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

OMB No 1545-0052

2008

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

For calendar year 2008, or tax year beginning **7/1/2008**, and ending **6/30/2009**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 Ellason Downs Perpetual Charitable Trust		A Employer identification number 51-6158138
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) (800) 839-1754
	c/o Foundation Source, 501 Silverside Road		
	City or town, state, and ZIP code Wilmington DE 19809-1377		
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			C If exemption application is pending, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,287,444			D 1. Foreign organizations, check here <input type="checkbox"/>
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	6,384	6,384		
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10	-1,515,857	See Attachment		
	b Gross sales price for all assets on line 6a (1,515,857.00)				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	171,915	172,507			
12 Total. Add lines 1 through 11	-1,337,558	178,891			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	61,972	61,972		
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	7,593			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	27,985	27,868		
	24 Total operating and administrative expenses. Add lines 13 through 23	97,550	89,840		0
	25 Contributions, gifts, grants paid	470,950			470,950
26 Total expenses and disbursements. Add lines 24 and 25	568,500	89,840		470,950	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,906,058				
b Net investment income (if negative, enter -0-)		89,051			
c Adjusted net income (if negative, enter -0-)					

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

Form 990-PF (2008)

(HTA)

914

20

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	638,294	214,114	214,114
	3 Accounts receivable <input type="checkbox"/> Less: allowance for doubtful accounts <input type="checkbox"/>			
	4 Pledges receivable <input type="checkbox"/> Less: allowance for doubtful accounts <input type="checkbox"/>			
	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) <input type="checkbox"/> Less: allowance for doubtful accounts <input type="checkbox"/>			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis <input type="checkbox"/> Less: accumulated depreciation (attach schedule) <input type="checkbox"/>			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	8,387,875	6,905,997	6,073,330
	14 Land, buildings, and equipment: basis <input type="checkbox"/> Less: accumulated depreciation (attach schedule) <input type="checkbox"/>			
15 Other assets (describe <input type="checkbox"/>)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,026,169	7,120,111	6,287,444	
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 <input type="checkbox"/>)			
23 Total liabilities (add lines 17 through 22)	0	0		
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 <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	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	9,026,169	7,120,111	
30 Total net assets or fund balances (see page 17 of the instructions)	9,026,169	7,120,111		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,026,169	7,120,111		

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	9,026,169
2 Enter amount from Part I, line 27a	2	-1,906,058
3 Other increases not included in line 2 (itemize) <input type="checkbox"/>	3	0
4 Add lines 1, 2, and 3	4	7,120,111
5 Decreases not included in line 2 (itemize) <input type="checkbox"/>	5	0
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	7,120,111

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 Passthrough K1 Capital Gain	P	Various	Various
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 -1,516,265		0	-1,516,265
b			
c			
d			
e			

(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			

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	-1,516,265
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	398,410	9,688,119	0.041124
2006	380,186	9,336,483	0.040720
2005	379,822	7,788,395	0.048768
2004	374,528	7,770,676	0.048198
2003	376,982	7,420,520	0.050803

2 Total of line 1, column (d)	2	0.229613
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	0.045923
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	6,221,444
5 Multiply line 4 by line 3	5	285,707
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	891
7 Add lines 5 and 6	7	286,598
8 Enter qualifying distributions from Part XII, line 4	8	470,950

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter: _____ (attach copy of ruling letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	891
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	891
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	891
6 Credits/Payments:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a		0
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		892
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		892
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		21
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		20
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>	11		0

Part VII-A Statements Regarding Activities

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	1a		X
c Did the foundation file Form 1120-POL for this year?	1b		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation. \$ _____ (2) On foundation managers. \$ _____	1c		X
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	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
4 a 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	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) DE			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 on page 27)? 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	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 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				
14	The books are in care of	c/o Foundation Source	Telephone no	(800) 839-1754
	Located at	501 Silverside Road, Suite 123, Wilmington, DE	ZIP+4	19809-1377
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here			<input type="checkbox"/>
	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 checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b 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	X
Organizations relying on a current notice regarding disaster assistance check here		
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	20	20
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see 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.		
	20	20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b** N/A

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ **6b** X

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ **7b** N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT		61,972		

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

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

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3	

Total. Add lines 1 through 3



0

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

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	0
b	Average of monthly cash balances	1b	555,313
c	Fair market value of all other assets (see page 24 of the instructions)	1c	5,760,874
d	Total (add lines 1a, b, and c)	1d	6,316,187
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	
3	Subtract line 2 from line 1d	3	6,316,187
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	94,743
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,221,444
6	Minimum investment return. Enter 5% of line 5	6	311,072

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	311,072
2a	Tax on investment income for 2008 from Part VI, line 5	2a	891
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	891
3	Distributable amount before adjustments Subtract line 2c from line 1	3	310,181
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	310,181
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	310,181

Part XII Qualifying Distributions (see page 25 of the 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	470,950
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
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	470,950
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)	5	891
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	470,059

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				310,181
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			470,941	
b Total for prior years: 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ <u>470,950</u>				
a Applied to 2007, but not more than line 2a			470,941	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2008 distributable amount				9
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2008	0			0
(If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b				
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			0	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				310,172
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)	0			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2004	0			
b Excess from 2005	0			
c Excess from 2006	0			
d Excess from 2007	0			
e Excess from 2008	0			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)**N/A**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII, line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test—enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test—enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

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 ATTACHMENT				
Total			3a	470,950
b Approved for future payment NONE				
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						
4 Dividends and interest from securities				14	6,384	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory		900000	408	18	-1,516,265	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue a K-1 Pass-Through		525990	-606	14	172,507	
b Excise Tax Refund				01	14	
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)			-198		-1,337,360	0
13 Total. Add line 12, columns (b), (d), and (e)					13	-1,337,558

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

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

[illegible]

Ellason Downs Perpetual Charitable Trust

EIN: 51-6158138

Taxable Year Ending June 30, 2009

Form 990-PF, Part I, Line 6a – Net Gain (Loss) from Noninventory Sales Per Books Assets Not included in Part IV

Asset Description:		Passthrough K-1 Capital Loss (UBI)	
Date Acquired:	Various		
How Acquired:	Purchase		
Date Sold:	Various		
Gross Sales Price:	\$408 00		
Cost or Other Basis:	\$0		
		Gain (Loss)	\$408.00
		Total	\$408.00
		Gross Sales Price	Gain
Part I		\$408 00	\$408 00
Part IV		(\$1,516,265)	(\$1,516,265 00)
Total		(\$1,515,857)	(\$1,515,857)

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

Form 990-PF, Part I, Line 11 – Other Income

Asset Description	Line 11 - Column (a) Revenue and Expenses Per Books	Line 11 - Column (b) Net Investment Income
BALENTINE INTERNATIONAL EQUITY FUND K-1 PASS-THROUGH SHARE OF PARTNERSHIP INCOME/(LOSS)	\$81,114.00	\$81,114.00
BALENTINE REAL ASSET FUND SELECT LLC K-1 PASS-THROUGH SHARE OF PARTNERSHIP INCOME/(LOSS)	\$49,612.00	\$50,142.00
BALENTINE U S LARGE CAP EQUITY FUND K-1 PASS-THROUGH SHARE OF PARTNERSHIP INCOME/(LOSS)	\$37,835.00	\$37,835.00
BALENTINE U S SMALL CAP EQUITY FUND K-1 PASS-THROUGH SHARE OF PARTNERSHIP INCOME/(LOSS)	\$3,301.00	\$3,301.00
CAMDEN PRIVATE CAPITAL III K-1 PASS-THROUGH SHARE OF PARTNERSHIP INCOME/(LOSS)	\$39.00	\$115.00
EXCISE TAX REFUND	\$14.21	\$0.00
TOTAL OTHER INCOME	\$171,915.00	\$172,507.00

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

Form 990-PF, Part I, Line 18 – Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
EXCISE TAX FOR 2008	\$7,518	\$0	-	\$0
IRS 990-T TAX PAYMENT	\$75	\$0	-	\$0
TOTAL:	\$7,593	\$0	-	\$0

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purpose
K-1 PASS-THROUGH BALENTINE INTERNATIONAL EQUITY FUND	\$12,931	\$12,931	-	\$0
K-1 PASS-THROUGH BALENTINE REAL ASSET FUND SELECT LLC	\$9,889	\$9,889	-	\$0
K-1 PASS-THROUGH BALENTINE U S LARGE CAP EQUITY FUND	\$1,296	\$1,296	-	\$0
K-1 PASS-THROUGH BALENTINE U S SMALL CAP EQUITY FUND	\$439	\$439	-	\$0
K-1 PASS-THROUGH CAMDEN PRIVATE CAPITAL III	\$3,313	\$3,313	-	\$0
K-1 UBI PASS-THROUGH CAMDEN PRIVATE CAPITAL III	\$117	\$0	-	\$0
TOTAL:	\$27,985	\$27,868	-	\$0

Ellason Downs Perpetual Charitable Trust

EIN: 51-6158138

Taxable Year Ending June 30, 2009

Form 990-PF, Part II, Line 13 - Investments - Other

Asset Description	Line 13 - Column (b) Book Value	Line 13 - Column (c) Fair Market Value
GUIDANCE CAPITAL TE FUND LP	\$500,000.00	\$395,900.62
GUIDANCE CAPITAL BLUE TE FUND	\$1,896,110.00	\$1,575,816.00
BALENTINE INTERNATIONAL EQUITY FUND	\$1,622,379.98	\$1,493,065.79
BALENTINE U S SMALL CAP EQUITY FUND	\$514,347.80	\$410,803.19
BALENTINE U S LARGE CAP EQUITY FUND	\$1,525,275.35	\$1,494,211.23
BALENTINE REAL ASSET FUND SELECT LLC	\$815,335.31	\$670,965.72
CAMDEN PRIVATE CAPITAL III	\$32,549.00	\$32,567.00
TOTAL INVESTMENTS - OTHER	\$6,905,997	\$6,073,330

Ellason Downs Perpetual Charitable Trust

EIN: 51-6158138

Taxable Year Ending June 30, 2009

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wilmington Trust Co. Attn: Gina Cronin 1100 N Market Street Wilmington, DE 19890	<1 Trustee hour(s) per week	\$61,972.00	\$0.00	\$0.00

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
AMERICAN CANCER SOCIETY INC 250 WILLIAMS ST 4TH FLR, ATLANTA, GA 30303	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
AMERICAN LUNG ASSOCIATION OF THE MID-ATLANTIC 1021 GILPIN AVENUE, WILMINGTON, DE 19806	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
BOYS & GIRLS CLUBS OF DELAWARE INC 669 SOUTH UNION STREET, WILMINGTON, DE 19805-3852	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
BOYS & GIRLS CLUBS OF DELAWARE INC 669 SOUTH UNION STREET, WILMINGTON, DE 19805-3852	N/A	509(a)(2)	CAPITAL CAMPAIGN	\$7,000.00
BRANDYWINE CONSERVANCY INC PO BOX 141, CHADDS FORD, PA 19317-0141	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
BRANDYWINE VALLEY ASSOCIATION INC 1760 UNIONVILLE WAWASET RD, WEST CHESTER, PA 19382-6751	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
BRANDYWINE VALLEY ASSOCIATION INC 1760 UNIONVILLE WAWASET RD, WEST CHESTER, PA 19382-6751	N/A	509(a)(2)	CAPITAL CAMPAIGN	\$7,000.00
CHRIST CHURCH P O BOX 3510, GREENVILLE, DE 19807	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$22,175.00

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHRIST CHURCH - RECTOR'S DISCRETIONARY FUND P O BOX 3510, GREENVILLE, DE 19807	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175 00
CHRIST CHURCH PO BOX 3510, GREENVILLE, DE 19807	N/A	509(a)(1)	UNITED THANK OFFERING INITIATIVE	\$7,175 00
CHURCH FARM SCHOOL PO BOX 2000, PAOLI, PA 19301-0319	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$17,175 00
CHURCH OF THE NATIVITY P O BOX 662, NEW CASTLE, DE 19720	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$5,000 00
COMMUNITY HOUSING INC 613 N WASHINGTON ST, WILMINGTON, DE 19801-2135	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175 00
DELAWARE ACADEMY OF MEDICINE INC 4765 OGLETOWN STANTON RD ST L1, NEWARK, DE 19713-8003	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175 00
DELAWARE ART MUSEUM 2301 KENTMERE PKWY, WILMINGTON, DE 19806-2019	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175 00
DELAWARE CENTER FOR HORTICULTURE INC 1810 N DUPONT ST, WILMINGTON, DE 19806-3308	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175 00

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DELAWARE DUCKS UNLIMITED 6 LINDEN SPRING LANE, BEAR, DE 19701	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
DELAWARE FEDERATION OF GARDEN CLUBS 4401 MAGNOLIA AVENUE, ST LOUIS, MO 63110-3492	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
DELAWARE JUNIOR TEAM TENNIS ASSOCIATION PO BOX 7794, WILMINGTON, DE 19803-0794	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
DELAWARE NATURE SOCIETY INC PO BOX 700, HOCKESSIN, DE 19707-0700	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
DELAWARE SAFETY COUNCIL INC 3 OLD BARLEY MILL RD, WILMINGTON, DE 19807-3000	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
DELAWARE SYMPHONY ASSOCIATION PO BOX 1870, WILMINGTON, DE 19899-1870	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
DELAWARE WILD LANDS INC 315 MAIN STREET, ODESSA, DE 19730	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
DFRC INC 640 PLAZA DR FOUR SEASONS PLZA, NEWARK, DE 19702	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EASTER SEALS DELAWARE & MARYLANDS EASTERN SHORE INC 61 CORPORATE CIR, NEW CASTLE, DE 19720-2439	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
EPISCOPAL DIOCESE OF DELAWARE 2020 NORTH TATNALL STREET, WILMINGTON, DE 19802	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$27,175.00
EPISCOPAL DIOCESE OF DELAWARE 2020 TATNALL STREET, WILMINGTON, DE 19802-4821	N/A	509(a)(1)	BISHOP DISCRETIONARY FUND	\$7,175.00
FRIENDS OF THE JOHN DICKINSON MANSION INC 340 KITTS HUMMOCK RD, DOVER, DE 19901-7016	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
FRIENDS OF WINTERTHUR INC RT 52, WINTERTHUR, DE 19735	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
GERMANTOWN FRIENDS SCHOOL 31 W COULTER ST, PHILADELPHIA, PA 19144-2801	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$12,175.00
HAGLEY MUSEUM & LIBRARY PO BOX 3630, WILMINGTON, DE 19807-0630	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
HAMPTON UNIVERSITY QUEEN AND TYLER STREETS, HAMPTON, VA 23668-0001	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HARDING UNIVERSITY PO BOX 10772, SEARCY, AR 72149-0001	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
HISTORICAL SOCIETY OF DELAWARE 505 MARKET STREET, WILMINGTON, DE 19801	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
INGLESIDE HOMES INC 1010 N BROOM ST, WILMINGTON, DE 19806-4514	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
LIMEN HOUSE INC 600 W 10TH ST, WILMINGTON, DE 19801-1424	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
NATURAL LANDS TRUST INCORPORATED 1031 PALMERS MILL RD, MEDIA, PA 19063-1006	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
OLD BRANDYWINE VILLAGE INC 1907 N MARKET ST, WILMINGTON, DE 19802-4812	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
PHILADELPHIA ORCHESTRA ASSOCIATION 260 S BROAD STREET, PHILADELPHIA, PA 19102-5002	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
PILOT SCHOOL INC 100 GARDEN OF EDEN RD, WILMINGTON, DE 19803-1504	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PILOT SCHOOL INC 100 GARDEN OF EDEN RD, WILMINGTON, DE 19803-1504	N/A	509(a)(1)	CAPITAL CAMPAIGN	\$7,000.00
PROTESTANT EPISCOPAL THEOLOGICAL SEMINARY 3737 SEMINARY ROAD, ALEXANDRIA, VA 22304	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$2,500.00
RED CLAY VALLEY ASSOCIATION INC 1760 UNIONVILLE WAWASET RD, W CHESTER, PA 19382-6751	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175.00
RUMFORD HOSPITAL 29 LOWELL ST BOX A, LEWISTON, ME 04240-7639	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
SALVATION ARMY P O. BOX 308, WILMINGTON, DE 19899	N/A	509(a)(1)	DELAWARE REGIONAL SERVICES DIVISION	\$7,175.00
SOCIETY FOR THE PREVENTION OF CRUELTY TO ANIMALS SPCA 32 SHELTER CIR, CAMDEN, DE 19934-2293	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
ST ANTHONY EDUCATIONAL FOUNDATION INC PO BOX 876, ITHACA, NY 14851-0876	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
ST FRANCIS HOSPITAL INC. 701 N CLAYTON ST, WILMINGTON, DE 19805	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 100 E NORTHWESTERN AVE , PHILADELPHIA, PA 19118	N/A	509(a)(1)	MORRIS ARBORETUM CAMPAIGN	\$5,000.00
UNITED WAY OF DELAWARE INC 625 NORTH ORANGE STREET, WILMINGTON, DE 19801-2296	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
UNITED WAY OF DELAWARE INC 625 NORTH ORANGE STREET, WILMINGTON, DE 19801-2296	N/A	509(a)(1)	CRANSTON HEIGHTS FIRE COMPANY FUND	\$7,175.00
UNIVERSITY OF DELAWARE, UD LIBRARY ASSOCIATES PROGRAM DEVELOPMENT OFFICE, NEWARK, DE 19716	N/A	509(a)(1)	UD LIBRARY ASSOCIATES PROGRAM	\$7,175.00
UNIVERSITY OF PENNSYLVANIA ALUMNI SOCIETY OF DELAWARE 2014 BAYNARD BOULEVARD, WILMINGTON, DE 19802	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
UNIVERSITY OF PENNSYLVANIA CLASS OF 1929 437 FRANKLIN BLDG 3451 WALNUT ST, PHILADELPHIA, PA 19104-6205	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
UNIVERSITY OF PENNSYLVANIA WEIGHTMAN SOCIETY 437 FRANKLIN BLDG 3451 WALNUT ST, PHILADELPHIA, PA 19104-6205	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00
WESTMINSTER CHOIR COLLEGE OF RIDER UNIVERSITY 101 WALNUT LANE, PRINCETON, NJ 08540	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175.00

Ellason Downs Perpetual Charitable Trust
EIN: 51-6158138
Taxable Year Ending June 30, 2009

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

Recipient name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WHYY INC 150 N 6TH ST, PHILADELPHIA, PA 19106-1521	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175 00
WILMINGTON MUSIC SCHOOL INC 4101 N WASHINGTON ST, WILMINGTON, DE 19802-2151	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175 00
WORLD AFFAIRS COUNCIL OF WILMINGTON DEL INC ATTN: W. FENTON, PRESIDENT, P O BOX 551, WILMINGTON, DE 19899	N/A	509(a)(1)	GENERAL & UNRESTRICTED	\$7,175 00
YMCA OF DELAWARE 100 W 10TH ST STE 1100, WILMINGTON, DE 19801-6607	N/A	509(a)(2)	GENERAL & UNRESTRICTED	\$7,175 00
TOTAL:				\$470,950