

2007

Open to Public Inspection

Form 990

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

The organization may have to use a copy of this return to satisfy state reporting requirements.

Department of the Treasury Internal Revenue Service

Header section A-M containing organization details: Name (SIGNIFICANCE FOUNDATION), Address (501 WEST BROADWAY, SAN DIEGO, CALIFORNIA 92101-3541), EIN (2861236), and Website (www.significancefoundation.org).

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions.)

Main table with columns for Revenue, Expenses, and Net Assets. Rows include contributions (1), program service revenue (2), membership dues (3), interest on savings (4), dividends (5), gross rents (6a-6c), sales of assets (8a-8c), special events (9), gross sales of inventory (10a-10c), and total revenue (12). Total revenue is 1,685,685.

COPY

Part II Statement of Functional Expenses All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others. (See the instructions.)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach schedule) (cash \$ <u>1,301,392</u> noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a 1,301,392	1,301,392		
22b	Other grants and allocations (attach schedule) (cash \$ <u>-3,759</u> noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22b -3,759	-3,759		
23	Specific assistance to individuals (attach schedule)	23			
24	Benefits paid to or for members (attach schedule)	24			
25a	Compensation of current officers, directors, key employees, etc. listed in Part V-A	25a 171,936	61,897	110,039	
b	Compensation of former officers, directors, key employees, etc. listed in Part V-B	25b			
c	Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)	25c			
26	Salaries and wages of employees not included on lines 25a, b, and c	26 28,613	10,301	18,312	
27	Pension plan contributions not included on lines 25a, b, and c	27			
28	Employee benefits not included on lines 25a - 27	28 16,289	5,864	10,425	
29	Payroll taxes	29 15,952	5,743	10,209	
30	Professional fundraising fees	30			
31	Accounting fees	31 25,800	9,288	16,512	
32	Legal fees	32 276,089	99,392	176,697	
33	Supplies	33 5,434	1,956	3,478	
34	Telephone	34 6,707	2,415	4,292	
35	Postage and shipping	35 3,524	1,269	2,255	
36	Occupancy	36 233,100	83,916	149,184	
37	Equipment rental and maintenance	37			
38	Printing and publications	38 1,503	541	962	
39	Travel	39 14,182	5,098	9,084	
40	Conferences, conventions, and meetings	40 3,445	1,240	2,205	
41	Interest	41 347,549	347,466	83	
42	Depreciation, depletion, etc. (attach schedule)	42 16,192		16,192	
43	Other expenses not covered above (itemize):				
a	See Statement 5	43a 569,705	323,591	246,114	
b		43b			
c		43c			
d		43d			
e		43e			
f		43f			
g		43g			
44	Total functional expenses. Add lines 22a through 43g. (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44 3,033,633	2,257,610	776,023	

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____; (ii) the amount allocated to Program services \$ _____;
 (iii) the amount allocated to Management and general \$ _____; and (iv) the amount allocated to Fundraising \$ _____

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year
		2,759,974	45	1,689,291
			46	958,822
Assets	45 Cash—non-interest-bearing			
	46 Savings and temporary cash investments			
	47a Accounts receivable	47a		47c 6,850
	b Less: allowance for doubtful accounts	47b		
	48a Pledges receivable	48a		48c
	b Less: allowance for doubtful accounts	48b		
	49 Grants receivable		49	
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)		50a	
	b Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)		50b	
	51a Other notes and loans receivable (attach schedule)	51a 885,203		
	b Less: allowance for doubtful accounts	51b	1,722,800	51c 885,203
	52 Inventories for sale or use			52
	53 Prepaid expenses and deferred charges			53
	54a Investments—publicly-traded securities <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV		22,956,306	54a 24,023,414
	b Investments—other securities (attach schedule) <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV			54b
55a Investments—land, buildings, and equipment: basis	55a			
b Less: accumulated depreciation (attach schedule)	55b		55c	
56 Investments—other (attach schedule)		14,687,488	56 13,265,243	
57a Land, buildings, and equipment: basis	57a 66,601			
b Less: accumulated depreciation (attach schedule) <i>Statement 7</i>	57b 26,459	55,906	57c 40,142	
58 Other assets, including program-related investments (describe ► <i>See Statement 8</i>)		1,224,789	58 29,054	
59 Total assets (must equal line 74). Add lines 45 through 58		43,407,263	59 40,898,019	
Liabilities	60 Accounts payable and accrued expenses	1,210,422	60 49,125	
	61 Grants payable		61	
	62 Deferred revenue		62	
	63 Loans from officers, directors, trustees, and key employees (attach schedule)		63	
	64a Tax-exempt bond liabilities (attach schedule)		64a	
	b Mortgages and other notes payable (attach schedule)		64b	
	65 Other liabilities (describe ► <i>See Statement 9</i>)		4,250,914	65 3,908,980
66 Total liabilities. Add lines 60 through 65		5,461,336	66 3,958,105	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.			
	67 Unrestricted	37,945,927	67 36,939,914	
	68 Temporarily restricted		68	
	69 Permanently restricted		69	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74.			
	70 Capital stock, trust principal, or current funds		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund		71	
	72 Retained earnings, endowment, accumulated income, or other funds		72	
	73 Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72. (Column (A) must equal line 19 and column (B) must equal line 21)		37,945,927	73 36,939,914
	74 Total liabilities and net assets/fund balances. Add lines 66 and 73		43,407,263	74 40,898,019

Part VI Other Information (continued)

		Yes	No
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		<input checked="" type="checkbox"/>
b	If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III.)		
82b			
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	<input checked="" type="checkbox"/>	
b	Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions?	<input checked="" type="checkbox"/>	
83b			
84a	Did the organization solicit any contributions or gifts that were not tax deductible?		<input checked="" type="checkbox"/>
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
84b			
85a	501(c)(4), (5), or (6). Were substantially all dues nondeductible by members?		
b	Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year.		
c	Dues, assessments, and similar amounts from members	85c	
d	Section 162(e) lobbying and political expenditures	85d	
e	Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices	85e	
f	Taxable amount of lobbying and political expenditures (line 85d less 85e)	85f	
g	Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?	85g	
h	If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?	85h	
86	501(c)(7) orgs. Enter: a Initiation fees and capital contributions included on line 12	86a	
b	Gross receipts, included on line 12, for public use of club facilities	86b	
87	501(c)(12) orgs. Enter: a Gross income from members or shareholders	87a	
b	Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.)	87b	
88a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX.	88a	<input checked="" type="checkbox"/>
b	At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI	88b	<input checked="" type="checkbox"/>
89a	501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 <input type="text" value="0"/> ; section 4912 <input type="text" value="0"/> ; section 4955 <input type="text" value="0"/>		
b	501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction	89b	<input checked="" type="checkbox"/>
c	Enter: Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		<input type="text" value="0"/>
d	Enter: Amount of tax on line 89c, above, reimbursed by the organization		<input type="text" value="0"/>
e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?	89e	<input checked="" type="checkbox"/>
f	All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?	89f	<input checked="" type="checkbox"/>
g	For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	89g	<input checked="" type="checkbox"/>
90a	List the states with which a copy of this return is filed <input type="text" value="California"/>		
b	Number of employees employed in the pay period that includes March 12, 2007 (See instructions.)	90b	<input type="text" value="2"/>
91a	The books are in care of <input type="text" value="Robert G. Bryson"/> Telephone no. <input type="text" value="(619) 595-3402"/> Located at <input type="text" value="501 West Broadway, Suite 1700, San Diego, CA"/> ZIP + 4 <input type="text" value="92101-3541"/>		
b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country <input type="text"/> See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	91b	<input checked="" type="checkbox"/>

Part VI Other Information (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? **91c** Yes No

If "Yes," enter the name of the foreign country _____

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year **92** _____

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: 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	
93 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	137,044	
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property			14	1,183,195	
99 Other investment income			18	-416,850	
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					52,441
103 Other revenue: a Bank Acct consolidation					47,062
b Reconciliation of Interfund transfers					
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))				903,389	99,503
105 Total (add line 104, columns (B), (D), and (E))					1,002,892

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
103a	Closeout and final reconciliation of bank account from 2004-05
103b	Reconciliation of Interfund transfers

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

(a) Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

(b) Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Part XI Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13).

106 Did the reporting organization **make** any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

Yes	No
<input type="checkbox"/>	<input checked="" type="checkbox"/>

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- -----			
b	----- -----			
c	----- -----			
Totals				

107 Did the reporting organization **receive** any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

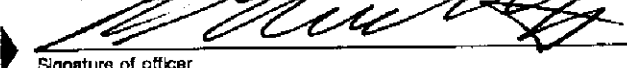
Yes	No
<input type="checkbox"/>	<input checked="" type="checkbox"/>

	(A) Name, address, of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a	----- -----			
b	----- -----			
c	----- -----			
Totals				

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

Yes	No
<input type="checkbox"/>	<input checked="" type="checkbox"/>

Please 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 officer) is based on all information of which preparer has any knowledge.

Signature of officer:  Date: 11/12/08
 Type or print name and title: **Mark Lambert, President**

Paid Preparer's Use Only Preparer's signature: _____ Date: _____ Check if self-employed Preparer's SSN or PTIN (See Gen. Inst. X) _____
 Firm's name (or yours if self-employed), address, and ZIP + 4: _____ EIN: _____ Phone no.: _____

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)

(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n),
or 4947(a)(1) Nonexempt Charitable Trust

OMB No. 1545-0047

2007

Department of the Treasury
Internal Revenue Service

Supplementary Information—(See separate instructions.)

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization

Employer identification number

SIGNIFICANCE FOUNDATION

74

2861236

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are 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 & deferred compensation	(e) Expense account and other allowances
None				

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

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
Webster, Chamberlain, and Bean 1747 Pennsylvania Ave N.W. Washington, DC 20006	Legal	76,253
Michael C. Durney Law Offices 1072 Thomas Jefferson St. N.W., Washington, DC 20007	Legal	135,818
Conner and Winters LLP 4000 One Williams Center, Tulsa, OK 74172	Legal	128,210

Total number of others receiving over \$50,000 for professional services ▶ **0**

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
Mark Lambert 14 West 95th Street, #2, New York, NY 10025	Consulting	180,000

Total number of other contractors receiving over \$50,000 for other services ▶

Part III Statements About Activities (See page 2 of the instructions.)

	Yes	No
--	-----	----

1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)



Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities.

2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions.)

- a** Sale, exchange, or leasing of property
- b** Lending of money or other extension of credit
- c** Furnishing of goods, services, or facilities
- d** Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?
- e** Transfer of any part of its income or assets?

2a		✓
2b		✓
2c		✓
2d		✓
2e		✓

3a Did the organization make grants for scholarships, fellowships, student loans, etc.? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments.) *Statement !!*

3a	✓	
3b		✓

b Did the organization have a section 403(b) annuity plan for its employees?

c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement

3c		✓
3d		✓

d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?

4a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g

b Did the organization make any taxable distributions under section 4966?

4a	✓	
4b		✓

c Did the organization make a distribution to a donor, donor advisor, or related person?

4c		✓
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d Enter the total number of donor advised funds owned at the end of the tax year ▶ 290

e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ▶ 39,804,821

f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ▶ 0

g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ▶ 0

Part IV Reason for Non-Private Foundation Status (See pages 4 through 8 of the instructions.)

I certify that the organization is not a private foundation because it is: (Please check only **ONE** applicable box.)

- 5 A church, convention of churches, or association of churches. Section 170(b)(1)(A)(i).
- 6 A school. Section 170(b)(1)(A)(ii). (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization. Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital. Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ►
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit. Section 170(b)(1)(A)(iv). (Also complete the **Support Schedule** in Part IV-A.)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See section 509(a)(2). (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3). Check the box that describes the type of supporting organization:
 Type I Type II Type III-Functionally Integrated Type III-Other

Provide the following information about the supported organizations. (See page 8 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
Total					

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 8 of the instructions.)

Part V Private School Questionnaire (See page 9 of the instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

	Yes	No
29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe; if "No," please explain. (If you need more space, attach a separate statement.) ----- ----- -----		
32 Does the organization maintain the following:		
a Records indicating the racial composition of the student body, faculty, and administrative staff?		
b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?		
c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d Copies of all material used by the organization or on its behalf to solicit contributions? If you answered "No" to any of the above, please explain. (If you need more space, attach a separate statement.) ----- -----		
33 Does the organization discriminate by race in any way with respect to:		
a Students' rights or privileges?		
b Admissions policies?		
c Employment of faculty or administrative staff?		
d Scholarships or other financial assistance?		
e Educational policies?		
f Use of facilities?		
g Athletic programs?		
h Other extracurricular activities? If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.) ----- -----		
34a Does the organization receive any financial aid or assistance from a governmental agency?		
b Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.		
35 Does the organization certify that it has complied with the applicable requirements of sections 4.01 through 4.05 of Rev. Proc. 75-50, 1975-2 C.B. 587, covering racial nondiscrimination? If "No," attach an explanation		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 11 of the instructions.)
 (To be completed **ONLY** by an eligible organization that filed Form 5768)

Check **a** If the organization belongs to an affiliated group. Check **b** if you checked "a" and "limited control" provisions apply.

Limits on Lobbying Expenditures

(The term "expenditures" means amounts paid or incurred.)

		(a) Affiliated group totals	(b) To be completed for all electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36		
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37		
38 Total lobbying expenditures (add lines 36 and 37)	38		
39 Other exempt purpose expenditures	39		
40 Total exempt purpose expenditures (add lines 38 and 39)	40		
41 Lobbying nontaxable amount. Enter the amount from the following table—			
If the amount on line 40 is— The lobbying nontaxable amount is—			
Not over \$500,000	20% of the amount on line 40		
Over \$500,000 but not over \$1,000,000	\$100,000 plus 15% of the excess over \$500,000		
Over \$1,000,000 but not over \$1,500,000	\$175,000 plus 10% of the excess over \$1,000,000		
Over \$1,500,000 but not over \$17,000,000	\$225,000 plus 5% of the excess over \$1,500,000		
Over \$17,000,000	\$1,000,000		
42 Grassroots nontaxable amount (enter 25% of line 41).	42		
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36.	43		
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38.	44		

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below.
 See the instructions for lines 45 through 50 on page 13 of the instructions.)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots nontaxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 14 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:	Yes	No	Amount
a Volunteers			
b Paid staff or management (Include compensation in expenses reported on lines c through h.)			
c Media advertisements			
d Mailings to members, legislators, or the public			
e Publications, or published or broadcast statements			
f Grants to other organizations for lobbying purposes			
g Direct contact with legislators, their staffs, government officials, or a legislative body.			
h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means			
i Total lobbying expenditures (Add lines c through h.)			

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No. 1545-0047

2007

Name of organization

SIGNIFICANCE FOUNDATION

Employer identification number

74

2861236

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

General Rule—

For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

Special Rules—

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)

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

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ▶ \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
SIGNIFICANCE FOUNDATION

Employer identification number
74 2861236

Part I Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1		\$ <u>574,272.35</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2		\$ <u>42,824.80</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3		\$ <u>5,000.00</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4		\$ <u>11,000.00</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5		\$ <u>20,000.00</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6		\$ <u>10,000.00</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number
74 2861236

SIGNIFICANCE FOUNDATION

Part II Noncash Property (See Specific Instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1		\$ 574,272.35	01 / 01 / 2007
		\$	/ /
		\$	/ /
		\$	/ /
		\$	/ /
		\$	/ /

2007

Federal Statements

Significance Foundation

74-2861236

Sale of Assets

Description: Collection of Antique Music Boxes
Date Acquired: 1998
How Acquired: Donated
Date Sold: 05/24/07
To Whom Sold: Jones Mercantile
Gross Sales Price 2,000
Cost or Other Basis 150,000

Total Gain (Loss) Sale of Music Boxes -148,000

Total \$-416,850

Statement 3

Form 990, Part 1, Line 20

Other Changes in Net Assets or Fund Balances

Transfer of Annuity Balance to Fund Balance 341,936

Total 341,936

Statement 4

Form 990, Part II, Line 22a and Line 22b

Grants and Allocations from Donor Advised Funds

Cash Grants and Allocations

Donee's Name: See Statement 13-Grantees 1,301,392

Donee's Name See Statement 14-Grantees -3,759

2007

Federal Statements

Significance Foundation

74-2861236

Statement 5
Form 990, Part II, Line 43
Other Expenses

	(A) <u>Total</u>	(B) <u>Program Services</u>	(C) <u>Management & General</u>	(D) <u>Fund Raising</u>
Computers & Technology	7,170	2,581	4,589	
Consulting Fees	218,452	78,643	139,809	
Dues & Subscriptions	333	120	213	
Fees & Permits	1,673	602	1,071	
Insurance	4,240	1,526	2,714	
Insurance Premiums	231,648	231,648	0	
Internet Service	6,206	2,234	3,972	
Investment Fees	83,813	0	83,813	
Meals & Entertainment	2,634	948	1,686	
Other Facility Costs	124	0	124	
Parking Expense	5,094	1,834	3,260	
Payroll Service	1,493	538	955	
PR & Advertising	6,060	2,182	3,878	
Temporary Employees	735	735	0	
Training & Education	30	0	30	
Total	<u>\$569,705</u>	<u>\$323,591</u>	<u>\$246,114</u>	

Statement 6
Form 990, Part III, Line a
Statement of Program Service Accomplishments

<u>Description</u>	<u>Grants & Allocations</u>	<u>Program Service Expenses</u>
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The Significance Foundation is a donor advised public charity that enables philanthropic and community service donors to establish donor advised funds to receive gifts. The Significance Foundation seeks to increase and facilitate charitable activities of donors and their families in the following areas: scholarships, research grants, and direct funding of current charitable activities. Grants were made to over 300 different charitable organizations during 2007.

<u>\$1,301,392</u>	<u>\$2,257,610</u>
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Significance Foundation

74-2861236

Statement 7
Form 990, Part IV, Line 57
Land, Buildings, and Equipment

<u>Category</u>	<u>Basis</u>	<u>Accum Deprec</u>	<u>Book Value</u>
Machinery & Equipment	<u>\$66,601</u>	<u>\$26,459</u>	<u>\$40,142</u>

Statement 8
Form 990, Part IV, Line 58
Other Assets

Security Deposits	<u>\$29,054</u>
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Statement 9
Form 990, Part IV, Line 65
Other Liabilities

Annuities Payable	<u>\$3,908.981</u>
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Statement 10
Form 990, Part V-A
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hrs /wk Devoted</u>	<u>Compensation</u>	<u>Contribution to EBP & DC</u>	<u>Expense Account/ Other</u>
Donald H. Devlin, DDS 501 West Broadway, #1700 San Diego, CA 92101	Director/2	0	0	0
Carl J. Flatley, DDS 501 West Broadway, #1700 San Diego, CA 92101	Chair/3	0	0	0
Glenn Molyneaux, DDS 501 West Broadway, #1700 San Diego, CA 92101	Director/2	0	0	0

2007

Federal Statements

	Significance Foundation		74-2861236	
John Philips, DDS 501 West Broadway, #1700 San Diego, CA 92101	Director/2	0	0	0
Henry Will 501 West Broadway, #1700 San Diego, CA 92101	Legal Advisor/30	0	0	0
Mark Lambert 501 West Broadway, #1700 San Diego, CA 92101	President	180,000	0	0
Robert G. Bryson 501 West Broadway, #1700 San Diego, CA 92101	CFO	96,648	0	0
Jo Ann Platt 501 West Broadway, #1700 San Diego, CA 92101	COO	75,288	8,334	0
Total		<u>\$351,936</u>	<u>\$8,334</u>	<u>\$0</u>

Statement 11

Form 990, Schedule A, Part III, Line 3a

Qualifications of Recipients Receiving Grants or Loans

Student Loan Program

As directed by the Internal Revenue Service, the Foundation discontinued its Student Loan Program during 2005. Accordingly, a demand for repayment of principal and accrued interest was made on April 14, 2006. During 2007, principal of \$482,221 and interest of \$129,328 was collected by the Foundation. At 12/31/07 there are principal balances of \$885,203 outstanding.

Statement 12

Schedule A, Part IV-A, Line 22

Other Income

Description	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
Annuity Income	351,155	160,563	390,107	472,041	1,373,866
Viatical Income	0	-471,822	79,112	318,746	-73,964
Life Ins. Income	0	0	0	18	18
Student Loan Income	520,203	0	0	0	520,203
Other Income	0	0	0	158,375	158,375
Total	871,358	-311,259	469,219	949,180	1,978,498

Significance Foundation
Charitable Distributions
From 1/1/2007 Through 12/31/2007

<u>Vendor Name</u>	<u>Effective Date</u>	<u>Check Amount</u>
Village Hopecorps	1/11/2007	4,000.00
Loma Linda University	1/31/2007	14,500.00
AQUINAS INSTITUTE	2/23/2007	300.00
ASSOC OF GRADUATES USMA-WEST POINT FUND	2/23/2007	700.00
CATHOLIC MEDICAL MISSION BOARD	2/23/2007	450.00
CATO INSTITUTE	2/23/2007	1,000.00
EUREKA SCHOOLS FOUNDATION	2/23/2007	5,000.00
Evanston Bible Fellowship	2/23/2007	2,709.00
FIRST PRESBYTERIAN CHURCH	2/23/2007	1,000.00
HEALTHCARE FOUNDATION AT GLENDALE ADVENTIST MEI	2/23/2007	1,000.00
Hellgate High School Courtyard Project	2/23/2007	100.00
Hugh O'Brian Youth Leadership Arkansas	2/23/2007	3,000.00
INDIA HOUSE	2/23/2007	500.00
Japanese Cultural Center of Hawaii	2/23/2007	1,000.00
Kansas State University Foundation	2/23/2007	1,000.00
KIDS ALIVE INTERNATIONAL	2/23/2007	10,000.00
Manresa House of Retreats	2/23/2007	1,200.00
Manson Northwest Webster Education Foundation	2/23/2007	500.00
MINNESOTA MEDICAL FOUNDATION	2/23/2007	2,500.00
Monastery of St. Claire	2/23/2007	2,500.00
National Heritage Foundation	2/23/2007	13,851.00
New York University	2/23/2007	2,000.00
NIXA CHRISTIAN CHURCH	2/23/2007	2,500.00
Oppenheimer Funds Legacy Program	2/23/2007	29,069.00
Oregon Health Science University	2/23/2007	10,000.00
Safeplace	2/23/2007	1,000.00
SOAR - Support Our Aging Religious	2/23/2007	450.00
St. James Church	2/23/2007	1,000.00
Swami Vivekananda Youth Movement of North America	2/23/2007	3,800.00
The Arcadia Foundation	2/23/2007	2,000.00
United States Servas	2/23/2007	40.00
UNIVERSITY OF HAWAII	2/23/2007	2,000.00
City College of New York	2/27/2007	1,000.00
Electronic Frontier Foundation	2/27/2007	1,000.00
Free Methodist World Missions	2/27/2007	1,000.00
Paradise Adventist Academy	2/27/2007	1,228.00
Wellness House	2/27/2007	177.00
BYU - Hawaii - Willes Center of Int. Entrepreneurship	3/5/2007	30,000.00
California Community Foundation	3/5/2007	36,521.00
Finca International	3/5/2007	1,500.00
Hartford Federated Church	3/5/2007	250.00
Jewish Federation of El Paso	3/5/2007	800.00
Mobile Symphony Inc.	3/5/2007	1,500.00
Pinewood Presbyterian Church	3/5/2007	1,500.00
Rapid City Regional Hospital	3/5/2007	3,400.00
Tamil Nadu Foundation	3/5/2007	2,500.00
Tammy Lynn Memorial Foundation	3/5/2007	1,000.00
American College of Emergency Physicians Gov Serv Chapter	3/15/2007	5,000.00
Autism Society of Oregon	3/15/2007	500.00
Brownwood Lions Booster Club	3/15/2007	10,000.00
Campus Crusade for Christ	3/15/2007	75.00
Campus Crusade for Christ	3/15/2007	225.00
Crisis Pregnancy Outreach	3/15/2007	300.00
Fellowship of Evangelical Churches	3/15/2007	300.00
Focus on the Family	3/15/2007	150.00

Significance Foundation
Charitable Distributions
From 1/1/2007 Through 12/31/2007

Gettysburg College	3/15/2007	675.00
Hospice of the Foothills	3/15/2007	3,500.00
St. Nicholas Church	3/15/2007	1,000.00
Church of Jesus Christ of LDS	3/23/2007	701.00
Shiva Vishnu Temple of South Florida	3/23/2007	500.00
Southeastern Baptist Theological Seminary	3/23/2007	95,203.00
Sri Sarada Foundation	3/23/2007	500.00
St. Nicholas Church	3/23/2007	1,000.00
Vanguard Charit Endowment Prog	3/23/2007	14,164.00
West Point Fund	3/23/2007	700.00
Annunciation Catholic Church	3/29/2007	1,500.00
Crisis Pregnancy Center	3/29/2007	1,000.00
Grace Bible Church	3/29/2007	400.00
Manzano Day School	3/29/2007	1,000.00
St. Theresa Chruch	3/29/2007	8,848.00
Variety Club of Iowa	3/29/2007	104.00
Virginia Tech Foundation	3/29/2007	8,946.01
Brigham Young University	4/12/2007	25,000.00
Campus Crusade for Christ	4/12/2007	150.00
Catholic Diocese of Pueblo	4/12/2007	2,000.00
Creighton University	4/12/2007	250.00
Crisis Pregnancy Outreach	4/12/2007	100.00
Durango Life Foundation	4/12/2007	1,000.00
Fellowship of Evangelical Churches	4/12/2007	100.00
Focus on the Family	4/12/2007	50.00
Grace Bible Church	4/12/2007	400.00
Hartford Federated Church	4/12/2007	250.00
Malawi Childrens Village	4/12/2007	1,000.00
St. Columba's Catholic Parish	4/12/2007	500.00
University of Texas - Medical Branch	4/12/2007	15,000.00
A. T. Still University	4/20/2007	1,500.00
Church of Jesus Christ of LDS	4/20/2007	466.86
East Jefferson General Hospital	4/20/2007	1,000.00
Louise S. McGehee School	4/20/2007	500.00
New Orleans Opera Association	4/20/2007	1,000.00
Pi Beta Phi Settlement School	4/20/2007	500.00
Sacred Heart Academy	4/20/2007	1,000.00
Special Olympics - Louisiana	4/20/2007	500.00
The Heritage Foundation	4/20/2007	1,000.00
Tulane Medical Alumni Association	4/20/2007	1,000.00
Washington Oral Health Foundation	4/20/2007	500.00
Am Academy of Otolaryngology	4/26/2007	1,000.00
American College of Surgeons	4/26/2007	1,000.00
Denison University	4/26/2007	5,000.00
Fellowship of the Burning Bush	4/26/2007	7,000.00
St. John's United Methodist Church	4/26/2007	745.00
The Augustinian Missions	4/26/2007	100.00
Tulare Joint Union High School District Foundation	4/26/2007	5,000.00
University of California San Francisco Foundation	4/26/2007	13,000.00
Village Hopecorps	4/26/2007	3,500.00
World Vision Foundation	4/26/2007	52.00
American Cancer Society	5/4/2007	1,500.00
Campus Crusade for Christ	5/4/2007	150.00
Catholic Services Appeal	5/4/2007	250.00
Cowboy Fellowship Church	5/4/2007	3,058.78
Crisis Pregnancy Outreach	5/4/2007	100.00

Significance Foundation
Charitable Distributions
From 1/1/2007 Through 12/31/2007

Fellowship of Evangelical Churches	5/4/2007	100.00
Focus on the Family	5/4/2007	50.00
Grace Bible Church	5/4/2007	400.00
Hartford Federated Church	5/4/2007	250.00
Odyssey of the Mind, Arkansas	5/4/2007	1,000.00
Our Ladys Inn	5/4/2007	15,000.00
Pratham USA	5/4/2007	1,300.00
St. Columba's Catholic Parish	5/4/2007	500.00
St. John's United Methodist Church	5/4/2007	186.00
World Vision Foundation	5/4/2007	52.00
Blank Park Zoo Foundation	5/11/2007	500.00
Civic Center of Greater Des Moines	5/11/2007	2,500.00
Foundation for International Medical Relief for Children	5/11/2007	500.00
Iowa State University Foundation	5/11/2007	200.00
Pius X High School	5/11/2007	3,000.00
Voices for Children	5/11/2007	350.00
West Des Moines Soccer Club	5/11/2007	6,500.00
Christ Covenant Church	5/17/2007	4,059.46
Ekal Vidyalaya Foundation of USA	5/17/2007	500.00
Latinos Unidos of Iowa	5/17/2007	5,000.00
Loyola Marymount University	5/17/2007	1,145.78
Ohio State University Development	5/17/2007	10,000.00
World Experience	5/17/2007	1,000.00
Grace Community Church	5/18/2007	4,311.71
Assets School	5/24/2007	500.00
Boy Scouts of America	5/24/2007	275.00
Grace Lutheran Church	5/24/2007	500.00
New Hope Foursquare Church	5/24/2007	500.00
San Luis Obispo United Methodist Church	5/24/2007	500.00
Beckstrand Cancer Foundation	6/1/2007	2,750.00
Church of Jesus Christ of LDS	6/1/2007	2,250.00
Grace Bible Church	6/1/2007	250.00
Assoc Christian Schools Intl	6/8/2007	12,000.00
Calvary Chapel Costa Mesa	6/8/2007	8,000.00
Campus Crusade for Christ	6/8/2007	150.00
Creighton University	6/8/2007	250.00
Crisis Pregnancy Outreach	6/8/2007	100.00
Fellowship Bible Church	6/8/2007	17,580.00
Fellowship of Evan Bible Churches	6/8/2007	100.00
Focus on the Family	6/8/2007	50.00
Grace Bible Church	6/8/2007	400.00
Hartford Federated Church	6/8/2007	250.00
Saint Elizabeth Seton Catholic Church	6/8/2007	200.00
St. Charles Avenue Baptist Church	6/8/2007	10,000.00
St. Columba's Catholic Parish	6/8/2007	500.00
St. John's United Methodist Church	6/8/2007	186.00
St. Nicholas Church	6/8/2007	1,000.00
The Seed Company	6/8/2007	8,000.00
Union Hall Baptist Church	6/8/2007	150.00
Work Foundation Inc.	6/8/2007	2,386.67
World Vision Foundation	6/8/2007	52.00
Greenway and Nature Center of Pueblo	6/15/2007	1,000.00
YMCA of Pueblo	6/15/2007	1,000.00
Finca International	6/22/2007	9,375.00
Patiala Health Foundation	6/22/2007	5,000.00
The Methodist Hospital Foundation	6/22/2007	38,750.00

Significance Foundation
Charitable Distributions
From 1/1/2007 Through 12/31/2007

The Oliverian School	6/22/2007	2,500.00
Veritas Medicus	6/29/2007	1,000.00
Archdiocese of Chicago	7/6/2007	1,000.00
Campus Crusade for Christ	7/6/2007	150.00
Christian Foundation for Children & Aging	7/6/2007	360.00
Compassion International	7/6/2007	350.00
Crisis Pregnancy Outreach	7/6/2007	100.00
Evanston Northwestern Healthcare Foundation	7/6/2007	2,000.00
Fellowship Bible Church	7/6/2007	2,930.00
Fellowship of Evangelical Churches	7/6/2007	100.00
Focus on the Family	7/6/2007	50.00
Grace Bible Church	7/6/2007	400.00
Hartford Federated Church	7/6/2007	300.00
St. Columba's Catholic Parish	7/6/2007	500.00
St. John's United Methodist Church	7/6/2007	186.00
World Vision Foundation	7/6/2007	52.00
I Have A Dream Foundation	7/27/2007	1,000.00
Michigan State University	7/27/2007	2,203.97
RLS Foundation	7/27/2007	500.00
Campus Crusade for Christ	8/2/2007	150.00
Crisis Pregnancy Outreach	8/2/2007	100.00
Fellowship Bible Church	8/2/2007	2,930.00
Fellowship of Evangelical Churches	8/2/2007	100.00
FIRST PRESBYTERIAN CHURCH	8/2/2007	1,000.00
Focus on the Family	8/2/2007	50.00
Grace Bible Church	8/2/2007	400.00
Hartford Federated Church	8/2/2007	300.00
Southwestern University	8/2/2007	4,000.00
St. Columba's Catholic Parish	8/2/2007	500.00
St. John's United Methodist Church	8/2/2007	186.00
The Timmy Foundation	8/2/2007	15,000.00
University of Nebraska Foundation	8/2/2007	1,000.00
Ventura Missionary Church	8/2/2007	3,880.00
World Vision Foundation	8/2/2007	52.00
Rocky Mountain Church	8/8/2007	5,000.00
Sedro Wooley HS Alumni Fund	8/8/2007	2,000.00
St Pius X High School	8/8/2007	17,200.00
Clearlake Community Historical Association	8/29/2007	1,750.00
Juvenile Diabetes Research Foundation	8/29/2007	2,000.00
Juvenile Diabetes Research Foundation	8/29/2007	10,000.00
Loma Linda University	8/29/2007	14,330.00
Manresa House of Retreats	8/29/2007	1,000.00
San Luis Obispo United Methodist Church	8/29/2007	500.00
Street Wise	8/29/2007	1,475.00
Am Academy of Family Phys FDN	9/6/2007	1,000.00
Assoc Christian Schools Intl	9/6/2007	6,000.00
Campus Crusade for Christ	9/6/2007	150.00
Creighton University	9/6/2007	250.00
Crisis Pregnancy Outreach	9/6/2007	100.00
Fellowship Bible Church	9/6/2007	2,930.00
Fellowship of Evangelical Churches	9/6/2007	100.00
Focus on the Family	9/6/2007	50.00
Grace Bible Church	9/6/2007	400.00
Hartford Federated Church	9/6/2007	300.00
St. Columba's Catholic Parish	9/6/2007	500.00
St. John's United Methodist Church	9/6/2007	186.00

Significance Foundation
Charitable Distributions
From 1/1/2007 Through 12/31/2007

St. Nicholas Church	9/6/2007	1,000.00
World Vision Foundation	9/6/2007	52.00
American Diabetes Association	9/13/2007	1,200.00
Hillel Foundation for Jewish Education at UW	9/13/2007	1,000.00
UNIVERSITY OF CHICAGO	9/13/2007	2,000.00
Council of Indian Nations	9/20/2007	100.00
Legacy Global Foundation Inc.	9/20/2007	9,900.00
Medical College of Virginia Foundation	9/20/2007	22,000.00
St. Regis Catholic Church	9/20/2007	2,500.00
Mobile Museum of Art	9/28/2007	500.00
American College of Surgeons	10/4/2007	1,000.00
Atascadero Main Street	10/4/2007	600.00
Campus Crusade for Christ	10/4/2007	150.00
Crisis Pregnancy Outreach	10/4/2007	100.00
Fellowship Bible Church	10/4/2007	2,930.00
Fellowship of Evangelical Churches	10/4/2007	100.00
Focus on the Family	10/4/2007	50.00
Grace Bible Church	10/4/2007	400.00
Hartford Federated Church	10/4/2007	300.00
St. Columba's Catholic Parish	10/4/2007	500.00
St. John's United Methodist Church	10/4/2007	186.00
World Vision Foundation	10/4/2007	52.00
Anshei Isreal	10/11/2007	1,000.00
Gibault Catholic High School	10/11/2007	10,000.00
Nixa Main Street School	10/11/2007	2,500.00
Organismo Mundial de Cursillos de Cristiandad	10/11/2007	6,500.00
Our Lady of Guadalupe School	10/11/2007	1,000.00
Strake Jesuit College Preparatory	10/11/2007	1,500.00
University of Texas at Austin	10/11/2007	500.00
Brigham and Women's Hospital	10/19/2007	1,000.00
Corporation of the President for Humanitarian Fund LDS	10/19/2007	60,000.00
Harvard Medical School	10/19/2007	1,500.00
WP - Org, Inc.	10/19/2007	150.00
Cystic Fibrosis Foundation	10/31/2007	1,275.00
Blind Foundation for India	11/9/2007	500.00
Boys and Girls Club	11/9/2007	900.00
Bramhi Jain Society	11/9/2007	501.00
Campus Crusade for Christ	11/9/2007	150.00
Crisis Pregnancy Outreach	11/9/2007	100.00
Daystar's Ministries, Inc.	11/9/2007	6,850.00
Evanston United Way	11/9/2007	1,000.00
Fellowship Bible Church	11/9/2007	2,930.00
Fellowship of Evangelical Churches	11/9/2007	100.00
First Baptist Church	11/9/2007	2,000.00
Focus on the Family	11/9/2007	50.00
Grace Bible Church	11/9/2007	400.00
Hartford Federated Church	11/9/2007	300.00
Love Truth Care	11/9/2007	40,000.00
Newbury Park Adventist Academy	11/9/2007	4,000.00
St. Columba's Catholic Parish	11/9/2007	500.00
St. John's United Methodist Church	11/9/2007	186.00
Temple Mount Sinai	11/9/2007	5,000.00
World Vision Foundation	11/9/2007	52.00
Second Wind	11/15/2007	3,000.00
The San Diego Foundation	11/15/2007	10,000.00
Hospice and Palliative Care of Western Colorado	11/20/2007	3,000.00

New Hope Foursquare Church	11/20/2007	1,000.00
Detroit Zoo	11/27/2007	55.00
Air Force Academy Fund	11/30/2007	1,500.00
Chehalis Valley Education Foundation	11/30/2007	1,500.00
Coalition on Temporary Shelter	11/30/2007	100.00
Doctors Without Borders	11/30/2007	60.00
Focus Hope	11/30/2007	50.00
Forgotten Harvest	11/30/2007	60.00
Gleaners Community Food Bank of Southeastern Michigan	11/30/2007	100.00
Habitat for Humanity	11/30/2007	55.00
India Association of Southeast Texas	11/30/2007	900.00
Jesuit High School	11/30/2007	12,000.00
Medical Foundation of North Carolina	11/30/2007	75.00
MLK Jr. National Memorial Project Foundation	11/30/2007	75.00
NAACP Legal Defense & Educational Fund	11/30/2007	60.00
St. Nicholas Church	11/30/2007	1,250.00
St. Paul's Church	11/30/2007	9,016.00
The Christian Foundation of the Triangle	11/30/2007	75,000.00
Thoracic Surgery Foundation	11/30/2007	1,000.00
Triangle Community Foundation	11/30/2007	75,000.00
University of Washington Orthodontic Alumni Association	11/30/2007	5,000.00
Assoc Christian Schools Intl	12/7/2007	6,000.00
Black United Fund of Michigan	12/7/2007	30.00
Campus Crusade for Christ	12/7/2007	150.00
Capuchin Soup Kitchen	12/7/2007	50.00
Creighton University	12/7/2007	250.00
Creighton University	12/7/2007	500.00
Crisis Pregnancy Outreach	12/7/2007	100.00
Fellowship Bible Church	12/7/2007	2,930.00
Fellowship of Evangelical Churches	12/7/2007	100.00
Focus on the Family	12/7/2007	50.00
Grace Bible Church	12/7/2007	400.00
Hartford Federated Church	12/7/2007	300.00
National Kidney Foundation of Eastern Missouri	12/7/2007	5,000.00
Our Lady Queen of Peace School	12/7/2007	1,000.00
Sierra Presbyterian Church	12/7/2007	4,000.00
Special Friends	12/7/2007	1,000.00
St Mark's UMC	12/7/2007	5,000.00
St. Columba's Catholic Parish	12/7/2007	500.00
St. John's United Methodist Church	12/7/2007	186.00
St. Nicholas Church	12/7/2007	1,000.00
Tulane University School of Medicine	12/7/2007	1,500.00
World Vision Foundation	12/7/2007	52.00
Campus Crusade for Christ	12/17/2007	150.00
Carmelite Monastery	12/17/2007	1,000.00
Cathedral Basilica of St. Francis of Assisi	12/17/2007	3,000.00
Cedars Home For Children	12/17/2007	1,000.00
Dartmouth College	12/17/2007	300.00
Educate New Mexico	12/17/2007	1,000.00
Food Bank Of Lincoln	12/17/2007	1,000.00
Friendship Home	12/17/2007	1,000.00
Global Humanitarian Expeditions	12/17/2007	1,193.00
Green Mountain Horse Association	12/17/2007	1,000.00
Harvard College	12/17/2007	300.00
Harvard College	12/17/2007	300.00
Jain Center of Southern CA	12/17/2007	500.00

Significance Foundation
Charitable Distributions
From 1/1/2007 Through 12/31/2007

John Hagee Ministries	12/17/2007	1,000.00
Latin American Dental Society Association	12/17/2007	24,000.00
Law Enforcement Legal Defense Fund	12/17/2007	100.00
Lucy MacKenzie Humane Society	12/17/2007	1,000.00
Pentangle Council on the Arts	12/17/2007	100.00
People's City Mission	12/17/2007	1,000.00
Pratham USA	12/17/2007	1,000.00
Renaissance Unity Church	12/17/2007	2,618.00
St. Vincent de Paul Society - SF District	12/17/2007	1,000.00
Texas Community Health Network	12/17/2007	250.00
The Catholic Foundation	12/17/2007	1,000.00
University of Nebraska Foundation	12/17/2007	2,500.00
University of New Hampshire	12/17/2007	500.00
World Harvest Church	12/17/2007	1,000.00
All City Children's Chorus	12/21/2007	750.00
Ave Maria University	12/21/2007	100.00
Cheyenne Capitals Youth Hockey Association	12/21/2007	700.00
Cornea House	12/21/2007	800.00
G.M.H. Volunteer Association	12/21/2007	25,000.00
Our Ladys Inn	12/21/2007	4,000.00
Third Place	12/21/2007	1,000.00
University of Missouri - Kansas City	12/21/2007	500.00
Women in Military Service for America Memorial Foundation	12/21/2007	10,000.00
Youth Orchestra of the Rockies	12/21/2007	750.00
Antique Boat Museum	12/31/2007	250.00
Blank Park Zoo Foundation	12/31/2007	250.00
Buddhist Association of America	12/31/2007	1,324.00
Children's Hospital Foundation	12/31/2007	275.00
Ekal Vidyalaya Foundation of USA	12/31/2007	1,095.00
FIRST PRESBYTERIAN CHURCH	12/31/2007	1,978.82
Hospice of Central Iowa	12/31/2007	500.00
Iowa State University Foundation	12/31/2007	2,500.00
Jesuit Spirituality Center	12/31/2007	500.00
Paradise Adventist Church	12/31/2007	4,543.48
Pi Beta Phi Settlement School	12/31/2007	250.00
Salisbury House Foundation	12/31/2007	500.00
St. Francis Hospice	12/31/2007	5,000.00
St. Regis Catholic Church	12/31/2007	3,000.00
The International Alumni Assoc of Shr Mahavir Jain Vidyalaya	12/31/2007	250.00
Think First	12/31/2007	250.00
Trinity University	12/31/2007	500.00
Trustees of the University of Pennsylvania	12/31/2007	477.44
University of Iowa Foundation	12/31/2007	5,000.00

Total Distributions for 2007

1,301,391.98

Significance Foundation
2006 Charitable Distributions
Reversed/Returned in 2007

<u>Vendor Name</u>	<u>Effective Date</u>	<u>Check Amount</u>
Total for Account 5000 Distributions in Trial Balance		1,297,632.98
Variance between Distributions and Trial Balance		3,759.00
2006 Distributions Returned/Reversed in 2007		
Cala Figuera Foundation	11/20/2007	(400.00)
Detroit Institute of Arts	11/20/2007	(55.00)
World Vision Foundation	11/20/2007	(104.00)
Admin of Tulane Educational Fund	11/20/2007	(1,000.00)
Juvenile Diabetes Foundation	11/20/2007	(350.00)
Voices for Children	6/8/2007	(350.00)
Mexican American Hispanic Physicians Assoc of S Texas	1/26/2007	(1,500.00)
Total Prior Year Returned/Reversed Distributions		(3,759.00)
Grand Total Distributions Reconciled to Trial Balance		1,301,391.98