 3939 LANDMARK STREET CULVER CITY, CA 90232	NONE PC	GENERAL OPERATING SUPPORT	100,000.
PARTNERSHIP FOR LOS ANGELES SCHOOLS 1055 WILSHIRE BLVD, STE 1850 LOS ANGELES, CA 90017	NONE PC	TEACHER LEADERSHIP PROJECT	150,000.
PASADENA HUMANE SOCIETY C/O PASADENA HUMANE SOCIETY AND SPCA 361 S RAYMOND AVE PASADENA, CA 91105	NONE PC	GENERAL OPERATING SUPPORT	10,000.
PEACE 4 KIDS PO BOX 5347 COMPTON, CA 90224	NONE PC	GENERAL OPERATING SUPPORT	50,000.
PEACE BY TOURISM, INC C/O COBLENC & ASSOCIATES 200 PARK AVENUE SOUTH, SUITE 511 NEW YORK, NY 10003	NONE PC	SCHOLARSHIP SUPPORT AT INSTITUTE PAUL BOCUSE	60,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PEDIATRIC THERAPY NETWORK 1815 WEST 213TH ST, SUITE 100 TORRANCE, CA 90501	NONE PC	DEVELOPMENT OF INNOVATIVE THERAPY SERVICES	175,000.
PEF ISRAEL ENDOWMENT FUNDS, INC 630 THIRD AVE, FLOOR 15 NEW YORK, NY 10017	NONE PC	STUDENT SCHOLARSHIPS AT HADASSAH ACADEMIC COLLEGE	19,800.
PEOPLE ASSISTING THE HOMELESS 340 NORTH MADISON AVENUE LOS ANGELES, CA 90004	NONE PC	FAMILY CONNECTION PROGRAM	50,000.
PEOPLE FOR THE AMERICAN WAY FOUNDATION 1101 15TH ST NW, SUITE 600 WASHINGTON, DC 20005	NONE PC	GENERAL OPERATING SUPPORT	50,000.
PERFORMING ARTS CENTER OF LOS ANGELES COUNTY C/O THE MUSIC CENTER OF LOS ANGELES COUNTY 135 NORTH GRAND AVENUE LOS ANGELES, CA 90012	NONE PC	GENERAL OPERATING SUPPORT	1,035,000.
PESTICIDE ACTION NETWORK NORTH AMERICA REGIONAL CE 1611 TELEGRAPH AVE SUITE 1200 OAKLAND, CA 94612	NONE PC	GENERAL OPERATING SUPPORT	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PHILADELPHIA FOUNDATION 1835 MARKET STREET, SUITE 2410 PHILADELPHIA, PA 19103	NONE PC	PA HIGH SCHOOL INSTRUCTIONAL COACHING INSTITUTE	899,040.
PHILADELPHIA ORCHESTRA ASSOCIATION 260 SOUTH BROAD STREET 16TH FLOOR PHILADELPHIA, PA 19102-4297	NONE PC	ARTISTIC ENDEAVORS TOURING EDUCATION AND TECHNOLOG	2,574,226.
PHILANTHROPY ROUNDTABLE 1730 M STREET, NW, SUITE 601 WASHINGTON, DC 20036	NONE PC	GENERAL OPERATING SUPPORT	10,000.
PIEDMONT EDUCATIONAL FOUNDATION 401 HIGHLAND AVENUE PIEDMONT, CA 94611	NONE PC	GENERAL OPERATING SUPPORT	5,000.
PIETER 420 WEST AVENUE 33 UNIT 10 LOS ANGELES, CA 90031	NONE PC	GENERAL OPERATING SUPPORT	25,000.
PLANNED PARENTHOOD FEDERATION OF 434 WEST 33RD ST NY, NY 10001	NONE PC	GENERAL OPERATING SUPPORT	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PLANNED PARENTHOOD LOS ANGELES ADMINISTRATIVE HEADQUARTERS 400 W 30TH STREET LOS ANGELES, CA 90007	NONE PC	GENERAL OPERATING SUPPORT	5,000.
PLAZA DE CULTURA Y ARTE FOUNDATION 501 NORTH MAIN STREET LOS ANGELES, CA 90012	NONE PC	CATALOGUE AND INSTALLATION TO PLAZA DE CULTURA Y A	35,000.
PLAZA DE LA RAZA INC 3540 NORTH MISSION ROAD LOS ANGELES, CA 90031	NONE PC	HARDWARE SOFTWARE AND IT STAFF	10,000.
POLAR BEARS INTERNATIONAL PO BOX 3008 BOZEMAN, MT 59772	NONE PC	TO SUPPORT MULTIMEDIA INITIATIVES	200,000.
POLYNESIAN VOYAGING SOCIETY 10 SAND ISLAND PARKWAY HONOLULU, HI 96819	NONE PC	GENERAL OPERATING SUPPORT	10,000.
POMONA COMMUNITY HEALTH CENTER C/O PARKTREE COMMUNITY HEALTH CENTER 1450 E HOLT AVENUE POMONA, CA 91767	NONE PC	GENERAL OPERATING SUPPORT	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PORTLIGHT STRATEGIES, INC PO BOX 14109 CHARLESTON, SC 29422	NONE PC	HURRICANE HARVEY RELIEF	20,000.
PREVENTION INSTITUTE 221 OAK STREET OAKLAND, CA 94607	NONE PC	HEALTHY EQUITABLE ACTIVE LAND USE NETWORK	50,000.
PRINCE OF WALES FOUNDATION 888 17TH STREET, NW, SUITE 201 WASHINGTON, DC 20006	NONE PC	WASHINGTON DC OFFICE SUPPORT AND ROYAL DRAWING SCH	50,000.
PRINCESS GRACE FOUNDATION 150 EAST 58TH STREET 25TH FLOOR NEW YORK, NY 10155	NONE PC	GENERAL OPERATING SUPPORT	100,000.
PRINCIPLES, INC C/O IMPACT DRUG AND ALCOHOL TREATMENT CENTER PO BOX 93607 PASADENA, CA 91109	NONE PC	GENERAL OPERATING SUPPORT	10,000.
PRO PUBLICA, INC 155 AVENUE OF THE AMERICAS, 13TH FLOOR NEW YORK, NY 10013	NONE PC	GENERAL OPERATING SUPPORT	100,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PROJECT HOME 1515 FAIRMOUNT AVENUE PHILADELPHIA, PA 19130	NONE PC	GENERAL OPERATING SUPPORT	80,000.
PROJECT RIDE INCORPORATED 8840 SOUTHSIDE AVE ELK GROVE, CA 95624	NONE PC	GENERAL OPERATING SUPPORT	5,000.
PROJECT ROW HOUSES 2521 HOLMAN STREET HOUSTON, TX 77004	NONE PC	GENERAL OPERATING SUPPORT	85,000.
PROJECT TOMORROW 15707 ROCKFIELD BOULEVARD, SUITE 250 IRVINE, CA 92618	NONE PC	TOMORROWS TEACHERS INITIATIVE	50,000.
PROVISIONS LEARNING PROJECT 1611 CONNECTICUT AVE NW SECOND FLOOR WASHINGTON, DC 20009	NONE PC	GENERAL OPERATING SUPPORT	15,000.
PS ARTS 6701 CENTER DRIVE SUITE 550 LOS ANGELES, CA 90045	NONE PC	ARTS EDUCATION PROGRAMS	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
PS1 CONTEMPORARY ART CENTER INC C/O MOMA PS1 MUSEUM OF MODERN ART AFFILIATE LONG ISLAND CITY, NY 11101	NONE PC	TO SUPPORT MOMA PS1'S ANNUAL EXHIBITION FUND	50,000.
PTA ASSOCIATION OF BARD HIGH SCHOOL EARLY COLLEGE, 525 E HOUSTON ST NEW YORK, NY 10002	NONE PC	BARD SEMINAR COURSE TEXTS	31,800.
PTA CALIFORNIA CONGRESS PARENTS TEACHERS & STUDENT 2368 PEARL STREET SANTA MONICA, CA 90405	NONE PC	GENERAL OPERATING SUPPORT	5,000.
PUBLIC COUNSEL 610 SOUTH ARDMORE AVENUE LOS ANGELES, CA 90005	NONE PC	CHILDREN'S RIGHTS PROJECT	100,000.
PUENTE LEARNING CENTER 501 SOUTH BOYLE AVENUE LOS ANGELES, CA 90033	NONE PC	GENERAL OPERATING SUPPORT	25,000.
QUEENS MUSEUM OF ART NEW YORK CITY BUILDING NEW YORK CITY BUILDING FLUSHING MEADOWS CORONA PARK QUEENS, NY 11368-3398	NONE PC	DISCRETIONARY FUND FOR THE PRESIDENT/EXECUTIVE DIR	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
RAISE A CHILD INCORPORATED 695 S VERMONT AVENUE, SUITE S-1201 LOS ANGELES, CA 90005	NONE PC	AUTOMATED COMMUNICATIONS PROGRAM	75,000.
RANCHO LOS ALAMITOS FOUNDATION 6400 E BIXBY HILL ROAD LONG BEACH, CA 90815	NONE PC	CONVERSATIONS IN PLACE 2017 SERIES	10,000.
RANCHO LOS AMIGOS FOUNDATION, INC 7601 E IMPERIAL HIGHWAY, BUILDING SSA, RM 1110 DOWNEY, CA 90242	NONE PC	GENERAL OPERATING SUPPORT	10,000.
RAPE ABUSE AND INCEST NATIONAL NETWORK, INC 1220 L STREET NW, SUITE 505 WASHINGTON, DC 20005	NONE PC	GENERAL OPERATING SUPPORT	50,000.
RAPTOR RESOURCE PROJECT 119 WINNEBAGO STREET DECORAH, IA 52101	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	100,000.
READING PARTNERS 180 GRAND AVE OAKLAND, CA 94612	NONE PC	READING PARTNERS LOS ANGELES	75,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
REEL STORIES TEEN FILMMAKING INC C/O REEL WORKS 540 PRESIDENT STREET SUITE 2F BROOKLYN, NY 11215	NONE PC	GENERAL OPERATING SUPPORT	5,000.
REGENTS OF THE UNIVERSITY OF CALIFORNIA 1111 FRANKLIN STREET 12TH FLOOR OAKLAND, CA 94607-5200	NONE PC	CENTER FOR FORCE MAJEURE STUDIES	75,000.
REGINA BRAVE PO BOX 512 OGLALA, SD 57764	NONE I	CHORA PRIZE	15,000.
RESCUED PETS MOVEMENT INC THE JACK C ALEXANDER BUILDING 2317 WEST 34TH STREET HOUSTON, TX 77018	NONE PC	HURRICANE HARVEY RELIEF	40,000.
REUNION CENTER 121 NW MARION STREET MADISON, FL 32340	NONE PC	GENERAL OPERATING SUPPORT	250,000.
RICHMOND CYCLING CORPS 2123 FAIRMONT AVENUE RICHMOND, VA 23223	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
RIGHTWAY FOUNDATION 3650 W MARTIN LUTHER KING JR BLVD, SUITE 195 LOS ANGELES, CA 90008	NONE PC	GENERAL OPERATING SUPPORT	60,000.
RIVERSIDE HUMANE SOCIETY PET ADOPTION CENTER C/O MARY S ROBERTS PET ADOPTION CENTER 6165 INDUSTRIAL AVE RIVERSIDE, CA 92504	NONE PC	SPAY-IT-FORWARD AND SENIOR WELLNESS PROGRAMS	30,000.
ROCK OF AGES CHURCH 12217 HOLLY RD CROSBY, TX 77532	NONE PC	HURRICANE HARVEY RELIEF	35,000.
RONEN FOUNDATION OF AMERICA 22607 DE KALB DR CALABASAS, CA 91302	NONE PC	UNITED STATES SCHOLARSHIP FUND FOR MUSIC EDUCATION	1,000.
ROSE FOUNDATION FOR COMMUNITIES AND THE ENVIRONMEN 1970 BROADWAY, STE 600 OAKLAND, CA 94612	NONE PC	NORTH BAY JUST AND RESILIENT FUTURES FUND	25,000.
SAINT FRANCIS SERVICE DOGS 8232 ENON DRIVE ROANOKE, VA 24019	NONE PC	GENERAL OPERATING SUPPORT	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SAINT SEBASTIAN PROJECT, INC C/O SAINT SEBASTIAN SPORTS PROJECT LOS ANGELES PO BOX 1711 MANHATTAN BEACH, CA 90267	NONE PC	CAPACITY BUILDING INITIATIVES	10,000.
SAJE 152 WEST 32ND STREET LOS ANGELES, CA 90007	NONE PC	GENERAL OPERATING SUPPORT	50,000.
SAMARITAN COUNSELING CENTER 1126 W FOOTHILL BLVD SUITE 110 UPLAND, CA 91786	NONE PC	CAPACITY BUILDING INITIATIVES	10,000.
SAMARITAN'S PURSE PO BOX 3000 BOONE, NC 28607	NONE PC	HURRICANE RELIEF FUND	25,000.
SAN DIEGO HUMANE SOCIETY & SPCA 5500 GAINES STREET SAN DIEGO, CA 92110	NONE PC	GENERAL OPERATING SUPPORT	10,000.
SAN FRANCISCO BICYCLE COALITION EDUCATION FUND, IN 1720 MARKET STREET SAN FRANCISCO, CA 94102	NONE PC	BLACK BOTTOM STREET VIEW PROJECT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SAN FRANCISCO JAZZ ORGANIZATION 201 FRANKLIN STREET SAN FRANCISCO, CA 94102	NONE PC	GENERAL OPERATING SUPPORT	10,000.
SAN JOAQUIN RIVER PARKWAY & CONSERVATION INC TR 11605 OLD FRIANT ROAD FRESNO, CA 93730	NONE PC	GENERAL OPERATING SUPPORT	5,000.
SANDY HOOK PROMISE FOUNDATION PO BOX 3489 NEWTON, CT 06470	NONE PC	KNOW THE SIGNS PROGRAMS IN LAUSD	30,000.
SANKOFA FREEDOM ACADEMY CHARTER SCHOOL 2501 KENSINGTON AVENUE PHILADELPHIA, PA 19125	NONE PC	GENERAL OPERATING SUPPORT	5,000.
SANTA BARBARA FOUNDATION 1111 CHAPALA STREET, SUITE 200 SANTA BARBARA, CA 93101	NONE PC	BIRNAM WOOD HELPING HANDS FUND	7,500.
SANTA BARBARA SCHOOL OF SQUASH, INC 1530 CHAPALA STREET, SUITE F SANTA BARBARA, CA 93101	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SANTA BARBARA WILDLIFE CARE NETWORK PO BOX 6594 SANTA BARBARA, CA 93160	NONE PC	GENERAL OPERATING SUPPORT	15,000.
SANTA CATALINA ISLAND CONSERVANCY LONG BEACH OFFICE 320 GOLDEN SHORE SUITE 220 LONG BEACH, CA 90802	NONE PC	GENERAL OPERATING SUPPORT	20,000.
SANTA MONICA MOUNTAINS FUND 401 WEST HILLCREST DRIVE THOUSAND OAKS, CA 91360	NONE PC	GENERAL OPERATING SUPPORT	2,500.
SANTA MONICA UNITED FOOTBALL CLUB, INC 6355 W 79TH ST LOS ANGELES, CA 90405	NONE PC	GENERAL OPERATING SUPPORT	5,000.
SANTA ROSA PLATEAU FOUNDATION P O BOX 941 MURRIETA, CA 92564	NONE PC	GENERAL OPERATING SUPPORT	12,500.
SAVE VENICE INC 133 EAST 58TH STREET SUITE 501 NEW YORK, NY 10022	NONE PC	GENERAL OPERATING SUPPORT	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SCHOOL OF AMERICAN BALLET INC 70 LINCOLN CENTER PLAZA 5TH FLOOR NEW YORK, NY 10023-6592	NONE PC	GROW FELLOWSHIP ENDOWMENT FOR DIVERSITY INITIATIVE	225,000.
SCHOOL OF AMERICAN BALLET, INC 70 LINCOLN CENTER PLAZA, 5TH FLOOR NEW YORK, NY 10023-6592	NONE PC	SCHOLARSHIP FUND	5,000.
SCREEN ACTORS GUILD - AMERICAN FEDERATION OF TELEV C/O SCREEN ACTORS GUILD - AMERICAN FEDERATION OF T 5757 WILSHIRE BLVD, SUITE PH1 LOS ANGELES, CA 90036	NONE PC	GENERAL OPERATING SUPPORT	25,000.
SEA SHEPHERD CONSERVATION SOCIETY PO BOX 2616 FRIDAY HARBOR, WA 98250	NONE PC	OPERATION MILAGRO III	200,000.
SELF-HELP GRAPHICS AND ARTS INC 1300 EAST FIRST STREET BOYLE HEIGHTS, CA 90033	NONE PC	GENERAL OPERATING SUPPORT	62,500.
SERVICE DOG PROJECT, INC 37 BOXFORD ROAD IPSWICH, MA 01938	NONE PC	GENERAL OPERATING SUPPORT	150,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SEVENTH REGIMENT ARMORY CONSERVANCY INC 643 PARK AVENUE NEW YORK, NY 10065	NONE PC	GENERAL OPERATING SUPPORT	5,000.
SHARE, INC PO BOX 1342 BEVERLY HILLS, CA 90213-1342	NONE PC	GENERAL OPERATING SUPPORT	25,000.
SHAREFEST COMMUNITY DEVELOPMENT, INC 638 S BEACON ST, SUITE 700 SAN PEDRO, CA 90731	NONE PC	GENERAL OPERATING SUPPORT	35,000.
SHREVEPORT OPERA 212 TEXAS STREET SUITE 101 SHREVEPORT, LA 71101	NONE PC	GENERAL OPERATING SUPPORT	10,000.
SIERRA CLUB FOUNDATION 2101 WEBSTER STREET SUITE 1250 OAKLAND, CA 94612	NONE PC	SIERRA CLUBS RESISTANCE CAMPAIGN IN INYO COUNTY	24,000.
SIMON WIESENTHAL CENTER 1399 SOUTH ROXBURY DRIVE LOS ANGELES, CA 90035-4709	NONE PC	GENERAL OPERATING SUPPORT	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SISTER CITIES OF LOS ANGELES, INC 411 SOUTH MAIN STREET, SUITE M100 LOS ANGELES, CA 90013	NONE PC	GENERAL OPERATING SUPPORT	5,000.
SMITH FARM, LTD 1632 U STREET, NW WASHINGTON, DC 20009	NONE PC	GENERAL OPERATING SUPPORT	30,000.
SMOOTH TRANSITION, INC 13070 PALM DRIVE DESERT HOT SPRINGS, CA 92240	NONE PC	GENERAL OPERATING SUPPORT	10,000.
SOCIAL VENTURE PARTNERS LOS ANGELES, INC 800 WILSHIRE, SUITE 200 LOS ANGELES, CA 90017	NONE PC	AUDIENCE AWARD OF THE FAST PITCH COMPETITION	15,000.
SOCIETY OF EXTRAORDINARY WOMEN, INC PO BOX 21288 RIVERSIDE, CA 92516	NONE PC	GENERAL OPERATING SUPPORT	10,000.
SOULARDARITY 12511 WOODWARD AVENUE HIGHLAND PARK, MI 48203	NONE PC	GENERAL OPERATING SUPPORT	15,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SOUTH CENTRAL LOS ANGELES MINISTRY PROJECT, INC 892 E 48TH ST LOS ANGELES, CA 90011	NONE PC	GENERAL OPERATING SUPPORT	35,000.
SOUTH COAST BOTANIC GARDEN FOUNDATION INC 26300 CRENSHAW BLVD PALOS VERDES PENINSULA, CA 90274	NONE PC	CAPACITY BUILDING INITIATIVES	10,000.
SOUTHEAST AREA ANIMAL CONTROL AUTHORITY 9777 SEAACA STREET DOWNEY, CA 90241	NONE GOV	GENERAL OPERATING SUPPORT	10,000.
SOUTHERN CALIFORNIA GOLDEN RETRIEVER RESCUE PO BOX 25698 LOS ANGELES, CA 90025	NONE PC	GENERAL OPERATING SUPPORT	5,000.
SOUTHERN CALIFORNIA GRANTMAKERS 1000 NORTH ALAMEDA ST, SUITE 230 LOS ANGELES, CA 90012	NONE PC	LA COUNTY CENTER FOR STRATEGIC PUBLIC PARTNERSHIPS	55,000.
SOUTHERN CALIFORNIA PUBLIC RADIO 474 S RAYMOND AVE PASADENA, CA 91105	NONE PC	GENERAL OPERATING SUPPORT	30,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SOUTHERN CHRISTIAN LEADERSHIP CONFERENCE OF SOUTHE 6709 LA TIJERA BLVD, SUITE 558 LOS ANGELES, CA 90043	NONE PC	YOUTH EXCEL SUMMER ACADEMY	15,000.
SOUTHERN POVERTY LAW CENTER, INC 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE PC	HATE/EXTREMISM AND IMMIGRANT JUSTICE PROGRAMS	100,000.
SPACE GALLERY 538 CONGRESS STREET PORTLAND, ME 04101	NONE PC	COMMON FIELD 2017 CONVENING	100,000.
SPECIAL SERVICE FOR GROUPS, INC 905 E 8TH STREET LOS ANGELES, CA 90021	NONE PC	GENERAL OPERATING SUPPORT	5,000.
ST ANDREW'S SCHOOL OF DELAWARE, INC 350 NOXONTOWN ROAD MIDDLETOWN, DE 19709	NONE PC	GENERAL OPERATING SUPPORT	10,000.
ST BARNABAS SENIOR CENTER OF LOS ANGELES C/O ST BARNABAS SENIOR SERVICES 675 SOUTH CARONDELET STREET LOS ANGELES, CA 90057-3309	NONE PC	TECH AND AGING CONFERENCE AGING INTO THE FUTURE	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
ST BERNARD PROJECT, INC C/O SBP, INC 2645 TOULOUSE STREET NEW ORLEANS, LA 70119	NONE PC	HURRICANE HARVEY RESPONSE AND RECOVERY	80,000.
ST FRANCIS CENTER 1835 SOUTH HOPE STREET LOS ANGELES, CA 90015	NONE PC	GENERAL OPERATING SUPPORT	185,000.
ST FRANCIS HIGH SCHOOL OF LA CANADA FLINTRIDGE 200 FOOTHILL BOULEVARD LA CANADA, CA 91011	NONE PC	GENERAL OPERATING SUPPORT	10,000.
ST GENEVIEVE PARISH SCHOOLS 13967 ROSCOE BOULEVARD PANORAMA CITY, CA 91402	NONE PC	GENERAL OPERATING SUPPORT	10,000.
ST JOHN'S WELL CHILD AND FAMILY CENTER, INC 5701 SOUTH HOOVER STREET LOS ANGELES, CA 90037	NONE PC	NUESTRA PROMESA PROGRAM	100,000.
ST VINCENT SENIOR CITIZEN NUTRITION PROGRAM, INC C/O ST VINCENT MEALS ON WHEELS 2303 MIRAMAR STREET LOS ANGELES, CA 90057	NONE PC	GENERAL OPERATING SUPPORT	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
STANFORD UNIVERSITY DEVELOPMENT SERVICES PO BOX 20466 STANFORD, CA 94309-0466	NONE PC	STANFORD FUND AND THE CENTER ON LONGEVITY	50,000.
STATE HUMANE ASSOCIATION OF CALIFORNIA POST OFFICE BOX 2098 EL CERRITO, CA 94530	NONE PC	SHAC ANIMAL WELFARE CEO FORUM	25,000.
STRAY CAT ALLIANCE PO BOX 661277 LOS ANGELES, CA 90066	NONE PC	I SPAYED LA PROGRAM	50,000.
STRIDES FOR PEACE, INC 207 EAST OHIO STREET PO BOX 437 CHICAGO, IL 60611	NONE PC	GENERAL OPERATING SUPPORT	5,000.
STRONG FOOD LA KITCHEN PO BOX 31345 LOS ANGELES, CA 90031	NONE PC	GENERAL OPERATING SUPPORT	35,000.
STUDENTS RUN AMERICA C/O STUDENTS RUN LA 5252 CREBS AVENUE TARZANA, CA 91356	NONE PC	GENERAL OPERATING SUPPORT	75,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
SUNDANCE INSTITUTE 5900 WILSHIRE BLVD SUITE 800 BEVERLY HILLS, CA 90036	NONE PC	GENERAL OPERATING SUPPORT	375,000.
SUSIE SPECTOR FOUNDATION 3940 LAUREL CANYON BLVD UNIT 1409 STUDIO CITY, CA 91604	NONE PC	GENERAL OPERATING SUPPORT	10,000.
TAILWAGGERS FOUNDATION PO BOX 93607 LOS ANGELES, CA 90093	NONE PC	GENERAL OPERATING SUPPORT	5,000.
TAKING THE REINS 3919 1/2 RIGALI AVENUE LOS ANGELES, CA 90039	NONE PC	GENERAL OPERATING SUPPORT	40,000.
TALLADEGA COLLEGE 627 WEST BATTLE STREET TALLADEGA, AL 35160	NONE PC	GREAT TORNADO MARCHING BAND	25,000.
TANENBAUM CENTER FOR INTERRELIGIOUS UNDERSTANDING 254 WEST 31ST STREET, 7TH FLOOR NEW YORK, NY 10001	NONE PC	THE MULTIFAITH ALLIANCE FOR SYRIAN REFUGEES	5,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
TASIS FOUNDATION, INC 107 S WEST ST SUITE 957 ALEXANDRIA, VA 22314	NONE PC	GENERAL OPERATING SUPPORT	25,000.
TEAM PRIME TIME, INC PO BOX 241496 LOS ANGELES, CA 90024	NONE PC	GENERAL OPERATING SUPPORT	40,000.
TEAM RUBICON 6171 CENTURY BLVD, SUITE 310 LOS ANGELES, CA 90045	NONE PC	HURRICANE HARVEY RELIEF	50,000.
TEN CHARITIES, INC C/O HER FUTURE COALITION PO BOX 3403 ST AUGUSTINE, FL 32085	NONE PC	GENERAL OPERATING SUPPORT	20,000.
TEXAS ENVIRONMENTAL JUSTICE ADVOCACY SERVICES 6733 HARRISBURG HOUSTON, TX 77011	NONE PC	HURRICANE HARVEY RELIEF	30,000.
THACHER SCHOOL, INC 5025 THACHER ROAD OJAI, CA 93023	NONE PC	CREATIVITY AND TECHNOLOGY CENTER BUILDING AND GOS	350,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
THE AMANDA FOUNDATION 351 N FOOTHILL ROAD BEVERLY HILLS, CA 90210	NONE PC	GENERAL OPERATING SUPPORT	10,000.
THE BOYS & GIRLS CLUB OF BURBANK AND GREATER EAST 2244 N BUENA VISTA ST BURBANK, CA 91504	NONE PC	GENERAL OPERATING SUPPORT	60,000.
THE CALIFORNIA CONFERENCE FOR EQUALITY AND JUSTICE 3711 LONG BEACH BLVD, SUITE 1017 LONG BEACH, CA 90807	NONE PC	GENERAL OPERATING SUPPORT	75,000.
THE CALIFORNIA WILDLIFE CENTER PO BOX 2022 MALIBU, CA 90265	NONE PC	GENERAL OPERATING SUPPORT	20,000.
THE CAUCUS FOR PRODUCERS WRITERS & DIRECTORS FOUND 928 N SAN FERNANDO BOULEVARD SUITE J-639 BURBANK, CA 91504-4318	NONE PC	STUDENT GRANT PROGRAM	20,000.
THE CENTER FOR CONTEMPORARY ART OF SANTA FE INC 1050 OLD PECOS TRAIL SANTA FE, NM 87505	NONE PC	PRINTING OF EL TALLER DEL ARTISTA	26,250.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
THE CHRYSALIS CENTER 522 S MAIN ST LOS ANGELES, CA 90013	NONE PC	IMPLEMENTATION OF STRATEGIC PLAN	100,000.
THE COLBURN SCHOOL 200 SOUTH GRAND AVENUE LOS ANGELES, CA 90012	NONE PC	GENERAL OPERATING SUPPORT	50,000.
THE COLLEAGUES 3312 PICO BLVD SANTA MONICA, CA 90405	NONE PC	GENERAL OPERATING SUPPORT	6,500.
THE DENISE ROBERTS FOUNDATION C/O THE DENISE ROBERTS BREAST CANCER FOUNDATION PO BOX 83163 LOS ANGELES, CA 90083	NONE PC	GENERAL OPERATING SUPPORT	15,000.
THE ELEPHANT SANCTUARY IN TENNESSEE PO BOX 393 HOHENWALD, TN 38462	NONE PC	GENERAL OPERATING SUPPORT	5,300.
THE FOUNDATION FOR A CIVIL SOCIETY LTD 25 EAST END AVE 1B NEW YORK, NY 10028	NONE PC	WALLIS ANNENBERG FELLOWS AND SCHOLARSHIPS	60,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
THE GREATER NEW ORLEANS FOUNDATION 919 ST CHARLES AVE NEW ORLEANS, LA 70130	NONE PC	DISASTER RELIEF FUND	50,000.
THE HARMONY PROJECT 817 VINE STREET, SUITE 212 LOS ANGELES, CA 90038	NONE PC	GENERAL OPERATING SUPPORT	50,000.
THE LOS ANGELES CHAMBER ORCHESTRA SOCIETY INC 350 S FIGUEROA ST SUITE 183 LOS ANGELES, CA 90071	NONE PC	GENERAL OPERATING SUPPORT	15,000.
THE METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028-0198	NONE PC	ACQUISITIONS FUND AND GOS	77,500.
THE MIAMI FOUNDATION INC 40 NW 3RD STREET SUITE 305 MIAMI, FL 33128	NONE PC	BLACK BOTTOM STREET VIEW PROJECT	15,000.
THE MIAMI FOUNDATION, INC 40 NW 3RD STREET, SUITE 305 MIAMI, FL 33128	NONE PC	EXILE BOOKS	30,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
THE PAINTED TURTLE 1300 4TH STREET, SUITE 300 SANTA MONICA, CA 90401	NONE PC	GENERAL OPERATING SUPPORT	75,000.
THE RAPE FOUNDATION 1223 WILSHIRE BOULEVARD, NO 410 SANTA MONICA, CA 90403	NONE PC	GENERAL OPERATING SUPPORT	25,000.
THE SATO PROJECT INC 130 WATER ST BROOKLYN, NY 11201	NONE PC	GENERAL OPERATING SUPPORT	25,000.
THE SEVENTH GENERATION FUND FOR INDIGENOUS PEOPLES PO BOX 4569 ARCATA, CA 95518	NONE PC	SACRED PLACES INSTITUTE FOR INDIGENOUS PLACES	50,000.
THE TREVOR PROJECT, INC PO BOX 69232 WEST HOLLYWOOD, CA 90069	NONE PC	GENERAL OPERATING SUPPORT	100,000.
THE UCLA FOUNDATION UCLA WILSHIRE CENTER 10920 WILSHIRE BOULEVARD SUITE 1508 LOS ANGELES, CA 90024	NONE PC	UCLA PEOPLE-ANIMAL CONNECTION TEAM	1,276,900.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
THE VOICE PROJECT, INC 151 FIRST AVENUE, UNIT 13 NEW YORK, NY 10003	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	20,000.
THE WALLIS ANNENBERG LEGACY FOUNDATION 2000 AVENUE OF THE STARS, SUITE 1000S LOS ANGELES, CA 90067	NONE POF	CHARITABLE MISSION AND PROGRAMS	26,840,000.
THE WHITE COAT WASTE PROJECT INC 910 M ST NW SUITE 830 WASHINGTON, DC 20001	NONE PC	GENERAL OPERATING SUPPORT	30,000.
THE WOMAN'S BUILDING 2407 LAKE VIEW AVENUE LOS ANGELES, CA 90036	NONE PC	GENERAL OPERATING SUPPORT	12,000.
THEODORE PAYNE FOUNDATION FOR WILD FLOWERS & NATIV 10459 TUXFORD STREET SUN VALLEY, CA 91352	NONE PC	SOUTHERN CALIFORNIA WILDFIRES RELIEF EFFORTS	15,000.
THISTLE FARMS, INC 5122 CHARLOTTE AVENUE NASHVILLE, TN 37209	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
THUNDER VALLEY COMMUNITY DEVELOPMENT CORPORATION PO BOX 290 PORCUPINE, SD 57772	NONE PC	GENERAL OPERATING SUPPORT	50,000.
THURGOOD MARSHALL COLLEGE FUND, INC 901 F STREET NW, SUITE 300 WASHINGTON, DC 20004	NONE PC	LA THURGOOD MARSHALL COLLEGE FUND SCHOLARS	100,000.
TIDES CENTER PO BOX 29907 SAN FRANCISCO, CA 94129-0907	NONE PC	CHILDRENS ACTION NETWORKS FOSTERMORE PROJECT	25,000.
TIME FOR CHANGE FOUNDATION PO BOX 25040 SAN BERNARDINO, CA 92406	NONE PC	GENERAL OPERATING SUPPORT	5,000.
TOPANGA ANIMAL RESCUE PO BOX 1012 TOPANGA, CA 90290	NONE PC	GENERAL OPERATING SUPPORT	16,000.
TORRANCE SOUTH BAY COMMUNITY CHURCH 2549 W 190TH STREET TORRANCE, CA 90504	NONE PC	GENERAL OPERATING SUPPORT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
TRANSFORMER INC 1404 P STREET NW WASHINGTON, DC 20005	NONE PC	GENERAL OPERATING SUPPORT	50,000.
TRANSITION HABITAT CONSERVANCY PO BOX 720026 PINON HILLS, CA 92372-0026	NONE PC	GENERAL OPERATING SUPPORT	50,000.
TRUSTED WORLD FOUNDATION 906 W MCDERMOTT DR SUITE 116-277 ALLEN, TX 75013	NONE PC	HURRICANE HARVEY RELIEF	30,000.
TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW 116TH AND BROADWAY NEW YORK, NY 10027	NONE PC	COLUMBIA COLLEGE	100,000.
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 100 COLLEGE HALL PHILADELPHIA, PA 19104-6380	NONE PC	MUSEUM OF ARCHAEOLOGY AND ANTHROPOLOGY	275,000.
TRUTHOUT PO BOX 276414 SACRAMENTO, CA 95827	NONE PC	GENERAL OPERATING SUPPORT	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
TURNING THE PAGE 1625 K STREET NW, SUITE 102 WASHINGTON, DC 20006	NONE PC	GENERAL OPERATING SUPPORT	5,000.
UNITED ANIMAL NATIONS C/O REDROVER PO BOX 188890 SACRAMENTO, CA 95818	NONE PC	GENERAL OPERATING SUPPORT	10,000.
UNITED FRIENDS OF THE CHILDREN 1055 WILSHIRE BOULEVARD, SUITE 1955 LOS ANGELES, CA 90017	NONE PC	GENERAL OPERATING SUPPORT	10,000.
UNITED NATIONS EDUCATIONAL SCIENTIFIC AND CULTURAL 7 PLACE DE FONTENOY PARIS FRANCE 75352	NONE GOV	WORLD HERITAGE MARINE PROGRAM	100,000.
UNITED STATES FOUNDATION FOR THE COMMEMORATION OF DONATION DEPT 701 PENNSYLVANIA AVENUE, NW UNIT 123 WASHINGTON, DC 20004	NONE PC	NATIONAL WORLD WAR I MEMORIAL	25,000.
UNITED STATES FRIENDS OF THE DAVID SHELDRIK WILDL 25283 CABOT ROAD SUITE 101 LAGUNA HILLS, CA 92653	NONE PC	GENERAL OPERATING SUPPORT	105,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
UNITED WAY OF VENTURA COUNTY, INC 702 COUNTY SQUARE DRIVE, SUITE 100 VENTURA, CA 93003	NONE PC	THOMAS FIRE FUND AND GENERAL OPERATING SUPPORT	400,000.
UNITED WAY, INC C/O UNITED WAY OF GREATER LOS ANGELES 1150 S OLIVE STREET, SUITE T500 LOS ANGELES, CA 90015	NONE PC	HOME FOR GOOD EDUCATION AND ENGAGEMENT PROGRAM	150,000.
UNITE-LA INC 350 S BIXEL ST SUITE 200 LOS ANGELES, CA 90017	NONE PC	MITU ACCELERATE LA PROJECT	50,000.
UNITE-LA, INC 350 S BIXEL ST, SUITE 200 LOS ANGELES, CA 90017	NONE PC	LA COMPACT	50,000.
UNITING NC, INC 201 W MAIN ST, SUITE 100 PMB003 DURHAM, NC 27701	NONE PC	GENERAL OPERATING SUPPORT	15,000.
UNIVERSITY OF HAWAII FOUNDATION 2444 DOLE STREET BACHMAN HALL 105 HONOLULU, HI 96822-2388	NONE PC	MARINE OPTION PROGRAM	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
UNIVERSITY OF MONTANA FOUNDATION PO BOX 7159 MISSOULA, MT 59807-7159	NONE PC	SCHOOL OF JOURNALISM AT THE UNIVERSITY OF MONTANA	10,000.
UNIVERSITY OF SOUTHERN CALIFORNIA BOVARD ADMINISTRATION BUILDING ROOM 102 LOS ANGELES, CA 90089-4019	NONE PC	LEWIS MACADAMS HISTORICAL PROJECT	1,756,000.
UNIVERSITY OF WISCONSIN FOUNDATION US BANK LOCKBOX BOX 78807 MILWAUKEE, WI 53278-0807	NONE PC	MAYRENT INSTITUTE FOR YIDDISH CULTURE	10,000.
UNUSUAL SUSPECTS THEATRE CO 3719 VERDUGO ROAD LOS ANGELES, CA 90065	NONE PC	GENERAL OPERATING SUPPORT	65,000.
URBAN COMPASS 11100 S CENTRAL AVE LOS ANGELES, CA 90059	NONE PC	GENERAL OPERATING SUPPORT	10,000.
URBAN HARVESTER 530 S LAKE AVENUE, SUITE 785 PASADENA, CA 91101	NONE PC	STAFF DEVELOPMENT AND STRATEGIC PLAN DEVELOPMENT	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
URBAN JUSTICE CENTER 40 RECTOR ST, 9TH FL NEW YORK, NY 10006	NONE PC	INTERNATIONAL REFUGEE ASSISTANCE PROJECT	100,000.
US COMMITTEE FOR REFUGEES AND IMMIGRANTS, INC 2231 CRYSTAL DRIVE, SUITE 350 ARLINGTON, VA 22202	NONE PC	US COMMITTEE FOR REFUGEES AND IMMIGRANTS NC	35,000.
VALLEY FAMILY CENTER 302 S BRAND BLVD SAN FERNANDO, CA 91340	NONE PC	GENERAL OPERATING SUPPORT	50,000.
VANCOUVER HUMANE SOCIETY & SPCA C/O HUMANE SOCIETY FOR SOUTHWEST WASHINGTON 1100 NE 192ND AVE VANCOUVER, WA 98684	NONE PC	GENERAL OPERATING SUPPORT	5,000.
VILLAGE COOPERATIVE, INC 4619 N PARK AVENUE INDIANAPOLIS, IN 46205	NONE PC	SAFARI DOCTORS	10,000.
VISTA DEL MAR CHILD AND FAMILY SERVICES 3200 MOTOR AVENUE LOS ANGELES, CA 90034	NONE PC	GENERAL OPERATING SUPPORT	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
VISUAL COMMUNICATIONS MEDIA 120 JUDGE JOHN AISO ST BASEMENT LEVEL LOS ANGELES, CA 90012	NONE PC	MANZANAR DIVERTED FILM	5,000.
WAGS AND WALKS 8721 SANTA MONICA BLVD SUITE 344 LOS ANGELES, CA 90069	NONE PC	GENERAL OPERATING SUPPORT	400.
WALDEN ENVIRONMENT 8525 GIBBS DRIVE, SUITE 100 SAN DIEGO, CA 92123	NONE PC	SUPPORT FOR FAMILIES THROUGH LASTING RELATIONSHIPS	50,000.
WALLIS ANNENBERG CENTER FOR THE PERFORMING ARTS 9390 NORTH SANTA MONICA BLVD BEVERLY HILLS, CA 90210	NONE PC	REPAY THE PRINCIPAL OF THE TERM A-2 LOANS AND CAPI	4,190,000.
WARNER AVENUE FOUNDATION 615 HOLMBY AVENUE LOS ANGELES, CA 90024	NONE PC	GENERAL OPERATING SUPPORT	25,000.
WASHINGTON INSTITUTE FOR NEAR EAST POLICY 1111 19TH STREET NW SUITE 500 WASHINGTON, DC 20036	NONE PC	GENERAL OPERATING SUPPORT	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
WATER EDUCATION FOUNDATION 1401 21ST STREET, SUITE 200 SACRAMENTO, CA 95811	NONE PC	MY CALIFORNIA NOW CURRICULUM AND PAT BROWN DOC	25,000.
WATER STATION PO BOX 2683 ESCONDIDO, CA 92033	NONE PC	WATER STATION IMPLEMENTATION IN OCOTILLO CA	15,000.
WATTS OF LOVE 900 WARREN AVE SUITE 3 DOWNERS GROVE, IL 60515	NONE PC	HURRICANE HARVEY RELIEF	77,000.
WE CARE OUTREACH MINISTRIES 1513 E 103 ST LOS ANGELES, CA 90002	NONE PC	KEEPING THE DREAM ALIVE AND BASKETBALL PROGRAMS	25,000.
WE THE PEOPLE OF DETROIT 1520 CHATEAUFORT PLACE DETROIT, MI 48207	NONE PC	FLINT WATER RELIEF SUPPORT PROGRAM AND GOS	50,000.
WEIDENFELD HOFFMANN TRUST BELSYRE COURT, 57 WOODSTOCK ROAD OXFORD UNITED KINGDOM OX2 6HJ	NONE NC	WEIDENFELD SCHOLARSHIPS AND LEADERSHIP PROGRAMME	73,278.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
WESTERN JUSTICE CENTER FOUNDATION 55 SOUTH GRAND AVENUE PASADENA, CA 91105	NONE PC	PROJECT BASED CONSULTING, SOFTWARE AND IT STAFF	10,000.
WESTSIDE INFANT-FAMILY NETWORK 8611 WASHINGTON BLVD CULVER CITY, CA 90232	NONE PC	GENERAL OPERATING SUPPORT	75,000.
WHITNEY MUSEUM OF AMERICAN ART 99 GANSEVOORT STREET NEW YORK, NY 10014	NONE PC	GENERAL OPERATING SUPPORT	35,000.
WHOLE CHILD INTERNATIONAL 610 SANTA MONICA BLVD, SUITE 215 SANTA MONICA, CA 90401	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	100,000.
WILDERNESS TORAH 2095 ROSE STREET, SUITE 202 BERKELEY, CA 94709	NONE PC	GENERAL OPERATING SUPPORT	10,000.
WILDLIFE CONSERVATION NETWORK INC 209 MISSISSIPPI STREET SAN FRANCISCO, CA 94107	NONE PC	TO SUPPORT UNITED STATES OPERATIONS	10,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
WILL GEER THEATRICUM BOTANICUM 1419 N TOPANGA CANYON BLVD TOPANGA, CA 90290	NONE PC	GENERAL OPERATING SUPPORT	50,000.
WILLIAM HOLDEN WILDLIFE FOUNDATION PO BOX 16637 BEVERLY HILLS, CA 90209	NONE PC	GENERAL OPERATING SUPPORT	250,000.
WILMINGTON COMMUNITY CLINIC 1009 N AVALON BLVD WILMINGTON, CA 90744	NONE PC	GENERAL OPERATING SUPPORT	100,000.
WINDWARD SCHOOL 11350 PALMS BOULEVARD LOS ANGELES, CA 90066	NONE PC	GENERAL OPERATING SUPPORT	100,000.
WOMEN'S CENTER FOR CREATIVE WORK 2425 GLOVER PLACE LOS ANGELES, CA 90031	NONE PC	EMERGENCY HEALTH FUND FOR ARTISTS	48,000.
WOMEN'S GUILD CEDARS SINAI MEDICAL CENTER 8700 BEVERLY BLVD, SUITE 2416 LOS ANGELES, CA 90048	NONE PC	WOMENS GUILD SIMULATION CENTER	25,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
WOOLLY MAMMOTH THEATRE CO 641 D ST NW WASHINGTON, DC 20004	NONE PC	GENERAL OPERATING SUPPORT	20,000.
WORLD CENTRAL KITCHEN INCORPORATED 2316 40TH PLACE NW, SUITE 302 WASHINGTON, DC 20007	NONE PC	CHEFS FOR PUERTO RICO OPERATION	50,000.
WORLD MONUMENTS FUND INC 350 FIFTH AVENUE SUITE 2412 NEW YORK, NY 10118	NONE PC	GENERAL OPERATING SUPPORT	25,000.
XERCES SOCIETY INC C/O XERCES SOCIETY FOR INVERTEBRATE CONSERVATION 628 NORTHEAST BROADWAY SUITE 200 PORTLAND, OR 97232	NONE PC	GENERAL OPERATING SUPPORT	100,000.
YIDDISHKAYT LOS ANGELES 3780 WILSHIRE BOULEVARD 1000 LOS ANGELES, CA 90010	NONE PC	HELIX PROJECT	50,000.
YOUNG & HEALTHY PO BOX 93397 PASADENA, CA 91109	NONE PC	GENERAL OPERATING SUPPORT	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 25 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
YOUNG MUSICIANS FOUNDATION 244 SOUTH SAN PEDRO STREET 5TH FLOOR SUITE 506 LOS ANGELES, CA 90012	NONE PC	GENERAL OPERATING SUPPORT	37,500.
YOUTH MENTORING CONNECTION 1818 S WESTERN AVENUE, SUITE 505 LOS ANGELES, CA 90006	NONE PC	GENERAL OPERATING SUPPORT	45,000.
YOUTH POLICY INSTITUTE, INC 6464 SUNSET BLVD, SUITE 650 LOS ANGELES, CA 90028	NONE PC	GENERAL OPERATING SUPPORT	65,902.
YWCA OF GLENDALE CALIFORNIA 735 E LEXINGTON DRIVE GLENDALE, CA 91206	NONE PC	GENERAL OPERATING SUPPORT	50,000.
		TOTAL CONTRIBUTIONS PAID	<u>85,610,590.</u>

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 26

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
UNIVERSITY OF SOUTHERN CALIFORNIA BOVARD ADMINISTRATION BUILDING ROOM 102 LOS ANGELES, CA 90089-4019	NONE PC	WALLIS ANNENBERG LEADERSHIP FUND	10,000,000.
UNIVERSITY OF SOUTHERN CALIFORNIA BOVARD ADMINISTRATION BUILDING ROOM 102 LOS ANGELES, CA 90089-4019	NONE PC	DIRECTOR DISCRETIONARY FUND INCLUSION INITIATIVE	100,000.
BISCAYNE BAY WATERKEEPER, INC. 2103 CORAL WAY, 2ND FLOOR MIAMI, FL 33145	NONE PC	GENERAL OPERATING SUPPORT	20,000.
BOULDER CREST RETREAT FOUNDATION 18370 BLUEMONT VILLAGE LANE BLUEMONT, VA 20135	NONE PC	BOULDER CREST RETREAT HERO GARDEN AND HALL	1,000,000.
CENTER FOR EMPLOYMENT OPPORTUNITIES, INC. 50 BROADWAY SUITE 1604 NEW YORK, NY 10004	NONE PC	GENERAL SUPPORT	100,000.
CITY YEAR, INC. 287 COLUMBUS AVENUE BOSTON, MA 02116	NONE PC	WHOLE SCHOOL WHOLE CHILD PROGRAM	100,000.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 26 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
FRIENDS OF ROBINSON GARDENS, INC. 1008 ELDEN DRIVE BEVERLY HILLS, CA 90210	NONE PC	GENERAL OPERATING SUPPORT	15,000.
GORILLA REHABILITATION AND CONSERVATION EDUCATION C/O GRACE CENTER, PO BOX 334 CUMBERLAND CENTER, ME 04021	NONE PC	GENERAL OPERATING SUPPORT	100,000.
GSM UPLIFT 7701 JUTLAND HOUSTON, TX 77033	NONE PC	GENERAL OPERATING SUPPORT	50,000.
ISRAEL GUIDE DOG CENTER FOR THE BLIND 968 EASTON ROAD - SUITE H WARRINGTON, PA 18976	NONE PC	GENERAL OPERATING SUPPORT	25,000.
NATIONAL PARK FOUNDATION 1110 VERMONT AVE NW SUITE 200 WASHINGTON, DC 20005	NONE PC	STATUE OF LIBERTY-ELLIS ISLAND FOUNDATION INC	666,666.
SOCIAL & ENVIRONMENTAL ENTREPRENEURS, INC. 23532 CALABASAS ROAD STE A CALABASAS, CA 91302	NONE PC	GENERAL OPERATING SUPPORT	20,000.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENTATTACHMENT 26 (CONT'D)

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
TIDES FOUNDATION 1014 TORNEY AVE SAN FRANCISCO, CA 94129-1755	NONE NC	GENERAL OPERATING SUPPORT	100,000.
THE UCLA FOUNDATION 10920 WILSHIRE BLVD, STE 1508 LOS ANGELES, CA 90024	NONE PC	GROW AT WATTS LEADERSHIP INSTITUTE FARM TO TABLE	53,250.
THE WALLIS ANNENBERG LEGACY FOUNDATION 2000 AVENUE OF THE STARS SUITE 1000S LOS ANGELES, CA 90067	NONE PC	CHARITABLE MISSION AND PROGRAMS	55,000,000.
WATERAID AMERICA, INC. 233 BROADWAY SUITE 2705 NEW YORK, NY 10279	NONE PC	WASH SERVICES FOR ROHINGYA REFUGEES	50,000.
WHITNEY MUSEUM OF AMERICAN ART 99 GANSEVOORT STREET NEW YORK, NY 10014	NONE PC	DISCRETIONARY FUND	25,000.
TOTAL CONTRIBUTIONS APPROVED			<u>67,424,916.</u>

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUEATTACHMENT 27

<u>DESCRIPTION</u>	<u>BUSINESS CODE</u>	<u>AMOUNT</u>	<u>EXCLUSION CODE</u>	<u>AMOUNT</u>	<u>RELATED OR EXEMPT FUNCTION INCOME</u>
EXPLORE LLC FACEBOOK STREAMING					406,069.
ADMINISTRATIVE SERVICE INCOME					100,000.
DIGITAL LICENSE					11.
PHOTOSPACE TRAVELING EXHIBIT					31,523.
EXPLORE LLC MISCELLANEOUS					69.
PHOTOSPACE PROJECT INCOME					100,001.
MISCELLANEOUS					2,600.
STUDIO MISCELLANEOUS INCOME					3,458.
PHOTOSPACE EVENT INCOME					45,516.
TOTALS					<u>689,247.</u>

FORM 990PF, PART XVI-B - ACCOMPLISHMENT OF EXEMPT PURPOSES

EXPLAIN BELOW HOW EACH ACTIVITY FOR WHICH INCOME IS REPORTED IN COLUMN (E) OF PART XVI-A CONTRIBUTED IMPORTANTLY TO THE ACCOMPLISHMENT OF YOUR EXEMPT PURPOSES (OTHER THAN BY PROVIDING FUNDS FOR SUCH PURPOSES).

LINE NO.

10 ANNENBERG LEARNER ADVANCES EXCELLENT TEACHING IN AMERICAN SCHOOLS BY CREATING AND DISTRIBUTING MULTIMEDIA EDUCATIONAL RESOURCES FOR TEACHERS AND STUDENTS AND BY COMMUNICATING BEST TEACHING PRACTICES TO EDUCATORS, ADMINISTRATORS, AND THE PUBLIC. ANNENBERG LEARNER CONTRACTS WITH AWARD-WINNING MULTIMEDIA PRODUCERS WHO WORK WITH ACADEMIC AND PROFESSIONAL DEVELOPMENT EXPERTS IN EACH DISCIPLINE TO CREATE VIDEO, PRINT, AND WEB RESOURCES. ANNENBERG LEARNER PROVIDES FREE ACCESS TO DIGITAL FORMATS THROUGH ITS WEBSITE: WWW.LEARNER.ORG AND ALSO DISTRIBUTES DVD AND TELECOURSE LICENSES FOR THESE MATERIALS TO ENCOURAGE THE DEVELOPMENT OF MORE EFFECTIVE WAYS TO SHARE IDEAS AND KNOWLEDGE.

11B THE ANNENBERG SPACE FOR PHOTOGRAPHY AND SKYLIGHT STUDIOS ARE DEDICATED TO EXHIBITING COMPELLING PHOTOGRAPHY AND TO PROVIDING MULTI-MEDIA CONTENT THAT COMPLEMENTS AND EXTENDS THE PHOTOGRAPHY SPACE EXHIBITS. EVENTS INCLUDE LECTURES AND MEET & GREETINGS, OFTEN FEATURING WELL-KNOWN AND UP AND COMING PHOTOGRAPHERS. ADMISSION TO BOTH SPACES IS FREE. AS PART OF THE EDUCATIONAL EXPERIENCE, GUESTS TO THE SPACES CAN PURCHASE PHOTOGRAPHY BOOKS AND POSTCARDS AS WELL AS OTHER ITEMS RELATED TO THE EXHIBITS. HANDS ON EDUCATIONAL

FORM 990PF, PART XVI-B - ACCOMPLISHMENT OF EXEMPT PURPOSES

EVENTS AND WORKSHOPS ARE PERIODICALLY OFFERED FOR A NOMINAL FEE.

THE ANNENBERG FOUNDATION'S EXPLORE ANNENBERG LLC TEAMED UP WITH FACEBOOK TO PARTICIPATE IN THE FACEBOOK LIVE BETA PROGRAM. WITH THE PROGRAM, EXPLORE ANNENBERG LLC BROADCASTED LIVE CAM FOOTAGE INTO THE EXPLORE, DOG BLESS YOU, AND RELATED FACEBOOK PAGES TO SHARE CONTENT FROM LIVE CAMERAS POSITIONED ON ANIMALS AND UNIQUE PLACES AROUND THE WORLD.