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

2008

Department of the Treasury
Internal Revenue Service (77)

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

For calendar year 2008, or tax year beginning 6/16, 2008, and ending 12/31, 2008

G Check all that apply: ☒ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the
IRS label
Otherwise,
print
or type
See Specific
InstructionsTRUST U/A DATED JUNE 16, 2003
C/O ACCESS INC ; 730 FIFTH AVENUE 20FL
NEW YORK, NY 10019

A Employer identification number

86-6324455

B Telephone number (see the instructions)

(203) 622-7400

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

G\$ 90,465,061.

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 neces-
sarily 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)R
E
V
E
N
U
E

1 Contributions, gifts, grants, etc., received (att sch)

2 Ck G ☒ if the foundn is not req to att Sch B3 Interest on savings and temporary
cash investments

671,031

671,031

N/A

4 Dividends and interest from securities

5a Gross rents

b Net rental income
or (loss)

6a Net gain/(loss) from sale of assets not on line 10

-6,292,109

b Gross sales price for all
assets on line 6a

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

0

8 Net short-term capital gain

9 Income modifications

10a Gross sales less
returns and
allowancesb Less Cost of
goods sold

c Gross profit/(loss) (att sch)

11 Other income (attach schedule)

SEE STATEMENT 1

-165,485

-165,485

12 Total Add lines 1 through 11

-5,786,563

505,546

13 Compensation of officers, directors, trustees, etc

0

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach sch)

c Other prof fees (attach sch)

17 Interest

18 Taxes (attach schedule)

19 Depreciation (attach
sch) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule)

SEE STATEMENT 2

2,137

2,137

24 Total operating and administrative
expenses Add lines 13 through 23

2,137

2,137

25 Contributions, gifts, grants paid PART XV

6,188,881

6,188,881

26 Total expenses and disbursements
Add lines 24 and 25

6,191,018

2,137

6,188,881

27 Subtract line 26 from line 12

a Excess of revenue over expenses
and disbursements

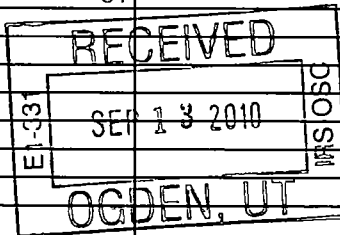
-11,977,581

b Net investment income (if negative, enter -0-)

503,409

c Adjusted net income (if negative, enter -0-)

SCANNED SEP 23 2010



614 16

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				
	2	Savings and temporary cash investments			29,850,218.	29,850,218
	3	Accounts receivable G				
		Less allowance for doubtful accounts G				
	4	Pledges receivable G				
		Less allowance for doubtful accounts G				
	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) G				
		Less allowance for doubtful accounts G				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations (attach schedule)				
		b Investments - corporate stock (attach schedule)				
		c Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis G				
	Less accumulated depreciation (attach schedule) G					
12	Investments - mortgage loans					
13	Investments - other (attach schedule) STATEMENT 3			60,614,843.	60,614,843	
14	Land, buildings, and equipment basis G					
	Less accumulated depreciation (attach schedule) G					
15	Other assets (describe G)					
16	Total assets (to be completed by all filers - see instructions. Also, see page 1, item I).			0.	90,465,061.	90,465,061
L I A B I L I T I E S	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe G SEE STATEMENT 4)			2,420,356.	
	23	Total liabilities (add lines 17 through 22)			0	2,420,356.
N E T A S S E T S O R F U N D B A L A N C E S		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 G	☐			
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 G	☒			
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, building, and equipment fund			100,022,286	
	29	Retained earnings, accumulated income, endowment, or other funds			-11,977,581	
	30	Total net assets or fund balances (see the instructions)			0	88,044,705.
	31	Total liabilities and net assets/fund balances (see the instructions)			0	90,465,061.

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	0.
2	Enter amount from Part I, line 27a	2	-11,977,581
3	Other increases not included in line 2 (itemize) G SEE STATEMENT 5	3	100,022,286.
4	Add lines 1, 2, and 3	4	88,044,705.
5	Decreases not included in line 2 (itemize) G	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	88,044,705.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P Purchase D Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	PASSTHROUGH LOSS FROM TEEFF LIMITED	P	VARIOUS	VARIOUS
b	PASSTHROUGH LOSS FROM TEEFF LIMITED	P	VARIOUS	VARIOUS
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		34,316.	-34,316.
b		6,257,793	-6,257,793
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			-34,316.
b			-6,257,793
c			
d			
e			

2	Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-6,292,109.
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	-34,316

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

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

N/A

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

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

☐ Yes☐ No

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

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			
2006			
2005			
2004			
2003			

2	Total of line 1, column (d)	2	
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here ☐ G ☐ and enter 'N/A' on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ G ☐ and enter 1% of Part I, line 27b	1	10,068
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	10,068.
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	10,068
6	Credits/Payments:		
a	2008 estimated tax pmts and 2007 overpayment credited to 2008	6a	
b	Exempt foreign organizations' tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	250
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	G 9	10,318
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	G 10	
11	Enter the amount of line 10 to be: Credited to 2009 estimated tax ☐ G ☐ Refunded ☐ G	G 11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? 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		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 G \$ 0. (2) On foundation managers G \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers G \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities		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? If 'Yes,' attach a conformed copy of the changes		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? If 'Yes,' attach the statement required by General Instruction T		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? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) G DE		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation	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)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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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	13	X	
G N/A				
14	The books are in care of G CPTC LLC Telephone no G (203) 622-7400 Located at G C/O ACCESS INC., 730 FIFTH AVENUE 20FL NY NY ZIP + 4 G 10019			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A	G	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 G ☐	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? ☐ Yes ☒ No If 'Yes,' list the years G 20__ , 20__ , 20__ , 20__		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement see the instructions)	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 G 20__ , 20__ , 20__ , 20__		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

G ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

7b N/A

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

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CPTC LLC %ACCESS INC., 730 5TH AVE 20FL NEW YORK, NY 10019	TRUSTEE 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

G 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 G 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	G 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	
b	Average of monthly cash balances	1b	35,839,009
c	Fair market value of all other assets (see instructions)	1c	60,614,843
d	Total (add lines 1a, b, and c)	1d	96,453,852.
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	96,453,852.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,446,808.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	95,007,044
6	Minimum investment return. Enter 5% of line 5. SHORT YEAR MODIFIED PERCENTAGE 2 7186 %	6	2,582,861

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	2,582,861.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	10,068
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,068
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,572,793
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,572,793.
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	2,572,793.

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	6,188,881
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	6,188,881
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,188,881

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				2,572,793.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
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 G \$ 6,188,881				
a Applied to 2007, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required - see instructions)		0		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount.				2,572,793
e Remaining amount distributed out of corpus	3,616,088.			
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	3,616,088.			
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				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 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	3,616,088			
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	3,616,088.			

BAA

Form 990-PF (2008)

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling G					
b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)					
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a 'Assets' alternative test ' enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test ' enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test ' enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))
NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
NONE

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

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

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

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

c Any submission deadlines:

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

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 6				
Total			G 3a	6,188,881.
b Approved for future payment				
Total			G 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	671,031	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-6,292,109	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a THRU TEEF LIMITED			14	-165,485	
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e)				-5,786,563	
13 Total Add line 12, columns (b), (d), and (e)				-5,786,563	

(See worksheet in the instructions for line 13 to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

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

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
THRU TEEF LIMITED	\$ -165,485	\$ -165,485	
TOTAL	<u>\$ -165,485.</u>	<u>\$ -165,485.</u>	<u>0</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	\$ 2,137.	\$ 2,137		
TOTAL	<u>\$ 2,137.</u>	<u>\$ 2,137</u>		<u>\$ 0</u>

STATEMENT 3
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER SECURITIES</u>			
AI PETROLEUM HOLDINGS LLC	COST	\$ 10,614,843.	\$ 10,614,843
BIL LTD	COST	50,000,000.	50,000,000.
TOTAL		<u>\$ 60,614,843.</u>	<u>\$ 60,614,843</u>

STATEMENT 4
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

CRUT ANNUITY PAYABLE	\$ 2,420,356
TOTAL	<u>\$ 2,420,356</u>

STATEMENT 5
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

CRUT U/A DATED 6/16/03 CONVERTED TO A FOUNDATION ON 6/13/08	\$ 100,022,286
TOTAL	<u>\$ 100,022,286</u>

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STATEMENT 6
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 JEWISH THEOLOGICAL SEMINARY 3080 BROADWAY NEW YORK, NY 10027	NONE	PUBLIC	EDUCATION SUPPORT	\$ 25,000.
CAF AMERICA KING STREET STATION ALEXANDRIA, VA 22314	NONE	PUBLIC	HERMITAGE DINNER SPONSOR	68,846
AFTAU 39 BROADWAY, SUITE 1510 NEW YORK, NY 10006	NONE	PUBLIC	EDUCATION SUPPORT	1,000,000
INTL FRIENDS OF THE LONDON LIBRARY 515 MADISON AVENUE, SUITE 3702 NEW YORK, NY 10022	NONE	PUBLIC	EDUCATION SUPPORT	189,508
AMERICAN JEWISH HISTORICAL SOCIETY 15 WEST 16TH STREET NEW YORK, NY 10011	NONE	PUBLIC	EDUCATION SUPPORT	100,000.
CHAMAH 27 WILLIAM STREET, SUITE 613 NEW YORK, NY 10005	NONE	PUBLIC	JEWISH COMMUNITY SUPPORT	74,000
AMERICAN FRIENDS OF KESHET 11 HANOVER SQ, 15TH FLOOR NEW YORK, NY 10005	NONE	PUBLIC	GENERAL SUPPORT	18,000
COLEL CHABAD 806 EASTERN PARKWAY BROOKLYN, NY 11213	NONE	PUBLIC	JEWISH COMMUNITY SUPPORT	845,000.
AMERICAN FRIENDS ISRAEL MUSEUM 500 FIFTH AVENUE 2540 NEW YORK, NY 10110	NONE	PUBLIC	PRESERVATION OF HISTORY	25,000.
ELIE WIESEL FOUNDATION 555 MADISON AVENUE, 20TH FLOOR NEW YORK, NY 10022	NONE	PUBLIC	PRESERVATION OF HISTORY	47,500.
MEMRI 1819 L STREET, NW 5TH FLOOR WASHINGTON, DC 20036	NONE	PUBLIC	PRESERVATION OF HISTORY	100,000

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STATEMENT 6 (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
RUSSIAN PHOENIX MOSCOW,	NONE	PUBLIC	GENERAL SUPPORT	\$ 430,450.
HARVARD UNIVERSITY 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	PUBLIC	FELLOWSHIP FUND	2,000,000.
AMERICAN FRIENDS OF BARKAI 34 MOUNTAIN AVENUE MONSEY, NY 10952	NONE	PUBLIC	JEWISH COMMUNITY SUPPORT	55,000.
TZIVOS HASHEM 332 KINGSTON AVENUE BROOKLYN, NY 11213	NONE	PUBLIC	EDUCATION SUPPORT	147,000
AMERICAN JEWISH CONGRESS 115 EAST 57 STREET, SUITE 11 NEW YORK, NY 10022	NONE	PUBLIC	SECURITY SUPPORT	25,000
NEW YORK ACADEMY OF SCIENCE 2 EAST 63RD ST. NEW YORK, NY 10021	NONE	PUBLIC	SUPPORT FOR THE SCIENCES	345,864
NEW YORK PUBLIC LIBRARY 476 FIFTH AVENUE NEW YORK, NY 10018	NONE	PUBLIC	EDUCATION SUPPORT	48,250
HEALTH OF FATHERLAND 1610 N ARGYLE AVE 106 LOS ANGELES, CA 90028	NONE	PUBLIC	MEDICAL SUPPORT	15,000
AMERICAN ASSOCIATION OF NATIONAL THEATRE 200 W 7TH STREET, SUITE 804 NEW YORK, NY 10019	NONE	PUBLIC	SUPPORT FOR THE ARTS	18,333
CHABAD HOUSE OF HARVARD 38-40 BANKS ST CAMBRIDGE, MA 02138	NONE	PUBLIC	RELIGIOUS SUPPORT	60,000.
AMERICAN FUND FOR CHARITIES 1000 NORTH WEST STREET, SUITE 1200 WILMINGTON, DE 19801	NONE	PUBLIC	SUPPORT FOR CHARITIES	23,472
INTREPID FALLEN HEROES WEST 46TH STREET AND 12TH AVENUE NEW YORK, NY 10036	NONE	PUBLIC	FAMILY OF LOST PERSONNEL	50,000

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STATEMENT 6 (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
HEBREW IMMIGRANT AID SOCIETY 333 SEVENTH AVE, 17TH FLOOR NEW YORK, NY 1001	NONE	PUBLIC	IMMIGRATION SUPPORT	\$ 50,000
CENTER FOR JEWISH HISTORY 15 WEST 16TH STREET NEW YORK, NY 10011	NONE	PUBLIC	JEWISH HISTORY EDUCATION	34,700.
WHITE NIGHTS FOUNDATION 200 WEST 57TH STREET NEW YORK, NY 10019	NONE	PUBLIC	EDUCATION SUPPORT	47,200.
THE VILLAGE TEMPLE 33 EAST 12TH STREET NEW YORK, NY 10003	NONE	PUBLIC	RELIGIOUS SUPPORT	18,000.
NATIONAL MS SOCIETY 733 THIRD AVE 3RD FLOOR NEW YORK, NY 10017	NONE	PUBLIC	MEDICAL SUPPORT	25,000
COUNCIL FOR WORLD JEWRY 825 THIRD AVENUE, SUITE 1800 NEW YORK, NY 10022	NONE	PUBLIC	SECURITY SUPPORT	50,000.
AMERICAN-ISRAEL FRIENDSHIP LEAGUE 134 EAST 39TH STREET NEW YORK, NY 10016	NONE	PUBLIC	STRENGTHEN US-ISRAEL TIES	22,500.
AMERICAN FRIENDS OF THE BRITISH MUSEUM 6 WEST 48TH STREET, 10TH FLOOR NEW YORK, NY 10036	NONE	PUBLIC	EDUCATION SUPPORT	97,258
DEAFNESS RESEARCH FOUNDATION 641 LEXINGTON AVENUE, FL 15 NEW YORK, NY 10022	NONE	PUBLIC	MEDICAL SUPPORT	3,000.
BLAVATNIK ARCHIVE FOUNDATION 730 FIFTH AVENUE NEW YORK, NY 10019	RELATED FOUNDATION	PUBLIC	PRESERVATION OF DOCUMENTS	130,000.

TOTAL \$ 6,188,881