

Form **990-PF**  
 Department of the Treasury  
 Internal Revenue Service

**Return of Private Foundation**  
**or Section 4947(a)(1) Trust Treated as Private Foundation**

▶ **Do not enter social security numbers on this form as it may be made public.**  
 ▶ **Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.**

OMB No 1545-0052  
**2018**  
**Open to Public Inspection**

**For calendar year 2018, or tax year beginning 01-01-2018, and ending 12-31-2018**

Name of foundation THE SILK FAMILY FOUNDATION		<b>A Employer identification number</b> 20-3997071	
Number and street (or P O box number if mail is not delivered to street address) 1613 CHELSEA ROAD RM/STE 267		<b>B Telephone number (see instructions)</b> (310) 562-9100	
City or town, state or province, country, and ZIP or foreign postal code SAN MARINO, CA 91108		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply: <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 type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <u>7,065,382</u>		<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	
		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)	1,619			
	<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	20,153	20,153		
	<b>4</b> Dividends and interest from securities	121,813	121,813		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	845,746			
	<b>b</b> Gross sales price for all assets on line 6a	2,952,178			
	<b>7</b> Capital gain net income (from Part IV, line 2)		845,746		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11	989,331	987,712			
<b>Operating and Administrative Expenses</b>	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach schedule)	1,459	1,459		
	<b>c</b> Other professional fees (attach schedule)				
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule) (see instructions)	24,617	2,664		
	<b>19</b> Depreciation (attach schedule) and depletion				
	<b>20</b> Occupancy				
	<b>21</b> Travel, conferences, and meetings				
	<b>22</b> Printing and publications				
	<b>23</b> Other expenses (attach schedule)	52,935	52,935		
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	79,011	57,058		0
	<b>25</b> Contributions, gifts, grants paid	847,375			847,375
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	926,386	57,058		847,375	
<b>27</b> Subtract line 26 from line 12					
<b>a Excess of revenue over expenses and disbursements</b>	62,945				
<b>b Net investment income</b> (if negative, enter -0-)		930,654			
<b>c Adjusted net income</b> (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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .			
	<b>2</b> Savings and temporary cash investments . . . . .	436,921	127,588	127,588
	<b>3</b> Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U S and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	4,876,035	5,244,407	6,377,570
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .	556,574	554,292	557,514
	<b>11</b> Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .			
	<b>14</b> Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)	2,022	2,710	2,710	
<b>16 Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	5,871,552	5,928,997	7,065,382	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)			
	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .		0	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	<b>24</b> Unrestricted . . . . .			
	<b>25</b> Temporarily restricted . . . . .			
	<b>26</b> Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	<b>27</b> Capital stock, trust principal, or current funds . . . . .			
	<b>28</b> Paid-in or capital surplus, or land, bldg , and equipment fund			
<b>29</b> Retained earnings, accumulated income, endowment, or other funds	5,871,552	5,928,997		
<b>30 Total net assets or fund balances</b> (see instructions) . . . . .	5,871,552	5,928,997		
<b>31 Total liabilities and net assets/fund balances</b> (see instructions) .	5,871,552	5,928,997		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	5,871,552
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	62,945
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	5,934,497
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	5,500
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	<b>6</b>	5,928,997

**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss)	2	845,746
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	-61,393

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	612,650	7,057,794	0 086805
2016	700,191	5,809,285	0 120530
2015	574,732	5,151,196	0 111573
2014	355,650	5,080,282	0 070006
2013	453,508	3,987,809	0 113724

<b>2</b> Total of line 1, column (d)	2	0 502638
<b>3</b> 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 100528
<b>4</b> Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	7,962,385
<b>5</b> Multiply line 4 by line 3	5	800,443
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	6	9,307
<b>7</b> Add lines 5 and 6	7	809,750
<b>8</b> Enter qualifying distributions from Part XII, line 4	8	847,375

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

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

Table with 11 rows for excise tax calculations. Includes fields for exempt foundations, domestic foundations, tax under section 511, subtitle A tax, and credits/payments. Total amount owed is 159.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, unrelated business income, and substantial contributors. Includes Yes/No columns.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule See instructions.
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement See instructions
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of STEPHEN SILK Telephone no (310) 562-9100
Located at 1613 CHELSEA ROAD SAN MARINO CA ZIP+4 91108
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 -check here and enter the amount of tax-exempt interest received or accrued during the year 15
16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes", enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ).
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions
Organizations relying on a current notice regarding disaster assistance check here.
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))
a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? If "Yes," list the years 20, 20, 20, 20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement-see instructions ).
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period?(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018 ).
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
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.
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?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?
8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?

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
STEPHEN SILK
1272 SHERWOOD ROAD
SAN MARINO, CA 91108
PRES/TRUSTEE
0 10
0
0
0
SUSAN SILK
1272 SHERWOOD ROAD
SAN MARINO, CA 91108
TRUSTEE
0 10
0
0
0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."
(a) Name and address of each employee paid more than \$50,000
(b) Title, and average hours per week devoted to position
(c) Compensation
(d) Contributions to employee benefit plans and deferred compensation
(e) Expense account, other allowances
NONE

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

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services. . . . . ▶		

**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See instructions	
<b>3</b>	
Total. Add lines 1 through 3 . . . . . ▶	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities.	<b>1a</b>	7,743,125
<b>b</b>	Average of monthly cash balances.	<b>1b</b>	340,515
<b>c</b>	Fair market value of all other assets (see instructions).	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c).	<b>1d</b>	8,083,640
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets.	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d.	<b>3</b>	8,083,640
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	<b>4</b>	121,255
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4.	<b>5</b>	7,962,385
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5.	<b>6</b>	398,119

**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.)

<b>1</b>	Minimum investment return from Part X, line 6.	<b>1</b>	398,119
<b>2a</b>	Tax on investment income for 2018 from Part VI, line 5.	<b>2a</b>	9,307
<b>b</b>	Income tax for 2018 (This does not include the tax from Part VI).	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b.	<b>2c</b>	9,307
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1.	<b>3</b>	388,812
<b>4</b>	Recoveries of amounts treated as qualifying distributions.	<b>4</b>	
<b>5</b>	Add lines 3 and 4.	<b>5</b>	388,812
<b>6</b>	Deduction from distributable amount (see instructions).	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	<b>7</b>	388,812

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26.	<b>1a</b>	847,375
<b>b</b>	Program-related investments—total from Part IX-B.	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required).	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule).	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	847,375
<b>5</b>	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.	<b>5</b>	9,307
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4.	<b>6</b>	838,068

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



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
<b>1</b> Distributable amount for 2018 from Part XI, line 7				388,812
<b>2</b> Undistributed income, if any, as of the end of 2018				
<b>a</b> Enter amount for 2017 only. . . . .				
<b>b</b> Total for prior years 20___, 20___, 20___				
<b>3</b> Excess distributions carryover, if any, to 2018				
<b>a</b> From 2013. . . . .	259,444			
<b>b</b> From 2014. . . . .	119,559			
<b>c</b> From 2015. . . . .	323,708			
<b>d</b> From 2016. . . . .	422,225			
<b>e</b> From 2017. . . . .	272,248			
<b>f Total</b> of lines 3a through e. . . . .	1,397,184			
<b>4</b> Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ <u>847,375</u>				
<b>a</b> Applied to 2017, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2018 distributable amount. . . . .				388,812
<b>e</b> Remaining amount distributed out of corpus	458,563			
<b>5</b> Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,855,747			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019 . . . . .				0
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions). . . . .	259,444			
<b>9 Excess distributions carryover to 2019.</b> Subtract lines 7 and 8 from line 6a . . . . .	1,596,303			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2014. . . . .	119,559			
<b>b</b> Excess from 2015. . . . .	323,708			
<b>c</b> Excess from 2016. . . . .	422,225			
<b>d</b> Excess from 2017. . . . .	272,248			
<b>e</b> Excess from 2018. . . . .	458,563			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. . . . . ▶

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

	Tax year				(e) Total
	(a) 2018	(b) 2017	(c) 2016	(d) 2015	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b> 85% of line 2a . . . . .					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets . . . . .					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**

**1 Information Regarding Foundation Managers:**

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

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

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

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

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

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

**c** Any submission deadlines

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

**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

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





**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, <b>(a)</b> 2-story brick warehouse, or common stock, 200 shs MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
1 AMAZON INC	P	2017-12-01	2018-03-27
1 ULTA SALON COSMETICS	P	2017-06-23	2018-01-30
BROADCOM INC	P	2017-08-29	2018-12-13
PAYPAL HOLDINGS INC	P	2005-03-28	2018-02-13
CENTENE CORP	P	2018-03-13	2018-12-27
VISA INC	P	2018-03-13	2018-11-26
CELGENE CORP	P	2011-12-19	2018-09-12
PIMCO EMERGING LOCAL BOND	P	2016-03-21	2018-10-16
COCA COLA CO	P	2018-07-17	2018-12-13
WABCO HOLDINGS INC	P	2018-03-13	2018-10-09

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
12,490		9,382	3,108
22,524		28,515	-5,991
25,484		24,281	1,203
75,415		21,961	53,454
22,332		20,309	2,023
23,758		21,647	2,111
38,970		14,232	24,738
138,819		145,059	-6,240
14,808		13,607	1,201
17,388		21,132	-3,744

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			<b>(l)</b> Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col. (i) over col. (j), if any	
			3,108
			-5,991
			1,203
			53,454
			2,023
			2,111
			24,738
			-6,240
			1,201
			-3,744

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
CENTENE CORP	P	2016-09-21	2018-12-27
1 SPDR DJ WILSHIRE INTL	P	2010-03-09	2018-08-24
DEXCOM INC	P	2018-09-12	2018-12-13
ALLERGAN PLC	P	2017-11-30	2018-03-27
CONSTELLATION BRANDS INC	P	2014-12-29	2018-12-13
SALESFORCE INC	P	2016-12-12	2018-12-13
FORTIVE CORP	P	2018-05-08	2018-12-13
JAZZ PHARMACEUTICALS	P	2018-03-13	2018-12-13
WALT DISNEY CO	P	2006-06-12	2018-11-26
SMITH CORP	P	2017-08-24	2018-11-26

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
20,096		10,206	9,890
29,344		26,455	2,889
15,273		18,258	-2,985
35,360		40,736	-5,376
49,419		26,210	23,209
31,585		15,807	15,778
14,023		14,809	-786
21,060		22,790	-1,730
108,331		28,318	80,013
27,675		32,439	-4,764

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			9,890
			2,889
			-2,985
			-5,376
			23,209
			15,778
			-786
			-1,730
			80,013
			-4,764

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
ESTEE LAUDER COMPANIES INC	P	2018-03-13	2018-05-08
1 NORWEGIAN CRUISE LINE HOLDINGS	P	2018-03-13	2018-10-09
FACEBOOK INC	P	2016-03-23	2018-03-13
STARBUCKS CORP	P	2010-12-01	2018-04-30
MIDDLEBY CORP	P	2018-03-13	2018-07-12
ALEXION PHARMACEUTICALS INC	P	2013-12-02	2018-03-27
HALLIBURTON CO	P	2017-03-08	2018-09-12
TEMPLETON GLOBAL BOND	P	2006-03-09	2018-10-16
MORGAN STANLEY	P	2017-12-26	2018-10-09
ALIGN TECHNOLOGY INC	P	2015-08-03	2018-12-13

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
20,403		21,802	-1,399
18,977		19,873	-896
323,509		151,901	171,608
35,795		9,767	26,028
25,431		33,263	-7,832
16,621		19,735	-3,114
26,831		35,638	-8,807
42,898		37,647	5,251
32,376		36,642	-4,266
16,190		4,689	11,501

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,399
			-896
			171,608
			26,028
			-7,832
			-3,114
			-8,807
			5,251
			-4,266
			11,501



**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
HOME DEPOT INC	P	2016-01-06	2018-12-13
1 VANGUARD SECTOR INDEX FUNDS	P	2013-01-04	2018-03-19
NETFLIX INC	P	2018-08-21	2018-12-13
ALPHABET INC	P	2013-04-19	2018-12-13
ISHARES TR RUSSELL MIDCAP INDEX FUND	P	2014-05-16	2018-03-19
VISA INC	P	2013-11-19	2018-12-13
NEWELL RUBBERMAID INC	P	2017-03-08	2018-01-30
AMAZON INC	P	2015-03-25	2018-12-13
ESTEE LAUDER COMPANIES INC	P	2016-12-12	2018-12-13
WABCO HOLDINGS INC	P	2016-05-31	2018-12-27

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
48,980		31,001	17,979
141,440		73,386	68,054
6,837		8,429	-1,592
53,254		19,483	33,771
77,864		56,526	21,338
40,857		14,869	25,988
39,467		63,558	-24,091
111,061		25,701	85,360
42,454		22,279	20,175
12,977		13,619	-642

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			17,979
			68,054
			-1,592
			33,771
			21,338
			25,988
			-24,091
			85,360
			20,175
			-642

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
PPG INDUSTRIES INC	P	2018-01-30	2018-11-26
1 APPLE COMPUTER INC	P	2014-06-16	2018-12-13
NETFLIX INC	P	2017-06-05	2018-12-13
XPO LOGISTICS INC	P	2017-11-30	2018-12-13
PRA HEALTH SCIENCES INC	P	2018-01-30	2018-12-31
ABERDEEN GLOBAL HIGH INCOME	P	2012-06-14	2018-02-20
O'REILLY AUTOMOTIVE INC	P	2016-08-12	2018-10-09
ALLERGAN PLC	P	2016-09-21	2018-03-27
PIMCO EMERGING LOCAL BOND	P	2018-03-26	2018-10-16
BLUE BUFFALO PET PRODUCTS	P	2017-03-08	2018-03-13

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
19,678		20,818	-1,140
97,633		12,127	85,506
13,674		8,251	5,423
13,155		19,869	-6,714
22,991		20,781	2,210
67,750		75,096	-7,346
51,816		41,855	9,961
20,274		29,674	-9,400
83,822		99,589	-15,767
38,826		23,727	15,099

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,140
			85,506
			5,423
			-6,714
			2,210
			-7,346
			9,961
			-9,400
			-15,767
			15,099

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

List and describe the kind(s) of property sold (e.g., real estate, (a) 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)
PIMCO FOREIGN BOND FUND	P	2013-12-04	2018-08-24
1 APPLE COMPUTER INC	P	2014-06-16	2018-12-13
SPDR DJ WILSHIRE INTL	P	2018-03-19	2018-08-24
BOEING COMPANY	P	2014-02-04	2018-03-13
PPG INDUSTRIES INC	P	2014-08-26	2018-11-26
TRACTOR SUPPLY CO	P	2018-03-13	2018-12-13
BOSTON SCIENTIFIC CORP	P	2016-05-13	2018-12-13
PALO ALTO NETWORKS INC	P	2016-01-08	2018-07-17

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h**

(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)
101,221		99,772	1,449
4,273		1,777	2,496
246,489		250,488	-3,999
151,919		54,350	97,569
37,610		35,042	2,568
29,961		20,413	9,548
24,305		14,339	9,966
32,430		22,503	9,927

**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l**

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,449
			2,496
			-3,999
			97,569
			2,568
			9,548
			9,966
			9,927

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
LAND OF THE FREE FOUNDATION ONE INDUSTRY HILLS PKWY INDUSTRY, CA 91744	NONE	501(C)(3)	GENERAL	25,000
SAN MARINO SCHOOL FOUNDATION 1665 WEST DR SAN MARINO, CA 91108	NONE	501(C)(3)	GENERAL	10,000
SOUTH PASADENA SAN MARINO YMCA 1605 GARFIELD AVE SOUTH PASADENA, CA 91030	NONE	501(C)(3)	GENERAL	127,750
<b>Total . . . . .</b>				<b>847,375</b>

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
HARLEM VILLAGE ACADEMIES 35 W 124TH STREET NEW YORK, NY 10027	NONE	501(C)(3)	GENERAL	60,000
SAN MARINO COMMUNITY CHURCH 1750 VIRGINIA RD SAN MARINO, CA 91108	NONE	501(C)(3)	GENERAL	20,125
MARCH TO THE TOP AFRICA 23838 PACIFIC COAST HWY SUITE 953 MALIBU, CA 90265	NONE	501(C)(3)	GENERAL	15,000
<b>Total . . . . .</b> ▶ <b>3a</b>				847,375

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
ABILITY FIRST 1300 E GREEN STREET PASADENA, CA 91106	NONE	501(C)(3)	GENERAL	2,000
THE HELP GROUP 13130 BURBANK BLVD SHERMAN OAKS, CA 91401	NONE	501(C)(3)	GENERAL	10,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 5150 W GOLDLEAF CIRCLE SUITE 400 LOS ANGELES, CA 90056	NONE	501(C)(3)	GENERAL	12,500
<b>Total . . . . .</b>				<b>847,375</b>

▶ **3a**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
USC ATHLETICSUNIVERSITY OF SC LOS ANGELES, CA 90089	NONE	501(C)3	GENERAL	142,000
BOY SCOUTS OF AMERICA - GREATER LA 2333 SCOUT WAY LOS ANGELES, CA 90026	NONE	501(C)3	GENERAL	10,500
ULI FOUNDATION2001 L STREET NW SUITE 200 WASHINGTON, DC 20036	NONE	501(C)3	GENERAL	1,000
<b>Total . . . . .</b> ▶ <b>3a</b>				847,375

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
THE JEWISH FEDERATION 25 BROADWAY 17TH FLOOR NEW YORK, NY 10004	NONE	501(C)3	GENERAL	25,000
MEN'S GUILD OF CHILDREN'S HOSPITAL 4650 SUNSET BLVD LOS ANGELES, CA 90027	NONE	501(C)3	GENERAL	55,000
NAVY SEAL FOUNDATION 1619 D STREET VIRGINIA BEACH, VA 23459	NONE	501(C)3	GENERAL	20,000
<b>Total . . . . .</b>				<b>847,375</b>

▶ **3a**



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MUSCULAR DYSTROPHY ASSOCIATION 222 S RIVERSIDE PLAZA SUITE 1500 CHICAGO, IL 60606	NONE	501(C)3	GENERAL	1,000
MAKE-A-WISH GREATER LA 11390 OLYMPIC BLVD SUITE 300 LOS ANGELES, CA 90064	NONE	501(C)3	GENERAL	1,000
LUPUS RESEARCH ALLIANCE 275 MADISON AVENUE 10TH FLOOR NEW YORK, NY 10016	NONE	501(C)3	GENERAL	15,000
<b>Total . . . . . ▶ 3a</b>				847,375

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> <i>Paid during the year</i>				
SAN MARINO JUNIOR ALLIANCE 1501 SAN MARINO AVENUE SAN MARINO, CA 91108	NONE	501(C)3	GENERAL	600
HUNTINGTON MEDICAL RESEARCH INST 686 S FAIR OAKS AVE PASADENA, CA 91105	NONE	501(C)3	GENERAL	10,000
DELTA GAMMA ALPHA NU 639 W 28TH ST LOS ANGELES, CA 90007	NONE	501(C)3	GENERAL	5,000
<b>Total . . . . .</b> ▶ <b>3a</b>				847,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
TOBERMAN NEIGHBORHOOD CENTER 131 N GRAND AVE SAN PEDRO, CA 90731	NONE	501(C)3	GENERAL	5,000
THANC FOUNDATION 10 UNION SQUARE E NEW YORK, NY 10003	NONE	501(C)3	GENERAL	1,000
LOMA LINDA UNIVERSITY CHILDREN'S 11234 ANDERSON ST LOMA LINDA, CA 92354	NONE	501(C)3	GENERAL	2,500
<b>Total . . . . .</b> ▶ <b>3a</b>				847,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
USC ALUMNI ASSOCIATION 3607 TROUSDALE PARKWAY 305 LOS ANGELES, CA 900893106	NONE	501(C)3	GENERAL	6,500
CANCER SUPPORT COMMUNITY 734 15TH STREET NW SUITE 300 WASHINGTON, DC 20005	NONE	501(C)3	GENERAL	11,000
GREATER LA ZOO ASSOCIATION 5333 ZOO DRIVE LOS ANGELES, CA 900271498	NONE	501(C)3	GENERAL	500
<b>Total . . . . . ▶ 3a</b>				847,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
MIRACLES FOR KIDS 3002 DOW AVE 126 TUSTIN, CA 92780	NONE	501(C)3	GENERAL	5,000
LA CASA COMMUNITY CENTER 203 E MISSION ROAD SAN GABRIEL, CA 91776	NONE	501(C)3	GENERAL	500
826 VALENCIA826 VALENCIA STREET SAN FRANCISCO, CA 94110	NONE	501(C)3	GENERAL	4,800
<b>Total . . . . .</b>				<b>847,375</b>

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
1814 SOCIETY ARMY HISTORICAL FOUND 2425 WILSON BLVD ARLINGTON, VA 22201	NONE	501(C)3	GENERAL	1,000
YOUNG LIFEPO BOX 520 COLORADO SPRINGS, CO 809010520	NONE	501(C)3	GENERAL	5,000
CHALLENGED ATHLETES FOUNDATION 9591 WAPLES ST SAN DIEGO, CA 92121	NONE	501(C)3	GENERAL	10,000
<b>Total . . . . .</b>				<b>847,375</b>

▶ **3a**

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Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CITY YEAR287 COLUMBUS AVE BOSTON, MA 02116	NONE	501(C)3	GENERAL	10,000
ALS THERAPY DEVELOPMENT INSTITUTE 300 TECHNOLOGY SQUARE SUITE 400 CAMBRIDGE, MA 02139	NONE	501(C)3	GENERAL	1,000
MISSOURI WESTERN STATE UNIVERSITY 4525 DOWNS DRIVE ST JOSEPH, MO 64507	NONE	501(C)3	GENERAL	7,500
<b>Total . . . . .</b> ▶ <b>3a</b>				847,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE HOUSE FUND ASSOCIATION OF GAMMA PO BOX 12465 NEWPORT BEACH, CA 92658	NONE	501(C)3	GENERAL	100
PEDIATRIC THERAPY NETWORK 1815 213TH STREET TORRANCE, CA 90501	NONE	501(C)3	GENERAL	10,000
META FOUNDATION 8025 MELROSE AVE LOS ANGELES, CA 90046	NONE	501(C)3	GENERAL	10,000
<b>Total . . . . .</b> ▶ <b>3a</b>				847,375



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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
THE RAPE FOUNDATION 1223 WILSHIRE BLVD SUITE 410 SANTA MONICA, CA 90403	NONE	501(C)3	GENERAL	5,000
UCLA FOUNDATION 10920 WILSHIRE BLVD SUITE 900 LOS ANGELES, CA 90024	NONE	501(C)3	GENERAL	34,000
SACRED HEART PARISH SCHOOL 706 C AVENUE CORNADO, CA 92118	NONE	501(C)3	GENERAL	250
<b>Total . . . . . ▶ 3a</b>				847,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
CITY OF HOPE 1500 EAST DUARTE ROAD DUARTE, CA 91010	NONE	501(C)3	GENERAL	5,000
THE METROPOLITAN MUSEUM OF ART 1000 5TH AVENUE NEW YORK, NY 10028	NONE	501(C)3	GENERAL	20,000
LOS ANGELES TEAM MENTORING 145 S SPRING ST 725 LOS ANGELES, CA 90012	NONE	501(C)3	GENERAL	6,250
<b>Total . . . . .</b> ▶ <b>3a</b>				847,375

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
USC GOOD NEIGHBORS CAMPAIGN UNIVERSITY PARK CAMPUS ADM 160 MC 4017 LOS ANGELES, CA 900894017	NONE	501(C)3	GENERAL	1,000
PROJECT LYME FOUNDATION 229 E 85TH ST 38 NEW YORK, NY 10028	NONE	501(C)3	GENERAL	10,000
UNION RESCUE MISSION 545 S SAN PEDRO ST LOS ANGELES, CA 90013	NONE	501(C)3	GENERAL	100,000
<b>Total . . . . .</b>				<b>847,375</b>

▶ **3a**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
DISMAS OF VERMONT 103 E ALLEN ST WINOOSKI, VT 05404	NONE	501(C)3	GENERAL	5,000
ORANGE COUNTY COMMUNITY FOUNDATION 4041 MACARTHUR BLVD UNIT 510 NEWPORT BEACH, CA 92660	NONE	501(C)3	GENERAL	1,000
<b>Total . . . . . ▶ 3a</b>				847,375

**TY 2018 Accounting Fees Schedule****Name:** THE SILK FAMILY FOUNDATION**EIN:** 20-3997071

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ACCOUNTING FEES	1,459	1,459		

**TY 2018 Investments Corporate Bonds Schedule****Name:** THE SILK FAMILY FOUNDATION**EIN:** 20-3997071**Investments Corporate Bonds Schedule**

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
AMERIPRISE FINANCIAL INC.	100,981	102,862
DEERE & COMPANY	49,728	50,535
NOVARTIS CAPITAL CORP.	102,236	102,168
TARGET CORP.	100,091	99,677
TOTAL CAPITAL INTL. SA	100,421	101,986
TOYOTA MOTOR CREDIT CORP.	100,835	100,286

**TY 2018 Investments Corporate Stock Schedule****Name:** THE SILK FAMILY FOUNDATION**EIN:** 20-3997071**Investments Corporation Stock Schedule**

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
AMAZON.COM	38,656	187,746
PRICELINE.COM	19,793	51,673
STARBUCKS CORP		
TRACTOR SUPPLY	6,795	47,978
ULTA BEAUTY, INC.	53,614	55,089
COCA COLA CO.	41,954	43,799
WALT DISNEY CO.		
ESTE LAUDER	9,863	24,069
JAZZ PHARMACEUTICALS	43,970	46,485
NORWEGIAN CRUISE LINE HOLDINGS	48,505	43,450
MONSTER BEVERAGE CORP.	12,796	39,376
CONCHO RESOURCES INC.	32,960	30,837
HALLIBURTON CO.		
BERKSHIRE HATHEWAY	88,310	306,000
INTERCONTINENTAL EXCHANGE INC	8,210	45,198
MORGAN STANLEY	39,960	35,685
S&P GLOBAL INC.	22,540	42,485
ALEXION PHARMACEUTICALS	44,820	36,510
ALIGN TECHNOLOGY, INC.	7,815	26,179
BOSTON SCIENTIFIC CORP.	31,138	57,428
CELGENE CORP COM		
CENTENE CORP.	20,765	40,355
DANAHER CORP	12,405	36,092
DEXCOM INC.	27,731	23,960
PRA HEALTH SCIENCES, INC.	39,191	39,083
VERTEX PHARMACEUTICALS INC.	45,198	45,570
BOEING CO.	23,590	24,188
FORTIVE CORP.	24,623	36,333
FORTUNE BRANDS HOME & SECURITY	31,826	30,392
MIDDLEBY CORP.	64,122	56,502

## Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SMITH A O CORP.		
TRANSDIGM GROUP, INC.	42,841	68,012
WABCO HOLDINGS INC.	26,952	26,835
XPO LOGISTICS INC.	27,600	27,094
ACTIVISION BLIZZARD INC.	32,954	30,271
ALPHABET INC. CLASS C	53,566	155,342
ACCENTURE LTD	11,230	42,303
ALLERGAN PLC		
BROADCOM LTD.	87,641	95,355
APPLE INC.	109,593	134,079
ARISTA NETWORKS INC.	48,331	42,140
FACEBOOK, INC.	27,588	104,872
MICROSOFT CORP	95,992	187,905
NVIDIA CORP.	33,855	30,038
PALO ALTO NETWORKS, INC.	45,312	56,505
SALESFORCE INC.	22,681	54,788
ULTIMATE SOFTWARE GROUP, INC.	42,079	48,974
VANTIV, INC.		
VISA INC.	27,729	79,164
WORLDPLAY INC.	33,446	45,858
ECOLAB INC.	9,909	36,838
PPG INDUSTRIES INC.		
ISHARES MSCI EAFE	524,392	473,179
ISHARES CORE S&P MIDCAP	30,402	67,254
ISHARES RUSSELL MID-CAP. ETF		
VANGUARD SECTOR INDEX FUNDS		
ISHARES MSCI EMERGING MARKETS IND FD	304,766	285,138
PAYPAL HOLDINGS INC.		
AQR MANAGED FUTURES STRATEGY FUND	350,000	299,310
ROBECO BOSTON PARTNERS LONG/SHORT	310,000	295,285



**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
E-TRACS ALERIAN MLP INFRASTRUCTURE	200,191	181,884
VANGUARD REAL ESTATE ETF	189,286	219,982
VANGUARD SMALL CAP VIPER	269,251	323,376
VANGUARD REIT VIPER		
PRINCIPAL INVESTORS PREFERRED	285,705	306,125
TEMPLETON GLOBAL BOND FUND - ADVISOR		
DJ WILSHIRE INTERNATIONAL REAL EST.		
HOME DEPOT	21,202	55,842
NETFLIX INC.	28,508	46,841
POOL CORPORATION	59,483	59,460
NEWELL BRANDS, INC.		
ABERDEEN GLOBAL HIGH INCOME		
EATON VANCE FLOATING RATE FUND	65,000	62,553
ISHARES IBOXX INVESTMENT	250,580	239,743
PIMCO LOW DURATION FUND	200,000	198,161
PUTNAM FLOATING RATE	223,142	203,821
VANGUARD SHORT-TERM INVESTMENT GRADE	300,000	300,576
PIMCO EMERGING LOCAL BOND FUND		
PIMCO FOREIGN BOND FUND		
BLUE BUFFALO PET PRODUCTS INC.		
CONSTELLATION BRANDS INC.	12,050	40,205
O'REILLY AUTOMOTIVE INC.		

**TY 2018 Other Assets Schedule****Name:** THE SILK FAMILY FOUNDATION**EIN:** 20-3997071**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDEND RECEIVABLE	2,022	2,710	2,710

**TY 2018 Other Decreases Schedule****Name:** THE SILK FAMILY FOUNDATION**EIN:** 20-3997071

Description	Amount
OTHER BOOK/TAX	3,200
NON-DIVIDEND DISTRIBUTIONS	2,300

**TY 2018 Other Expenses Schedule****Name:** THE SILK FAMILY FOUNDATION**EIN:** 20-3997071**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
AGENCY FEES	50,661	50,661		
BOND AMORTIZATION	2,274	2,274		

**TY 2018 Taxes Schedule****Name:** THE SILK FAMILY FOUNDATION**EIN:** 20-3997071

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
FOREIGN TAXES	2,504	2,504		
CA FILINGS FEES	160	160		
FEDERAL TAXES	21,953			