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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****Note:** The foundation may be able to use a copy of this return to satisfy state reporting requirements.**2008****For calendar year 2008, or tax year beginning****, 2008, and ending****G** Check all that apply. ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label.
Otherwise,
print
or type.
See Specific
Instructions.**HARRY AND ANNE MESTEL FOUNDATION**
5396 COLUMBUS RD. N.E.
LOUISVILLE, OH 44641**A** Employer identification number

34-1756960

B Telephone number (see the instructions)

(330) 458-0144

C If exemption application is pending, check here ☐**D** 1 Foreign organizations, check here ☐2 Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**H** Check type of organization. ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year
(from Part II, column (c), line 16)

▶ \$ 426,177.

J Accounting method. ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)

(a) Revenue and expenses per books**(b)** Net investment income**(c)** Adjusted net income**(d)** Disbursements for charitable purposes (cash basis only)**1** Contributions, gifts, grants, etc., received (att sch)**2** Ck ☒ if the foundn is not req to att Sch B**3** Interest on savings and temporary cash investments

1,530.

1,530.

1,530.

4 Dividends and interest from securities

23,833.

23,833.

23,833.

5a Gross rents
b Net rental income or (loss)**6a** Net gain/(loss) from sale of assets not on line 10

19,329.

STATEMENT 1

b Gross sales price for all assets on line 6a

100,895.

7 Capital gain net income (from Part IV, line 2)

13,020.

8 Net short-term capital gain**9** Income modifications**10a** Gross sales less returns and allowances**b** Less. Cost of goods sold**c** Gross profit/(loss) (att sch)**11** Other income (attach schedule)**12** Total. Add lines 1 through 11

44,692.

38,383.

25,363.

13 Compensation of officers, directors, trustees, etc**14** Other employee salaries and wages**15a** Pension plans, employee benefits**b** Legal fees (attach schedule)**b** Accounting fees (attach sch) SEE ST 2

3,500.

3,500.

17 Other professional fees (attach sch)**18** Interest**18** Taxes (attach schedule) SEE STMT 3

404.

404.

19 Depreciation (attach sch) and depletion**20** Occupancy**21** Travel, conferences, and meetings**22** Printing and publications**23** Other expenses (attach schedule)

SEE STATEMENT 4

250.

250.

24 Total operating and administrative expenses. Add lines 13 through 23

4,154.

4,154.

25 Contributions, gifts, grants paid PART. XV

30,884.

30,884.

26 Total expenses and disbursements. Add lines 24 and 25

35,038.

4,154.

0.

30,884.

27 Subtract line 26 from line 12:**a** Excess of revenue over expenses and disbursements

9,654.

b Net investment income (if negative, enter 0)

34,229.

c Adjusted net income (if negative, enter 0)

25,363.

SCANNED JAN 11 2010

RECEIVED

JAN 06 2010

OGDEN, UT

RECEIVED JAN 06 2010 OGDEN, UT

78

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
A S S E T S	1	Cash — non-interest-bearing	3,812.	1,711.	1,711.
	2	Savings and temporary cash investments	29,232.	77,671.	77,671.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch.)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule) STATEMENT 5	74,971.	49,966.	49,966.
	b	Investments — corporate stock (attach schedule)			
	c	Investments — corporate bonds (attach schedule) STATEMENT 6	78,683.	78,683.	33,239.
	11	Investments — land, buildings, and equipment, basis			
L I A B I L I T I E S		Less: accumulated depreciation (attach schedule)			
	12	Investments — mortgage loans			
	13	Investments — other (attach schedule) STATEMENT 7	357,871.	346,190.	263,590.
	14	Land, buildings, and equipment, basis			
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe SEE STATEMENT 8)		2.	
	16	Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	544,569.	554,223.	426,177.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
N E T A S S E T S F U N D B A L A N C E S	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ☒			
	27	Capital stock, trust principal, or current funds	656,487.	675,816.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-111,918.	-121,593.	
	30	Total net assets or fund balances (see the instructions)	544,569.	554,223.	
	31	Total liabilities and net assets/fund balances (see the instructions)	544,569.	554,223.	

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	544,569.
2	Enter amount from Part I, line 27a	2	9,654.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	554,223.
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	554,223.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)

(b) How acquired
P — Purchase
D — Donation(c) Date acquired
(month, day, year)(d) Date sold
(month, day, year)**1 a CAPITAL GAIN DIVIDENDS**

b

c

d

e

(e) Gross sales price

(f) Depreciation allowed
(or allowable)(g) Cost or other basis
plus expense of sale(h) Gain or (loss)
(e) plus (f) minus (g)

a

b

c

d

e

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value
as of 12/31/69(j) Adjusted basis
as of 12/31/69(k) Excess of column (i)
over column (j), if any(l) Gains (Column (h)
gain minus column (k), but not less
than -0-) or Losses (from column (h))

a

b

c

d

e

13,020.

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

13,020.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0-
in Part I, line 8

3

0.

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

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

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

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

☐ Yes☒ No

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

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

(a) Base period years
Calendar year (or tax year
beginning in)

(b) Adjusted qualifying distributions

(c) Net value of
noncharitable-use assets(d) Distribution ratio
(column (b) divided by column (c))

2007

28,657.

624,953.

0.045855

2006

27,304.

587,572.

0.046469

2005

27,833.

557,385.

0.049935

2004

25,138.

566,336.

0.044387

2003

21,648.

530,175.

0.040832

2 Total of line 1, column (d)

2

0.227478

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

0.045496

4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5

4

548,371.

5 Multiply line 4 by line 3

5

24,949.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

342.

7 Add lines 5 and 6

7

25,291.

8 Enter qualifying distributions from Part XII, line 4

8

30,884.

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.

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Form 990-PF (2008)

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling letter: _____ (attach copy of ruling letter if necessary — see instructions)		1	342.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	342.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	342.
6 Credits/Payments.			
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a	400.	
b Exempt foreign organizations — tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	400.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	58.	
11 Enter the amount of line 10 to be. Credited to 2009 estimated tax 58. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) OH		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

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Form 990-PF (2008)

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>MARTIN G. MESTEL, CPA</u> Telephone no. <u>(330) 458-0144</u> Located at <u>5396 COLUMBUS RD. N.E. LOUISVILLE OH</u> ZIP + 4 <u>44641</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here and enter the amount of tax-exempt interest received or accrued during the year <u>N/A</u>	15		N/A

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes	☒ No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes	☒ No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes	☒ No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes	☒ No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes	☒ No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes	☒ No
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes	☒ No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes	☒ No
b If 'Yes,' did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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Form 990-PF (2008)

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ☐

5b N/A

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

N/A

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

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

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

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

6b X

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

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

7b N/A

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

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARTIN MESTEL 5396 COLUMBUS RD NE LOUISVILLE, OH 44641	PRESIDENT 0	0.	0.	0.
ANNE MESTEL 5396 COLUMBUS RD NE LOUISVILLE, OH 44641	SECRETARY 0	0.	0.	0.
CLIFFFORD MESTEL 12874 COUNTY ROAD 314 BUENA VISTA, CO 81211	TREASURER 0	0.	0.	0.

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

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

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

0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Form 990-PF (2008)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes.		
a Average monthly fair market value of securities	1a	487,638.
b Average of monthly cash balances	1b	69,084.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	556,722.
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	556,722.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	8,351.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	548,371.
6 Minimum investment return. Enter 5% of line 5	6	27,419.

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

1 Minimum investment return from Part X, line 6		1	27,419.
2a Tax on investment income for 2008 from Part VI, line 5	2a	342.	
b Income tax for 2008. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	342.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	27,077.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	27,077.
6 Deduction from distributable amount (see instructions)		6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	27,077.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	30,884.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the.		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	30,884.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	342.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	30,542.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				27,077.
2 Undistributed income, if any, as of the end of 2007.				
a Enter amount for 2007 only			30,884.	
b Total for prior years. 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4. ► \$ 30,884.				
a Applied to 2007, but not more than line 2a			30,884.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2008 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				27,077.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

BAA

Form 990-PF (2008)

N/A

- (4) Gross investment income**

[illegible]

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 10				
Total			3a	30,884.
b Approved for future payment				
Total			3b	

CLIENT 3491

HARRY AND ANNE MESTEL FOUNDATION

34-1756960

12/31/09

02.43PM

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

DESCRIPTION:	25000 FED HOME LOAN BANK		
DATE ACQUIRED:	5/18/2005		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	2/06/2008		
TO WHOM SOLD:			
GROSS SALES PRICE:	25,000.		
COST OR OTHER BASIS:	25,005.		
BASIS METHOD:	COST		
DEPRECIATION:	0.		
		GAIN (LOSS)	-5.
DESCRIPTION:	1000 WELLS FARGO LRG CO GRW C		
DATE ACQUIRED:	9/18/2001		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	6/03/2008		
TO WHOM SOLD:			
GROSS SALES PRICE:	44,875.		
COST OR OTHER BASIS:	43,452.		
BASIS METHOD:	COST		
DEPRECIATION:	0.		
		GAIN (LOSS)	1,423.
DESCRIPTION:	18000 ISRAEL BD-5TH INFRASTRUCTURE		
DATE ACQUIRED:	9/25/1998		
HOW ACQUIRED:	PURCHASE		
DATE SOLD:	9/15/2008		
TO WHOM SOLD:			
GROSS SALES PRICE:	18,000.		
COST OR OTHER BASIS:	13,109.		
BASIS METHOD:	COST		
DEPRECIATION:	0.		
		GAIN (LOSS)	4,891.
			TOTAL \$ <u>6,309.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 3,500.	\$ 3,500.		
TOTAL	<u>\$ 3,500.</u>	<u>\$ 3,500.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

CLIENT 3491

HARRY AND ANNE MESTEL FOUNDATION

34-1756960

12/31/09

02.43PM

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM 990-PF BALANCE YEAR 2007	\$ 4.	\$ 4.		
FORM 990-PF ESTIMATE YEAR 2008	400.	400.		
TOTAL	\$ 404.	\$ 404.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE OF OHIO FILING FEE	\$ 250.	\$ 250.		
TOTAL	\$ 250.	\$ 250.	\$ 0.	\$ 0.

STATEMENT 5
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
U.S. TREASURY NOTES	COST	\$ 49,966.	\$ 49,966.
FEDERAL HOME LOAN BANK-4.75%	COST	0.	0.
		\$ 49,966.	\$ 49,966.
TOTAL		\$ 49,966.	\$ 49,966.

STATEMENT 6
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GENERAL MOTORS NOTE	COST	\$ 53,688.	\$ 11,000.
AMERICAN GENERAL FINANCE-5.0%	COST	2,964.	861.
CATERPILLAR FINANCIAL SVC CORP-5.05%	COST	6,968.	6,846.
DOW CHEMICAL CO.-5.7%	COST	7,215.	6,989.
GENERAL ELECTRIC CAP CORP.-4.875%	COST	7,848.	7,543.
TOTAL		\$ 78,683.	\$ 33,239.

CLIENT 3491

HARRY AND ANNE MESTEL FOUNDATION

34-1756960

12/31/09

02.43PM

STATEMENT 7
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
STATE OF ISRAEL BONDS	COST	\$ 10,000.	\$ 10,000.
MUTUAL FUNDS	COST	336,190.	253,590.
	TOTAL	<u>\$ 346,190.</u>	<u>\$ 263,590.</u>

STATEMENT 8
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
ROUNDING	\$ 2.	
TOTAL	<u>\$ 2.</u>	<u>\$ 0.</u>

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: HARRY & ANNE MESTEL FOUNDATION
CARE OF: MARTIN MESTEL, PRESIDENT
STREET ADDRESS: 5396 COLUMBUS RD NE
CITY, STATE, ZIP CODE: LOUISVILLE, OH 44641
TELEPHONE:
FORM AND CONTENT: COMPLETE INFORMATION & MATERIALS RELATING TO REQUEST
SUBMISSION DEADLINES:
RESTRICTIONS ON AWARDS:

STATEMENT 10
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE JERUSELUM FOUNDATION P.O. BOX 170305 MILWAUKEE, WI 53217			RELIGIOUS DEVELOPEMENT	\$ 1,000.

CLIENT 3491

HARRY AND ANNE MESTEL FOUNDATION

34-1756960

12/31/09

02.43PM

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
AMERICAN SOCIETY FOR YAD VASHIM P.O. BOX 170305 MILWAUKEE, WI 53217			MEDICAL RESEARCH	\$ 2,000.
CANTON JEWISH COMMUNIY FEDERAT 2631 HARVARD AVE. NW CANTON, OH 44709			RELIGIOUS DEVELOPEMENT	2,000.
DOMESTIC VIOLENCE PROJECT P.O. BOX 9432 CANTON, OH 44711			COMMUNITY SUPPORT	4,000.
CENTRAL CATHOLIC HIGH SCHOOL 4824 W. TUSCAWARAS ST. CANTON, OH 44708			EDUCATION	2,884.
STARK COUNTY DISTRICT LIBRARY FDTN 715 MARKET AVE. N. CANTON, OH 44702			COMMUNITY SUPPORT	1,000.
WALSH UNIVERSITY 2020 EAST MAPLE STREET NW NORTH CANTON, OH 44720			EDUCATION	1,500.
JFS OF GREATER ALBUQUERQUE 5520 WYOMING BLVD NE STE 200 ALBUQUERQUE, NM 87109			FAMILIES WITH DIABILITIES	1,000.
WEIZMAN INSTITUTE OF SCIENCE 633 THIRD AVE., 20TH FLR NEW YORK, NY 10017			SCIENTIFIC RESEARCH	1,500.
STARK EDUCATION PARTNERSHIP 220 MARKET AVE. S., STE 220 CANTON, OH 44702			EDUCATION	1,000.
UNITED WAY 4825 HIGBEE AVE. NW CANTON, OH 44718			COMMUNITY SUPPORT	2,500.
OFIC 250 E. BROAD STREET - STE 1700 COLUMBUS, OH 43215			EDUCATION	2,000.

2008

FEDERAL STATEMENTS

PAGE 5

CLIENT 3491

HARRY AND ANNE MESTEL FOUNDATION

34-1756960

12/31/09

02.43PM

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
BEN-GURION UNIVERSITY 4238B N. ARLINGTON HEIGHTS RD. ARLINGTON HEIGHTS, IL 60004			EDUCATION	\$ 2,000.
AMERICAN CANCER SOCIETY 925 SOUTH MAIN STREET NORTH CANTON, OH 44720			MEDICAL RESEARCH	2,500.
NEOUCOM FOUNDATION 4209 STATE ROUTE 44 ROOTSTOWN, OH 44272			EDUCATION	1,000.
E. L. Warburton Patient Ed Initiative P.O. BOX 1091 HUDSON, OH 44236			EDUCATION	1,500.
THE CANTON STUDENT LOAN FDTN 4974 HIGBEE AVE NW-STE 204 CANTON, OH 44718			EDUCATION	1,500.

TOTAL \$ 30,884.