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Form 990-PF

Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

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

2008

For calendar year 2008, or tax year beginning		09/01, 2008, and ending	08/31, 2009		
G Check all that apply:		Initial return	Final return		
		Amended return	Address change		
			Name change		
Use the IRS label. Otherwise, print or type. See Specific Instructions	Name of foundation		A Employer identification number		
	TUFT FAMILY FOUNDATION		13-3437888		
	Number and street (or P O box number if mail is not delivered to street address)		B Telephone number (see page 10 of the instructions)		
	C/O GOLDMAN SACHS & CO. P.O. BOX 73		(518) 218-3700		
City or town, state, and ZIP code		C If exemption application is pending, check here			
NEW YORK, NY 10274-0073		D 1 Foreign organizations, check here			
H Check type of organization		2 Foreign organizations meeting the 85% test, check here and attach computation			
<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust		E If private foundation status was terminated under section 507(b)(1)(A), check here			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 11,757,121.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here			
J Accounting method		(Part I, column (d) must be on cash basis)			
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(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)	53,435.			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B.				
	3 Interest on savings and temporary cash investments	187.	187.	NONE	STMT 1
	4 Dividends and interest from securities	152,554.	152,523.	NONE	STMT 2
	5 a Gross rents				
	b Net rental income or (loss)				
	6 a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a	893,920.			
	7 Capital gain net income (from Part IV, line 2)		902,094.		
	8 Net short-term capital gain			E1-22	JUL 21 2010
	9 Income modifications				IRS
	10 a Gross sales less returns and allowances	-		OGDEN, UT	
	b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	3,623.	3,600.	NONE	STMT 3	
12 Total. Add lines 1 through 11	1,103,719.	1,058,404.	NONE		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	NONE			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	16,500.	8,250.	NONE	8,250.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)* *	62,086.	NONE	NONE	NONE
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	9,980.	6,210.	NONE	3,730.
	24 Total operating and administrative expenses				
Add lines 13 through 23	88,566.	14,460.	NONE	11,980.	
25 Contributions, gifts, grants paid	1,125,568.			1,125,568.	
26 Total expenses and disbursements Add lines 24 and 25	1,214,134.	14,460.	NONE	1,137,548.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-110,415.				
b Net investment income (if negative, enter -0-)		1,043,944.			
c Adjusted net income (if negative, enter -0-)			NONE		

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.** STMT 5
JSA
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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	84,354.	NONE	NONE
	2 Savings and temporary cash investments	18,829.	40,492.	40,492.
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)	1,545,678.	1,589,570.	3,761,336.
	c Investments - corporate bonds (attach schedule)			
Liabilities	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)	6,989,942.	6,898,325.	7,955,293.
	14 Land, buildings, and equipment basis ►			
Net Assets or Fund Balances	Less accumulated depreciation ► (attach schedule)			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,638,803.	8,528,387.	11,757,121.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Liabilities	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	8,638,803.	8,528,387.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	NONE	NONE	
	30 Total net assets or fund balances (see page 17 of the instructions)	8,638,803.	8,528,387.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,638,803.	8,528,387.	

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	8,638,803.
2 Enter amount from Part I, line 27a	2	-110,415.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	8,528,388.
5 Decreases not included in line 2 (itemize) ► SEE STATEMENT 9	5	1.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30.	6	8,528,387.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) 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	893,920.	
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	NONE	

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	1,167,496.	14,255,736.	0.081897
2006	836,438.	14,785,692.	0.056571
2005	1,050,183.	12,683,062.	0.082802
2004	1,134,932.	11,682,875.	0.097145
2003	887,937.	11,684,048.	0.075996
2 Total of line 1, column (d)			2 0.394411
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 0.078882
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 10,808,375.
5 Multiply line 4 by line 3			5 852,586.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 10,439.
7 Add lines 5 and 6			7 863,025.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 1,137,548.

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	1	10,439.
b Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	10,439.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0)		
3 Add lines 1 and 2	3	10,439.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0)		
5 Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-	4	NONE
6 Credits/Payments		
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	53,079.
b Exempt foreign organizations-tax withheld at source	6b	NONE
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d Backup withholding erroneously withheld	6d	
7 Total credits and payments Add lines 6a through 6d	7	53,079.
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	42,640.
11 Enter the amount of line 10 to be Credited to 2009 estimated tax ► 42,640. Refunded ► 11	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	X
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		
c 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 ► \$ <u>NONE</u> (2) On foundation managers ► \$ <u>NONE</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ <u>NONE</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	X
<i>If "Yes," attach a detailed description of the activities</i>		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? 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	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	X
<i>If "Yes," attach the statement required by General Instruction T</i>		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		
• By language in the governing instrument, or		
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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) ► <u>NY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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		X
12		X
13	X	
Website address ► <u>N/A</u>		
14	The books are in care of ► <u>AYCO TAX DEPARTMENT</u>	Telephone no ► <u>518-218-3700</u>
	Located at ► <u>P.O. BOX 15014 ALBANY, NY</u>	ZIP + 4 ► <u>12212-5014</u>
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	N/A ► <u>15</u>

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

	File Form 4720 If any item is checked in the "Yes" column, unless an exception applies.	Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	► <input type="checkbox"/>	1b X
c	Organizations relying on a current notice regarding disaster assistance check here		1c X
2	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?		
a	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)		2b X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)		3b N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b X

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

5a During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		5b	X
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		6b	X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
If you answered "Yes" to 6b, also file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	X
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		NONE	NONE	NONE

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

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

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

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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		NONE

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
<u>1 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER INTERNAL REVENUE CODE SECTION 501(C)(3).</u>	NONE

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

All other program-related investments See page 24 of the instructions

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	3,450,265.
b	Average of monthly cash balances	1b	92,405.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	7,430,300.
d	Total (add lines 1a, b, and c)	1d	10,972,970.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	10,972,970.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	164,595.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,808,375.
6	Minimum investment return. Enter 5% of line 5	6	540,419.

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	540,419.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	10,439.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,439.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	529,980.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	529,980.
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	529,980.

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	1,137,548.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,137,548.
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	10,439.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,127,109.

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				529,980.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only				NONE
b Total for prior years 20 20 20				
3 Excess distributions carryover, if any, to 2008				
a From 2003	314,103.			
b From 2004	596,924.			
c From 2005	446,634.			
d From 2006	121,923.			
e From 2007	480,373.			
f Total of lines 3a through e	1,959,957.			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 1,137,548.				
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				529,980.
e Remaining amount distributed out of corpus	607,568.			
5 Excess distributions carryover applied to 2008 (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	2,567,525.			
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				NONE
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2009.				
Subtract lines 7 and 8 from line 6a	314,103.			
10 Analysis of line 9				
a Excess from 2004	596,924.			
b Excess from 2005	446,634.			
c Excess from 2006	121,923.			
d Excess from 2007	480,373.			
e Excess from 2008	607,568.			

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

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	Tax year (a) 2008	Prior 3 years			(e) Total
		(b) 2007	(c) 2006	(d) 2005	
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)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

THOMAS E. TUFT; C/O GOLDMAN SACHS & CO, P.O. BOX 73, NY, NY 10274-0073

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

N/A

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 SCHEDULE ATTACHED				1,125,568.
Total			► 3a	1,125,568.
b Approved for future payment				
NONE				NONE
Total			► 3b	NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	187.	
4 Dividends and interest from securities	523000	24.	14	152,523.	7.
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	523000	-8,174.	18	902,094.	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a					
b SEE STATEMENT 11	523000	23.	01	3,600.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-8,127.		1,058,404.	7.
13 Total Add line 12, columns (b), (d), and (e)				13	1,050,284.

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

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

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

NOT APPLICABLE

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

1. Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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

b If "Yes," complete the following schedule

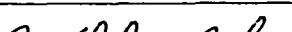
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

17/13/10

TRUSTEE

Sign Here

Signature of officer or trustee		Date	Title	
Paid Preparer's Use Only	Preparer's signature ► 	Date 7/8/10	Check if self-employed ► <input type="checkbox"/>	Preparer's identifying number (See Signature on page 30 of the instructions) P00963994
	Firm's name (or yours if self-employed), address, and ZIP code ► BCRS ASSOCIATES, LLC 100 WALL STREET - 11TH FL NEW YORK, NY		EIN ► 13-4078147	Phone no 212-440-0800

Name of the organization

TUFT FAMILY FOUNDATION

Employer identification number

13-3437888

Organization type (check one)

Fillers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

4947(a)(1) nonexempt charitable trust not treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3 % support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1 Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000 (If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year) ► \$ _____

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

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

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

Name of organization TUFT FAMILY FOUNDATION

Employer identification number

13-3437888

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THOMAS E. TUFT C/O GOLDMAN SACHS & CO.; P.O. BOX 73 NEW YORK, NY 10274-0073	\$ 53,435.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj. basis			
532,683.		SEE REALIZED G(L) STMT ATTACHED PROPERTY TYPE: SECURITIES 351,012.				P	VAR 181,671.	VAR
1,050,075.		SEE REALIZED G(L) STMT ATTACHED PROPERTY TYPE: SECURITIES 167,885.				P	VAR 882,190.	VAR
		STCL THRU GLENHILL CONCENTRATED FUND 21,656.					-21,656.	
		STCL THRU GLENHILL CONC FUND - UBTI 1,094.					-1,094.	
		LTCL THRU GLENHILL CONCENTRATED FUND 140,111.					-140,111.	
		LTCL THRU GLENHILL CONC FUND - UBTI 7,080.					-7,080.	
TOTAL GAIN(LOSS)							----- 893,920. =====	

TUFT FAMILY FOUNDATION

13-3437888

SUPPLEMENTARY STATEMENTS

PART: XV

LINE: 2

SUPPLEMENTAL INFORMATION

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE. THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES. NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS OR SCHOLARSHIPS ARE MADE TO INDIVIDUALS. THE ORGANIZATION DOES NOT PRESENTLY RECEIVE APPLICATIONS OR CONDUCT PROGRAMS FOR DONATIONS IN ITS ACTIVITIES.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST ON CHECKING	186.	186.	NONE
INTEREST ON CREDIT BALANCE	1.	1.	NONE
TOTAL	187.	187.	NONE

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDENDS THRU BROKERAGE			
DIVS THRU GS DISTRESSED OPPS EMP FUND	62,681.	62,681.	-----
DIVS THRU GS MEZZANINE PARTNERS V EMP FD	15,000.	15,000.	-----
DIVS THRU GS LIQUIDITY FUND 2001 LTD	70,000.	70,000.	-----
INTEREST THRU GLENHILL CONCENTRATED FUND	1,022.	1,022.	-----
INT THRU GLENHILL CONCENTRATED - UBTI	2,054.	2,054.	-----
DIVS THRU GLENHILL CONCENTRATED FUND	13.	NONE	-----
DIVS THRU GLENHILL CONCENTRATED - UBTI	1,766.	1,766.	-----
TAX-EXEMPT INT THRU GLENHILL CONC FUND	11.	NONE	-----
	7.	NONE	-----
TOTAL	152,554.	152,523.	NONE

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
<hr/>			
THRU GLENHILL CONCENTRATED FUND:			
-ORDINARY INCOME			
-SECTION 988 G(L)	71.	71.	NONE
-SECTION 988 G(L) - UBTF	3,529..	3,529.	NONE
	23..	NONE	NONE
TOTALS	3,623..	3,600.	NONE
<hr/>			

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BCRS ASSOCIATES, LLC	16,500.	8,250.	NONE	8,250.
TOTALS	16,500.	8,250.	NONE	8,250.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FEDERAL TAX PAID (FORM 990-PF)					
-BAL DUE W/ EXT FYE 8/31/08	21,000.		NONE	NONE	
-2ND QTR EST FYE 8/31/09	8,000.		NONE	NONE	
-3RD QTR EST FYE 8/31/09	12,000.		NONE	NONE	
FEDERAL TAX PAID (FORM 990-T)					
-BAL DUE W/ EXT FYE 8/31/08	15,000.		NONE	NONE	
-3RD QTR EST FYE 8/31/09	2,500.		NONE	NONE	
NYS CORPORATION TAX PAID:					
-BALANCE DUE FYE 8/31/07	386.		NONE	NONE	
-BAL DUE W/ EXT FYE 8/31/08	3,200.		NONE	NONE	
TOTALS	62,086.		NONE	NONE	

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CHARITABLE EXPENSE					
NEW YORK STATE FILING FEES	1,990.		NONE	NONE	1,990.
PUBLICATION NOTICE FEES	1,500.		NONE	NONE	1,500.
THRU GLENHILL CONC FUND:	240.		NONE	NONE	240.
-PORTFOLIO DEDUCTIONS (UBTI)		3,605.	3,605.	NONE	NONE
-PORTFOLIO DEDUCTIONS (UBTI)		23.	NONE	NONE	NONE
-INTEREST EXPENSE (UBTI)		2,605.	2,605.	NONE	NONE
-INTEREST EXPENSE (UBTI)		17.	NONE	NONE	NONE
TOTALS	9,980.		6,210.	NONE	3,730.

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE LONG POSITION ATTACHED	1,545,678.	1,589,570.	3,761,336.
TOTALS	1,545,678.	1,589,570.	3,761,336.

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
KARSCH CAPITAL LTD	1,000,000.	1,000,000.	1,857,516.
GLENHILL CONCENTRATED LONG FD	1,332,114.	1,163,397.	1,820,778.
GS MEZZANINE PARTNERS III	921,100.	921,100.	424,700.
GS VINTAGE FUND II OFFSHORE	151,300.	151,300.	190,215.
GS DISTRESSED OPS EMP FUND	92,097.	92,097.	202,306.
EMINENCE FUND	1,000,000.	1,000,000.	1,158,520.
IRX THERAPEUTICS	513,331.	590,431.	590,431.
GS MEZZANINE PARTNERS 2006 PCP	580,000.	580,000.	331,680.
KCM ALPHA ONLY FUND LTD	1,000,000.	1,000,000.	1,080,047.
GS MEZZANINE V EMPLOYEE FUND	400,000.	400,000.	299,100.
TOTALS	6,989,942.	6,898,325.	7,955,293.

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

=====

DESCRIPTION

AMOUNT

=====

ROUNDING 1.

TOTAL 1.

=====

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

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
THOMAS E. TUFT C/O GOLDMAN SACHS & CO. P.O. BOX 73 NEW YORK, NY 10274-0073	TRUSTEE/PART-TIME	NONE	NONE	NONE
DIANE H. TUFT C/O GOLDMAN SACHS & CO. P.O. BOX 73 NEW YORK, NY 10274-0073	TRUSTEE/PART-TIME	NONE	NONE	NONE
LEWIS M. EISENBERG C/O GOLDMAN SACHS & CO. P.O. BOX 73 NEW YORK, NY 10274-0073	TRUSTEE/PART-TIME	NONE	NONE	NONE
GRAND TOTALS		NONE	NONE	NONE

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

526

2008

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the separate
instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).

2008

Name of estate or trust

TUFT FAMILY FOUNDATION

Employer identification number

13-3437888

Note: Form 5227 filers need to complete only Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	158,921.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ► 5		158,921.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	734,999.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ► 12		734,999.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

Part III Summary of Parts I and II		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13	Net short-term gain or (loss)	13		158,921.
14	Net long-term gain or (loss):			
a	Total for year	14a		734,999.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ►	15		893,920.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

Part IV Capital Loss Limitation	
16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of
a	The loss on line 15, column (3) or b \$3,000

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ►	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,200	24	
25	Is the amount on line 23 equal to or more than the amount on line 24?		
	<input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box	25	
	<input type="checkbox"/> No. Enter the amount from line 23	26	
26	Subtract line 25 from line 24	27	
27	Are the amounts on lines 22 and 26 the same?		
	<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31	28	
	<input type="checkbox"/> No. Enter the smaller of line 17 or line 22	29	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	30	
29	Subtract line 28 from line 27	31	
30	Multiply line 29 by 15% (15)	32	
31	Figure the tax on the amount on line 23. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33	
32	Add lines 30 and 31	34	
33	Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)		

Schedule D (Form 1041) 2008

► See Instructions for Schedule D (Form 1041).

► See Instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

2008

Name of estate or trust

Employer identification number

TUFT FAMILY FOUNDATION

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE REALIZED G (L) STMT ATTACHED			532,683.	351,012.	181,671.
STCL THRU GLENHILL CONCENTRATED FUND				21,656.	-21,656.
STCL THRU GLENHILL CONC FUND - UBTI				1,094.	-1,094.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b

158,921.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE REALIZED G (L) STMT ATTACHED			1,050,075.	167,885.	882,190.
LTCL THRU GLENHILL CONCENTRATED FUND				140,111.	-140,111.
LTCL THRU GLENHILL CONC FUND - UBTI				7,080.	-7,080.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

734,999.

Schedule D-1 (Form 1041) 2008

THE TUFT FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 8/31/2009
EIN: 13-3437888

Date	Payee	City, State	Amount
9/12/2008	Roundabout Theatre Company	New York, NY	\$ 20,000
10/1/2008	The Buoniconti Fund to Cure Paralysis, Inc.	Miami, FL	5,000
10/14/2008	Aperture Foundation	New York, NY	15,000
10/22/2008	Whitney Museum of American Art	New York, NY	40,000
10/27/2008	Roundabout Theatre Company	New York, NY	200,000
10/27/2008	Roundabout Theatre Company	New York, NY	120,000
10/27/2008	New York City Opera	New York, NY	1,000
10/28/2008	Albert Einstein College of Medicine	New York, NY	2,500
10/31/2008	Aspen Institute	Washington, DC	5,000
11/3/2008	New York City Opera	New York, NY	5,000
11/5/2008	Albert Einstein College of Medicine	New York, NY	2,500
11/12/2008	Children's Cause for Cancer Advocacy	Silver Spring, MD	2,500
11/21/2008	Temple Israel of the City of New York	New York, NY	2,000
11/26/2008	Perlman Music Program	New York, NY	4,210
12/18/2008	The Doe Fund	New York, NY	1,000
12/26/2008	UJA Federation of New York	New York, NY	18,000
12/30/2008	Roundabout Theatre Company	New York, NY	4,000
1/15/2009	Cine Qua Non	New York, NY	25,000
1/22/2009	Rusty Staub Foundation	New York, NY	20,700
1/26/2009	NYU Child Study Center	New York, NY	5,000
1/29/2009	Armitage Foundation	New York, NY	10,000
2/9/2009	Mount Sinai Hospital	New York, NY	2,500
2/13/2009	Discovery Land Company Foundation	Scottsdale, AZ	2,500
3/2/2009	Boys & Girls Harbor, Inc.	New York, NY	10,000
3/27/2009	American Friends of Israel Museum	New York, NY	425
3/30/2009	Aperture Foundation	New York, NY	10,000
3/30/2009	The Film Society of Lincoln Center	New York, NY	2,500
4/1/2009	Jewish Museum	New York, NY	445
4/2/2009	Cancer Research Institute	New York, NY	2,340
4/2/2009	Food & Allergy Institute	New York, NY	2,000
4/7/2009	American Ballet Theatre	New York, NY	4,500
4/8/2009	Bachman-Strauss Dystonia & Parkinson Foundation, Inc.	New York, NY	5,000
4/10/2009	Crohn's & Colitis Foundation of America	New York, NY	4,900
4/16/2009	Perlman Music Program	New York, NY	6,000
4/27/2009	Creative Time	New York, NY	1,000
4/28/2009	Roundabout Theatre Company	New York, NY	25,500
4/28/2009	Robin Hood	New York, NY	10,000
4/28/2009	American Friends of the Hebrew University	New York, NY	5,000

THE TUFT FAMILY FOUNDATION
 CHARITABLE CONTRIBUTIONS
 FYE 8/31/2009
 EIN: 13-3437888

Date	Payee	City, State	Amount
4/30/2009	American Museum of Natural History	New York, NY	895
5/1/2009	Boys & Girls Harbor, Inc.	New York, NY	49,400
5/5/2009	UJA Federation of New York	New York, NY	500
5/6/2009	St. Phillips Academy	Newark, NJ	650
5/8/2009	International Center of Photography	New York, NY	38,873
5/15/2009	UJA Federation of New York	New York, NY	25,000
6/1/2009	Whitney Museum of American Art	New York, NY	80,000
6/10/2009	National Down Syndrome Society	New York, NY	300
7/1/2009	Cancer Research Institute	New York, NY	5,000
7/17/2009	The Public Theatre	New York, NY	930
7/29/2009	Temple Israel of the City of New York	New York, NY	4,500
8/10/2009	Whitney Museum of American Art	New York, NY	50,000
8/11/2009	American Friends of the Hebrew University	New York, NY	10,000
8/17/2009	Roundabout Theatre Company	New York, NY	251,500
8/24/2009	Foundation of National Student Nurses Association	Brooklyn, NY	5,000
TOTAL CONTRIBUTIONS PAID *			<u>\$1,125,568</u>

**ALL CONTRIBUTIONS WERE MADE TO THE GENERAL PURPOSE FUND
 OF PUBLIC CHARITABLE ORGANIZATIONS THAT WERE CLASSIFIED
 UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE.*

Tuft Family Foundation
Realized Gains/Losses
From 01-Sep-2008 To 31-Aug-2009

Description	Trade Date	Date Sold	Qty	Proceeds (Base)	Cost (Base)	Gain/Loss (Base)	Gain Type
CALL/GS(GPYJO)	@ 175 EXP 10/18/2008	15-Jul-08	18-Oct-08	100	100,099.43	0.00	100,099.43 Short-Term
CALL/GS(GSKG)	@ 135 EXP 11/22/2008	25-Sep-08	22-Nov-08	42	52,961.70	0.00	52,961.70 Short-Term
CALL/GS(GSKI)	@ 145 EXP 11/22/2008	1-Oct-08	22-Nov-08	100	69,599.60	0.00	69,599.60 Short-Term
CALL/GS(GSKC)	@ 115 EXP 11/22/2008	23-Oct-08	22-Nov-08	50	34,799.80	0.00	34,799.80 Short-Term
CALL/GS(GSLF)	@ 130 EXP 12/20/2008	22-Oct-08	20-Dec-08	50	37,299.79	0.00	37,299.79 Short-Term
CALL/GS(GSBR)	@ 90 EXP 02/21/2009	5-Jan-09	10-Feb-09	50	37,299.79	25,200.00	12,099.79 Short-Term
CALL/GS(GSDR)	@ 90 EXP 04/18/2009	5-Jan-09	20-Feb-09	50	59,799.66	45,700.00	14,099.66 Short-Term
CALL/GS(GSDB)	@ 110 EXP 04/18/2009	9-Feb-09	16-Apr-09	25	16,774.90	26,350.00	(9,575.10) Short-Term
CALL/GS(GSDR)	@ 90 EXP 04/18/2009	27-Jan-09	17-Apr-09	50	29,799.83	29,799.83	0.00 Short-Term
CALL/GS(GSDT)	@ 100 EXP 04/18/2009	20-Feb-09	17-Apr-09	50	22,299.87	111,938.00	(89,638.13) Short-Term
CALL/GS(GS6A)	@ 105 EXP 07/18/2009	20-Feb-09	17-Jul-09	50	45,799.74	45,799.74	0.00 Short-Term
CALL/GS(GSGF)	@ 130 EXP 07/18/2009	15-Apr-09	17-Jul-09	25	26,149.32	66,225.00	(40,075.68) Short-Term
TOTAL SHORT-TERM				532,683.43	351,012.57	181,670.86	
GOLDMAN SACHS GROUP, INC.(THE) CMN	23-Dec-02	17-Apr-09	5,000	479,538.26	83,942.50	395,595.76	Long-Term
GOLDMAN SACHS GROUP, INC.(THE) CMN	31-Dec-03	17-Jul-09	800	91,285.80	13,430.80	77,855.00	Long-Term
GOLDMAN SACHS GROUP, INC.(THE) CMN	23-Dec-02	17-Jul-09	4,200	479,250.44	70,511.70	408,738.74	Long-Term
TOTAL LONG-TERM				1,050,074.50	167,885.00	882,189.50	
GRAND TOTAL				1,582,757.93	518,897.57	1,063,860.36	

REALIZED G/L

1/1

Statement Detail
TUFT FAMILY FOUNDATION
Holdings

Period Ended August 31, 2009

The alternative investment(s) described below may not be owned by the account holder(s) for this brokerage account. Instead the investments may be owned by one of the account holders or a related party to the account holder(s).

CASH, DEPOSITS & MONEY MARKET FUNDS

DEPOSITS & MONEY MARKET FUNDS					
	Quantity	Market Price	Accrued Income	Market Value / Original Cost	Unrealized Gain (Loss)
MONEY MARKET FUNDS					
GOLDMAN SACHS FINANCIAL SQUARE MONEY MARKET FUND (FST SHARES) Moody's Aaa	637,236.210	1,0000	637,236.21	1,0000	637,236.21

PUBLIC EQUITY

PUBLIC EQUITY					
	Quantity	Market Price	Accrued Income	Market Value / Cost Basis	Unrealized Gain (Loss)
US EQUITY					
US STOCKS					
BANK OF AMERICA CORP CMN (BAC)	5,362.00	17.5900	94,317.58	8,8768	47,597.46
GOLDMAN SACHS GROUP, INC (THE) CMN (GS)	14,200.00	165.4600	2,349,532.00	16,7885	238,398.70
HEWLETT-PACKARD CO CMN (HPQ)	2,000.00	44.8900	89,780.00	20,4364	40,872.87
INTEL CORPORATION CMN (INTC)	14,000.00	20.3200	284,480.00	11,9571	167,400.00
PFIZER INC. CMN (PFE)	16,100.00	16.7000	268,870.00	1,960.00	27,9079
SUN MICROSYSTEMS, INC. CMN (JAVA)	4,000.00	9.2800	37,120.00	2,1875	8,750.00
TOTAL US STOCKS			3,124,099.58	952,334.03	2,171,765.55
					1,2594
					38,878.48

TOTAL PORTFOLIO

3,761,335.79

1589,570.24

2,171,765.55

LONG POSITION

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box. ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

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

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

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

Type or print	Name of Exempt Organization TUFT FAMILY FOUNDATION	Employer identification number 13-3437888
File by the due date for filing your return. See instructions	Number, street and room or suite no. If a P.O. box, see instructions C/O BCRS ASSOCIATES, LLC 100 WALL STREET - 11TH FLOOR	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10005	

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

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

- The books are in the care of ► **BCRS ASSOCIATES, LLC**

Telephone No ► **212-440-0800**

FAX No ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **APRIL 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- calendar year **2010** or
- tax year beginning **SEPT. 1, 2008**, and ending **AUGUST 31, 2009**

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 32,400.00
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 46,758.00
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$ 0.00

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

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

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization TUFT FAMILY FOUNDATION	Employer identification number 13-3437888
	Number, street, and room or suite no. If a P O. box, see instructions. c/o BCRS ASSOCIATES, LLC; 100 WALL STREET - 11TH FL	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10005	

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

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

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

- The books are in the care of ► **BCRS ASSOCIATES, LLC**

Telephone No. ► **212-440-0811** FAX No. ► **N/A**

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

- 4 I request an additional 3-month extension of time until **JULY 15**, 2010
- 5 For calendar year _____, or other tax year beginning **SEPTEMBER 1**, 2008, and ending **AUGUST 31**, 2009
- 6 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period
- 7 State in detail why you need the extension **ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$ 32,400.00
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$ 46,758.00
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	8c \$ 0.00

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature

Title ► **CPA**

Date ► **04/14/2010**

Form **8868** (Rev. 4-2009)