

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

2007

Department of the Treasury
Internal Revenue Service

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

For calendar year 2007, or tax year beginning _____, **2007, 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. See Specific Instructions.	THE LAWRENCE FOUNDATION 530 WILSHIRE BOULEVARD #207 SANTA MONICA, CA 90401-1427	A Employer identification number 95-4804431 B Telephone number (see the instructions) 310-451-1567 C If exemption application is pending, check here. <input type="checkbox"/> D 1 Foreign organizations, check here. <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/>
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H Check type of 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)
 ▶ \$ 5,308,584.

J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)*

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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1 Contributions, gifts, grants, etc., received (att sch)	105,710.			
2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	56.	56.		
4 Dividends and interest from securities	116,809.	116,809.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	159,260.			
b Gross sales price for all assets on line 6a	2,159,737.			
7 Capital gain net income (from Part IV, line 2)		265,462.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)	394.	394.		
SEE STATEMENT 1				
12 Total. Add lines 1 through 11	382,229.	382,721.	0.	

13 Compensation of officers, directors, trustees, etc.	36,000.			36,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	2,144.			2,144.
b Accounting fees (attach sch)	15,152.			15,152.
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)	5,289.	2,535.		2,754.
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	20,446.			20,446.
22 Printing and publications				
23 Other expenses (attach schedule)	46,622.	36,203.		10,419.
SEE STATEMENT 5				
24 Total operating and administrative expenses. Add lines 13 through 23	125,653.	38,738.		86,915.
25 Contributions, gifts, grants paid PART XV	361,038.			361,038.
26 Total expenses and disbursements. Add lines 24 and 25	486,691.	38,738.	0.	447,953.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-104,462.			
b Net investment income (if negative, enter -0-)		343,983.		
c Adjusted net income (if negative, enter -0-)			0.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
ASSETS	1	Cash — non-interest-bearing	55,016.	42,822.	42,822.
	2	Savings and temporary cash investments	226,011.	311,105.	311,105.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)	4,319,187.	4,253,251.	4,954,657.
	c	Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments — mortgage loans				
13	Investments — other (attach schedule)				
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	4,600,214.	4,607,178.	5,308,584.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe. <u>SEE STATEMENT 6</u>)	2,144.	2,510.	
	23	Total liabilities (add lines 17 through 22)	2,144.	2,510.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	4,598,070.	4,604,668.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see the instructions)	4,598,070.	4,604,668.		
31	Total liabilities and net assets/fund balances (see the instructions)	4,600,214.	4,607,178.		

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	4,598,070.
2	Enter amount from Part I, line 27a	2	-104,462.
3	Other increases not included in line 2 (itemize) <u>SEE STATEMENT 7</u>	3	115,633.
4	Add lines 1, 2, and 3	4	4,609,241.
5	Decreases not included in line 2 (itemize) <u>SEE STATEMENT 8</u>	5	4,573.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	4,604,668.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 9			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss). [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	265,462.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8.]	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

1 Enter the appropriate amount in each column for each year; see 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 (column (b) divided by column (c))
2006	440,373.	4,907,431.	0.089736
2005	528,802.	4,657,752.	0.113532
2004	599,902.	4,740,659.	0.126544
2003	572,755.	4,092,316.	0.139959
2002	400,990.	3,602,565.	0.111307
2 Total of line 1, column (d).			0.581078
3 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			0.116216
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5.			5,155,704.
5 Multiply line 4 by line 3			599,175.
6 Enter 1% of net investment income (1% of Part I, line 27b).			3,440.
7 Add lines 5 and 6			602,615.
8 Enter qualifying distributions from Part XII, line 4.			447,953.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary – see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b.		1	6,880.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		2	0.
3 Add lines 1 and 2.		3	6,880.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0:		5	6,880.
6 Credits/Payments:			
a 2007 estimated tax pmts and 2006 overpayment credited to 2007	6a	9,681.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868).	6c		
d Backup withholding erroneously withheld.	6d		
7 Total credits and payments. Add lines 6a through 6d		7	9,681.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
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	2,801.
11 Enter the amount of line 10 to be: Credited to 2008 estimated tax 2,801. Refunded		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
<i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>0.</u> (2) On foundation managers. ▶ \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes.</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV.</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions). ▶ <u>CA</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation.</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV.</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

Part VII-A Statements Regarding Activities Continued

11 a At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule. (see instructions).....	11 a		X
b If 'Yes', did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, an annuities described in the attachment for line 11a?	11 b	N/A	
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address:	▶ WWW.THELAWRENCEFOUNDATION.ORG		
14 The books are in care of ▶ <u>LORI MITCHELL</u> Telephone no. ▶ <u>(310) 451-1567</u> Located at ▶ <u>530 WILSHIRE BLVD, #207 SANTA MONICA CA</u> ZIP + 4 ▶ <u>90401-1427</u>			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	N/A	▶ <input type="checkbox"/>	
and enter the amount of tax-exempt interest received or accrued during the year	▶ 15	N/A	

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
1 a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?..... <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 foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?.....	1 b	N/A
Organizations relying on a current notice regarding disaster assistance check here	▶ <input type="checkbox"/>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007?	1 c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__ .		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see the instructions.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20__ , 20__ , 20__ , 20__ .		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2007 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.</i>)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?.....	4 a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007?	4 b	X

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

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes 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)? (see instructions) Yes 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? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A Yes No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X

If you answered 'Yes' to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? 7b N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JEFF LAWRENCE 530 WILSHIRE BLVD., SUITE 207 SANTA MONICA, CA 90401	TRUSTEE 5.00	0.	0.	0.
DIANE TROTH 530 WILSHIRE BLVD., SUITE 207 SANTA MONICA, CA 90401	TRUSTEE 5.00	0.	0.	0.
LORI READ MITCHELL 530 WILSHIRE BLVD., SUITE 207 SANTA MONICA, CA 90401	EXECUTIVE DI 20.00	36,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000. 0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 SEE STATEMENT 10	
-----	17,009.
2	

3	

4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	

2	

All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3. ▶ 0.

BAA

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	4,968,659.
b Average of monthly cash balances	1b	265,558.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	5,234,217.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	5,234,217.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	78,513.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,155,704.
6 Minimum investment return. Enter 5% of line 5	6	257,785.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	257,785.
2a Tax on investment income for 2007 from Part VI, line 5	2a	6,880.
b Income tax for 2007. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	6,880.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	250,905.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	250,905.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	250,905.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	447,953.
b Program-related investments – total from Part IX-B	1b	
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	447,953.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	447,953.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7.....				250,905.
2 Undistributed income, if any, as of the end of 2006:				
a Enter amount for 2006 only.....			0.	
b Total for prior years: 20 ____, 20 ____, 20 ____		0.		
3 Excess distributions carryover, if any, to 2007:				
a From 2002.....	54,177.			
b From 2003.....	416,773.			
c From 2004.....	371,949.			
d From 2005.....	329,848.			
e From 2006.....	202,271.			
f Total of lines 3a through e.....	1,375,018.			
4 Qualifying distributions for 2007 from Part XII, line 4: ▶ \$ 447,953.				
a Applied to 2006, but not more than line 2a.....			0.	
b Applied to undistributed income of prior years (Election required – see instructions).....		0.		
c Treated as distributions out of corpus (Election required – see instructions).....	0.			
d Applied to 2007 distributable amount.....				250,905.
e Remaining amount distributed out of corpus.....	197,048.			
5 Excess distributions carryover applied to 2007..... (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.....	1,572,066.			
b Prior years' undistributed income. Subtract line 4b from line 2b.....		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.....		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions.....		0.		
e Undistributed income for 2006. Subtract line 4a from line 2a. Taxable amount – see instructions.....			0.	
f Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008.....				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).....	0.			
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see instructions).....	54,177.			
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a.....	1,517,889.			
10 Analysis of line 9:				
a Excess from 2003.....	416,773.			
b Excess from 2004.....	371,949.			
c Excess from 2005.....	329,848.			
d Excess from 2006.....	202,271.			
e Excess from 2007.....	197,048.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling: ▶

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

	Tax year		Prior 3 years		(e) Total
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed:					
b 85% of line 2a:					
c Qualifying distributions from Part XII, line 4 for each year listed:					
d Amounts included in line 2c not used directly for active conduct of exempt activities:					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c:					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test – enter:					
(1) Value of all assets:					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i):					
b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed:					
c 'Support' alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties):					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii):					
(3) Largest amount of support from an exempt organization:					
(4) Gross investment income:					

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
SEE STATEMENT 11

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 foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

SEE STATEMENT 12

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 13				
Total ▶ 3a				364,038.
b Approved for future payment				
Total ▶ 3b				

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THE LAWRENCE FOUNDATION

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STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

OTHER INVESTMENT INCOME				\$	394.
			TOTAL	\$	<u>394.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	\$ 2,144.			\$ 2,144.
TOTAL	<u>\$ 2,144.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 2,144.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GREENBERG LEVINSON	\$ 4,575.			\$ 4,575.
TEMO ARJANI	10,577.			10,577.
TOTAL	<u>\$ 15,152.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 15,152.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES WITHHELD	\$ 2,535.	\$ 2,535.		
PAYROLL TAXES	2,754.			\$ 2,754.
TOTAL	<u>\$ 5,289.</u>	<u>\$ 2,535.</u>	<u>\$ 0.</u>	<u>\$ 2,754.</u>

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 47.			\$ 47.
CREDIT CARD FEE	366.			366.
DUES AND SUBSCRIPTIONS	1,470.			1,470.

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STATEMENT 5 (CONTINUED)
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FINANCIAL MANAGEMENT FEES	\$ 36,203.	\$ 36,203.		
FRANCHISE TAX BOARD	10.			\$ 10.
INSURANCE	1,866.			1,866.
INTERNET EXPENSES	710.			710.
OFFICE EXPENSE	3,812.			3,812.
POSTAGE AND SHIPPING	96.			96.
REGISTRY OF CHARITABLE TRUSTS	75.			75.
TELEPHONE	1,967.			1,967.
TOTAL	<u>\$ 46,622.</u>	<u>\$ 36,203.</u>	<u>\$ 0.</u>	<u>\$ 10,419.</u>

STATEMENT 6
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

CREDIT CARD PAYABLE	\$ 15.
PAYROLL TAX PAYABLE	2,495.
TOTAL	<u>\$ 2,510.</u>

STATEMENT 7
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

BOOK/TAX DIFFERENCES	\$ 2,332.
IRS REFUND	3,017.
NONDIVIDEND DISTRIBUTIONS	4,082.
UNREAL APPREC ON DATE OF CONTRIB OF STOCK SOLD	106,202.
TOTAL	<u>\$ 115,633.</u>

STATEMENT 8
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

PRIOR YEAR ADJUSTMENTS	\$ 4,573.
TOTAL	<u>\$ 4,573.</u>

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STATEMENT 9
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	LEHMAN CAPITAL GAIN DISTRIBUTIONS	PURCHASED	VARIOUS	VARIOUS
2	LEHMAN 25 - SCHEDULE	PURCHASED	VARIOUS	VARIOUS
3	LEHMAN 26 - SCHEDULE	PURCHASED	VARIOUS	12/31/2007
4	LEHMAN 36 - SCHEDULE	PURCHASED	VARIOUS	VARIOUS
5	LEHMAN 37 - SCHEDULE	PURCHASED	VARIOUS	VARIOUS
6	LEHMAN 17 - SCHEDULE	PURCHASED	VARIOUS	VARIOUS
7	LEHMAN 88 - SCHEDULE	PURCHASED	VARIOUS	VARIOUS
8	LEHMAN 85 - SCHEDULE	PURCHASED	VARIOUS	VARIOUS
9	LEHMAN 19 - SCHEDULE	DONATED	VARIOUS	VARIOUS
10	LEHMAN 44 - SCHEDULE	PURCHASED	VARIOUS	VARIOUS

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	3,949.		0.	3,949.				\$ 3,949.
2	72,757.		70,941.	1,816.				1,816.
3	761,539.		713,335.	48,204.				48,204.
4	543,000.		561,889.	-18,889.				-18,889.
5	28,157.		16,580.	11,577.				11,577.
6	113,812.		80,412.	33,400.				33,400.
7	73,736.		83,488.	-9,752.				-9,752.
8	168,778.		113,911.	54,867.				54,867.
9	211,912.		105,710.	106,202.				106,202.
10	182,097.		148,009.	34,088.				34,088.
							TOTAL	<u>\$ 265,462.</u>

STATEMENT 10
FORM 990-PF, PART IX-A, LINE 1
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

DIRECT CHARITABLE ACTIVITIES	EXPENSES
THE LAWRENCE FOUNDATION ORGANIZED AND HOSTED A MEETING TO CONTINUE THE DISCUSSION AND DEVELOPMENT OF THE NEWLY FORMED CENTER FOR THE APPLIED STUDY OF ECONOMICS AND ENVIRONMENT (CASE&E), A NETWORK OF ECONOMISTS WHOSE WORK SUPPORTS AN ACTIVE AGENDA OF CLIMATE MITIGATION - AND ENVIRONMENTAL PROTECTION IN GENERAL. THE MEETING WAS ATTENDED BY ENVIRONMENTAL ECONOMISTS FROM ACROSS THE COUNTRY. THE MEETING TOOK PLACE IN SANTA MONICA, CA ON MARCH 19 AND 20TH AT THE FAIRMONT HOTEL. THE ADDRESS OF THE FAIRMONT HOTEL IS 101 WILSHIRE BLVD. SANTA MONICA, CA 90401.	\$ 17,009.

STATEMENT 11
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

JEFF LAWRENCE
DIANE TROTH

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THE LAWRENCE FOUNDATION

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STATEMENT 12
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: ALL GRANT PROGRAMS
 NAME: THE LAWRENCE FOUNDATION
 CARE OF: LORI MITCHELL, EXECUTIVE DIRECTOR
 STREET ADDRESS: 530 WILSHIRE BLVD, #207
 CITY, STATE, ZIP CODE: SANTA MONICA, CA 90401-1427
 TELEPHONE: 310-451-1967
 FORM AND CONTENT: SEE GUIDELINES FROM WEBSITE
 SUBMISSION DEADLINES: SEE GUIDELINES FROM WEBSITE
 RESTRICTIONS ON AWARDS: SEE GUIDELINES FROM WEBSITE

STATEMENT 13
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
AMERICA'S SECOND HARVEST 35 E. WACKER DRIVE, STE 2000 CHICAGO, IL 60601	NONE	501	HUNGER RELIEF	\$ 5,000.
AMERICA'S FARMLAND TRUST 1200 18TH ST NW, STE 800 WASHINGTON, DC 20036	NONE	501	ENVIRONMENT	1,500.
ASSN OF SPACE EXPLORERS 1150 GEMINI AVE HOUSTON, TX 77058	NONE	501	SCIENCE EDUCATION	5,000.
BRIGHT BEGINNINGS 128 M ST, NW WASHINGTON, DC 20001	NONE	501	EDUCATION	5,000.
CARE 151 ELLIS ST NE ATLANTA, GA 30303	NONE	501	FIGHTING POVERTY	5,000.
CHILDREN'S BUREAU OF SO CAL 1910 MAGNOLIA AVE LOS ANGELES, CA 90007	NONE	501	CHILDREN'S HEALTH	5,000.
CHILDREN'S ORGAN TRANSPLANT 2501 COTA DRIVE BLOOMINGTON, IN 47403	NONE	501	CHILDREN'S HEALTH	5,000.
COMMUNITY CRISIS CENTER P.O. BOX 1390 ELGIN, IL 60121	NONE	501	CHILDREN'S EDUCATION	1,000.

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STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
CONSERVATION INTERNATIONAL 2011 CRYSTAL DRIVE, SUITE 500 ARLINGTON, VA 22202	NONE	501	ENVIRONMENT	\$ 5,000.
COOK INLETKEEPER P.O. BOX 3269 HOMER, AK 99603	NONE	501	ENVIRONMENT	5,000.
DESERT RESEARCH INSTITUTE P.O. BOX 882530 STEAMBOAT SPRINGS, CO 80488	NONE	501	ENVIRONMENT	5,000.
DOCTORS WITHOUT BORDERS 333 7TH AVE, 2ND FLR NEW YORK, NY 10001	NONE	501	HUMANITARIAN SERVICES	101,283.
ECO TRUST 721 NW 9TH AVE, SUITE 200 PORTLAND, OR 97206	NONE	501	ENVIRONMENT	23,000.
ELLICOT WILDLIFE REHABILITATION P.O. BOX 75069 COLORADO SPRINGS, CO 80970	NONE	501	WILDLIFE PRESERVATION	1,500.
ENGINEERS WITHOUT BORDERS 1811 LEFTHAND CIRCLE LONGMONT, CO 80501	NONE	501	COMMUNITY PROJECTS	5,000.
ENVIRONMENTAL LAW ALLIANCE 1877 GARDEN AVE EUGENE, OR 97403	NONE	501	ENVIRONMENT	5,000.
FOCUS THE NATION 4160 SW HAVEN ST LAKE OSWEGO, OR 97035	NONE	501	ENVIRONMENT	5,000.
FOOD FINDERS 3434 ATLANTIC AVE LONG BEACH, CA 90807	NONE	501	HUNGER RELIEF	1,500.
FRIENDS OF THE EARTH 1717 MASSACHUSETTS AVE, STE 600 WASHINGTON, DC 20036	NONE	501	ENVIRONMENT	10,000.
GATEWAYS HOSPITAL AND MENTAL HEALTH CTR 1891 EFFIE ST LOS ANGELES, CA 90026	NONE	501	COMMUNITY HEALTH	1,000.

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STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
GLOBAL FOOTPRINTS NETWORK 312 CLAY ST, STE 300 OAKLAND, CA 94607	NONE	501	ENVIRONMENT	\$ 5,000.
GREEN CORPS 44 WINTER ST, 4TH FLR BOSTON, MA 02108	NONE	501	ENVIRONMENT	5,000.
NATIONAL RELIEF NETWORK P.O. BOX 125 GREENVILLE, MI 48838	NONE	501	DISASTER RELIEF	1,000.
NRDC 40 WEST 20TH ST NEW YORK, NY 10011	NONE	501	ENVIRONMENT	10,000.
OCEAN CONSERVANCY 1300 19TH ST NW, 8TH FLR WASHINGTON, DC 20036	NONE	501	ENVIRONMENT	5,000.
ORANGUTAN FOUNDATION 4201 WILSHIRE BLVD, STE 407 LOS ANGELES, CA 90010	NONE	501	ANIMAL HABITAT	5,000.
PACIFIC ENVIRONMENT 311 CALIFORNIA ST, STE 650 SAN FRANCISCO, CA 94104	NONE	501	ENVIRONMENT	5,000.
RAINFOREST ACTION NETWORK 221 PINE ST, STE 500 SAN FRANCISCO, CA 94104	NONE	501	ENVIRONMENT	5,000.
RAPTOR VIEW RESEARCH INST P.O. BOX 4323 MISSOULA, MT 59806	NONE	501	ANIMAL HABITAT	1,000.
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS 11948 W. WASHINGTON BLVD, STE 201 LOS ANGELES, CA 90066	NONE	501	ENVIRONMENT	1,500.
STANFORD UNIVERSITY 355 GALVEZ ST STANFORD, CA 94305	NONE	501	HIGHER EDUCATION	101,419.
GLOBAL DEVELOPMENT & ENVIRONMENT INST 44 TEELE AVE MEDFORD, MA 02155	NONE	501	ENVIRONMENT	5,000.

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**STATEMENT 13 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
TURTLE ISLAND RESTORATION P.O. BOX 370 FOREST KNOLLS, CA 94933	NONE	501	ENVIRONMENT	\$ 5,000.
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX, NY 10460	NONE	501	ENVIRONMENT	5,336.
ENVIRONMENTAL LAW & POLICY CENTER 35 EAST WACKER DRIVE #1300 CHICAGO, IL 60601	NONE	501	ENVIRONMENT	1,500.
FRIENDS OF CASCO BAY 43 SLOCUM DRIVE SOUTH PORTLAND, ME 04106	NONE	501	ENVIRONMENT	1,500.
			TOTAL	\$ <u>364,038.</u>

**AVERAGE MONTHLY FAIR MARKET VALUE OF SECURITIES
FORM 990-PF, PART X, LINE 1A**

SECURITY	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER
AVERAGES	<u>4,915,356</u>	<u>4,918,827</u>	<u>4,913,529</u>	<u>4,944,110</u>	<u>5,032,124</u>	<u>5,063,111</u>	<u>5,019,327</u>	<u>4,851,621</u>	<u>4,870,777</u>	<u>5,086,008</u>	<u>5,050,806</u>	<u>4,958,313</u>
	<u>4,915,356</u>	<u>4,918,827</u>	<u>4,913,529</u>	<u>4,944,110</u>	<u>5,032,124</u>	<u>5,063,111</u>	<u>5,019,327</u>	<u>4,851,621</u>	<u>4,870,777</u>	<u>5,086,008</u>	<u>5,050,806</u>	<u>4,958,313</u>
TOTALS	<u>59,623,909</u>	NUMBER OF MONTHS		<u>12</u>								
AVERAGE MONTHLY FAIR MARKET VALUE <u>4,968,659</u>												

**AVERAGE MONTHLY CASH BALANCES
FORM 990-PF, PART X, LINE 1B**

CASH BAL.	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER
AVERAGES	<u>219,017</u>	<u>202,800</u>	<u>208,969</u>	<u>179,588</u>	<u>149,787</u>	<u>176,871</u>	<u>175,360</u>	<u>320,565</u>	<u>506,474</u>	<u>411,267</u>	<u>312,474</u>	<u>323,524</u>
TOTALS	<u>3,186,696</u>	NUMBER OF MONTHS		<u>12</u>								
AVERAGE MONTHLY CASH BALANCES	<u>265,558</u>											