

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

**2001**

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2001 or tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_

**G** Check all that apply:  Initial return  Final return  Amended return  Address change  Name change

Use the IRS label otherwise, print or type	Name of organization <b>Warm Foundation</b>	<b>A</b> Employer identification number <b>76-0064293</b>
	Number and street (or P.O. box number if mail is not delivered to street address) <b>1007 Balcones Drive</b>	<b>B</b> Telephone number (see page 10 of the instr.) <b>(707) 937-4463</b>
	City or town <b>Fredericksburg</b>	<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
	State <b>TX</b>	<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/>
	ZIP + 4 <b>78624</b>	2 Foreign organizations meeting the 85% test, check <input type="checkbox"/>

**H** Check organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, column (c), line 16) **\$1 195,402** (Part I, col. (d) must be on cash basis)

**J** Accounting method:  Cash  Accrual  Other (specify) \_\_\_\_\_

**E** If private foundation status was terminated under section 507(b)(1)(A), check here

**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).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received	7 199			
Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
<b>2</b> Distributions from split-interest trusts				
<b>3</b> Interest on savings and temporary cash investments	347	347		
<b>4</b> Dividends and interest from securities	30 041	30 041		
<b>5a</b> Gross rents				
<b>b</b> (Net rental income or (loss) _____)				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10	-19 066			
<b>b</b> G S P for assets on 6a <b>61 760</b>				
<b>7</b> Capital gain net income (from Part IV, line 2)		0		
<b>8</b> Net short-term capital gain			0	
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns				
<b>b</b> Less C O G S				
<b>c</b> Gross profit or (loss) (attach schedule)				
<b>11</b> Other income (attach schedule)	-167			
<b>12</b> Total. Add lines 1 through 11	18 354	30 388	0	
<b>13</b> Compensation of officers, directors, trustees, etc.				
<b>14</b> Other employee salaries and wages				
<b>15</b> Other employee benefits				
<b>16a</b> Legal fees (attach schedule)				
<b>b</b> Accounting fees (attach schedule)	2 030	1 015		1 015
<b>17</b> Interest	8 004	8 004		
<b>18</b> Taxes (attach schedule)	1 168	22		
<b>19</b> Depreciation and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings				
<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule)	35	17		18
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	11 237	9 058	0	1 033
<b>25</b> Contributions, gifts, grants paid	72 000			72 000
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	83 237	9 058	0	73 033
<b>27</b> Subtract line 26 from line 12				
<b>a</b> Excess of revenue over expenses and disbursements	-64 883			
<b>b</b> Net investment income (if negative, enter -0-)		21 330		
<b>c</b> Adjusted net income (if negative, enter -0-)			0	

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest bearing			
	2	Savings and temporary cash investments	7,356	7,514	7,514
	3	Accounts receivable			
		Less allowance for doubtful accounts		0	
	4	Pledges receivable			
		Less allowance for doubtful accounts		0	
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
A	7	Other notes and loans receivable			
s		Less allowance for doubtful accounts		0	
s	8	Inventories for sale or use			
e	9	Prepaid expenses and deferred charges			
t	10a	Investments - U S and state government obligations			
s	b	Investments - corporate stock (attach schedule)	1,141,755	1,105,540	1,187,888
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land buildings and equipment basis			
		Less accumulated depreciation		0	
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment basis			
		Less accumulated depreciation		0	
	15	Other assets (describe)			
	16	Total assets (to be completed by all filers-see page 16 of the instructions Also, see page 1, item f)	1,149,111	1,113,054	1,195,402
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)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets	Organizations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Organizations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	1,149,111	1,113,054	
28	Paid-in or capital surplus or land, bldg and equipment fund				
29	Retained earnings accumulated income endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)	1,149,111	1,113,054		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,149,111	1,113,054		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,149,111
2	Enter amount from Part I line 27a	2	-64,883
3	Other increases not included in line 2 (itemize) <u>See statement</u>	3	28,826
4	Add lines 1, 2, and 3	4	1,113,054
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,113,054

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse or common stock, 200 shs MLC Co)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b> Capital Gain Dividend		P	various	various
<b>b</b> 60 000 sh Schwab Value Advantage		P	various	various
<b>c</b> ADB2 Partnership distributable capital loss		D	various	various
<b>d</b>				
<b>e</b>				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
<b>a</b> 1,760		0	1,760	
<b>b</b> 60,000		60,000	0	
<b>c</b> 0			-20,826	
<b>d</b>			0	
<b>e</b>			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
<b>a</b>		0	1,760	
<b>b</b>		0	0	
<b>c</b>		0	-20,826	
<b>d</b>		0	0	
<b>e</b>		0	0	
<b>2</b> 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		<b>2</b> -19,066
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I line 8		<b>3</b>

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

Yes  No

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

**1** Enter the appropriate amount in each column for each year see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2000	63,146	1,466,704	0.0431
1999	62,244	1,323,351	0.0470
1998	53,162	1,256,051	0.0423
1997	24,305	1,066,958	0.0228
1996	273	501,577	0.0005
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.1557
<b>3</b> Average distribution 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			<b>3</b> 0.0311
<b>4</b> Enter the net value of noncharitable-use assets for 2001 from Part X, line 5			<b>4</b> 1,261,547
<b>5</b> Multiply line 4 by line 3			<b>5</b> 39,234
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 213
<b>7</b> Add lines 5 and 6			<b>7</b> 39,447
<b>8</b> Enter qualifying distributions from Part XII, line 4			<b>8</b> 73,033

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 on page 18

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18)**

1a	Exempt operating foundations described in section 4940(d)(2), check here and <input type="checkbox"/> enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary)		
b	Domestic organizations 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	213
c	All other domestic organizations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12 col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	213
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-	5	213
6	Credits/Payments		
a	2001 estimated tax payments and 2000 overpayment credited to 2001	6a	1 000
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	
7	Total credits and payments Add lines 6a through 6d	7	1 000
8	Enter any PENALTY for underpayment of estimated tax Check here if Form 2220 <input type="checkbox"/> is attached	8	0
9	TAX DUE If the total of lines 5 and 8 is more than line 7, enter AMOUNT OWED	9	0
10	OVERPAYMENT If line 7 is more than the total of lines 5 and 8, enter the AMOUNT OVERPAID	10	787
11	Enter the amount of line 10 to be Credited to 2002 estimated tax 787 Refunded	11	0

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X
11	X	

12 The books are in care of Charlene Abramson Telephone no (707) 937-4463  
 Located at P O Box 332 Little River CA ZIP+4 95456

13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here   
 and enter the amount of tax-exempt interest received or accrued during the year **13**

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.

		Yes	No
<b>1a</b>	During the year did the organization (either directly or indirectly)		
(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 type="checkbox"/> Yes <input checked="" 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 organization 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>b</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 page 19 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	N/A	1b
<b>c</b>	Did the organization 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 2001?		1c X
<b>2</b>	Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
<b>a</b>	At the end of tax year 2001, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2001? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years _____		
<b>b</b>	Are there any years listed in 2a for which the organization 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 page 19 of the instructions )		2b X
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to ANY of the years listed in 2a, list the years here _____		
<b>3a</b>	Did the organization 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>b</b>	If "Yes," did it have excess business holdings in 2001 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2001 )	N/A	3b
<b>4a</b>	Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
<b>b</b>	Did the organization 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 2001?		4b X
<b>5a</b>	During the year did the organization pay or incur any amount to		
(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 509(a)(1), (2), or (3), or section 4940(d)(2)? <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>b</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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	N/A	5b
<b>c</b>	If the answer is "Yes" to question 5a(4), does the organization 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 checked="" type="checkbox"/> No		
<b>6a</b>	Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</b>	Did the organization, during the year, pay premiums, directly or indirectly on a personal benefit contract? If you answered "Yes" to 6b, also file Form 8870 <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b X

**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 page 20 of the 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 & deferred compensation	(e) Expense account, other allowances
Charlene M. Abramson P O Box 332 Little River CA 95456	President Part time	-0-	-0-	-0-
Kim Ticken P O Box 2513 Ft Bragg CA	Sec'y/Treas Part time	-0-	-0-	-0-
Leslie Hontou 215 Clinton Leavenworth, WA	Vice President Part time	-0-	-0-	-0-
Lon Abramson P O Box 2513, Ft Bragg, CA	Vice President Part time	-0-	-0-	-0-

**2 Compensation of five highest-paid employees (other than those included on line 1 - see page 21 of the 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 & deferred compensation	(e) Expense account, other allowances
The Foundation has no employees				
Total number of other employees paid over \$50,000				None

**3 Five highest-paid independent contractors for professional services - (see page 21 of the instructions) If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
The Foundation paid no independent contractor more than \$50,000		
Total number of others receiving over \$50,000 for professional services		None

**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 Not Applicable	
2	
3	
4	

**Part IX-B Summary of Program-Related Investments**

(see page 21 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 Not Applicable	
2	
3 All other program-related investments See page 22 of the instructions	
<b>Total</b> Add lines 1 through 3	<b>0</b>

**Part X Minimum Investment Return**

(All domestic foundations must complete this part Foreign foundations, see page 22 of the instructions )

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a Average monthly fair market value of securities	1a	1,259,215
b Average of monthly cash balances	1b	21,543
c Fair market value of all other assets (see page 22 of the instructions)	1c	
d Total (add lines 1a, b, and c)	1d	1,280,758
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2 Acquisition indebtedness applicable to line 1 assets	2	
3 Subtract line 2 from line 1d	3	1,280,758
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 23 of the instructions)	4	19,211
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,261,547
6 Minimum investment return Enter 5% of line 5	6	63,077

**Part XI Distributable Amount**

(see page 23 of the 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	63,077
2 a Tax on investment income for 2001 from Part VI, line 5	2a	213	
b Income tax for 2001 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c		213
3 Distributable amount before adjustments Subtract line 2c from line 1	3		62,864
4 a Recoveries of amounts treated as qualifying distributions	4a		
b Income distributions from section 4947(a)(2) trusts	4b		
c Add lines 4a and 4b	4c		0
5 Add lines 3 and 4c	5		62,864
6 Deduction from distributable amount (see page 23 of the instructions)	6		
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7		62,864

**Part XII Qualifying Distributions**

(see page 23 of the 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	73,033
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	73,033
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 24 of the instructions)	5	213
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	72,820

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 page 24 of the instructions)

	(a) Corpus	(b) Years prior to 2000	(c) 2000	(d) 2001
1 Distributable amount for 2001 from Part XI, line 7				62,864
2 Undistributed income, if any, as of the end of 2000				
a Enter amount for 2000 only			71,716	
b Total for prior years 19__ 19__ 19__				
3 Excess distributions carryover, if any to 2001				
a From 1996				
b From 1997				
c From 1998				
d From 1999				
e From 2000				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2001 from Part XII, line 4 \$ 73,033				
a Applied to 2000, but not more than line 2a			71,716	
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2001 distributable amount				1,317
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2001 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			
6 Enter the net total of each column as indicated below:				
a Corpus Add 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				
d Subtract line 6c from line 6b Taxable amount - see instructions		0		
e Undistributed income for 2000 Subtract line 4a from line 2a Taxable amount			0	
f Undistributed income for 2001 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2002				61,547
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)				
8 Excess distributions carryover from 1996 not applied on line 5 or line 7 (see page 25 of the instructions)				
9 Excess distributions carryover to 2002 Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 1997				
b Excess from 1998				
c Excess from 1999				
d Excess from 2000				
e Excess from 2001				



**Part XIV Private Operating Foundations** (see page 25 of the 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 2001, enter the date of the ruling Not Applicable

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

	Tax Year				(e) Total
	(a) 2001	(b) 2000	(c) 1999	(d) 1998	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
<b>b</b> 85% of line 2a	0	0	0	0	0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed	0				0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test - enter					
<b>(1)</b> Value of all assets					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					0
<b>b</b> "Endowment" alternative test - Enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
<b>c</b> "Support" alternative test - enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
<b>(3)</b> Largest amount of support from an exempt organization					0
<b>(4)</b> Gross investment income					0

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year - see page 26 of the 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) )

None

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

None

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

Check here if the  organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc (see page 26 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

Charlene M Abramson, P O Box 332, Little River, CA 95456

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

4-6 page proposal stating need, specific objectives, number of people served, anticipated results and amount of request

**c** Any submission deadlines

June 1

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

Grants to 501(c)(3) organizations that support substance abuse programs and women's issues. No loans made

**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)				
<p>a Paid during the year</p> <p>See attachment to this part</p>				72,000
<b>Total</b>				<b>72 000</b>
<p>b Approved for future payment</p> <p>Not Applicable</p>				
<b>Total</b>				<b>0</b>





**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

**2001**

Name of organization

**Warm Foundation**

Employer identification number

**76-0064293**

Organization type (check one)

**Filers of****Section**

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundation

Check if your organization is covered by the General rule or a Special rule (Note Only a section 501(c)(7), (8), or (10) organization can check box(es) 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 1/3% 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 1 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

**Warm Foundation**

Employer identification number

**76-0064293**

**Part I Contributors** (See Specific Instructions )

(a) No	(b) Name, address and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
	<p>Barbours Cut Import Service</p> <hr/> <p>P.O. Box 24398</p> <hr/> <p>Houston, TX 77229</p>	<p>\$ <u>7,050</u></p>	<p>Person <input checked="" type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>Complete Part II if there is a noncash contribution )</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>Complete Part II if there is a noncash contribution )</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>Complete Part II if there is a noncash contribution )</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>Complete Part II if there is a noncash contribution )</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>Complete Part II if there is a noncash contribution )</p>
	<hr/> <hr/> <hr/> <hr/>	<p>\$ _____</p>	<p>Person <input type="checkbox"/></p> <p>Payroll <input type="checkbox"/></p> <p>Noncash <input type="checkbox"/></p> <p>Complete Part II if there is a noncash contribution )</p>

Warm Foundation  
2001 Form 990-PF

76-0064293

**Part I, Line 16b - Accounting Fees**

Blazek & Vetterling LLP tax compliance work	<u>\$ 2,030</u>
------------------------------------------------	-----------------

**Part I, Line 18 - Taxes**

Excise taxes	1,146
Foreign taxes paid	<u>22</u>
	<u>\$ 1,168</u>

**Part I, Line 23 - Other expenses**

Bank fees	23
Postage	<u>12</u>
	<u>\$ 35</u>

**Part III, Line 3 - Other increases not included in line 2**

Proceeds from partnership termination	7,832
Adjustment for non-cash K-1 losses	<u>20,994</u>
	<u>28,826</u>

76-0064293

**PORTFOLIO APPRAISAL**  
*The Warm Foundation, Inc.*

December 31, 2001

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur Yield
<b>MUTUAL FUNDS</b>							
1,842,400	Gibelli Asset	34.81	64,142.73	32.97	60,743.93	5.1	?
3,429,170	Janus	29.31	100,507.31	24.60	84,357.58	7.1	?
1,202,858	Janus Twenty	34.86	41,931.16	38.46	46,261.92	3.9	?
545,997,600	Schwab Value Advantage	1.00	545,997.60	1.00	545,997.60	46.0	?
			752,578.80		737,361.03	62.1	0.0
<b>COMMON STOCKS</b>							
228,000	Agilent Technologies Inc	22.95	5,232.12	28.51	6,500.28	0.5	?
500,000	Bank One Corp	43.01	21,504.90	39.05	19,525.00	1.6	?
800,000	Boeing Co	45.21	36,167.12	38.78	31,024.00	2.6	?
1,250,000	Compaq Computer	8.81	11,015.00	9.76	12,200.00	1.0	?
700,000	Electronic Data Systems	46.62	32,637.50	68.55	47,985.00	4.0	?
800,000	First Data Corp	37.88	30,305.00	78.45	62,760.00	5.3	?
1,000,000	Gillette Co	31.35	31,350.00	33.40	33,400.00	2.8	?
900,000	HCA - The Healthcare Company	35.81	32,229.69	38.54	34,686.00	2.9	?
1,200,000	Hewlett Packard	15.52	18,618.60	20.54	24,648.00	2.1	?
1,200,000	J P Morgan Chase & Co	24.12	28,950.00	36.35	43,620.00	3.7	?
47,000	Lifepoint Hospitals, Inc	15.54	730.47	34.04	1,599.88	0.1	?
1,000,000	Merck & Co, Inc.	33.41	33,412.50	58.80	58,800.00	4.9	?
1,200,000	Oracle Corporation	6.89	8,268.00	13.81	16,572.00	1.4	?
47,000	Triad Hospitals, Inc	17.61	827.73	29.35	1,379.45	0.1	?
800,000	Walt Disney	32.77	26,218.75	20.72	16,576.00	1.4	?
600,000	Wyeth	55.10	33,058.75	61.36	36,816.00	3.1	?
			350,526.13		448,091.61	37.7	0.0
<b>CASH AND EQUIVALENTS</b>							
	Schwab Money Market Fund		2,435.07		2,435.07	0.2	?
			2,435.07		2,435.07	0.2	0.0
<b>TOTAL PORTFOLIO</b>			<b>1,105,540.00</b>		<b>1,187,887.71</b>	<b>100.0</b>	<b>0.0</b>





Part XV, Line 3a, Grant and Contributions Paid During the Year

<i>Name and Address</i>	<i>Foundation Status</i>	<i>Purpose of Grant or Contribution</i>	<i>Amount</i>
MRB Research 1652 Holly Drive McKinleyville, CA	Public charity	Snowy Plover research project	\$ 10,000
The Women's Resource Center P O Box 2051 Wenatchee WA 98807	Public charity	Services for Homeless women and children	10,000
PAWS of Bainbridge Island P O Box 10811 Bainbridge Island WA 98110	Public charity	Animal Welfare	6,500
Community Foundation of Mendocino County Formerly Mendocino Community Foundation Ukiah, CA 95428	Public charity	For "Angel Fund" For children in need	5,000
Mendocino Schools P O Box 1075 Mendocino, CA 95460	Public charity	For expenses over the grant given last year to Mendocino Schools	500
Redwood Coast Senior Center N Harold Street Fort Bragg, CA 95437	Public charity	Senior Services	5,000
Middleburg Animal Shelter P O Box 1238 Middleburg, VA 20118	Public charity	Animal Welfare	3,500
Kiwanis Club of Fort Bragg P O Box 295 Fort Bragg, CA 95437	Public charity	Toys for Kids project	3,000
Big Brothers and Big Sisters 202 South State Street Ukiah, CA 95482	Public charity	General Support	13,500
Mendocino Food and Nutrition Program P O Box 70 Fort Bragg, CA 95437	Public charity	Food Bank	4,000
Mendocino Youth Project 776 South State Street Ukiah, CA 95482	Public charity	Services for Homeless Youth	4,000
Mendocino County Probation Department P O Box 303 Ukiah, CA 95482	Public charity	Juvenile Work Program	<u>7,000</u>
Total			<u>\$ 72,000</u>