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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

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

OMB No 1545-0052

2008

For	cale	endar year 2008, or tax year beginning AUG	UST 1 ,2	008, and e	nding	JULY 31	, 20 09	
G	Chec	k all that apply:	n Amende	d return	☐ Add	dress change	Name change	
He	e the	e IRS Name of foundation			A Empl	oyer identification nu	mber	
US	labe		OUNDATION		33-0489905			
0	therv		d to street address)	Room/suite	B Telepi	hone number (see page	10 of the instructions)	
	prir or ty				727-5	579-5000		
Se	e Sp	ecific City or town, state, and ZIP code	_		C If exer	mption application is pen	ding, check here	
Ins	truct	tions. ST. PETERSBURG, FL 33716				reign organizations, ch		
H	Checl	k type of organization: Section 501(c)(3) exempt	private foundation	on	7			
	Sect	ion 4947(a)(1) nonexempt charitable trust Other	r taxable private	foundation	.1	reign organizations mee eck here and attach co		
LE	aır m	arket value of all assets at end J Accounting meth	od: X Cash	Accrual		vate foundation status r section 507(b)(1)(A), c		
		r (from Part II, col (c),				foundation is in a 60-r		
	ne 16	6) ► \$ 2,309,656.00 (Part I, column (d) m		is)		r section 507(b)(1)(B), c		
Pa	rt I	Analysis of Revenue and Expenses (The total of	(a) Revenue and			4-3 4 4 4 4	(d) Disbursements	
		amounts in columns (b), (c), and (d) may not necessarily equal	expenses per	(b) Net inv		(c) Adjusted net income	for charitable purposes	
		the amounts in column (a) (see page 11 of the instructions))	books				(cash basis only)	
	1	Contributions, gifts, grants, etc., received (attach schedule)	252,162	2				
	2	Check ▶ ☐ If the foundation is not required to attach Sch. B						
	3	Interest on savings and temporary cash investments	35,497	7 3	<u>5,497</u>			
	4	Dividends and interest from securities	46,352	2 4	6,352	46,352		
	5a	Gross rents						
	b	Net rental income or (loss)						
ne		Net gain or (loss) from sale of assets not on line 10	(267,827	7.)			į	
evenue		Gross sales price for all assets on line 6a1,635,774		-				
é		Capital gain net income (from Part IV, line 2)		 	0.00			
5	8	Net short-term capital gain						
۲	9	Income modifications						
ľ	1	Gross sales less returns and allowances		-				
1	1	Less: Cost of goods sold	0.00	,				
ŧ		Gross profit or (loss) (attach schedule)	0.00	' 				
0		Other income (attach schedule)	66,184.00	81 8	49.00	81,849.00		
<u>; </u>	 		00,104.00	01,0	49.00	81,045.00	,	
Expenses	13	Compensation of officers, directors, trustees, etc. Other employee salaries and wages						
. či	1	Pension plans, employee benefits		1	@F	SUICE		
Ž	1				TE	DETAED_		
Ú o	1	Legal fees (attach schedule)	,			ြ		
ΝĒ	6	Other professional fees (attach schedule)		8	DEC	1 5 2009		
rat	17	Interest			~	1 0 2005 SE		
ist	18	Taxes (attach schedule) (see page 14 of the instructions)	2,000		OGI	DEN. UT	2,000	
nin	19	Depreciation (attach schedule) and depletion		000	JOI.			
⊒ē	20	Occupancy			-			
	21	Travel, conferences, and meetings	_					
an	22	Printing and publications						
<u>س</u> ق	23	Other expenses (attach schedule)	21,106	5			21,106	
	24	Total operating and administrative expenses.						
₹ë		Add lines 13 through 23	23,106.00		0.00	0.00		
ြင္ပ	25	Contributions, gifts, grants paid	261,817			ļ	261,817	
<u>u</u>	26	Total expenses and disbursements. Add lines 24 and 25	284,923.00)	0.00	0.00	284,923.00	
8	27	Subtract line 26 from line 12:						
SCANNED JAN & A CUIU	a	Excess of revenue over expenses and disbursements	(218,739.00		40.56	<u> </u>		
Ś	þ	Net investment income (if negative, enter -0-) Adjusted net income (if negative, enter -0-)		81,8	49.00			
-	, C	Aujusteu net income (ii negative, enter -0-)	l	1		81,849.00	I!	

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

Form 990-PF (2008)

	7.11	Attached schedules and amounts in the description column	Beginning of year		End c	of year
ĽĠ	rt II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	(a) Book Value	(b) Book Valu	Je	(c) Fair Market Value
	1	Cash—non-interest-bearing	2,528,395			2,309,656
	l .					
	1	Accounts receivable ▶				-
		Less: allowance for doubtful accounts ▶	·			
	4	Pledges receivable ► Less: allowance for doubtful accounts ►				
	_ ا					· · · · · · · · · · · · · · · · · · ·
	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)				
တ္		Less: allowance for doubtful accounts ▶				
Assets	8	Inventories for sale or use				
Ş	1	Prepaid expenses and deferred charges				
		Investments—U.S. and state government obligations (attach schedule)		-		
	I .	Investments—corporate stock (attach schedule)				
		Investments—corporate stock (attach schedule)		-		
	11	Investments—land, buildings, and equipment: basis		· · ·		
		Less accumulated depreciation (attach schedule)				·····
		Investments—mortgage loans		<u>-</u>		
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
		Other assets (describe >)				
		Total assets (to be completed by all filers—see the				
		instructions. Also, see page 1, item I)	2,528,395.00	0	.00	2,309,656.00
	17	Accounts payable and accrued expenses				}
S		Grants payable				
ŧ		Deferred revenue				
Liabilities		Loans from officers, directors, trustees, and other disqualified persons				
<u>.e</u>	21	Mortgages and other notes payable (attach schedule)				
_	į.	Other liabilities (describe >)				
	23	Total liabilities (add lines 17 through 22)	0.00	0	.00	
ses		Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
ž		Unrestricted				
ä		Temporarily restricted				
_		Permanently restricted				
Fund Balan		Foundations that do not follow SFAS 117, check here ► □ and complete lines 27 through 31.				
Ö	1	Capital stock, trust principal, or current funds		<u> </u>		
		Paid-in or capital surplus, or land, bldg, and equipment fund				
Se	29	Retained earnings, accumulated income, endowment, or other funds	2,528,395	2,309,	656	
Assets	30	Total net assets or fund balances (see page 17 of the				
6	31	instructions)	2,528,395.00	2,309,656	.00	
ž	31	Total liabilities and net assets/fund balances (see page 17				
		of the instructions)	2,528,395.00	2,309,656	.00	
Рa	rt III	Analysis of Changes in Net Assets or Fund Balance	es			
		net assets or fund balances at beginning of year—Part II, colu		t agree with		
		• • • • • • • • • • • • • • • • • • • •		-	1	2,528,395.00
		amount from Part I, line 27a			2	(218,739.00
					3	
					4	2,309,656.00
		ines 1, 2, and 3			5	,_,,
6	Total	net assets or fund balances at end of year (line 4 minus line 5)—Part II. column (h), line 30	6	2,309,656.00

Part IV Capital Gains ar	nd Losses for Tax on Inve	stment Incom	<u> </u>		
(a) List and describe t 2-story brick wareho	the kind(s) of property sold (e.g., real euse, or common stock, 200 shs MLC	state, Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a PER BANK OF AMERIC	CA BROKERAGE STATEMEN	T #958314			
	CA BROKERAGE STATEMEN				
c PER BANK OF AMERIC	CA BROKERAGE STATEMEN	T #997627			
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)		other basis nse of sale		n or (loss)) minus (g)
a 1,461,276			1,613,1 <u>48</u>		(151,872.00
b 84,244			142,393		(58,149.00
c 90,254			148,060	·	(57,806.00
d					
Complete only for assets show	l ving gain in column (h) and owned	t by the foundation	on on 12/31/69		
Complete only for assets snow				(I) Gains (Col	(h) gain minus less than -0-) or
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69		s of col (i) (j), if any	Losses (fr	om col (h))
a b					
c	-				
d					•
e					
2 Capital gain net income or		also enter in Pa , enter -0- in Pa		2	
If gain, also enter in Part I,	or (loss) as defined in section line 8, column (c) (see pages 1	s 1222(5) and (6 3 and 17 of the	6): instructions).		
	line 8			3	
Part V Qualification Un	der Section 4940(e) for Re	educed Tax o	n Net Investm	ent income	
(For optional use by domestic	private foundations subject to	the section 494	40(a) tax on net i	nvestment income	e.)
f section 4940(d)(2) applies, le	ave this part blank.				
Was the foundation liable for t				the base period?	Yes 🗌 No
	unt in each column for each ye		<u> </u>	ons before making	any entries
(a)	(b)	Jar, coo page 1	(c)	Jordan Marking	(d)
Base period years Calendar year (or tax year beginning	Adjusted qualifying distribution	ns Net value of	f nonchantable-use as		ribution ratio livided by col (c))
2007	267,	351	2,542,		0.1052
2006	282,		2,156,		0.1310
2005	236,		1,961,		0.1208
2004	141,		1,200,		0.1179
2003	79,	052	675,		0.1170
2 Total of line 1, column (d)				. 2	0.5919
3 Average distribution ratio for	or the 5-year base period-divi			the	
	ation has been in existence if le				.1184
4 Enter the net value of nonc	haritable-use assets for 2008 t	from Part X, line	5	. 4	2,362,179
5 Multiply line 4 by line 3 .				. 5	279,682
					010
6 Enter 1% of net investment	t income (1% of Part I, line 27)	b)		. 6	818
-				•	200 500 00
7 Add lines 5 and 6				. 7	280,500.00
6 E	· Com Book SW P			8	284,923
	s from Part XII, line 4 ter than line 7, check the box				

Par	Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see	page 18	of the in	struc	ions		
1a	Exempt operating foundations described in section 4940(d)(2), check here ► □ 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	1			818		
	here ▶ 🛛 and enter 1% of Part I, line 27b						
С	c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% J 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-)	3	-	91:	B.00		
3	Add lines 1 and 2	4			3.00		
4 5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5		81	3.00		
6	Credits/Payments:						
-	2008 estimated tax payments and 2007 overpayment credited to 2008	}					
b	Exempt foreign organizations—tax withheld at source 6b]					
С	Tax paid with application for extension of time to file (Form 8868)	} }			}		
_d	Backup withholding erroneously withheld	7			0.00		
7	Total credits and payments. Add lines 6a through 6d	8			3.00		
8 9	Enter any penalty for underpayment of estimated tax. Check here If Form 2220 is attached Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	-	81	8.00		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10			0.00		
11	Enter the amount of line 10 to be: Credited to 2009 estimated tax ▶ Refunded ▶	11			0.00		
Par	t VII-A Statements Regarding Activities			ļ.,	<u> </u>		
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation	n or did		Yes			
	participate or intervene in any political campaign?		1a	-	X		
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see of the instructions for definition)?		1b	ļ	x		
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any published or distributed by the foundation in connection with the activities	materia	ls				
С	Did the foundation file Form 1120-POL for this year?		1c	-	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. ► \$						
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax im	posed c	on				
2	foundation managers. ► \$ Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		х		
-	If "Yes," attach a detailed description of the activities.						
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		of		X		
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a	<u>. </u>	Х		
	If "Yes," has it filed a tax return on Form 990-T for this year?		4b		X		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . If "Yes," attach the statement required by General Instruction T		5		Х		
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 directively	tions tha	at		 _		
	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		7	Х	 		
	Enter the states to which the foundation reports or with which it is registered (see page 1 instructions) ▶		_				
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorne (or designate) of each state as required by <i>General Instruction G? If "No," attach explanation</i> .		al 8b	Х			
9	Is the foundation claiming status as a private operating foundation within the meaning of section			 -			
	or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for P page 27)? If "Yes," complete Part XIV		on 9		х_		
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule lis names and addresses	sting the	ir 10		х		

Page	5
rage	J

Par	t 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		х
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	_	Х
14	The books are in care of ▶PETER STAFFOPOULOS Telephone no ▶727-579	-500	00	-
	Located at ▶200 CARILLON PARKWAY, ST. PETERSBURG, FL ZIP+4 ▶33716			
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		•	▶ □
Par	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
1a	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. During the year did the foundation (either directly or indirectly):		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(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)?			
	(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.)			
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		
	Organizations relying on a current notice regarding disaster assistance check here			
С	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		х
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)):			
а	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?			
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)	2b		
_	to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	20		
	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, 20, 20			
За	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		Х
	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

Pa	2	R
га	yc.	·

P	rt VII-B Statements Regarding Activitie	s tor v	vhich Forn	n 4/20	May Be	<u>Requi</u>	red (co.	ntinued)		
5a	During the year did the foundation pay or incur	any ar	nount to								
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?										i	
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?											
	(3) Provide a grant to an individual for travel, s										
	(4) Provide a grant to an organization other than section 509(a)(1), (2), or (3), or section 4940(d	n a char	rtable, etc., c	organiza	ation descri	bed in	_		!		
	(5) Provide for any purpose other than re- educational purposes, or for the prevent	eligious	, charitable,	scien	tific, litera	ry, or		⊠ No			
b	If any answer is "Yes" to 5a(1)–(5), did any of the		-				_				
_	Regulations section 53.4945 or in a current notice	regardı	ng disaster as	ssistanc	e (see page	22 of t	he instru	ctions)?	5b		
_	Organizations relying on a current notice regard	-									
С	If the answer is "Yes" to question 5a(4), does to because it maintained expenditure responsibility	y for th	e grant?				☐ Yes	□ No			
	If "Yes," attach the statement required by Regu				-						
6a	Did the foundation, during the year, receive any on a personal benefit contract?						☐ Yes	X No			
b	Did the foundation, during the year, pay premiums								6b		Х
7a	If you answered "Yes" to 6b, also file Form 8870. At any time during the tax year, was the foundation a	a party t	o a prohibited	tax she	Iter transact	ion?	☐ Yes	₩ No			
b	If yes, did the foundation receive any proceeds or	have a	ny net incom	e attribi	utable to the	e transa			7b_		
Pa	rt VIII Information About Officers, Dire and Contractors	ectors	, Trustees,	Found	dation Ma	ınager	s, High	ly Paid	Empl	oyee	s,
1	List all officers, directors, trustees, foundati	on mar	nagers and t						instru	ction	s).
(a) Name and address (b) Title, and average hours per week devoted to position (c) Compensation (If not paid, enter employee benefit plans and deferred compensation other a											
SE	E STATEMENT 2						-		,		
	or .										
			<u> </u>	-							
	Companyation of five highest poid applease	- /o4b	4h 4h		ded en lie			22 -5 4	ha imati		
	Compensation of five highest-paid employed If none, enter "NONE."	es (our	er uian uios	e men		s	ee page	23 01 1		ucuo	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
	(a) Name and address of each employee paid more than \$50	0,000	(b) Title, and a hours per v devoted to p	week -	(c) Compe	nsation	(d) Contri employe plans and compe	e benefit I deferred	(e) Expe	nse acc allowan	count, ces
NO	JE										
			-								
				<u></u>		. =-					
											
				<u>.</u>							
							L				
Tot	at number of other employees paid over \$50.00	in .							•	•	

	ormation About Officers, Directors, Trustees, Found to Contractors <i>(continued)</i>	dation Managers, Highly Paid	i Employees,
3 Five highest-	paid independent contractors for professional services (see	page 23 of the instructions). If no	ne, enter "NONE."
(a) 1	Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE			
			ŀ
·			
·			
Total number of o	others receiving over \$50,000 for professional services		▶
Part IX-A Sui	nmary of Direct Charitable Activities		
List the foundation's	four largest direct chantable activities during the tax year. Include relevant s	statistical information such as the number	_
of organizations and	other beneficiaries served, conferences convened, research papers produce	d, etc	Expenses
1 N/A			
2			-
	•••••••••••••••••••••••••••••••••••••••		
3			
4			
'	•		
Part IX-B Sur	nmary of Program-Related Investments (see page	23 of the instructions)	
	gest program-related investments made by the foundation during the tax year		Amount
4 NT / D	· · · · · · · · · · · · · · · · · · ·		741100111
1 11/15			
2	<u> </u>	 	
2			
All other program rol	ated investments. See page 24 of the instructions	· · · · · · · · · · · · · · · · · · ·	-
•	• •		
3			
Total. Add lines 1	through 3		0.00
Total. Add lines I	through 3	<u></u>	0.00

Pai	see page 24 of the instructions.)	Fore	ign roundations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	2,398,151
b	Average of monthly cash balances	1b	
С	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,398,151.00
е	Reduction claimed for blockage or other factors reported on lines 1a and		
-	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,398,151.00
4	Cash deemed held for charitable activities. Enter 11/2 % of line 3 (for greater amount, see page 25	}	
	of the instructions)	4	35,972
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,362,179.00
6	Minimum investment return. Enter 5% of line 5	6	118,109
Pa	TEXI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) profoundations and certain foreign organizations check here ► □ and do not complete this part		operating
1	Minimum investment return from Part X, line 6	1	118,109
2a	Tax on investment income for 2008 from Part VI, line 5		
b	Income tax for 2008. (This does not include the tax from Part VI.) 2b		
С	Add lines 2a and 2b	2c	818.00
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	117,291.00
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	117,291.00
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.	117,291.00
Pai	t XII Qualifying Distributions (see page 25 of the instructions)		
_			
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	284,923
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1b	204, 525
b	Program-related investments—total from Part IX-B	10	
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:		
а	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	284,923.00
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 (see page 26 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	284,923.00
•	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating qualifies for the section 4940(e) reduction of tax in those years	g whe	ther the foundation

Pai	t XIII Undistributed Income (see page	ge 26 of the instru	ctions)		
	,	(a)	(b)	(c)	(d)
1	Distributable amount for 2008 from Part XI,	Corpus	Years prior to 2007	2007	2008
	line 7	i			117,291.00
2	Undistributed income, if any, as of the end of 200	08:			
а	Enter amount for 2007 only				
b	Total for prior years: 20,20,20				
3	Excess distributions carryover, if any, to 200)7:			
а	From 2003				
b	From 2004 81,7	86			
С	From 2005 136,4	16			
d	From 2006	40			
e	From 2007	51			
f	Total of lines 3a through e	793,424.	00		
4	Qualifying distributions for 2008 from Part X	į.			
-	line 4: ▶\$ 284,923	,			
а	Applied to 2007, but not more than line 2a				
	Applied to undistributed income of prior years (Electi				
	required—see page 26 of the instructions)				
С	Treated as distributions out of corpus (Election	on	T T		
•	required—see page 26 of the instructions) .				
d	Applied to 2008 distributable amount				284,923
e	Remaining amount distributed out of corpus		33		
5	Excess distributions carryover applied to 200				
-	(If an amount appears in column (d), the sai				
	amount must be shown in column (a))				
6	Enter the net total of each column a	as			
•	indicated below:				
а	Corpus Add lines 3f, 4c, and 4e Subtract line	961,057.	00		
ь ь	Prior years' undistributed income. Subtra				
U	line 4b from line 2b		0.00		
С	Enter the amount of prior years' undistribut			:	
	income for which a notice of deficiency has be				
	issued, or on which the section 4942(a) tax heen previously assessed				
	Subtract line 6c from line 6b. Taxab	•			
a		ole	0.00		
	amount—see page 27 of the instructions	•	3.33		
е	Undistributed income for 2007. Subtract li				
	4a from line 2a. Taxable amount—see page 27 of the instructions	ge		0.00	
_		•		0,00	
T	Undistributed income for 2008. Subtract lin				
	4d and 5 from line 1. This amount must distributed in 2009	be			0.00
		•			
7	Amounts treated as distributions out of corp				
	to satisfy requirements imposed by section				
	170(b)(1)(E) or 4942(g)(3) (see page 27 of the second seco	ne			
_	instructions)	•			
8	Excess distributions carryover from 2003 n				
	applied on line 5 or line 7 (see page 27 of the	he 276,0	0.1		
	instructions)	•	01		
9	Excess distributions carryover to 200	09.			
	Subtract lines 7 and 8 from line 6a	. 684,976.	00	-	
10	Analysis of line 9:				
а	Excess from 2004				
b	Excess from 2005				, , ,
С	Excess from 2006			`	
d	Excess from 2007			۶ ا	
е	Excess from 2008 167 6	4 4 [ı	1	

NONE

Par	EXIV Private Operating Found	dations (see pag	ge 27 of the inst	ructions and Par	t VII-A, questioi	า 9)
1a	If the foundation has received a ruling to effective	-				
b	foundation, and the ruling is effective Check box to indicate whether the fou			► L on described in sect	tion	3) or 4942(j)(5)
	Enter the lesser of the adjusted net	Tax year	<u></u>	Prior 3 years	<u> </u>	(e) Total
	income from Part I or the minimum investment return from Part X for	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(0) 1044
	each year listed					0.00
b	85% of line 2a	0.00	0.00	0.00	0.00	0.00
С	Qualifying distributions from Part XII, line 4 for each year listed					0.00
d	Amounts included in line 2c not used directly for active conduct of exempt activities					0.00
е	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0.00	0.00	0.00	0.00	0.00
3	Complete 3a, b, or c for the alternative test relied upon:					
а	"Assets" alternative test—enter: (1) Value of all assets					0.00
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.00
b	"Endowment" alternative test—enter ¾ of minimum investment return shown in Part X, line 6 for each year listed					0.00
С	"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)				 -	0.00
	(2) Support from general public and 5 or more exempt			-		· ·-,
	organizations as provided in section 4942(j)(3)(B)(iii)					0.00
	(3) Largest amount of support from an exempt organization					0.00
	(4) Gross investment income					0.00
Par	t XV Supplementary Informat				had \$5,000 or	more in assets
_	at any time during the y		27 of the instru	ctions.)		·
1 a	Information Regarding Foundation List any managers of the foundation before the close of any tax year (but	who have contribi	uted more than 2% contributed more	6 of the total contri e than \$5,000). (Se	butions received e section 507(d)(by the foundation 2))
NON	E					
b	List any managers of the foundation ownership of a partnership or other	who own 10% o entity) of which t	r more of the stoc he foundation has	ck of a corporation a 10% or greater	(or an equally lai	ge portion of the
NON						
2	Information Regarding Contribution			_		
	Check here ► ☐ If the foundation unsolicited requests for funds. If the organizations under other condition	e foundation make	es gifts, grants, et	ected charitable of c. (see page 28 of	rganizations and fithe instructions)	does not accept to individuals or
а	The name, address, and telephone	number of the pe	rson to whom app	olications should b	e addressed:	
BIL	L PROTZ 200 CARILLON PAR	KWAY, ST. PE	TERSBURG, FL	33716		
b	The form in which applications show	uld be submitted a	and information ar	nd materials they s	should include.	
NO	SPECIFIC FORM AT THIS TIM	IE				
c NON	Any submission deadlines:					
d	Any restrictions or limitations on a	wards, such as b	y geographical ar	eas, charitable fie	lds, kinds of inst	itutions, or other

Part XV Supplementary Information (conti 3 Grants and Contributions Paid During	nued) the Year or Appro	ved for F	uture Payment	
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or	Amount
Name and address (home or business)	any foundation manager or substantial contributor	recipient	contribution	Amount
a Paid during the year				
SEE STATEMENT 3				
		_		
	-		-	
			ı	
`			v	
Total	<u> </u>	· · · · ·	<u> ▶ 3a</u>	261,81
b Approved for future payment				

Enter	gross amounts unless otherwise indicated	Unrelated bus	siness income	Excluded by secti	on 512, 513, or 514	(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
	ogram service revenue:					the mondenons j
a						<u> </u>
b						
C		7 - 7				
d			 			
e						
7	Fees and contracts from government agencies		· · · · · · · · · · · · · · · · · · ·			
9 2 M	embership dues and assessments					
	erest on savings and temporary cash investments			14	35,497	
	vidends and interest from securities	·	* ****	14	46,352	.,
	et rental income or (loss) from real estate				10755	 -
	Debt-financed property					
	Not debt-financed property					
	et rental income or (loss) from personal property					
	her investment income		-1.			
	in or (loss) from sales of assets other than inventory			,,		·
	et income or (loss) from special events					
	oss profit or (loss) from sales of inventory .					
	her revenue: a					
b						
c						
d				7-1		
_			•			
•	btotal. Add columns (b), (d), and (e)		0.00		81,849.00	0.00
12 Su						
12 Su 13 To						
13 To						
3 To See v Part	otal. Add line 12, columns (b), (d), and (e) vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the No. Explain below how each activity for wh	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00
3 To See v Part Line	vorksheet in line 13 instructions on page 28 to XVI-B Relationship of Activities to the Explain below how each activity for whith accomplishment of the foundation	verify calculation Accomplish	ons.) ment of Exen	npt Purposes	13	81,849.00

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?								Yes	No		
a	Tra	nsfers from the rep	porting foundation	n to a noncharitable e	xempt	organizatio	on of:					
	(1)	Cash								1a(1)		_X
	(2)	Other assets								1a(2)		<u>X</u> _
k	Oth	ner transactions:										
	(1)	Sales of assets to	a noncharitable	exempt organization						1b(1)		X
	(2)	Purchases of asse	ets from a noncha	aritable exempt organi	izatıon					1b(2)		_X
	(3)	Rental of facilities	, equipment, or o	ther assets						1b(3)		X
	(4)	Reimbursement a	rrangements .							1b(4)		X
		Loans or loan gua	_							1b(5)		X
	(6)	Performance of se	ervices or membe	rship or fundraising s	olicitatio	ons				1b(6)		X
c	Sha	aring of facilities, e	quipment, mailing	lists, other assets, o	r paid e	employees				1c		Х
	ı If th	ne answer to any o	of the above is "Y	es," complete the foll	owing s	chedule. (Column (b) should al				
				vices given by the rep ngement, show in colu								
a) L	ine no	(b) Amount involved	(c) Name of non	chantable exempt organizat	tion	(d) Descrip	tion of trans	fers, transacti	ons, and sha	ınng an	angem	ents
					٢,							
			·									
			- <u>-</u>									
	des		501(c) of the Code	affiliated with, or relate (other than section alle.						☐ Ye	s 🗌	No
		(a) Name of organi		(b) Type of org	anızatıon			(c) Descript	ion of relation	nship		
								·-··				
							**					
						ĺ						-
		· · ·										
	Und belie	er penalties of perjury, lef, it is true, correct and	declare that I have ex complete Declaration	amined this return, including of preparer other than taxp	g accomp payer or fi	anying sched duciary) is ba	ules and sta sed on all inf	tements, and formation of w	to the best o hich preparer	f my kn has an	owledg y know	je and rledge
		1///	CHY!			12/1	0/09		TANT SE	CRET	ARY	
<u>.</u>	▼ Si	gnaturo officer or tru	stee /			Date	/	Title				
sign Here	ຊູ	Δį.			Date		Check if self-empl	oyed ▶ 🔲	Preparer's number (s page 30 c	ee Sig	jnatur	
ñ	Paid Preparer's	Preparer's signature										
	٠	Firm's name (or yo self-employed), ad						EIN ►				
		and ZIP code	/					Phone no				

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

Schedule of Contributors

OMB No 1545-0047

2008

Department of the Treasury Internal Revenue Service ► Attach to Form 990, 990-EZ, and 990-PF.

Name of the organization

Employer identification number

CATALINA MARKETING CHARITABLE FOUNDATION

33-0489905

CATALINA MARKET	ING CHARITABLE FOUNDATION	33-0403303			
Organization type (check	one).				
Filers of:	Section:				
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization				
	4947(a)(1) nonexempt charitable trust not treate	ed as a private foundation			
	527 political organization				
Form 990-PF	∑ 501(c)(3) exempt private foundation				
	4947(a)(1) nonexempt charitable trust treated as	s a private foundation			
	501(c)(3) taxable private foundation				
organization can check box	is covered by the General Rule or a Special Rule . (No xes for both the General Rule and a Special Rule. See				
General Rule					
	ling Form 990, 990-EZ, or 990-PF that received, during one contributor. Complete Parts I and II.	the year, \$5,000 or more (in money or			
Special Rules					
under sections 509()(3) organization filing Form 990, or Form 990-EZ, that (a)(1)/170(b)(1)(A)(vi), and received from any one contri 0 or (2) 2% of the amount on Form 990, Part VIII, line 1 and II	ibutor, during the year, a contribution of the			
during the year, agg	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 <i>exclusively</i> 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 contributions the year, some contributions for use <i>exclusively</i> for religious, charitable, etc., purposes, but these contribution 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 <i>exclusively</i> religious, charitable, etc., purpose Do not complete any of the parts unless the General applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or induring the year)					
990-EZ, or 990-PF), but the	at are not covered by the General Rule and/or the Spec ey must answer "No" on Part IV, line 2 of their Form 99 of their Form 990-PF, to certify that they do not meet th	90, or check the box in the heading of their			

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)

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

age	of	of	Part I
-9-			

Employer identification number

33-0489905

Part I	Contributors (see instructions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
.1	CATALINA MARKETING CORPORATION 200 CARILLON PARKWAY ST. PETERSBURG, FL 33716	\$252,162	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)

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

'age	of	of	Part I

Employer identification number 33-0489905

Part I	Contributors	(see instructions)	١
	•••••	(000	,

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II if there is a noncash contribution)

Schedule E	3 (Form	990,	990-EZ,	or	990-PF)	(200	(8

Page	_ of	 of	Part I

Employer identification number 33-0489905

Part I	Contributors (see instructions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash (Complete Part II if there is

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

	-4	of David II
age '	of	of Part I

Employer identification number 33-0489905

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Schodule	R	(Form	990	990-F7	or 990-PF)	(2008)
Scriedule	О	(FUIIII	220,	330-LZ,	01 930-FF)	(4000)

age	of	of Part II

Employer identification number 33 - 0489905

Part II	Noncash	Property	(see	instructions
---------	---------	----------	------	--------------

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
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(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Schedule B	3 (Form 990, 990-EZ, or 990-PF) (2008)		Page of of Part III				
Name of	organization		Employer identification number				
	INA MARKETING CHARITABL		33-0489905				
Part III		tc., individual contributions to sec he year. Complete columns (a) throug	tion 501(c)(7), (8), or (10) organizations				
		II, enter the total of <i>exclusively</i> religi	• • • •				
		the year. (Enter this information onc					
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
	CHARITABLE CONTRIBUTION	CHARITABLE CONTRIBUTION	BANK ACCOUNT				
1							
		(e) Transfer of gift					
	Transferee's name, address, a	nd ZIP + 4 Relation	ship of transferor to transferee				
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
	(e) Transfer of gift						
	(5,						
	Transferee's name, address, a	ship of transferor to transferee					

(a) No. from	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
Part I							
	(e) Transfer of gift						
	Transferee's name, address, a	ship of transferor to transferee					
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held				
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		(e) Transfer of gift					
		(e) Hansier of glit					
	Transferee's name address a	nd ZIP + 4 Relation	shin of transferor to transferee				

	(Form 990, 990-EZ, or 990-PF) (2008)		Page of of Part III			
	rganization		Employer identification number			
	NA MARKETING CHARITABLE		33-0489905 section 501(c)(7), (8), or (10) organizations			
Part III	aggregating more than \$1,000 for the	e year. Complete columns (a) the	rough (e) and the following line entry			
	For organizations completing Part III contributions of \$1,000 or less for the					
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held			
		(e) Transfer of gift				
-	Transferee's name, address, an	d ZIP + 4 Rela	tionship of transferor to transferee			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held			
į						
		(e) Transfer of gift				
	Transferee's name, address, an	d ZIP + 4 Rela	tionship of transferor to transferee			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held			
-		(e) Transfer of gift				
	Transferee's name, address, an	d ZIP + 4 Rela	tionship of transferor to transferee			
(a) No.						
from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held			
F		(e) Transfer of gift				
	Transferee's name, address, an	d ZIP + 4 Rela	tionship of transferor to transferee			

Catalina Marketing Charitable Foundation

Attachment to Form 990 PF, Return of Private Foundation For Fiscal Year Ended 7/31/2009 FEIN: 33-0489905

Part I, Item 18 and 23

EXPENSES

TAXES Internal Revenue Service	2,000.00
OTHER	20.00
Franchise Tax Board Association of Small Foundations	20.00 495.00
Bank of America Fees	20,591.00
Other Subtotal	21,106.00
Total Expenses	23,106.00

	Management Structure
Entity Name	Catalina Marketing Charitable Foundation

Name	Title	Title Role	Department	Role Start	Last Elected	Termination Date	Status
Banfield, Simon	Director	Director		7/31/2005	6/5/2008		Active
Fner, Rick	Director	Director		7/31/2005	6/5/2008		Active
Kuehnle, Edward	Director	Director	-	4/19/2005	6/5/2008		Active
Williams, Enc	Director	Director		7/31/2005	6/5/2008		Active
Booth, Debbie	Chairman of the Board	Director		7/31/2005	6/5/2008		Active
Staffopoulos, Peter	Assistant Secretary	Officer	ļ	11/8/2007	6/5/2008		Active
Protz, Bill	President	Officer	1	12/23/2002	6/5/2008		Active
Summer, Justin	Secretary	Officer		4/19/2005	6/5/2008		Active
Frier, Rick	Treasurer	Officer		6/5/2008	6/5/2008		Active

Catalina Marketing Charitalbe Foundation Contributions Paud During the Year 8/1/08-7/31/09

Address 5,000 to 403 West Wood Street, West Lafayette, IN 47907 1,000 to 2300 Tail Pines Drive, Suite 150, Largo, FL 33771 250 to 5530 801 4th Avenue South, St Petersburg, FL 33701 250 to 5530 801 Street North, Suite #4102, St Petersburg, FL 33701 250 to 5530 801 Street North, Suite #4102, St Petersburg, FL 33701 250 to 5530 801 Street North, Suite #4102, St Petersburg, FL 33701 250 to 630 801 6th Street South, St Petersburg, FL 33701 250 to 804 3142, St Petersburg, FL 33701 250 to 90 Book 3142, St Petersburg, FL 33731 250 to 00 5771 Roosevelt Boulevard, Clearwater, FL 33760 250 to 00 Beach Drive SE @3210, St Petersburg, FL 33701 250 to 00 5771 Roosevelt Boulevard, Clearwater, FL 33568 250 to 00 5771 Roosevelt Boulevard, Clearwater, FL 33569 250 to 00 19305 Wind Danner Street, Lutz, FL 33558 250 to 00 525 W Monroe, Suite 900, Chicago, IL 60661 250 to 00 Book 3142, St Petersburg, FL 33731 250 to 19305 Wind Danner Street Lutz, FL 33558 250 to 19305 Wind MacDill Avenue, Tampa, FL 33629 252 to 19305 Sth Street North, Suite 22-140, Clearwater, FL 33760 252 to 10101 South MacDill Avenue, Tampa, FL 33701 250 to 1013 South MacDill Avenue, Tampa, FL 33701 250 to 1015 South MacDill Avenue, Tampa, FL 33701 250 to 1025 Sth Street North, Suite 22-140, Clearwater, FL 33760 250 to 1450 16th Street North, St Petersburg, FL 33701 250 to 13805 Sth Street N. Suite 406, Jacksonville, FL 33716 250 to 18each Drive, SE #2310, St Petersburg, FL 33701 250 to 18each Drive, SE #2310, St Petersburg, FL 33701 250 to 18each Drive, SE #2310, St Petersburg, FL 33710 250 to 18each Drive, SE #2310, St Petersburg, FL 33710 250 to 2911 47th Avenue North, St Petersburg, FL 33731 250 to 2695 Central Avenue, Suite 202, St Petersburg, FL 33713 250 to 2695 Central Avenue, Suite 202, St Petersburg, FL 33731 250 to 2695 Central Avenue, Suite 202, St Petersburg, FL 33731 250 to 2695 Central Avenue, Suite 202, St Petersburg, FL 33731 250 to 2695 Central Avenue, Suite 202, St Petersburg, FL 33731 250 to 2695 Central Avenue, Suite 202, St Petersburg, FL 337	
General Support	•
Description The John Purdue Club Boys & Girls Club of the Suncoast Salvation Army Boys & Girls Club New Beginnings Youth Home Inc Kid's Firehouse Museum All Children's Hospital All Children's Hospital All Children's Hospital YMCA of Greater St Petersburg LifePath Hospice LifePath Hospice Achievement Families of Spinal Muscular Atrophy National Multiple Sclerosis Society All Children's Hospital Juvenile Diabbetes Research Foundation American Cancer Society Junior Achievement St Pete Free Clinic Police Athletic League of St Petersburg National MS Society North FL Chapter Georgetown University Junior Achievement Tampa Bay Watch Brookwood Florida-Central, Inc The Queen's Court, Inc Faces of Courage Foundation Faces of Courage Foundation Sertoma Camp Endeavor Friends of Strays, Inc St Giles Emergency Food Panity Kid's Annual Chinstmas Program First Night, St Petersburg Clothes to Kids, Incl Bayfront Health Foundation American Red Cross Hannow Workers Children's Center	American Stage UCF Foundation, Inc.
Check No. 1390 1391 1392 1393 1394 1395 1396 1397 1398 1399 1399 1400 1400 1400 1400 1400 1400 1411 1412 1413 1424 1429 1429 1429 1429 1429 1430 1430 1433	1434 1435
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Project General Support	General Support
USF Fund USF Fund USF Fund USF Fund USF Publications The Kiplinger Lette Northeast High Sch Portland State Unw American Cancer S Ponda A College PARC Newspapers in Edu Special Olympics United Way of Tan Fortune Magazine Abilities Foundation March of Dimes Alzheimer's Associa	Scholarship Amenca, Inc Festival of States Bill Protz Tampa Bay Watch Palm Harbor University Prostate Cancer Foundation Juvania Diabetes Research Foundation Michigan State University American Cancer Society Computer Mentors Group Inc Make-A-Wish Foundation American Heart Association Leukemia & Lymphoma Society Family Service Centers Eckerd Youth Alternatives, Inc The Arts Center Alzheimer's Foundation of America Missing Children's Awareness Foundation VWCA Delaware Pinellas Education Foundation United Way of Tampa Bay Tampa Bay Watch Northeast High School National Muttiple Scierosis Society
Check No. 1436 1436 1438 1449 1441 1444 1449 1449 1449 1459 1459	1463 1465 1466 1467 1467 1470 1471 1473 1475 1476 1476 1478 1479 1478 1478 1478 1478 1478 1478 1478 1478
Date 12/18/2008 1/8/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 1/15/2009 2/27/2009 2/27/2009 2/27/2009 2/27/2009	3/17/2009 3/3/17/2009 4/8/2009 4/27/2009 4/27/2009 4/27/2009 4/27/2009 4/27/2009 4/27/2009 4/27/2009 4/27/2009 5/11/2009 5/11/2009 6/11/2009 6/11/2009

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Project Ar General Support	General Support	General Support	General Support	General Support			General Support	General Support	General Support	,			General Support							General Support		General Support	General Support	General Support	General Support	General Support	General Support	General Support			General Support	General Support	General Support	General Support		General Support		General Support	General Support	Support	General Support			General Support
<u>Description</u> American Cancer Society	Florida Southern College	Skidmore College	University of Cincinnati Foundation	Kid's & Kops Fishing Tournament	The Kiplinger Letter	All Children's Hospital Foundation	General Contribution	of Mary S Convent	Display Education Foundation	Eckerd College	Leadership St. Pete Alumni Assn	Special Warner Foundation	Humane Society of Pinellas	TASCO Tean Programs	Flonda Orchestra	Paul Anderson Youth Home	Big Brothers, Big Sisters	Scholarship America, Inc	Southeastern Guide Dogs	National Multiple Sciences Society St. Pote Free Clinic	Family Network on Disabilities	Girl Scouts of West Central Florda	Academy Prep Centers for Education	The Salvation Army St. Pete Area Command	The Spring of Tampa Bay, Inc	Susan G. Komen, Race for the Cure	Terms Descored Inchest Central Florida, Inc.	Great Explorations	Happy Workers Childrens' Center	SPCA Tampa Bay	YMCA of Greater St Petersburg	Tampa Museum of Art	WUSF Public Broadcasting	Multiple Scierosis Society	American Cancer Society	Line Science Center Guild Habitat for Humanty of Discillar County	nabitat for numering of Pinelias County	Amorgon Lood Accounts	Liveride Diabetes Research Foundation	Tampa Bay Watch	St Vincent DePaul	University Communications, Inc	Tampa Bay Technology Alliance The Master Charal of Tampa Bay	i ne Master Choral of Lampa Bay
Check No. 1488	1489	1490	1491	1492	1493	1494	1495	1490	1408	1499	1500	1502	1503	1504	1505	1506	1507	1508	1509	1511	1512	1513	1514	1515	1516	1517	0.04	1520	1521	1522	1523	1524	1525	1526	1527	1528	1323	1530	1532	1533	1534	1535	1536	3
<u>Date</u> 6/1/2009	6/1/2009	6/1/2009	6/1/2009	6/1/2009	6/1/2009	6/9/2009	6/9/2009	6002/97/9	6002/2//	7/2/2009	7/2/2009	7/2/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	7/8/2009	6002/8//	6002/8//	7/13/2009	113/2009	7/13/2009	7/13/2009	7/13/2009	7/13/2009	7/13/2009	7/13/2009	11 13/2003

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	General Support
	PMC Organization
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Date 7/23/2009	6002/15//

Catalina Marketing Charitable Foundation Realized Gain/ Loss Schedule 8/1/08-7/31/09

ACCOUNT	DATE	CASH	TAX COST	REALIZED GAIN/(LOSS)
958314	8/08-9/08	591,744.12	618,409.16	(26,665.04)
958314	10/08-12/08	98,249.00	96,864.04	1,384.96
958314	1/09-3/09	149,989.50	149,612.23	377.27
958314	4/09-6/09	541,046.60	667,462.22	(126,415.62)
958314	07/09	80,245.94	80,800.00	(554.06)
		1,461,275.16	1,613,147.65	(151,872.49)
997619	8/08-9/08	77,087.13	78,714.17	(1,627.04)
997619	10/08-12/08	(27,623.52)	6,002.14	(33,625.66)
997619	1/09-3/09	(17,750.19)	5,636.96	(23,387.15)
997619	4/09-6/09	38,242.91	39,039.79	(796.88)
997619	07/09	14,287.53	12,999.44	1,288.09
		84,243.86	142,392.50	(58,148.64)
				<u> </u>
997627	8/08-9/08	3,601.41	3,603.69	(2.28)
997627	10/08-12/08	24,195.90	50,992.24	(26,796.34)
997627	1/09-3/09	26,434.23	48,009 55	(21,575.32)
997627	4/09-6/09	15,361.83	19,484.10	(4,122.27)
997627	07/09	20,660.74	25,970.32	(5,309.58)
		90,254.11	148,059.90	(57,805.79)