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

2008

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

For calendar year 2008, or tax year beginning JUL 1, 2008, and ending JUN 30, 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
Melling Family Foundation

Number and street (or P O box number if mail is not delivered to street address) Room/suite
2620 Saradan Drive

City or town, state, and ZIP code
Jackson, MI 49204

A Employer identification number
32-0042251

B Telephone number
(517) 787-8172

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 391,889.27 (Part I, column (d) must be on cash basis)

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	91,330.33		N/A	
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	443.75	443.75		Statement 2
4	Dividends and interest from securities	7,259.35	7,259.35		Statement 3
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-46,152.18			Statement 1
b	Gross sales price for all assets on line 6a	114,605.72			
7	Capital gain net income (from Part IV, line 2)		0.00		
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)				
11	Other income	61.03	61.03		Statement 4
12	Total. Add lines 1 through 11	52,942.28	7,764.13		
13	Compensation of officers, directors, trustees, etc	0.00	0.00		0.00
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees Stmt 5	2,477.26	2,477.26		0.00
b	Accounting fees				
c	Other professional fees				
17	Interest				
18	Taxes Stmt 6	5.37	5.37		0.00
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses Stmt 7	4,092.22	4,092.22		0.00
24	Total operating and administrative expenses. Add lines 13 through 23	6,574.85	6,574.85		0.00
25	Contributions, gifts, grants paid	23,000.00			23,000.00
26	Total expenses and disbursements. Add lines 24 and 25	29,574.85	6,574.85		23,000.00
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	23,367.43			
b	Net investment income (if negative, enter -0-)		1,189.28		
c	Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			33,939.86	19,084.89	19,084.89
	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					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock Stmt 8			357,411.01	365,553.19	291,032.71
	c Investments - corporate bonds Stmt 9			59,459.30	89,539.52	81,771.67
Liabilities	11 Investments - land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other					
	14 Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)			450,810.17	474,177.60	391,889.27
	17 Accounts payable and accrued expenses					
	18 Grants payable					
Net Assets or Fund Balances	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0.00	0.00	
	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					
Net Assets or Fund Balances	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds			0.00	0.00	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			0.00	0.00	
	29 Retained earnings, accumulated income, endowment, or other funds			450,810.17	474,177.60	
	30 Total net assets or fund balances			450,810.17	474,177.60	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances			450,810.17	474,177.60	

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	450,810.17
2 Enter amount from Part I, line 27a	2	23,367.43
3 Other increases not included in line 2 (itemize) ▶	3	0.00
4 Add lines 1, 2, and 3	4	474,177.60
5 Decreases not included in line 2 (itemize) ▶	5	0.00
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	474,177.60

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			
b See Attached Statements			
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 114,605.72		160,757.90	-46,152.18

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			-46,152.18

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	-46,152.18
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). If (loss), enter -0- in Part I, line 8	3	N/A

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 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	25,963.66	442,184.37	.058717
2006	14,910.00	368,160.09	.040499
2005	7,079.03	268,975.84	.026318
2004	0.00	176,844.68	.000000
2003			

2 Total of line 1, column (d)	2	.125534
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	.031384
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	375,960.17
5 Multiply line 4 by line 3	5	11,799.13
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	11.89
7 Add lines 5 and 6	7	11,811.02
8 Enter qualifying distributions from Part XII, line 4	8	23,000.00

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	11.89
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.00
3 Add lines 1 and 2		3	11.89
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.00
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	11.89
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	0.00	
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	11.89	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input type="checkbox"/> \$ 0.00 (2) On foundation managers. <input type="checkbox"/> \$ 0.00		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.00		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses Stmt 10	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **N/A**

14 The books are in care of **Mark S. Melling** Telephone no. **(517) 787-8172**
 Located at **2620 Saradan Drive, Jackson, MI** ZIP+4 **49204**

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

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

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

	Yes	No
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)? Organizations relying on a current notice regarding disaster assistance check here N/A	1b	
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? N/A	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 N/A		
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 instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. N/A		
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) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? N/A	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? N/A	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

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

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

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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
Mark S. Melling 2620 Saradan Drive Jackson, MI 49204	President/Treasurer 1.00	0.00	0.00	0.00
Christine Melling 2620 Saradan Drive Jackson, MI 49204	Vice President 1.00	0.00	0.00	0.00
Michelle McShane 2620 Saradan Drive Jackson, MI 49204	Secretary 1.00	0.00	0.00	0.00

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

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

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

▶ 0

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 This foundation contributes funds to various charitable organizations. This is the foundation's only charitable activity.	0.00
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.00

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	331,918.00
b	Average of monthly cash balances	1b	49,767.45
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	381,685.45
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.00
2	Acquisition indebtedness applicable to line 1 assets	2	0.00
3	Subtract line 2 from line 1d	3	381,685.45
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,725.28
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	375,960.17
6	Minimum investment return. Enter 5% of line 5	6	18,798.01

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

1	Minimum investment return from Part X, line 6	1	18,798.01
2a	Tax on investment income for 2008 from Part VI, line 5	2a	11.89
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11.89
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	18,786.12
4	Recoveries of amounts treated as qualifying distributions	4	0.00
5	Add lines 3 and 4	5	18,786.12
6	Deduction from distributable amount (see instructions)	6	0.00
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	18,786.12

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	23,000.00
b	Program-related investments - total from Part IX-B	1b	0.00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	23,000.00
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	5	11.89
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	22,988.11

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				18,786.12
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			14,142.25	
b Total for prior years:		0.00		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0.00			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 23,000.00				
a Applied to 2007, but not more than line 2a			14,142.25	
b Applied to undistributed income of prior years (Election required - see instructions)		0.00		
c Treated as distributions out of corpus (Election required - see instructions)	0.00			
d Applied to 2008 distributable amount				8,857.75
e Remaining amount distributed out of corpus	0.00			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.00			0.00
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.00			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.00		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.00		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.00		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.00	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				9,928.37
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.00			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.00			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.00			
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

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				
Family Service & Children's Aid, 330 W. Michigan Ave., Jackson, MI 49204		501(c)(3)	General contribution.	3,500.00
Ferris Foundation c/o Harry Melling Memorial Endowment, 420 Oak St., Big Rap		501(c)(3)	General contribution.	3,500.00
Jackson Y-Center Inc. (YMCA), 127 W. Wesley St., Jackson, MI 49201		501(c)(3)	General contribution.	9,500.00
LifeSpan Inc., 166 E. Goodale, Battle Creek, MI 49017		501(c)(3)	General contribution.	3,500.00
John George Home, 1501 E. Granson Street, Jackson, MI 49202		501(c)(3)	General contribution.	2,500.00
Lions of Michigan Foundation, 5730 Executive Drive, Lansing, MI 48911		501(c)(3)	General contribution.	500.00
Total				23,000.00
b Approved for future payment				
None				
Total				0.00

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
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	443.75		
4 Dividends and interest from securities			14	7,259.35		
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						61.03
8 Gain or (loss) from sales of assets other than inventory			18	-46,152.18		
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)		0.00		-38,449.08		61.03
13 Total. Add line 12, columns (b), (d), and (e)						-38,388.05

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
	c Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here	 Signature of officer or trustee		12-11-10 Date	President Title
	Preparer's signature 	Date 7-3-10	Check if self-employed <input type="checkbox"/>	Preparer's identifying number P00295041
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code Butzel Long, a professional corporation 41000 Woodward Avenue - Stoneridge West Bloomfield Hills, MI 48304			EIN <input type="checkbox"/>
				Phone no. (248) 258-1616

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, and 990-PF.

OMB No 1545-0047

2008

Name of the organization

Employer identification number

Melling Family Foundation

32-0042251

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.)

General Rule

- ☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ▶ \$ _____

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990. These instructions will be issued separately.

Schedule B (Form 990, 990-EZ, or 990-PF) (2008)

Name of organization

Employer identification number

Melling Family Foundation

32-0042251

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JE Melling Charitable Lead Unitrust For the Children of Harr 2620 Saradan Drive Jackson, MI 49204	\$ 91,330.33	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Melling Family Foundation

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	262.861 sh The Boston Co.	P	02/28/08	08/11/08
b	80 sh IShares S&P Global Utilities	P	02/28/08	09/12/08
c	10 sh IShares S&P Global Telecom	P	02/28/08	09/12/08
d	40 sh Wells Fargo	P	02/28/08	09/12/08
e	60 sh News Corp	P	02/28/08	09/12/08
f	80 sh Reynolds American	P	02/28/08	09/12/08
g	30 sh ADP	P	02/28/08	11/25/08
h	60 sh Hewlett Packard	P	02/28/08	11/25/08
i	35 sh General Mills	P	02/28/08	11/25/08
j	30 sh Lincoln Natl Corp	P	02/28/08	11/25/08
k	35 sh McDonalds	P	02/28/08	11/25/08
l	30 sh Omnicom Group	P	02/28/08	11/25/08
m	20000 Units Lehman Brothers Hldgs	P	03/03/08	01/20/09
n	30 sh State Street	P	11/25/08	03/24/09
o	168 sh Western Union	P	09/12/08	03/24/09

(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 5,551.62		5,365.00	186.62
b 4,396.77		5,174.64	-777.87
c 573.70		695.90	-122.20
d 1,321.59		1,234.40	87.19
e 835.79		1,157.40	-321.61
f 3,938.37		5,170.40	-1,232.03
g 1,116.89		1,213.72	-96.83
h 2,015.54		2,929.20	-913.66
i 2,193.78		1,990.36	203.42
j 267.90		1,623.00	-1,355.10
k 1,989.54		1,920.88	68.66
l 787.02		1,369.50	-582.48
m 2,320.00		20,002.60	-17,682.60
n 933.48		1,119.90	-186.42
o 2,110.52		4,181.52	-2,071.00

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			186.62
b			-777.87
c			-122.20
d			87.19
e			-321.61
f			-1,232.03
g			-96.83
h			-913.66
i			203.42
j			-1,355.10
k			68.66
l			-582.48
m			-17,682.60
n			-186.42
o			-2,071.00

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

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).

If (loss), enter "-0-" in Part I, line 8

3

Melling Family Foundation

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	100 sh Western union	P	11/25/08	03/24/09
b	20 sh AFLAC	P	11/25/08	03/24/09
c	140 sh DuPont EI De Nemours	P	11/25/08	03/24/09
d	335 sh Jabil Circuit	P	09/12/08	03/24/09
e	300 sh Jabil Circuit	P	11/25/08	03/24/09
f	60 sh Metlife	P	11/25/08	03/24/09
g	2070.393 sh Federated Adjustable	P	03/24/09	05/07/09
h	60 sh IShares S&P Global Telecom	P	04/27/07	09/12/08
i	72 sh Wells Fargo	P	12/06/04	09/12/08
j	20 sh Wells Fargo	P	04/25/06	09/12/08
k	30 sh Wells Fargo	P	04/27/07	09/12/08
l	210 sh News Corp	P	06/07/07	09/12/08
m	60 sh Oracle Corp	P	04/27/07	11/25/08
n	25 sh Exxon Mobil	P	12/06/04	11/25/08
o	10 sh Exxon Mobil Corp	P	04/25/06	11/25/08

(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 1,256.26		1,320.82	-64.56
b 439.60		825.80	-386.20
c 3,186.59		3,329.20	-142.61
d 1,477.98		4,247.80	-2,769.82
e 1,323.56		1,730.43	-406.87
f 1,431.13		1,412.81	18.32
g 20,000.00		19,917.18	82.82
h 3,442.17		4,110.00	-667.83
i 2,378.86		2,247.12	131.74
j 660.80		651.30	9.50
k 991.19		1,079.70	-88.51
l 2,925.28		4,716.30	-1,791.02
m 964.19		1,158.60	-194.41
n 1,955.74		1,253.25	702.49
o 782.29		646.00	136.29

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-64.56
b			-386.20
c			-142.61
d			-2,769.82
e			-406.87
f			18.32
g			82.82
h			-667.83
i			131.74
j			9.50
k			-88.51
l			-1,791.02
m			-194.41
n			702.49
o			136.29

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

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).

If (loss), enter "-0-" in Part I, line 8

3

Melling Family Foundation

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	20 sh Gilead Sciences	P	04/27/07	11/25/08
b	15 sh Johnson & Johnson	P	12/06/04	11/25/08
c	10 sh Johnson & Johnson	P	04/27/07	11/25/08
d	47 sh Lincoln National Corp	P	12/06/04	11/25/08
e	10 sh Lincoln National Corp	P	04/25/06	11/25/08
f	5 sh Lincoln National Corp	P	04/27/07	11/25/08
g	54 sh Omnicom Group	P	12/06/04	11/25/08
h	30 sh Omnicom Group	P	04/27/07	11/25/08
i	15 sh Procter & Gamble	P	04/25/06	11/25/08
j	10 sh Procter & Gamble	P	04/27/07	11/25/08
k	72 sh Roper Inds Inc.	P	12/06/04	03/24/09
l	20 sh Roper Inds Inc.	P	12/28/08	03/24/09
m	50 sh State Street	P	12/06/04	03/24/09
n	15 sh State Street	P	04/27/07	03/24/09
o	46 sh United Technologies	P	12/06/04	03/24/09

(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 866.23		835.80	30.43
b 874.64		928.50	-53.86
c 583.10		645.00	-61.90
d 419.70		2,195.84	-1,776.14
e 89.30		567.10	-477.80
f 44.65		355.75	-311.10
g 1,416.63		2,205.36	-788.73
h 787.01		1,594.20	-807.19
i 947.84		853.95	93.89
j 631.90		631.10	0.80
k 3,166.54		2,249.28	917.26
l 879.59		1,181.80	-302.21
m 1,555.81		2,235.00	-679.19
n 466.74		1,033.05	-566.31
o 2,001.44		2,254.69	-253.25

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			30.43
b			-53.86
c			-61.90
d			-1,776.14
e			-477.80
f			-311.10
g			-788.73
h			-807.19
i			93.89
j			0.80
k			917.26
l			-302.21
m			-679.19
n			-566.31
o			-253.25

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

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).

If (loss), enter "-0-" in Part I, line 8

3

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	80 sh AFLAC	P	02/28/08	03/24/09
b	50 sh Hewlett Packard	P	02/28/08	03/24/09
c	120 sh International Flavors	P	02/28/08	03/24/09
d	90 sh MetLife	P	02/28/08	03/24/09
e	82 sh Microsoft	P	12/06/04	03/24/09
f	40 sh Microsoft	P	04/25/06	03/24/09
g	40 sh Microsoft	P	04/27/07	03/24/09
h	20 sh Microsoft	P	02/28/08	03/24/09
i	579.279 sh The Boston Co	P	02/18/05	08/11/08
j	66.944 sh The Boston Co	P	04/27/07	08/11/08
k	Capital Gains Dividends			
l				
m				
n				
o				

(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 1,758.38		5,139.99	-3,381.61
b 1,547.99		2,441.00	-893.01
c 3,677.26		5,352.55	-1,675.29
d 2,146.69		5,468.40	-3,321.71
e 1,473.54		2,247.62	-774.08
f 718.80		1,086.40	-367.60
g 718.80		1,231.60	-512.80
h 359.40		560.80	-201.40
i 12,234.37		11,898.39	335.98
j 1,413.86		1,770.00	-356.14
k 257.36			257.36
l			
m			
n			
o			

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

(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	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-3,381.61
b			-893.01
c			-1,675.29
d			-3,321.71
e			-774.08
f			-367.60
g			-512.80
h			-201.40
i			335.98
j			-356.14
k			257.36
l			
m			
n			
o			

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	-46,152.18
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). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
262.861 sh The Boston Co.		Purchased	02/28/08	08/11/08
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
5,551.62	5,365.00	0.00	0.00	186.62

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
80 sh IShares S&P Global Utilities		Purchased	02/28/08	09/12/08
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
4,396.77	5,174.64	0.00	0.00	-777.87

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
10 sh IShares S&P Global Telecom		Purchased	02/28/08	09/12/08
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
573.70	695.90	0.00	0.00	-122.20

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
40 sh Wells Fargo	1,321.59	1,234.40	0.00	Purchased	02/28/08	09/12/08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
60 sh News Corp	835.79	1,157.40	0.00	Purchased	02/28/08	09/12/08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
80 sh Reynolds American	3,938.37	5,170.40	0.00	Purchased	02/28/08	09/12/08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
30 sh ADP	1,116.89	1,213.72	0.00	Purchased	02/28/08	11/25/08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
60 sh Hewlett Packard	2,015.54	2,929.20	0.00	Purchased	02/28/08	11/25/08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
35 sh General Mills	2,193.78	1,990.36	0.00	Purchased	02/28/08	11/25/08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
30 sh Lincoln Natl Corp	267.90	1,623.00	0.00	Purchased	02/28/08	11/25/08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
35 sh McDonalds	1,989.54	1,920.88	0.00	Purchased	02/28/08	11/25/08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
30 sh Omnicom Group	787.02	1,369.50	0.00	Purchased	02/28/08	11/25/08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
20000 Units Lehman Brothers Hldgs	2,320.00	20,002.60	0.00	Purchased	03/03/08	01/20/09

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
30 sh State Street	933.48	1,119.90	0.00	Purchased	11/25/08	03/24/09

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
168 sh Western Union	2,110.52	4,181.52	0.00	Purchased	09/12/08	03/24/09

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Manner Acquired	Date Acquired	Date Sold			
100 sh Western union	Purchased	11/25/08	03/24/09		
	1,256.26	1,320.82	0.00	0.00	-64.56

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Manner Acquired	Date Acquired	Date Sold			
20 sh AFLAC	Purchased	11/25/08	03/24/09		
	439.60	825.80	0.00	0.00	-386.20

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Manner Acquired	Date Acquired	Date Sold			
140 sh DuPont EI De Nemours	Purchased	11/25/08	03/24/09		
	3,186.59	3,329.20	0.00	0.00	-142.61

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Manner Acquired	Date Acquired	Date Sold			
335 sh Jabil Circuit	Purchased	09/12/08	03/24/09		
	1,477.98	4,247.80	0.00	0.00	-2,769.82

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
300 sh Jabil Circuit	1,323.56	1,730.43	0.00	0.00	-406.87

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
60 sh Metlife	1,431.13	1,412.81	0.00	0.00	18.32

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
2070.393 sh Federated Adjustable	20,000.00	19,917.18	0.00	0.00	82.82

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
60 sh IShares S&P Global Telecom	3,442.17	4,110.00	0.00	0.00	-667.83

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
72 sh Wells Fargo	2,378.86	2,247.12	0.00	0.00	131.74

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
20 sh Wells Fargo	660.80	651.30	0.00	0.00	9.50

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
30 sh Wells Fargo	991.19	1,079.70	0.00	0.00	-88.51

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
210 sh News Corp	2,925.28	4,716.30	0.00	0.00	-1,791.02

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
60 sh Oracle Corp	964.19	1,158.60	0.00	0.00	-194.41

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
25 sh Exxon Mobil	1,955.74	1,253.25	0.00	0.00	702.49

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
10 sh Exxon Mobil Corp	782.29	646.00	0.00	0.00	136.29

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
20 sh Gilead Sciences	866.23	835.80	0.00	0.00	30.43

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
15 sh Johnson & Johnson	874.64	928.50	0.00	0.00	-53.86

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
10 sh Johnson & Johnson	583.10	645.00	0.00	0.00	-61.90

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
47 sh Lincoln National Corp	419.70	2,195.84	0.00	0.00	-1,776.14

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
10 sh Lincoln National Corp	89.30	567.10	0.00	0.00	-477.80

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
5 sh Lincoln National Corp	Purchased	04/27/07	11/25/08	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
44.65	355.75	0.00	0.00	-311.10

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
54 sh Omnicom Group	Purchased	12/06/04	11/25/08	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
1,416.63	2,205.36	0.00	0.00	-788.73

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
30 sh Omnicom Group	Purchased	04/27/07	11/25/08	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
787.01	1,594.20	0.00	0.00	-807.19

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
15 sh Procter & Gamble	Purchased	04/25/06	11/25/08	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
947.84	853.95	0.00	0.00	93.89

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
10 sh Procter & Gamble					
	631.90	631.10	0.00	0.00	0.80

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
72 sh Roper Inds Inc.					
	3,166.54	2,249.28	0.00	0.00	917.26

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
20 sh Roper Inds Inc.					
	879.59	1,181.80	0.00	0.00	-302.21

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
50 sh State Street					
	1,555.81	2,235.00	0.00	0.00	-679.19

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
15 sh State Street	466.74	1,033.05	0.00	Purchased	04/27/07	03/24/09

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
46 sh United Technologies	2,001.44	2,254.69	0.00	Purchased	12/06/04	03/24/09

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
80 sh AFLAC	1,758.38	5,139.99	0.00	Purchased	02/28/08	03/24/09

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
50 sh Hewlett Packard	1,547.99	2,441.00	0.00	Purchased	02/28/08	03/24/09

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
120 sh International Flavors					
	3,677.26	5,352.55	0.00	0.00	-1,675.29

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
90 sh MetLife					
	2,146.69	5,468.40	0.00	0.00	-3,321.71

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
82 sh Microsoft					
	1,473.54	2,247.62	0.00	0.00	-774.08

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
40 sh Microsoft					
	718.80	1,086.40	0.00	0.00	-367.60

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
40 sh Microsoft	718.80	1,231.60	0.00	0.00	-512.80

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
20 sh Microsoft	359.40	560.80	0.00	0.00	-201.40

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
579.279 sh The Boston Co	12,234.37	11,898.39	0.00	0.00	335.98

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
66.944 sh The Boston Co	1,413.86	1,770.00	0.00	0.00	-356.14

Capital Gains Dividends from Part IV

257.36

Total to Form 990-PF, Part I, line 6a

-46,152.18

Form 990-PF	Interest on Savings and Temporary Cash Investments	Statement	2
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SourceAmount

Comerica Bank (custodial account)

443.75

Total to Form 990-PF, Part I, line 3, Column A

443.75

Form 990-PF	Dividends and Interest from Securities	Statement	3
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Comerica Bank (custodial account) - Dividends	5,291.71	257.36	5,034.35
Comerica Bank (custodial account) - Interest	2,225.00	0.00	2,225.00
Total to Fm 990-PF, Part I, ln 4	7,516.71	257.36	7,259.35

Form 990-PF

Other Income

Statement 4

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
US Treasury - 2008 Form 990 Refund	61.03	61.03	
Total to Form 990-PF, Part I, line 11	61.03	61.03	

Form 990-PF

Legal Fees

Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Butzel Long	2,477.26	2,477.26		0.00
To Fm 990-PF, Pg 1, ln 16a	2,477.26	2,477.26		0.00

Form 990-PF

Taxes

Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
US Treasury - 2007 Form 990 est.	5.37	5.37		0.00
To Form 990-PF, Pg 1, ln 18	5.37	5.37		0.00

Form 990-PF

Other Expenses

Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Comerica Bank - Investment advisor fees	4,072.22	4,072.22		0.00
State of Michigan - annual report filing fee	20.00	20.00		0.00
To Form 990-PF, Pg 1, ln 23	4,092.22	4,092.22		0.00

Form 990-PF

Corporate Stock

Statement 8

Description	Book Value	Fair Market Value
Comerica Bank (custodial account)	365,553.19	291,032.71
Total to Form 990-PF, Part II, line 10b	365,553.19	291,032.71

Form 990-PF	Corporate Bonds	Statement	9
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Description	Book Value	Fair Market Value
Comerica Bank (custodial account)	89,539.52	81,771.67
Total to Form 990-PF, Part II, line 10c	89,539.52	81,771.67

Form 990-PF

List of Substantial Contributors
Part VII-A, Line 10

Statement 10

Name of ContributorAddressJane E Melling Charitable Lead
Unitrust For the Children of Harry
S Melling

2620 Saradan Drive, Jackson, MI 49204

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

OMB No 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - 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 File by the due date for filing your return. See instructions	Name of Exempt Organization	Employer identification number
	Melling Family Foundation	32-0042251
	Number, street, and room or suite no. If a P.O. box, see instructions. 2620 Saradan Drive	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Jackson, MI 49204	

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 |

Mark S. Melling

- The books are in the care of ▶ **2620 Saradan Drive - Jackson, MI 49204**

Telephone No ▶ **(517) 787-8172**

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 **February 15, 2010**, 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 **JUL 1, 2008**, and ending **JUN 30, 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	\$	11.89
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	\$	0.00
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	\$	11.89

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.