Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning OCT 1, 2008 , and ending SEP 30, 2009

G Check all that apply: [ ] Initial return [ ] Final return [ ] Amended return [X] Address change [ ] Name change

Use the IRS label Otherwise, print or type. See Specific Instructions.

Name of foundation: HEYDAY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: C/O MB BUSINESS MGMT, PO BOX 1792

City or town, state, and ZIP code: NEW YORK, NY 10156

A Employer identification number: 13-6956580

B Telephone number: 646-755-3829

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 1,493,967.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (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))

	Line	Description	(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			N/A	
	2	Check ▶ [X] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	4,488.	4,488.		STATEMENT 2
	4	Dividends and interest from securities	20,604.	20,604.		STATEMENT 3
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-150,443.			STATEMENT 1
	b	Gross sales price for all assets on line 6a 111,393.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	6,006.	6,006.		STATEMENT 4
	12	**Total.** Add lines 1 through 11	-119,345.	31,098.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 5	6,000.	3,000.		3,000.
	c	Other professional fees STMT 6	17,265.	17,265.		0.
	17	Interest	11,446.	11,446.		0.
	18	Taxes STMT 7	2,416.	2,416.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	134.	0.		134.
	22	Printing and publications				
	23	Other expenses STMT 8	250.	0.		250.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	37,511.	34,127.		3,384.
	25	Contributions, gifts, grants paid	62,675.			62,675.
	26	**Total expenses and disbursements** Add lines 24 and 25	100,186.	34,127.		66,059.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	-219,531.			
	b	**Net investment income** (if negative, enter -0-)		0.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	8,913.	8,906.	8,906.
	2 Savings and temporary cash investments	96,821.	39,818.	39,818.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 9	846,374.	712,253.	499,727.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	980,459.	952,059.	945,516.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	1,932,567.	1,713,036.	1,493,967.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,932,567.	1,932,567.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	-219,531.	
	30 **Total net assets or fund balances**	1,932,567.	1,713,036.	
	31 **Total liabilities and net assets/fund balances**	1,932,567.	1,713,036.	

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	1,932,567.
2 Enter amount from Part I, line 27a	2	-219,531.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,713,036.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,713,036.

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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	CAPITAL GAINS - SEE ATTACHED		VARIOUS	VARIOUS
b	CAPITAL GAINS - SEE ATTACHED		VARIOUS	VARIOUS
c	CAPITAL GAINS FROM K-1	P	VARIOUS	VARIOUS
d	CAPITAL GAINS FROM K-1	P	VARIOUS	VARIOUS
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	20,632.		39,423.	-18,791.
b	90,761.		196,091.	-105,330.
c			8,073.	-8,073.
d			18,249.	-18,249.
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				-18,791.
b				-105,330.
c				-8,073.
d				-18,249.
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** -150,443.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	134,049.	1,985,142.	.067526
2006	168,301.	2,138,559.	.078698
2005	107,393.	1,892,779.	.056738
2004	64,735.	1,822,392.	.035522
2003	69,792.	1,670,495.	.041779

2	**Total** of line 1, column (d)	2	.280263
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	.056053
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	1,332,173.
5	Multiply line 4 by line 3	5	74,672.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	74,672.
8	Enter qualifying distributions from Part XII, line 4	8	66,059.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling letter ______ (attach copy of ruling letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ 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)		1	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	0.
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 300.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	300.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	300.
11 Enter the amount of line 10 to be **Credited to 2009 estimated tax** ▶	300. Refunded ▶	11	0.

Part VII-A **Statements Regarding Activities**

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
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*			
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 ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HEYDAY FOUNDATION Telephone no ▶646-755-3829

Located at ▶PO BOX 1792, NEW YORK, NY ZIP+4 ▶10156

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 | N/A

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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) ☐ Yes ☒ 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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ 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 instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2008 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A — 5b

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b: No X

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DAVID HOCHBERG C/O MB BUSINESS MGMT, PO BOX 1792 NEW YORK, NY 10156	TRUSTEE 0.50	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

Part VIII **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,299,051.
b	Average of monthly cash balances	1b	53,409.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,352,460.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,352,460.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	20,287.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,332,173.
6	**Minimum investment return** Enter 5% of line 5	6	66,609.

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

1	Minimum investment return from Part X, line 6	1	66,609.
2a	Tax on investment income for 2008 from Part VI, line 5 — 2a		
b	Income tax for 2008 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	66,609.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	66,609.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	66,609.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	66,059.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	66,059.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	66,059.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				66,609.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007 30,351.				
f Total of lines 3a through e	30,351.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 66,059.				
a Applied to 2007, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				66,059.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	550.			550.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	29,801.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2009.** Subtract lines 7 and 8 from line 6a	29,801.			
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007 29,801.				
e Excess from 2008				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see the instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] 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 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT				62,675.
Total			▶ 3a	62,675.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	4,488.	
4 Dividends and interest from securities			14	20,604.	
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			01	6,006.	
8 Gain or (loss) from sales of assets other than inventory			18	-150,443.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		-119,345.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 -119,345.

(See worksheet in line 13 instructions 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)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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		

Sign Here

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

▶ David C Horhersky | Aug 12, 2010 ▶ President / trustee

Signature of officer or trustee Date Title

Paid Preparer's Use Only

Preparer's signature ▶ Clement P. Ballas, CPA Date 8/5/10 Check if self-employed ▶ ☐ Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code ▶ MB BUSINESS MANAGEMENT, INC. PO BOX 1792 NEW YORK, NY 10156 EIN ▶ Phone no

Form **990-PF** (2008)

823622 01-02-09

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAINS - SEE ATTACHED		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
20,632.	39,423.	0.	0.	-18,791.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAINS - SEE ATTACHED		VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
90,761.	196,091.	0.	0.	-105,330.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAINS FROM K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	8,073.	0.	0.	-8,073.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAINS FROM K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	18,249.	0.	0.	-18,249.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-150,443.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
INTEREST INCOME	4,488.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,488.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	20,604.	0.	20,604.
TOTAL TO FM 990-PF, PART I, LN 4	20,604.	0.	20,604.

FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME FROM K-1	6,006.	6,006.	
TOTAL TO FORM 990-PF, PART I, LINE 11	6,006.	6,006.	

FORM 990-PF | ACCOUNTING FEES | STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,000.	3,000.		3,000.
TO FORM 990-PF, PG 1, LN 16B	6,000.	3,000.		3,000.

FORM 990-PF | OTHER PROFESSIONAL FEES | STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	17,265.	17,265.		0.
TO FORM 990-PF, PG 1, LN 16C	17,265.	17,265.		0.

FORM 990-PF | TAXES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	1,316.	1,316.		0.
FEDERAL TAXES	1,100.	1,100.		0.
TO FORM 990-PF, PG 1, LN 18	2,416.	2,416.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	250.	0.		250.
TO FORM 990-PF, PG 1, LN 23	250.	0.		250.

FORM 990-PF	CORPORATE STOCK	STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE	712,253.	499,727.
TOTAL TO FORM 990-PF, PART II, LINE 10B	712,253.	499,727.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEG PARTNERS II LP - INVESTMENT PARTNERSHIP	COST	952,059.	945,516.
TOTAL TO FORM 990-PF, PART II, LINE 13		952,059.	945,516.

Barclays Wealth

REALIZED GAINS AND LOSSES

Account 837-60866-1-0-102

THE HEYDAY FOUNDATION STARR AND COMPANY LLC

MANAGED BY: HORIZON ASSET MGMT

From 10-01-08 Through 09-30-09

Open Date	Close Date	Quantity	Security	Cost Basis	Amort. or Accretion	Proceeds	Gain Or Loss Short Term	Gain Or Loss Long Term
08-13-07	10-20-08	161	Student Loan Corp	30,653 45		8,338 14		-22,315 31
04-30-08	11-20-08	170	Franklin Resources Inc	16,275 14		9,114 73	-7,160 41	
07-22-08	02-25-09	110	Visa Inc Cl A Common Stock	7,761 12		6,104 96	-1,656 16	
08-13-07	03-04-09	185	***Cnooc Ltd Sponsored Adr Rep 100 Shs Cl	20,655 06		15,596 15		-5,058 91
08-13-07	03-10-09	299	Las Vegas Sands Corp	29,064.19		465 52		-28,598 67
08-14-08	03-10-09	125	Las Vegas Sands Corp	6,969 84		194 62	-6,775.22	
08-13-07	03-10-09	379	Nyse Euronext	28,333 04		6,545 79		-21,787.25
09-02-08	04-06-09	1	Time Warner Cable Inc	37 46		18 24	-19 22	
09-02-08	04-08-09	0	Time Warner Inc New	12 32		7 34	-4 98	
	04-17-09		British Pound	175 06		186 61	11 55@	
08-13-07	05-28-09	415	Nv Energy Inc	6,276 55		4,153 34		-2,123 21
09-02-08	05-28-09	157	Time Warner Cable Inc	8,192 42		5,005 84	-3,186 58	
08-13-07	08-14-09	956	Nv Energy Inc	14,458 76		11,357 24		-3,101 52
08-13-07	09-15-09	230	***Brookfield Asset Management Inc Class A	7,498 08		5,119 66		-2,378 42
08-13-07	09-15-09	229	***Gazprom O A O Sponsored Adr	9,698 15		5,239 38		-4,458 77
08-13-07	09-15-09	524	***Huaneng Power Intl Inc Sponsored Adr Re	22,031 75		14,760 95		-7,270 80
08-13-07	09-15-09	154	***Imperial Oil Ltd New	6,579 01		6,067 44		-511 57
08-13-07	09-15-09	356	Nasdaq Omx Group Inc (The)	11,573 36		7,554 13		-4,019 23
09-27-07	09-24-09	300	***Hong Kong Exchanges And Clearing Ltd Us	9,269 16		5,563 56		-3,705 60
TOTAL GAINS							11 55	0 00
TOTAL LOSSES							-18,802 57	-105,329 26
				235,513 92	0.00	111,393 64	-18,791.02	-105,329.26

TOTAL REALIZED GAIN/LOSS -124,120.28

NO CAPITAL GAINS DISTRIBUTIONS

An '@' denotes a currency transaction

THE HEYDAY FOUNDATION
Year Ending September 30, 2009

Name	Status	Purpose	Amount
Bank Street College	Public Charity	General Support	250.00
Bomb Magazine	Public Charity	General Support	500.00
Bottomless Closet	Public Charity	General Support	1,000.00
Broadway Cares/Equity Fights AIDS	Public Charity	General Support	800 00
Brooklyn Museum of Art	Public Charity	General Support	1,000.00
Byrd Hoffman Watermill Foundation	Public Charity	General Support	1,000.00
Care Resource	Public Charity	General Support	1,000.00
Center for Hope Hospice	Public Charity	General Support	100.00
Citizens' Committee for Children	Public Charity	General Support	250 00
Citizens Union Foundation	Public Charity	General Support	500.00
Community Resource Exchange	Public Charity	General Support	1,000.00
Creative Time	Public Charity	General Support	1,750.00
Dance Theater Workshop	Public Charity	General Support	250.00
Endangered Species Coalition	Public Charity	General Support	250.00
FJC/The Russell Ferber Foundation	Public Charity	General Support	200.00
Foundation for Independent Artists Inc.	Public Charity	General Support	1,000.00
Four Way Books	Public Charity	General Support	2,500.00
Friends of the Bass Museum	Public Charity	General Support	1,250.00
Fundacion Tzedaka	Public Charity	General Support	100.00
Global Fairness Initiative	Public Charity	General Support	100.00
Harvard Art Museum	Public Charity	General Support	2,500.00
Housing Works, Inc	Public Charity	General Support	500 00
Human Rights Campaign Foundation	Public Charity	General Support	23,000 00
In The Life	Public Charity	General Support	3,000.00
Lincoln Center Theater	Public Charity	General Support	1,000 00
MCC Theater	Public Charity	General Support	300.00
Memorial Sloan-Kettering Cancer Center	Public Charity	General Support	250.00
NYU Creative Writing Program	Public Charity	General Support	3,500 00
Paul Taylor Dance Foundation	Public Charity	General Support	500.00
Poetry Daily	Public Charity	General Support	250 00
Poets House	Public Charity	General Support	4,250.00
Streets International	Public Charity	General Support	100.00
Sundari Foundation	Public Charity	General Support	2,000.00
The Actors Fund	Public Charity	General Support	1,000.00
The American Friends of The Yitzhak Rabin Center	Public Charity	General Support	250.00
The Paul Robert Carey Foundation	Public Charity	General Support	250.00
The Public Theatre	Public Charity	General Support	2,000.00
The Rosenblum Fund	Public Charity	General Support	500.00
The Wolfsonian	Public Charity	General Support	1,125.00
Theater For a New Audience	Public Charity	General Support	1,000.00
Washington Square Association	Public Charity	General Support	100 00
Whitman-Walker Clinic	Public Charity	General Support	500 00
TOTAL			62,675.00

BEG. OF YEAR ASSETS

HOLDINGS

In instances where prices of securities are not readily available, securities have no values, securities have not been actively traded or where other factors prevent the pricing of securities, "" appears in the market price column, the market value for the security is not computed and the total equity in your account does not reflect the long or short market value (if any) of those securities. Please also note that totals may differ from the sum on individual components due to rounding.*
Unrealized gain/loss total reflects all positions for which a cost basis is available. Please review the Tax Lot section for details regarding cost basis.

Equities

Your statement contains research ratings for companies covered by Lehman Brothers Equity Research. The ratings reflect both the Lehman Brothers rating and, where applicable, the ratings of an independent, third party research provider. You may obtain a copy of any independent research report, at no cost to you, where such research is available: Clients may access Lehman Brothers or independent research at www.LehmanLive.com or by calling 1-800-2-LEHMAN. A complete description of Lehman Brothers and independent research providers and ratings may be found on Page 2 of your statement.

Common stocks (Symbol)	Quantity	Unit cost	Total cost	Market price	Market value	Unrealized gain/loss	Est. ann yield (%)	Est. annual income ($)	Comment / Research rating
***LONDON STOCK EXCHANGE GROUP (LDNXF) PLC	1,500	$ 35.67	$ 53,508.24	$ 15.327	$ 22,990.50	-$ 30,517.74			In cash account Shares denominated in: Pound Sterling - GBP
***BEIJING CAPITAL (BJCHF) INTERNATIONAL AIRPORT CO LTD SHS H	18,000	2.02	36,329.40	0.808	14,544.00	-21,785.40			In cash account Shares denominated in: Hong Kong Dollar - HKD
***HONG KONG EXCHANGES AND (HKXCF) CLEARING LTD US LISTED	1,500	30.40	45,606.65	10.69	16,035.00	-29,571.65			In cash account
ALLEGHENY ENERGY INC (AYE)	510	53.15	27,108.44	36.77	18,752.70	-8,355.74	1.632	306.00	In cash account
***ANGLO AMERICAN PLC (AAUK) ADR NEW	155	25.48	3,949.20	16.73	2,593.15	-1,356.05	3.646	94.55	In cash account
BERKSHIRE HATHAWAY INC (BRKB) CL B	8	3,675.00	29,400.00	4,395.00	35,160.00	5,760.00			In cash account
***BHP BILLITON LTD (BHP) SPONSORED ADR	51	75.36	3,843.50	51.99	2,651.49	-1,192.01	3.731	98.94	In cash account
***BROOKFIELD ASSET MANAGEMENT (BAM) INC CLASS A LTD VTG SHS	1,480	32.60	48,248.53	27.44	40,611.20	-7,637.33	1.895	769.60	In cash account Shares denominated in: Canadian Dollar - CAD
BURLINGTON NORTHERN SANTA FE (BNI) CORP	245	112.50	27,562.36	92.43	22,645.35	-4,917.01	1.731	392.00	In cash account
***CNOOC LTD (CEO) SPONSORED ADR REP 100 SHS CL H	271	111.65	30,256.87	114.51	31,032.21	775.34	4.139	1,284.27	In cash account
CARNIVAL CORP (CCL) COMMON PAIRED STOCK	575	38.05	21,879.11	35.35	20,326.25	-1,552.86	4.526	920.00	In cash account
EL PASO CORPORATION (EP)	921	16.86	15,530.91	12.76	11,751.96	-3,778.95	1.567	184.20	In cash account

BEG. OF YEAR ASSETS

LEHMAN BROTHERS

Brokerage account
837-60866

THE HEYDAY FOUNDATION
September 1 - September 30, 2008

Equities

Common stocks (Symbol)	Quantity	Unit cost	Total cost	Market price	Market value	Unrealized gain/loss	Est. ann. yield (%)	Est. annual income ($)	Comment / Research rating
***ENCANA CORP (ECA)	473	61.18	28,939.53	65.73	31,090.29	2,150.76	2.434	756.80	In cash account Shares denominated in: Canadian Dollar - CAD
FANNIE MAE (FNM) (FEDERAL NATL MTG ASSN)	386	24.78	9,566.43	1.53	590.58	-8,975.85			In cash account
FRANKLIN RESOURCES INC (BEN)	170	95.74	16,275.14	88.13	14,982.10	-1,293.04	0.908	136.00	In cash account
***GAZPROM O A O (OGZPY) SPONSORED ADR	650	42.35	27,527.50	31.30	20,345.00	-7,182.50	1.160	235.95	In cash account
***HUANENG POWER INTL INC (HNP) SPONSORED ADR REPSTG 40 ORD SER N	733	42.05	30,819.22	26.62	19,512.46	-11,306.76	6.311	1,231.44	In cash account
***ICICI BANK LTD (IBN) SPONSORED ADR	236	43.53	10,274.19	23.52	5,550.72	-4,723.47	2.190	121.54	In cash account
***IMPERIAL OIL LTD NEW (IMO)	744	42.72	31,784.29	42.60	31,694.40	-89.89	0.918	290.90	In cash account Shares denominated in: Canadian Dollar - CAD
LAS VEGAS SANDS CORP (LVS)	424	84.99	36,034.03	36.11	15,310.64	-20,723.39		-	In cash account
LEGG MASON INC (LM)	412	81.95	33,764.75	38.06	15,680.72	-18,084.03	2.522	395.52	In cash account
LEUCADIA NATIONAL CORP (LUK)	565	41.86	23,653.46	45.44	25,673.60	2,020.14	0.550	141.25	In cash account
MASTERCARD INC (MA)	29	272.92	7,914.54	177.33	5,142.57	-2,771.97	0.338	17.40	In cash account
NYSE EURONEXT (NYX)	915	74.76	68,402.99	39.18	35,849.70	-32,553.29	3.063	1,098.00	In cash account
NASDAQ OMX GROUP INC (THE) (NDAQ)	800	32.51	26,007.55	30.57	24,456.00	-1,551.55			In cash account
RELIANT ENERGY INC (RRI)	1,850	25.83	47,794.59	7.35	13,597.50	-34,197.09			In cash account
***RIO TINTO PLC (RTP) SPONSORED ADR	10	395.69	3,956.85	249.50	2,495.00	-1,461.85	2.437	60.80	In cash account
SIERRA PACIFIC RESOURCES NEW (SRP)	1,371	15.12	20,735.31	9.58	13,134.18	-7,601.13	3.340	438.72	In cash account
STUDENT LOAN CORP (STU)	161	190.39	30,653.45	93.00	14,973.00	-15,680.45	6.151	920.92	In cash account
TIME WARNER INC (TWX) NEW	1,885	16.71	31,503.97	13.11	24,712.35	-6,791.62	1.907	471.25	In cash account
UNION PACIFIC CORP (UNP)	130	75.24	9,781.81	71.16	9,250.80	-531.01	1.518	140.40	In cash account
VISA INC (V) CL A COMMON STOCK	110	70.56	7,761.12	61.39	6,752.90	-1,008.22	0.684	46.20	In cash account
Total USD Common stocks					$569,888.32	-$276,485.61		$10,552.65	
Total Equities					$569,888.32	-$276,485.61		$10,552.65	

846,374

COPY

END OF YEAR ASSETS

HOLDINGS

In instances where prices of securities are not readily available, securities have no values, securities may not have been actively traded or where other factors prevent the pricing of securities, "" appears in the market price column, the market value for the security is not computed and the total equity in your account does not reflect the long or short market value (if any) of those securities Please also note that totals may differ from the sum on individual components due to rounding.*
Unrealized gain/loss total reflects all positions for which a cost basis is available. Please review the Tax Lot section for details regarding cost basis

Equities

Your statement contains research ratings for companies covered by Barclays Capital Equity Research. Clients may access Barclays Capital research at www.LehmanLive.com or by calling 1-800-253-4626. A complete description of Barclays Capital ratings may be found on Page 2 of your statement.

Note: Trade price may include any applicable local taxes and fees.

US Dollar (USD)

Common stocks (Symbol)	Quantity	Unit cost	Total cost	Market price	Market value	Unrealized gain/loss	Est ann yield (%)	Est annual income ($)	Comment / Research rating
***LONDON STOCK EXCHANGE GROUP (LDNXF) PLC	1,500	$ 35 67	$ 53,508 24	$ 13.486	$ 20,230 11	-$ 33,278 13			In cash account Shares denominated in: Pound Sterling - GBP
***BEIJING CAPITAL (BJCHF) INTERNATIONAL AIRPORT CO LTD SHS H	18,000	2 02	36,329 40	0 625	11,264 74	- 25,064 66			In cash account Shares denominated in: Hong Kong Dollar - HKD
***HONG KONG EXCHANGES AND (HKXCF) CLEARING LTD US LISTED	1,200	30 28	36,337 49	17.90	21,480 00	- 14,857 49			In cash account
ALLEGHENY ENERGY INC (AYE)	510	53 15	27,108 44	26.52	13,525.20	- 13,583 24	2 262	306 00	In cash account Barclays 1-O/NEU
***ANGLO AMERICAN PLC (AAUKY) ADR NEW	1,104	12 22	13,489.85	15.938	17,595 55	4,105 70			In cash account
BERKSHIRE HATHAWAY INC (BRKB) CL B	8	3,675.00	29,400.00	3,323.00	26,584 00	- 2,816 00			In cash account
***BHP BILLITON LTD (BHP) SPONSORED ADR	51	75.36	3,843.50	66 01	3,366.51	- 476.99	2 484	83 64	In cash account
***BROOKFIELD ASSET MANAGEMENT (BAM) INC CLASS A LTD VTG SHS	1,250	32 60	40,750.45	22 71	28,387.50	- 12,362 95	2 290	650 00	In cash account Shares denominated in: Canadian Dollar - CAD
BURLINGTON NORTHERN SANTA FE (BNI) CORP	245	112.50	27,562 36	79 83	19,558.35	- 8,004.01	2.004	392.00	In cash account Barclays 2-E/NEU

END OF YEAR ASSETS

BARCLAYS WEALTH
Equities | US Dollar (USD)

Brokerage account
837-60866

THE HEYDAY FOUNDATION
September 1 - September 30, 2009

Common stocks (Symbol)	Quantity	Unit cost	Total cost	Market price	Market value	Unrealized gain/loss	Est ann. yield (%)	Est annual income ($)	Comment / Research rating
CME GROUP INC (CME)	49	186 40	9,133.41	308.19	15,101.31	5,967 90	1 493	225 40	In cash account Barclays 2-E/NEU
***CNOOC LTD (CEO) SPONSORED ADR REP 100 SHS CL H	86	111 65	9,601 81	135.43	11,646 98	2,045 17	3 430	399 47	In cash account
CARNIVAL CORP (CCL) COMMON PAIRED STOCK	575	38 05	21,879.11	33.28	19,136.00	- 2,743 11			In cash account Barclays. 2-E/NEU
***CHINA LIFE INSURANCE CO LTD (LFC) SPONSORED ADR REPSTG H SHS	215	47.95	10,309.42	65.71	14,127.65	3,818 23	0 662	93.53	In cash account
***CHINA UNICOM HONG KONG (CHU) LIMITED SPONSORED ADR (1 ADS RPSTG 10 ORD)	876	10.29	9,017 05	14 24	12,474.24	3,457.19	1 854	231.26	In cash account
WALT DISNEY CO HOLDING CO (DIS)	406	20 68	8,398.01	27.46	11,148.76	2,750 75	1 275	142 10	In cash account Barclays· 1-O/NEU
EL PASO CORPORATION (EP)	921	16 86	15,530 91	10 32	9,504.72	- 6,026 19	1 938	184 20	In cash account Barclays. 1-O/NEU
***ENCANA CORP (ECA)	473	61.18	28,939.53	57 61	27,249 53	- 1,690.00	2.777	756 80	In cash account Shares denominated in: Canadian Dollar - CAD Barclays· RS/NEU
FANNIE MAE (FNM) (FEDERAL NATL MTG ASSN)	386	24.78	9,566 43	1.52	586.72	- 8,979.71			In cash account
***GAZPROM O A O (OGZPY) SPONSORED ADR	421	42.35	17,829.35	23 25	9,788.25	- 8,041 10	0.142	13 89	In cash account
GENZYME CORPORATION (GENZ)	164	51.99	8,525.75	56 73	9,303 72	777.97			In cash account Barclays· 1-O/POS
***HUANENG POWER INTL INC (HNP) SPONSORED ADR REPSTG 40 ORD SER N	209	42.05	8,787.47	26.64	5,567.76	- 3,219 71	2 121	118.09	In cash account
***ICICI BANK LTD (IBN) SPONSORED ADR	339	38.75	13,135.30	38 56	13,071.84	- 63.46	2 526	330 19	In cash account
***IMPERIAL OIL LTD NEW (IMO)	590	42.72	25,205.28	38.03	22,437 70	- 2,767.58	0 965	216 53	In cash account Shares denominated in: Canadian Dollar - CAD
LEGG MASON INC (LM)	412	81 95	33,764.75	31.03	12,784.36	- 20,980 39	0 387	49.44	In cash account Barclays· 2-E/NEU
LEUCADIA NATIONAL CORP (LUK)	565	41 86	23,653 46	24.72	13,966 80	- 9,686.66			In cash account
MASTERCARD INC (MA)	57	218 53	12,455 95	202.15	11,522.55	- 933 40	0 297	34.20	In cash account Barclays. 1-O/NEU
***MELCO CROWN ENTERTAINMENT (MPEL) LTD ADR	791	6.02	4,758.06	6.96	5,505.36	747 30			In cash account

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END OF YEAR ASSETS

BARCLAYS WEALTH

Brokerage account
837-60866

THE HEYDAY FOUNDATION
September 1 - September 30, 2009

Equities | US Dollar (USD)

Common stocks (Symbol)	Quantity	Unit cost	Total cost	Market price	Market value	Unrealized gain/loss	Est. ann yield (%)	Est. annual income ($)	Comment / Research rating
NYSE EURONEXT (NYX)	536	74.76	40,069.95	28.89	15,485 04	- 24,584 91	4.154	643 20	In cash account Barclays 1-O/NEU
NASDAQ OMX GROUP INC (THE) (NDAQ)	444	32.51	14,434.19	21 05	9,346 20	- 5,087 99			In cash account Barclays: 1-O/NEU
PHILIP MORRIS INTERNATIONAL (PM) INC	510	43.41	22,138 03	48 74	24,857.40	2,719.37	4.760	1,183 20	In cash account Barclays. 1-O/POS
RRI ENERGY INC (RRI)	1,850	25.83	47,794 59	7 14	13,209 00	- 34,585.59			In cash account Barclays: 1-O/NEU
***RIO TINTO PLC (RTP) SPONSORED ADR	10	395.69	3,956 85	170 29	1,702 90	- 2,253 95	3.195	54 40	In cash account
TIME WARNER INC (TWX) NEW	628	37 04	23,261 77	29 23	18,356.44	- 4,905.33	2 566	471.00	In cash account Barclays: 2-E/NEU
UNION PACIFIC CORP (UNP)	130	75.24	9,781 81	58 35	7,585.50	- 2,196 31	1 851	140 40	In cash account Barclays· 2-E/NEU
VORNADO REALTY TRUST (VNO)	119	35 36	4,207 79	64 41	7,664 79	3,457.00	4 037	309 40	In cash account Barclays· 1-O/POS
WYNN RESORTS LTD (WYNN)	206	37 80	7,786.80	70 89	14,603 34	6,816.54			In cash account
Total USD Common stocks					$ 499,726.82	-$ 212,525 74		$ 7,028.34	
Total USD Equities					$ 499,726.82	-$ 212,525.74		$ 7,028.34	
Total Equities			712,253		$ 499,726.82	-$ 212,525.74		$ 7,028.34	

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Part I — Automatic 3-Month Extension of Time. Only submit original (no copies needed).

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

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

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

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization HEYDAY FOUNDATION	**Employer identification number** 13-6956580
	Number, street, and room or suite no If a P.O box, see instructions. C/O STARR & COMPANY 850 THIRD AVENUE, NO. 15 FL	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEW YORK, NY 10022	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ THE HEYDAY FOUNDATION 850 THIRD AVENUE, 15TH FLOOR - NEW YORK, NY 10022
  Telephone No. ▶ 212-759-6556 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 MAY 15, 2010 , to file the exempt organization return for the organization named above The extension is for the organization's return for.
▶ [ ] calendar year ______ or
▶ [X] tax year beginning OCT 1, 2008 , and ending SEP 30, 2009 .

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 300.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 0.
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	$ 300.

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 ▶ [X]

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	Name of Exempt Organization HEYDAY FOUNDATION	**Employer identification number** 13-6956580
File by the extended due date for filing the return. See instructions.	Number, street, and room or suite no. If a P O. box, see instructions C/O STARR & COMPANY 850 THIRD AVENUE, NO. 15	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10022	

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

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

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 ▶ THE HEYDAY FOUNDATION 850 THIRD AVENUE, 15TH FLOOR - NEW YORK, NY 10022

Telephone No. ▶ 212-759-6556 FAX No. ▶

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

4 I request an additional 3-month extension of time until AUGUST 15, 2010.

5 For calendar year ______ , or other tax year beginning OCT 1, 2008 , and ending SEP 30, 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
THE CHARITY RESPECTFULLY REQUEST THE ADDITIONAL TIME TO GATHER THE NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.

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	$	300.
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	$	300.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	$	0.

Signature and Verification

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

Signature ▶ Clement P. Baldor, CPA Title ▶ CPA Date ▶ 5/12/10

823832
05-26-09