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Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2008**

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 3/1/2008, and ending 2/28/2009

G Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☒ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation <b>Axe-Houghton Foundation</b>		A Employer identification number <b>13-6200200</b>
	Number and street (or P O box number if mail is not delivered to street address) Room/suite <b>c/o Foundation Source, 55 Walls Drive 3rd Floor</b>		B Telephone number (see page 10 of the instructions) <b>(800) 839-1754</b>
	City or town, state, and ZIP code <b>Fairfield CT 06824</b>		C If exemption application is pending, check here <input type="checkbox"/>
	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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ <b>5,074,117</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (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"/>

**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 page 11 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)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	591	591		
4 Dividends and interest from securities	249,936	249,936		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	-272,413			
b Gross sales price for all assets on line 6a <b>1,365,448</b>				
7 Capital gain net income (from Part IV, line 2)		0		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	-21,886	250,527		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc	4,200			4,200
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	35,668			35,668
b Accounting fees (attach schedule)	15,415			15,415
c Other professional fees (attach schedule)	46,070	31,449		14,621
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	7,055			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	3,116			3,116
22 Printing and publications				
23 Other expenses (attach schedule)	29,178			29,178
24 Total operating and administrative expenses. Add lines 13 through 23	140,702	31,449		102,198
25 Contributions, gifts, grants paid	319,500			319,500
26 Total expenses and disbursements. Add lines 24 and 25	460,202	31,449		421,698
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-482,088			
b Net investment income (if negative, enter -0-)		219,078		
c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the Instructions.

Form **990-PF** (2008)

(HTA)

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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
<b>Assets</b>	1 Cash—non-interest-bearing	83,145		
	2 Savings and temporary cash investments	11,521	85,982	85,982
	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 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)		6,381,202	4,988,135
	c Investments—corporate bonds (attach schedule)			
	<b>Liabilities</b>	11 Investments—land, buildings, and equipment basis ▶		
Less accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)		6,854,606		
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 <b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)		6,949,272	6,467,184	5,074,117
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable (attach schedule)				
22 Other liabilities (describe ▶)				
23 <b>Total liabilities</b> (add lines 17 through 22)	0	0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	582,738		
	29 Retained earnings, accumulated income, endowment, or other funds	6,366,534	6,467,184	
30 <b>Total net assets or fund balances</b> (see page 17 of the instructions)	6,949,272	6,467,184		
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	6,949,272	6,467,184		

**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	6,949,272
2 Enter amount from Part I, line 27a	2	-482,088
3 Other increases not included in line 2 (itemize) ▶	3	0
4 Add lines 1, 2, and 3	4	6,467,184
5 Decreases not included in line 2 (itemize) ▶	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,467,184

**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 D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a Publicly-traded Securities</b>		P	Various	Various
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 1,365,448		1,637,861	-272,413	
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
<b>a</b>				
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }			<b>2</b>	-272,413
<b>3</b> 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 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 }			<b>3</b>	

**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.

(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))
2007	384,648	8,173,519	0.047060
2006	359,455	7,805,848	0.046049
2005	346,667	7,493,981	0.046259
2004	340,622	7,253,656	0.046959
2003	315,144	6,668,293	0.047260
<b>2</b> Total of line 1, column (d)			<b>2</b> 0.233587
<b>3</b> 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			<b>3</b> 0.046717
<b>4</b> Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			<b>4</b> 6,709,909
<b>5</b> Multiply line 4 by line 3			<b>5</b> 313,467
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b> 2,191
<b>7</b> Add lines 5 and 6			<b>7</b> 315,658
<b>8</b> Enter qualifying distributions from Part XII, line 4 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 18			<b>8</b> 421,698

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary—see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,191	
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (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	2,191	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4		
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	2,191	
6 Credits/Payments				
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	9,040		
b Exempt foreign organizations—tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	205		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d	7	9,245		
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0		
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	7,054		
11 Enter the amount of line 10 to be Credited to 2009 estimated tax 2,200 Refunded	11	4,854		

**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 page 19 of 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 \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY		
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 on page 27)? 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

**Part VII-A Statements Regarding Activities (continued)**

<b>11</b>	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 page 20 of the instructions)	<b>11</b>		X
<b>12</b>	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	<b>12</b>		X
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	<b>13</b>	X	

Website address **▶** www.axe-houghtonfoundation.org

The books are in care of **▶** c/o Foundation Source Telephone no **▶** (800) 839-1754

Located at **▶** 501 Silverside Road, Suite 123, Wilmington, DE ZIP+4 **▶** 19809-1377

**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 **▶** **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
<b>1a</b>	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>▶</b> <input type="checkbox"/>	<b>1b</b>	X
<b>c</b>	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?	<b>1c</b>	X
<b>2</b>	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))		
<b>a</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>▶</b> 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 20 of the instructions )	<b>2b</b>	N/A
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>▶</b> 20____, 20____, 20____, 20____		
<b>3a</b>	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
<b>b</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 )	<b>3b</b>	N/A
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	X
<b>b</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?	<b>4b</b>	X

**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 page 22 of the 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 page 22 of the instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

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

\*Additional

☐ 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 page 22 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 ATTACHMENT		4,200		

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 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

▶

**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 page 23 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
NONE .....		
.....		
.....		
.....		
.....		
.....		

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

**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 NONE .....	
.....	
2 .....	
.....	
3 .....	
.....	
4 .....	
.....	

**Part IX-B Summary of Program-Related Investments** (see page 23 of the instructions)

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

Amount

1 NONE .....	
.....	
2 .....	
.....	
All other program-related investments. See page 24 of the instructions	
3 .....	
.....	
<b>Total.</b> Add lines 1 through 3	0



**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	6,713,730
<b>b</b>	Average of monthly cash balances	<b>1b</b>	98,360
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	6,812,090
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	6,812,090
<b>4</b>	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	102,181
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	6,709,909
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	335,495

**Part XI Distributable Amount** (see page 25 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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	335,495
<b>2a</b>	Tax on investment income for 2008 from Part VI, line 5	<b>2a</b>	2,191
<b>b</b>	Income tax for 2008 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,191
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	333,304
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0
<b>5</b>	Add lines 3 and 4	<b>5</b>	333,304
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	333,304

**Part XII Qualifying Distributions** (see page 25 of the instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	<b>1a</b>	421,698
<b>b</b>	Program-related investments—total from Part IX-B	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	<b>4</b>	421,698
<b>5</b>	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 page 26 of the instructions)	<b>5</b>	2,191
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	419,507

**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 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
<b>1</b> Distributable amount for 2008 from Part XI, line 7				333,304
<b>2</b> Undistributed income, if any, as of the end of 2007				
<b>a</b> Enter amount for 2007 only			392,138	
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2008				
<b>a</b> From 2003				
<b>b</b> From 2004				
<b>c</b> From 2005				
<b>d</b> From 2006				
<b>e</b> From 2007				
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 421,698				
<b>a</b> Applied to 2007, but not more than line 2a			392,138	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2008 distributable amount				29,560
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a) )	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
<b>e</b> Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
<b>f</b> Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				303,744
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
<b>9</b> Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2004	0			
<b>b</b> Excess from 2005	0			
<b>c</b> Excess from 2006	0			
<b>d</b> Excess from 2007	0			
<b>e</b> Excess from 2008	0			

**Part XIV Private Operating Foundations** (see page 27 of the 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 ▶

**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

**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

Tax year	Prior 3 years			(e) Total
(a) 2008	(b) 2007	(c) 2006	(d) 2005	
0				0
0	0	0	0	0
0				0
				0
0	0	0	0	0
				0
0				0
				0
				0
				0
				0

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 27 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 foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 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

[www.axe-houghtonfoundation.org](http://www.axe-houghtonfoundation.org)

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

[www.axe-houghtonfoundation.org](http://www.axe-houghtonfoundation.org)

**c** Any submission deadlines

[www.axe-houghtonfoundation.org](http://www.axe-houghtonfoundation.org)

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

[www.axe-houghtonfoundation.org](http://www.axe-houghtonfoundation.org)

**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)				
<b>a</b> <i>Paid during the year</i> SEE ATTACHMENT				
<b>Total</b>			▶ <b>3a</b>	319,500
<b>b</b> <i>Approved for future payment</i> NONE				
<b>Total</b>			▶ <b>3b</b>	



**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?  |       | Yes | No |
|--|-------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of  |       |     |    |
| (1) Cash   | 1a(1) |     | X  |
| (2) Other assets   | 1a(2) |     | X  |
| b Other transactions   |       |     |    |
| (1) Sales of assets to a noncharitable exempt organization   | 1b(1) |     | X  |
| (2) Purchases of assets from a noncharitable exempt organization   | 1b(2) |     | X  |
| (3) Rental of facilities, equipment, or other assets   | 1b(3) |     | X  |
| (4) Reimbursement arrangements   | 1b(4) |     | X  |
| (5) Loans or loan guarantees   | 1b(5) |     | X  |
| (6) Performance of services or membership or fundraising solicitations   | 1b(6) |     | X  |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | 1c    |     | X  |
| 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 foundation. If the foundation 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. |       |     |    |

[illegible]

- 2a** Is the foundation 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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

**Sign Here**

Signature of officer or trustee

Date \_\_\_\_\_

Title

**Paid  
Preparer  
Only**

Preparer's  
signature

Date \_\_\_\_\_

DEC 8 9 2088

Check if self-employed ☐

Preparer's identifying  
number (see **Signature** on  
page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code

FOUNDATION SOURCE

55 WALLS DRIVE, FAIRFIELD, CT 06824

EIN ►

Phone no (800) 839-1754

**Axe-Houghton Foundation**  
**EIN: 13-6200200**  
**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part I, Line 16a – Legal Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
GENERAL GOVERNANCE MATTERS AND COUNSELING *	\$35,668	\$0	-	\$35,668
<b>TOTAL:</b>	<b>\$35,668</b>	<b>\$0</b>	<b>-</b>	<b>\$35,668</b>

\* Debevoise & Plimpton is the law Firm for which Bruce Haims, Robert von Mehren, and Karen Chun are employed. As individuals associated with the Firm, they have an interest in legal fees paid by the Foundation to the Firm. Fees were charged during the year prior to the Foundation's transitioning service providers.

**Axe-Houghton Foundation**  
**EIN: 13-6200200**  
**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part I, Line 16b – Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ACCOUNTING SERVICES	\$15,415	\$0	-	\$15,415
<b>TOTAL:</b>	<b>\$15,415</b>	<b>\$0</b>	<b>-</b>	<b>\$15,415</b>



Axe-Houghton Foundation  
EIN: 13-6200200  
Taxable Year Ending February 28, 2009

**Form 990-PF, Part I, Line 16c – Other Professional Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
INVESTMENT MANAGEMENT SERVICES	\$31,449	\$31,449	-	\$0
GRANTS COORDINATOR	\$14,621	\$0	-	\$14,621
TOTAL:	\$46,070	\$31,449	-	\$14,621

Axe-Houghton Foundation  
EIN: 13-6200200  
Taxable Year Ending February 28, 2009

**Form 990-PF, Part I, Line 18 – Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ESTIMATED TAX FOR 2008	\$7,055	\$0	-	\$0
TOTAL:	\$7,055	\$0	-	\$0

**Axe-Houghton Foundation**  
**EIN: 13-6200200**  
**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part I, Line 23 -- Other expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
ADMINISTRATIVE FEES	\$21,063	\$0	-	\$21,063
ADMINISTRATIVE SET-UP FEE	\$7,750	\$0	-	\$7,750
LOCAL NEWSPAPER AD IN SATISFACTION OF PUBLIC DISCLOSURE REQUIREMENTS	\$115	\$0	-	\$115
STATE OR LOCAL FILING FEES	\$250	\$0	-	\$250
<b>TOTAL:</b>	<b>\$29,178</b>	<b>\$0</b>	<b>-</b>	<b>\$29,178</b>

**Axe-Houghton Foundation**

**EIN: 13-6200200**

**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part II, Line 10b - Columns (b) & (c) - Investments: Corporate Stock**

Shares	Description/Symbol	Line 10b - Column (b) Book Value	Line 10b - Column (c) Fair Market Value
3890	CRM MID CAP VALUE FUND (CRIMX)	\$106,573.20	\$65,390.98
5088	DODGE & COX BALANCED FUND (DODBX)	\$362,726.00	\$220,119.12
8547	HARBOR CAPITAL APPRECIATION FUND #1012 (HACAX)	\$270,208.50	\$184,708.19
1890	HARBOR FDS INTL FD* (HAINX)	\$74,890.30	\$60,052.99
3063	ARTIO GLOBAL INVESTMENT FUNDS (JIEIX)	\$89,618.16	\$60,304.82
10524	T. Rowe Price High Yield Fund (PRHYX)	\$60,951.45	\$50,199.42
12731	PIMCO Total Return Fund (PTTRX)	\$138,107.73	\$127,438.60
8126	SELECTED AMER SHR CL D (SLADX)	\$364,097.60	\$182,419.34
4131	THIRD AVENUE SMALL-CAP VALUE FUND (TASCX)	\$90,212.77	\$48,168.67
5402	Tweedy Browne Global Value Fund (TBGVX)	\$112,623.18	\$75,686.80
8029	T ROWE PRICE MID CAP VALUE (TRMCX)	\$177,273.06	\$96,914.12
10969	Laudus Rosenberg U.S. Small Cap Instl (USCIX)	\$126,297.95	\$45,742.54
26820	VANGUARD INFLATION-PROTECTED SEC FD-AD (VAIPX)	\$609,254.01	\$602,905.87
54485	VANGUARD TOTAL BOND MARKET INDEX FUND SIGNAL SHARE (VBTSX)	\$555,752.33	\$544,301.52
104246	VANGUARD SHORT-TERM CORPORATE FD ADMIRAL SHS (VFSUX)	\$1,108,643.39	\$1,015,351.76
28564	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND (VGTSX)	\$297,798.59	\$245,368.93
10866	VANGUARD GROWTH INDEX FUND SIGNAL SHARES (VIGSX)	\$244,508.39	\$180,599.35
35539	VANGUARD TOTAL STOCK MARKET INDEX FUND SIGNAL SH (VTSSX)	\$711,905.59	\$614,470.52
12182	VANGAURD HIGH-YIELD CORPORATE FUND ADMIRAL SHARES (VWEAX)	\$62,798.23	\$52,625.25
6914	VANGUARD WELLINGTON FD ADMIRAL SHS (VWENX)	\$357,836.75	\$258,036.30
1929	VANGUARD INTL GROWTH FD ADMIRAL SHS (VWILX)	\$106,186.38	\$61,706.50
7200	VANGUARD WINDSOR II FD ADMIRAL SHS (VWNAX)	\$352,938.17	\$195,623.08
	<b>TOTAL.</b>	<b>\$6,381,202</b>	<b>\$4,988,135</b>

**Axe-Houghton Foundation**

EIN: 13-6200200

Taxable Year Ending February 28, 2009

**Form 990-PF, Part VIII, Line 1 - List all foundation officers, directors, trustees, foundation managers and their compensation**

(a) - Name and address	(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
Claire Brook c/o Foundation Source 55 Walls Drive - 3 <sup>rd</sup> Floor Fairfield, CT 06824	1 President / Director hour(s) per week	\$4,200	\$0.00	\$0.00
Remington P. Patterson c/o Foundation Source 55 Walls Drive - 3 <sup>rd</sup> Floor Fairfield, CT 06824	<1 Vice President / Director hour(s) per week	\$0.00	\$0.00	\$0.00
Robert B. von Mehren c/o Foundation Source 55 Walls Drive - 3 <sup>rd</sup> Floor Fairfield, CT 06824	<1 Vice President / Director hour(s) per week	\$0.00	\$0.00	\$0.00
Bruce D. Haims c/o Foundation Source 55 Walls Drive - 3 <sup>rd</sup> Floor Fairfield, CT 06824	<1 Director hour(s) per week	\$0.00	\$0.00	\$0.00
Lynn F. Angelson c/o Foundation Source 55 Walls Drive - 3 <sup>rd</sup> Floor Fairfield, CT 06824	<1 Director hour(s) per week	\$0.00	\$0.00	\$0.00
Suzanne Davidson c/o Foundation Source 55 Walls Drive - 3 <sup>rd</sup> Floor Fairfield, CT 06824	<1 Director hour(s) per week	\$0.00	\$0.00	\$0.00

**Axe-Houghton Foundation**

**EIN: 13-6200200**

**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part VIII, Line 1 - List all foundation officers, directors, trustees, foundation managers and their compensation**

(a) - Name and address	(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
Karen L. Chun c/o Foundation Source 55 Walls Drive - 3 <sup>rd</sup> Floor Fairfield, CT 06824	25 Secretary / Treasurer hour(s) per week	\$0.00	\$0.00	\$0.00

**Axe-Houghton Foundation**  
**EIN: 13-6200200**  
**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
ABINGDON THEATRE COMPANY 312 W 36TH ST, NEW YORK, NY 10018-7570	N/A	509(a)(1)	GREEK HOLIDAY PROJECT	\$4,000 00
ACADEMY OF AMERICAN POETS INCORPORATED 584 BROADWAY RM 604, NEW YORK, NY 10012-5243	N/A	509(a)(2)	READING SERIES 2009 PROJECT	\$2,500 00
ACTORS COMPANY THEATRE INC 900 BROADWAY STE 905, NEW YORK, NY 10003-1223	N/A	509(a)(1)	TACT MAINSTAGE PRODUCTION OF INCIDENT AT VICHEY	\$3,000 00
AMERICAN GLOBE THEATRE LTD 145 W 46TH ST 3RD FLOOR, NEW YORK, NY 10036-8502	N/A	509(a)(1)	SHAKESPEARE FOR SCHOOLS - SCHOOL TOUR PROJECT	\$3,500 00
ATLANTIC THEATER COMPANY 76 NINTH AVENUE, NEW YORK, NY 10011	N/A	509(a)(1)	ATLANTIC STAGE 2- NEW PLAY DEVELOPMENT AND PRODUCTION PROGRAM	\$5,000 00
BEDFORD STUYVESANT RESTORATION CORPORATION 1368 FULTON STREET, BROOKLYN, NY 11216	N/A	509(a)(1)	CENTER FOR ARTS & CULTURE'S PERFORMANCE LITERACY PROGRAM	\$4,000 00
BOWERY ARTS AND SCIENCE LTD 310 BOWERY, NEW YORK, NY 10012	N/A	509(a)(1)	THE SUMMER INSTITUTE OF SOCIAL JUSTICE AND APPLIED POETICS PROJECT	\$3,000 00
BOWERY ARTS AND SCIENCE LTD 310 BOWERY, NEW YORK, NY 10012	N/A	509(a)(1)	URBAN WORD NYC ONSITE POETRY AND CREATIVE WRITING WORKSHOPS PROJECT	\$4,000 00

**Axe-Houghton Foundation****EIN: 13-6200200****Taxable Year Ending February 28, 2009****Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
BROOKLYN ACADEMY OF MUSIC INC 30 LAFAYETTE AVE, BROOKLYN, NY 11217-1430	N/A		509(a)(1)	EAT, DRINK & BE LITERARY PROJECT	\$5,000 00
CHILD INC CENTRAL HARLEM INITIATIVE FOR LEARNING AND DEVELOPMENT 219 W 132ND ST, NEW YORK, NY 10027	N/A		509(a)(1)	THE ORATORY PROGRAM	\$2,500 00
CITY PARKS FOUNDATION 830 5TH AVE, NEW YORK, NY 10065-7001	N/A		509(a)(1)	WORD SERIES AT CENTRAL PARK SUMMERSTAGE 2008 PROJECT	\$3,500 00
CLASSICAL THEATRE OF HARLEM INC 520 8TH AVENUE, SUITE 313, NEW YORK, NY 10018	N/A		509(a)(2)	10TH ANNIVERSARY SEASON PROJECT	\$5,000 00
CLUBBED THUMB INC 312 E 23RD ST APT 4B, NEW YORK, NY 10010-4700	N/A		509(a)(1)	SUMMERWORKS '09 PROJECT	\$4,000 00
COLLABORATIVE-ARTS PROJECT 21 INC C/O FRANK VENTURA 18 W 18TH ST FL 6, NEW YORK, NY 10011-4652	N/A		509(a)(2)	NEW WORKS DEVELOPMENT PROJECT	\$4,000 00
CONSTITUTIONAL EDUCATION FOUNDATION INC 60 LAFAYETTE ST 3RD FL RM A23, NEW YORK, NY 10013-4048	N/A		509(a)(1)	THE CONSTITUTION WORKS PROJECT	\$6,000 00
CSC REPERTORY LTD 136 E 13TH ST, NEW YORK, NY 10003-5306	N/A		509(a)(1)	CSC'S MAINSTAGE PRODUCTIONS PROJECT	\$6,000 00



**Axe-Houghton Foundation**  
**EIN: 13-6200200**  
**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
EDUCATIONAL BROADCASTING CORP 450 W 33RD STREET, NEW YORK, NY 10001-2603	N/A		509(a)(1)	AUTHOR LECTURE SERIES PROJECT	\$5,000 00
ELAINE KAUFMAN CULTURAL CENTER-LUCY MOSES SCHOOL FOR MUSIC AND DANCE 129 W 67TH ST, NEW YORK, NY 10023-5915	N/A		509(a)(1)	KAUFMAN CENTER'S DRAMA FOR LITERACY PARTNERSHIP WITH MANHATTAN SCHOOL FOR CHILDREN PROJECT	\$4,000 00
EMERGING ARTISTS THEATRE CO INC 464 W 25TH ST, #4, NEW YORK, NY 10001-6501	N/A		509(a)(1)	EATFESTS AND DEVELOPMENTAL SERIES PROJECT	\$3,000 00
ENGLISH SPEAKING UNION OF THE UNITED STATES 144 EAST 39TH STREET, NEW YORK, NY 10016	N/A		509(a)(2)	2009 NATIONAL SHAKESPEARE COMPETITION PROJECT	\$4,000 00
ENSEMBLE STUDIO THEATRE INC 549 W 52ND ST, NEW YORK, NY 10019-5012	N/A		509(a)(1)	EST MAINSTAGE PRODUCTION SEASON PROJECT	\$4,000 00
FOUNDATION CENTER 79 5TH AVE FRNT 2, NEW YORK, NY 10003-3034	N/A		509(a)(1)	GENERAL & UNRESTRICTED	\$1,500 00
FOUNDRY THEATRE INC 140-142 SECOND AVE-STE 405, NEW YORK, NY 10003	N/A		509(a)(1)	THE TELEPHONE (PLAY) PROJECT	\$3,000 00
FROG & PEACH THEATRE COMPANY INC 840 W END AVE APT B-1, NEW YORK, NY 10025-8476	N/A		509(a)(1)	08-09 MAINSTAGE SEASON PROJECT	\$2,000 00

**Axe-Houghton Foundation**

**EIN: 13-6200200**

**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
GROUP I ACTING COMPANY INC 630 NINTH AVENUE, SUITE 214, NEW YORK, NY 10036	N/A	509(a)(2)	LITERACY THROUGH THEATER PROJECT	\$4,000 00
HALEAKALA INC 512 W 19TH ST, NEW YORK, NY 10011-2807	N/A	509(a)(1)	THE LITERATURE PROGRAM AT THE KITCHEN PROJECT	\$4,000 00
HARLEM EDUCATIONAL ACTIVITIES FUND INC 2090 SEVENTH AVENUE, 10TH FLOOR, NEW YORK, NY 10027	N/A	509(a)(1)	SPEAK UP PROJECT	\$2,000 00
HUNTER COLLEGE FOUNDATION INC 695 PARK AVE E1313, NEW YORK, NY 10065	N/A	509(a)(1)	POET RESIDENCIES FOR THE POETRY MFA PROGRAM	\$4,000 00
INTERNATIONAL CENTER IN NEW YORK INC 50 WEST 23RD STREET, NEW YORK, NY 10010-5205	N/A	509(a)(1)	INTERNATIONAL CENTER IN NEW YORK COLLABORATIVE PROGRAMS	\$4,000 00
IRISH REPERTORY THEATRE COMPANY INC 132 W 22ND ST, NEW YORK, NY 10011-2419	N/A	509(a)(1)	ARTS ENGAGEMENT / TICKET SUBSIDY PROGRAM	\$4,000 00
JUSTICE RESOURCE CENTER 122 AMSTERDAM AVENUE, ROOM 504A, NEW YORK, NY 10023	N/A	509(a)(1)	WE THE PEOPLE-ORAL DEBATE PROGRAM	\$7,000 00
LA MAMA EXPERIMENTAL THEATRE CLUB INC 74A E AST 4TH ST, NEW YORK, NY 10003	N/A	509(a)(1)	EXPERIMENTS 09 AND POETRY ELECTRIC 09	\$4,000 00

**Axe-Houghton Foundation**  
**EIN: 13-6200200**  
**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
LABYRINTH INC 16 W 32ND ST STE 10J, NEW YORK, NY 10001-1014	N/A		509(a)(1)	LABYRINTH THEATER COMPANY'S NEW PLAY DEVELOPMENT PROGRAMMING PROJECT	\$3,000 00
LARK THEATRE COMPANY INC 939 8TH AVE APT 301, NEW YORK, NY 10019-4205	N/A		509(a)(1)	THURSDAYS AT THE LARK PROGRAM	\$4,000 00
LEARNING LEADERS INC 80 MADIDEN LN 11TH FL STE 1100, NEW YORK, NY 10038	N/A		509(a)(1)	THE CHILDREN'S READING ENRICHMENT PROJECT	\$4,000 00
LEARNING THROUGH AN EXPANDED ARTS PROGRAM INC 441 WEST END AVE, NEW YORK, NY 10024-5326	N/A		509(a)(1)	LEAP'S AUGUST WILSON MONOLOGUE COMPETITION PROJECT	\$3,000 00
LINCOLN CENTER THEATER 150 WEST 65TH STREET, NEW YORK, NY 10023-6916	N/A		509(a)(1)	PROMETHEAN TECHNOLOGY FOR CLASSROOMS PROJECT ADMINISTERED BY MESA COUNTY VALLEY SCHOOL DISTRICT 51	\$4,000 00
LOWER EAST SIDE TENEMENT MUSEUM 91 ORCHARD ST, NEW YORK, NY 10002-3132	N/A		509(a)(1)	SHARED JOURNEYS ENGLISH FOR SPEAKERS OF OTHER LANGUAGES (ESOL) PROJECT	\$3,500 00
MANHATTAN CLASS COMPANY INC 311 W 43RD ST STE 206, NEW YORK, NY 10036-6032	N/A		509(a)(1)	THE THIRD STORY PROJECT (REPLACES ORIGINAL PROPOSAL "THE BREAK OF NOON")	\$5,500 00
MERCY CENTER INC 377 E 145TH ST, BRONX, NY 10454-1006	N/A		509(a)(1)	ESL/IMMIGRANT SERVICES AT MERCY CENTER PROJECT	\$4,000 00

**Axe-Houghton Foundation****EIN: 13-6200200****Taxable Year Ending February 28, 2009****Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
Recipient name and address (home or business)				
MINT THEATER COMPANY INC 311 W 43RD ST STE 307, NEW YORK, NY 10036-6030	N/A	509(a)(2)	THE WIDOWING OF MRS. HOLROYD BY D H LAWRENCE PROJECT	\$5,000 00
NEW 42ND STREET INC 229 W 42ND ST FL 10, NEW YORK, NY 10036-7205	N/A	509(a)(1)	THE PRESENTATION OF JASON AND THE ARGONAUTS, HENRY V AND THE QUEEN OF COLORS AT THE NEW VICTORY THEATER	\$5,000 00
NEW DRAMATISTS INC 424 W 44TH ST, NEW YORK, NY 10036-5205	N/A	509(a)(1)	THE PLAYWRIGHTS LAB, INTERNATIONAL PLAYWRIGHT EXCHANGES PROJECT	\$4,000 00
NEW GROUP INC 410 W 42ND ST, NEW YORK, NY 10036-6809	N/A	509(a)(1)	THE NEW GROUP 2008-2009 SEASON PROJECT	\$5,000 00
NEW YORK CLASSICAL THEATRE INC 741 W END AVE APT 1E, NEW YORK, NY 10025-6251	N/A	509(a)(2)	10TH ANNIVERSARY SEASON OF FREE CLASSICAL THEATRE ACROSS MANHATTAN	\$4,000 00
NEW YORK SHAKESPEARE FESTIVAL 425 LAFAYETTE ST, NEW YORK, NY 10003-7021	N/A	509(a)(1)	SHAKESPEARE INITIATIVES PROJECT	\$5,000 00
NEW YORK THEATRE WORKSHOP INC 79 E 4TH ST, NEW YORK, NY 10003-8904	N/A	509(a)(1)	NEW YORK THEATRE WORKSHOP'S 2008/09 SEASON PROJECT	\$5,000 00
NICUS SPOON INC PO BOX 2058, NEW YORK, NY 10163-2058	N/A	509(a)(1)	YOUTH AND DIFFERENTLY ABLED SUPPORT PROJECT	\$3,000 00

**Axe-Houghton Foundation**  
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**Taxable Year Ending February 28, 2009**

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OUR TIME THEATRE COMPANY 307 W 38TH ST RM 1710, NEW YORK, NY 10018-9543	N/A	509(a)(1)	OUR TIME NYC PROJECT	\$2,000.00
PEARL THEATRE CO INC 80 ST MARKS PL, NEW YORK, NY 10003-8194	N/A	509(a)(1)	SPEECH AND TEXT PROGRAM	\$5,000.00
PEN AMERICAN CENTER INC 588 BROADWAY RM 303, NEW YORK, NY 10012-5246	N/A	509(a)(1)	READERS & WRITERS / THE WRITING INSTITUTE PROJECT	\$4,000.00
PHOENIX THEATRE ENSEMBLE INC 303 PARK AVENUE SOUTH 1065, NEW YORK, NY 10010	N/A	509(a)(1)	INDISCRETIONS PROJECT (ENGLISH LANGUAGE TRANSLATION OF JEAN COCTEAU'S LES PARENTS TERRIBLES BY JEREMY SAM'S)	\$5,000.00
PLAYWRIGHTS HORIZONS INC 416 W 42ND ST, NEW YORK, NY 10036-6809	N/A	509(a)(2)	PLAYWRIGHTS HORIZONS 2008/2009 SEASON PRODUCTIONS	\$4,000.00
POETRY PROJECT LIMITED 131 E 10 ST, NEW YORK, NY 10003	N/A	509(a)(1)	FRIDAY LATE-NIGHT EVENTS SERIES PROGRAM	\$3,500.00
POETS & WRITERS INC 90 BROAD ST STE 2100, NEW YORK, NY 10004-2272	N/A	509(a)(1)	READINGS/WORKSHOPS PROGRAM IN NEW YORK CITY	\$4,000.00
POETS HOUSE INC 594 BROADWAY RM 510, NEW YORK, NY 10012-3257	N/A	509(a)(1)	AXE-HOUGHTON MULTIMEDIA ARCHIVE DIGITIZATION PROJECT AT POETS HOUSE	\$4,000.00

**Axe-Houghton Foundation**  
**EIN: 13-6200200**  
**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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PRIMARY STAGES COMPANY INC 307 W 38TH ST RM 1510, NEW YORK, NY 10018-9515	N/A		509(a)(1)	PRIMARY STAGES 2008 - 2009 MAIN STAGE SEASON PROJECT	\$5,000 00
PROSPECT THEATER COMPANY INC 520 EIGHTH AVENUE 3RD FL SUITE 307, NEW YORK, NY 10018-6507	N/A		509(a)(2)	GOLDEN BOY OF THE BLUE RIDGE PROJECT	\$3,000 00
PUERTO RICAN TRAVELING THEATRE CO INC 141 W 94TH ST, NEW YORK, NY 10025-7008	N/A		509(a)(1)	RAUL JULIA TRAINING UNIT - SPEECH CLASS PROJECT	\$3,000 00
QUEENS COLLEGE FOUNDATION INC 6530 KISSENA BLVD, FLUSHING, NY 11367-1575	N/A		509(a)(1)	REVELATIONS ARTS EDUCATION FOR YOUNG PEOPLE PROJECT	\$3,000 00
RED BULL THEATER INC PO BOX 250863, NEW YORK, NY 10025-1507	N/A		509(a)(2)	REVELATION READINGS BREATHING LIFE INTO THE PAGE PROJECT	\$3,500 00
SECOND STAGE THEATRE 307 W 43RD ST, NEW YORK, NY 10036-6406	N/A		509(a)(1)	BECKY SHAW PROJECT	\$5,000 00
SIGNATURE THEATRE COMPANY 630 9TH AVE STE 1106, NEW YORK, NY 10036-3743	N/A		509(a)(1)	SIGNATURE'S 2008/09 HISTORIC NEGRO ENSEMBLE COMPANY SEASON PROJECT	\$5,000 00
SOHO REPERTORY THEATRE INC SOHO REP 86 FRANKLIN ST FL 4, NEW YORK, NY 10013-3466	N/A		509(a)(1)	2008/9 SEASON AND NEW PLAY DEVELOPMENT PROJECT	\$4,000 00

**Axe-Houghton Foundation****EIN: 13-6200200****Taxable Year Ending February 28, 2009****Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
STAGES OF LEARNING INC 138 S OXFORD ST, BROOKLYN, NY 11217-1695	N/A		509(a)(1)	STAGES OF LEARNING ARTS-IN-EDUCATION PROGRAM	\$4,000 00
SUMMIT SPEECH SCHOOL 705 CENTRAL AVE, NEW PROVIDENCE, NJ 07974-1151	N/A		509(a)(1)	PARENT INFANT PROGRAM	\$3,000 00
SYMPHONY SPACE INC 2537 BROADWAY, NEW YORK, NY 10025-6947	N/A		509(a)(1)	SYMPHONY SPACE'S 2008/2009 LITERATURE PROGRAMS	\$4,000 00
TADA THEATRE AND DANCE ALLIANCE INC 15 WEST 28TH ST, NEW YORK, NY 10001	N/A		509(a)(1)	THE SMART TECHNOLOGY FOR CLASSROOMS PROJECT ADMINISTERED BY MAPLETON PUBLIC SCHOOLS	\$3,000 00
TARGET MARGIN THEATER INC 138 S OXFORD ST STE 5A, BROOKLYN, NY 11217-1694	N/A		509(a)(1)	SPOT MARKED X PROJECT	\$5,000 00
TEACHERS AND WRITERS COLLABORATIVE 520 8TH AVE RM 2020, NEW YORK, NY 10018-4165	N/A		509(a)(1)	SPOKEN WORD POETRY AT VISIONS/SERVICES FOR THE BLIND AND VISUALLY IMPAIRED PROJECT	\$3,000 00
THE FLEA THEATER INC 41 WHITE STREET, NEW YORK, NY 10013	N/A		509(a)(1)	THE FLEA'S THEATER 2008-09 SEASON PROJECT	\$5,000 00
THE NEW YORK PUBLIC LIBRARY ASTOR LENOX AND TILDEN FOUNDATIONS FIFTH AVENUE AND 42ND STREET, NEW YORK, NY 10018	N/A		509(a)(1)	NYPL THEATRE ON FILM AND TAPE ARCHIVE PROJECT	\$2,500 00

**Axe-Houghton Foundation**  
**EIN: 13-6200200**  
**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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
THEATER BREAKING THROUGH BARRIERS CORP 306 W 18TH ST, NEW YORK, NY 10011-4430	N/A		509(a)(1)	OFF-BROADWAY SEASON PROJECT	\$3,000 00
THEATER LABRADOR INC 109 W 27TH ST RM 9A, NEW YORK, NY 10001-6208	N/A		509(a)(1)	ANGELA'S MIXTAPE PROJECT	\$5,000 00
THEATRE DEVELOPMENT FUND INC 520 8TH AVE RM 801, NEW YORK, NY 10018-4192	N/A		509(a)(2)	THEATRE DEVELOPMENT FUND (TDF) EDUCATION PROGRAMS	\$4,000 00
THEATRE FOR A NEW AUDIENCE INC 154 CHRISTOPHER ST, NEW YORK, NY 10014-2840	N/A		509(a)(2)	THEATRE FOR A NEW AUDIENCE 2008-2009 SEASON PROJECT	\$5,000 00
THEATREWORKS USA CORPORATION 151 W 26TH ST FL 7, NEW YORK, NY 10001-6810	N/A		509(a)(2)	PREVIEW TOUR OF "ROSA PARKS" PROJECT	\$4,000 00
TIME AND SPACE LIMITED THEATRE CO INC PO BOX 343, HUDSON, NY 12534-0343	N/A		509(a)(2)	TIME TO TALK AN ONGOING SERIES OF TOPICAL FORUMS PROJECT	\$3,500 00
VINEYARD THEATRE AND WORKSHOP CENTER INC 108 E 15TH ST, NEW YORK, NY 10003-2102	N/A		509(a)(1)	ARTS-IN-EDUCATION PROGRAM	\$4,000 00
WNYC RADIO 160 VARICK STREET, NEW YORK, NY 10013	N/A		509(a)(1)	RADIO ROOKIES PROJECT	\$3,000 00



**Axe-Houghton Foundation**

**EIN: 13-6200200**

**Taxable Year Ending February 28, 2009**

**Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

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YOUNG MENS & YOUNG WOMENS HEBREW ASSOCIATION 1395 LEXINGTON AVE, NEW YORK, NY 10128-1612	N/A		509(a)(1)	UNTERBERG POETRY CENTER'S MAIN READING SERIES PROJECT	\$4,000 00

**TOTAL: \$319,500**

## Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **File a separate application for each return.**

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only ☐

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

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

<b>Type or print</b> File by the due date for filing your return. See instructions.	Name of Exempt Organization <b>Axe Houghton Foundation Inc</b>	Employer identification number <b>13-6200200</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>c/o Foundation Source, 501 Silverside Road, Suite 123</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>Wilmington, DE 19809-1377</b>	

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

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

- The books are in the care of ► **c/o Foundation Source**

Telephone No. ► **(800) 839-1754** FAX No. ► **(800) 839-1764**

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

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **10/15/2009** to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ☐ calendar year **2008** or
- ☒ tax year beginning **3/1/2008**, and ending **2/28/2009**

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

<b>3 a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b>	\$	<b>2,190</b>
<b>b</b> If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b>	\$	<b>1,985</b>
<b>c Balance Due.</b> Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>3c</b>	\$	<b>205</b>

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box . . . . ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** You must file original and one copy.

<b>Type or print</b> File by the extended due date for filing the return. See Instructions.	Name of Exempt Organization		Employer identification number
	Axe Houghton Foundation Inc.		13-6200200
	Number, street, and room or suite no. If a P.O. box, see Instructions.		For IRS use only
	c/o Foundation Source, 501 Silverside Road, Suite 123		
	City, town or post office, state, and ZIP code. For a foreign address, see Instructions.		
	Wilmington, DE 19809-1377		

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

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

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of ☒ c/o Foundation Source  
Telephone No. (800) 839-1754 FAX No. (800) 839-1764
- If the organization does not have an office or place of business in the United States, check this box . . . . ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box . . . . ☐. If it is for part of the group, check this box . . . . ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until 1/15/2010
- 5 For calendar year 2008, or other tax year beginning 3/1/2008, and ending 2/28/2009
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension More time is requested to acquire all information needed to complete and file an accurate return.

8 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See Instructions.	8a	\$	2,190
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	2,190
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See Instructions	8c	\$	0

**Signature and Verification**

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 ▶

Title ▶

AUTHORIZED PERSON

Date ▶ OCT 14 2009