

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	128,293	131,262	131,262
	2 Savings and temporary cash investments	133,130	497,822	497,822
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	40,435,559	39,110,297	41,826,211
	c Investments—corporate bonds (attach schedule)	18,081,988	19,080,840	19,506,124
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	30,758,773	29,447,287	33,009,930
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15 Other assets (describe ▶ _____)	1,982	1,982	1,982	
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	89,539,725	88,269,490	94,973,331	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)	88	368	
	23 Total liabilities (add lines 17 through 22)	88	368	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	41,681,917	41,681,917	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	47,857,720	46,587,205	
30 Total net assets or fund balances (see instructions)	89,539,637	88,269,122		
31 Total liabilities and net assets/fund balances (see instructions) .	89,539,725	88,269,490		

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	89,539,637
2 Enter amount from Part I, line 27a	2	-1,694,875
3 Other increases not included in line 2 (itemize) ▶ _____	3	424,360
4 Add lines 1, 2, and 3	4	88,269,122
5 Decreases not included in line 2 (itemize) ▶ _____	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	88,269,122

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)
1 a PUBLICLY TRADED SECURITIES			
b FROM K-1 AG OPPORTUNISTIC WHOLE LOAN SELECT, L P			
c CAPITAL GAINS DIVIDENDS	P		
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 25,424,223		24,769,549	654,674
b 35,464			35,464
c 608,997			608,997
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			654,674
b			35,464
c			608,997
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	1,299,135
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2017	4,925,005	97,166,337	0 050686
2016	4,660,078	93,148,035	0 050029
2015	4,485,256	87,738,916	0 051120
2014	4,814,043	93,716,403	0 051368
2013	1,769,323	103,462,171	0 017101
2 Total of line 1, column (d)			2 0 220304
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 044061
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5			4 92,700,096
5 Multiply line 4 by line 3			5 4,084,459
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 32,077
7 Add lines 5 and 6			7 4,116,536
8 Enter qualifying distributions from Part XII, line 4			8 4,922,588

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	32,077
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	0
3	Add lines 1 and 2.	3	32,077
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	32,077
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	55,600
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	0
7	Total credits and payments. Add lines 6a through 6d.	7	55,600
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0
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	23,523
11	Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 23,523 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <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? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions.	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.ZABLEFOUNDATION.ORG</u>	13	Yes	
14	The books are in care of ► <u>WARREN MAGILL</u> Telephone no ► <u>(858) 564-9500</u>			

Located at ► 10731 TREENA STREET SUITE 102 SAN DIEGO CA ZIP+4 ► 92131

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here ► <input type="checkbox"/>			
	and enter the amount of tax-exempt interest received or accrued during the year ► 15			
16	At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

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

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

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

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

5a	During the year did the foundation pay or incur any amount to		Yes	No
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions.		5b	
	Organizations relying on a current notice regarding disaster assistance check here.	<input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes <input type="checkbox"/> No		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			
8	Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WARREN MAGILL 10731 TREENA STREET SUITE 102 SAN DIEGO, CA 92131	PRESIDENT/DIRECTOR 20 00	265,000	0	0
KATHRYN M STARR 10731 TREENA STREET SUITE 102 SAN DIEGO, CA 92131	SECRETARY/DIRECTOR 1 15	22,000	0	0
WILLIAM W BOYLE 10731 TREENA STREET SUITE 102 SAN DIEGO, CA 92131	DIRECTOR 1 15	22,000	0	0
JOHN D THOMAS 10731 TREENA STREET SUITE 102 SAN DIEGO, CA 92131	TREASURER/DIRECTOR 1 15	22,000	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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
JPMORGAN CHASE BANK NA 2029 CENTURY PARK EAST 39TH FLOOR LOS ANGELES, CA 90067	INVESTMENT SERVICES	429,970
Total number of others receiving over \$50,000 for professional services. ►		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 _____ _____ _____	
2 _____ _____ _____	
3 _____ _____ _____	
4 _____ _____ _____	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 _____ _____ _____	
2 _____ _____ _____	
All other program-related investments. See instructions.	
Total. Add lines 1 through 3 ►	0

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	93,225,154
b	Average of monthly cash balances.	1b	886,619
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	94,111,773
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	94,111,773
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,411,677
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	92,700,096
6	Minimum investment return. Enter 5% of line 5.	6	4,635,005

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	4,635,005
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	32,077
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	32,077
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	4,602,928
4	Recoveries of amounts treated as qualifying distributions.	4	50,000
5	Add lines 3 and 4.	5	4,652,928
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	4,652,928

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	4,922,588
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	4,922,588
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	32,077
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,890,511

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				4,652,928
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			3,865,380	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				
d From 2016.				
e From 2017.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 4,922,588				
a Applied to 2017, but not more than line 2a			3,865,380	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				1,057,208
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2017 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				3,595,720
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).	0			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				
c Excess from 2016.				
d Excess from 2017.				
e Excess from 2018.				

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

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest	
2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:	
Check here <input type="checkbox"/> 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 e-mail address of the person to whom applications should be addressed WARREN MAGILL 10731 TREENA STREET SUITE 102 SAN DIEGO, CA 92131 (858) 564-9500	
b The form in which applications should be submitted and information and materials they should include WRITTEN	
c Any submission deadlines NONE	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors NONE	

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

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

Enter gross amounts unless otherwise indicated

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

Form **990-PF** (2018)

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

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

[illegible]

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.		
	*****	2020-07-31	*****
	_____ Signature of officer or trustee	_____ Date	_____ Title

May the IRS discuss this return with the preparer shown below
 (see instr.) ☒ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN P00735101
	MAY 11 2014				
	Firm's name ▶ LINDSAY & BROWNELL LLP				Firm's EIN ▶ 33-0885895
	Firm's address ▶ 4225 EXECUTIVE SQUARE SUITE 1150 LA JOLLA, CA 92037				Phone no (858) 558-9200

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ABC YOUTH FOUNDATION 3131 MARKET ST SAN DIEGO, CA 92102		PC	GENERAL ASSISTANCE	10,000
ADAPTIVE SPORTS & RECREATION ASSOCIATION PO BOX 153792 SAN DIEGO, CA 92195		PC	GENERAL ASSISTANCE	10,000
ALLIANCE FOR HOPE INTERNATIONAL 101 W BROADWAY 1770 SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	20,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALZHEIMER'S SAN DIEGO 6632 CONVOY COURT SAN DIEGO, CA 92111		PC	GENERAL ASSISTANCE	25,000
ANGELS FOSTER FAMILY NETWORK 9295 FARNHAM ST 200 SAN DIEGO, CA 92123		PC	GENERAL ASSISTANCE	15,000
ARMED SERVICES YMCA PO BOX 555028 BUILDING 16144 A STREET BUILDING CAMP PENDLETON, CA 92055		PC	GENERAL ASSISTANCE	100,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ASELTINE SCHOOL 4027 NORMAL STREET SAN DIEGO, CA 92103		PC	GENERAL ASSISTANCE	20,000
AUTISM SOCIETY SAN DIEGO 4699 MURPHY CANYON RD SAN DIEGO, CA 92123		PC	GENERAL ASSISTANCE	10,000
AUTISM TREE PROJECT INC 2845 NIMITZ BLVD SUITE C SAN DIEGO, CA 92106		PC	GENERAL ASSISTANCE	10,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BARRIO LOGAN COLLEGE INSTITUTE 1625 NEWTON AVENUE SUITE 200 SAN DIEGO, CA 92113		PC	GENERAL ASSISTANCE	20,000
BASICPO BOX 1914 BORREGO SPRINGS, CA 92004		PC	GENERAL ASSISTANCE	5,000
BIG BROTHERS BIG SISTERS OF SAN DIEGO COUNTY 4305 UNIVERSITY AVE 300 SAN DIEGO, CA 92105		PC	GENERAL ASSISTANCE	50,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUB OF CARLSBAD 2730 BRESSI RANCH WAY CARLSBAD, CA 92009		PC	GENERAL ASSISTANCE	15,000
BOYS & GIRLS CLUB OF GREATER SAN DIEGO PO BOX 178569 SAN DIEGO, CA 92177		PC	GENERAL ASSISTANCE	40,000
BOYS & GIRLS CLUB OF NORTH COUNTY 445 E IVY STREET FALLBROOK, CA 92028		PC	GENERAL ASSISTANCE	20,000
Total			▶ 3a	4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BOYS & GIRLS CLUB OF OCEANSIDE 401 COUNTRY CLUB LANE OCEANSIDE, CA 92054		PC	GENERAL ASSISTANCE	20,000
BOYS & GIRLS CLUB OF SAN DIEGUITO 533 LOMAS SANTA FE DRIVE SOLANA BEACH, CA 92075		PC	GENERAL ASSISTANCE	20,000
BOYS & GIRLS CLUB OF SAN MARCOS 1 POSITIVE PLACE SAN MARCOS, CA 92069		PC	GENERAL ASSISTANCE	20,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUB OF VISTA 410 WEST CALIFORNIA AVENUE VISTA, CA 92083		PC	GENERAL ASSISTANCE	20,000
BURN INSTITUTE 8825 AERO DRIVE SUITE 200 SAN DIEGO, CA 92123		PC	GENERAL ASSISTANCE	15,000
CENTER FOR COMMUNITY INTEGRATION SAN DIEGO 5296 UNIVERSITY AVENUE SAN DIEGO, CA 92105		PC	GENERAL ASSISTANCE	5,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CENTER FOR COMMUNITY SOLUTIONS 4508 MISSION BAY DR SAN DIEGO, CA 92109		PC	GENERAL ASSISTANCE	50,000
CHALLENGED ATHLETES FOUNDATION 9591 WAPLES STREET SAN DIEGO, CA 92121		PC	GENERAL ASSISTANCE	25,000
COMMUNITY RESOURCE CENTER 650 SECOND STREET ENCINITAS, CA 92024		PC	GENERAL ASSISTANCE	30,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CRISIS HOUSE1034 N MAGNOLIA EL CAJON, CA 92020		PC	GENERAL ASSISTANCE	25,000
DON DIEGO SCHOLARSHIP FOUNDATION 2260 JIMMY DURANTE BLVD DEL MAR, CA 92014		PC	GENERAL ASSISTANCE	10,000
EAST COUNTY YOUTH SYMPHONY PO BOX 25 EL CAJON, CA 92022		PC	GENERAL ASSISTANCE	5,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ELDERHELP 3860 CALLE FORTUNADA 101 SAN DIEGO, CA 92123		PC	GENERAL ASSISTANCE	20,000
EMILIO NARES FOUNDATION 2650 TRUXTUN ROAD SUITE 202 SAN DIEGO, CA 92106		PC	GENERAL ASSISTANCE	15,000
EPISCOPAL COMMUNITY SERVICES 401 MILE OF CARS WAY NO 350 NATIONAL CITY, CA 91950		PC	GENERAL ASSISTANCE	20,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FEEDING AMERICA SAN DIEGO 9455 WAPLES STREET SUITE 135 SAN DIEGO, CA 92121		PC	GENERAL ASSISTANCE	10,000
FERN STREET COMMUNITY ARTS INC 4265 FAIRMOUNT AVENUE SUITE 120-B SAN DIEGO, CA 92105		PC	GENERAL ASSISTANCE	10,000
FREE TO THRIVE 1050 UNIVERSITY AVENUE SUITE E107-84 SAN DIEGO, CA 92103		PC	GENERAL ASSISTANCE	25,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDS OF BALBOA PARK 2125 PARK BLVD SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	40,000
FRIENDS OF VISTA GRANDE ELEMENTARY FOUNDATION 5606 ANTIGUA BLVD SAN DIEGO, CA 92124		PC	GENERAL ASSISTANCE	22,000
FRIENDS OF VISTA HILL 8910 CLAIREMONT MESA BLVD SAN DIEGO, CA 92123		PC	SUPPORT PARENTCARE FAMILY RECOVERY PROGRAM	25,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GIRLS RISINGPO BOX 161218 SAN DIEGO, CA 92176		PC	GENERAL ASSISTANCE	20,000
INTERFAITH SHELTER NETWORK OF SAN DIEGO 3530 CAMINO DEL RIO NORTH SUITE 301 SAN DIEGO, CA 92108		PC	GENERAL ASSISTANCE	50,000
JULIAN PATHWAYS INCPO BOX 337 JULIAN, CA 92036		PC	GENERAL ASSISTANCE	10,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
JUNIOR ACHIEVEMENT OF SAN DIEGO COUNTY 4756 MISSION GORGE PLACE SAN DIEGO, CA 92120		PC	GENERAL ASSISTANCE	100,000
JUST IN TIME FOR FOSTER YOUTH 4560 ALVARADO CANYON ROAD SUITE 2G SAN DIEGO, CA 92120		PC	GENERAL ASSISTANCE	359,000
KITCHENS FOR GOOD 404 EUCLID AVENUE SAN DIEGO, CA 92114		PC	GENERAL ASSISTANCE	10,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
LAMB'S PLAYERS THEATRE PO BOX 182229 CORONADO, CA 92178		PC	GENERAL ASSISTANCE	10,000
MAKE A WISH FOUNDATION 2440 HOTEL CIRCLE N SUITE 200 SAN DIEGO, CA 92108		PC	GENERAL ASSISTANCE	50,000
MAMA'S KITCHEN3960 HOME AVENUE SAN DIEGO, CA 92105		PC	GENERAL ASSISTANCE IN PROVIDING NUTRITIONAL FOOD TO PEOPLE WITH CANCER	25,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MEALS ON WHEELS 2254 SAN DIEGO AVE SUITE 200 SAN DIEGO, CA 92110		PC	GENERAL ASSISTANCE	30,000
MONARCH SCHOOL 1625 NEWTON AVENUE SAN DIEGO, CA 92113		PC	GENERAL ASSISTANCE TO PROVIDE FOR THE HOMELESS & AT-RISK YOUTH	50,000
NATIONAL CONFLICT RESOLUTION CENTER 530 B STREET SUITE 1700 SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	20,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATIONAL FOOTBALL FOUNDATION AND COLLEGE HALL OF FAME INC 433 LAS COLINAS BLVD EAST SUITE 113 IRVING, TX 75039		PC	GENERAL ASSISTANCE	50,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 THIRD AVENUE 3RD FLOOR NEW YORK, NY 10017		PC	GENERAL ASSISTANCE	1,000
NOAH HOMES12526 CAMPO RD SPRING VALLEY, CA 91978		PC	GENERAL ASSISTANCE	20,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTH COUNTY LIFELINE 3142 VISTA WAY SUITE 400 OCEANSIDE, CA 92056		PC	GENERAL ASSISTANCE	330,000
NORTH VALLEY COMMUNITY FOUNDATION 240 MAIN STREET CHICO, CA 95928		PC	GENERAL ASSISTANCE	100,000
OCEAN DISCOVERY INSTITUTE 4255 THORN STREET SAN DIEGO, CA 92105		PC	GENERAL ASSISTANCE	25,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
OCEANSIDE MUSEUM OF ART 704 PIER VIEW WAY OCEANSIDE, CA 92054		PC	GENERAL ASSISTANCE	10,000
OUTDOOR OUTREACH 5275 MARKET STREET SUITE 21 SAN DIEGO, CA 92114		PC	GENERAL ASSISTANCE	50,000
POWAY CENTER FOR THE PERFORMING ARTS FOUNDATION 15498 ESPOLA RD POWAY, CA 92064		PC	GENERAL ASSISTANCE	7,500
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PROJECT CONCERN INTERNATIONAL 5151 MURPHY CANYON RD SUITE 320 SAN DIEGO, CA 92123		PC	GENERAL ASSISTANCE	65,000
PROMISES 2 KIDS 9440 RUFFIN COURT SUITE A SAN DIEGO, CA 92123		PC	PROVIDE SUPPORT FOR ABUSED AND NEGLECTED CHILDREN	25,000
RAMONA AG BOOSTERSPO BOX 2057 RAMONA, CA 92065		PC	GENERAL ASSISTANCE	100,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REINS THERAPEUTIC HORSEMANSHIP PROGRAM 4461 S MISSION ROAD FALLBROOK, CA 92028		PC	GENERAL ASSISTANCE	10,000
REUBEN H FLEET SCIENCE CENTER 1875 EL PRADO SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	20,000
RISE UP INDUSTRIES 8530 ROLAND ACRES ROAD SANTEE, CA 92071		PC	GENERAL ASSISTANCE	25,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN DIEGO AIR & SPACE MUSEUM 2001 PAN AMERICAN PLAZA SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	25,000
SAN DIEGO BLOOD BANK 3636 GATEWAY CENTER AVENUE SUITE 100 SAN DIEGO, CA 92102		PC	GENERAL ASSISTANCE	75,000
SAN DIEGO BOTANIC GARDEN 230 QUAIL GARDENS DRIVE ENCINITAS, CA 92024		PC	GENERAL ASSISTANCE	25,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN DIEGO CANYONLANDS 3552 BANCROFT STREET SAN DIEGO, CA 92104		PC	GENERAL ASSISTANCE	10,000
SAN DIEGO CIVIC YOUTH BALLET 1650 EL PRADO SUITE 209 SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	10,000
SAN DIEGO DANCE THEATER 2650 TRUXTUN ROAD SUITE 108 SAN DIEGO, CA 92106		PC	GENERAL ASSISTANCE	10,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN DIEGO FOOD BANK 9850 DISTRIBUTION AVENUE SAN DIEGO, CA 92121		PC	GENERAL ASSISTANCE	10,000
SAN DIEGO HALL OF CHAMPIONS 2131 PAN AMERICAN PLAZA BALBOA PARK SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	25,000
SAN DIEGO HUNGER COALITION 4305 UNIVERSITY AVE SUITE 545 SAN DIEGO, CA 92105		PC	GENERAL ASSISTANCE	25,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN DIEGO JUNIOR THEATER 1650 EL PRADO 208 SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	20,000
SAN DIEGO OASIS 5500 GROSSMONT CENTER DRIVE SUITE 269 LA MESA, CA 91942		PC	GENERAL ASSISTANCE	20,000
SAN DIEGO OPERA 233 A STREET SUITE 500 SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	20,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAN DIEGO RESCUE MISSION PO BOX 80427 SAN DIEGO, CA 92138		PC	GENERAL ASSISTANCE	25,000
SAN DIEGO SECOND CHANCE PROGRAM 6145 IMPERIAL AVE SAN DIEGO, CA 92114		PC	GENERAL ASSISTANCE	25,000
SAN DIEGO YOUTH SYMPHONY 1650 EL PRADO SUITE 207A SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	25,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SAY SAN DIEGO 4775 VIEWRIDGE AVENUE SUITE 100 SAN DIEGO, CA 92123		PC	SUPPORT MILITARY FAMILY RESOURCE CENTER	50,000
SEAL - NSW FAMILY FOUNDATION 300 CARLSBAD VILLAGE DRIVE 108A-361 CARLSBAD, CA 92008		PC	GENERAL ASSISTANCE	20,000
SOLUTIONS FOR CHANGE 722 W CALIFORNIA AVENUE VISTA, CA 92083		PC	GENERAL ASSISTANCE	50,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SPECIAL OLYMPICS SOUTHERN CALIFORNIA 1600 FORBES WAY SUITE 200 LONG BEACH, CA 90810		PC	GENERAL ASSISTANCE	20,000
ST MADELEINE SOPHIE'S CENTER 2119 EAST MADISON AVE EL CAJON, CA 92019		PC	GENERAL ASSISTANCE	25,000
STARPAL4110 54TH STREET SAN DIEGO, CA 92105		PC	GENERAL ASSISTANCE	15,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SUPPORT THE ENLISTED PROJECT (STEP) 9951 BUSINESSPARK AVENUE SUITE A SAN DIEGO, CA 92131		PC	GENERAL ASSISTANCE	100,000
TENDER LOVING CANINES ASSISTANCE DOGS INC 11440 W BERNARDO COURT 300 SAN DIEGO, CA 92127		PC	GENERAL ASSISTANCE	75,000
TERI INC251 AIRPORT RD OCEANSIDE, CA 92058		PC	GENERAL ASSISTANCE	1,000,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE ELEMENTARY INSTITUTE OF SCIENCE 608 51ST ST SAN DIEGO, CA 92114		PC	GENERAL ASSISTANCE	25,000
THE JOHN BROCKINGTON FOUNDATION 1835 FORT STOCKTON DR SAN DIEGO, CA 92103		PC	GENERAL ASSISTANCE	25,000
THE NEW CHILDREN'S MUSEUM 200 W ISLAND AVE SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE	10,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
THEATRE & ARTS FOUNDATION OF SAN DIEGO COUNTY PO BOX 12039 LA JOLLA, CA 92039		PC	GENERAL ASSISTANCE	10,000
TURNING POINT HOME 1315 25TH STREET SAN DIEGO, CA 92102		PC	GENERAL ASSISTANCE	25,000
UC SAN DIEGO FOUNDATION 9500 GILMAN DRIVE MC 0940 LA JOLLA, CA 92093		PC	GENERAL ASSISTANCE TO THE DIVISION OF PEDIATRIC CARDIOLOGY	20,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNITED CEREBRAL PALSY 8525 GIBBS DR 209 SAN DIEGO, CA 92123		PC	GENERAL ASSISTANCE	20,000
UNITED THROUGH READING 1455 FRAZEE RD SUITE 500 SAN DIEGO, CA 92108		PC	GENERAL ASSISTANCE	15,000
UNIVERSITY OF SAN DIEGO FOUNDATION 5998 ALCALA PARK SAN DIEGO, CA 92110		PC	GENERAL ASSISTANCE	50,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
URBAN CORPS3127 JEFFERSON ST SAN DIEGO, CA 92110		PC	GENERAL ASSISTANCE	20,000
URBAN LEAGUE OF SAN DIEGO COUNTY 4305 UNIVERSITY AVE SUITE 360 SAN DIEGO, CA 92105		PC	GENERAL ASSISTANCE	10,000
URBAN SURF 4 KIDS 2840 FLETCHER PARKWAY SUITE 433 EL CAJON, CA 92020		PC	GENERAL ASSISTANCE	5,000
Total ► 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
USO SAN DIEGO 303 A STREET SUITE 100 SAN DIEGO, CA 92101		PC	GENERAL ASSISTANCE FOR LOCAL MILITARY	100,000
VIETNAM VETERANS OF SAN DIEGO 4141 PACIFIC HIGHWAY SAN DIEGO, CA 92110		PC	GENERAL ASSISTANCE	10,000
VOICES FOR CHILDREN 2851 MEADOW LARK DRIVE SAN DIEGO, CA 92123		PC	GENERAL ASSISTANCE TO SUPPORT ADVOCATES FOR ABUSED & NEGLECTED FOSTER CHILDREN	100,000
Total ▶ 3a				4,579,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WALDEN FAMILY SERVICES 8525 GIBBS DRIVE SUITE 100 SAN DIEGO, CA 92123		PC	GENERAL ASSISTANCE	20,000
WORDS ALIVE5111 SANTA FE ST 219 SAN DIEGO, CA 92109		PC	GENERAL ASSISTANCE	10,000
WORKSHOPS FOR WARRIORS 2970 MAIN STREET SAN DIEGO, CA 92113		PC	GENERAL ASSISTANCE	25,000
Total ▶ 3a				4,579,500

TY 2018 Accounting Fees Schedule**Name:** WALTER J & BETTY C ZABLE FOUNDATION**EIN:** 31-1540383

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	20,865	5,216		15,649

TY 2018 General Explanation Attachment**Name:** WALTER J & BETTY C ZABLE FOUNDATION**EIN:** 31-1540383**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1	PERCENTAGE INTEREST IN PARTNERSHIP AFTER TRANSFER	FORM 8865	THE OWNERSHIP PERCENTAGE IN CERTAIN PARTNERSHIPS AFTER TRANSFER IS NOT AVAILABLE AT THE TIME OF FILING IT IS ASSUMED THAT THE OWNERSHIP PERCENTAGE IN THESE PARTNERSHIPS IS LESS THAN 10%

TY 2018 Investments Corporate Bonds Schedule

Name: WALTER J & BETTY C ZABLE FOUNDATION

EIN: 31-1540383

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
JP MORGAN FIXED INCOME	19,080,840	19,506,124

TY 2018 Investments Corporate Stock Schedule

Name: WALTER J & BETTY C ZABLE FOUNDATION

EIN: 31-1540383

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN SECURITIES	39,110,297	41,826,211

TY 2018 Investments - Other Schedule**Name:** WALTER J & BETTY C ZABLE FOUNDATION**EIN:** 31-1540383**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
JP MORGAN REAL ESTATE & ALTERNATIVE INFRASTRUCTURE	AT COST	25,094,154	28,625,968
BRIDGEWATER PRIVATE INVESTORS	AT COST	900,000	910,768
ETON PARK OVERSEAS FUND LTD	AT COST	3,133	5,186
GROSVENOR ALTERNATIVE INVESTMENT	AT COST	3,450,000	3,468,008

TY 2018 Legal Fees Schedule**Name:** WALTER J & BETTY C ZABLE FOUNDATION**EIN:** 31-1540383

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	5,882	1,471		4,411

TY 2018 Other Assets Schedule

Name: WALTER J & BETTY C ZABLE FOUNDATION

EIN: 31-1540383

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
RENT DEPOSIT	1,982	1,982	1,982

TY 2018 Other Expenses Schedule**Name:** WALTER J & BETTY C ZABLE FOUNDATION**EIN:** 31-1540383**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUTO EXPENSE	922	0		922
COMPUTER EXPENSE	2,273	0		2,273
COPIER LEASE	4,317	0		4,317
DUES & SUBSCRIPTIONS	8,933	0		8,933
INSURANCE	4,985	0		4,985
INTERNET	1,140	0		1,140
INVESTMENT MANAGEMENT FEES	429,970	429,970		0
MEALS & ENTERTAINMENT	209	0		209
MISCELLANEOUS	905	0		905
OFFICE SUPPLIES	1,114	0		1,114

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ONLINE GRANT MANAGEMENT FEES	7,567	0		7,567
OUTSIDE SERVICES	178	0		178
POSTAGE	717	0		717
TELEPHONE	1,080	0		1,080
WEBSITE EXPENSES	129	0		129

TY 2018 Other Income Schedule**Name:** WALTER J & BETTY C ZABLE FOUNDATION**EIN:** 31-1540383**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FROM K-1 AG OPPORTUNISTIC WHOLE LOAN SELECT, L P - OTHER INCOME	85,731	85,731	85,731
PARTNERSHIP DISTRIBUTIONS	625,371	625,371	625,371
TAX REFUND	50,600		50,600

TY 2018 Other Increases Schedule

Name: WALTER J & BETTY C ZABLE FOUNDATION

EIN: 31-1540383

Description	Amount
PRIOR PERIOD ADJUSTMENT	424,360

TY 2018 Other Liabilities Schedule**Name:** WALTER J & BETTY C ZABLE FOUNDATION**EIN:** 31-1540383

Description	Beginning of Year - Book Value	End of Year - Book Value
CREDIT CARD	88	368

TY 2018 Other Professional Fees Schedule**Name:** WALTER J & BETTY C ZABLE FOUNDATION**EIN:** 31-1540383

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL PROCESSING FEES	2,160	540		1,620
PAYCHEX 401K ADMINISTRATION	1,252	313		939

TY 2018 Taxes Schedule**Name:** WALTER J & BETTY C ZABLE FOUNDATION**EIN:** 31-1540383

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CALIFORNIA ATTORNEY GENERAL	150	0		150
FEDERAL TAXES	80,600	0		0
FOREIGN TAXES	747	747		0
FRANCHISE TAX BOARD FEE	10	0		10
PAYROLL TAXES	12,729	3,182		9,547
PROPERTY TAXES	217	0		217