

46092 03/20/90

Return of Private Foundation 9491335 00015

990-PF

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

1989

Note: You may be able to use a copy of this return to satisfy state reporting requirements.

For the calendar year 1989, or fiscal year beginning 8/9, 1989, and ending 12/31, 19 90
Name of organization _____ A Employer identification number _____

Foundation type: THE FOUNDATION State registration number (see instructions) 22-2995739
Print or address (number and street) _____

See Specific Instructions: 20345 OLYMPIC BLVD
City or town, state and ZIP code _____

LOS ANGELES, CA 90064

G Check type of organization: Exempt private foundation
 4947(a)(1) trust Other taxable private foundation

H Fair market value of assets at end of year (from Part II, col. (c), line 16) 91,737
Section 4947(a)(1) trusts filing this form in lieu of Form 7041, see General Instructions and question 19 of Part VII.
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)).	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes
1 Contributions, gifts, grants, etc., received (att. sch.)	100,000.			
2 Contributions from split-interest trusts				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
5 a Gross rents				
b (Net rental income (loss))				
6 Net gain or (loss) from sale of assets not on line 1c				
7 Capital gain net income (from Part IV, line 2)		NONE		
8 Net short-term capital gain			NONE	
9 Income modifications (Gross sales minus returns and allowances)				
10 a				
b Minus: Cost of goods sold				
c Gross profit (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total (add lines 1 through 11)	100,000.			
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) <u>MT</u>	138.	138.		
24 Total operating and administrative expenses (add lines 13 through 23)	138.	138.		
25 Contributions, gifts, grants paid	8,125.			8,125.
26 Total expenses and disbursements (add lines 24 and 25)	8,263.	138.		8,125.
27 a Excess of revenue over expenses and disbursements (line 12 minus line 26)	91,737.			
b Net investment income (if negative enter -0-)		NONE		
c Adjusted net income (if negative enter -0-)				

RECEIVED
180

NOV 23 1989

INTERNAL REVENUE SERVICE
FRESNO, CA

FILMED
12/6/93

Foreign organizations: Please attach check or money order here.
Operating and Administrative Expenses.

For Paperwork Reduction Act Notice, see page 1 of the separate instructions.

Form 990-PF (1989)

Part II Balance Sheets

Attached schedules and amounts in the description column show the beginning and end-of-year amounts. See instructions.

	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing	NONE	91,737.	91,737.
2 Savings and temporary cash investments			
3 Accounts receivable			
minus: allowance for doubtful accounts			
4 Pledges receivable			
minus: 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)			
minus: allowance for doubtful accounts			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 Investments - securities (attach schedule)			
11 Investments - land, buildings, and equipment: basis			
minus: accumulated depreciation (attach schedule)			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)			
14 Land, buildings, and equipment: basis			
minus: accumulated depreciation (attach schedule)			
15 Other assets (describe)			
16 Total assets (completed by all filers - see instructions)	NONE	91,737.	91,737.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Support and revenue designated for future periods (attach schedule)			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	NONE	NONE	
Fund Balances or Net Assets			
24 Organizations that use fund accounting, check here <input type="checkbox"/> and complete lines 24 through 27 and lines 31 and 32.			
24a Current unrestricted fund			
b Current restricted fund			
25 Land, buildings, and equipment fund			
26 Endowment fund			
27 Other funds (Describe)			
Organizations not using fund accounting, check here <input checked="" type="checkbox"/> and complete lines 28-32.			
28 Capital stock or trust principal			
29 Paid-in or capital surplus			
30 Retained earnings or accumulated income		91,737.	
31 Total fund balances or net assets (see instructions)	NONE	91,737.	
32 Total liabilities and fund balances/net assets (see instructions)	NONE	91,737.	

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 31 (must agree with end-of-year figure reported on prior year's return)	1	NONE
2 Enter amount from Part I, line 27a	2	91,737
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	91,737.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 31	6	91,737.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the nature of property sold (e.g., real estate, stocks, bonds, warehouse, common stock, 20% int'l. corp. stock)		(b) How acquired IP-Purchase IG-Donation	(c) Date acquired mo. da. yr.	(d) Date sold mo. da. yr.
1				
(e) Gross sales price minus expense of sale	(f) Depreciation allowed to allowable	(g) Cost or other basis	(h) Gain or loss: net plus if minus -	
Complete out. for assets showing gain in column (a) and owned by the foundation on 12/31/85				
(i) F.M.V. as of 12/31/85	(j) Adjusted basis as of 12/31/85	(k) Excess of col. (i) over col. (j) if any	(l) Losses from col. (h) Gain to cost of col. (h) gain over col. (k) but not less than -0-	

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**

3 Net short-term capital gain (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** **NONE**

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 Part V blank.

Were you liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," you do 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 for fiscal year beginning in)	(b) Qualifying distributions	(c) Net value of noncharitable-use assets	(d) Payout ratio (column (b) divided by column (c))
1988	NONE	NONE	
1987			
1986			
1985			
1984			

2 Total of line 1, column (d) **2**

3 Average payout ratio for the 5-year base period-divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years **3** **NONE**

4 Enter the net value of noncharitable-use assets for 1988 from Part IX, line 5 **4** **18,072.**

5 Multiply line 4 by line 3 **5** **NONE**

6 Enter 1% of Part I, line 27b **6** **0**

7 Add lines 5 and 6 **7** **0**

8 Enter the amount from Part XIII, line 6 **8** **0,125.**

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 on Investment Income (Section 4940(a), 4940(b), 4940(c), or 4948 - see instructions)

Table with 11 rows for excise tax calculations. Columns include line numbers, descriptions, and amounts. Row 1: Exempt operating foundations... NONE. Row 2: Tax under section 511... NONE. Row 3: Add lines 1 and 2... NONE. Row 4: Tax under subtitle A... NONE. Row 5: Tax on investment income... NONE. Row 6: Credits/Payments... Row 7: Total credits and payments... NONE. Row 8: Enter any PENALTY... Row 9: TAX DUE... NONE. Row 10: OVERPAYMENT... NONE. Row 11: Enter the amount of line 10... NONE.

Part VII State Events Regarding Activities

Table with 10 main rows for state events regarding activities. Columns include question numbers, descriptions, and Yes/No responses. Row 1a: During the tax year, did you attempt to influence any national, state, or local legislation... X. Row 1b: Did you spend more than \$100 during the year... X. Row 1c: Did you file Form 1120-POL... N/A. Row 2: Have you engaged in any activities that have not previously been reported... X. Row 3: Have you made any changes, not previously reported to the IRS... X. Row 4a: Did you have unrelated business gross income of \$1,000 or more... X. Row 4b: If "Yes," have you filed a tax return on Form 990-T... N/A. Row 5: Was there a liquidation, termination, dissolution, or substantial contraction... X. Row 6: Are the requirements of section 508(e) satisfied either... X. Row 7: Did you have at least \$5,000 in assets at any time during the year... X. Row 8a: Enter the states to which the foundation reports or with which it is registered... NEW JERSEY. Row 8b: If you answered "Yes" to 7, have you furnished a copy of Form 990-PF... X. Row 9: Are you claiming status as a private operating foundation... X. Row 10: Self-dealing (section 4941): Row 10a(1): Engage in the sale or exchange... X. Row 10a(2): Borrow money from, lend money to, or otherwise extend credit... X. Row 10a(3): Furnish goods, services, or facilities... X. Row 10a(4): Pay compensation to or pay or reimburse the expenses... X. Row 10a(5): Transfer any of your income or assets to a disqualified person... X. Row 10a(6): Agree to pay money or property to a government official... X.

Part VII Statements Regarding Activities (continued)

	Yes	No
10 b If you answered "Yes" to any of questions 10a(1) through (6), were the acts you engaged in, excepted acts as described in Regulations sections 53.4941(d) 3 and 4?	10b	N/A
c Did you engage in a prior year in any of the acts described in 10a, other than excepted acts, that were acts of self-dealing not corrected by the first day of your tax year beginning in 1989?	10c	X
11 Taxes on failure to distribute income (section 4942) (does not apply for years you were a private operating foundation as defined in section 4942(j)(3) or 4942(j)(5)):		
a Did you at the end of tax year 1989 have any undistributed income (lines 6d and e, Part XIV) for tax year(s) beginning before 1989? If "Yes," list the years	11a	X
b If 11a is "Yes," are you applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the undistributed income for ALL such years? (If "Yes" attach statement - see instructions.)	11b	N/A
c If the provisions of section 4942(a)(2) are being applied to ANY of the years listed in 11a, list the years here.		
12 Taxes on excess business holdings (section 4943):		
a Did you hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	12a	X
b If "Yes," did you have excess business holdings in 1989 as a result of any purchase by you or disqualified persons after May 26, 1969; after 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 after the lapse of the 10, 15, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if you had excess business holdings in 1989.)	12b	N/A
13 Taxes on investments that jeopardize charitable purposes (section 4944):		
a Did you invest during the year any amount in a manner that would jeopardize your charitable purposes?	13a	X
b Did you make any investment in a prior year (but after December 31, 1969) that could jeopardize your charitable purpose that you had not removed from jeopardy on the first day of your tax year beginning in 1989?	13b	X
14 Taxes on taxable expenditures (section 4945) and political expenditures (section 4955):		
a During the year did you pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation by attempting to affect the opinion of the general public or any segment thereof, or by communicating with any member or employee of a legislative body, or by communicating with any other government official or employee who may participate in the formulation of legislation?	14a(1)	X
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	14a(2)	X
(3) Provide a grant to an individual for travel, study, or other similar purposes?	14a(3)	X
(4) Provide a grant to an organization, other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	14a(4)	X
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	14a(5)	X
b If you answered "Yes" to any of questions 14a(1) through 14a(5), were all such transactions excepted transactions as described in Regulations section 53.4945?	14b	N/A
c If you answered "Yes" to question 14a(4), do you claim exemption from the tax because you maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).	14c	N/A
15 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	15	X
16 During this tax year did you maintain any part of your accounting/tax records on a computerized system?	16	X
17 a Did anyone request to see either your annual return or exemption application for both?	17a	X
b If "Yes," did you comply pursuant to the instructions? (See General Instruction Y.)	17b	N/A
18 The books are in care of BRESLAUER, JACOBSON, RUTHAN & SHERMAN phone no. 213-282-0477 Located at 10345 OLYMPIC BLVD., L.A., 90064		
19 Section 4947(a)(1) trusts filing Form 990-PF in lieu of Form 1041, U.S. Fiduciary Income Tax Return. Check here <input checked="" type="checkbox"/> NONE and enter the amount of tax-exempt interest received or accrued during the year 19		

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) Contributions to employee benefit plans	(D) Expense account, other allowances	(E) Compensation (if not paid, enter zero)
SEE STATEMENT 1				
Total				1

Part VIII Information About Officers, Directors, Trustees, etc. (continued)

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

Table with 5 columns: (A) Name and address of employees paid more than \$30,000; (B) Title and time devoted to position; (C) Contributions to employee benefit plans; (D) Expense account, other allowances; (E) Compensation.

Total number of other employees paid over \$30,000

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

Table with 3 columns: (A) Name and address of persons paid more than \$30,000; (B) Type of service; (C) Compensation.

Total number of others receiving over \$30,000 for professional services

Part IX Minimum Investment Return (All organizations must complete this part)

Table for Part IX with 6 main rows and sub-rows (1a-1e, 2-6) for calculating investment return. Values include NONE, 18,347, 275, 18,072, and 904.

Part X Computation of Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations check here and do not complete this part.)

Table for Part X with 7 main rows and sub-rows (2a-2c, 4a-4c) for computing distributable amount. Values include NONE and 904.

9E1470 42692 05/26/90

Form 990-PF (1989)

Part XI Limitation on Grant Administrative Expenses

Calendar year for fiscal year beginning in:	(a) 1989	(b) 1988	(c) 1987	(d) Total
1 Net value of noncharitable-use assets (see instructions)	18,072.			18,072.
2 Multiply line 1 by .0065	117.			117.
3 Grant administrative expenses treated as qualifying distributions (from Part XI, line 7, from the Form 990-PF for each of the two prior years)				
4 Grant administrative expenses for 1989 (from Part XII, line 13)				
5 Maximum amount of 1989 grant administrative expenses that may be treated as qualifying distributions (line 2, column (a), minus line 3, column (d))	117.			
6 Excess grant administrative expenses for 1989 (line 4 minus line 5; if negative, enter -0-; enter result in Part XIII, line 5)				
7 Grant administrative expenses treated as qualifying distributions in 1989 (line 4 minus line 6)				

Note: The amount on line 7 will be used in completing the schedule for 1990.

Part XII Schedule of Grant Administrative Expenses (see instructions)

1 Compensation of officers, directors, trustees, etc.	1
2 Other employee salaries and wages	2
3 Pension plans, employee benefits	3
4 Legal fees	4
5 Accounting fees	5
6 Other professional fees	6
7 Interest	7
8 Taxes	8
9 Occupancy	9
10 Travel, conferences, and meetings	10
11 Printing and publications	11
12 Other expenses	12
13 Total (add lines 1 through 12)	13

Part XIII 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	8,125.
b Program-related investments	1b	NONE
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Total (add lines 1a through 3b)	4	8,125.
5 Enter excess grant administrative expenses from Part XI, line 6	5	
6 Total qualifying distributions (line 4 minus line 5). Enter this amount in Part XIV, line 4	6	8,125.
7 Organizations that qualify under section 4940(a) for the reduced rate of tax on net investment income - enter 1% of Part I, line 27b (see instructions)	7	NONE
8 Qualifying distributions (line 6 minus line 7)	8	8,125.

Note: The amount on line 8 will be used in Part V, column (b), when calculating the section 4940(e) reduction of tax in subsequent years.

Part XIV Computation of Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 1989	(c) 1988	(d) 1989
1 Distributable amount for 1989 from Part X				904.
2 Undistributed income, if any, as of the end of 1988:				
a Enter amount for 1988 only			NONE	
b Total for prior years:		NONE		
3 Excess distributions carryover, if any, to 1989:				
a From 1984	NONE			
b From 1985	NONE			
c From 1986	NONE			
d From 1987	NONE			
e From 1988	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 1989: 8,225.				
a Applied to 1988, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 1989 distributable amount				904.
e Remaining amount distributed out of corpus	7,221.			
5 Excess distributions carryover applied to 1989 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	7,221.			
b Prior years' undistributed income (line 2b minus line 4b)		NONE		
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		NONE		
d Subtract line 5c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 1988 (line 2a minus line 4a). Taxable amount - see instructions			NONE	
f Undistributed income for 1989 (line 1 minus lines 4d and 5). This amount must be distributed in 1990				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 1984 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 1990 (line 6a minus lines 7 and 8)	7,221.			
10 Analysis of line 9:				
a Excess from 1985	NONE			
b Excess from 1986	NONE			
c Excess from 1987	NONE			
d Excess from 1988	NONE			
e Excess from 1989	7,221.			

Part XV Private Operating Foundations (see instructions and Part VII, 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 1989, enter the date of the ruling

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

Table with 5 columns: (a) 1989, (b) 1988, (c) 1987, (d) 1986, (e) Total. Rows include 2a-e (Qualifying distributions), 3 (Alternative tests: Assets, Endowment, Support).

NOT APPLICABLE FOR THIS RETURN

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

1 Information Regarding Foundation Managers:

a List here any manager's 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).)

NONE

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

NONE

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

Check here if you only make contributions to preselected charitable organizations and do not accept unsolicited requests for funds. If you make gifts, grants, etc., (see instructions) to individuals or organizations under other conditions, complete items a, b, c, and d.

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

JIM MCDUFFIE, 482 MONMOUTH ROAD, WEST LONG BRANCH, N.J. 07764

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

SEE JIM MCDUFFIE

c Any submission deadlines

SEE JIM MCDUFFIE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors. GRANTS LIMITED TO \$10,000 AWARDS TO LOW INCOME HOMEOWNERS OF NEW JERSEY COMMUNITIES.

Part XVI Supplementary information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year MR. & MRS. JOHN P. SOSDIAN 744 FORT PLAINS ROAD HOWELL, N.J.	II		HOUSING REHABILITATION	8,125.
Total				▶ 3a
b Approved for future payment				
Total				▶ 3b

NONE

Part XVII-A Summary of Grant Programs and Other Activities

	(a) Grants and program-related investments	(b) Administrative expenses	(c) Total
1 Gifts, contributions, scholarships and other grants	100,000.		100,000.
2 Direct charitable activities (describe each):			
a -----			
b -----			
c Direct technical and other assistance to grantees (see instructions)			
d All other (attach schedule)			
e Total - add lines 2a through d			
3 Program-related investments (describe each type):			
a -----			
b -----			
c -----			
d All other (attach schedule)			
e Total - see instructions			
4 Other qualifying distributions			
5 Other expenses not included in lines 1-4			

Part XVII-B Supporting Data

- For the foundation's principal direct charitable activities and program-related investments provide a schedule of relevant statistical information, such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. **N/A**
- Attach a schedule for Part XVII-A, lines 2 and 3, setting forth for each activity or investment area the amount of any income produced by it. **N/A**

Part XVIII-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
(a) _____					
(b) _____					
(c) _____					
(d) _____					
(e) _____					
(f) _____					
(g) Fees from government agencies . . .					
2 Membership dues and assessments . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest on securities . . .					
5 Net rental income (loss) from real estate:					
(a) debt-financed property					
(b) not debt-financed property					
6 Net rental income (loss) from personal property . . .					
7 Other investment income					
8 Gain (loss) from sales of assets other than inventory					
9 Net income from special fundraising events					
10 Gross profit (loss) from sales of inventory					
11 Other revenue: (a) _____					
(b) _____					
(c) _____					
(d) _____					
(e) _____					
12 Subtotal (add columns (b), (d), and (e)) . . .					
13 TOTAL (add line 12, columns (b), (d), and (e)) . . .					

Part XVIII-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVIII-A contributed importantly to the accomplishment of your exempt purposes (other than by providing funds for such purposes).

Part XIX 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) of the Code... a Transfers from the reporting organization to a noncharitable exempt organization of: (i) Cash (ii) Other assets b Other Transactions: (i) Sales of assets to a noncharitable exempt organization (ii) Purchases of assets from a noncharitable exempt organization (iii) Rental of facilities or equipment (iv) Reimbursement arrangements (v) Loans or loan guarantees (vi) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists or other assets, or paid employees d If answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

b If "Yes," complete the following schedule. Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Part XX Public Inspection

- 1 Enter the date the notice of availability of the annual return appeared in a newspaper 11/12/90
2 Enter the name of the newspaper THE LOS ANGELES DAILY JOURNAL
3 Check here [X] if you have attached a copy of the newspaper notice as required by the instructions. (If the notice is not attached, the return will be considered incomplete.)

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 or fiduciary) is based on all information of which preparer has any knowledge.
Signature of officer or trustee: Vice President, Date: 11/14/90, Title:
Preparer's signature: [Signature], Date: 11/14/90, Check if self-employed: [], Preparer's social security no.: [Redacted]
Firm's name (or yours if self-employed) and address: BRESLAUER, JACOBSON, RUTMAN & SHERMAN No. 95-3980165
10345 OLYMPIC BOULEVARD
LOS ANGELES, CA ZIP code 90064

The Los Angeles DAILY JOURNAL
...Since 1898...

915 East First Street P.O. Box 54026
Los Angeles, California 90054
Telephone (213) 625-2141

GREENFIELD, BARRY
10345 Olympic Blvd.
Los Angeles CA 90064

Proof of Publication
(2015.5 C.C.P.)

State of California)
County of Los Angeles) ss

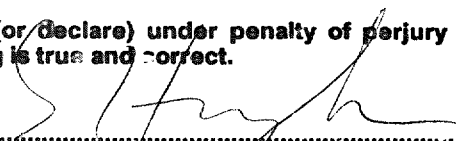
THE FOUNDATION

I am a citizen of the United States and a resident of the County of Los Angeles; I am over the age of eighteen years, and not a party to or interested in the above entitled matter. I am the principal clerk of the printer and publisher of THE LOS ANGELES DAILY JOURNAL, a daily newspaper printed and published in the English language in the City of Los Angeles, and adjudged a newspaper of general circulation as defined by the laws of the State of California by the Superior Court of County of Los Angeles, State of California, under date of June 5, 1952, Case No. 599,382. That the notice, of which the annexed is a printed copy, has been published in each regular and entire issue of said newspaper and not in any supplement thereof on the following dates, to-wit:

11/12/90

EXECUTED ON : 11/12/90
AT LOS ANGELES, CALIFORNIA

I certify (or declare) under penalty of perjury that the foregoing is true and correct.

.....

Signature

**Notice of Availability
Of Annual Return**

Pursuant to Section 6104(d) of the Internal Revenue Code, notice is hereby given that the annual return for the calendar year 1989 of THE FOUNDATION, a private foundation, is available at the foundation's principal office for inspection during regular business hours from 8:30 a.m. to 5:30 p.m. by any citizen who requests it within 180 days after the date of this publication.

The foundation's principal office is located at 10345 Olympic Blvd., 2nd Floor, Los Angeles, CA 90064.

The principal manager of the foundation is Michael Ruttman, (213) 282-0477.

BARRY GREENFIELD
10345 Olympic Blvd., 2nd Floor
Los Angeles, CA 90064
(L.A.157661)
Nov 12

2500100013 R43602-FY90
XX001 42692 05/26/90

THE FOUNDATION
LOS ANGELES, CA 90064

STATEMENT 1
22-2995739

LIST OF OFFICERS, DIRECTORS, AND TRUSTEES
=====

NAME AND ADDRESS	TITLE AND TIME	COMPENSATION	CONTRIB TO EMPLOYEE BENEFIT PLAN	EXPENSE ACCOUNT
BRUCE SPRINGSTEEN 10345 OLYMPIC BLVD LOS ANGELES, CA 90064	PRESIDENT ASRQ	NONE	NONE	NONE
GERALD BRESLAUER 10345 OLYMPIC BLVD LOS ANGELES, CA 90064	VICE PRES ASRQ	NONE	NONE	NONE
MICHAEL RUTMAN 10345 OLYMPIC BLVD LOS ANGELES, CA 90064	SECRETARY ASRQ	NONE	NONE	NONE

XX001 42692 05/26/90

THE FOUNDATION
LOS ANGELES, CA 90064

STATEMENT 2
22-2995739

LIST OF CONTRIBUTORS

NAME AND ADDRESS	DATE	AMOUNT
BRUCE SPRINGSTEEN 10345 OLYMPIC BLVD LOS ANGELES, CA 90064	12-05-89	100,000.

E- 2300100015 R43002-7730
XX001 42692 05/26/90

THE FOUNDATION
LOS ANGELES, CA 90064

STATEMENT 3
22-2995739

INTEREST, TAXES, AND OTHER EXPENSES
=====

OTHER EXPENSES
OFFICE SUPPLIES & EXPENSE

130.

130.

TOTAL OTHER EXPENSES

130.
=====

FRESNO
SERVICE
CENTER

