

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

2006

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 2006, or tax year beginning _____, **2006, and ending** _____

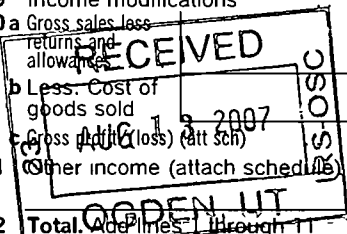
G Check all that apply	<input type="checkbox"/> Initial return	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change
Use the IRS label otherwise, print or type See Specific Instructions	THE WEIL FOUNDATION 6700 SOUTH X9 RANCH ROAD VAIL, AZ 85641			A Employer identification number 86-1049023	
				B Telephone number (see instructions) (520) 647-7865	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 364,404.			J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>		
E 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"/>					
F If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>					

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)</i>				
1 Contributions, gifts, grants, etc. received (att sch)	550,521.			
2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	5,195.	5,195.	N/A	
4 Dividends and interest from securities	648.	648.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	3,653.	STATEMENT 1		
b Gross sales price for all assets on line 6a	319,541.			
7 Capital gain net income (from Part IV, line 2)				
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)				
12 Total. Add lines 1 through 11	560,017.	5,843.		
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE ST 2	329.			
b Accounting fees (attach sch) SEE ST 3	1,125.			
c Other prof fees (attach sch) SEE ST 4	11,579.			
17 Interest				
18 Taxes (attach schedule)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	2,469.			
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 5	2,501.			
24 Total operating and administrative expenses. Add lines 13 through 23	18,003.			
25 Contributions, gifts, grants paid PART XV	280,000.			280,000.
26 Total expenses and disbursements. Add lines 24 and 25	298,003.	0.		280,000.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	262,014.			
b Net investment income (if negative, enter 0)		5,843.		
c Adjusted net income (if negative, enter 0)				

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REVENUE

ADMINISTRATIVE AND EXPENSES



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 \blacktriangleright non-interest-bearing			
	2	Savings and temporary cash investments	77,571.	364,404.	364,404.
	3	Accounts receivable \blacktriangleright			
		Less allowance for doubtful accounts \blacktriangleright			
	4	Pledges receivable \blacktriangleright			
		Less allowance for doubtful accounts \blacktriangleright			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach sch.) \blacktriangleright			
		Less allowance for doubtful accounts \blacktriangleright			
	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)	24,819.		
		c Investments — corporate bonds (attach schedule)			
	11	Investments — land, buildings, and equipment, basis \blacktriangleright			
	Less accumulated depreciation (attach schedule) \blacktriangleright				
12	Investments — mortgage loans				
13	Investments — other (attach schedule)				
14	Land, buildings, and equipment, basis \blacktriangleright				
	Less accumulated depreciation (attach schedule) \blacktriangleright				
15	Other assets (describe \blacktriangleright _____)				
16	Total assets (to be completed by all filers — see instructions Also, see page 1, item I)	102,390.	364,404.	364,404.	
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 \blacktriangleright _____)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSET 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	102,390.	364,404.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <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 instructions)	102,390.	364,404.	
	31	Total liabilities and net assets/fund balances (see instructions)	102,390.	364,404.	

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	102,390.
2	Enter amount from Part I, line 27a	2	262,014.
3	Other increases not included in line 2 (itemize) \blacktriangleright _____	3	
4	Add lines 1, 2, and 3	4	364,404.
5	Decreases not included in line 2 (itemize) \blacktriangleright _____	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	364,404.

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)
1a N/A			
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			(l) 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)	$\left[\begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right]$	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	$\left[\right]$	3

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

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

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

(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))
2005			
2004			
2003			
2002			
2001			

2 Total of line 1, column (d)	2
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	3
4 Enter the net value of noncharitable-use assets for 2006 from Part X, line 5	4
5 Multiply line 4 by line 3	5
6 Enter 1% of net investment income (1% of Part I, line 27b)	6
7 Add lines 5 and 6	7
8 Enter qualifying distributions from Part XII, line 4	8

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

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

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)	1	117.
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		
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	117.
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	117.
6 Credits/Payments.		
a 2006 estimated tax pmts and 2005 overpayment credited to 2006	6a	
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	0.
8 Enter any penalty for underpayment of estimated tax Check here <input 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	117.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2007 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

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 instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
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 ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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 instructions) ▶ <u>AZ</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 General Instruction G? <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 2006 or the taxable year beginning in 2006 (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> SEE STATEMENT 6	X	

Part VII-A Statements Regarding Activities Continued

11a	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)	11a		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?	11b	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? Website address ▶ WWW.WEILFOUNDATION.ORG	13	X	
14	The books are in care of ▶ THE FOUNDATION Telephone no ▶ (520) 647-7865 Located at ▶ 6700 SOUTH X9 RANCH ROAD, VAIL, AZ, ZIP + 4 ▶ 85641			
15	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	N/A	▶	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
1a	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 instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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 2006?	1c	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 2006, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2006? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions.)	2b	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__		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2006 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2006.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2006?	4b	X

BAA

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 6a, 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
SEE STATEMENT 7		0.	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 N/A	
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 NONE	
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	24,660.
b Average of monthly cash balances	1b	188,410.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	213,070.
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	213,070.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	3,196.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	209,874.
6 Minimum investment return. Enter 5% of line 5	6	10,494.

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	10,494.
2a Tax on investment income for 2006 from Part VI, line 5	2a	117.
b Income tax for 2006. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	117.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	10,377.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	10,377.
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	10,377.

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	280,000.
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	280,000.
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	280,000.

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 2005	(c) 2005	(d) 2006
1 Distributable amount for 2006 from Part XI, line 7				10,377.
2 Undistributed income, if any, as of the end of 2005				
a Enter amount for 2005 only			0.	
b Total for prior years 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2006				
a From 2001				
b From 2002				
c From 2003				
d From 2004				
e From 2005	49,337.			
f Total of lines 3a through e	49,337.			
4 Qualifying distributions for 2006 from Part XII, line 4. ▶ \$ 280,000.				
a Applied to 2005, 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 2006 distributable amount				10,377.
e Remaining amount distributed out of corpus	269,623.			
5 Excess distributions carryover applied to 2006 (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	318,960.			
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 2005 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2006 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2007				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2001 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2007. Subtract lines 7 and 8 from line 6a	318,960.			
10 Analysis of line 9.				
a Excess from 2002				
b Excess from 2003				
c Excess from 2004				
d Excess from 2005	49,337.			
e Excess from 2006	269,623.			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2006, 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				(e) Total
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	
2a 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))
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 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 8

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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> SEE STATEMENT 9				
Total			▶ 3a	280,000.
b <i>Approved for future payment</i>				
Total			▶ 3b	

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

2006

Name of organization

THE WEIL FOUNDATION

Employer identification number

86-1049023

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- 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 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 33-1/3% 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 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)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2006)

Name of organization

THE WEIL FOUNDATION

Employer identification number

86-1049023

Part I Contributors (See Specific Instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	DRUGSTORE.COM 13920 SE EASTGATE WAY STE 300 BELLEVUE, WA 98005	\$ 18,374.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	RANDY HARTNELL GROUNDSRING.ORG TUCSON, AZ 85641	\$ 6,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	ANDREW WEIL 6700 SOUTH X9 RANCH ROAD VAIL, AZ 85641	\$ 520,659.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
---	-----	\$ -----	Person <input 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

THE WEIL FOUNDATION

86-1049023

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
3	STOCK IN VARIOUS PUBLICLY TRADED COMPANIES	\$ 291,070.	12/20/06
		\$	
		\$	
		\$	
		\$	
		\$	

BAA

Name of organization THE WEIL FOUNDATION	Employer identification number 86-1049023
--	---

Part III *Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year* (Complete cols (a) through (e) and the following line entry.)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **\$1,000 or less** for the year. (Enter this information once – see instructions.) ▶ \$ **N/A**

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
N/A			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
-----		-----	
-----		-----	

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (not automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

Section 501(c)(3) corporations required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c)(3) corporations required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization THE WEIL FOUNDATION (FKA POLARIS FOUNDATION)	Employer identification number 86-1049023
	Number, street, and room or suite number. If a P O box, see instructions. 6700 SOUTH X9 RANCH ROAD	
	City, town or post office. For a foreign address, see instructions. VAIL, AZ 85641	state ZIP code

Check type of return to be filed (file a separate application for each return)

<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

• The books are in the care of ▶ THE FOUNDATION

Telephone No ▶ (520) 647-7865 FAX No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a section 501(c)(3) corporation required to file Form 990-T) extension of time until 8/15, 20 07, to file the exempt organization return for the organization named above.
The extension is for the organization's return for:

- ▶ calendar year 20 06 or
- ▶ tax year beginning _____, 20 _____, and ending _____, 20 _____

2 If this tax year is for less than 12 months, check reason. Initial return Final return Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 0.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 0.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

THE WEIL FOUNDATION

86-1049023

STATEMENT 1
FORM 990-PF, PART I, LINE 6A
NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

DESCRIPTION:	451 COLGATE		
DATE ACQUIRED:	12/23/2005		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	29,390.		
COST OR OTHER BASIS:	24,819.		
		GAIN (LOSS)	4,571.
DESCRIPTION:	133 AMERICAN EXPRESS		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	8,105.		
COST OR OTHER BASIS:	8,157.		
		GAIN (LOSS)	-52.
DESCRIPTION:	99 APPLE COMPUTER		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	8,163.		
COST OR OTHER BASIS:	8,391.		
		GAIN (LOSS)	-228.
DESCRIPTION:	150 BANK OF AMERICA		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	8,033.		
COST OR OTHER BASIS:	8,049.		
		GAIN (LOSS)	-16.
DESCRIPTION:	411 BOEING		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	37,057.		
COST OR OTHER BASIS:	37,179.		
		GAIN (LOSS)	-122.
DESCRIPTION:	178 CATERPILLAR		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	10,905.		
COST OR OTHER BASIS:	10,924.		
		GAIN (LOSS)	-19.

THE WEIL FOUNDATION

86-1049023

STATEMENT 1 (CONTINUED)
FORM 990-PF, PART I, LINE 6A
NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

DESCRIPTION:	161 COCA COLA		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	7,848.		
COST OR OTHER BASIS:	7,849.		
		GAIN (LOSS)	-1.
DESCRIPTION:	180 CONOCOPHILLIPS		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	13,068.		
COST OR OTHER BASIS:	13,124.		
		GAIN (LOSS)	-56.
DESCRIPTION:	159 DUPONT		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	7,778.		
COST OR OTHER BASIS:	7,866.		
		GAIN (LOSS)	-88.
DESCRIPTION:	974 EBAY		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	30,865.		
COST OR OTHER BASIS:	30,924.		
		GAIN (LOSS)	-59.
DESCRIPTION:	13 EMBARQ		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	666.		
COST OR OTHER BASIS:	669.		
		GAIN (LOSS)	-3.
DESCRIPTION:	82 EXXON MOBIL		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	6,199.		
COST OR OTHER BASIS:	6,267.		
		GAIN (LOSS)	-68.

THE WEIL FOUNDATION

86-1049023

STATEMENT 1 (CONTINUED)
FORM 990-PF, PART I, LINE 6A
NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

DESCRIPTION:	17 GOOGLE		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	7,711.		
COST OR OTHER BASIS:	7,869.		
		GAIN (LOSS)	-158.
DESCRIPTION:	1108 HEWLETT PACKARD		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	45,749.		
COST OR OTHER BASIS:	45,705.		
		GAIN (LOSS)	44.
DESCRIPTION:	185 HONEYWELL INTL		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	8,248.		
COST OR OTHER BASIS:	8,243.		
		GAIN (LOSS)	5.
DESCRIPTION:	10 IDEARC		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	273.		
COST OR OTHER BASIS:	283.		
		GAIN (LOSS)	-10.
DESCRIPTION:	111 JOHNSON & JOHNSON		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	7,320.		
COST OR OTHER BASIS:	7,374.		
		GAIN (LOSS)	-54.
DESCRIPTION:	179 J P MORGAN		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	8,695.		
COST OR OTHER BASIS:	8,632.		
		GAIN (LOSS)	63.

THE WEIL FOUNDATION

86-1049023

STATEMENT 1 (CONTINUED)
FORM 990-PF, PART I, LINE 6A
NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

DESCRIPTION:	150 MCDONALDS		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	6,575.		
COST OR OTHER BASIS:	6,579.		
		GAIN (LOSS)	-4.
DESCRIPTION:	324 PFIZER		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	8,466.		
COST OR OTHER BASIS:	8,492.		
		GAIN (LOSS)	-26.
DESCRIPTION:	120 PROCTOR & GAMBLE		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	7,683.		
COST OR OTHER BASIS:	7,736.		
		GAIN (LOSS)	-53.
DESCRIPTION:	704 QUALCOMM		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	27,044.		
COST OR OTHER BASIS:	27,069.		
		GAIN (LOSS)	-25.
DESCRIPTION:	127 UNITED TECHNOLOGIES		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	7,993.		
COST OR OTHER BASIS:	8,029.		
		GAIN (LOSS)	-36.
DESCRIPTION:	215 VERIZON COMM		
DATE ACQUIRED:	12/20/2006		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	12/20/2006		
TO WHOM SOLD:			
GROSS SALES PRICE:	7,880.		
COST OR OTHER BASIS:	7,837.		
		GAIN (LOSS)	43.

THE WEIL FOUNDATION

86-1049023

STATEMENT 1 (CONTINUED)
FORM 990-PF, PART I, LINE 6A
NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV

DESCRIPTION: 218 WELLS FARGO
 DATE ACQUIRED: 12/20/2006
 HOW ACQUIRED: PURCHASE
 DATE SOLD: 12/20/2006
 TO WHOM SOLD:
 GROSS SALES PRICE: 7,827.
 COST OR OTHER BASIS: 7,822.

GAIN (LOSS) 5.

TOTAL \$ 3,653.

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
TOTAL	\$ <u>329.</u>	\$ <u>0.</u>	<u> </u>	\$ <u>0.</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
TOTAL	\$ <u>1,125.</u>	\$ <u>0.</u>	<u> </u>	\$ <u>0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	\$ 179.			
PROFESSIONAL FEES - CONSULTING	11,400.			
TOTAL	\$ <u>11,579.</u>	\$ <u>0.</u>	<u> </u>	\$ <u>0.</u>

THE WEIL FOUNDATION

86-1049023

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
CONTRACT LABOR	\$ 2,385.			
MISCELLANEOUS	35.			
POSTAGE & DELIVERY	48.			
TELEPHONE	33.			
TOTAL	\$ 2,501.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 6
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

NAME OF SUBSTANTIAL CONTRIBUTOR	ADDRESS OF SUBSTANTIAL CONTRIBUTOR
ANDREW WEIL	6700 SOUTH X9 RANCH ROAD VAIL, AZ 85641
DRUGSTORE.COM	13920 SE EASTGATE WAY STE 300 BELLEVUE, WA 98005

STATEMENT 7
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
ANDREW WEIL 6700 X. X9 RANCH ROAD VAIL, AZ 85641	DIRECTOR NONE	\$ 0.	\$ 0.	\$ 0.
JAMES DALEN 6700 S. RANCH ROAD VAIL, AZ 85641	DIRECTOR NONE	0.	0.	0.
RICHARD BAXTER 6700 S. RANCH ROAD VAIL, AZ 85641	DIRECTOR NONE	0.	0.	0.
	TOTAL	\$ 0.	\$ 0.	\$ 0.

THE WEIL FOUNDATION

86-1049023

STATEMENT 8
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
 NAME: NANCY OLMSTEAD
 CARE OF:
 STREET ADDRESS: 6700 SOUTH X9 RANCH ROAD
 CITY, STATE, ZIP CODE: VAIL, AZ 85641
 TELEPHONE:
 FORM AND CONTENT: APPLICATION FORM WITH GRANT INFORMATION AND BUDGET
 SUBMISSION DEADLINES:
 RESTRICTIONS ON AWARDS: ORGANIZATIONS TO BE SUPPORTED ARE IDENTIFIED THROUGH THE FOUNDATION'S OWN RESEARCH AND ARE INVITED TO APPLY.

STATEMENT 9
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>
AMERICAN BOTANICAL COUNCIL P.O. BOX 144345 AUSTIN, TX , 78714	N/A	501C3	RESEARCH AND EDUCATION	\$ 5,000.
PROGRAM IN INTEGRATIVE MEDICI P O BOX 245153 TUCSON, AZ, 85724	N/A	501C3	RESEARCH AND EDUCATION	200,000.
MAINE MEDICAL CENTER FP RESID 22 BRAMHALL ST PORTLAND, ME, 04102	N/A	501C3	RESEARCH AND EDUCATION	20,000.
OREGON HEALTH & SCIENCE U. FA 3181 S.W. SAM JACKSON PARK RD PORTLAND, OR, 97239	N/A	501C3	RESEARCH AND EDUCATION	15,000.
CAHCIM 420 DELAWARE STREET SE MINNEAPOLIS, MN, 55455	N/A	501C3	RESEARCH AND EDUCATION	30,000.
UNM HEALTH SCIENCES MSC09 5300 ALBUQUERQUE, NM, 87131	N/A	501C3	RESEARCH AND EDUCATION	5,000.
COLUMBIA UNIVERSITY 630 WEST 168TH STREET NEW YORK, NY, 10032	N/A	501C3	RESEARCH AND EDUCATION	5,000.
TOTAL \$				<u>280,000.</u>