

Return of Private Foundation

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

1998

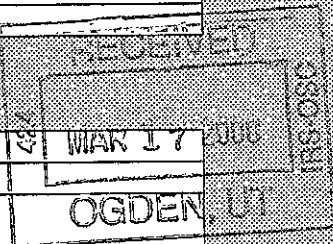
Department of the Treasury
Internal Revenue Service

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

For calendar year 1998, or tax year beginning 8/01, 1998, and ending 7/31, 1999

Use the IRS label. Otherwise, please print or type. See Specific Instructions.	Cisco Systems Foundation 170 West Tasman Drive San Jose, CA 95134-1706	A Employer identification number 77-0443347
		B Telephone number (see page 9 of the instructions) 408-526-7120
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		C If exemption application is pending, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 65,370,504		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <u>Modified Cash</u> (Part I, column (d) must be on cash basis.)		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"/>
		G If address changed, check here <input type="checkbox"/>

Part I Analysis of Revenue & Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in col.(a) (see page 9 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach sch.) <u>St. 1</u>	35,714			
2	Contributions from split-interest trusts				
3	Interest on savings and temporary cash investments	501,383	501,383	N/A	
4	Dividends and interest from securities	1,163,568	1,163,568		
5a	Gross rents				
b	(Net rental income or (loss))				
6	Net gain or (loss) from sale of assets not on line 10	1,453,048			
7	Capital gain net income (from Part IV, line 2)		1,453,048		
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 or (loss) (attach schedule)				
11	Other income (attach schedule) <u>See St. 2</u>	1,170			
12	Total. Add lines 1 through 11	3,154,883	3,117,999		
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) <u>See Stmt. 3</u>	41,918			41,918
b	Accounting fees (attach schedule) <u>Stmt. 4</u>	50,650			50,650
c	Other professional fees (attach schedule)				
17	Interest	326	326		
18	Taxes (attach sch.) (see pg. 12 of instr.) <u>See Stmt. 5</u>	820,400	20,400		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications	21,796			21,796
23	Other expenses (attach schedule) <u>Stmt. 6</u>	623,353	427,053		256,300
24	Total operating and administrative expenses. Add lines 13 through 23	1,558,443	447,779		370,664
25	Contributions, gifts, grants paid <u>See Prt. XV</u>	7,534,694			7,675,024
26	Total expenses and disbursements. Add lines 24 and 25	9,093,137	447,779		8,045,688
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-5,938,254			
b	Net investment income (if negative, enter -0-)		2,670,220		
c	Adjusted net income (if negative, enter -0-)				



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash - non-interest-bearing		984,343	984,343
	2 Savings and temporary cash investments	19,772,247	10,473,939	10,473,939
	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 page 14 of the instructions)			
	7 Other notes and loans receivable			
	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 (att. sch.)			
	b Investments - corporate stock (attach schedule) Statement 7	45,384,851	53,912,222	53,912,222
	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)	75,888			
16 Total assets (to be completed by all filers - see pg. 15 of the instructions Also, see page 1, item I)	65,232,986	65,370,504	65,370,504	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable	141,500		
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqual. persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)	60,000		
23 Total liabilities (add lines 17 through 22)	201,500	0		
NET ASSETS OR FUND BALANCES	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	65,031,486	65,370,504	
	25 Temporarily restricted			
	26 Permanently restricted			
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see page 16 of the instructions)	65,031,486	65,370,504		
31 Total liabilities and net assets/fund balances (see page 16 of the instructions)	65,232,986	65,370,504		

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	65,031,486
2 Enter amount from Part I, line 27a	2	-5,938,254
3 Other increases not included in line 2 (itemize)	3	See Statement 8
4 Add lines 1, 2, and 3	4	65,370,504
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	65,370,504

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase O - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
Securities (See Stmt 15)	P	Various	Various
Calls S & P (See Stmt 16)	P	Various	Various

(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)
31,691,557		29,191,551	2,500,006
5,350,202		6,397,160	-1,046,958

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any	
			2,500,006
			-1,046,958

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	1,453,048
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 pages 11 and 16 of 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 organization liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the organization does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 16 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
1997	1,490,771	87,195,681	0.017097
1996	15,000	12,944,017	0.001159
1995			
1994			
1993			

2 Total of line 1, column (d)	2	0.018256
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	0.009128
4 Enter the net value of noncharitable-use assets for 1998 from Part X, line 5	4	64,133,682
5 Multiply line 4 by line 3	5	585,412
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	26,702
7 Add lines 5 and 6	7	612,114
8 Enter qualifying distributions from Part XII, line 4	8	8,045,688

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 16.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 16 of the instructions)

1a 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	26,702
b Domestic organizations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of line 12b		2	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	26,702
3 Add lines 1 and 2		4	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	26,702
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 1998 estimated tax payments & 1997 overpayment credited to 1998	6a	112,136	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 2758)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	112,136	
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		
10 OVERPAYMENT. If line 7 is more than the total of lines 5 and 8, enter the AMOUNT OVERPAID	10	85,434	
11 Enter the amount of line 10 to be: Credited to 1999 estimated tax <input type="checkbox"/> 85,434 Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the organization 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 page 17 of the instructions for definition)?		X
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 organization in connection with the activities.		
c Did the organization 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 organization. <input type="checkbox"/> \$ 0 (2) On the organization managers. <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers. <input type="checkbox"/> \$ 0		
2 Has the organization engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities.		
3 Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the organization 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?		X
If "Yes," attach the statement required by General Instruction T.		
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 organization have at least \$5,000 in assets at any time during the year?	X	
If "Yes," complete Part II, column (c), and Part XV.		
8a Enter the states to which the foundation reports or with which it is registered (see page 18 of the instructions) <input type="checkbox"/> _____ <u>California</u>		
b If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 1998 or the taxable year beginning in 1998 (see instructions for Part XIV on page 23)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year?		X
If "Yes," attach a schedule listing their names and addresses.		
11a Did anyone request to see either the organization's annual return or its exemption application (or both)?		X
b If "Yes," did the organization comply pursuant to the instructions? (See General Instruction Q.)		N/A
12 The books are in care of <input type="checkbox"/> <u>Larry R. Carter</u> Telephone No. <input type="checkbox"/> <u>408-526-4000</u> Located at <input type="checkbox"/> <u>170 West Tasman Drive, San Jose, CA</u> ZIP +4 <input type="checkbox"/> <u>95134</u>		
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041. - Check here <input type="checkbox"/>		
and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> <u>13</u> <u>N/A</u>		

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.

1 Self-dealing (section 4941):

- a During the year did the organization (either directly or indirectly):
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the organization agreed to make a grant to or employ the official for a period after termination of government service, if terminating within 90 days.)

Table with 2 columns: Yes, No. Row 1b: X. Row 1c: X.

- b If any answer is "Yes" to 1a(1)-(6), did ANY of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 18 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here

- c Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 1998?

2 Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

- a At the end of tax year 1998, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 1998? If "Yes," list the years

- b Are there any years listed in 2a for which the organization is NOT applying the provisions of section 4942 (a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942 (a)(2) to ALL years listed, answer "No" and attach statement - see page 18 of the instructions.)

- c If the provisions of section 4942(a)(2) are being applied to ANY of the years listed in 2a, list the years here.

Table with 2 columns: Yes, No. Row 2b: N/A.

3 Taxes on excess business holdings (section 4943):

- a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 1998 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the organization had excess business holdings in 1998.)

Table with 2 columns: Yes, No. Row 3b: N/A.

4 Taxes on investments that jeopardize charitable purposes (section 4944):

- a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 1998?

Table with 2 columns: Yes, No. Row 4a: X. Row 4b: X.

5 Taxes on taxable expenditures (section 4945) and political expenditures (section 4955):

- a During the year did the organization pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(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)?
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

- b If any answer is "Yes" to 5a(1)-(5), did ANY of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 19 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here

Table with 2 columns: Yes, No. Row 5b: N/A.

- c If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d).

Table with 2 columns: Yes, No. Row 5c: 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 page 19 of the instructions):

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 9				

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 19 of the instructions). If none, enter "NONE."

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

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

3 Five highest-paid independent contractors for professional services - (see page 19 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
BT Alex Brown 300 S Grand Ave, 40th Floor, LA, CA 90071	Investment Fees	293,536
Morgan Stanley Dean Witter 555 California St, San Francisco, CA 94104	Investment Fees	133,517
Delganes Mitchell & Linder 300 Montgomery St, Ste 1050, CA 94104	Accounting Fees	50,650

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 page 20 of the instructions)

Describe any program-related investments made by the foundation during the tax year.	Amount
1 N/A	
2	
3	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 20 of the instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	53,283,514
b Average of monthly cash balances	1b	11,826,823
c Fair market value of all other assets (see page 21 of the instructions)	1c	
d Total (add lines 1a, b, and c)	1d	65,110,337
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	65,110,337
4 Cash deemed held for charitable activities - Enter 1 1/2% of line 3 (for greater amount, see page 21 of the instructions)	4	976,655
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	64,133,682
6 Minimum investment return. Enter 5% of line 5	6	3,206,684

Part XI Distributable Amount (see page 21 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	3,206,684
2a Tax on investment income for 1998 from Part VI, line 5	2a	26,702
b Income tax for 1998. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	26,702
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	3,179,982
4a Recoveries of amounts treated as qualifying distributions	4a	
b Income distributions from section 4947(a)(2) trusts	4b	
c Add lines 4a and 4b	4c	
5 Add lines 3 and 4c	5	3,179,982
6 Deduction from distributable amount (see page 22 of the instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and Part XIII, line 1	7	3,179,982

Part XII Qualifying Distributions (see page 22 of the instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	8,045,688
b Program-related investments - total of lines 1 - 3 of 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	8,045,688
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 22 of the instructions)	5	26,702
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,018,986

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

Part XIII Undistributed Income (see page 22 of the instructions)

	(a) Corpus	(b) Years prior to 1997	(c) 1997	(d) 1998
1 Distributable amount for 1998 from Part XI, line 7.....				3,179,982
2 Undistributed income, if any, as of the end of 1997:				
a Enter amount for 1997 only			1,975,675	
b Total for prior years: 19____, 19____, 19____		0		
3 Excess distributions carryover, if any, to 1998:				
a From 1993				
b From 1994				
c From 1995				
d From 1996				
e From 1997				
f Total of lines 3a through e.....	0			
4 Qualifying distributions for 1998 from Part XII, line 4: ▶ \$ 8,045,688				
a Applied to 1997, but not more than line 2a.....			1,975,675	
b Applied to undistributed income of prior years (Election required - see page 23 of the instructions) ...		0		
c Treated as distributions out of corpus (Election required - see page 23 of the instructions) ...	0			
d Applied to 1998 distributable amount.....				3,179,982
e Remaining amount distributed out of corpus	2,890,031			
5 Excess distributions carryover applied to 1998..... (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.....	2,890,031			
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 page 23 of the instructions		0		
e Undistributed income for 1997. Subtract line 4a from line 2a. Taxable amount - see pg. 23 of the instructions			0	
f Undistributed income for 1998. Subtract lines 4d and 5 from line 1. This amount must be distributed in 1999...				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 23 of the instructions).....		0		
8 Excess distributions carryover from 1993 not applied on line 5 or line 7 (see page 23 of the instructions)		0		
9 Excess distributions carryover to 1999. Subtract lines 7 and 8 from line 6a.....	2,890,031			
10 Analysis of line 9:				
a Excess from 1994.....				
b Excess from 1995.....				
c Excess from 1996.....				
d Excess from 1997.....				
e Excess from 1998.....	2,890,031			

Part XIV Private Operating Foundations (see page 23 of the 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 1998, enter the date of the ruling ▶
- b** Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5).

	Tax year		Prior 3 years		(e) Total
	(a) 1998	(b) 1997	(c) 1996	(d) 1995	
2a Enter the lesser of the adjusted net income from Part I or the min. 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 min. 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 page 24 of the instructions.)

- 1 Information Regarding Foundation Managers:**
- a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).) None
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

- None
- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc., (see page 24 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

See Statement 10

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

Written request with 501(c)(3) letter

c Any submission deadlines:

See Statement 14

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

See Statement 14

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 Matching Grants See Attached Statement 12	N/A	509 (a)	Various	808,499
98-99 Grants See Attached Statement 13	N/A	509 (a)	Various	6,726,195
Total				7,534,694 ▶ 3a
b Approved for future payment				
Total				▶ 3b

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting organization to a noncharitable exempt organization of:

(1) Cash
(2) Other assets

b Other Transactions:

(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities or equipment
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Table with columns Yes and No, and rows for 1a(1), 1a(2), b(1) through b(6), and c.

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

2a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If "Yes," complete the following schedule.

Table with columns (a) Name of organization, (b) Type of organization, and (c) Description of relationship.

Part XVIII Public Inspection (see page 26 of the instructions and General Instruction Q)

- 1 Enter the date the notice of availability of the annual return appeared in a newspaper
2 Enter the name of the newspaper
3 Check here to indicate that you have attached a copy of the newspaper notice required by the instructions on page 26.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, the information furnished is true, correct, and complete.

3/2000 Treasurer

Underpayment of Estimated Tax by Corporations

1998

Form 2220

See separate instructions.

Attach to the corporation's tax return.

Department of the Treasury
Internal Revenue Service

Name
Cisco Systems Foundation

Employer identification number
77-0443347

Note: In most cases, the corporation does not need to file Form 2220. (See Part I below for exceptions.) The IRS will figure any penalty owed and bill the corporation. If the corporation does not need to file Form 2220, it may still use it to figure the penalty. Enter the amount from line 34 on the estimated tax penalty line of the corporation's income tax return, but do not attach Form 2220.

Part I Reasons For Filing - Check the boxes below that apply to the corporation. If any box is checked or the **Note** below applies, the corporation must file Form 2220 with the corporation's tax return, even if it does not owe the penalty. If the box on line 1 or line 2 applies, the corporation may be able to lower or eliminate the penalty. See page 1 of the instructions.

- 1 The corporation is using the annualized income installment method.
- 2 The corporation is using the adjusted seasonal installment method.
- 3 The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Note: The corporation must also file Form 2220 if it is claiming a waiver of the penalty. See **Waiver of penalty** on page 2 of the instructions.

Part II Figuring the Underpayment

4	Total tax (see page 2 of the instructions)				4	26,702
5a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 4	5a				
5b	Interest due under the look-back method of section 460(b)(2) for completed long-term contracts included on line 4	5b				
5c	Credit for Federal tax paid on fuels (see page 2 of the instructions)	5c				
5d	Total. Add lines 5a through 5c	5d				
6	Subtract line 5d from line 4. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty.	6			6	26,702
7	Enter the tax shown on the corporation's 1997 income tax return. (CAUTION: See page 2 of the instructions before completing this line.)	7			7	647,009
8	Enter the smaller of line 6 or line 7. If the corporation must skip line 7, enter the amount from line 6 on line 8	8			8	26,702
9	Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Enter 5th month), 6th, 9th, and 12th months of the corporation's tax year.	(a)	(b)	(c)	(d)	
9		12/15/98	1/15/99	4/15/99	7/15/99	
10	Required installments. If the box on line 1 and/or line 2 above is checked, enter the amounts from Schedule A, line 41. If the box on line 3 (but not 1 or 2) is checked, see page 2 of the instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 8 above in each column	10	6,675	6,675	6,676	6,676
11		Estimated tax paid or credited for each period (see page 2 of the instructions). For column (a) only, enter the amount from line 11 on line 15	11	112,136		
12	Enter amount, if any, from line 18 of the preceding col.	12		105,461	98,786	92,110
13		Add lines 11 and 12	13		105,461	98,786
14	Add amounts on lines 16 and 17 of the preceding col.	14				
15	Subtract line 14 from line 13. If zero or less, enter -0-	15	112,136	105,461	98,786	92,110
16	If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0	0	
17	Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column (see page 2 of the instructions). Otherwise, go to line 18	17				
18	Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next col.	18	105,461	98,786	92,110	85,434

Complete Part III on page 2 to figure the penalty. If there are no entries on line 17, no penalty is owed.

Part III Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see page 3 of the instr). (Form 990-PF & Form 990-T filers: Use 5th month instead of 3rd month.)	19			
20 Number of days from due date of installment on line 9 to the date shown on line 19	20			
21 No. of days on line 20 after 4/15/98 and before 1/1/99	21			
22 Underpayment on line 17 x $\frac{\text{No. of days on line 21} \times 8\%}{365}$	22 \$	\$	\$	\$
23 No. of days on line 20 after 12/31/98 and before 4/1/99	23			
24 Underpayment on line 17 x $\frac{\text{No. of days on line 23} \times 7\%}{365}$	24 \$	\$	\$	\$
25 No. of days on line 20 after 3/31/99 and before 7/1/99	25			
26 Underpayment on line 17 x $\frac{\text{No. of days on line 25} \times \%}{365}$	26 \$	\$	\$	\$
27 No. of days on line 20 after 6/30/99 and before 10/1/99	27			
28 Underpayment on line 17 x $\frac{\text{No. of days on line 27} \times \%}{365}$	28 \$	\$	\$	\$
29 No. of days on line 20 after 9/30/99 & before 1/1/2000	29			
30 Underpayment on line 17 x $\frac{\text{No. of days on line 29} \times \%}{365}$	30 \$	\$	\$	\$
31 No. of days on ln. 20 after 12/31/99 & before 2/16/2000	31			
32 Underpayment on line 17 x $\frac{\text{No. of days on line 31} \times \%}{366}$	32 \$	\$	\$	\$
33 Add lines 22, 24, 26, 28, 30, and 32.	33 \$	\$	\$	\$
34 Penalty. Add columns (a) through (d), of line 33. Enter the total here and on Form 1120, line 33; Form 1120-A, line 29; or the comparable line for other income tax returns.				34 \$

* For underpayments paid after March 31, 1999: For lines 26, 28, 30, and 32 use the penalty interest rate for each calendar quarter that the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS's web site at www.irs.ustreas.gov. You can also call 1-800-829-1040 to get interest rate information.

Cisco Systems Foundation

77-0443347

Statement 2
Form 990-PF, Part I, Line 11
Other Income

Return P/Y Grants	\$	1,170
	Total	<u>\$ 1,170</u>

Statement 3
Form 990-PF, Part I, Line 16a
Legal Fees

Legal Fees	\$	41,918
	Total	<u>\$ 41,918</u>

Statement 4
Form 990-PF, Part I, Line 16b
Accounting Fees

Accounting Fees	\$	50,650
	Total	<u>\$ 50,650</u>

Statement 5
Form 990-PF, Part I, Line 18
Taxes

Excise Tax	\$	800,000
Withholding on Foreign Dividends		20,400
	Total	<u>\$ 820,400</u>

Statement 6
Form 990-PF, Part I, Line 23
Other Expenses

Bank Service Charges	\$	40
Checkwriting		23,392
Conferences		1,350
Design Fees		8,608
Dues & Subscriptions		584
Investment Management Fees		427,053
Membership Fees		88,769
Misc Program Expense		551
Other Professional Services		32,266
Program Administration		37,000
Software Support		2,940
Supplies		800
	Total	<u>\$ 623,353</u>

1998

Federal Statements

Cisco Systems Foundation

77-0443347

Statement 7
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

Corporate Stocks	Val. Method	Book Val.	Fair Mkt. Value
Cohen Managed Acct (See Attached Sched)	Mkt Val	\$ 12,664,166	12,664,166
Gateway Account (See Attached Schedule)	Mkt Val	10,800,722	10,800,722
So Eastern Asset Mgmt Acct (See Sch)	Mkt Val	8,694,119	8,694,119
Morgan Stanley (See Attached Schedule)	Mkt Val	21,753,215	21,753,215
	Total	<u>\$ 53,912,222</u>	<u>53,912,222</u>

Cohen Account @ Fair Market Value

As of 7/31/99

Page 1

Security	Shares	Balance
3 Com Corp	12,100.000	291,912.50
Abbott Laboratories	7,900.000	339,210.20
Amer Home Prods. Corp	6,800.000	346,800.00
Amgen Inc	8,675.000	666,890.63
Avon Products Inc	8,200.000	373,100.00
Becton Dickinson	11,250.000	308,677.50
Bed Bath & Beyond	14,050.000	476,828.90
Boston Scientific	8,850.000	358,982.55
Bristol Myers Squibb Co	5,800.000	385,700.00
Cisco Systems Inc.	8,000.000	497,000.00
Coca Cola Co.	5,300.000	319,658.90
Computer Associates	6,850.000	314,243.75
Conseco Inc	11,200.000	322,705.60
Dollar General Corp.	12,596.250	333,019.66
EMC Corp - Mass	6,475.000	392,145.43
Franklin Resources	8,600.000	327,875.00
Gap Inc.	11,025.000	515,418.75
Intel Corp	8,050.000	555,450.00
Mattel Inc.	13,900.000	326,650.00
MBNA Corp.	13,350.000	380,475.00
McDonalds Corp.	11,650.000	485,665.20
MCI Worldcom Inc.	5,100.000	420,750.00
McKesson HBOC Inc	8,800.000	273,354.40
Merck & Co. Inc.	4,700.000	318,133.60
Oracle Corp.	15,937.000	606,610.03
Parametric Technology	9,300.000	131,362.50
Providian Financial Corp.	6,025.000	548,275.00
Seagate Technology	14,000.000	376,250.00
Sprint Corp PCS Ser 1	8,412.000	509,977.50
Tandy Corp.	10,600.000	543,917.80
US Bancorp-Del	9,725.000	302,690.63
Xerox Corp.	6,450.000	314,437.50
TOTAL Investments		12,664,166

Gateway Account @ Fair Market Value

As of 7/31/99

Page 1

Security	Shares	Balance
Alcoa	800.000	47,900.00
Allegheny Teledyne Inc.	400.000	8,575.20
American Electric Power Co Inc	400.000	14,150.00
American Express Co	900.000	118,575.00
American General Corp.	500.000	38,687.50
American International Group	2,550.000	296,118.75
Ameritech Corp. New	2,300.000	168,475.00
AT&T Corp.	6,450.000	335,000.10
Atlantic Richfield Co.	700.000	63,044.10
Avon Products Inc	500.000	22,750.00
Baker Hughes Inc.	700.000	24,369.10
Bank of Amer Corp	3,536.000	234,702.00
Bank One Corp.	2,396.000	130,732.95
Baxter International, Inc.	600.000	41,212.80
Bell Atlantic Corp	3,200.000	204,000.00
Bethlehem Steel Corp	300.000	2,343.90
Black & Decker Corp.	200.000	11,550.00
Boeing Co.	1,900.000	86,212.50
Boise Cascade Corp.	100.000	3,856.30
Bristol Myers Squibb Co	4,100.000	272,650.00
Brunswick Corp.	200.000	5,475.00
Burlington Northern Santa Fe	1,000.000	32,000.00
Campbell Soup Co.	900.000	39,600.00
CBS Corp.	1,500.000	65,907.00
Ceridian Corp	300.000	8,400.00
Champion International Corp.	200.000	10,350.00
Cigna Corp.	400.000	35,275.20
Cisco Systems Inc.	6,500.000	403,812.50
Citigroup Inc.	7,050.000	314,169.15
Coastal Corp	400.000	15,825.20
Coca Cola Co.	5,100.000	307,596.30
Colgate Palmolive Co	1,200.000	59,250.00
Columbia/HCA Healthcare Corp	1,300.000	28,925.00
Computer Sciences Corp	300.000	19,312.50
Delta Air Lines Inc	300.000	17,887.50
Dow Chemical Co	500.000	62,000.00
E I Du Pont De Nemours & Co	2,300.000	165,744.90
Eastman Kodak Co.	700.000	48,387.50
Entergy Corp. New	500.000	15,156.50
Exxon Corp	5,000.000	396,875.00
FDX Corp	600.000	26,887.80
Fluor Corp	200.000	8,012.60
Ford Motor Co	2,500.000	121,562.50
General Dynamics	300.000	20,193.90
General Electric Co	6,800.000	741,200.00
General Motors Corp	1,300.000	79,219.40
H J Heinz Co	700.000	32,987.50
Halliburton Co.	900.000	41,512.50
Harras Entertainment Inc.	300.000	6,393.90
Harris Corp.-Del	200.000	6,062.60
Hartford Financial Services Gr	500.000	27,000.00
Hewlett Packard Co	2,100.000	219,844.80
Homestake Mining Co	500.000	4,000.00
Honeywell Inc.	300.000	35,943.90
IBM Corp	3,800.000	477,612.50
Int'l Flavors & Fragrances Inc	200.000	9,062.60
Intel Corp	7,000.000	483,000.00
International Paper Co	600.000	30,675.00

Gateway Account @ Fair Market Value

As of 7/31/99

Security	Shares	Balance
Johnson & Johnson	2,800.000	257,950.00
K Mart Corp	1,000.000	14,500.00
Limited Inc.	500.000	22,844.00
Lucent Tech.	5,400.000	351,340.20
Mallinckrodt Inc. New	100.000	3,387.50
May Department Stores Co	750.000	29,016.00
McDonalds Corp.	2,800.000	116,726.40
Merck & Co. Inc.	4,900.000	331,671.20
Merrill Lynch & Co Inc	700.000	47,644.10
Microsoft Corp	10,400.000	892,455.20
Minnesota Mining & Mfg Co	800.000	70,350.40
Mobil Corp.	1,600.000	163,600.00
Monsanto Co.	1,300.000	50,862.50
National Semiconductor Corp	300.000	7,425.00
Norfolk Southern Corp	800.000	23,400.00
Nortel Networks	1,400.000	124,075.00
Occidental Petroleum Corp.	700.000	13,694.10
Oracle Corp.	2,950.000	112,285.85
Pepsico Inc.	3,000.000	117,375.00
Pharmacia & Upjohn Inc	1,000.000	53,813.00
Polaroid Corp.	100.000	2,300.00
Procter & Gamble Co	2,700.000	244,350.00
Put S&P 100 Index Aug 620	21.000	3,937.50
Put S&P 100 Index Sep 650	58.000	70,325.00
Put S&P 500 Index Oct 1250	7.000	22,400.00
Put S&P 500 Index Sep 1225	31.000	50,762.50
Ralston-Ralston Purina Group	700.000	20,956.60
Raytheon Co-CI B	700.000	49,219.10
Rockwell International Corp	400.000	23,525.20
Schlumberger Ltd	1,100.000	66,619.30
Sears Roebuck & Co.	800.000	32,400.00
Southern Co.	1,400.000	37,013.20
Tandy Corp.	400.000	20,525.20
Tektronix Inc.	100.000	3,168.80
Texas Instruments Inc	800.000	115,200.00
Toys r Us Inc	500.000	8,125.00
Unicom Corp.	400.000	15,700.00
Unisys Corp.	500.000	20,406.50
United Technologies Corp.	1,000.000	66,688.00
US Bancorp-Del	1,500.000	46,687.50
Wal-Mart Stores Inc.	9,200.000	388,700.00
Walt Disney Co Holding Co	4,200.000	116,025.00
Wells Fargo & Co. New	3,400.000	132,600.00
Weyerhaeuser Co.	400.000	25,875.20
Williams Companies Inc.	900.000	37,856.70
Xerox Corp.	1,400.000	68,250.00
		11,042,057.70
FMV Open Transactions July		
17 Call S&P Aug 660	(55,250.00)	
23 Call S&P Sept 680	(66,125.00)	
16 Call S&P Aug 700	(10,800.00)	
33 Call S&P Aug 700	(22,275.00)	
25 Call S&P Oct 700	(62,500.00)	
23 Call S&P Aug 720	(4,312.50)	
22 Call S&P Sept 720	(20,075.00)	
	(241,337.50)	

S East Asset Acc't @ Fair Market Value

As of 7/31/99

Page 1

Security	Shares	Balance
Allied Waste Industries Inc.	42,000.000	753,396.00
Boston Properties Inc. Com	19,000.000	650,750.00
Canadian Pacific Ltd New	27,000.000	644,625.00
Catellus Development	34,000.000	539,750.00
Crestline Capital Corp	3,500.000	63,000.00
De Beers Cons Mines	29,000.000	717,750.00
FDX Corp	18,000.000	806,634.00
Georgia Pacific Corp.	25,000.000	617,200.00
Hilton Hotels Corp.	45,000.000	587,835.00
Host Marriott Corp New REIT	38,045.000	392,358.09
Koninklijke Philips Electrnc NEW	9,200.000	930,350.00
Marriott Int'l New Cl A	20,000.000	701,260.00
Pioneer Natural Resources	22,000.000	255,750.00
Trizec Hahn Corp	24,000.000	445,512.00
Waste Management Inc.	23,000.000	587,949.00
TOTAL Investments		8,694,119.09

M Stanley Acc't @ Fair Market Value

As of 7/31/99

Page 1

Security	Shares	Balance
AES Corp.	4,400.000	264,000.00
Alcoa	3,400.000	203,575.00
Amer Home Prods. Corp	9,700.000	494,700.00
American Express Co	2,200.000	289,850.00
American International Group	1,634.000	189,748.25
App Global Due 11/18/12	18,000.000	270,000.00
Applied Material	4,000.000	287,750.00
Argentaria Sponsered ADR	6,000.000	262,500.00
ASM Lithography Holding NV	6,000.000	364,500.00
AT&T Corp.	3,500.000	182,437.50
Axa Uap ADR	3,700.000	218,531.25
Bank One Corp Com	13,000.000	1,292,499.00
Bank One Corp.	6,800.000	371,025.00
Bell Atlantic Corp	5,000.000	320,000.00
Bellsouth Telecom 6%	5,000.000	495,360.00
Bristol Myers Squibb Co	5,700.000	379,050.00
Century Comm. Due 3/15/03	3,000.000	211,500.00
Chevron Corp. Com	2,200.000	200,750.00
Cisco Systems Inc.	2,000.000	124,250.00
Citigroup Inc.	6,000.000	267,375.00
Clear Channel Communications	5,165.000	359,290.31
Coca Cola Co.	8,400.000	245,175.00
Corning Inc.	4,800.000	336,000.00
Dayton Hudson	4,800.000	310,500.00
Diageo Pic Spons ADR	6,700.000	274,700.00
Diamond Offshore Drilling Com	7,200.000	230,400.00
E I Du Pont De Nemours & Co	3,600.000	259,650.00
Emerson Elec. Co.	1,700.000	101,468.75
FDX Corp	6,800.000	304,300.00
Ford Cap 9.875% Due 5/15/02	4,000.000	431,000.00
Gap Inc.	8,175.000	382,181.25
General Elec. Co. USD .16 COM	2,400.000	261,600.00
General Electric Co	22,500.000	223,087.50
Georgia Pacific Corp.	4,000.000	179,750.00
GMAC 6.5% Due 2/17/04	10,000.000	982,080.00
Guidant Corp.	3,400.000	199,112.50
Hewlett Packard Co	2,800.000	293,125.00
Host Marriott Travel 9.5	2,000.000	208,500.00
IBM Corp	2,800.000	351,925.00
Ing Groep N V Spons ADR	5,000.000	254,375.00
Intel Corp	5,400.000	372,600.00
Koninklijke Philips Electrs	2,220.000	224,497.50
MCI Worldcom Inc.	1,400.000	115,500.00
Microsoft Corp	4,000.000	343,250.00
Mobil Corp.	2,300.000	235,175.00
Morgan Stanley 5.875% Due 4/24	10,000.000	999,930.00
Nationsbank 6.75% Due 2/26/01	10,000.000	1,005,140.00
News Corp. Ltd ADR	8,000.000	279,000.00
Nordstrom Inc	7,500.000	235,781.25
Novartis AG ADR	3,800.000	274,128.20
Oracle Corp SR Nts 6.72%	4,000.000	395,364.00
Paccar Finan. 6.26%	4,000.000	400,452.00
Procter & Gamble Co	2,600.000	235,462.50
Safeway	1,700.000	91,587.50
Schlumberger Ltd	5,000.000	302,812.50
Sherwin William 6.5% Due 2/1	10,000.000	994,640.00
Southwest Airlines	12,600.000	233,100.00
Stone Container 9.875% 2/1/01	4,000.000	402,000.00

M Stanley Acc't @ Fair Market Value

As of 7/31/99

Page 2

Security	Shares	Balance
Telewest PLC Step up	4,100.000	364,900.00
Time Warner	4,800.000	345,600.00
Tyco International Ltd.	1,500.000	146,531.25
Unilever PLC Com	5,892.000	226,842.00
Warner Lambert	7,800.000	514,800.00
Wells Fargo & Co. New	3,500.000	136,500.00
TOTAL Investments		<u>21,753,215.01</u>

Statement 8
Form 990-PF, Part III, Line 3
Other Increases

Accumulated unrealized gain investment \$ 6,277,272
Total \$ 6,277,272

Statement 9
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title & avg. Hrs/wk devoted	Comp.	Employee Ben. Contrib.	Expense Pln Account/ Other
John P. Morgridge 170 West Tasman Drive San Jose, CA 95134	Chairman/Dir. Part-Time		0	0
John T. Chambers 170 West Tasman Drive San Jose, CA 95134	President/Dir. Part-Time		0	0
Barbara Beck 170 West Tasman Drive San Jose, CA 95134	Vice Pres/Dir. Part-Time		0	0
Larry R. Carter 170 West Tasman Drive San Jose, CA 95134	CFO/Sec'tary Part-Time		0	0

Cisco Systems Foundation

77-0443347

Statement 10**Form 990-PF, Part XV, Line 2a****Name and Address of person to whom applicants should be addressed**

Jean Taylor
170 West Tasman Drive
San Jose, CA 95134
408-526-4000

Cisco Systems Foundation

77-0443347

Statement 11
Part II; Line 22 &
Part VII-B, Question 1(a) (2)

During the fiscal year ending 7/31/98, Cisco Systems Corporation advanced program administrative costs of \$60,000 on behalf of the Foundation. No interest was accrued or paid in connection with this charitable-purpose loan. Cisco Systems Foundation reimbursed the Corporation for these costs in the fiscal year ending 7/31/99.

For the fiscal year ending 7/31/99, Cisco Systems Corporation advanced program administrative costs of \$37,000 on behalf of the Foundation. No interest was accrued or paid or accrued in connection with this charitable purpose loan. Cisco Systems Foundation reimbursed the Corporation for these costs in the fiscal year ending 7/31/99.

Under Section 4941(d)(2)(B), the lending of money to a private foundation by a disqualified person is not self-dealing if, as in this instance, the loan is without interest or other charge and if the proceeds of the loan are used exclusively for purposes specified in Section 501(c)(3).

Question 1(a) (3)

During the fiscal year ending 7/31/99, Cisco Systems Corporation provided the Foundation with office facilities and support services at no charge.

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
Matching Gifts		
9/11/1998	Academy of Saint Aloysius	250.00
9/11/1998	Aids Action Committee of Massachusetts, I	50.00
9/11/1998	Aids Athens, Inc. - AIDS Coalition of NE	150.00
9/11/1998	Aids Athens, Inc. - AIDS Coalition of NE	300.00
9/11/1998	AIDS Cycle, Inc.	150.00
9/11/1998	Alley Cat Allies Incorporated	50.00
9/11/1998	Alton Civic Orchestra- Alton Symphony Orc	1,000.00
9/11/1998	American Cancer Society	200.00
9/11/1998	American Cancer Society	200.00
9/11/1998	American Heart Association, Inc.	100.00
9/11/1998	American Lung Association	100.00
9/11/1998	American Lung Association of Maryland, In	500.00
9/11/1998	American Musical Theatre of San Jose	283.00
9/11/1998	American Red Cross (San Jose)	380.00
9/11/1998	American Red Cross - Washington, D.C.	1,150.00
9/11/1998	Animal Protection Society of Orange Co In	500.00
9/11/1998	Animal Protection Society of Orange Co In	300.00
9/11/1998	Apex Elementary School	900.00
9/11/1998	ARIS of Santa Clara County	100.00
9/11/1998	Aslan, Inc.	1,000.00
9/11/1998	Babson College	300.00
9/11/1998	Bat Conservation International	100.00
9/11/1998	Belmont Abbey College	100.00
9/11/1998	Big Brothers&Big Sisters of Santa Cruz Co	300.00
9/11/1998	Boston College High School	30.00
9/11/1998	California Polytechnic State University F	760.00
9/11/1998	California State University Long Beach Fo	125.00
9/11/1998	Carden Educational Foundation, Inc. - Car	50.00
9/11/1998	Carnegie Mellon University	100.00
9/11/1998	Christian Children's Fund	60.00
9/11/1998	Christian Life Home	1,000.00
9/11/1998	Christmas in April of Mid Peninsula	1,150.00
9/11/1998	Christmas in April of Mid Peninsula	750.00
9/11/1998	City Lights Performance Group of San Jose	85.00
9/11/1998	City of Palo Alto Police Department - Cit	120.00
9/11/1998	City Team Ministries	1,000.00
9/11/1998	City Year	80.00
9/11/1998	Clarkson University - The Clarkson Univer	75.00
9/11/1998	Colonial Williamsburg Foundation	86.00
9/11/1998	Colorado State University Foundation	100.00
9/11/1998	Community Association for Rehabilitation	50.00
9/11/1998	Community Breast Health Project	175.00
9/11/1998	Community Communications, Inc.	110.00
9/11/1998	Compassion in Dying Federation of America	100.00
9/11/1998	Cornell University	1,000.00
9/11/1998	Country Lane Elementary School	300.00
9/11/1998	Covenant House	25.00
9/11/1998	Cystic Fibrosis Foundation Headquarters	150.00
9/11/1998	Cystic Fibrosis Research, Inc.	100.00
9/11/1998	Duke University	250.00
9/11/1998	Durham County Habitat for Humanity - Habi	900.00
9/11/1998	East Bay Cancer Support Group	60.00
9/11/1998	Emilie Lane Camp Foundation	1,000.00
9/11/1998	Fitchburg State College Foundation, Inc.	25.00
9/11/1998	Focus on Education Foundation fo Summit C	1,000.00
9/11/1998	Fremont Unified School District - Mission	200.00
9/11/1998	Greater Boston Chinese Cultural Associati	718.80
9/11/1998	Greater Boston Chinese Cultural Associati	1,000.00
9/11/1998	Green Pastures, Inc.	500.00
9/11/1998	Habitat for Humanity International (GA)	35.00
9/11/1998	Harvard University	100.00
9/11/1998	Harvey Mudd College	1,200.00
9/11/1998	Heifer Project International, Inc.	1,000.00
9/11/1998	Holy Land Foundation for Relief and Devel	500.00
9/11/1998	House of Ruth	100.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
9/11/1998	Humane Society of Santa Clara Valley	150.00
9/11/1998	Hurricane Island Outward Bound School	250.00
9/11/1998	Illinois State University Foundation	100.00
9/11/1998	InnVision of Santa Clara Valley	250.00
9/11/1998	International Institute of the East Bay L	100.00
9/11/1998	Inwood House	500.00
9/11/1998	Junior Achievement	575.00
9/11/1998	Junior League of Palo Alto - Mid Peninsul	675.00
9/11/1998	Kansas University Endowment Association	50.00
9/11/1998	KQEO, Inc.	325.00
9/11/1998	KTEH TV Foundation	335.00
9/11/1998	La Casa de San Mateo - Center for Domesti	1,280.00
9/11/1998	La Casa de San Mateo - Center for Domesti	300.00
9/11/1998	Las Lomitas Foundation for Educational Ex	1,000.00
9/11/1998	Lehigh University	100.00
9/11/1998	Leukemia Society of America, Inc. (San Fr	500.00
9/11/1998	Leukemia Society of America, Inc. (San Fr	50.00
9/11/1998	Leukemia Society of America, Inc. (San Fr	130.00
9/11/1998	Leukemia Society of America, Inc. (San Fr	250.00
9/11/1998	Leukemia Society of America, Inc. (San Fr	100.00
9/11/1998	Leukemia Society of America, Inc. (San Fr	2,204.50
9/11/1998	Leukemia Society of America, Inc. (San Fr	2,267.40
9/11/1998	Leukemia Society of America, Inc. (San Fr	2,238.60
9/11/1998	Leukemia Society of America, Inc. (San Fr	150.00
9/11/1998	Life Skills Ministry, Inc.	1,100.00
9/11/1998	Loma Prieta Home & School Club	45.00
9/11/1998	Los Angeles Gay & Lesbian Community Servi	2,075.00
9/11/1998	Lutheran Church Missouri Synod - World Re	500.00
9/11/1998	Maharashtra Foundation	500.00
9/11/1998	Massachusetts Audubon Society, Inc.	60.00
9/11/1998	Massachusetts Maritime Academy Foundation	200.00
9/11/1998	Mercyhurst Preparatory School	100.00
9/11/1998	Meredith College	100.00
9/11/1998	Middlesex School	200.00
9/11/1998	Miss Porters School, Inc.	100.00
9/11/1998	Myositis Association of America, Inc.	100.00
9/11/1998	National Multiple Sclerosis Society (Sant	150.00
9/11/1998	National Multiple Sclerosis Society (New	1,296.00
9/11/1998	National Multiple Sclerosis Society (New	225.00
9/11/1998	Natural Resources Defense Council, Inc.	150.00
9/11/1998	Nature Conservancy, Inc.	50.00
9/11/1998	New Hampshire Public Television	40.00
9/11/1998	New York University	100.00
9/11/1998	North Carolina State University	175.00
9/11/1998	North Carolina Symphony Society, Inc.	50.00
9/11/1998	Occidental College	150.00
9/11/1998	Orchard School Foundation	500.00
9/11/1998	Palo Alto Unified School Oistrict	250.00
9/11/1998	Peninsula Center for Blind & Visually Imp	1,000.00
9/11/1998	Pet Assisted Therapy Services	500.00
9/11/1998	Pine Ridge Association	1,000.00
9/11/1998	Pioneer High School	200.00
9/11/1998	Planned Parenthood Golden Gate	50.00
9/11/1998	Planned Parenthood Mar Moute, Inc.	500.00
9/11/1998	Project Bread the Walk for Hunger	560.00
9/11/1998	Project Open Hand	1,050.00
9/11/1998	PTA California Congress of Parents Teache	750.00
9/11/1998	Queens College Foundation, Inc.	500.00
9/11/1998	Raleigh Rescure Mission, Incorporated	50.00
9/11/1998	Red Lion Wildlife Refuge, Inc.	1,000.00
9/11/1998	Rensselaer Polytechnic Institute	200.00
9/11/1998	Resource House	250.00
9/11/1998	Resource House	750.00
9/11/1998	Robert R. Mccormick Tribune Foundation	200.00
9/11/1998	Roman Catholic Bishop of San Jose - Five	300.00
9/11/1998	Rutgers University Foundation	100.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
9/11/1998	Saint Francis High School	500.00
9/11/1998	San Fernando Valley Girl Scout Council	50.00
9/11/1998	San Francisco Aids Foundation	2,600.00
9/11/1998	San Jose State University	100.00
9/11/1998	San Jose Symphony	200.00
9/11/1998	Santa Clara County Bar Association Law Fo	100.00
9/11/1998	Santa Clara County Girl Scout Council, In	25.00
9/11/1998	Santa Clara University	1,585.00
9/11/1998	Santa Clara Valley Audubon Society	300.00
9/11/1998	Santa Rita Elementary School/Los Altos	1,000.00
9/11/1998	Saratoga Educational Foundation	2,400.00
9/11/1998	Scotts Valley Unified School District	100.00
9/11/1998	Second Harvest	150.00
9/11/1998	Second Harvest Food Bank	700.00
9/11/1998	Second Harvest Food Bank Serving Santa Cr	150.00
9/11/1998	Simonds Elementary	104.00
9/11/1998	South Bay Historical Railroad Society, In	1,000.00
9/11/1998	Southern Poverty Law Center, Inc.	40.00
9/11/1998	Special Olympics Northern California, Inc	50.00
9/11/1998	St. Marks School of Southborough, Inc.	100.00
9/11/1998	Stanford University	1,325.00
9/11/1998	State University College at Oswego Founda	100.00
9/11/1998	Sudbury Valley Trustees, Inc.	40.00
9/11/1998	Support Network for Battered Women	500.00
9/11/1998	Susquehanna University	125.00
9/11/1998	Swarthmore College	575.00
9/11/1998	Tau Beta Pi Association, Inc.	25.00
9/11/1998	Tech Museum of Innovation - The Technolog	500.00
9/11/1998	Traveling School Incorporated - Traveling	1,000.00
9/11/1998	Tri City Chinese School	750.00
9/11/1998	Triangle Aids Interfaith Network	450.00
9/11/1998	Trustees of Columbia University in the Ci	500.00
9/11/1998	Trustees of Dartmouth College	250.00
9/11/1998	Trustees of Princeton University	75.00
9/11/1998	U.S. Catholic Conference - St. Louis Elem	100.00
9/11/1998	U.S. Catholic Conference - St. Lucy Schoo	800.00
9/11/1998	U.S. Catholic Conference - Catholic Relie	450.00
9/11/1998	U.S. Catholic Conference - Saint Elizabet	200.00
9/11/1998	UC Berkeley Foundation	225.00
9/11/1998	UC Santa Cruz Foundation	350.00
9/11/1998	United Way of Santa Clara County	300.00
9/11/1998	University of Virginia Darden School Foun	500.00
9/11/1998	University of Arkansas Foundation, Inc.	1,000.00
9/11/1998	University of California - Los Angeles	150.00
9/11/1998	University of California - Santa Barbara	500.00
9/11/1998	University of Chicago	50.00
9/11/1998	University of Dayton	250.00
9/11/1998	University of Delaware	40.00
9/11/1998	University of Detroit Jesuit High School	750.00
9/11/1998	University of Louisville Foundation, Inc.	500.00
9/11/1998	University of Nevada Las Vegas Foundation	500.00
9/11/1998	University of North Carolina at Chapel Hi	900.00
9/11/1998	University of North Carolina Center for P	25.00
9/11/1998	University of San Diego	100.00
9/11/1998	University of San Francisco	250.00
9/11/1998	University of Southwestern Louisiana	50.00
9/11/1998	University of Washington Foundation	50.00
9/11/1998	University of Wisconsin Foundation	50.00
9/11/1998	University of Wyoming	150.00
9/11/1998	Urban Ministry of Palo Alto	300.00
9/11/1998	US Catholic Conference - Cardinal Gibbons	850.00
9/11/1998	US Catholic Conference - De Smet Jesuit H	100.00
9/11/1998	US Catholic Conference - Catholic Chariti	500.00
9/11/1998	US Catholic Conference - St. Victor Schoo	150.00
9/11/1998	Virginia Tech Foundation, Inc.	125.00
9/11/1998	Virginia Wesleyan College	300.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
9/11/1998	Waldorf School of the Peninsula	1,240.00
9/11/1998	Washington & Lee University University PI	200.00
9/11/1998	Washington State University Foundation	100.00
9/11/1998	Wellesley College	50.00
9/11/1998	WGBH Educational Foundation	430.00
9/11/1998	William Marsh Rice University	200.00
9/11/1998	Wooster School Corporation	300.00
9/11/1998	Worcester Polytechnic Institute	25.00
9/11/1998	YMCA of the East Bay	500.00
12/8/1998	Addison Elementary School	2,500.00
12/8/1998	AIDS Resources Information & Services	910.00
12/8/1998	Allendale Columbia School	250.00
12/8/1998	Alpha Chi Rho Educational Foundations Inc	500.00
12/8/1998	American Cancer Society	915.00
12/8/1998	American Diabetes Association	240.00
12/8/1998	American Friends Service Committee	200.00
12/8/1998	American Red Cross	6,105.00
12/8/1998	American Red Cross (San Jose)	300.00
12/8/1998	American Red Cross (Washington D.C.)	950.00
12/8/1998	Aphasia Center of CA	200.00
12/8/1998	Aphasia Center of CA	800.00
12/8/1998	Appalachian Mountain Club	33.20
12/8/1998	Asha For Foundation	25.00
12/8/1998	Asha For Foundation	1,250.00
12/8/1998	Asian Art Museum Foundation of SF	75.00
12/8/1998	Association of Catholic Student Councils	500.00
12/8/1998	Association of Graduates of The USAFA	200.00
12/8/1998	Augustana College Association	750.00
12/8/1998	Ball State Univ. Foundation - Ball State	500.00
12/8/1998	Big Brothers & Big Sisters of Santa Clara	300.00
12/8/1998	Bridge of Central Massachusetts Inc.	1,000.00
12/8/1998	Cal Poly Pomona Foundation Inc. - CA Stat	50.00
12/8/1998	California Pacific Medical Center Foundat	50.00
12/8/1998	Capri School	500.00
12/8/1998	Castilleja School Foundation	1,000.00
12/8/1998	Catholic Charities of San Jose	500.00
12/8/1998	Center for Battered Women Inc.	1,000.00
12/8/1998	Champlain Valley Festival	525.00
12/8/1998	Children International	144.00
12/8/1998	City of Palo Alto Police Department - Cit	300.00
12/8/1998	City Team Ministries	500.00
12/8/1998	Clemson Iptay Club - IPTAY Scholarship Fu	504.00
12/8/1998	College Park Friends Educational Asso.	1,000.00
12/8/1998	Community Association for Rehabilitation	100.00
12/8/1998	Community Health Awareness Council	500.00
12/8/1998	Cupertino Community Services Inc.	1,000.00
12/8/1998	Cupertino Union School District - Meyerho	200.00
12/8/1998	Cupertino Union School District - Meyerho	300.00
12/8/1998	Dana-Farber, Inc.	1,500.00
12/8/1998	Doctors Without Borders USA Inc.	1,000.00
12/8/1998	Duke University	101.50
12/8/1998	Educational Information Corporation WCPE	300.00
12/8/1998	Fenway Community Health Center	100.00
12/8/1998	Food and Nutrition Services - Meals on Wh	500.00
12/8/1998	Food Bank, Inc.	745.00
12/8/1998	Foundation for San Mateo County Communit	100.00
12/8/1998	Furman Univ.	1,000.00
12/8/1998	Georgetown Univ.	250.00
12/8/1998	Georgia Tech Foundation, Inc.	50.00
12/8/1998	Girl Scouts Of America Dupage County Coun	100.00
12/8/1998	Habitat for Humanity International (GA)	350.00
12/8/1998	Harvard University	500.00
12/8/1998	Hillbrook School	400.00
12/8/1998	Homestead High School	1,000.00
12/8/1998	Hope for Children, Inc.	1,000.00
12/8/1998	Houston Childrens Chorus Inc.	1,000.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
12/8/1998	Humane Society of Santa Clara Valley	450.00
12/8/1998	India Literacy Project	1,600.00
12/8/1998	Inwood House	5,800.00
12/8/1998	Iowa State University Foundation	500.00
12/8/1998	Jane Lathrop Stanford Middle School PTA	225.00
12/8/1998	Keys Family Day School	1,000.00
12/8/1998	KQED, Inc.	475.00
12/8/1998	Lakeridge Elementary School	1,000.00
12/8/1998	Landmark Baptist Temple Inc.	1,000.00
12/8/1998	Leukemia Society of America, Inc. (San Fr	550.00
12/8/1998	Leukemia Society of America, Inc. (San Fr	2,683.60
12/8/1998	Leukemia Society of America, Inc. (San Fr	2,296.00
12/8/1998	Leukemia Society of America, Inc. (San Fr	1,019.80
12/8/1998	Los Altos Educational Foundation	2,900.00
12/8/1998	Los Gatos Elementary Educational Foundati	300.00
12/8/1998	Martha's Kitchen - Catholic Charities	350.00
12/8/1998	Massachusetts Audubon Society, Inc.	47.00
12/8/1998	Massachusetts Maritime Academy Foundation	200.00
12/8/1998	Miami University	250.00
12/8/1998	Millikin Basics & Elementary School	90.00
12/8/1998	Mission San Jose High School	800.00
12/8/1998	Montclair Educational Foundation	1,700.00
12/8/1998	Mountain Lion Foundation	500.00
12/8/1998	National Alliance of Breast Cancer Org.	150.00
12/8/1998	National Council of Jewish Women	113.75
12/8/1998	National Council of Jewish Women	300.00
12/8/1998	National Maritime Museum Asso.	35.00
12/8/1998	National Multiple Sclerosis Society	650.00
12/8/1998	National Multiple Sclerosis Society	1,280.00
12/8/1998	National Multiple Sclerosis Society	25.00
12/8/1998	National Multiple Sclerosis Society	150.00
12/8/1998	National Multiple Sclerosis Society	3,200.00
12/8/1998	Nesbit Elementary School	500.00
12/8/1998	New Life of New York City Inc.	1,000.00
12/8/1998	New York Cares Inc NYC Partnership	50.00
12/8/1998	New York University	35.00
12/8/1998	North Carolina State University	25.00
12/8/1998	Northeastern University	30.00
12/8/1998	Oakland East Bay Symphony League	150.00
12/8/1998	Occidental College	350.00
12/8/1998	Olivet Nazarene University	75.00
12/8/1998	Oregon Shakespearean Festival Asso.	250.00
12/8/1998	Our Lady of the Angels maternity Home Inc	1,000.00
12/8/1998	Pajaro Valley Shelter Services	300.00
12/8/1998	Pan- Massachusetts Challenge	225.00
12/8/1998	Pataphysical Broadcasting Foundation, Inc	375.00
12/8/1998	Penn Christian Academy	200.00
12/8/1998	People for Ethical Treatment of Animals (50.00
12/8/1998	Pet Assisted Therapy Services	500.00
12/8/1998	Portal Elementary School	600.00
12/8/1998	Project Open Hand	725.00
12/8/1998	PTA California Congress of Parents Teache	25.00
12/8/1998	PTA California Congress of Parents Teache	250.00
12/8/1998	PTA California Congress of Parents Teache	1,670.00
12/8/1998	PTA California Congress of Parents Teache	500.00
12/8/1998	PTA California Congress of Parents Teache	1,000.00
12/8/1998	PTA California Congress of Parents Teache	375.00
12/8/1998	PTA North Carolina Congress	200.00
12/8/1998	Puddy Tat Protectors Inc.	250.00
12/8/1998	Punahou School	100.00
12/8/1998	Purdue Foundation, Inc.	100.00
12/8/1998	Rainforest Alliance Inc.	500.00
12/8/1998	Raleigh Rescue Mission, Incorporated	50.00
12/8/1998	Rensselaer Polytechnic Institute	175.00
12/8/1998	Roberts Wesleyan College	100.00
12/8/1998	Roman Catholic Bishop of San Jose - Five	250.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
12/8/1998	Rose-Hulman Institute of Tech.	50.00
12/8/1998	Sacred Heart Community Service	250.00
12/8/1998	Safechild - safechild	1,000.00
12/8/1998	Saklan Valley School	500.00
12/8/1998	Salvation Army	175.00
12/8/1998	San Carlos Childrens Theatre Inc.	125.00
12/8/1998	San Francisco Aids Foundation	1,620.00
12/8/1998	San Francisco Bay Revels Inc.	100.00
12/8/1998	San Jose State University	500.00
12/8/1998	Second Harvest	1,000.00
12/8/1998	Shaw Univ.	100.00
12/8/1998	Silicon Valley Animal Rescue	1,650.00
12/8/1998	Society for Asian Art	100.00
12/8/1998	Special Olympics Northern California, Inc	50.00
12/8/1998	Springer Elementary School	110.00
12/8/1998	St. Anne's Episcopal School	250.00
12/8/1998	St. Jude Children's Research Hospital	1,000.00
12/8/1998	St. Philip Lutheran Church	1,000.00
12/8/1998	Stanford University	1,100.00
12/8/1998	Stockmeir- Ortega PTA	50.00
12/8/1998	Sunny Hills Elementary School PTA	100.00
12/8/1998	Texas Childrens Hospital	250.00
12/8/1998	Tri-City Homeless Coalition	1,500.00
12/8/1998	Triangle British Brass Band, Ltd	700.00
12/8/1998	Triangle United Way - RTP	5,252.00
12/8/1998	Trustees of Boston University	75.00
12/8/1998	U.S. Catholic Conference - Beaumont Schoo	500.00
12/8/1998	US Catholic Conference - Immaculate Catho	300.00
12/8/1998	UC Santa Cruz Foundation	100.00
12/8/1998	UCLA Foundation	100.00
12/8/1998	United Way of Santa Clara County	1,050.00
12/8/1998	University of Arizona Foundation	250.00
12/8/1998	University of California - Davis	1,175.00
12/8/1998	University of Colorado Foundation	200.00
12/8/1998	University of Houston	50.00
12/8/1998	University of Illinois Foundation	500.00
12/8/1998	University of Michigan	100.00
12/8/1998	University of North Carolina at Chapel Hi	110.00
12/8/1998	University of Southwestern Louisiana	250.00
12/8/1998	University of Tennessee	1,000.00
12/8/1998	US Catholic Conference - Cardinal Gibbons	500.00
12/8/1998	US Catholic Conference - Notre Dame High	1,000.00
12/8/1998	US Catholic Conference - Presentation Hig	500.00
12/8/1998	Vietnam Health Educational Literature Pro	280.00
12/8/1998	VMC Foundation	1,000.00
12/8/1998	West Portal Parents Club	300.00
12/8/1998	William Marsh Rice University	400.00
12/8/1998	World Vision, Inc.	500.00
12/8/1998	World Wildlife Fund	250.00
2/8/1999	World Wildlife Fund	0.00
2/8/1999	Palo Alto Unified School District	250.00
2/8/1999	Palo Alto Unified School District	0.00
2/8/1999	Palo Alto Unified School District	0.00
2/8/1999	Palo Alto Unified School District	0.00
2/24/1999	Food Bank, Inc.	79,110.20
2/24/1999	Project Bread the Walk for Hunger	24,302.00
2/24/1999	Second Harvest Food Bank Of Santa Clara A	186,906.00
3/29/1999	Adolescent Counseling Services	300.00
3/29/1999	Agricultural Education Foundation	500.00
3/29/1999	AIDS Service Foundation of Greater Kansas	150.00
3/29/1999	Alliance for Community Care	0.00
3/29/1999	Alliance for Community Care	500.00
3/29/1999	Alma College	250.00
3/29/1999	Alton Civic Orchestra- Alton Symphony Orc	1,000.00
3/29/1999	Alzheimer's Disease And Related Disorders	1,000.00
3/29/1999	Alzheimer's Disease And Related Disorders	450.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
3/29/1999	American Cancer Society	1,655.00
3/29/1999	American Cancer Society	575.00
3/29/1999	American Cancer Society	100.00
3/29/1999	American Cancer Society Inc - American C	185.00
3/29/1999	American Cancer Society Inc - CA	1,000.00
3/29/1999	American Civil Liberties Union Foundation	250.00
3/29/1999	American Diabetes Association Inc	25.00
3/29/1999	American Foundation For The Blind Inc.	50.00
3/29/1999	American Indian College Fund	50.00
3/29/1999	American Lung Association Of San Francisc	50.00
3/29/1999	American Lung Association of Santa Clara	100.00
3/29/1999	American Parkinson Disease Association	100.00
3/29/1999	American Red Cross	2,450.00
3/29/1999	American Red Cross (San Jose)	1,710.00
3/29/1999	American Red Cross - Washington, D.C.	200.00
3/29/1999	American Society for the Prevention of Cr	25.00
3/29/1999	Amherst College Trustees	100.00
3/29/1999	Animal Welfare League Of Arlington Va Inc	100.00
3/29/1999	Aquademy Inc.	1,000.00
3/29/1999	Arthritis Foundation, Inc	50.00
3/29/1999	Asha For Foundation	750.00
3/29/1999	Asheville School Incorporated	250.00
3/29/1999	Associate Alumnae Of Douglass College - D	50.00
3/29/1999	Association of Former Students of Texas A	240.00
3/29/1999	Assumption College	40.00
3/29/1999	Azusa Pacific University	1,000.00
3/29/1999	Bay Area Crisis Nursery	500.00
3/29/1999	Bellarmino College Preparatory	2,500.00
3/29/1999	Bethany Lutheran College & Seminary Inc	100.00
3/29/1999	Bexar Audubon Society - Master Naturalis	300.00
3/29/1999	Big Brothers & Big Sisters of Santa Clara	750.00
3/29/1999	Big Brothers & Big Sisters of Santa Clara	450.00
3/29/1999	Blue Hills Education Fund	150.00
3/29/1999	Bollinger Canyon School	150.00
3/29/1999	Boston College High School	50.00
3/29/1999	Boys & Girls Club of the Peninsula	500.00
3/29/1999	Brooklyn College Foundation Inc	200.00
3/29/1999	Bryn Mawr Hospital Foundation - Bryn Maw	1,000.00
3/29/1999	Buddhist Compassion Relief Tzu Chi Founda	300.00
3/29/1999	Building Together, Inc.	200.00
3/29/1999	Burlingame Community for Education Founda	250.00
3/29/1999	Burlingame Community for Education Founda	750.00
3/29/1999	Cabrillo College Foundation	70.00
3/29/1999	California High School Academic Boosters	67.50
3/29/1999	California Lutheran High School	1,000.00
3/29/1999	California Polytechnic State University F	775.00
3/29/1999	California State Parks Foundation	50.00
3/29/1999	Cape Ann School Inc	100.00
3/29/1999	Capital Texas Public Telecommunications C	87.05
3/29/1999	Cary Christian School	900.00
3/29/1999	Case Alumni Association Case Institute Of	500.00
3/29/1999	Case Western Reserve University	150.00
3/29/1999	Catholic Charities Archdiocese of Boston	250.00
3/29/1999	Catholic Charities of San Jose	250.00
3/29/1999	Chabot-Las Positas College Foundation	200.00
3/29/1999	Challenge Learning Center	100.00
3/29/1999	Chapel Hill Carrboro Public School Founda	25.00
3/29/1999	Chautauqua Institution	125.00
3/29/1999	Chestnut Hill College	1,000.00
3/29/1999	Children's Center of San Lorenzo Valley	100.00
3/29/1999	Children's Wish Foundation International	100.00
3/29/1999	Children's Hospital Little Jim Club Of Sa	400.00
3/29/1999	Childrens Relief Network	1,000.00
3/29/1999	Christian Children's Fund	200.00
3/29/1999	City Team Ministries	3,887.00
3/29/1999	Coastside Infant Toddler Center	500.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
3/29/1999	Coastside Infant Toddler Center	200.00
3/29/1999	Collete Bound Inc	25.00
3/29/1999	College of William and Mary	250.00
3/29/1999	Columbus High School	50.00
3/29/1999	Columbus Zoological Park Association	175.00
3/29/1999	Community Association for Rehabilitation	25.00
3/29/1999	Community Foundation Of Santa Cruz County	150.00
3/29/1999	Community Foundation Silicon Valley	250.00
3/29/1999	Compassion International Incorporated	884.00
3/29/1999	Concern for the Poor, Inc.	500.00
3/29/1999	Connecticut College	200.00
3/29/1999	Continuing Developmental Services Foundat	500.00
3/29/1999	Cooper Union For The Advancement Of Scien	650.00
3/29/1999	Crisis Pregnancy Center of Santa Clara Co	1,000.00
3/29/1999	Cry Child Relief & You, Inc.	185.00
3/29/1999	Crystal Choir	2,000.00
3/29/1999	Crystal Springs Uplands School	500.00
3/29/1999	Cumberland School	200.00
3/29/1999	Cystic Fibrosis Foundation Headquarters	250.00
3/29/1999	Cystic Fibrosis Research, Inc.	500.00
3/29/1999	Dana-Farber, Inc.	250.00
3/29/1999	Design Response	650.00
3/29/1999	Doirse Dochals (Doors Of Hope) Inc.	1,000.00
3/29/1999	Dominican University	100.00
3/29/1999	Drexl University	100.00
3/29/1999	Duke University	1,950.00
3/29/1999	Durham Rescue Mission	200.00
3/29/1999	Educational Information Corporation WCPE	185.00
3/29/1999	Emory University	500.00
3/29/1999	Environmental Defense Center	400.00
3/29/1999	Episcopal Church In The Diocese Of El Cam	1,000.00
3/29/1999	Episcopal Church In The Diocese Of El Cam	1,500.00
3/29/1999	Exploratorium	45.00
3/29/1999	Far Hills Country Day School	1,000.00
3/29/1999	Father Flanagan's Boys Home	50.00
3/29/1999	Fauquier SPCA Incorporated	25.00
3/29/1999	Fay School Inc	100.00
3/29/1999	Fayerweather Street School Inc	1,000.00
3/29/1999	Food for the Poor	1,000.00
3/29/1999	FOOD Share Inc.	1,000.00
3/29/1999	Foothill-De Anza Community Colleges Found	300.00
3/29/1999	Foundation For The Future - Foundation fo	1,000.00
3/29/1999	Foundation of the University of North Car	25.00
3/29/1999	Frank Associates Child Assistance Interna	50.00
3/29/1999	Fredericksburg Academy	250.00
3/29/1999	French American Internations School	50.00
3/29/1999	Friends for Youth, Inc.	1,000.00
3/29/1999	Friends of the Saratoga Libraries	200.00
3/29/1999	Fund for Santa Barbara, Inc.	300.00
3/29/1999	Furman Univ.	50.00
3/29/1999	George mason University Foundation Inc	50.00
3/29/1999	Georgia Family Education And Research Cou	300.00
3/29/1999	Georgia Tech Foundation, Inc.	25.00
3/29/1999	God's Love We Deliver	250.00
3/29/1999	Golden Gate Choral foundation Inc	1,000.00
3/29/1999	Good Sheperd Alliance Inc	1,000.00
3/29/1999	Graystone Elementary School	1,000.00
3/29/1999	Greater Boston Chinese Cultural Associati	300.00
3/29/1999	Greater Boston Chinese Cultural Associati	600.00
3/29/1999	Habitat for Humanity International (GA)	2,575.00
3/29/1999	Habitat for Humanity International Inc-H	1,000.00
3/29/1999	Habitat for Humanity-East King County	500.00
3/29/1999	Harker School foundation - The Harker Sch	250.00
3/29/1999	Harvard University	100.00
3/29/1999	Hawaii Preparatory Academy	750.00
3/29/1999	Hill-Murray High School	1,000.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
3/29/1999	Hillbrook School	1,000.00
3/29/1999	Hockaday School	250.00
3/29/1999	Hope College	100.00
3/29/1999	Hope Hospice, Inc	575.00
3/29/1999	Hopkins Junior School	200.00
3/29/1999	Huaxia Chinese School N Y Inc - Huacia Ch	1,000.00
3/29/1999	Humane Society Inc. & SPCA - The Humane S	1,000.00
3/29/1999	Humane Society of Santa Clara Valley	2,750.00
3/29/1999	IIT bombay Heritage Fund	1,000.00
3/29/1999	India Development/Relief Fund	1,150.00
3/29/1999	India Network Foundation Inc	270.00
3/29/1999	Inn Vision of Santa Clara Valley	500.00
3/29/1999	Institute Of Technology Foundation At Uti	150.00
3/29/1999	International Rescue Committee Inc	500.00
3/29/1999	International Rescue Committee Inc	650.00
3/29/1999	International School Of The Peninsula	1,500.00
3/29/1999	Inwood House	1,100.00
3/29/1999	Iowa State University Foundation	300.00
3/29/1999	Islamic Relief Worldwide	250.00
3/29/1999	Jane Lathrop Stanford Middle School PTA	500.00
3/29/1999	Jane Lathrop Stanford Middle School PTA	200.00
3/29/1999	Juvenile Diabetes Foundation Internationa	100.00
3/29/1999	Juvenile Diabetes Foundation Internationa	250.00
3/29/1999	Juvenile Diabetes Foundation Internationa	400.00
3/29/1999	Juvenile Diabetes Foundation Internationa	350.00
3/29/1999	KALW Radio	1,050.00
3/29/1999	Kent Place School	1,000.00
3/29/1999	Keys Family Day School Inc	250.00
3/29/1999	KQED, Inc.	835.00
3/29/1999	KTEH TV Foundation	220.00
3/29/1999	La Casa de San Mateo - Center for Domesti	100.00
3/29/1999	Lasalle College High School	350.00
3/29/1999	Leukemia Society of America, Inc. (San Fr	2,517.40
3/29/1999	Leukemia Society of America, Inc. (San Fr	1,020.85
3/29/1999	Life Skills Ministry - Life Skills Minist	1,735.00
3/29/1999	Lincoln Elementary School	200.00
3/29/1999	Livermore Valley Joint Unified School Dis	1,000.00
3/29/1999	Loma Prieta Community Foundations	750.00
3/29/1999	Loma Vista PTO	1,000.00
3/29/1999	Longy School of Music	500.00
3/29/1999	Los Altos Education Foundation	3,475.00
3/29/1999	Los Altos School District	200.00
3/29/1999	Los Gatos Elementary Educational Foundati	250.00
3/29/1999	Loyola College in Maryland, Inc.	40.00
3/29/1999	Lucile Packard Foundation For Children	100.00
3/29/1999	Magellan Charter School	1,000.00
3/29/1999	Maharashtra Foundation	1,750.00
3/29/1999	Maharishi University of Management	250.00
3/29/1999	Make a Wish Foundation of Eastern North C	525.00
3/29/1999	March Of Dimes Birth Defects National Fou	200.00
3/29/1999	Market Street Mission Inc	150.00
3/29/1999	Massachusetts Audubon Society, Inc.	750.00
3/29/1999	Massachusetts Institute of Technology	387.94
3/29/1999	Massachusetts Special Olympics Associati	50.00
3/29/1999	McGill - Toolen High School	100.00
3/29/1999	Meals On Wheels of Wake County Inc	50.00
3/29/1999	Mill Valley Schools Community Foundation	300.00
3/29/1999	Miss Porters School, Inc.	300.00
3/29/1999	Mission San Jose Elementary Parent Teache	370.00
3/29/1999	Mono Lake Foundation- Mono lake Committee	25.00
3/29/1999	Montana State University	250.00
3/29/1999	Montera Junior High Parent Faculty Studen	500.00
3/29/1999	Monteray Bay Aquarium	1,462.50
3/29/1999	Moraga Educational Foundation	750.00
3/29/1999	Mount St Mary's College	400.00
3/29/1999	Mountain Lion Foundation	500.00

Cisco Systems Foundation

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Date	Name	Amount
3/29/1999	Mountain View Schools Fund	25.00
3/29/1999	Mountain View - Los Altos High School Fou	1,500.00
3/29/1999	Mt Tamalpais Primary School Elementary -	1,000.00
3/29/1999	My Brother's Table Inc	100.00
3/29/1999	National Alliance of Breast Cancer Org. I	50.00
3/29/1999	National Multiple Sclerosis Society Orang	2,115.00
3/29/1999	National Parks & Conservation Assn.	225.00
3/29/1999	National Trust for Historic Preservation	400.00
3/29/1999	National Urban Fellows, Inc.	100.00
3/29/1999	Nature Conservancy	666.96
3/29/1999	Nature Conservancy	1,050.00
3/29/1999	Nature Conservancy Inc	450.00
3/29/1999	Nature Conservancy of Alabama	300.00
3/29/1999	New York University	100.00
3/29/1999	North Carolina State University	600.00
3/29/1999	North Carolina Symphony Society, Inc.	100.00
3/29/1999	North Peninsula Jewish Community Day Scho	1,000.00
3/29/1999	North Texas Public Broadcasting Inc	250.00
3/29/1999	North Harvest E M M	500.00
3/29/1999	Northwestern University	450.00
3/29/1999	Norwich University	100.00
3/29/1999	Oberlin College	1,000.00
3/29/1999	One With One Inc	1,000.00
3/29/1999	One World Montessori School, Inc.	250.00
3/29/1999	Orchard School Foundation	1,000.00
3/29/1999	Oregon Center for Environmental Health	50.00
3/29/1999	Oregon State University Foundation	50.00
3/29/1999	Oxfam America Inc	800.00
3/29/1999	Pacific Crest Outward Bound School	50.00
3/29/1999	Paly Interdisciplinary Experience	800.00
3/29/1999	Paly Interdisciplinary Experience	200.00
3/29/1999	Paul Center for Learning and Recreation I	250.00
3/29/1999	Peninsula Open Space Trust	600.00
3/29/1999	Pennsylvania State University	375.00
3/29/1999	People for Ethical Treatment of Animals (550.00
3/29/1999	People for Open Space Inc - Greenbelt All	50.00
3/29/1999	Pet Assisted Therapy Services	500.00
3/29/1999	Pets In Need - Pets in Need Inc.	180.00
3/29/1999	Pine Ridge Association	1,000.00
3/29/1999	Pine Valley Middle School	192.50
3/29/1999	Planetary Society	50.00
3/29/1999	Planned Parenthood Mar Moute, Inc.	1,350.00
3/29/1999	Plugged In-Learning Through Technology	1,000.00
3/29/1999	Popper-Keizer Honors School	500.00
3/29/1999	Popper-Keizer Honors School	500.00
3/29/1999	Project Open Hand	2,300.00
3/29/1999	PTA California Congress of Parents Teache	25.00
3/29/1999	PTA California Congress of Parents Teache	250.00
3/29/1999	PTA California Congress of Parents Teache	750.00
3/29/1999	PTA California Congress of Parents Teache	100.00
3/29/1999	PTA California Congress of Parents Teache	500.00
3/29/1999	PTA California Congress of Parents Teache	200.00
3/29/1999	PTA California Congress of Parents Teache	300.00
3/29/1999	PTA California Congress of Parents Teache	1,000.00
3/29/1999	PTA California Congress of Parents Teache	500.00
3/29/1999	Public Television 19 Inc.	250.00
3/29/1999	Purdue Foundation, Inc.	600.00
3/29/1999	Purdue University Calumet	50.00
3/29/1999	Rahima International Foundation - Rahima	300.00
3/29/1999	Rancho Romero Elementary School	600.00
3/29/1999	Ransom Everglades School Inc	50.00
3/29/1999	Redwood Elementary School	500.00
3/29/1999	Rensselaer Polytechnic Institute	700.00
3/29/1999	Resource Area for Teachers	25.00
3/29/1999	Revere Land Conservancy	500.00
3/29/1999	Rhode Island School Of Design - Rhode Isl	100.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
3/29/1999	Rivers Crest Dragon Slayers	235.00
3/29/1999	Rochester Institute of Technology	430.00
3/29/1999	Roessler-Chadwick Foundation	100.00
3/29/1999	Roman Catholic Bishop of Los Angeles - Ho	250.00
3/29/1999	Roman Catholic Bishop of San Jose - Archb	500.00
3/29/1999	Ronald McDonald House of Palo Alto Ca	1,000.00
3/29/1999	Roxbury Latin School	150.00
3/29/1999	Rubicon Children's Centers, Inc.	250.00
3/29/1999	Sacred Heart Community Service	250.00
3/29/1999	Saint Francis High School	350.00
3/29/1999	Saint Peter's College	200.00
3/29/1999	Salvation Army	250.00
3/29/1999	Salvation Army & Its Components	50.00
3/29/1999	Salvation Army of Champaign County, IL	1,000.00
3/29/1999	San Francisco Beautiful	200.00
3/29/1999	San Francisco Museum of Modern Art	55.00
3/29/1999	San Jose Public Library Foundation	100.00
3/29/1999	San Jose State University Foundation	1,250.00
3/29/1999	Santa Clara County Bar Association Law Fo	25.00
3/29/1999	Santa Clara University	925.00
3/29/1999	Santa Cruz AIDS Project	300.00
3/29/1999	Saratoga Educational Foundation	2,250.00
3/29/1999	Save The Children Federation Inc	100.00
3/29/1999	Schola Cantorum, Inc.	600.00
3/29/1999	Scotts Valley Unified School District	700.00
3/29/1999	Second Harvest	240.00
3/29/1999	Sempervirens Fund	500.00
3/29/1999	Shaw Univ.	35.00
3/29/1999	Shriners Hospitals for Children, Burns In	500.00
3/29/1999	Silver Bay Association for Christian Conf	200.00
3/29/1999	Society For The Prevention of Cruelty To	250.00
3/29/1999	Southbay Christian School-Southbay Christ	250.00
3/29/1999	Springer Elementary School	170.00
3/29/1999	St. Andrews Presbyterian College	1,000.00
3/29/1999	St Jude Children's Research Hospital	100.00
3/29/1999	St Mary & All Angels - Christian School	1,000.00
3/29/1999	St Olaf	300.00
3/29/1999	St Ignatius College Preparatory	150.00
3/29/1999	St Lawrence University	500.00
3/29/1999	Stanford University	650.00
3/29/1999	Stanford University	2,775.00
3/29/1999	Stephen Center Inc	400.00
3/29/1999	Sunburst Projects	25.00
3/29/1999	Sunnyvale Community Players	1,000.00
3/29/1999	Sunnyvale Community Players	200.00
3/29/1999	Support Network for Battered Women	450.00
3/29/1999	Susan G Komen Breast Cancer Foundation In	150.00
3/29/1999	Susan G Komen Breast Cancer Foundation In	135.00
3/29/1999	Susan G Komen Breast Cancer Foundation In	50.00
3/29/1999	Suzuki Music Association of California	200.00
3/29/1999	Suzuki Music Association of California	300.00
3/29/1999	Swarthmore College	325.00
3/29/1999	Sycamore School Inc	1,000.00
3/29/1999	Syracuse University	100.00
3/29/1999	Teddy Bear Care Foundation	500.00
3/29/1999	Therapeutic Living Centers For The Blind	1,000.00
3/29/1999	Third World Opportunities	500.00
3/29/1999	Transylvania University	100.00
3/29/1999	Triangle aids Interfaith Network - Triang	150.00
3/29/1999	Triangle Land Conservancy	350.00
3/29/1999	Trust For Hidden Villa	100.00
3/29/1999	Trustee of Boston University	1,425.00
3/29/1999	Trustees of Columbia University in the Ci	150.00
3/29/1999	Trustee of Princeton University	1,000.00
3/29/1999	Trustee Of The University Of Pennsylvania	200.00
3/29/1999	U C Riverside Foundation - University of	100.00

Cisco Systems Foundation

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Date	Name	Amount
3/29/1999	U.S. Catholic Conference - Beaumont Schoo	500.00
3/29/1999	U.S. Catholic Conference - St Joseph The	1,000.00
3/29/1999	U.S. Catholic Conference - St Lucy School	1,000.00
3/29/1999	U.S. Catholic Conference - Stuart County	500.00
3/29/1999	U.S. Catholic Conference - Academy of the	525.00
3/29/1999	U.S. Catholic Conference - St Anthony Imm	150.00
3/29/1999	U.S. Catholic Conference - St Pius X Scho	1,000.00
3/29/1999	U.S. Catholic Conference - Sacred Heart S	434.38
3/29/1999	U.s Committee for UNICEF	250.00
3/29/1999	UC Santa Cruz Foundation	635.00
3/29/1999	Ucsb Foundation-University of California,	275.00
3/29/1999	United Way Of Greater Manchester NH	1,000.00
3/29/1999	United Way Of Massachusetts Bay Inc	350.00
3/29/1999	United Way of Santa Clara County	100.00
3/29/1999	University of California - Davis	100.00
3/29/1999	University of Chicago	75.00
3/29/1999	University of Connecticut Foundation	50.00
3/29/1999	University of Dayton	100.00
3/29/1999	University of Illinois Foundation	950.00
3/29/1999	University of Massachusetts	35.00
3/29/1999	University of Michigan	100.00
3/29/1999	University of New Mexico Foundation Incor	1,000.00
3/29/1999	University of North Carolina at Chapel Hi	200.00
3/29/1999	university of Norte Dame	500.00
3/29/1999	University of Oregon Foundation	100.00
3/29/1999	University of San Francisco	50.00
3/29/1999	University of Southwestern Louisiana	1,040.00
3/29/1999	University of Texas at Austin	98.00
3/29/1999	University of the Pacific Finance Center	200.00
3/29/1999	University Of Vermont And State Agricultu	75.00
3/29/1999	University of Virginia Alumni Association	250.00
3/29/1999	University of Wisconsin Foundation	450.00
3/29/1999	University of Wisconsin - Eau Claire Foun	40.00
3/29/1999	US Catholic Conference - Cardinal Gibbion	400.00
3/29/1999	US Catholic Conference - De Smet Jesuit H	150.00
3/29/1999	US Catholic Conference - Notre Dame High	500.00
3/29/1999	US Catholic Conference - Our Lady of Lour	1,000.00
3/29/1999	US Catholic Conference - Presentation Hig	500.00
3/29/1999	US Catholic Conference - St Huberts Cathl	50.00
3/29/1999	Valley Churches United Missions	250.00
3/29/1999	Valley Resource Center of San Lorenzo Val	250.00
3/29/1999	Vanessa Behan Crisis Nursery	150.00
3/29/1999	Vietnam Health Educational Literature Pro	2,000.00
3/29/1999	Villa Montalvo Association	130.00
3/29/1999	Volunteers In Asia	50.00
3/29/1999	Waldorf Educational Association of NC Inc	1,000.00
3/29/1999	Waldorf School of the Peninsula	240.00
3/29/1999	Washington Drama Society, Inc. - Arena St	750.00
3/29/1999	Washington Open Parent Faculty Group	300.00
3/29/1999	Washington State University Foundation	200.00
3/29/1999	Washington University	250.00
3/29/1999	Wellesley College	45.00
3/29/1999	Western Maryland College Inc	200.00
3/29/1999	WGBH Educational Foundation	490.00
3/29/1999	William Marsh Rice University	600.00
3/29/1999	Winchester Music Program Trust - Winchest	500.00
3/29/1999	Winston Churchill Foundation of the Unite	250.00
3/29/1999	Worcester Polytechnic Institute - Worches	1,100.00
3/29/1999	World Vision, Inc.	200.00
3/29/1999	World Wildlife Fund	1,315.00
3/29/1999	Yosemite Foundation	250.00
3/29/1999	Young Mens Christian Association - Raleig	500.00
3/29/1999	Young Mens Christian Association Of San F	1,000.00
3/29/1999	Young Women's Christian Association of Sa	625.00
3/29/1999	Youth Enrichment Service Inc	1,000.00
6/7/1999	Academy of Saint Aloysius	250.00

Cisco Systems Foundation

August 1998 through July 1999

Date	Name	Amount
6/7/1999	Aids Action Committee of Massachusetts, I	180.00
6/7/1999	American Cancer Society	400.00
6/7/1999	American Conservatory Theatre	1,050.00
6/7/1999	American Diabetes Association	1,000.00
6/7/1999	American Heart Association, Inc.	100.00
6/7/1999	American Red Cross (San Jose)	3,195.00
6/7/1999	American Red Cross (San Jose) -	1,710.00
6/7/1999	American Red Cross - Washington, D.C.	3,055.00
6/7/1999	American Service to India	250.00
6/7/1999	ARIS of Santa Clara County	1,000.00
6/7/1999	Asian Inc.	1,000.00
6/7/1999	Associated Parents Clubs of Piedmont	250.00
6/7/1999	Association of Former Students of Texas A	115.00
6/7/1999	Babson College	50.00
6/7/1999	Bellarmino College Preparatory	2,850.00
6/7/1999	Big Brothers & Big Sisters of Santa Clara	25.00
6/7/1999	Bridgeport Area Foundation	1,000.00
6/7/1999	Brigham Young University	900.00
6/7/1999	California Institute of Technology	1,000.00
6/7/1999	California Polytechnic State University F	100.00
6/7/1999	Capital of Texas Public Telecommunication	138.08
6/7/1999	Carey School	1,000.00
6/7/1999	Caribbean Food Bank Inc.	430.00
6/7/1999	Cary Academy	1,000.00
6/7/1999	Chaitanya Educational Foundation	500.00
6/7/1999	Champlain Valley Festival	500.00
6/7/1999	Childhood League Inc	1,000.00
6/7/1999	Children's Center of San Lorenzo Valley	475.00
6/7/1999	Childrens Medical Center-Corporation - Ch	40.00
6/7/1999	Christian Children's Fund	231.00
6/7/1999	City of Hope	100.00
6/7/1999	City Team Ministries	1,000.00
6/7/1999	College Fund/UNCF	50.00
6/7/1999	College Fund/UNCF	300.00
6/7/1999	College Kids	250.00
6/7/1999	Colonial Williamsburg Foundation	100.00
6/7/1999	Cooper Union For The Advancement Of Scien	100.00
6/7/1999	Cooperative for Assistance & Relief Every	250.00
6/7/1999	Cornell University	1,500.00
6/7/1999	Covenant House	100.00
6/7/1999	Crohns & Colitis Foundation of America	250.00
6/7/1999	Cry Child Relief & You, Inc.	1,000.00
6/7/1999	Dana-Farber, Inc.	750.00
6/7/1999	Davidson College	350.00
6/7/1999	Dian Fossey Gorilla Fund	300.00
6/7/1999	Doctors Without Borders USA Inc.	700.00
6/7/1999	Duke University	364.00
6/7/1999	Dunwoody Stage Door Players Inc.	750.00
6/7/1999	Eden I & R Inc.	100.00
6/7/1999	Educational Information Corporation WCPE	131.70
6/7/1999	Fauquier SPCA Incorporated	500.00
6/7/1999	Fay School Inc	1,000.00
6/7/1999	Filoli Center	125.00
6/7/1999	First Assembly of God - South Valley Chri	1,000.00
6/7/1999	Focus Humanitarian Assistance USA	1,000.00
6/7/1999	Food Bank, Inc.	1,000.00
6/7/1999	Food for the Poor	500.00
6/7/1999	For Christs Sake Television Ministry	885.00
6/7/1999	Free Software Foundation Inc.	100.00
6/7/1999	Fund for Nuclear Responsibility - Peace F	650.00
6/7/1999	Georgia Tech Foundation, Inc.	325.00
6/7/1999	Graceland College	250.00
6/7/1999	Greater Bay Area Make A Wish Foundation,	250.00
6/7/1999	Greater Chicago Food Depository	900.00
6/7/1999	Guiding Eyes for the Blind Inc.	200.00
6/7/1999	Gunnery	50.00

Cisco Systems Foundation

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Date	Name	Amount
6/7/1999	Habitat for Humanity International (GA)	650.00
6/7/1999	Homeless Community Resource Center Inc.	1,000.00
6/7/1999	Iolani School	200.00
6/7/1999	Kansas State University Foundation	100.00
6/7/1999	Kansas University Endowment Association	1,000.00
6/7/1999	Keys Family Day School	425.00
6/7/1999	KQED, Inc.	50.00
6/7/1999	KTEH TV Foundation	500.00
6/7/1999	Lakes Environment Association	100.00
6/7/1999	Land Trust For Santa Barbara County	300.00
6/7/1999	Lehigh University	50.00
6/7/1999	Leukemia Society of America (Cincinnati)	175.00
6/7/1999	Leukemia Society of America, Inc. (San Fr	1,200.00
6/7/1999	Leukemia Society of America (Framington)	506.00
6/7/1999	Leukemia Society of America (Dallas)	78.60
6/7/1999	Lewis And Clark College	100.00
6/7/1999	Loomis Institute	150.00
6/7/1999	Madre Inc.	375.00
6/7/1999	Make a Wish Foundation of the Hudson Vall	100.00
6/7/1999	Massachusetts General Hospital	100.00
6/7/1999	Massachusetts Institute of Technology	1,050.00
6/7/1999	Memorial Sloan-Kettering Cancer Center	100.00
6/7/1999	Mid-Peninsula Jewish Community Day School	1,000.00
6/7/1999	Middlesex School	200.00
6/7/1999	Modesto Parent Participation Preschool In	1,000.00
6/7/1999	Monterey Bay Aquarium	125.00
6/7/1999	Monterey Bay Public Broadcasting Foundati	400.00
6/7/1999	Myositis Association of America, Inc.	100.00
6/7/1999	National Braille Press Inc.	500.00
6/7/1999	National Brain Tumor Foundation	950.00
6/7/1999	National Transplant Assistance Fund	250.00
6/7/1999	Nature Conservancy Inc	1,350.00
6/7/1999	New Bedford Child And Family Service - Ch	100.00
6/7/1999	New Childrens Shelter Fund Inc.	200.00
6/7/1999	New Hampshire Public Television	50.00
6/7/1999	North Carolina State University	250.00
6/7/1999	Northeastern University	100.00
6/7/1999	Oberlin College	200.00
6/7/1999	Occidental College	200.00
6/7/1999	Oklahoma State University Foundation	75.00
6/7/1999	Opportunities Industrialization Center We	1,500.00
6/7/1999	Pact An Adoption Alliance	250.00
6/7/1999	Park School of Baltimore, Inc.	50.00
6/7/1999	Peninsula Open Space Trust	300.00
6/7/1999	People for Ethical Treatment of Animals (150.00
6/7/1999	Greenbelt Alliance	100.00
6/7/1999	Pets In Need - Pets in Need Inc.	50.00
6/7/1999	Philabundance	100.00
6/7/1999	Pine Street Inn Inc	300.00
6/7/1999	Pius X Foundation	100.00
6/7/1999	Planned Parenthood Federation of America-	350.00
6/7/1999	Planned Parenthood Mar Moute, Inc.	200.00
6/7/1999	Planning & Conservation League Foundation	500.00
6/7/1999	Portola Valley Schools Foundation	500.00
6/7/1999	Pregnancy Resource Center Of Salt Lake In	965.00
6/7/1999	Project Bread the Walk for Hunger	75.00
6/7/1999	Punahou School	150.00
6/7/1999	Rahima International Foundation - Rahima	620.00
6/7/1999	Raleigh Rescue Mission, Incorporated	300.00
6/7/1999	Red Lion Wildlife Refuge, Inc.	1,000.00
6/7/1999	Redwood City School District - North Star	250.00
6/7/1999	Rensselaer Polytechnic Institute	975.00
6/7/1999	Rocky Mountain Elk Foundation Inc.	1,000.00
6/7/1999	Roman Catholic Bishop of San Jose - St. L	1,000.00
6/7/1999	Saint Margarets Mcternan School, Inc.	250.00
6/7/1999	Salem State College Foundation	500.00

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Date	Name	Amount
6/7/1999	San Francisco Opera Association	1,050.00
6/7/1999	San Francisco Symphony	775.00
6/7/1999	San Jose Museum of Art Assoc	338.00
6/7/1999	San Jose Police Chaplaincy	1,000.00
6/7/1999	Santa Clara University	2,550.00
6/7/1999	Santa Cruz AIDS Research Foundation	830.38
6/7/1999	Santa Cruz Art League Inc.	250.00
6/7/1999	Santa Cruz Montessori School	500.00
6/7/1999	Saratoga Education Foundation	2,400.00
6/7/1999	Save The Children Federation Inc	336.00
6/7/1999	Second Harvest Food Bank Of Santa Clara A	3,300.00
6/7/1999	Sierra Club Foundation	1,000.00
6/7/1999	Silicon Valley Animal Rescue	800.00
6/7/1999	Skidmore College	25.00
6/7/1999	Special Olympics, Inc - Special Olympics I	25.00
6/7/1999	St Jude Children's Research Hospital	50.00
6/7/1999	Stanford University	250.00
6/7/1999	State of New Hampshire - Plymouth State C	125.00
6/7/1999	Support Center For Nonprofit Management	500.00
6/7/1999	Susan G Komen Breast Cancer Foundation In	50.00
6/7/1999	Swarthmore College	400.00
6/7/1999	Tau Beta Pi Association, Inc.	50.00
6/7/1999	Triangle Land Conservancy	100.00
6/7/1999	U C Riverside Foundation - University of	275.00
6/7/1999	U C San Diego Foundation 0940	150.00
6/7/1999	U.S. Catholic Conference - Catholic Relie	250.00
6/7/1999	UC Berkeley Foundation	875.00
6/7/1999	UC Santa Cruz Foundation	300.00
6/7/1999	UCLA Foundation	300.00
6/7/1999	Ucsb Foundation-University of California,	240.00
6/7/1999	UCSB Foundation/Middle East Ensemble	500.00
6/7/1999	University of California - Davis	975.00
6/7/1999	University of Florida Foundation, Inc.	100.00
6/7/1999	University of Illinois Foundation	1,000.00
6/7/1999	University of Nevada Las Vegas Foundation	500.00
6/7/1999	University of North Carolina at Chapel Hi	1,000.00
6/7/1999	University of Pittsburgh	25.00
6/7/1999	University of San Francisco	500.00
6/7/1999	University of Texas System - M.D. Anderso	50.00
6/7/1999	University of Virginia Alumni Association	50.00
6/7/1999	University of Washington Foundation	50.00
6/7/1999	University of Wisconsin Foundation	500.00
6/7/1999	University of Wyoming	150.00
6/7/1999	US Catholic Conference - Cardinal Gibbion	500.00
6/7/1999	US Catholic Conference - Cardinal Mooney	25.00
6/7/1999	US Catholic Conference - Dominican Colleg	50.00
6/7/1999	US Catholic Conference - Notre Dame High	250.00
6/7/1999	US Catholic Conference - St. Patrick Shar	100.00
6/7/1999	US Catholic Conference - Tutwiler Clinic	1,000.00
6/7/1999	Villa Siena, Inc.	400.00
6/7/1999	Villanova University	500.00
6/7/1999	Volunteer Exchange of Santa Clara County	1,000.00
6/7/1999	Western New England College	50.00
6/7/1999	WGBH Educational Foundation	400.00
6/7/1999	William Marsh Rice University	125.00
6/7/1999	Williams College	1,000.00
6/7/1999	Womens Center	1,000.00
6/7/1999	Womens Center Of Wake County Inc.	250.00
6/7/1999	Worcester Polytechnic Institute	110.00
6/7/1999	World Vision, Inc.	150.00
6/7/1999	YMCA of Santa Clara Valley	850.00
6/7/1999	YMCA of Santa Clara Valley	300.00
6/7/1999	Bolton Conservation Trust Inc.	50.00
6/7/1999	Cary Christian School	500.00
6/7/1999	Christa McAuliffe Elementary School	1,000.00
6/7/1999	Community Impact	75.00

Cisco Systems Foundation

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Date	Name	Amount
6/7/1999	Elizabeth Stone House Inc.	300.00
6/7/1999	Greater Boston Chinese Cultural Associati	1,750.00
6/7/1999	Greenpeace Fund Inc.	250.00
6/7/1999	Grumman Hill Montessori Association - Mon	100.00
6/7/1999	Humane Society of Santa Clara Valley	550.00
6/7/1999	Le Moyne College	150.00
6/7/1999	Los Gatos Elementary Educational Foundati	200.00
6/7/1999	Maitri Charitable Trust	400.00
6/7/1999	Mental Health Association of San Francisc	1,000.00
6/7/1999	Montessori School of Mosswood Park Inc.	100.00
6/7/1999	Mountain View - Los Altos High School Fou	200.00
6/7/1999	Museum of Fine Arts	80.00
6/7/1999	New College Foundation, Inc.	100.00
6/7/1999	Pacifica Foundation - KPFA	200.00
6/7/1999	PTA California Congress of Parents Teache	100.00
6/7/1999	Recording for The Blind & Dyslexic	300.00
6/7/1999	Ronald McDonald House of Palo Alto, CA	100.00
6/7/1999	San Francisco Firefighters Toy Program	150.00
6/7/1999	San Jose State University Foundation	300.00
6/7/1999	Santa Barbara Symphony Orchestra Associat	1,000.00
6/7/1999	Trustees of Boston College	100.00
6/7/1999	United States Committee for Unicef - U.S.	1,440.00
6/7/1999	University of Alberta	100.00
6/7/1999	US Catholic Conference - Our Lady of Guad	1,000.00
6/7/1999	US Catholic Conference - Bishop Hendricke	30.00
6/7/1999	Villa Montalvo Association	50.00
6/7/1999	Washington State University Foundation	200.00
6/7/1999	Ars Nova Inc - Coro Allegro, Inc.	500.00
6/7/1999	Ars Nova Inc - Coro Allegro, Inc.	500.00
6/7/1999	Asha for Education	300.00
6/7/1999	Adirondack Nature Conservancy	250.00
6/7/1999	American Cancer Society	1,162.50
Total Matching Gifts		808,498.69
TOTAL		<u>808,498.69</u>

Grant Recipients FY '99

<i>Recipient</i>	<i>Grant</i>	<i>Program</i>
AIDS Resources, Information & Services 1550 The Alameda, Suite 100 San Jose, CA 95126 (408) 293-2747 x114	\$25,000	Residential Care Facility
AIDS Service Agency of NC, Inc. 324 S. Harrington Street Raleigh, NC 27603 (919) 834-2437	\$8,000	Nutritional food for low-income AIDS patients
American Cancer Society 1715 South Bascom Avenue, Suite 100 Campbell, CA 95008 (408) 879-1032 x127	\$20,000	The Family Caregiver Program
Aphasia Center of California 3996 Lyman Road Oakland, CA 94602 (510) 336-0112	\$10,000	Reading and Writing Program
Asian Neighborhood Design, Inc. 461 Bush Street, Suite 400 San Francisco, CA 94108 (415) 982-2959	\$10,000	Job Training Program
Berkeley Emergency Food & Housing Project 2140 Dwight Way Berkeley, CA 94704 (510) 649-4974	\$10,000	Quarter Meal Program
Big Brothers/Big Sisters of San Francisco and the Peninsula 870 Market Street, Suite 928 San Francisco, CA 94102 (415) 693-7700	\$5,000	Community Outreach Program

Big Brothers/Big Sisters of Santa Clara County 1101 S. Winchester Boulevard, #O-280 San Jose, CA 95128 (408) 244-1911	\$10,000	Results in Academic Performance Program
Bill Wilson Center 3490 The Alameda Santa Clara, CA 95050 (408) 243-0222	\$10,000	Transitional Housing
Boys and Girls Club of the Peninsula PO Box 1029 Menlo Park, CA 94026 (415) 322-6255	\$25,000	Center of New Generation
The Capital Area YMCA PO Box 10976 Raleigh, NC 27605 (919) 834-1535 x113	\$10,000	After-school Tutoring and Learning Activities
Career Closet 1375 Blossom Hill Road, #8 San Jose, CA 95118 (408) 448-3215	\$5,500	Dressing for Success
Center for Employment Training 4022 Stirrup Creek Drive, Suite 325 Durham, NC 27703 (919) 361-1344	\$7,500	Tech-Celerated Adult Basic Education
Center for Domestic Violence Protection PO Box 5090 San Mateo, CA 94402 (650) 652-0800	\$10,000	Job, Apartment Search and Transportation Assistance
Chabot Observatory and Science Center 10902 Skyline Boulevard Oakland, CA 94619 (510) 530-3480	\$25,000	Giants of Science & Technology Education for Teachers Institute
Challenge Learning Center 201 San Antonio Circle, Suite 208 Mountain View, CA 94040 (650) 949-2011	\$10,000	Leap 2000

Child Abuse Prevention Agency PO Box 6019 Freemont, CA 94538 (510) 657-2272	\$ 10,000.00	Child Abuse Prevention
Child Advocates of Santa Clara County 115 East Gish Road, Suite 252 San Jose, CA 95112 (408) 436-6450	\$ 25,000.00	Child Advocate Training
Children's Discovery Museum 180 Woz Way San Jose, CA 95110 (408) 298-5437 x208	\$10,000.00	Head Start Institute Initiative
Children's Home Society on NC 604 Meadow Street Greensboro, NC 37405 (336) 274-1538	\$10,000.00	CHS SPAN Center
Christmas in April*Mid-Peninsula PO Box 4031 Menlo Park, CA 94026 (415) 361-4920	\$10,000.00	Rehabilitation homes
City Year Boston 285 Columbus Avenue, 4th floor Boston, MA 02116 (617) 927-2500	\$37,500.00	Technology Initiative
	\$37,500.00	Cisco Foundation Technology Team
City Year San Jose 116 Paseo de San Antonio San Jose, CA 95112 (408) 294-2290	\$70,000.00	Training Young People for Civic Service
Cleo Eulau Center 415 Cambridge Avenue, Suite 21 Palo Alto, CA 94306 (650) 328-2380	\$10,000.00	Mental Health Consultant Program
Cobb Family Resource Center 2725 California Street San Francisco, CA 94115 (415) 749-3579	\$10,000.00	Tutoring and Outreach Program

Comida Del Arte 937 Shotwell Street San Francisco, CA 94110 (415) 824-5193	\$5,000	Food Pantry and Hot Meals
Communities in Schools of Durham, Inc. 515 S. Duke Street, Suite B Durham, NC 27701 (919) 667-0203	\$5,900	Family Resource Center
Communities in Schools of Wake County 7404-M Chapel Hill Road Raleigh, NC 27607 (919) 851-7011	\$10,000	WINGS Reading Readiness Program
Community Alliance for Upgrading Student Access and Achievement 7365 Monterey Street, Suite E Gilroy, CA 95020 (408) 848-1265	\$15,000	Learning and Education Empowers all Partners Program
Community Association for Rehabilitation 525 E. Charleston Road Palo Alto, CA 94306 (415) 812-2829	\$10,000	Infant Development Program
Community School of Music and Arts 253 Martens Avenue Mountain View, CA 94040 (650) 961-0342 x301	\$5,000	Dance Through Time
Community Services Agency 204 Stierlin Road Mountain View, CA 94043 (650) 968-0836	\$10,000	Emergency Assistance Program
Diabetes Society of Santa Clara Valley 1165 Lincoln Avenue, Suite 300 San Jose, CA 95125 (408) 287-3785	\$10,000	Hispanic-Latino Diabetic Disease Education
Digital Clubhouse Network 2502 Town Center Lane Sunnyvale, CA 94086 (408) 481-0880	\$12,500	Kids on the Web

DPI, Inc. 1 North First Street San Jose, CA 95113 (408) 278-2001	\$10,000	Internship Program
Durham Arts Council 120 Morris Street Durham, NC 27701 (919) 560-2718	\$7,000	Creative Arts in Public/Private Schools
Durham County Literacy Council 2119 Chapel Hill Road Durham, NC 27707 (919) 489-8383	\$5,000	Readers Powered Up Program
East Bay Agency for Children 303 Van Buren Avenue Oakland, CA 94610 (510) 268-3770	\$12,000	Fremont Healthy Start Collaborative
Eastmont Computing Center 7200 Bancroft Avenue, Suite 209 Eastmont Town Center Oakland, CA 94605 (510) 382-0555	\$25,000	Eastmont Tech Academy
El Centro Hispano 807 West Chapel Hill Street Durham, NC 27703 (919) 687-4635	\$3,500	English as a Second Language Course
Foundation for Autistic Childhood Education and Support 1150 West Hillsdale Boulevard San Mateo, CA 94403 (650) 372-1925	\$22,000	Intensive Early Behavioral Therapy
Friends for Youth 1741 Broadway, First Floor Redwood City, CA 94063 (415) 368-4444	\$8,000	Youth Achievers Program
Goodwill of Santa Clara County 1080 North Seventh Street San Jose, CA 95112 (408) 998-5787	\$20,000	Training Office Personnel Program

Homeless Garden Project PO Box 1655 Santa Cruz, CA 95061 (831) 426-3609	\$15,000	Organic Garden
Hospice of the Valley 1150 South Bascom Avenue San Jose, CA 95128 (408) 947-1233	\$10,000	In-home Hospice Care
Huckleberry Youth Programs 3310 Geary Boulevard San Francisco, CA 94118 (415) 668-2622	\$7,500	Family Advocacy Program
Industry Initiatives For Science and Math Education 2270 Agnew Road Santa Clara, CA 95054 (650) 326-4860	\$10,000	IISME Peer Coach
InnVision of Santa Clara Valley 974 Willow Street San Jose, CA 95125 (408) 292-4286	\$55,000	Job Assistance Program
Jack Douglas Center 1290 North First Street San Jose, CA 95112 (408) 573-4165	\$5,000	Literacy/Academic Program
Jumpstart Boston 93 Summer Street Boston, MA 02110 (617) 542-5867	\$5,000	Jumpstart Entrepreneurs Fellowship
Jumpstart San Francisco 1600 Holloway Avenue, HSS 330 San Francisco, CA 94132 (415) 338-3623	\$10,000	Jumpstart Summer Program
Junior Achievement of Eastern North Carolina, Inc. 313 S. Blount Street, Suite 200-A Raleigh, NC 27601 (919) 821-2100	\$7,500	

Junior Achievement of Santa Clara County 3150 De La Cruz Boulevard Santa Clara, CA 95054 (408) 988-8915	\$5,200	Business Education Program
Kainos Home and Training Center 3631 Jefferson Avenue Redwood, CA 94062 (415) 363-2423	\$16,000	Greenhouse Expansion Program
Leadership Institute for Diversity PO Box 720822 San Jose, CA 95172 (408) 778-7572	\$10,000	Parent Diversity Leadership Program
Leap Imagination in Learning 123 Townsend, Suite 440 San Francisco, CA 94107 (415) 512-1899	\$8,000	Artists and Architects in Schools
Loaves and Fishes Family Kitchen 389 East Santa Clara Street San Jose, CA 95113 (408) 293-4505	\$15,000	Emergency Food baskets and hot meals
Mass Action for Women 100 Morrissey Boulevard Boston, MA 02125 (617) 287-5546	\$10,000	InterNETworks for Women
Meals on Wheels 707 West Jones Street Raleigh, NC 27603 (919) 833-1749	\$2,125	Thermal Insulated Delivery Program
Mexican Heritage Corporation of San Jose 476 Park Avenue, Suite 106 San Jose, CA 95110 (408) 292-5197	\$20,000	Heritage Arts Education/Culture Camp

Museum of Life and Science 433 Murray Avenue PO Box 15190 Durham, NC 27704 (919) 220-5490	\$10,150	NC State Science Curriculum
New England Home for Little Wanderers 161 South Huntington Avenue Jamaica Plain, MA 02130 (617) 232-8610	\$5,000	Knights Children's Center
Opera San Jose 2149 Paragon Drive San Jose, CA 95131 (408) 437-4463	\$15,000	Let's Make an Opera
Outreach 97 E. Brokaw Road, Suite 140 San Jose, CA 95112 (408) 436-2865	\$10,000	Representative Payee Program
People Acting in Community Together 24 North Fifth Street San Jose, CA 95112 (408) 998-8001	\$10,000	Homework Centers and Youth Leadership
Personal Responsibility to Overcome with Understanding and Determination 807 E. Main Street Durham, NC 27701 (919) 956-8366	\$10,000	Crime Prevention for At-Risk Youth
Pines of Carolina Girl Scout Council, Inc. 6901 Pinecrest Road Raleigh, NC 27612 (919) 782-3021	\$5,000	Girl Scout Outreach Program
Plugged In 1923 University Avenue East Palo Alto, CA 94303 (650) 322-1134	\$25,000	Plugged In Enterprises
Project Open Hand 2720 17 th Street San Francisco, CA 94110 (415) 558-0600	\$10,000	Nutrition Services

Public Allies 2 West Santa Clara Street, Suite 410 San Jose, CA 95113 (408) 289-1875	\$8,750	Training and Learning Curriculum
The Role Model Program 1922 The Alameda San Jose, CA 95126 (408) 246-0433	\$10,000	The Role Model Program
Rolling Reader, San Jose Xilinx 2100 Logic Drive San Jose, CA 95124 (408) 879-4559	\$12,000	Read Aloud and Book Giveaway
Ronald McDonald House Children's Hospital at Stanford 520 Sand Hill Road Palo Alto, CA 95304 (650) 853-3373	\$40,000	Family Support
Sacred Heart Community Service 803 South First Street San Jose, CA 95110 (408) 283-5812	\$20,000	Family Food Project
Salvation Army Boy's and Girls' Club 810 N. Alston Avenue Durham, NC 27701 (919) 682-7842	\$10,000	Computer Learning Center Project
San Francisco Child Abuse Prevention Center 1757 Waller Street San Francisco, CA 94117 (415) 387-3684	\$14,000	Family Support Center
San Francisco Opera 301 Van Ness Avenue San Francisco, CA 94602 (415) 565-3206	\$10,000	In-School Educational Program
San Jose Conservation Corps 2650-A Senter Road San Jose, CA 95111 (408) 283-7171	\$15,000	Education/Charter School Program

San Jose Museum of Art 110 Market Street San Jose, CA 95113 (408) 271-6840	\$10,000	Artist in Residence
San Jose Repertory Theatre One N. First Street, Suite 1 San Jose, CA 95113 (408) 291-2266	\$10,000	Red Ladder Theater Company
San Jose Symphony 495 Almaden Boulevard San Jose, CA 95110 (408) 287-7383	\$25,000	Project Music
Santa Clara County Alliance of Black Educators 1108 Brooks Range Landing San Jose, CA 95131 (408) 453-8221	\$10,000	Carver Scholars
Santa Clara County Office of Education 1290 Ridder Park Drive, MC #237 San Jose, CA 95131 (408) 453-6523	\$20,000	Internet Training for Teachers
Save the Children Federation, Inc. 9460 Wilshire Boulevard, Suite 420 Beverly Hills, CA 90212 (310) 276-7283	\$15,000	Web of Support for US Children
Second Harvest – Santa Cruz PO Box 990 Watsonville, CA 95077 (831) 722-7110	\$10,000	Food for Children Program
Sensory Access Foundation 1142 West Evelyn Avenue Sunnyvale, CA 94086 (408) 245-7330	\$25,000	PC Access Training Technology
Services for Brain Injury 667 Chapman Street San Jose, CA 95126 (408) 291-2522	\$10,000	Job Coach

United Arts Council of Raleigh and Wake County, Inc. 336 Fayetteville Street, Mall Suite 440 Raleigh, NC 27601 (919) 839-1498 x230	\$3,000	Dance Study Program
Unity Care Group, Inc. PO Box 730276 San Jose, CA 95173 (408) 281-4268	\$15,000	Pre-College Minority Engineering Program
The Urban Ministries of Raleigh PO Box 26476 Raleigh, NC 27611 (919) 836-1642 x27	\$10,000	Open Door Clinic Program
Via Rehabilitation Services 2851 Park Avenue Santa Clara, CA 95050 (408) 243-7861 x241	\$10,000	First Step Program
Wake County Literacy Council 3948 Browning Place, Suite 220 Raleigh, NC 27609 (919) 787-5559	\$5,000	Tutor Training Program
Wake County Opportunities for Heat for Homes 567 East Hargett Street Raleigh, NC 27611 (919) 833-2885	\$10,000	Heating Systems
Wake Education Partnership 605 Willard Place Raleigh, NC 27603 (919) 821-7609	\$11,820	Technology Training Program
WestNET Partnership 14 Briarwood Drive Westford, MA 01886 (978) 244-8261	\$5,000	TIPS Program
The Women's Center 210 Henderson Street Chapel Hill, NC 27514 (919) 968-4610	\$8,500	Teens Climb High Program

Shelter Against Violent Environments PO Box 8283 Fremont, CA 94537 (510) 574-2250	\$10,000	Job Readiness
Shelter Network of San Mateo County 319 Villa Terrace San Mateo, CA 94401 (415) 340-8814 x21	\$10,000	Haven Family House
Shepherd's Gate 1639 Portola Avenue Livermore, CA 94550 (925) 371-4674	\$14,000	Job skills training while in transitional housing
Silicon Valley Independent Living Center 1601 Civic Center Drive, Suite 100 Santa Clara, CA 95050 (408) 985-1243	\$10,000	Access and Use of the Internet
Support Network for Battered Women 444 Castro Street, Suite 305 Mountain View, CA 94041 (415) 940-7850	\$10,000	Shelter Program
Teach for America 300 N. Grace Street, Suite 239 Rocky Mount, NC 27804 (252) 442-2148	\$10,000	Teacher funding in rural schools
Teach for America 300 Lakeside Drive, Suite 205 Oakland, CA 94612 (510) 444-2377	\$20,000	Teachers for under- resourced schools
Triangle Family Services 401 Hillsborough Street Raleigh, NC 27603 (919) 821-0790	\$7,500	Emergency Funding
Triangle Residential Options for Substance Abusers 1001 North Street Durham, NC 27701 (919) 688-3054	\$10,000	Formalized GED Fundamentals Program

Woman's Center of Wake County, Inc. 128 East Hargett Street, Suite 10 Raleigh, NC 27601 (919) 829-3711 x304	\$10,000	Basic Needs Services for Disadvantaged Women
Young Audiences of San Jose 1211 Park Avenue, Suite 109 San Jose, CA 95126 (408) 294-6991	\$10,000	In-School Programs
YMCA of Greater Boston 294 Washington Street Boston, MA 02108 (617) 542-1800	\$15,000	Training Inc.
YMCA of the Mid-Peninsula 4151 Middlefield Road, Suite 211 Palo Alto, CA 94303 (650) 856-3955	\$10,000	Youth Achievers
YWCA Santa Clara Valley 375 South Third Street San Jose, CA 95112 (408) 295-4011	\$10,000	Employment Center
Virtual School Grants c/o 170 West Tasman Drive San Jose, CA 95134-1706	\$3,000	Computer training and support for schools K-12
United Way 1220 41st Avenue Capitola, 95010	\$5,500	Program Campaign '97

Youth Service America 1101 15th Street, NW, Ste 200 Washington, DC 20005	\$ 5,000.00	Youth Service Day
Santa Clara County Office of Education 1290 Ridder Park Drive San Jose, CA 95131	\$ 54,750.00	AVID Program for Jr. High School Students
Second Harvest of Santa Cruz County P.O. Box 990 Watsonville, CA 95077	\$ 10,000.00	Children's Food Program
Tech Corp P.O. Box 832 Sudbury, MA 01776	\$ 50,000.00	National Sponsorship '99 Technology Resources for Schools
Catholic Charities of San Jose 2625 Zanker Road San Jose, CA 95134	\$ 100,000.00	The Village Program services to "at risk" youth
National Jumpstart for Children 93 Summer Street, 2nd Floor Boston, MA 02110	\$ 50,000.00	Early Childhood Program
Communities in Schools 1199 N. Fairfax St, Ste 300 Alexandria, VA 22314	\$ 5,000,000.00	Facilitate and co-ordinate National Technology Networking Initiative
Total Grants		\$6,726,175.00

Part XV

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

Grant Guidelines

Cisco Systems Foundation was established in 1997 by a gift from Cisco Systems, Inc. The Foundation strives to establish a legacy of trust with the community at large. Its mission is to be an economic and intellectual asset for those communities throughout the world in which Cisco Systems has a significant business presence. The Foundation supports programs that enable all community members to sustain and upgrade their quality of life and further empowers them to contribute back into the communities.

Specifically, the Foundation funds organizations in the community that provide education, generate and sustain community service, or meet basic human needs. The Foundation focuses on those programs that extend useful innovation and attempt to make lasting positive change. It makes cash grants averaging \$10,000.

Funding Criteria

To be eligible for funding, organizations must operate within 50 miles of one of the following geographic areas: San Jose, California; Research Triangle Park, North Carolina; and Chelmsford, Massachusetts. Non-profit organizations applying for funding must be a public charity and hold tax-exempt status under IRC section 501(c)(3). Grants are made for specific programs/projects that leverage existing resources, serve the community at large, and make a significant positive impact on the client groups served. Program overhead expenses must not exceed 25% of total operating budget.

Ineligible for funding:

Athletic events, competitions or tournaments
Capital building funds
Conferences/Seminars
Fundraising events or sponsorships
General operating expenses
Individuals
Religious, political, or sectarian organizations
Seminaries
Start-up programs

If your program meets these criteria and falls within the focus areas, please answer all questions on the Proposal Checklist. We cannot consider incomplete proposals or programs/projects that fall outside our primary funding areas.

Application for Funding:

The Cisco Systems Foundation makes funding decisions twice a year. Proposal deadlines are April 30 for July funding and November 30 for February funding. Proposals received after the deadline dates may be held for the next funding cycle.

Review Process:

Proposals are screened for compliance to the guidelines. They are then passed on to the Grant Review Committee, which represents a cross-section of employees from various departments and levels. Recommendations are then presented to the Cisco Systems Foundation Board of Trustees for final approval. In some instances, a site visit to your agency may be requested by Cisco Staff.

Evaluation:

The Foundation is interested in evaluating the success of the programs/projects it funds. Status reports will be required as a condition of funding.

Organization Information:

1. Tell us a little bit about your organization (year founded, accomplishments, current goals)?
2. What is the issue to be addressed for a Cisco Foundation grant?
3. What are the objectives of this program/project?
4. How will the funds be spent?
5. Who is included in the population to be served (cultural, social, and economic backgrounds)?
6. How many individuals are/will be served by this program/project?
7. Do other organizations in the community serve this population?
8. What are the program/project's expected outcomes?
9. How will success of these outcomes be measured?
10. What other groups or organizations partner with you or are served by this program/project?
11. What is the timeline for implementation of this program/project?
12. Are there any Cisco Systems employees who are active with your organization?

Document Checklist:

In addition to answering the questions, please supply the following documents:

Proof of non-profit status (a copy of IRS 501(c)(3) letter)

Itemized budget for the project, including funds that have already been committed.

A current audited financial statement, and a detailed budget for the organization.

A copy of the organization's nondiscrimination policy.

I certify that all of the above listed information is included in this proposal statement. Incomplete proposals may not be considered.

Signature Date

Please attach this form to your completed funding proposal statement. Be sure to make a copy for your records.

Other Contributions Program

Virtual Schoolhouse Grant Program:

As part of the commitment to assist schools in providing access to the Internet, Cisco has established the Virtual Schoolhouse Grant Program. In 1997, the program awarded \$10,000 grants of equipment, services and training to 50 K-12 throughout the United States. To apply for Virtual Schoolhouse grants, schools must demonstrate their ability to support and implement a campus local area network (LAN) and connect it to the Internet.

For more information about the Virtual Schoolhouse Grant Program, visit the Cisco Educational Archives (CEARCH) home page at <http://sunsite.unc.edu/cisco/>. Applications are accepted online only. Deadline is March 1 and winners are announced in June.

Employee Matching Gifts

Regular Cisco full and part time employees may request up to three Matching Gift contributions per fiscal year, to any eligible 501(c)(3) nonprofit organization. Minimum gift is \$25, maximum amount for three gifts is \$1000. The employee must be affiliated with the organization, either by working as a volunteer or by making a financial contribution equal to the amount being requested from the company. Recipient organizations must provide proof of eligibility and verify the employee's volunteer involvement or financial contribution. Matching Gifts are designated for the same purpose as the employee's original gift.

The Process

1. Matching Gift checks are processed quarterly and sent directly to the designated recipient organization. Completed Matching Gift form must be RECEIVED, (not postmarked), at the above given address by the 15th of the last month of the quarter in order to be included in that quarter's check run.

2. Deadlines for submitting forms for FY98 are;

October 15th

January 15th

May 15th

July 15th

Eligibility Guidelines:

Eligible

1. All Cisco Systems, Inc. active, part-time or full-time, regular employees are eligible to participate in the Matching Gift program.
2. The agency or organization must be non-profit, tax-exempt per Section 501(c)(3) the Internal Revenue Code and the donation must qualify under Section 170(c) of the Internal Revenue Code.
3. No goods or services may be received by the employee in exchange for the solicited Matching Gift.
4. Project being funded must have a non-religious primary purpose and the organization/project must serve the community at large.
5. Must provide audited financial statements upon request and must not spend more than 25 percent of the support revenue for overhead costs and fund raising expense.

6. All the Matching Gift funds will be restricted to the same purpose as the employee's own gift.

7. An eligible Cisco Systems employee must be affiliated with the recipient organization either by making a financial contribution to the organization at the same time the Matching Gift is requested or by working as a volunteer (a minimum of twenty-five (25) or more hours per fiscal year with the specified recipient organization)

Ineligible

1. Cisco Systems, Inc. temporary employees, agency temporaries

2. Projects that are religious or political in nature, promote a hobby, or do not serve the community at large.

3. Fund-raising sponsorship, fund-raising event tickets, funds for operating expenses, capital improvements, salaries / stipends, multi-year projects, advertising, deferred gifts (pledges, annuities, charitable remainder trusts).

4. Athletic teams or programs, tournaments, membership based organizations (clubs, fraternities, sororities, athletic scholarships, seminaries).

5. Tuition or student fees, tickets to events, subscription fees, dues, unpaid pledges, repayment of loans.

6. Organizations that discriminate on the basis of age, disability, religion, ethnic origin, gender or sexual orientation.

7. Volunteer service for an appointed or elected government board.

Contact Information:

Cisco Systems, Matching Gifts Program.

P.O. BOX 8327

Princeton, NJ. 08543-8327

Capital Gains Report

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
SHORT TERM						
Conseco Inc	9,669.000	7/31/98	8/3/98	416,457.01	311,081.52	105,375.49
Callaway Golf Co	10,825.000	7/31/98	8/5/98	130,250.71	308,512.50	-178,261.79
Alltell Corp	7,233.000	7/31/98	8/6/98	300,767.04	308,499.98	-7,732.94
Cisco Systems Inc.	500.000	7/31/98	8/12/98	49,685.84	31,906.25	17,779.59
Sunamerica	5,000.000	8/12/98	1/4/99	303,741.50	303,741.50	0.00
Union Carbide Corp.	6,725.000	7/31/98	1/8/99	285,876.27	308,089.06	-22,212.79
American International Group	4,275.000	1/4/99	1/12/99	429,236.73	303,741.50	125,495.23
Sprint Corp.	4,425.000	7/31/98	1/12/99	360,442.73	309,107.93	51,334.80
Providian Financial Corp.	1,150.000	7/31/98	3/18/99	132,108.97	46,287.50	85,821.47
Amgen Inc	1,525.000	7/31/98	4/1/99	116,467.99	46,464.84	70,003.15
Sprint Corp PCS Ser 1	2,212.000	12/1/98	4/1/99	100,279.00	0.00	100,279.00
Sprint Corp PCS Ser 1	63.000	1/15/99	4/1/99	2,856.05	1,622.26	1,233.79
Providian Financial Corp.	475.000	7/31/98	4/5/99	52,922.49	19,118.75	33,803.74
Cisco Systems Inc.	525.000	7/31/98	4/6/99	58,469.93	22,334.38	36,135.55
Cisco Systems Inc.	2,000.000	7/31/98	6/21/99	230,867.30	85,083.33	145,783.97
MCI Worldcom Inc.	1,000.000	8/7/98	6/21/99	91,871.93	51,812.50	40,059.43
Sprint Corp PCS Ser 1	6,000.000	1/15/99	6/21/99	321,114.09	154,500.60	166,613.49
Tandy Corp.	1,500.000	7/31/98	6/21/99	132,839.32	68,142.45	64,696.87
Compaq Computer	12,950.000	7/31/98	7/9/99	303,537.88	309,990.63	-6,452.75
Mediaone Group Inc.	7,500.000	12/16/98	2/9/99	418,735.79	297,579.75	121,156.04
Seagram Co. Ltd	5,000.000	8/11/98	2/16/99	242,179.42	154,140.50	88,038.92
Mediaone Group Inc.	7,000.000	12/16/98	2/24/99	390,674.47	277,741.10	112,933.37
Philips Electronics	3,900.000	12/21/98	3/8/99	241,800.00	241,800.00	0.00
Philips Electronics	3,100.000	1/19/99	3/8/99	219,325.00	219,325.00	0.00
Philips Electronics	3,000.000	3/3/99	3/8/99	209,062.50	209,062.50	0.00
Nabisco Holdings CIA	15,000.000	8/19/98	3/11/99	670,131.16	490,419.00	179,712.16
United Healthcare Corp.	8,000.000	8/20/98	3/15/99	432,985.56	257,500.00	175,485.56
Seagram Co. Ltd	11,000.000	8/11/98	4/6/99	562,356.25	339,109.10	223,247.15
FDX Corp	3,000.000	7/31/98	4/26/99	323,051.73	189,562.50	133,489.23
United Healthcare Corp.	8,000.000	8/20/98	5/3/99	437,985.40	257,500.00	180,485.40
Park Place Entertainment Corp	20,000.000	12/31/98	5/14/99	226,242.45	168,811.76	57,430.69
Koninklijke Philips Electrs	10,000.000	3/8/99	6/4/99	670,187.50	670,187.50	0.00
Put S&P 500 Index Dec 1050	25.000	7/31/98	8/5/98	119,996.00	67,187.50	52,808.50
Put S&P 100 Index Sep 520	35.000	7/31/98	8/5/98	47,829.40	17,718.40	30,111.00
Put S&P 100 Index Sep 520	34.000	7/31/98	8/6/98	59,498.01	17,212.16	42,285.85
Put S&P 500 Index Dec 1025	25.000	7/31/98	8/18/98	111,871.27	78,125.00	33,746.27
Put S&P 100 Index Oct 490	34.000	8/5/98	9/1/98	71,397.62	45,900.00	25,497.62
Put S&P 500 Index Dec 975	25.000	8/17/98	9/1/98	172,494.25	82,500.00	89,994.25
Put S&P 500 Index Dec 995	25.000	8/5/98	9/1/98	194,993.50	83,750.00	111,243.50
MCI Communications Corp	1,800.000	7/31/98	9/18/98	92,137.50	92,137.50	0.00
MCI Communications Corp	100.000	9/2/98	9/18/98	5,775.00	5,775.00	0.00
MCI Worldcom Inc.	2,363.000	9/18/98	9/29/98	118,736.79	97,912.50	20,824.29
BankAmerica Corp	1,700.000	7/31/98	10/5/98	148,962.50	148,962.50	0.00
BankAmerica Corp	100.000	9/8/98	10/5/98	6,800.00	6,800.00	0.00
First Chicago NBD Corp	700.000	7/31/98	10/6/98	63,907.81	63,907.81	0.00
First Chicago NBD Corp	100.000	9/8/98	10/6/98	9,129.69	9,129.69	0.00
Citicorp	1,100.000	7/31/98	10/12/98	172,048.35	172,048.35	0.00
Citicorp	100.000	9/8/98	10/12/98	15,640.76	15,640.76	0.00
Ameritech Corp. New	100.000	8/12/98	10/23/98	5,006.08	4,662.50	343.58
Bank One Corp.	100.000	9/21/98	10/23/98	5,099.83	4,656.25	443.58
BankAmerica Corp New	100.000	7/31/98	10/23/98	5,724.80	7,687.39	-1,962.59
Bell Atlantic Corp	100.000	7/31/98	10/23/98	5,024.83	4,850.00	174.83
Burlington Northern Santa Fe	300.000	9/8/98	10/23/98	9,749.67	9,336.84	412.83
Champion International Corp.	100.000	9/8/98	10/23/98	3,424.88	3,325.00	99.88
Cigna Corp.	100.000	9/8/98	10/23/98	6,974.76	6,155.00	819.76
Coastal Corp	100.000	9/8/98	10/23/98	3,612.37	2,787.50	824.87

Capital Gains Report

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
Coca Cola Co.	100.000	8/12/98	10/23/98	6,962.26	8,062.50	-1,100.24
E I Du Pont De Nemours & Co	100.000	7/31/98	10/23/98	6,543.53	7,518.75	-975.22
Exxon Corp	100.000	8/12/98	10/23/98	7,599.74	6,762.50	837.24
Ford Motor Co	100.000	8/12/98	10/23/98	5,174.82	5,362.50	-187.68
General Electric Co	100.000	8/12/98	10/23/98	8,505.96	8,975.00	-469.04
H J Heinz Co	100.000	9/8/98	10/23/98	5,987.30	5,211.53	775.77
Intel Corp	100.000	8/12/98	10/23/98	8,668.46	8,881.25	-212.79
IBM Corp	100.000	8/12/98	10/23/98	14,180.77	13,325.00	855.77
Minnesota Mining & Mfg Co	100.000	9/8/98	10/23/98	8,612.21	6,975.00	1,637.21
Monsanto Co.	100.000	9/8/98	10/23/98	3,799.87	5,487.50	-1,687.63
Pepsico Inc.	100.000	8/12/98	10/23/98	3,449.88	3,762.50	-312.62
Wal-Mart Stores Inc.	100.000	8/12/98	10/23/98	6,762.27	6,406.25	356.02
Xerox Corp.	100.000	9/8/98	10/23/98	9,805.92	9,662.50	143.42
Ralston-Ralston Purina Group	100.000	7/31/98	10/23/98	3,193.94	3,520.83	-326.89
Put S&P 500 Index Dec 875	25.000	9/1/98	11/5/98	6,249.79	102,500.00	-96,250.21
Put S&P 500 Index Dec 900	25.000	9/1/98	11/5/98	8,749.70	118,750.00	-110,000.30
American Express Co	100.000	8/12/98	11/10/98	9,299.69	10,362.50	-1,062.81
American General Corp.	100.000	9/8/98	11/10/98	6,781.02	6,675.00	106.02
American International Group	100.000	7/31/98	11/10/98	8,699.71	9,291.67	-591.96
Ameritech Corp. New	100.000	9/8/98	11/10/98	5,199.82	4,682.19	517.63
Amoco Corp	100.000	9/8/98	11/10/98	5,843.55	4,662.50	1,181.05
AMP Inc.	100.000	8/12/98	11/10/98	4,162.36	3,900.00	262.36
AT&T Corp.	200.000	7/31/98	11/10/98	11,999.60	12,837.50	-837.90
Bank One Corp.	100.000	9/21/98	11/10/98	5,299.82	4,656.25	643.57
Bell Atlantic Corp	100.000	7/31/98	11/10/98	5,487.31	4,850.00	637.31
Boeing Co.	100.000	9/8/98	11/10/98	3,987.36	3,431.25	556.11
Bristol Myers Squibb Co	100.000	9/8/98	11/10/98	10,899.63	10,425.00	474.63
Chrysler Corp.	100.000	9/8/98	11/10/98	4,962.33	5,068.75	-106.42
Cisco Systems Inc.	0.000	7/31/98	11/10/98	0.00	0.00	0.00
Cisco Systems Inc.	150.000	8/12/98	11/10/98	9,899.67	9,862.50	37.17
Cisco Systems Inc.	50.000	9/8/98	11/10/98	3,299.89	3,147.92	151.97
Citigroup Inc.	200.000	10/12/98	11/10/98	8,737.20	12,512.61	-3,775.41
Coca Cola Co.	300.000	9/8/98	11/10/98	21,561.78	20,137.50	1,424.28
Colgate Palmolive Co	100.000	7/31/98	11/10/98	8,924.70	8,631.25	293.45
E I Du Pont De Nemours & Co	100.000	7/31/98	11/10/98	5,956.05	7,518.75	-1,562.70
Exxon Corp	200.000	9/8/98	11/10/98	14,262.02	13,120.18	1,141.84
Ford Motor Co	100.000	9/8/98	11/10/98	5,343.57	4,606.25	737.32
General Electric Co	300.000	9/8/98	11/10/98	26,530.36	25,237.83	1,292.53
Hewlett Packard Co	100.000	9/8/98	11/10/98	6,231.04	5,212.50	1,018.54
Intel Corp	100.000	9/8/98	11/10/98	9,374.68	7,712.50	1,662.18
IBM Corp	100.000	9/8/98	11/10/98	14,699.51	12,362.50	2,337.01
Johnson & Johnson	100.000	8/12/98	11/10/98	8,137.22	7,581.25	555.97
McDonalds Corp.	100.000	9/8/98	11/10/98	6,681.02	5,943.75	737.27
Merck & Co. Inc.	100.000	9/8/98	11/10/98	13,768.29	12,218.75	1,549.54
Microsoft Corp	100.000	8/12/98	11/10/98	10,612.14	10,693.75	-81.61
Microsoft Corp	200.000	9/8/98	11/10/98	21,224.29	20,837.50	386.79
Mobil Corp.	100.000	8/12/98	11/10/98	7,356.00	6,593.75	762.25
Norfolk Southern Corp	100.000	8/12/98	11/10/98	3,243.64	2,843.75	399.89
Northern Telecom Ltd	100.000	7/31/98	11/10/98	4,387.35	6,025.74	-1,638.39
Oracle Corp.	100.000	8/12/98	11/10/98	3,087.39	2,556.25	531.14
Pepsico Inc.	100.000	9/8/98	11/10/98	3,593.63	3,168.75	424.88
Raytheon Co-CI B	100.000	8/12/98	11/10/98	5,687.31	5,512.50	174.81
Unicom Corp.	100.000	9/8/98	11/10/98	3,787.37	3,543.75	243.62
Wal-Mart Stores Inc.	200.000	9/8/98	11/10/98	13,499.55	12,350.00	1,149.55
Walt Disney Co Holding Co	100.000	8/12/98	11/10/98	2,812.41	3,312.50	-500.09
Walt Disney Co Holding Co	100.000	9/8/98	11/10/98	2,812.41	3,093.75	-281.34
BankAmerica Corp New	100.000	7/31/98	11/10/98	5,949.80	7,687.39	-1,737.59
Campbell Soup Co.	100.000	10/9/98	11/10/98	5,699.81	5,697.47	2.34

Capital Gains Report

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
General Motors Corp	100.000	7/31/98	11/10/98	6,612.27	7,093.75	-481.48
Procter & Gamble Co	200.000	7/31/98	11/10/98	17,499.41	17,064.28	435.13
Chrysler Corp.	1,600.000	7/31/98	11/17/98	76,097.46	69,300.00	6,797.46
Aluminum Co of America	100.000	7/31/98	11/30/98	7,993.48	7,800.00	193.48
AT&T Corp.	200.000	7/31/98	11/30/98	12,649.57	12,837.50	-187.93
Bank One Corp.	100.000	9/21/98	11/30/98	5,424.81	4,656.25	768.56
CBS Corp.	100.000	11/17/98	11/30/98	2,949.90	2,747.00	202.90
Citigroup Inc.	300.000	10/12/98	11/30/98	15,093.24	18,768.91	-3,675.67
Schlumberger Ltd	100.000	8/12/98	11/30/98	4,949.83	6,025.00	-1,075.17
Southern Co.	100.000	8/12/98	11/30/98	2,937.40	2,612.50	324.90
US Bancorp-Del	100.000	10/9/98	11/30/98	3,881.12	3,392.56	488.56
Unisys Corp.	100.000	9/8/98	11/30/98	2,868.65	2,150.00	718.65
Williams Companies Inc.	100.000	8/12/98	11/30/98	2,933.86	3,025.00	-91.14
American International Group	200.000	7/31/98	11/30/98	19,511.84	18,583.33	928.51
Ameritech Corp. New	100.000	7/31/98	11/30/98	5,631.06	4,537.50	1,093.56
Amoco Corp	100.000	7/31/98	11/30/98	6,015.01	4,381.25	1,633.76
BankAmerica Corp New	200.000	7/31/98	11/30/98	12,974.56	15,374.78	-2,400.22
Bell Atlantic Corp	200.000	7/31/98	11/30/98	11,455.29	9,700.00	1,755.29
Boeing Co.	100.000	7/31/98	11/30/98	4,331.10	5,331.25	-1,000.15
Bristol Myers Squibb Co	100.000	7/31/98	11/30/98	12,180.84	10,806.25	1,374.59
Brunswick Corp.	100.000	7/31/98	11/30/98	2,237.42	3,337.50	-1,100.08
Burlington Northern Santa Fe	100.000	7/31/98	11/30/98	3,343.63	3,368.75	-25.12
Cisco Systems Inc.	200.000	7/31/98	11/30/98	15,081.35	9,808.33	5,273.02
Coca Cola Co.	200.000	7/31/98	11/30/98	14,915.90	14,987.50	-71.60
Columbia/HCA Healthcare Corp	200.000	7/31/98	11/30/98	4,899.83	6,800.00	-1,900.17
Dow Chemical Co	100.000	7/31/98	11/30/98	9,880.92	9,831.25	49.67
E I Du Pont De Nemours & Co	100.000	7/31/98	11/30/98	6,070.46	7,518.75	-1,448.29
Exxon Corp	300.000	7/31/98	11/30/98	21,581.58	22,068.75	-487.17
Ford Motor Co	100.000	7/31/98	11/30/98	5,574.81	4,781.25	793.56
General Electric Co	400.000	7/31/98	11/30/98	37,655.34	34,575.00	3,080.34
Harrahs Entertainment Inc.	100.000	7/31/98	11/30/98	1,668.69	2,537.50	-868.81
Hewlett Packard Co	100.000	7/31/98	11/30/98	6,299.79	6,618.75	-318.96
Intel Corp	200.000	7/31/98	11/30/98	22,736.74	16,262.50	6,474.24
IBM Corp	100.000	7/31/98	11/30/98	16,586.94	11,825.00	4,761.94
International Paper Co	100.000	7/31/98	11/30/98	4,656.09	5,437.50	-781.41
Johnson & Johnson	200.000	7/31/98	11/30/98	17,161.92	14,225.00	2,936.92
Limited Inc.	100.000	7/31/98	11/30/98	2,824.90	2,610.35	214.55
May Department Stores Co	100.000	7/31/98	11/30/98	6,149.79	6,550.00	-400.21
McDonalds Corp.	100.000	7/31/98	11/30/98	7,277.72	6,168.75	1,108.97
Merck & Co. Inc.	200.000	7/31/98	11/30/98	30,923.96	24,275.00	6,648.96
Merrill Lynch & Co Inc	100.000	7/31/98	11/30/98	7,824.73	9,293.75	-1,469.02
Microsoft Corp	200.000	7/31/98	11/30/98	24,486.68	19,662.50	4,824.18
Monsanto Co.	100.000	7/31/98	11/30/98	4,224.85	5,575.00	-1,350.15
Occidental Petroleum Corp.	100.000	7/31/98	11/30/98	1,987.43	2,906.25	-918.82
Oracle Corp.	100.000	7/31/98	11/30/98	3,562.38	2,762.50	799.88
Pepsico Inc.	200.000	7/31/98	11/30/98	7,437.25	8,487.50	-1,050.25
Pharmacia & Upjohn Inc	100.000	7/31/98	11/30/98	5,343.87	4,137.50	1,206.37
Ralston-Ralston Purina Group	100.000	7/31/98	11/30/98	3,618.62	3,520.83	97.79
Sears Roebuck & Co.	100.000	7/31/98	11/30/98	4,887.33	5,931.25	-1,043.92
Tandy Corp.	100.000	7/31/98	11/30/98	4,881.08	5,125.00	-243.92
Texas Instruments Inc	100.000	7/31/98	11/30/98	7,830.98	6,325.00	1,505.98
Toys r Us Inc	100.000	7/31/98	11/30/98	2,018.68	2,925.00	-906.32
United Technologies Corp.	100.000	7/31/98	11/30/98	10,612.14	9,737.50	874.64
Wal-Mart Stores Inc.	300.000	7/31/98	11/30/98	22,311.75	15,672.09	6,639.66
Walt Disney Co Holding Co	200.000	7/31/98	11/30/98	6,037.29	7,758.33	-1,721.04
Procter & Gamble Co	100.000	7/31/98	11/30/98	9,274.69	8,532.14	742.55
Put S&P 500 Index Jan 1025	30.000	11/5/98	12/7/98	23,999.20	61,500.00	-37,500.80
Put S&P 100 Index Jan 500	38.000	11/3/98	12/9/98	7,599.74	46,075.00	-38,475.26

Capital Gains Report

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
Amoco Corp	2,300.000	7/31/98	1/4/99	100,768.75	100,768.75	0.00
Put S&P 100 Index Feb 500	38.000	11/23/98	1/6/99	8,549.71	32,300.00	-23,750.29
Put S&P 100 Index Feb 500	2.000	11/23/98	1/6/99	374.98	1,700.00	-1,325.02
Aluminum Co of America	300.000	7/31/98	1/6/99	22,504.69	23,400.00	-895.31
Aluminum Co of America	100.000	8/12/98	1/6/99	7,501.56	6,606.25	895.31
American Express Co	100.000	7/31/98	1/7/99	10,430.90	10,418.75	12.15
AT&T Corp.	200.000	7/31/98	1/7/99	15,774.47	12,837.50	2,936.97
BankAmerica Corp New	200.000	7/31/98	1/7/99	12,162.09	15,374.78	-3,212.69
Bell Atlantic Corp	200.000	7/31/98	1/7/99	10,687.14	9,700.00	987.14
Bristol Myers Squibb Co	100.000	7/31/98	1/7/99	13,368.30	10,806.25	2,562.05
Citigroup Inc.	200.000	10/12/98	1/7/99	10,287.15	12,512.61	-2,225.46
Coca Cola Co.	300.000	7/31/98	1/7/99	20,531.91	22,481.25	-1,949.34
Exxon Corp	300.000	7/31/98	1/7/99	22,124.26	22,068.75	55.51
General Electric Co	200.000	7/31/98	1/7/99	20,611.81	17,287.50	3,324.31
Intel Corp	200.000	7/31/98	1/7/99	24,436.68	16,262.50	8,174.18
IBM Corp	100.000	7/31/98	1/7/99	18,611.87	11,825.00	6,786.87
Merck & Co. Inc.	100.000	7/31/98	1/7/99	15,174.49	12,137.50	3,036.99
Microsoft Corp	200.000	7/31/98	1/7/99	28,899.03	19,662.50	9,236.53
Procter & Gamble Co	200.000	7/31/98	1/7/99	18,199.39	17,064.28	1,135.11
Wal-Mart Stores Inc.	200.000	7/31/98	1/7/99	16,201.95	10,448.06	5,753.89
Xerox Corp.	100.000	7/31/98	1/7/99	11,899.60	10,918.75	980.85
Put S&P 100 Index March 530	7.000	12/9/98	1/11/99	3,674.87	9,100.00	-5,425.13
Put S&P 100 Index March 530	31.000	12/9/98	1/12/99	16,274.45	40,300.00	-24,025.55
Put S&P 500 Index Feb 1050	18.000	12/18/98	1/12/99	5,399.82	33,300.00	-27,900.18
Ameritech Corp. New	200.000	7/31/98	1/13/99	12,762.07	9,075.00	3,687.07
AT&T Corp.	100.000	7/31/98	1/13/99	8,312.22	6,418.75	1,893.47
Atlantic Richfield Co.	100.000	7/31/98	1/13/99	6,593.53	7,893.75	-1,300.22
Bank One Corp.	200.000	9/21/98	1/13/99	11,324.62	9,312.50	2,012.12
BankAmerica Corp New	100.000	7/31/98	1/13/99	6,824.77	7,687.39	-862.62
Baxter International, Inc.	100.000	7/31/98	1/13/99	6,624.77	5,331.25	1,293.52
Bell Atlantic Corp	100.000	7/31/98	1/13/99	5,574.81	4,850.00	724.81
Boeing Co.	200.000	7/31/98	1/13/99	7,224.75	10,662.50	-3,437.75
Bristol Myers Squibb Co	100.000	7/31/98	1/13/99	13,099.56	10,806.25	2,293.31
Campbell Soup Co.	100.000	10/9/98	1/13/99	5,249.82	5,697.47	-447.65
Cisco Systems Inc.	200.000	7/31/98	1/13/99	20,986.80	9,808.33	11,178.47
Citigroup Inc.	200.000	10/12/98	1/13/99	11,574.61	12,512.61	-938.00
Coca Cola Co.	100.000	7/31/98	1/13/99	6,837.27	7,493.75	-656.48
Colgate Palmolive Co	100.000	7/31/98	1/13/99	8,749.70	8,631.25	118.45
Delta Air Lines Inc	100.000	7/31/98	1/13/99	6,018.54	6,212.50	-193.96
E I Du Pont De Nemours & Co	200.000	7/31/98	1/13/99	11,512.11	15,037.50	-3,525.39
Eastman Kodak Co.	100.000	7/31/98	1/13/99	7,206.00	7,200.00	6.00
Exxon Corp	100.000	7/31/98	1/13/99	7,374.75	7,356.25	18.50
FDX Corp	100.000	7/31/98	1/13/99	8,768.45	7,312.50	1,455.95
Ford Motor Co	200.000	7/31/98	1/13/99	13,199.56	9,562.50	3,637.06
General Motors Corp	100.000	7/31/98	1/13/99	8,280.97	7,093.75	1,187.22
General Electric Co	200.000	7/31/98	1/13/99	20,579.31	17,287.50	3,291.81
H J Heinz Co	100.000	7/31/98	1/13/99	5,637.31	5,693.75	-56.44
Hartford Financial Services Gr	100.000	7/31/98	1/13/99	5,531.06	5,684.38	-153.32
Hewlett Packard Co	200.000	7/31/98	1/13/99	14,712.00	13,237.50	1,474.50
Intel Corp	100.000	7/31/98	1/13/99	12,887.07	8,131.25	4,755.82
Johnson & Johnson	200.000	7/31/98	1/13/99	16,411.95	14,225.00	2,186.95
McDonalds Corp.	100.000	7/31/98	1/13/99	7,855.98	6,168.75	1,687.23
Merck & Co. Inc.	100.000	7/31/98	1/13/99	15,080.74	12,137.50	2,943.24
Microsoft Corp	200.000	7/31/98	1/13/99	29,899.00	19,662.50	10,236.50
Minnesota Mining & Mfg Co	100.000	7/31/98	1/13/99	7,543.49	9,618.75	-2,075.26
Mobil Corp.	200.000	7/31/98	1/13/99	17,761.90	16,050.00	1,711.90
Northern Telecom Ltd	200.000	7/31/98	1/13/99	11,049.63	12,051.47	-1,001.84
Pepsico Inc.	200.000	7/31/98	1/13/99	8,099.73	8,487.50	-387.77

Form 990-PF, Part IV
Capital Gains/Losses
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Capital Gains Report

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
Pharmacia & Upjohn Inc	100.000	7/31/98	1/13/99	5,568.56	4,137.50	1,431.06
Procter & Gamble Co	100.000	7/31/98	1/13/99	8,937.20	8,532.14	405.06
Raytheon Co-CI B	100.000	7/31/98	1/13/99	5,524.81	5,800.00	-275.19
Schlumberger Ltd	100.000	7/31/98	1/13/99	5,249.82	8,050.00	-2,800.18
Southern Co.	200.000	7/31/98	1/13/99	5,769.02	5,412.50	356.52
US Bancorp-Del	200.000	10/9/98	1/13/99	7,374.75	6,785.12	589.63
Wal-Mart Stores Inc.	100.000	7/31/98	1/13/99	8,305.97	5,224.03	3,081.94
Walt Disney Co Holding Co	400.000	7/31/98	1/13/99	12,799.57	15,516.67	-2,717.10
Wells Fargo & Co. New	200.000	1/7/99	1/13/99	7,974.73	7,998.76	-24.03
Put S&P 500 Index March 1050	30.000	12/7/98	1/15/99	44,998.50	87,597.30	-42,598.80
Put S&P 500 Index March 1100	18.000	1/12/99	2/11/99	23,399.22	24,075.00	-675.78
Put S&P 500 Index March 1125	1.000	1/15/99	2/26/99	699.97	2,670.19	-1,970.22
BP Amoco PLC	1,521.000	1/4/99	3/1/99	127,189.39	100,768.75	26,420.64
Conexant Systems Inc	250.000	12/31/98	3/2/99	4,406.10	5,051.10	-645.00
Put S&P 500 Index March 1125	13.000	1/15/99	3/2/99	6,499.78	34,712.47	-28,212.69
Put S&P 500 Index March 1125	11.000	1/15/99	3/8/99	1,099.96	29,372.09	-28,272.13
Put S&P 100 Index Apr 550	6.000	1/6/99	3/16/99	674.97	8,850.00	-8,175.03
Put S&P 100 Index Apr 570	31.000	1/12/99	3/17/99	6,199.79	44,950.00	-38,750.21
Put S&P 100 Index Apr 570	7.000	3/4/99	3/17/99	1,399.95	6,912.50	-5,512.55
American Electric Power Co Inc	100.000	7/31/98	3/18/99	4,199.86	4,800.00	-600.14
American International Group	100.000	7/31/98	3/18/99	12,224.59	9,291.67	2,932.92
Ameritech Corp. New	100.000	7/31/98	3/18/99	6,637.27	4,637.50	2,099.77
Bank One Corp.	100.000	9/21/98	3/18/99	5,681.06	4,656.25	1,024.81
BankAmerica Corp New	100.000	7/31/98	3/18/99	7,281.00	7,663.26	-382.26
Microsoft Corp	200.000	7/31/98	3/18/99	32,798.90	19,662.50	13,136.40
Mobil Corp.	100.000	7/31/98	3/18/99	9,193.44	8,025.00	1,168.44
Northern Telecom Ltd	100.000	7/31/98	3/18/99	6,049.79	5,989.85	59.94
Oracle Corp.	200.000	7/31/98	3/18/99	5,974.80	3,683.33	2,291.47
Pepsico Inc.	200.000	7/31/98	3/18/99	7,737.24	8,487.50	-750.26
Pharmacia & Upjohn Inc	100.000	7/31/98	3/18/99	5,824.80	4,137.50	1,687.30
Procter & Gamble Co	200.000	7/31/98	3/18/99	18,311.88	17,064.28	1,247.60
Put S&P 100 Index Apr 550	11.000	1/6/99	3/18/99	1,099.96	16,225.00	-15,125.04
Raytheon Co-CI B	100.000	7/31/98	3/18/99	5,512.31	5,800.00	-287.69
Rockwell International Corp	100.000	7/31/98	3/18/99	4,656.09	4,577.28	78.81
Schlumberger Ltd	100.000	7/31/98	3/18/99	5,549.81	8,050.00	-2,500.19
Sears Roebuck & Co.	100.000	7/31/98	3/18/99	4,618.59	5,931.25	-1,312.66
Wal-Mart Stores Inc.	200.000	7/31/98	3/18/99	19,199.36	10,448.06	8,751.30
Walt Disney Co Holding Co	200.000	7/31/98	3/18/99	7,262.25	7,758.33	-496.08
Weyerhaeuser Co.	100.000	7/31/98	3/18/99	5,862.30	6,075.00	-212.70
Xerox Corp.	100.000	7/31/98	3/18/99	5,349.82	5,459.38	-109.56
Baxter International, Inc.	100.000	7/31/98	3/18/99	7,562.24	5,331.25	2,230.99
Bell Atlantic Corp	200.000	7/31/98	3/18/99	10,999.63	9,700.00	1,299.63
Bristol Myers Squibb Co	200.000	7/31/98	3/18/99	12,987.06	10,806.25	2,180.81
Cisco Systems Inc.	200.000	7/31/98	3/18/99	20,899.30	9,808.33	11,090.97
Citigroup Inc.	200.000	10/12/98	3/18/99	13,112.06	12,512.61	599.45
Coca Cola Co.	300.000	7/31/98	3/18/99	20,699.31	22,481.25	-1,781.94
Colgate Palmolive Co	100.000	7/31/98	3/18/99	9,118.44	8,631.25	487.19
Computer Sciences Corp	100.000	7/31/98	3/18/99	6,881.02	5,325.00	1,556.02
E I Du Pont De Nemours & Co	100.000	7/31/98	3/18/99	5,593.56	7,518.75	-1,925.19
Exxon Corp	200.000	7/31/98	3/18/99	14,699.51	14,712.50	-12.99
Ford Motor Co	100.000	7/31/98	3/18/99	5,806.05	4,781.25	1,024.80
General Electric Co	300.000	7/31/98	3/18/99	32,961.40	25,931.25	7,030.15
General Motors Corp	100.000	7/31/98	3/18/99	8,912.20	7,093.75	1,818.45
Hewlett Packard Co	100.000	7/31/98	3/18/99	7,087.26	6,618.75	468.51
Intel Corp	100.000	7/31/98	3/18/99	11,749.60	8,131.25	3,618.35
Johnson & Johnson	100.000	7/31/98	3/18/99	9,018.44	7,112.50	1,905.94
McDonalds Corp.	200.000	7/31/98	3/18/99	8,937.20	6,168.75	2,768.45
Merck & Co. Inc.	200.000	7/31/98	3/18/99	16,749.44	12,137.50	4,611.94

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
Put S&P 100 Index Apr 550	21.000	1/6/99	3/19/99	1,312.45	30,975.00	-29,662.55
Put S&P 500 Index March 1125	5.000	1/15/99	3/23/99	0.00	13,350.95	-13,350.95
AMP Inc.	500.000	7/31/98	4/5/99	20,562.50	20,562.50	0.00
Put S&P 500 Index Jun 1125	18.000	2/11/99	4/5/99	23,399.22	84,600.00	-61,200.78
Put S&P 500 Index Jun 1125	13.000	3/2/99	4/5/99	16,899.43	42,087.50	-25,188.07
Put S&P 100 Index May 580	38.000	3/17/99	4/6/99	12,349.59	27,550.00	-15,200.41
Put S&P 100 Index May 580	11.000	3/18/99	4/6/99	3,574.88	8,525.00	-4,950.12
Put S&P 100 Index May 580	10.000	3/19/99	4/6/99	3,249.89	6,500.00	-3,250.11
American General Corp.	100.000	7/31/98	4/7/99	7,006.01	6,743.75	262.26
American International Group	100.000	7/31/98	4/7/99	11,987.10	9,291.67	2,695.43
Bank One Corp.	100.000	9/21/98	4/7/99	5,437.31	4,656.25	781.06
BankAmerica Corp New	100.000	7/31/98	4/7/99	6,899.77	7,663.26	-763.49
Bell Atlantic Corp	100.000	7/31/98	4/7/99	5,143.57	4,850.00	293.57
Boeing Co.	300.000	7/31/98	4/7/99	10,143.41	15,993.75	-5,850.34
Bristol Myers Squibb Co	100.000	7/31/98	4/7/99	6,381.03	5,403.13	977.90
Burlington Northern Santa Fe	100.000	7/31/98	4/7/99	3,187.39	3,368.75	-181.36
CBS Corp.	200.000	11/17/98	4/7/99	7,899.73	5,494.00	2,405.73
Ceridian Corp	100.000	7/31/98	4/7/99	3,706.12	2,912.50	793.62
Cigna Corp.	100.000	7/31/98	4/7/99	8,480.96	6,991.67	1,489.29
Cisco Systems Inc.	100.000	7/31/98	4/7/99	10,974.63	4,904.17	6,070.46
Citigroup Inc.	200.000	10/12/98	4/7/99	12,912.06	12,512.61	399.45
Coca Cola Co.	100.000	7/31/98	4/7/99	6,006.04	7,493.75	-1,487.71
E I Du Pont De Nemours & Co	100.000	7/31/98	4/7/99	5,899.80	7,518.75	-1,618.95
Entergy Corp. New	100.000	7/31/98	4/7/99	2,806.15	2,731.25	74.90
Exxon Corp	200.000	7/31/98	4/7/99	14,037.03	14,712.50	-675.47
Ford Motor Co	100.000	7/31/98	4/7/99	5,649.81	4,781.25	868.56
General Electric Co	200.000	7/31/98	4/7/99	22,199.26	17,287.50	4,911.76
Halliburton Co.	100.000	7/31/98	4/7/99	3,674.87	5,281.25	-1,606.38
Hewlett Packard Co	100.000	7/31/98	4/7/99	6,799.77	6,618.75	181.02
Intel Corp	100.000	7/31/98	4/7/99	12,087.09	8,131.25	3,955.84
IBM Corp	100.000	7/31/98	4/7/99	17,555.66	11,825.00	5,730.66
Int'l Flavors & Fragrances Inc	100.000	7/31/98	4/7/99	3,706.12	4,806.25	-1,100.13
Johnson & Johnson	100.000	7/31/98	4/7/99	9,305.93	7,112.50	2,193.43
McDonalds Corp.	100.000	7/31/98	4/7/99	4,574.84	3,084.38	1,490.46
Merck & Co. Inc.	200.000	7/31/98	4/7/99	15,924.46	12,137.50	3,786.96
Microsoft Corp	200.000	7/31/98	4/7/99	18,374.38	9,831.25	8,543.13
Monsanto Co.	100.000	7/31/98	4/7/99	4,549.84	5,575.00	-1,025.16
Norfolk Southern Corp	100.000	7/31/98	4/7/99	2,581.16	3,550.00	-968.84
Oracle Corp.	200.000	7/31/98	4/7/99	5,212.32	3,683.33	1,528.99
Pepsico Inc.	100.000	7/31/98	4/7/99	3,849.87	4,243.75	-393.88
Procter & Gamble Co	100.000	7/31/98	4/7/99	9,755.92	8,532.14	1,223.78
Texas Instruments Inc	100.000	7/31/98	4/7/99	10,230.90	6,325.00	3,905.90
US Bancorp-Del	100.000	10/9/98	4/7/99	3,412.38	3,392.56	19.82
Wal-Mart Stores Inc.	200.000	7/31/98	4/7/99	18,613.49	10,448.06	8,165.43
Walt Disney Co Holding Co	100.000	7/31/98	4/7/99	3,118.64	3,879.17	-760.53
Wells Fargo & Co. New	200.000	1/7/99	4/7/99	7,199.76	7,998.76	-799.00
Williams Companies Inc.	100.000	7/31/98	4/7/99	3,899.87	3,250.00	649.87
Put S&P 500 Index May 1100	4.000	3/8/99	4/13/99	649.97	5,150.00	-4,500.03
Allegheny Teledyne Inc.	100.000	7/31/98	4/15/99	1,993.68	2,675.00	-681.32
American Express Co	100.000	7/31/98	4/15/99	13,255.80	10,418.75	2,837.05
American International Group	100.000	7/31/98	4/15/99	12,555.83	9,291.67	3,264.16
Ameritech Corp. New	100.000	7/31/98	4/15/99	6,462.28	4,537.50	1,924.78
AT&T Corp.	200.000	7/31/98	4/15/99	17,574.41	12,837.50	4,736.91
Avon Products Inc	100.000	7/31/98	4/15/99	4,974.83	4,034.38	940.45
Baker Hughes Inc.	100.000	7/31/98	4/15/99	2,399.92	4,343.75	-1,943.83
Bank One Corp.	100.000	9/21/98	4/15/99	5,843.55	4,656.25	1,187.30
BankAmerica Corp New	200.000	7/31/98	4/15/99	14,837.00	15,326.51	-489.51
Bell Atlantic Corp	100.000	7/31/98	4/15/99	5,518.56	4,850.00	668.56

Capital Gains Report

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
Boeing Co.	100.000	7/31/98	4/15/99	3,462.38	5,331.25	-1,868.87
Bristol Myers Squibb Co	200.000	7/31/98	4/15/99	12,937.06	10,806.25	2,130.81
Campbell Soup Co.	100.000	10/9/98	4/15/99	3,993.61	5,697.47	-1,703.86
Cisco Systems Inc.	100.000	7/31/98	4/15/99	11,818.35	4,904.17	6,914.18
Citigroup Inc.	100.000	10/12/98	4/15/99	7,387.25	6,256.30	1,130.95
Coastal Corp	100.000	7/31/98	4/15/99	3,418.63	2,787.50	631.13
Coca Cola Co.	200.000	7/31/98	4/15/99	12,074.59	14,987.50	-2,912.91
Columbia/HCA Healthcare Corp	200.000	7/31/98	4/15/99	4,062.36	6,800.00	-2,737.64
E I Du Pont De Nemours & Co	100.000	7/31/98	4/15/99	6,012.29	7,518.75	-1,506.46
Exxon Corp	200.000	7/31/98	4/15/99	15,036.99	14,712.50	324.49
Ford Motor Co	100.000	7/31/98	4/15/99	6,193.54	4,781.25	1,412.29
General Motors Corp	100.000	7/31/98	4/15/99	8,624.71	7,093.75	1,530.96
H J Heinz Co	100.000	7/31/98	4/15/99	4,612.34	5,693.75	-1,081.41
Hewlett Packard Co	100.000	7/31/98	4/15/99	6,649.77	6,618.75	31.02
Homestake Mining Co	100.000	7/31/98	4/15/99	899.97	1,237.50	-337.53
Intel Corp	200.000	7/31/98	4/15/99	12,312.08	8,131.25	4,180.83
IBM Corp	100.000	7/31/98	4/15/99	18,218.14	11,825.00	6,393.14
International Paper Co	100.000	7/31/98	4/15/99	4,593.59	5,437.50	-843.91
Johnson & Johnson	100.000	7/31/98	4/15/99	9,849.67	7,112.50	2,737.17
K Mart Corp	200.000	7/31/98	4/15/99	3,249.89	3,725.00	-475.11
Lucent Tech.	600.000	4/7/99	4/15/99	35,773.80	33,000.00	2,773.80
Mallinckrodt Inc. New	100.000	7/31/98	4/15/99	2,612.41	3,350.00	-737.59
McDonalds Corp.	100.000	7/31/98	4/15/99	4,593.59	3,084.38	1,509.21
Merck & Co. Inc.	200.000	7/31/98	4/15/99	16,861.93	12,137.50	4,724.43
Merrill Lynch & Co Inc	100.000	7/31/98	4/15/99	10,043.41	9,293.75	749.66
Microsoft Corp	400.000	7/31/98	4/15/99	37,048.76	19,662.50	17,386.26
Minnesota Mining & Mfg Co	100.000	7/31/98	4/15/99	7,087.26	9,618.75	-2,531.49
Mobil Corp.	100.000	7/31/98	4/15/99	9,443.43	8,025.00	1,418.43
National Semiconductor Corp	100.000	7/31/98	4/15/99	1,018.71	2,412.50	-1,393.79
Occidental Petroleum Corp.	100.000	7/31/98	4/15/99	1,837.43	2,906.25	-1,068.82
Oracle Corp.	100.000	7/31/98	4/15/99	2,637.41	1,841.67	795.74
Pepsico Inc.	100.000	7/31/98	4/15/99	3,868.62	4,243.75	-375.13
Pharmacia & Upjohn Inc	100.000	7/31/98	4/15/99	6,418.53	4,137.50	2,281.03
Procter & Gamble Co	100.000	7/31/98	4/15/99	10,105.91	8,532.14	1,573.77
Schlumberger Ltd	100.000	7/31/98	4/15/99	5,837.30	8,050.00	-2,212.70
Southern Co.	200.000	7/31/98	4/15/99	4,824.83	5,412.50	-587.67
Toys r Us Inc	100.000	7/31/98	4/15/99	1,924.93	2,925.00	-1,000.07
US Bancorp-Del	100.000	10/9/98	4/15/99	3,656.12	3,392.56	263.56
Unicom Corp.	100.000	7/31/98	4/15/99	3,643.62	3,393.75	249.87
Unisys Corp.	100.000	7/31/98	4/15/99	2,906.15	2,250.00	656.15
Wal-Mart Stores Inc.	200.000	7/31/98	4/15/99	20,924.30	10,448.06	10,476.24
Walt Disney Co Holding Co	200.000	7/31/98	4/15/99	7,162.26	7,758.33	-596.07
Wells Fargo & Co. New	100.000	1/7/99	4/15/99	3,987.36	3,999.38	-12.02
General Electric Co	200.000	7/31/98	4/15/99	22,799.24	17,287.50	5,511.74
Put S&P 500 Index May 1100	7.000	3/8/99	4/16/99	2,099.93	9,012.50	-6,912.57
BankAmerica Corp New	1,300.000	7/31/98	4/30/99	99,622.33	99,622.33	0.00
BankAmerica Corp New	100.000	9/8/98	4/30/99	7,663.26	7,663.26	0.00
BankAmerica Corp New	2,036.000	10/5/98	4/30/99	156,023.90	156,023.90	0.00
BankAmerica Corp New	100.000	3/8/99	4/30/99	7,663.26	7,663.26	0.00
Put S&P 500 Index Jun 1175	31.000	4/5/99	5/20/99	13,949.53	62,387.50	-48,437.97
Put S&P 100 Index Jun 580	21.000	3/19/99	5/24/99	3,149.89	20,475.00	-17,325.11
Northern Telecom Ltd	900.000	7/31/98	5/24/99	53,908.68	53,908.68	0.00
Northern Telecom Ltd	400.000	9/8/98	5/24/99	23,959.41	23,959.41	0.00
Northern Telecom Ltd	100.000	3/8/99	5/24/99	5,989.85	5,989.85	0.00
Put S&P 500 Index June 1200	7.000	4/16/99	6/7/99	1,224.95	12,950.00	-11,725.05
Put S&P 100 Index July 600	1.000	4/6/99	6/29/99	56.24	1,300.00	-1,243.76
Delphi Automotive Sys Corp	908.000	6/7/99	7/1/99	17,000.00	15,233.62	1,766.38
Lifepoint Hospitals	68.000	5/9/99	7/1/99	824.47	2,147.05	-1,322.58

Capital Gains Report

8/1/98 Through 7/31/99

Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
Triad Hospital	68.000	5/19/99	7/1/99	764.97	2,147.07	-1,382.10
Tyco International Ltd.	375.000	4/5/99	7/1/99	34,264.48	20,562.50	13,701.98
Lifepoint Hospitals	0.000	5/9/99	7/1/99	0.00	0.01	-0.01
Triad Hospital	0.000	5/19/99	7/1/99	0.00	0.01	-0.01
Put S&P 100 Index July 600	58.000	4/6/99	7/20/99	0.00	75,400.00	-75,400.00
Put S&P 500 Index Aug 1175	7.000	6/7/99	7/23/99	1,224.95	2,000.00	-775.05
Amoco Corp	4,700.000	7/31/98	8/17/98	239,692.01	197,025.00	42,667.01
Keystone 9.75% Due 09/01/03	1,000.000	7/31/98	9/2/98	103,375.00	104,800.00	-1,425.00
Boston Properties Inc. Com	1,800.000	7/31/98	9/16/98	46,915.43	63,162.42	-16,246.99
Grupo Financiero Ser B	82,000.000	7/31/98	9/21/98	67,494.20	192,625.00	-125,130.80
Istituto Mobiliare ADR	6,300.000	7/31/98	9/21/98	227,989.38	301,478.00	-73,488.62
Telebras Spons ADR	500.000	7/31/98	9/21/98	36,218.79	57,510.42	-21,291.63
Telebras Spons ADR	1,300.000	7/31/98	9/21/98	93,843.86	149,527.08	-55,683.22
Unibanco Uniao DE Bancos	1,000.000	7/31/98	9/21/98	15,189.49	32,919.11	-17,729.62
Unibanco Uniao DE Bancos	4,900.000	7/31/98	9/21/98	74,122.26	161,303.64	-87,181.38
Henkel LP Spons ADR	3,300.000	7/31/98	9/22/98	269,238.01	289,600.00	-20,361.99
Citicorp	1,300.000	7/31/98	10/1/98	162,979.80	162,979.80	0.00
Citicorp	1,400.000	9/11/98	10/1/98	175,516.70	175,516.70	0.00
Travelers Group	4,000.000	9/11/98	10/9/98	161,240.00	161,240.00	0.00
Basf AG ADR	6,000.000	7/31/98	11/12/98	218,632.70	271,110.00	-52,477.30
Saks Holdings 5.5% Due 9/15/03	2,000.000	7/31/98	12/1/98	200,000.00	176,500.00	23,500.00
Case Corp.	1,000.000	7/31/98	12/15/98	20,251.82	62,948.06	-42,696.24
Case Corp.	3,500.000	7/31/98	12/15/98	70,881.38	220,318.19	-149,436.81
Sunamerica	3,900.000	7/31/98	1/4/99	203,898.92	203,898.92	0.00
Alcatel Alsthom	7,700.000	7/31/98	1/21/99	175,412.45	295,712.00	-120,299.55
Baker Hughes Inc.	3,100.000	7/31/98	2/12/99	52,412.12	121,861.00	-69,448.88
Baker Hughes Inc.	3,100.000	9/16/98	2/12/99	52,412.12	71,486.00	-19,073.88
Broadcom Corp.	1,200.000	7/31/98	2/12/99	146,923.10	28,800.00	118,123.10
Applied Material	2,100.000	7/31/98	2/19/99	142,275.50	68,096.79	74,178.71
FHLB 5.605% Due 4/27/99	10,000.000	7/31/98	2/19/99	1,018,207.78	999,765.63	18,442.15
US Strips Coupon 2/15/03	10,000.000	7/31/98	2/19/99	818,170.00	764,660.00	53,510.00
US Strips Coupon 2/15/08	10,000.000	7/31/98	2/19/99	620,900.00	568,460.00	52,440.00
AES Corp.	2,200.000	7/31/98	3/2/99	83,971.19	111,250.00	-27,278.81
AMR Corp.	2,100.000	7/31/98	3/2/99	116,115.62	158,325.00	-42,209.38
Case Corp.	9,000.000	9/16/98	3/2/99	175,355.53	204,965.10	-29,609.57
Citigroup Inc.	3,250.000	10/1/98	3/2/99	183,968.23	162,979.80	20,988.43
Exide Corp. SR notes	2,000.000	7/31/98	3/2/99	204,811.11	211,500.00	-6,688.89
Grupo Televisa Ser A 11.375%	2,000.000	7/31/98	3/2/99	202,461.81	220,250.00	-17,788.19
Guidant Corp.	4,600.000	7/31/98	3/2/99	252,929.91	151,994.38	100,935.53
Itc Deltacom	9,000.000	7/31/98	3/2/99	130,900.61	165,456.00	-34,555.39
Morgan Stanley Debt	18,000.000	7/31/98	3/2/99	125,077.79	231,204.60	-106,126.81
Morgan Stanley Debt	36,000.000	10/1/98	3/2/99	250,155.59	277,972.49	-27,816.90
Playtex Family NTS 9%	5,000.000	7/31/98	3/2/99	529,000.00	520,000.00	9,000.00
Philips Electronics	3,500.000	7/31/98	3/8/99	297,803.80	297,803.80	0.00
Lockheed Martin Corp.	3,500.000	7/31/98	4/6/99	131,038.14	192,665.00	-61,626.86
Philip Morris	7,000.000	9/16/98	4/6/99	251,341.30	316,295.00	-64,953.70
Bankers Trust 5.63%	4,000.000	7/31/98	4/9/99	400,000.00	399,562.50	437.50
Reuters Grp PLC	3,700.000	2/17/99	4/21/99	331,895.20	299,758.09	32,137.11
Citigroup Inc.	3,500.000	10/1/98	4/22/99	257,906.39	175,516.70	82,389.69
Lilly Eli	3,900.000	7/31/98	4/23/99	294,710.04	264,324.25	30,385.79
Lilly Eli	1,500.000	2/17/99	4/23/99	113,350.02	134,808.75	-21,458.73
Corporacion Bancaria De Espana	6,000.000	2/17/99	5/5/99	296,985.00	296,985.00	0.00
AES Corp.	5,600.000	9/16/98	5/6/99	284,204.51	172,381.44	111,823.07
American Express Co	1,600.000	7/31/98	5/6/99	204,297.18	161,426.32	42,870.86
American International Group	1,700.000	1/4/99	5/6/99	196,135.20	103,967.66	92,167.54
Caterpillar Inc.	1,400.000	2/17/99	5/6/99	90,737.97	63,259.00	27,478.97
Chevron Corp. Com	1,300.000	7/31/98	5/6/99	125,774.05	103,732.93	22,041.12
Jacor Comm. CL A	5,500.000	7/31/98	5/6/99	308,110.00	308,110.00	0.00

Capital Gains Report

8/1/98 Through 7/31/99

Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
Clear Channel Communications	1,200.000	5/6/99	5/6/99	84,375.18	58,088.30	26,286.88
Coca Cola Co.	2,600.000	7/31/98	5/6/99	87,266.08	100,062.46	-12,796.38
Dayton Hudson	1,300.000	9/16/98	5/6/99	81,653.52	57,196.75	24,456.77
Diamond Offshore Drilling Com	2,700.000	7/31/98	5/6/99	86,565.86	119,130.75	-32,564.89
Diamond Offshore Drilling Com	1,300.000	9/16/98	5/6/99	41,679.86	35,665.50	6,014.36
E I Du Pont De Nemours & Co	4,200.000	7/31/98	5/6/99	300,825.46	304,380.50	-3,555.04
Emerson Elec. Co.	1,300.000	2/17/99	5/6/99	88,562.79	73,528.00	15,034.79
FDX Corp	1,000.000	7/31/98	5/6/99	111,811.27	69,146.02	42,665.25
Gap Inc.	1,300.000	9/16/98	5/6/99	81,819.27	51,835.33	29,983.94
General Elec. Co. USD .16 COM	800.000	9/16/98	5/6/99	85,047.16	63,648.00	21,399.16
Lockheed Martin Corp.	2,000.000	7/31/98	5/6/99	87,877.06	110,094.29	-22,217.23
Mobil Corp.	1,300.000	9/16/98	5/6/99	133,492.54	99,395.92	34,096.62
Motorola Inc.	4,100.000	7/31/98	5/6/99	319,030.85	216,505.00	102,525.85
Nordstrom Inc	2,500.000	12/9/98	5/6/99	85,784.63	86,790.50	-1,005.87
Procter & Gamble Co	900.000	9/16/98	5/6/99	81,787.02	61,816.50	19,970.52
Safeway	1,600.000	9/16/98	5/6/99	84,101.19	72,096.00	12,005.19
Time Warner	1,200.000	7/31/98	5/6/99	86,475.11	46,807.50	39,667.61
Waste Management Inc.	1,600.000	4/6/99	5/6/99	87,301.08	71,096.00	16,205.08
Unilever ADR	6,600.000	7/31/98	5/13/99	289,246.00	289,246.00	0.00
First Union Corp.	6,800.000	2/17/99	5/19/99	347,818.59	337,008.00	10,810.59
AMR Corp.	2,100.000	9/16/98	5/20/99	141,898.35	133,607.25	8,291.10
AMR Corp.	1,600.000	2/17/99	5/20/99	108,113.03	88,896.00	19,217.03
Fruit of Loom 7.875%	5,000.000	7/31/98	6/4/99	505,000.00	503,385.00	1,615.00
Koninklijke Philips Electrs	3,500.000	3/8/99	6/4/99	297,803.80	297,803.80	0.00
Caterpillar Inc.	2,200.000	2/17/99	6/10/99	134,476.01	99,407.00	35,069.01
Alza Corp Com	10,800.000	4/23/99	6/24/99	534,474.16	348,441.48	186,032.68
Alza Corp Com	2,100.000	5/6/99	6/24/99	103,925.53	76,251.00	27,674.53
AT&T Corp.	1,300.000	9/16/98	7/14/99	73,207.05	49,614.50	23,592.55
Applied Material	1,000.000	7/31/98	7/14/99	75,187.49	32,427.04	42,760.45
Axa Uap ADR	1,900.000	7/31/98	7/14/99	120,175.74	110,000.67	10,175.07
General Elec. Co. USD .16 COM	2,000.000	9/16/98	7/14/99	230,747.30	159,120.00	71,627.30
General Electric Co	15,000.000	7/31/98	7/14/99	152,844.87	122,330.00	30,514.87
Hewlett Packard Co	1,000.000	7/31/98	7/14/99	107,998.89	60,708.75	47,290.14
Intel Corp	1,000.000	7/31/98	7/14/99	66,812.77	36,560.55	30,252.22
IBM Corp	1,000.000	9/16/98	7/14/99	136,935.43	64,479.00	72,456.43
Koninklijke Philips Electrs	1,000.000	6/4/99	7/14/99	105,686.47	92,485.65	13,200.82
Lockheed Martin Corp.	1,500.000	7/31/98	7/14/99	56,064.37	82,570.71	-26,506.34
Microsoft Corp	1,000.000	9/16/98	7/14/99	93,686.87	53,655.00	40,031.87
News Corp. Ltd ADR	2,000.000	9/16/98	7/14/99	71,627.60	50,852.60	20,775.00
Waste Management Inc.	1,900.000	4/6/99	7/14/99	67,927.48	84,426.50	-16,499.02
Michelin FF12 French	5,000.000	7/31/98	7/15/99	203,250.00	295,300.00	-92,050.00
Michelin FF12 French	5,000.000	2/26/99	7/15/99	203,250.00	223,950.00	-20,700.00
TOTAL SHORT TERM				31,691,556.79	29,191,551.23	2,500,005.56

CiscoSystems Foundation
Sale of Calls S&P
August 1998 to July 1999

Number	Name	Purchase Date	Sale Date	Proceeds	Purchase Price	Gain/Loss
16	Call S&P Aug 550	08/11/98	07/01/98	33,598.88	4,400.00	29,198.88
18	Call S&P Aug 555	08/06/98	07/02/98	30,598.98	4,950.00	25,648.98
9	Call S&P Sept 555	08/06/98	07/02/98	20,699.31	8,100.00	12,599.31
19	Call S&P Aug 560	08/05/98	07/07/98	30,873.97	5,850.00	25,023.97
20	Call S&P Aug 560	08/05/98	07/07/98	31,998.93	6,300.00	25,698.93
20	Call S&P Sept 575	08/04/98	07/20/98	41,498.61	14,000.00	27,498.61
15	Call S&P Sept 580	08/04/98	07/20/98	26,731.20	6,000.00	20,731.20
9	Call S&P Sept 580	08/04/98	07/20/98	16,223.66	6,000.00	10,223.66
20	Call S&P Oct 560	08/06/98	07/22/98	48,998.36	24,500.00	24,498.36
14	Call S&P Oct 550	08/18/98	07/22/98	41,998.60	23,975.00	18,023.60
20	Call S&P Sept 565	08/06/98	07/09/98	45,998.46	12,000.00	33,998.46
24	Call S&P Sept 550	08/12/98	08/04/98	41,698.61	19,200.00	22,498.61
20	Call S&P Sept 560	08/06/98	08/04/98	26,499.11	15,000.00	11,499.11
18	Call S&P Aug 540	08/17/98	08/05/98	20,249.32	3,087.50	17,161.82
21	Call S&P Aug 540	08/12/98	08/05/98	22,311.75	7,000.00	15,311.75
18	Call S&P Aug 530	08/24/98	08/06/98	21,834.27	3,150.00	18,684.27
20	Call S&P Oct 540	08/31/98	08/06/98	41,998.60	26,000.00	15,998.60
9	Call S&P Sept 530	08/31/98	08/06/98	18,449.38	8,325.00	10,124.38
20	Call S&P Sept 530	08/31/98	08/06/98	41,748.60	18,500.00	23,248.60
20	Call S&P Sept 540	08/31/98	08/06/98	29,999.00	15,000.00	14,999.00
4	Call S&P Sept 540	08/31/98	08/10/98	7,599.75	3,000.00	4,599.75
16	Call S&P Oct 530	09/02/98	08/11/98	44,598.51	10,400.00	34,198.51
10	Call S&P Oct 530	09/02/98	08/12/98	22,749.24	6,500.00	16,249.24
10	Call S&P Sept 520	09/02/98	08/12/98	22,749.24	2,469.40	20,279.84
24	Call S&P Sept 520	09/02/98	08/12/98	54,298.19	5,926.56	48,371.63
19	Call S&P Sept 520	09/02/98	08/17/98	40,136.16	4,691.86	35,444.30
7	Call S&P Oct 530	09/02/98	08/18/98	19,686.84	4,550.00	15,136.84
7	Call S&P Oct 540	08/31/98	08/18/98	15,311.98	9,100.00	6,211.98
18	Call S&P Sept 525	09/02/98	08/21/98	34,198.86	3,375.00	30,823.86
27	Call S&P Oct 520	09/02/98	08/31/98	61,422.95	25,987.50	35,435.45
24	Call S&P Sept 510	09/02/98	08/31/98	58,798.04	10,200.00	48,598.04
29	Call S&P Sept 515	09/02/98	08/31/98	47,848.40	9,425.00	38,423.40
23	Call S&P Nov 480	Various	09/01/98	65,260.32	117,929.45	(52,669.13)
23	Call S&P Oct 480	10/19/98	09/02/98	48,298.39	95,450.00	(47,151.61)
23	Call S&P Oct 490	10/20/98	09/02/98	37,948.73	71,185.00	(33,236.27)
46	Call S&P Sept 480	Various	09/02/98	45,998.46	97,175.00	(51,176.54)
46	Call S&P Sept 490	09/21/98	09/02/98	25,299.15	24,150.00	1,149.15
23	Call S&P Nov 490	11/02/98	09/03/98	55,198.16	117,300.00	(62,101.84)
8	Call S&P Sept 480	09/21/98	09/03/98	19,899.33	12,200.00	7,699.33
23	Call S&P Oct 505	10/13/98	09/17/98	45,998.46	2,375.00	43,623.46
2	Call S&P Oct 505	10/13/98	09/17/98	3,524.88	750.00	2,774.88
31	Call S&P Nov 500	11/05/98	09/21/98	82,147.26	164,300.00	(82,152.74)
23	Call S&P Oct 475	01/02/98	09/21/98	77,047.43	60,950.00	16,097.43
23	Call S&P Oct 495	10/13/98	09/21/98	44,097.81	5,750.00	38,347.81
23	Call S&P Dec 490	11/02/98	10/02/98	81,647.27	131,100.00	(49,452.73)
3	Call S&P Nov 485	10/21/98	10/07/98	7,324.23	15,825.00	(8,500.77)
25	Call S&P Dec 480	10/20/98	10/13/98	80,622.31	147,187.50	(66,565.19)
23	Call S&P Nov 475	10/21/98	10/13/98	56,348.12	138,131.10	(81,782.98)
23	Call S&P Dec 520	11/12/98	10/19/98	68,997.70	97,175.00	(28,177.30)
23	Call S&P Jan 520	12/04/98	10/19/98	81,072.29	132,250.00	(51,177.71)
25	Call S&P Dec 510	11/06/98	10/20/98	89,997.00	113,575.00	(23,578.00)
23	Call S&P Nov 525	11/19/98	10/21/98	43,698.54	83,950.00	(40,251.46)
21	Call S&P Nov 520	11/10/98	10/23/98	40,170.19	82,950.00	(42,779.81)
8	Call S&P Dec 535	11/25/98	10/23/98	17,559.41	45,237.60	(27,678.19)
15	Call S&P Dec 535	12/02/98	11/02/98	33,038.90	64,861.80	(31,822.90)
23	Call S&P Nov 535	11/20/98	11/02/98	28,749.04	76,475.00	(47,725.96)
18	Call S&P Dec 545	12/02/98	11/06/98	34,198.86	61,200.00	(27,001.14)
21	Call S&P Nov 560	11/20/98	11/10/98	14,699.51	19,425.00	(4,725.49)
23	Call S&P Dec 550	12/09/98	11/12/98	44,848.50	92,000.00	(47,151.50)
23	Call S&P Dec 560	12/21/98	11/19/98	37,373.75	68,632.00	(31,258.25)
33	Call S&P Dec 570	12/21/98	12/02/98	46,198.46	65,472.00	(19,273.54)
31	Call S&P Jan 550	01/05/99	11/05/98	81,372.28	206,150.00	(124,777.72)
2	Call S&P Jan 560	01/05/99	12/04/98	5,099.83	11,550.00	(6,450.17)
21	Call S&P Jan 560	01/06/99	12/04/98	53,548.21	108,150.00	(54,601.79)
21	Call S&P Jan 570	01/08/99	11/20/98	44,098.53	126,000.00	(81,901.47)
26	Call S&P Jan 580	01/19/99	12/21/98	52,648.24	94,796.00	(42,147.76)
7	Call S&P Jan 580	01/11/99	12/21/98	14,174.53	38,850.00	(24,675.47)
23	Call S&P Feb 570	01/12/99	11/20/98	64,397.85	163,300.00	(98,902.15)
23	Call S&P Feb 580	01/12/99	12/09/98	73,597.54	133,975.00	(60,377.46)
23	Call S&P Feb 560	01/13/99	12/21/98	101,196.62	159,850.00	(58,653.38)
6	Call S&P Feb 625	01/19/99	01/13/99	11,559.69	8,400.00	3,159.69
5	Call S&P Mar 610	01/11/99	01/05/99	15,999.47	22,250.00	(6,250.53)

CiscoSystems Foundation
 Sale of Calls S&P
 August 1998 to July 1999

Number	Name	Purchase Date	Sale Date	Proceeds	Purchase Price	Gain/Loss
21	Call S&P Feb 605	02/19/99	01/12/99	83,997.20	28,875.00	55,122.20
21	Call S&P Feb 605	02/19/99	01/06/99	50,398.32	28,875.00	21,523.32
17	Call S&P Feb 610	02/22/99	01/19/99	39,798.67	19,975.00	19,823.67
2	Call S&P Feb 615	02/22/99	01/12/99	6,399.78	8,993.00	(2,593.22)
23	Call S&P Feb 615	02/18/99	01/12/99	68,422.71	19,337.50	49,085.21
9	Call S&P Feb 615	02/22/99	01/13/99	22,949.23	0.00	22,949.23
8	Call S&P Feb 625	02/11/99	01/13/99	15,412.93	2,800.00	12,612.93
1	Call S&P Apr 600	02/26/99	02/11/99	3,649.87	3,700.00	(50.13)
1	Call S&P Mar 600	02/25/99	02/19/99	3,099.89	2,800.00	299.89
24	Call S&P Mar 600	03/10/99	02/19/99	74,397.52	120,000.00	(45,602.48)
2	Call S&P Mar 600	03/10/99	03/04/99	4,324.85	10,000.00	(5,675.15)
6	Call S&P Mar 610	03/10/99	01/05/99	19,949.34	22,500.00	(2,550.66)
35	Call S&P Mar 610	03/12/99	01/19/99	113,121.24	151,375.00	(38,253.76)
2	Call S&P Mar 610	03/20/99	01/05/99	0.00	7,500.00	(7,500.00)
6	Call S&P Mar 620	03/16/99	01/11/99	21,774.27	21,900.00	(125.73)
20	Call S&P Mar 620	03/22/99	01/08/99	70,497.65	72,500.00	(2,002.35)
8	Call S&P Mar 630	03/22/99	02/22/99	11,599.61	16,088.00	(4,488.39)
1	Call S&P Mar 630	03/22/99	02/22/99	574.98	2,011.00	(1,436.02)
7	Call S&P Apr 600	04/01/99	02/10/99	25,549.15	36,050.00	(10,500.85)
17	Call S&P Apr 600	04/01/99	02/17/99	76,284.95	87,550.00	(11,265.05)
1	Call S&P Apr 600	04/01/99	03/03/99	3,199.89	5,150.00	(1,950.11)
17	Call S&P Apr 610	04/05/99	02/18/99	56,948.10	90,950.00	(34,001.90)
9	Call S&P Apr 610	04/05/99	02/19/99	32,173.92	48,150.00	(15,976.08)
17	Call S&P Apr 620	04/06/99	02/19/99	47,598.41	83,512.50	(35,914.09)
1	Call S&P Apr 620	04/06/99	03/03/99	1,949.93	4,912.50	(2,962.57)
18	Call S&P Apr 620	04/06/99	03/11/99	73,797.54	88,425.00	(14,627.46)
8	Call S&P Apr 620	04/06/99	04/01/99	25,799.14	39,300.00	(13,500.86)
17	Call S&P Apr 640	04/12/99	03/11/99	44,623.51	63,712.94	(19,089.43)
8	Call S&P Apr 640	04/12/99	04/05/99	20,299.32	29,982.56	(9,683.24)
7	Call S&P Apr 650	04/12/99	04/05/99	11,724.60	23,450.00	(11,725.40)
10	Call S&P Apr 650	04/16/99	04/05/99	16,749.45	18,650.00	(1,900.55)
25	Call S&P Jun 650	04/28/99	04/06/99	30,898.97	130,000.00	(99,101.03)
33	Call S&P May 650	05/20/99	03/19/99	98,946.69	79,200.00	19,746.69
25	Call S&P May 670	05/25/99	04/12/99	59,943.50	4,400.00	55,543.50
24	Call S&P May 640	05/21/99	03/09/99	59,398.02	87,000.00	(27,601.98)
18	Call S&P May 640	05/24/99	03/09/99	65,197.15	64,350.00	20,847.15
17	Call S&P Jul 690	06/01/99	04/28/99	52,698.24	12,750.00	39,948.24
24	Call S&P Jul 670	06/11/99	05/20/99	72,597.58	38,400.00	34,197.58
16	Call S&P Jul 680	06/11/99	05/21/99	38,398.72	16,400.00	21,998.72
10	Call S&P Jul 670	06/11/98	04/16/99	25,249.15	2,625.00	22,624.15
33	Call S&P Jul 670	06/11/99	05/19/99	69,297.69	8,663.00	60,634.69
2	Call S&P Jul 670	06/11/99	05/21/99	4,199.86	525.00	3,674.86
25	Call S&P Jun 650	06/16/99	05/21/99	78,122.39	62,500.00	15,622.39
1	Call S&P Jun 650	06/28/99	06/11/99	2,374.92	3,500.00	(1,125.08)
25	Call S&P Jun 650	06/16/99	04/06/99	80,309.82	43,750.00	36,559.82
8	Call S&P Jun 650	06/16/99	04/28/99	34,798.84	14,000.00	20,798.84
23	Call S&P Jul 640	07/01/99	06/11/99	70,147.66	148,281.00	(78,133.34)
14	Call S&P Jul 650	07/01/99	06/11/99	39,548.68	76,258.00	(36,709.32)
31	Call S&P Jul 650	07/02/99	06/11/99	78,122.39	176,312.50	(98,190.11)
16	Call S&P Aug 640	07/06/99	06/11/99	69,597.68	123,800.00	(54,202.32)
33	Call S&P Aug 650	07/08/99	06/16/99	147,670.07	245,850.00	(98,179.93)
25	Call S&P Sep 660	07/08/99	06/16/99	111,246.29	170,625.00	(59,378.71)
31	Call S&P Jul 700	07/16/99	07/02/99	39,911.16	85,250.00	(45,338.84)
14	Call S&P Jul 700	07/16/99	07/02/99	16,099.46	38,500.00	(22,400.54)
				5,350,201.91	6,397,159.77	(1,046,957.86)

PROOF OF PUBLICATION

San Jose Mercury News

750 RIDDER PARK DRIVE
SAN JOSE, CALIFORNIA 95190

IN THE
City of San Jose
STATE OF CALIFORNIA
COUNTY OF SANTA CLARA

Cisco Foundation
Attn: Carol McCallum
170 W. Tasman Drive
San Jose, CA 95134
Legal ad No. 7168-L

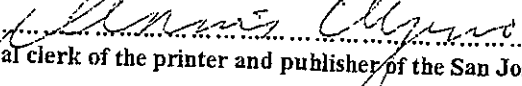
STATE OF CALIFORNIA)
COUNTY OF SANTA CLARA) SS.

The undersigned, being first duly sworn, deposes and says: That at all times hereinafter mentioned affiant was and still is a citizen of the United States, over the age of eighteen years, and not a party to nor interested in the above entitled proceedings; and was at and during all said times and still is the principal clerk of the printer and publisher of the San Jose Mercury News, a newspaper of general circulation printed and published daily in the city of San Jose in said County of Santa Clara, State of California, that said San Jose Mercury News is and was at all times herein mentioned a newspaper of general circulation as that term is defined by Sections 6000 and following, of the Government Code of the State of California, and, as provided by said sections, is published for the dissemination of local or telegraphic news and intelligence of a general character, having a bona fide subscription list of paying subscribers, and is not devoted to the interests or published for the entertainment or instruction of a particular class, professional, trade, calling, race or denomination, or for the entertainment and instruction of any number of such classes, professionals, trades, callings, races or denominations; that at all times said newspaper has been established, printed and published in the said city of San Jose in said County and State at regular intervals for more than one year preceding the first publication of the notice herein mentioned; that said notice was set in type not smaller than nonpareil and was preceded with words printed in black-face type not smaller than nonpareil, describing and expressing in general terms, the purport and character of the notice intended to be given; that the clipping of which is annexed is a true printed copy, was published and printed in said newspaper on the following dates, to-wit:

November 26, 1999

Dated at San Jose, California
this 29th day of November, 1999

I declare under penalty of perjury that the foregoing is true and correct.

Signed: 
Principal clerk of the printer and publisher of the San Jose Mercury News.

Form 990-PF, Part XVIII
Public Inspection
Statement 17

NOTICE

"The Annual Return of Cisco Systems Foundation is available upon request for inspection within 180 days of this notice at its principal office at 300 E. Tasman Drive, San Jose, CA. (408) 525-8211 and the name of its manager is-Larry R. Carter."

Nov. 26, 1999

7168-L

Application for Extension of Time To File Certain Excise, Income, Information, and Other Returns

File a separate application for each return.

Please type or print. File the original and one copy by the due date for filing your return. See instructions on back.

Name: Cisco Systems Foundation
Employer identification number: 77-0443347
Number, street, and room or suite no.: 170 West Tasman Drive
City, town or post office, state, and ZIP code: San Jose, CA 95134-1706

Note: Corporate income tax return filers must use Form 7004 to request an extension of time to file. Partnerships, REMICs, and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041.

- 1 I request an extension of time until 3/15, 2000, to file (check only one):
Form 706-GS(D)
Form 706-GS(T)
Form 990 or 990-EZ
Form 990-BL
Form 990-PF
Form 990-T (401(a) or 408(a) trust)
Form 990-T (trust other than above)
Form 1041 (estate) (see instructions)
Form 1041-A
Form 1042
Form 1120-ND (sec. 4951 taxes)
Form 3520-A
Form 4720
Form 5227
Form 6069
Form 8612
Form 8613
Form 8725
Form 8804
Form 8831

If the organization does not have an office or place of business in the United States, check this box.

- 2a For calendar year, or other tax year beginning 8/01/98 and ending 7/31/99
b If this tax year is for less than 12 months, check reason: Initial return, Final return, Change in accounting period

3 Has an extension of time to file been previously granted for this tax year? Yes No

4 State in detail why you need the extension: Organization requires additional time to compile the information necessary to file a complete and accurate return.

5a If this form is for Form 706-GS(D), Form 706-GS(T), 990-BL, 990-PF, 990-T, 1041 (estate), 1042, 1120-ND, 4720, 6069, 8612, 8613, 8725, 8804, or 8831, enter the tentative tax, less any nonrefundable credits. \$ 26,702
b If this form is for Form 990-PF, 990-T, 1041 (estate), 1042, or 8804, enter any refundable credits and estimated tax payments made. \$ 112,136
c Balance due. Subtract line 5b from line 5a. Include your payment with this form, or deposit with FTD coupon if required. \$ 0

Signature and Verification

DELAGNES, MITCHELL LINDER AS REPRESENTATIVES

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete; and that I am authorized to prepare this form.

Signature: Carol Hoggins Title: Date: DEC 15 1999

FILE ORIGINAL AND ONE COPY. The IRS will show below whether or not your application is approved and will return the copy.

Notice to Applicant - To Be Completed by the IRS

- We HAVE approved your application. Please attach this form to your return.
We HAVE NOT approved your application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of your return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to your return.
We HAVE NOT approved your application. After considering the reasons stated in item 4, we cannot grant your request for an extension of time to file. We are not granting the 10-day grace period.
We cannot consider your application because it was filed after the due date of the return for which an extension was requested.
Other:

By: Director Date:

If you want a copy of this form to be returned to an address other than that shown above, please enter the address to which the copy should be sent.

Name: Delagnes, Mitchell & Linder
Address: 300 Montgomery St. Suite 1050
City, town or post office, state, and ZIP code: San Francisco, CA 94104
Date: JAN 24 2000
Signature: RICHARD ORFMAER, Director Ugen Submission Processing Center