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

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

2008

For calendar year 2008, or tax year beginning

04/01, 2008, and ending

03/31, 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 AHBA, INC.				A Employer identification number 13-3997367																																																																																																																																																																																															
	Number and street (or P O box number if mail is not delivered to street address) C/O HERTZ, HERSON & CO., LLP TWO PARK AVENUE				Room/suite 1500		B Telephone number (see page 10 of the instructions) () -																																																																																																																																																																																													
	City or town, state, and ZIP code NEW YORK, NY 10016						C If exemption application is pending, check here <input type="checkbox"/> ► <input checked="" type="checkbox"/>																																																																																																																																																																																													
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						D 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> ► <input checked="" type="checkbox"/>																																																																																																																																																																																														
						E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> ► <input checked="" type="checkbox"/>																																																																																																																																																																																														
						F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> ► <input checked="" 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																																																																																																																																																																																																				
Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 27,252,985.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual		(Part I, column (d) must be on cash basis)																																																																																																																																																																																																
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions)) <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;"></th> <th style="width: 25%; text-align: center;">(a) Revenue and expenses per books</th> <th style="width: 25%; text-align: center;">(b) Net investment income</th> <th style="width: 25%; text-align: center;">(c) Adjusted net income</th> <th style="width: 25%; text-align: center;">(d) Disbursements for charitable purposes (cash basis only)</th> </tr> </thead> <tbody> <tr> <td>1 Contributions, gifts, grants, etc. received (attach schedule)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B.</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>3 Interest on savings and temporary cash investments</td> <td style="text-align: center;">54,694.</td> <td style="text-align: center;">54,694.</td> <td></td> <td style="text-align: center;">STMT 1</td> </tr> <tr> <td>4 Dividends and interest from securities</td> <td style="text-align: center;">980,656.</td> <td style="text-align: center;">980,656.</td> <td></td> <td style="text-align: center;">STMT 2</td> </tr> <tr> <td>5a Gross rents</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td> b Net rental income or (loss)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>6a Net gain or (loss) from sale of assets not on line 10</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td> b Gross sales price for all assets on line 6a</td> <td style="text-align: center;">12,157,334.</td> <td style="text-align: center;">-2,755,855.</td> <td></td> <td></td> </tr> <tr> <td>7 Capital gain net income (from Part IV, line 2)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>8 Net short-term capital gain</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>9 Income modifications</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>10a Gross sales less returns and allowances</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td> b Less Cost of goods sold</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td> c Gross profit or (loss) (attach schedule)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>11 Other income (attach schedule)</td> <td style="text-align: center;">-11,838.</td> <td style="text-align: center;">-11,838.</td> <td></td> <td style="text-align: center;">STMT 3</td> </tr> <tr> <td>12 Total. 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STMT 1	4 Dividends and interest from securities	980,656.	980,656.		STMT 2	5a Gross rents					b Net rental income or (loss)					6a Net gain or (loss) from sale of assets not on line 10					b Gross sales price for all assets on line 6a	12,157,334.	-2,755,855.			7 Capital gain net income (from Part IV, line 2)					8 Net short-term capital gain					9 Income modifications					10a Gross sales less returns and allowances					b Less Cost of goods sold					c Gross profit or (loss) (attach schedule)					11 Other income (attach schedule)	-11,838.	-11,838.		STMT 3	12 Total. Add lines 1 through 11	-1,732,343.	1,023,512.			13 Compensation of officers, directors, trustees, etc	NONE			NONE	14 Other employee salaries and wages					15 Pension plans, employee benefits					16a Legal fees (attach schedule)					b Accounting fees (attach schedule)	15,931.	7,966.	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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. **STMT 7
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Form 990-PF (2008)

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
	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	1,998,801.	988,192.	988,192.
	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			
Assets	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	STMT 9.	33,685,623.	NONE
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	STMT 10.	6,113,826.	32,157,370.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		41,798,250.	33,145,562.
				27,252,985.
Liabilities	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 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	41,798,250.	33,145,562.	
	30 Total net assets or fund balances (see page 17 of the instructions)	41,798,250.	33,145,562.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	41,798,250.	33,145,562.	

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	41,798,250.
2 Enter amount from Part I, line 27a	2	-4,502,108.
3 Other increases not included in line 2 (itemize) ► SEE STATEMENT 11	3	136,524.
4 Add lines 1, 2, and 3	4	37,432,666.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 12	5	4,287,104.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	33,145,562.

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.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
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	-2,591,876.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8.			3		

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

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

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 page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	2,204,016.	50,035,869.	0.044049
2006	1,932,085.	46,694,828.	0.041377
2005	2,007,629.	42,327,957.	0.047430
2004	1,339,093.	37,941,626.	0.035294
2003	1,785,343.	33,712,743.	0.052958
2 Total of line 1, column (d)			2 0.221108
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.044222
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 38,795,140.
5 Multiply line 4 by line 3			5 1,715,599.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,911.
7 Add lines 5 and 6			7 1,722,510.
8 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			8 2,402,341.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	1	6,911.
	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		
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	
3	Add lines 1 and 2	3	6,911.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	6,911.
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	50,876.
b	Exempt foreign organizations-tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	50,876.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	43,965.
11	Enter the amount of line 10 to be Credited to 2009 estimated tax ►	11	25,000. Refunded ► 18,965.

Part VII-A Statements Regarding Activities

1a	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?		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X	
	<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>			
1c	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 ► \$ <u>NONE</u> (2) On foundation managers ► \$ <u>NONE</u>			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ <u>NONE</u>			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		X	
	<i>If "Yes," attach a detailed description of the activities</i>			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X	
4a	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?		X	
	<i>If "Yes," attach the statement required by General Instruction T</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	• By language in the governing instrument, or			
	• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► <u>DE, NY</u>			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i>		X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>		X	
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X	

Form 990-PF (2008)

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the 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? 13 X

Website address ► N/A

14 The books are in care of ► HERTZ, HERSON & CO., LLP Telephone no ► 212-686-7160
Located at ► TWO PARK AVENUE, NEW YORK, NY ZIP + 4 ► 10016

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A ► 15
and enter the amount of tax-exempt interest received or accrued during the year ► 15

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ►		
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 page 20 of 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 ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 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

Form 990-PF (2008)

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

5a	During the year did the foundation pay or incur any amount to		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(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)	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
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)?	<input type="checkbox"/>		5b	<input checked="" type="checkbox"/>
	Organizations relying on a current notice regarding disaster assistance check here.	► <input type="checkbox"/>			
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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
	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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/>		6b	<input checked="" type="checkbox"/>
	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?	<input type="checkbox"/>	<input checked="" type="checkbox"/>		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/>		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 STATEMENT 13		NONE	NONE	NONE

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
N/A				

Total number of other employees paid over \$50,000 ► **NONE**

Form 990-PF (2008)

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
<u>SEE STATEMENT 15</u>		247,822
</		

Total number of others receiving over \$50,000 for professional services ➤ **NONE**

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	23,312,265.
b	Average of monthly cash balances	1b	3,421,070.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	12,652,594.
d	Total (add lines 1a, b, and c)	1d	39,385,929.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	39,385,929.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	590,789.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	38,795,140.
6	Minimum investment return. Enter 5% of line 5	6	1,939,757.

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)

1	Minimum investment return from Part X, line 6	1	1,939,757.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	6,911.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,911.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,932,846.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,932,846.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,932,846.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	2,402,341.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	NONE
b	Program-related investments - total from Part IX-B	2	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	NONE
3	Amounts set aside for specific charitable projects that satisfy the	3b	NONE
a	Suitability test (prior IRS approval required)	4	2,402,341.
b	Cash distribution test (attach the required schedule)	5	6,911.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	2,395,430.
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 page 26 of the instructions)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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
1 Distributable amount for 2008 from Part XI, line 7				1,932,846.
2 Undistributed income, if any, as of the end of 2007			2,384,317.	
a Enter amount for 2007 only				
b Total for prior years 20 20 20				
3 Excess distributions carryover, if any, to 2008				
a From 2003	NONE			
b From 2004	NONE			
c From 2005	NONE			
d From 2006	NONE			
e From 2007	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 2,402,341.			2,384,317.	
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				18,024.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				1,914,822.
7 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)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2009.				
Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9.				
a Excess from 2004	NONE			
b Excess from 2005	NONE			
c Excess from 2006	NONE			
d Excess from 2007	NONE			
e Excess from 2008	NONE			

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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

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

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
- 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 16				
Total			► 3a	2,392,930.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion 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	54,694	
4 Dividends and interest from securities				14	980,656	
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				18	-11,838	
8 Gain or (loss) from sales of assets other than inventory				18	-2,755,855	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e)					-1,732,343	
13 Total Add line 12, columns (b), (d), and (e)					13	-1,732,343

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting 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		

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

Signature of officer or trustee		Date	Title	
Paid Preparer's Use Only	Preparer's signature ► 	Date 1/18/2010	Check if self-employed ► <input type="checkbox"/>	Preparer's identifying number (See Signature on page 30 of the instructions) P00106849
	Firm's name (or yours if self-employed), address, and ZIP code ► HERTZ, HERSON & COMPANY, LLP TWO PARK AVENUE NEW YORK, NY		EIN ► 13-5676811 Phone no. 212 686 7160	

EXTENSION ATTACHED

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

			AHBA, Inc				
			EIN #13-3997367				
			Schedule of Capital Gains(Losses)				
			Investments-State Street				
			March 31, 2009				
	DATE ACQUIRED	DESCRIPTION	DATE SOLD	SALES COST	S/T PROCEEDS	L/T GAIN(LOSS)	
4,000	04/01/2008	American International Group Inc	10/02/2008	179,734 00	16,389 50	(163,344 50)	
800,000	02/25/2008	US Tsy Bill due 5/22/2008@ 99 49	7817%	795,982 54	795,982.54	0 00	
800,000	05/20/2008	US Tsy Bill due 11/20/2008@ 99 09%		792,720 00	792,720 00	0.00	
250,000	10/09/2008	US Tsy Bill due 1/8/2009@ 99 84%		249,600 00	249,600 00	0 00	
		Total Short Term Capital Gains(Losses)		2,018,036 54	1,854,692 04	(163,344 50)	0 00
2,300	01/22/2003	American Express Co	09/30/2008	70,898 29	88,734.19		17,835 90
1,700	01/23/2003	American Express Co	09/30/2008	51,326.33	65,586.14		14,259.81
3,000	12/11/2002	American International Group Inc	09/25/2008	181,410 00	12,101 03		(169,308 97)
1,700	12/13/2002	American International Group Inc	10/02/2008	101,660.00	6,939.19		(94,720 81)
300	12/13/2002	American International Group Inc	09/25/2008	17,940 00	1,210.10		(16,729 90)
1,000	12/19/2002	American International Group Inc	10/02/2008	58,470 00	4,097 38		(54,372 62)
1,250	05/24/2006	HSBC Holdings PLC RTS	03/31/2009	23,092.98	11,251 67		(11,841 31)
		Total Long Term Capital Gains(Losses)		504,797 60	189,919 70	0 00	(314,877.90)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property	Description				Prop or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		
1.							
18,872.							
TOTAL GAIN(LOSS)							
		VERITAS SOFTWARE LITIGATION PROCEEDS			VARIOUS	9/25/2008	
		ENRON LITIGATION PROCEEDS			VARIOUS	1/6/2009	
					18,872.		
					-2591876.		
					=====		

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JP MORGAN - INTEREST - SWEEP	6,503.	6,503.
JP MORGAN INST'L PRIME MMKT SWEEP	24,284.	24,284.
NEUBERGER BERMAN INSTITUTIONAL CASH	10,994.	10,994.
STATE STREET-FED US TSY CASH RESERVES	1,216.	1,216.
STATE STREET-US TREASURY BILLS	11,697.	11,697.
STATE STREET-IMMA INTEREST		
TOTAL	54,694.	54,694.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
JP MORGAN-NOMINEE-DIVIDENDS	248,906.	248,906.
STATE STREET-NOMINEE-DIVIDENDS	116,530.	116,530.
NEUBERGER BERMAN-NOMINEE-DIVIDENDS	97,618.	97,618.
NIBMO PARTNERS-INTEREST INCOME	35.	35.
LEGACY HERITAGE INVESTORS I		
INTEREST INCOME	50,142.	50,142.
LEGACY HERITAGE INVESTORS I		
LLC-DIVIDEND INCOME	475,033.	475,033.
OTHER PORTFOLIO INCOME/LOSS-LEGACY		
HERITAGE INVESTORS I LLC	-10,753.	-10,753.
BROOKFIELD INFRASTRUCTURE PARTNERS LP-		
INTEREST INCOME	440.	440.
BROOKFIELD INFRASTRUCTURE PARTNERS LP-		
DIVIDEND INCOME	454.	454.
BROOKFIELD INFRASTRUCTURE PARTNERS LP-		
OTHER PORTFOLIO INCOME	2,251.	2,251.
TOTAL	980,656.	980,656.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SCHEDULE ATTACHED- SPOT TRANSACTIONS-	NONE	NONE
JPM #Q250	-11,838.	-11,838.
ORDINARY BUSINESS LOSS-LEGACY HERITAGE	-	-
INVESTORS I LLC	-	-
TOTALS	-11,838.	-11,838.

06/15/2009 09 40 02 AM

		AHBA INC						
		JPM A/C#Q250						
		Foreign Currency						
		03/31/2009						
Quantity	Date Acquired	Description	Date Sold	Cost	Sales Proceeds	S/T GAIN(LOSS)	L/T GAIN(LOSS)	
93,460 67	10/21/2008	Buy USD- Sell EUR	10/21/2008	126,980 38	126,980 38	0 00		
				126,980 38	126,980 38	0 00	0 00	

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES	15,931.	7,966.		7,965.
TOTALS	15,931.	7,966.	NONE	7,965.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT ADVISORY FEES-BECK	64,010.	64,010.
INVESTMENT ADVISORY FEES-NB	123,441.	123,441.
INVESTMENT ADVISORY FEES-STATE	4,669.	4,669.
INVESTMENT ADVISORY FEES-JPM	15,565.	15,565.
TOTALS	207,685.	207,685.

FORM 990PF, PART I - INTEREST EXPENSE

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BROOKFIELD INFRASTRUCTURE PARTNERS, LP- INTEREST EXPENSE	34.	34.
TOTALS	34.	34.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	10,638.	10,638.
LEGACY HERITAGE INVESTORS I LLC - FOREIGN TAXES PAID	21,794.	21,794.
FEDERAL EXCISE TAX	35,000.	
TOTALS	67,432.	32,432.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FILING FEES	1,410.		1,410.
STATUTORY ADVERTISEMENT	36.		36.
NIBMO PARTNERS - PORTFOLIO EXP	112.		
LEGACY HERITAGE INVESTORS I			
LLC PORTFOLIO DEDUCTIONS			
BROOKFIELD INFRASTRUCTURE			
PARTNERS LP PORTFOLIO			
DEDUCTIONS			
	331.		
TOTALS	85,753.	84,307.	1,446.

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SCHEDULE ATT'D-JPM A/C#Q579	15,746,511.		
SCHEDULE ATT'D-STATE STREET	5,773,269.		
SCHEDULE ATT'D-NEUBERGER BERMAN	12,165,843.		
TOTALS	33,685,623.		

	AHBA, INC EIN #13-3997367 Attachment to Form 990-PF Part II Investments - JPM A/C#Q579 March 31, 2009		
		BEGINNING	ENDING
	<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>BOOK VALUE</u>
89,588	Ishares S&P 500 Index Fund	10,366,230.01	
19,885	Ishares S&P Midcap 400 Index Fund	1,215,227.20	
54,732	Ishares Russell 1000 Value Index Fund	3,339,537.35	
14,466	Ishares Russell 2000 Value Index Fund	825,516.35	
	Total Corporate Stock	15,746,511	0
			0

	AHBA, INC			
	EIN #13-3997367			
Attachment	to Form 990-PF Part II			
	Investments - State Street			
	March 31, 2009			
		BEGINNING	ENDING	ENDING
	<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>BOOK VALUE</u>	<u>FMV</u>
6,000	Abbott Laboratories	218,236.86		
4,000	American Express Co	122,224.62		
6,000	American International Group Inc	359,480.00		
9,000	Axis Capital Holdings Ltd	215,220.00		
10,000	Baxter International Inc	277,265.05		
110	Berkshire Hathaway	244,261.20		
12,000	Boston Scientific Corp	301,108.00		
6,500	Brookfield Asset Management Inc	208,219.84		
260	Brookfield Infrastructure Partners LP	5,460.00		
6,000	Cabot Corp	157,130.00		
10,000	Canadian Oil Sands Tr	83,857.80		
5,000	Dover Corp	194,039.50		
5,000	Encana Corp	213,299.50		
2,000	Enstar Group Inc	133,442.00		
16,050	HCC Insurance Holdings Inc	256,600.77		
3,000	HSBC Holdings PLC ADR	260,475.60		
10,000	ION Geophysical Corp	72,000.00		
3,000	Laboratory Corp of America Holdings	85,100.70		
24,000	Leucadia National Corp	298,892.30		
20,000	Level 3 Communications Inc	104,376.00		
6,250	Liberty Media - Interactive Group A	102,000.23		
1,250	Liberty Media - Capital Ser A	9,951.17		
5,000	Liberty Media Corp	64,461.00		
7,500	Mirant Corp	183,803.25		
6,700	Molex Inc Cl A Non-Voting	152,571.73		
12,500	Nalco Holding Co	222,134.20		
6,000	Noble Corp	100,837.00		
5,200	Pico Partners	192,400.00		
11,000	RHJ International	248,152.49		
10,000	Roper Industries	159,601.39		
50,000	Shinsei Bank Ltd	298,117.00		
10,000	Waters Corp	222,914.00		
	Total Corporate Stock	5,767,633.20	0.00	0.00

	AHBA, INC			
	EIN #13-3997367			
	Attachment to Form 990-PF Part II			
	Investments - Neuberger Berman			
	Book Basis			
	March 31, 2009			
		BEGINNING	ENDING	ENDING
	<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>BOOK VALUE</u>	<u>FMV</u>
5,900	Allegheny Technologies Inc	566,107.36		
5,800	American International Group	299,303.91		
16,400	Anadarko Petroleum Corp	718,238.06		
3,600	Apache Corp	254,928.60		
9,000	Boeing Co	714,573.00		
24,187	Brookfield Asset Management Inc CL A	141,591.83		
967	Brookfield Infrastructure Partners LP	20,307.00		
18,000	CBS Corp New Cl B	568,510.20		
7,850	Diamond Offshore Drilling Inc	782,093.80		
8,500	Encana Corp	414,903.70		
18,000	Granite Construction Inc	647,661.60		
10,000	Ingersoll Rand Co Ltd Cl A	357,107.00		
9,000	Loews Corp	458,844.30		
4,800	M&T Bank Corp	580,809.60		
6,000	MBIA Inc	172,362.60		
7,800	Metlife Inc	385,875.36		
33,500	Occidental Pete Corp	2,162,550.25		
19,000	RHJ International	359,651.00		
6,500	Seacor Holdings Inc	596,952.20		
9,000	TUI AG REGD	246,080.00		
32,000	Ultrapetrol Bahamas Limited	535,318.40		
10,000	Vulcan Materials Co	656,079.00		
35,000	Xerox Corp	525,994.00		
	Total Corporate Stock	12,165,842.77	0.00	0.00

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
NIBMO PARTNERS	211,574.	188,603.	195,000.
LEGACY HERITAGE INVESTORS I	5,902,252.	29,468,767.	24,545,449.
LLC			
GOLDENTREE LEVERAGE LOAN			
PARTNERS, LTD.	NONE	2,500,000.	1,524,344.
TOTALS	6,113,826.	32,157,370.	26,264,793.
	=====	=====	=====

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
-----	-----
UNREALIZED APPRECIATION & OTHER BOOK TAX DIFFERENCES-LEGACY HERITAGE INVESTORS I, LLC	136,524.
TOTAL	136,524.
=====	=====

STATEMENT 11

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
UNREALIZED LOSS ON SECURITIES TRANSFER TO LEGACY HERITAGE INVESTORS I, LLC	2,292,559.
UNREALIZED LOSS ON SECURITIES TRANSFER TO LEGACY HERITAGE INVESTORS I, LLC	1,598,688.
UNREALIZED LOSS ON SECURITIES TRANSFER TO LEGACY HERITAGE INVESTORS I, LLC	394,161.
ADJUSTMENT TO CAPITAL ACCOUNT-BROOKFIELD INFRASTRUCTURE PARTNERS, LP	1,696.
TOTAL	4,287,104.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SUSAN R. WEXNER C/O HERTZ, HERSON & CO., LLP TWO PARK AVENUE 1500 NEW YORK, NY 10016	PRES, SECY, TREAS, DIR	NONE	NONE	NONE
DR. BERTRAND AGUS C/O HERTZ, HERSON & CO., LLP TWO PARK AVENUE 1500 NEW YORK, NY 10016	DIRECTOR	NONE	NONE	NONE
MICHAEL T. INCANTALUPO C/O HERTZ, HERSON & CO., LLP TWO PARK AVENUE 1500 NEW YORK, NY 10016	ASSISTANT SECRETARY	NONE	NONE	NONE
DR. SAUL G. AGUS C/O HERTZ, HERSON & CO., LLP TWO PARK AVENUE 1500 NEW YORK, NY 10016	DIRECTOR	NONE	NONE	NONE
RAYMOND KANNER C/O HERTZ, HERSON & CO., LLP TWO PARK AVENUE 1500 NEW YORK, NY 10016	DIRECTOR	NONE	NONE	NONE

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
GREGG H. LEVY, ESQ. C/O HERTZ, HERSON & CO., LLP TWO PARK AVENUE 1500 NEW YORK, NY 10016	DIRECTOR	NONE	NONE	NONE
MICHAEL S. OBERMAN, ESQ. C/O HERTZ, HERSON & CO., LLP TWO PARK AVENUE 1500 NEW YORK, NY 10016	DIRECTOR	NONE	NONE	NONE
MARK SAKS, ESQ. C/O HERTZ, HERSON & CO., LLP TWO PARK AVENUE 1500 NEW YORK, NY 10016	DIRECTOR	NONE	NONE	NONE
GRAND TOTALS				
		NONE	NONE	NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
NEUBERGER BERMAN, LLC 605 THIRD AVENUE NEW YORK, NY 10158	INVESTMENT ADVISORY	123,441.
BECK MACK & OLIVER, LLC 360 MADISON AVE. NEW YORK, NY	INVESTMENT ADVISORY	64,010.
ALLIANCE BERNSTEIN LP 1345 AVENUE OF THE AMERICAS NEW YORK, NY PAYMENT OF INVESTMENT ADVISORY FEES PAID THROUGH LEGACY HERITAGE INVESTORS I, LLC	INVESTMENT ADVISORY	60,371.
TOTAL COMPENSATION		247,822.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

RECIPIENT NAME AND ADDRESS

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

SCHEDULE ATTACHED

SEE ATTACHED SCHEDULE

AMOUNT

2,392,930.
=====

TOTAL CONTRIBUTIONS PAID

		AHBA, Inc.	
		Schedule of Contributions	
		EIN: 13-3997367	
		3/31/2009	
		Note Except as indicated, all of the entities listed below are US IRC Section 501 (c)(3) public charities None of the organizations reflected on this schedule has any relationship to the foundation manager or any substantial contributor	
			Contributions
04/04/2008	(*)	Le Cercle 55, Avenue Marceau 75016 Paris - France Purpose Support for informal educational programming	10,000
06/10/2008	(*)	Gan Hayeled Haifa Hanassi Boulevard 22, P O Box 6749 Haifa 31067, Israel Purpose Renovation of existing facility, and support for educational program focusing on teaching social skills to children with special needs	105,294
06/11/2008		PEF Israel Endowment Funds, Inc 317 Madison Avenue New York, NY 10017 Purpose To provide economic assistance to impoverished immigrants from the former Soviet Union	7,500
09/17/2008		PEF Israel Endowment Funds, Inc 317 Madison Avenue New York, NY 10017 Purpose To provide economic assistance to impoverished immigrants from the former Soviet Union	7,500
12/30/2008		PEF Israel Endowment Funds, Inc 317 Madison Avenue New York, NY 10017 Purpose To provide economic assistance to impoverished immigrants from the former Soviet Union	7,500
03/04/2009		PEF Israel Endowment Funds, Inc 317 Madison Avenue New York, NY 10017 Purpose Support for organization that educates the public via lectures and publications about ways of preventing terrorism and supporting legal actions to cut off funding for terrorism	40,000
06/27/2008		American Friends of Israel Tel Aviv University 39 Broadway, Suite 1510 New York, New York 10066 Purpose Funding to assist establishment of a LLM program for public sector attorneys and judges	187,954
07/08/2008	(*)	Friends of Rambam Medical Center 8 HaAliya Street Haifa 35254, Israel Purpose Funding for the purchase of medical equipment	208,886
09/24/2008	(*)	Friends of Rambam Medical Center 8 HaAliya Street Haifa 35254, Israel Purpose Funding for the purchase of medical equipment	71,252
09/05/2008		The David Project 200 High Street Boston, MA 02110 Purpose To provide informal educational programming on college campuses	24,780
12/29/2008	(*)	Gan Hayeled Haifa	75,000

	Hanassi Boulevard 22, P O Box 6749 Haifa 31067, Israel	
	Purpose Renovation of existing facility and support for program focusing on teaching social skills to children with special needs	
02/02/2009	American Friends of MaTaN Inc 75 Secklepear Road Levittown, PA 19056-1703	75,000
	Purpose To support the organization's educational "Bat Mitzvah program" aimed to encourage thousands of women to deepen their connections with their Jewish roots	
03/04/2009	Central Fund for Israel 207 West 86th Street Apt M-16 New York, NY 10024	40,000
	Purpose To support for project to research Palestinian society and its educational system	
03/24/2009	(*) Friends of Poroya Hospital P O B 324 Tiberias 14102	208,732
	Purpose Funding for the purchase of medical equipment	
03/25/2009	Committee for Accuracy in Middle East Reporting in America, Inc P O Box 35040 Boston, Massachusetts 02135	138,000
	Purpose To train and educate university students to counter media bias, misinformation and general campus bias against democracy in the Middle East	
03/25/2009	The David Project 200 High Street Boston, MA 02110	200,000
	Purpose To provide informal educational programming on college campuses	
03/25/2009	American Friends of Rambam Medical Center 521 Fifth Avenue, Suite 1723 New York, New York 10175	50,000
	Purpose Support for the research of a kidney disease susceptibility gene, and population genetic research	
03/26/2009	American Friends of Israel Tel Aviv University 39 Broadway, Suite 1510 New York, New York 10066	20,532
	Purpose Funding to assist establishment of a LLM program for public sector attorneys and judges	
03/27/2009	(*) Yeshivat Hesder Acco 38 Derech Arba'ah POB 499 Akko 24105, Israel	350,000
	Purpose Funding for capital project to develop new campus structures for post high school educational institution	
03/27/2009	(*) Hazon Yeshaya Institutions 60 Rashi Street Jerusalem, Israel 91571	150,000
	Purpose To provide support for vocational training educational courses	
03/27/2009	(*) ITIM, The Jewish Life Information Center 9 Ha-Uman Street, 2nd Floor POB 4724 Jerusalem Israel 91046	75,000
	Purpose To support the expansion of the educational "Bar/Bat Mitzvah Drasha" project	
03/27/2009	(*) Amutat Magshimim BeYachad BeNetivot	50,000

	POB 2749 Netivot, 80200, Israel	
	Purpose Funding for capital project to develop new campus structures for post high school educational institution	
03/27/2009	(*) Moetza Ezorit Sha'ar HaNegev MP Hof Ashkelon 78100 Israel Purpose Funding for capital project to develop new campus structures for regional educational institution and community center	100,000
03/31/2009	Hillel The Foundation for Jewish Campus Life 800 Eighth Street, NW Washington, DC 20001 Purpose To support publication of "Campus Beat," an informal educational periodical for college students	40,000
03/31/2009	(*) The Municipality of Dimona POB 1 Dimona 86000, Israel Purpose To support the development of a new multi-disciplinary center that provides a full range of diagnostic, health maintenance and educational services and facilities for children with special needs up to 12 years of age	75,000
03/31/2009	(*) The Municipality of Sderot 1 Kikar HaNasi Sderot 80100, Israel Purpose To support capital project to develop a cultural center to host educational and cultural programming	75,000
		2,392,930
(*)	Indicates non public charity engaged in charitable, educational, religious or scientific activities	

AHBA, Inc.
EIN 13-3997367
Attachement to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: Le Cercle
55, Avenue Marceau 75016 Paris - France

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$60,000 00</u>
b Date approved	3/20/2007
c Amounts paid in current tax year	

<u>Date of payment</u>	<u>Amount of payment</u>
04/04/2008	\$10,000 00

(3) Purpose of grant(s):

Purpose Support for informal educational programming

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

\$40,000 00

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose.

(6) Date of report(s) received from grantee:

11/29/2007
04/01/2008

(7) Verification

Our representative verified the report(s) received from the grantee

AHBA, Inc.
EIN 13-3997367
Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: Gan Hayeled Haifa
Hanassi Boulevard 22, P O Box 6749, Haifa 31067, Israel

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$610,294 00</u>
b Date approved	3/28/2007
c Amounts paid in current tax year	

<u>Date of payment</u>	<u>Amount of payment</u>
06/10/2008	\$105,294 00
12/29/2008	\$75,000 00

(3) Purpose of grant(s):

Purpose Renovation of existing facility, and support for educational program focusing on teaching social skills to children with special needs

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

\$418,000.00

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose

(6) Date of report(s) received from grantee:

11/27/2007
03/24/2008
05/28/2008
12/15/2008

(7) Verification

Our local representative verified the report(s) received from the grantee

AHBA, Inc.
EIN 13-3997367
Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: Friends of Rambam Medical Center
8 HaAliya Street, Haifa 35254, Israel

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$1,496,000.00</u>
b Date approved	03/01/2007
c Amounts paid in current tax year	

<u>Date of payment</u>	<u>Amount of payment</u>
09/24/2008	\$71,252.00
07/08/2008	\$208,886.00

(3) Purpose of grant(s):

Purpose Funding for the purchase of medical equipment

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

\$1,429,459.00

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose.

(6) Date of report(s) received from grantee:

03/11/2008
09/18/2008

(7) Verification

Our local representative verified the report(s) received from the grantee

AHBA, Inc.
EIN 13-3997367
Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: Friends of Poriya Hospital
P O B 324, Tiberias 14102

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$785,121 00</u>
b Date approved	03/01/2007
c Amounts paid in current tax year	

<u>Date of payment</u>	<u>Amount of payment</u>
03/24/2009	\$208,732.00

(3) Purpose of grant(s):

Purpose Funding for the purchase of medical equipment

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

\$554,776 00

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose

(6) Date of report(s) received from grantee:

01/14/2008
02/18/2008
03/22/2009

(7) Verification

Our local representative verified the report(s) received from the grantee.

AHBA, Inc.
EIN 13-3997367
Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: Yeshivat Hesder Acco
38 Derech Arba'ah, POB 499, Akko 24105, Israel

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$1,350,000.00</u>
b Date approved	03/27/2009
c Amounts paid in current tax year.	

<u>Date of payment</u>	<u>Amount of payment</u>
03/27/2009	\$350,000.00

(3) Purpose of grant(s):

Purpose Funding for capital project to develop new campus structures for post high school educational institution

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

No reports provided, see note, below (*).

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose.

(6) Date of report(s) received from grantee:

No reports provided, see note, below (*)

(7) Verification

(*) Pursuant to Reg. §53.4945-5(d)(4), reports received by a private foundation after the close of its accounting year may be reported on the Grantor's information return for the year in which such reports are received from the Grantee.

AHBA, Inc.
EIN 13-3997367
Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: Hazon Yeshaya Institutions
60 Rashi Street, Jerusalem, Israel 91571

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$400,000.00</u>
b Date approved	03/27/2009
c Amounts paid in current tax year:	

<u>Date of payment</u>	<u>Amount of payment</u>
03/27/2009	\$150,000 00

(3) Purpose of grant(s):

Purpose To provide support for vocational training educational courses

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

No reports provided, see note, below (*)

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose.

(6) Date of report(s) received from grantee:

No reports provided, see note, below (*)

(7) Verification

(*) Pursuant to Reg. §53.4945-5(d)(4), reports received by a private foundation after the close of its accounting year may be reported on the Grantor's information return for the year in which such reports are received from the Grantee.

AHBA, Inc.
EIN 13-3997367
Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: ITIM, The Jewish Life Information Center
9 Ha-Uman Street, 2nd Floor, POB 4724, Jerusalem Israel 91046

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$450,000.00</u>
b Date approved	03/27/2009
c Amounts paid in current tax year	

<u>Date of payment</u>	<u>Amount of payment</u>
03/27/2009	\$75,000.00

(3) Purpose of grant(s):

Purpose To support the expansion of the educational "Bar/Bat Mitzvah Drasha" project

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

No reports provided, see note, below (*).

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose

(6) Date of report(s) received from grantee:

No reports provided, see note, below (*)

(7) Verification

(*) Pursuant to Reg. §53.4945-5(d)(4), reports received by a private foundation after the close of its accounting year may be reported on the Grantor's information return for the year in which such reports are received from the Grantee

AHBA, Inc.
EIN 13-3997367
Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: Amutat Magshimim BeYachad Netivot
POB 2749, Netivot, 80200, Israel

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$1,200,000 00</u>
b Date approved	03/27/2009
c Amounts paid in current tax year	

<u>Date of payment</u>	<u>Amount of payment</u>
03/27/2009	\$50,000.00

(3) Purpose of grant(s):

Purpose Funding for capital project to develop new campus structures for post high school educational institution

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

No reports provided, see note, below (*).

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose

(6) Date of report(s) received from grantee:

No reports provided, see note, below (*)

(7) Verification

(*) Pursuant to Reg. §53.4945-5(d)(4), reports received by a private foundation after the close of its accounting year may be reported on the Grantor's information return for the year in which such reports are received from the Grantee

AHBA, Inc.
EIN 13-3997367
Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: Moetza Ezorit Shaar HaNegev
MP Hof Ashkelon 78100, Israel

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$1,000,000 00</u>
b Date approved	03/27/2009
c Amounts paid in current tax year	

<u>Date of payment</u>	<u>Amount of payment</u>
03/27/2009	\$100,000 00

(3) Purpose of grant(s):

Purpose Funding for capital project to develop new campus structures for regional educational institution and community center

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

No reports provided, see note, below (*)

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose.

(6) Date of report(s) received from grantee:

No reports provided, see note, below (*)

(7) Verification

(*) Pursuant to Reg. §53.4945-5(d)(4), reports received by a private foundation after the close of its accounting year may be reported on the Grantor's information return for the year in which such reports are received from the Grantee

AHBA, Inc.
EIN 13-3997367

Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: The Municipality of Dimona
POB 1, Dimona 86000, Israel

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$1,500,000.00</u>
b Date approved	03/27/2009
c Amounts paid in current tax year	

<u>Date of payment</u>	<u>Amount of payment</u>
03/31/2009	\$75,000 00

(3) Purpose of grant(s):

Purpose To support the development of a new multi-disciplinary center that provides a full range of diagnostic, health maintenance and educational services and facilities for children with special needs up to 12 years of age

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

No reports provided, see note, below (*).

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose.

(6) Date of report(s) received from grantee:

No reports provided, see note, below (*)

(7) Verification

(*) Pursuant to Reg. §53.4945-5(d)(4), reports received by a private foundation after the close of its accounting year may be reported on the Grantor's information return for the year in which such reports are received from the Grantee

AHBA, Inc.
EIN 13-3997367
Attachment to March 31, 2009 Form 990-PF

Statement required by IRC Regulations § 53.4945-5(d)

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

(1) Grantee: The Municipality of Sderot
1 Kikar HaNasi, Sderot 80100, Israel

(2) Date(s) and amount of grant(s):

a Total approved	<u>\$1,100,000 00</u>
b Date approved	03/31/2009
c Amounts paid in current tax year.	

<u>Date of payment</u>	<u>Amount of payment</u>
03/31/2009	\$75,000 00

(3) Purpose of grant(s):

Purpose To support capital project to develop a cultural center to host educational and cultural programming.

(4) Amounts expended by Grantee, based upon most recent report received from Grantee:

(This includes amounts received and expended by Grantee on this grant since inception of grant through most recent report date, noted below)

No reports provided, see note, below (*).

(5) Diversion:

To the knowledge of the foundation and based on the report(s) furnished by the Grantee, no part of the grant has been used for other than its intended purpose.

(6) Date of report(s) received from grantee:

No reports provided, see note, below (*)

(7) Verification

(*) Pursuant to Reg '§53 4945-5(d)(4), reports received by a private foundation after the close of its accounting year may be reported on the Grantor's information return for the year in which such reports are received from the Grantee

Delaware

PAGE 1

The First State

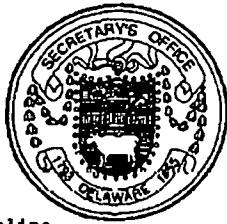
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "AHBA, INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF JANUARY, A.D. 2008, AT 12:05 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

2877470 8100

080077957

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6336632

DATE: 01-25-08

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
AHBA, INC.**

I, Susan Wexner, being the duly elected President of AHBA, Inc., a Delaware nonstock corporation (the "Corporation"), does hereby certify as follows:

1. The Corporation filed its original Certificate of Incorporation with the Secretary of State of the State of Delaware on March 27, 1998 (the "Certificate of Incorporation").
2. This Certificate of Amendment to the Certificate of Incorporation has been duly adopted in accordance with Section 242 of the Delaware General Corporation Law.
3. The Certificate of Incorporation is amended as follows:

Section 4 of Article EIGHTH of the Certificate of Incorporation is hereby deleted in its entirety and replaced with the following:

"4. A director shall have such qualifications as may be prescribed in the Bylaws. The initial Board of Directors shall be elected by the incorporator. Thereafter each successive Board of Directors shall be elected by the members of the corporation; provided, that, in the interim between annual or special elections by such members, the directors in office, though less than a quorum, may fill any newly created directorship and any vacancy, including a vacancy which results from the removal of any director or directors by such members, but which is unfilled by such members within 45 days of receipt by such members of notice of the vacancy."

Article ELEVENTH of the Certificate of Incorporation is hereby deleted in its entirety and replaced with the following:

ELEVENTH From time to time, and in furtherance of the purposes for which the corporation is being organized, any of the provisions of this certificate of incorporation may be amended, altered, or repealed, and other provisions authorized by the laws of the State of Delaware at the time in force may be added or inserted in the manner and at the time prescribed by said laws, and all rights at any time conferred upon the members of the corporation by this certificate of incorporation are granted subject to the provisions of this Article; provided, that no such action shall be effective without the approval of the members of the corporation; and provided, further, that no amendment shall authorize the Board of Directors to conduct the affairs of the corporation in any manner or for any purposes contrary to the provisions of Section 501(c)(3) of the Code. Amendment of the provisions of this Article (or any amendment to it) may be made only if and to the extent that such amendment further restricts the amending power.

IN WITNESS WHEREOF, the undersigned, being the President of the Corporation, for the purpose of amending the Certificate of Incorporation pursuant to the Delaware General Corporation Law under penalty of perjury does hereby declare, acknowledge and certify that this is the act and deed of the Corporation and the facts stated herein are true, and accordingly has hereunto signed this Certificate of Amendment of Certificate of Incorporation this 23rd day of January 2008.

AHBA, INC.

By: /s/ Susan Wexner
Name: Susan Wexner
Title: President

AMENDED AND RESTATED BYLAWS
OF
AHBA, INC.

ARTICLE I

Membership

(1) The corporation shall have two founding members, namely, Bella Wexner and Susan R. Wexner (the "Founding Members"). On the death of the last to die of the Founding Members, the board of directors of the corporation shall become its members.

(2) The annual membership meeting shall be held on the date fixed, from time to time, by the directors, provided, that the first annual meeting shall be held on a date within thirteen months after the formation of the corporation, and each successive annual meeting shall be held on a date within thirteen months after the date of the preceding annual meeting. A special meeting shall be held on the date fixed by the directors.

(3) Annual meetings and special meetings shall be held at such place, within or without the State of Delaware, as the directors may, from time to time, fix. Whenever the directors shall fail to fix such place, the meeting shall be held at the registered office of the corporation in the State of Delaware.

(4) Annual meetings may be called by the directors or by any officer instructed by the directors to call the meeting.

(5) Written notice of all meetings shall be given, stating the place, date and hour of the meeting. The notice of an annual meeting shall state that the meeting is called for the election of directors and for the transaction of other business which may properly come before

the meeting, and shall, if any other action which could be taken at a special meeting is to be taken at such annual meeting, state, the purpose or purposes. The notice of a special meeting shall in all instances state the purpose or purposes for which the meeting is called. The notice of any meeting shall also include, or be accompanied by, any additional statements, information, or documents prescribed by the General Corporation Law. Except as otherwise provided by the General Corporation Law, a copy of the notice of any meeting shall be given, personally or by mail, not less than ten days nor more than fifty days before the date of the meeting, unless the lapse of the prescribed period of time shall have been waived, and directed to each member at his or her record address or at such other address which he may have furnished by request in writing to the Secretary of the corporation. Notice by mail shall be deemed to be given when deposited, with postage thereon prepaid, in the United States mail. If a meeting is adjourned to another time or place, and, if any announcement of the adjourned time or place is made at such meeting, it shall not be necessary to give notice of the adjourned meeting unless the directors, after adjournment, fix a new record date for the adjourned meeting. Notice need not be given to any member who submits a signed waiver of notice before or after the meeting. The attendance of a member at a meeting without protesting prior to the conclusion of the meeting the lack of notice of such meeting shall constitute a waiver of notice by him or her.

(6) Meetings of the members shall be presided over by one of the following officers in the order of seniority and if present and acting: the Chairman of the Board, if any, the Vice-Chairman of the Board, if any, the President, a Vice-President, or, if none of the foregoing is in office and present and acting, by a chairman to be chosen by the members. The Secretary of the corporation, or in his/her absence, an Assistant Secretary, shall act as secretary of every

meeting, but if neither the Secretary nor an Assistant Secretary is present, the Chairman of the meeting shall appoint a secretary of the meeting.

(7) Any member may authorize another person or persons to act for him/her by proxy in all matters in which a member is entitled to participate, whether by waiving notice of any meeting, voting or participating at a meeting, or expressing consent or dissent without a meeting. Upon the death of any one of the Founding Members, the surviving Founding Member may designate another person to act for her by proxy in the event a disability prevents her from carrying out her duties. In the absence of such designation, a two-thirds vote of the Board of Directors shall be required to take any action which otherwise requires the approval of the members under these bylaws for so long as such Founding Member remains incapacitated. Every proxy must be signed by the member or his/her attorney-in-fact. No proxy shall be voted or acted upon after three years from its date unless such proxy provides for a longer period. Every proxy shall be revocable at the pleasure of the member executing it, except as otherwise provided by law.

(8) A majority of the members shall constitute a quorum at a meeting of members for the transaction of any business. The members present may adjourn the meeting despite the absence of a quorum.

(9) Every member shall be entitled at each meeting of members to one vote on each matter coming before the meeting. In the election of directors, a plurality of the votes cast shall elect. Any other action shall be authorized by a majority of the votes cast except where the General Corporation Law prescribes a different percentage of votes.

(10) The following actions require the vote of the members: (a) amending the Articles of Incorporation; (b) amending or repealing the Bylaws or adopting new Bylaws; (c)

electing directors; (d) setting the size of the governing board; (e) electing the members of the Executive Committee; (f) approving the creation of additional committees of the corporation; (g) adopting an agreement of merger or consolidation; (h) adopting a plan of wind-up or dissolution; (i) the sale, lease, transfer, or other disposition of all or any substantial part of the corporation's assets or properties; (j) the creation of subsidiary or other related organizations; (k) approval of any grant, contract, or other expenditure involving an amount which exceeds \$25,000; and (l) approval of any borrowing of funds in excess of \$50,000 on an individual basis.

(11) Whenever members are required or permitted to take any action at a meeting, such action may be taken without a meeting, without prior notice and without a vote, if a consent in writing setting forth the action so taken, shall be signed by members having not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all members having a right to vote thereon were present and voted. Prompt notice of the taking of the corporate action without a meeting by less than unanimous written consent shall be given to those members who have not consented in writing.

(12) Any one or more members may participate in a meeting of members by means of a conference telephone or similar communication equipment by means of which all persons participating in the meeting can hear each other.

ARTICLE II

Governing Body

(1) The corporation shall be managed by a governing board, which is herein referred to as the "Board of Directors" or the "Board" although said Board may consist of only one member. The use of the phrase "whole Board" herein refers to the total number of directors

which the corporation would have if there were no vacancies. The Founding Members of the corporation shall serve as ex-officio voting directors.

(2) A director need not be a member, a citizen of the United States, or a resident of the State of Delaware. The initial Board of Directors shall consist of three persons. Thereafter, the number of directors constituting the whole Board shall be at least one. Subject to the foregoing limitations and except for the first Board of Directors, such number may be fixed from time to time by action of the members or, if the number is not so fixed, the number shall be one. The number of directors may be increased or decreased by action of the members.

(3) The first Board of Directors shall be elected by the incorporator and shall hold office until the first annual meeting of members and until their successors are elected and qualified, or until their earlier resignation or removal. Any director may resign at any time upon written notice to the corporation, which shall provide a copy of such written notice to the members. Thereafter, directors who are elected at an annual meeting of members, and directors who are elected in the interim to fill vacancies or newly created directorships, shall hold office until the next annual meeting of members and until their successors have been elected and qualified or until their earlier resignation or removal. In the interim between annual meetings of members or of special meetings of members called for the election of directors and/or for the removal of one or more directors and for the filling of any vacancy in that connection, newly created directorships and any vacancies in the Board of Directors, including vacancies resulting from the removal of directors for cause or without cause, which have not been filled by the members within 45 days of receipt of notice of the vacancy, may be filled by the vote of a majority of the remaining directors then in office, although less than a quorum, or by the sole remaining director.

(4) Meetings shall be held at such time as the Board shall fix, except that the first meeting of a newly elected Board shall be held as soon after its election as the directors may conveniently assemble.

(5) Meetings shall be held at such place within or without the State of Delaware as shall be fixed by the Board.

(6) No call shall be required for regular meetings for which the time and place have been fixed. Special meetings may be called by or at the direction of the Chairman of the Board, if any, the President, or a majority of the directors in office.

(7) No notice shall be required for regular meetings for which the time and place have been fixed. Written, oral, or any other mode of notice of the time and place shall be given for special meetings in sufficient time for the convenient assembly of the directors thereat. Any requirement of furnishing a notice shall be waived by any director who signs a waiver of notice before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him.

(8) A majority of the whole Board shall constitute a quorum, provided however, that such majority must also include a majority of the members. Should a vacancy or vacancies prevent such majority, a majority of the directors in office shall constitute a quorum, provided that such majority shall constitute at least one-third of the whole Board and that such majority also includes a majority of the members. If a member is incapacitated his or her attendance shall not be required to achieve quorum; provided, however, that in the event the member has designated a proxy pursuant to Article I, section (7), the attendance of such person shall be required at any meeting of the Board for the duration of the incapacity. A majority of the directors present, whether or not a quorum is present, may adjourn a meeting to another time and

place. Except as otherwise provided in these Bylaws or under the General Corporation Law, the vote of the majority of the directors present, at a meeting at which a quorum is present shall be the act of the Board or a duly authorized committee thereof. The quorum and voting provisions herein stated shall not be construed as conflicting with any provisions of the General Corporation Law and these Bylaws which govern a meeting of directors held to fill vacancies and newly created directorships.

(9) Any member or members of the Board of Directors or of any committee designated by the Board, may participate in a meeting of the Board, or any such committee, as the case may be, by means of a conference telephone or similar communications equipment by means of which all persons participating the meeting can hear each other.

(10) The Chairman of the Board, if any and if present and acting, shall preside at all meetings. Otherwise, the President, if present and acting, or any other director chosen by the Board, shall preside.

(11) Except as may otherwise be provided by the General Corporation Law, any director or the entire Board of Directors may be removed, with or without cause by a majority of the members then entitled to vote in an election of directors.

(12) The Board of Directors shall have an Executive Committee of not less than three directors, the members of which shall be elected by the members of the corporation. The Executive Committee shall have and exercise the authority of the Board of Directors in the management of the Corporation between meetings of the Board, except as expressly limited by the General Corporation Law, or by resolution of the Board of Directors. The Executive Committee shall have the authority to approve charitable grants of the Corporation.

(13) Whenever its number consists of three or more, the Board of Directors, by resolution passed by a majority of the whole Board and with the approval of the members, may designate one or more committees, each to consist of two or more of the directors of the corporation. The Board may designate one or more directors as alternate members of any committee, who may replace any absent or disqualified member at any meeting of the committee. In the absence or disqualification of any member of any such committee or committees, the member or members thereof present at any meeting and not disqualified from voting, whether or not he or they constitute a quorum, may unanimously appoint another member of the Board of Directors to act at the meeting in the place of any such absent or disqualified member. Any such committee shall have and may exercise the powers and authority granted it by resolution of the Board of Directors with the exception of any authority the delegation of which is prohibited by Section 141 of the General Corporation Law.

(14) The directors may appoint from their number and/or from among such persons as they may see fit one or more advisory committees, and at any time may appoint additional members thereto. The members of any such advisory committee shall serve at the pleasure of the Board. Such advisory committees shall advise and aid the Board and officers of the corporation in all matters designated by the Board.

(15) Any action required or permitted to be taken at any meeting of the Board of Directors or any committee thereof may be taken without a meeting if all members of the Board or committee, as the case may be, consent thereto in writing.

ARTICLE III

Officers

(1) The officers of the corporation shall consist of a President, a Secretary, a Treasurer, and, if deemed necessary, expedient, or desirable by the Board of Directors, a Chairman of the Board, a Vice-Chairman of the Board, one or more Vice-Presidents, one or more Assistant Secretaries, one or more Assistant Treasurers, and such other officers with such titles as the resolution of the Board of Directors choosing them shall designate. Except as may otherwise be provided in the resolution of the Board of Directors choosing him/her, no officer other than the Chairman of the Board, if any, and the Vice-Chairman of the Board, if any, need be a director. Any number of offices may be held by the same person, as the Directors may determine, except that no person may hold the offices of President and Secretary simultaneously.

(2) Unless otherwise provided in the resolution of the Board of Directors choosing him/her, each officer shall be chosen for a term which shall continue until the meeting of the Board of Directors following the next annual meeting of the members and until his/her successor shall have been chosen and qualified. Any officer may be removed, with or without cause, by the Board of Directors. Any vacancy in any office may be filled by the Board of Directors.

(3) All officers of the corporation shall have such authority and perform such duties in the management and operation of the corporation as shall be prescribed in the resolutions of the Board of Directors designating and choosing such officers and prescribing their authority and duties, and shall have such additional authority and duties as are incident to their office except to the extent that such resolutions may be inconsistent therewith.

(4) The Secretary or an Assistant Secretary of the corporation shall record all of the proceedings of all meetings and actions in writing of members, directors, and committees

of directors, and shall exercise such additional authority and perform such additional duties as the Board shall assign to him/her.

ARTICLE IV

Indemnification of Officers and Directors

(1) The corporation shall, to the fullest extent permitted by applicable law, indemnify every person who is or was or has agreed to become a director or officer of the corporation and who is or was threatened to be made a party to any action or proceeding, whether civil or criminal, administrative or investigative brought or threatened in any court or administrative or legislative body or agency, other than an action by or in the right of the corporation to procure a judgment in its favor, including an action by or in the right of any other corporation of any type or kind, domestic or foreign, or any partnership, joint venture, trust, employee benefit plan or other enterprise, which any director or officer of the corporation is serving, has served or has agreed to serve, at the request of the corporation, in any capacity, against judgments, fines, penalties, amounts paid or to be paid in settlement, and costs, charges and expenses, including attorneys' fees, incurred in connection with such action or proceeding or any appeal taken therein; provided, however, that no indemnification shall be provided to any such person if a judgment or other final adjudication adverse to the director or officer establishes that (i) his or her acts were committed in bad faith or were the result of active and deliberate dishonesty and, in either case, were material to the cause of action so adjudicated, or (ii) such person personally gained in fact a financial profit or other advantage to which he or she was not legally entitled.

(2) The corporation shall, to the fullest extent permitted by applicable law, indemnify every person who is or was or has agreed to become, a director or officer of a corporation or is or was serving at the request of the corporation as a director or officer of any other corporation of any type or kind, domestic or foreign, of any partnership, joint venture, trust, employee benefit plan or other enterprise, and who is or was or threatened to be made a party to any action by or in the right of the corporation to procure a judgment in its favor, against amounts paid or to be paid in settlement, and costs, charges and expenses, including attorneys' fees, incurred in connection with such action or any appeal taken therein, if such director or officer, in good faith, for a purpose which he/she reasonably believed to be in, or, in the case of service for any other corporation or any partnership, joint venture, trust, employee benefit plan or other enterprise, not opposed to, the best interests of the corporation; provided, however, that no indemnification under this section shall be made in respect of (i) a threatened action, or a pending action which is settled or otherwise disposed of, or (ii) any claim, issue or matter as to which such person shall have been adjudged to be liable to the corporation, unless and only to the extent that the court in which the action was brought, or, if no action was brought, any court of competent jurisdiction, determines upon application that, in view of all the circumstances of the case, the person is fairly and reasonably entitled to indemnity for such portion of the settlement amount and expenses as the court deems proper.

(3) The benefits of sections (1) and (2) of this Article shall extend to the heirs and legal representatives of any person entitled to indemnification thereunder.

(4) The corporation may indemnify any person to whom the corporation is permitted to provide indemnification or the advancement of expenses by applicable law, whether pursuant to rights granted pursuant to, or provided by, the General Corporation Law or other

rights created by (i) a resolution of the members, (ii) a resolution of disinterested directors, (iii) an indemnification agreement, or (iv) otherwise, it being expressly intended that these Bylaws authorize the Board of Directors to create other rights in any such manner

(5) Any director or officer of the corporation serving (i) another corporation, of which a majority of the shares entitled to vote in the election of its directors is held by the corporation, or (ii) any employee benefit plan of the Corporation or any corporation referred to in clause (i) , in any capacity shall be deemed to be doing so at the request of the corporation.

(6) Any party entitled to be indemnified or to the reimbursement or advancement of expenses as a matter of right pursuant to this Article may elect to have the right to indemnification (or advancement of expenses) interpreted on the basis of the applicable law in effect at the time of the occurrence of the event or events giving rise to the action or proceeding, to the extent permitted by law, or on the basis of the applicable law in effect at the time indemnification is sought.

(7) The right to be indemnified or to the reimbursement or advancement of expenses pursuant to this Article (i) is a contract right pursuant to which the person entitled thereto may bring suit as if the provisions hereof were set forth in a separate written contract between the corporation and the director or officer, and (ii) shall continue to exist after the rescission or restrictive modification hereof with respect to events occurring prior thereto.

(8) If any expenses or other amounts are paid by way of indemnification otherwise than by court order or action by the members, the corporation shall prepare a statement specifying the persons paid, the amounts paid, and the nature and status at the time of such payment of the litigation or threatened litigation, and not later than the next annual meeting of the members, unless such meeting is held within three (3) months from the date of such payment,

and, in any event, within fifteen (15) months of the date of such payment, shall mail the statement to the members entitled at the time to vote for the election of directors.

(9) The corporation is authorized to purchase and maintain insurance for identification of directors and officers.

ARTICLE V

Corporate Seal

The corporate seal shall be in such form as the Board of Directors shall prescribe.

ARTICLE VI

Fiscal Year

The fiscal year of the corporation shall be fixed, and shall be subject to change, by the Board of Directors.

ARTICLE VII

Control Over Bylaws

Subject to the provisions of the certificate of incorporation and the provisions of the Delaware General Corporation Law the power to amend or repeal these Bylaws and to adopt new Bylaws may only be exercised by the members of the corporation. The Board of Directors of the corporation shall not have the power to amend or repeal these Bylaws and to adopt new Bylaws.

Application for Extension of Time To File an
Exempt Organization Return

► 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 and click on e-file for *Charities & Nonprofits*

Type or print	Name of Exempt Organization AHBA, INC.	Employer identification number 13-3997367
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions C/O HERTZ, HERSON & COMPANY, LLP 2 PARK AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10016	

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 ► _____

Telephone No ► _____ FAX No ► _____

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until NOVEMBER 15, 2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for

► calendar year _____ or
► tax year beginning APRIL 1, 2008, and ending MARCH 31, 2009

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

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

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ►
- 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. Only file the original (no copies needed)

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization AHBA, INC.	Employer identification number 13-3997367
	Number, street, and room or suite no. If a P O box, see instructions C/O HERTZ HERSON & CO LLP 2 PARK AVENUE	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10016	

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 ► Telephone No ► FAX No ►
- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

- I request an additional 3-month extension of time until FEBRUARY 15, 2010
- For calendar year , or other tax year beginning 04/01/2008 and ending 03/31/2009
- If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period
- State in detail why you need the extension INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT AVAILABLE AT THIS TIME.

8a 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 \$
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 \$
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 ► C. P. A.

Date ► 11/2/09

Form 8868 (Rev. 4-2009)