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

2008

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

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

G Check all that apply ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions	Name of foundation THE WM. BRYCE THOMPSON FOUNDATION, INC.		A Employer identification number 22-2941409
	Number and street (or P O box number if mail is not delivered to street address) 195 NASSAU STREET	Room/suite	B Telephone number 609-921-7655
	City or town, state, and ZIP code PRINCETON, NJ 08540		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 ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		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 ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,841,293.		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____	

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received	12,600.		N/A	
2 Check ☐ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	69,758.	69,758.		STATEMENT 1
4 Dividends and interest from securities				
5a Gross rents	35,712.	35,712.		STATEMENT 2
b Net rental income or (loss)	20,422.			STATEMENT 3
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
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				
12 Total. Add lines 1 through 11	18,070.	105,470.		
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	7,145.	3,572.		3,573.
c Other professional fees	100.	0.		0.
17 Interest				
18 Taxes	20,565.	8,507.		0.
19 Depreciation and depletion	1,396.	1,396.		
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	6,692.	5,387.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	35,898.	18,862.		3,573.
25 Contributions, gifts, grants paid	96,991.			96,991.
26 Total expenses and disbursements. Add lines 24 and 25	132,889.	18,862.		100,564.
27 Subtract line 26 from line 12	-14,819.			
a Excess of revenue over expenses and disbursements		86,608.		
b Net investment income (if negative, enter -0-)				
c Adjusted net income (if negative, enter -0-)			N/A	

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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		446,293.	446,293.
	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			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶ 607,751.				
Less: accumulated depreciation STMT 8 ▶	607,751.	607,751.	1,095,000.	
12 Investments - mortgage loans STMT 9	460,000.	0.	0.	
13 Investments - other				
14 Land, buildings, and equipment basis ▶ 42,116.				
Less: accumulated depreciation STMT 10 ▶ 3,000.	27,194.	39,116.	300,000.	
15 Other assets (describe ▶ STATEMENT 11)	1,722.	1,722.	0.	
16 Total assets (to be completed by all filers)	1,096,667.	1,094,882.	1,841,293.	
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 ▶ STATEMENT 12)	4,647.	3,453.	
23 Total liabilities (add lines 17 through 22)	4,647.	3,453.		
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	1,092,020.	1,091,429.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	1,092,020.	1,091,429.	
31 Total liabilities and net assets/fund balances	1,096,667.	1,094,882.		

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	1,092,020.
2 Enter amount from Part I, line 27a	2	-14,819.
3 Other increases not included in line 2 (itemize) ▶ FEDERAL TAX REFUND	3	14,228.
4 Add lines 1, 2, and 3	4	1,091,429.
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	1,091,429.

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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				
b NONE				
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3

Part 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	100,569.	1,342,381.	.074918
2006	33,842.	1,345,671.	.025149
2005	57,031.	1,042,569.	.054702
2004	38,856.	1,011,025.	.038432
2003	38,225.	765,361.	.049944
2 Total of line 1, column (d)			2 .243145
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 .048629
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 1,846,389.
5 Multiply line 4 by line 3			5 89,788.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 866.
7 Add lines 5 and 6			7 90,654.
8 Enter qualifying distributions from Part XII, line 4			8 100,564.

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		1	866.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	866.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	866.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	4,962.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,962.	
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	4,096.	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax	11	4,096.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?		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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) NJ		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► THE FOUNDATION Telephone no ► 609-921-7655 Located at ► 195 NASSAU STREET, PRINCETON, NJ ZIP+4 ► 08540			
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)? Organizations relying on a current notice regarding disaster assistance check here N/A ☐	1b	X
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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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
SEE STATEMENT 13		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
N/A				

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

0

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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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
N/A		

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	
	0.
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	57,500.
b	Average of monthly cash balances	1b	422,007.
c	Fair market value of all other assets	1c	1,395,000.
d	Total (add lines 1a, b, and c)	1d	1,874,507.
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	1,874,507.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,118.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,846,389.
6	Minimum investment return. Enter 5% of line 5	6	92,319.

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	92,319.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	866.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	866.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	91,453.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	91,453.
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	91,453.

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	100,564.
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	100,564.
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	866.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	99,698.

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.

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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				91,453.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			23,255.	
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				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 100,564.				
a Applied to 2007, but not more than line 2a			23,255.	
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				77,309.
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).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		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				14,144.
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	0.			
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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 <i>Paid during the year</i>				
SEE STATEMENT 14				
Total			▶ 3a	96,991.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

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. | | |

[illegible]

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

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

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

Paid Preparer's Use Only	Signature of officer or trustee <u>Wm. Bryce Thompson</u>		Date _____		Title <u>Pres.</u>	
	Preparer's signature <u>Robert A. Gillespie</u>		Date <u>6/11/10</u>		Check if self-employed ☒	
Firm's name (or yours if self-employed), address, and ZIP code <u>GILLESPIE & ASSOCIATES, L.L.C.</u> <u>1001 BRIGGS ROAD, SUITE 220</u> <u>MT. LAUREL, NJ 08054</u>		EIN <u>22-3774160</u>		Phone no <u>856-235-7780</u>		

Form **990-PF** (2008)

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2008

Name of the organization

Employer identification number

THE WM. BRYCE THOMPSON FOUNDATION, INC.

22-2941409

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

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

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

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

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

Name of organization

Employer identification number

THE WM. BRYCE THOMPSON FOUNDATION, INC.

22-2941409

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	W. BRYCE THOMPSON, IV 195 NASSAU STREET PRINCETON, NJ 08540	\$ 12,600.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

2008 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
6	LAND HELD FOR INVESTMENT	VARIABLE				592,047.			592,047.			0.
7	LAND DEVELOPMENT COSTS	VARIABLE				15,704.			15,704.			0.
	* TOTAL 990-PF PG 1 DEPR					607,751.		0.	607,751.	0.	0.	0.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
FIRST CONSTITUTION BANK	1,868.
GARRY G. JOLLEY	67,890.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	69,758.

FORM 990-PF RENTAL INCOME STATEMENT 2

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
LAND - E. WINDSOR TOWNSHIP	1	1,162.
OFFICE CONDO - MERCERVILLE	2	34,550.
TOTAL TO FORM 990-PF, PART I, LINE 5A		35,712.

FORM 990-PF RENTAL EXPENSES STATEMENT 3

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
INSURANCE		1.	
MANAGEMENT FEES		125.	
REAL ESTATE TAXES		4,027.	
- SUBTOTAL -	1		4,153.
DEPRECIATION		1,396.	
CONDO FEE & MAINTENANCE		4,376.	
MAINTENANCE & REPAIRS		229.	
INSURANCE		70.	
MANAGEMENT FEES		274.	
REAL ESTATE TAXES		4,480.	
WATER & SEWER		312.	
- SUBTOTAL -	2		11,137.
TOTAL RENTAL EXPENSES			15,290.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			20,422.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	7,145.	3,572.		3,573.	
TO FORM 990-PF, PG 1, LN 16B	7,145.	3,572.		3,573.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER PROFESSIONAL FEES	100.	0.		0.	
TO FORM 990-PF, PG 1, LN 16C	100.	0.		0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REAL ESTATE TAXES	12,058.	0.		0.	
REAL ESTATE TAXES	4,027.	4,027.		0.	
REAL ESTATE TAXES	4,480.	4,480.		0.	
TO FORM 990-PF, PG 1, LN 18	20,565.	8,507.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
STATE FILING FEES	55.	0.		0.	
INSURANCE	1.	0.		0.	
MANAGEMENT FEES	1,249.	0.		0.	
INSURANCE	1.	1.		0.	
MANAGEMENT FEES	125.	125.		0.	

CONDO FEE & MAINTENANCE	4,376.	4,376.	0.
MAINTENANCE & REPAIRS	229.	229.	0.
INSURANCE	70.	70.	0.
MANAGEMENT FEES	274.	274.	0.
WATER & SEWER	312.	312.	0.
TO FORM 990-PF, PG 1, LN 23	6,692.	5,387.	0.

FORM 990-PF	DEPRECIATION OF ASSETS HELD FOR INVESTMENT	STATEMENT	8
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE CONDO	21,523.	1,932.	19,591.
IMPROVEMENTS - OFFICE CONDO	4,909.	346.	4,563.
IMPROVEMENTS - OFFICE CONDO	2,025.	56.	1,969.
BOND - SITE IMPROVEMENTS	340.	0.	340.
HVAC UNIT	13,318.	666.	12,652.
TOTAL TO FM 990-PF, PART II, LN 11	42,115.	3,000.	39,115.

FORM 990-PF	MORTGAGE LOANS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORTGAGE RECEIVABLE	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 12	0.	0.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND HELD FOR INVESTMENT	592,047.	0.	592,047.
LAND DEVELOPMENT COSTS	15,704.	0.	15,704.
TOTAL TO FM 990-PF, PART II, LN 14	607,751.	0.	607,751.

FORM 990-PF	OTHER ASSETS	STATEMENT 11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ESCROW	1,625.	1,625.	0.
DUE FROM AFFILIATES	97.	97.	0.
TO FORM 990-PF, PART II, LINE 15	1,722.	1,722.	0.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
TENANT SECURITY DEPOSIT	3,453.	3,453.
CASH OVERDRAFT	1,194.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	4,647.	3,453.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
W. BRYCE THOMPSON, IV 195 NASSAU STREET PRINCETON, NJ 08540	PRESIDENT / TREASURER 1.00	0.	0.	0.
W. BRYCE THOMPSON, V 195 NASSAU STREET PRINCETON, NJ 08540	TRUSTEE 1.00	0.	0.	0.
LISE L. THOMPSON-BRANDER 195 NASSAU STREET PRINCETON, NJ 08540	TRUSTEE 1.00	0.	0.	0.
HANNAH CHAPMAN THOMPSON 195 NASSAU STREET PRINCETON, NJ 08540	TRUSTEE 1.00	0.	0.	0.
BARTON LIPPINCOTT THOMPSON 195 NASSAU STREET PRINCETON, NJ 08540	TRUSTEE 1.00	0.	0.	0.
ARCHIBALD S. REID 195 NASSAU STREET PRINCETON, NJ 08540	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
A NOVEMBER NIGHT 253 WITHERSPOON STREET, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	550.
ABBIE'S SCHOOL INC.	N/A CHARITABLE DONATION	UNKNOWN	150.
AMERICAN CANCER SOCIETY 15 MT. VERNON STREET, RIDGEFIELD PARK, NJ 07660	N/A CHARITABLE DONATION	UNKNOWN	500.
AMERICAN HEART ASSOCIATION PO BOX 78851, PHOENIX, AZ 85062-8851	N/A CHARITABLE DONATION	UNKNOWN	1,000.
AMERICAN RED CROSS 707 ALEXANDER RD, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	6,300.
AMNESTY INTERNATIONAL 5 PENN PLAZA, NEW YORK, NY 10001	N/A CHARITABLE DONATION	UNKNOWN	200.
AMWELL VALLEY FIRE PO BOX 76, RINGOES, NJ 08551	N/A CHARITABLE DONATION	UNKNOWN	250.
AMWELL VALLEY RESCUE SQUAD PO BOX 147, RINGOES, NJ 08551	N/A CHARITABLE DONATION	UNKNOWN	200.
ANCHOR HOUSE FOUNDATION PO BOX 2357, TRENTON, NJ 08607	N/A CHARITABLE DONATION	UNKNOWN	500.
ARTS COUNCIL OF PRINCETON 102 WITHERSPOON ST., PRINCETON, NJ 08542	N/A CHARITABLE DONATION	UNKNOWN	1,750.

BABY BUGGY 520 EIGHTH AVE, 8TH FLOOR, NEW YORK, NY 10018	N/A CHARITABLE DONATION	UNKNOWN	1,000.
BISHOPS ANNUAL APPEAL PO BOX 4887, TRENTON, NJ 08650-4487	N/A CHARITABLE DONATION	UNKNOWN	1,000.
BLAWENBURG REFORMED CHURCH 424 ROUTE 518, BLAWENBURG, NJ 08504	N/A CHARITABLE DONATION	UNKNOWN	200.
BOY SCOUTS OF AMERICA 245 US HIGHWAY 130, SUITE 106, DAYTON, NJ 08810	N/A CHARITABLE DONATION	UNKNOWN	200.
BRADY CENTER TO PREVENT GUN VIOLENCE PO BOX 96629, WASHINGTON, DC 20077	N/A CHARITABLE DONATION	UNKNOWN	150.
BRIAN SHOWRONEK	N/A CHARITABLE DONATION	UNKNOWN	3,000.
BRONX ACADEMY OF LETTERS 180 NASSAU STREET, PRINCETON, NJ 08542	N/A CHARITABLE DONATION	UNKNOWN	150.
CALDWELL MEMORIAL PRESBYTERIAN MISSION FUND 1609 EAST FIFTH STREET, CHARLOTTE, NC 28204	N/A CHARITABLE DONATION	UNKNOWN	200.
CHANNEL 13 WNET 450 WEST 33RD STREET, NEW YORK, NY 10001	N/A CHARITABLE DONATION	UNKNOWN	200.
CHILDREN'S WISH FOUNDATION 8615 ROSWELL ROAD, ATLANTA, GA 30350	N/A CHARITABLE DONATION	UNKNOWN	300.

CHRISTOPHER REEVE FOUNDATION 836 MORRIS TURNPIKE, SUITE 3A, SHORT HILLS, NJ 07078	N/A CHARITABLE DONATION	UNKNOWN	450.
CITIZENS TO PROTECT 55 HANSON PLACE, BROOKLYN, NY 11217	N/A POLITICAL CONTRIBUTION	UNKNOWN	300.
CRAWFORD HOUSE 362 SUNSET ROAD, SKILLMAN, NJ 08558	N/A CHARITABLE DONATION	UNKNOWN	600.
D&R GREENWAY TRUST ONE PRESERVATION PLACE, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	6,700.
DECORATORS CONSIGNMENT 52 RAILROAD PLACE, HOPEWELL, NJ 08525	N/A CHARITABLE DONATION	UNKNOWN	891.
DOCTORS WITHOUT BORDERS PO BOX 5022, HAGERSTOWN, MD 21741	N/A CHARITABLE DONATION	UNKNOWN	5,000.
FAMILY GUIDANCE CENTER 1931 NOTTINGHAM WAY, HAMILTON, NJ 08619	N/A CHARITABLE DONATION	UNKNOWN	350.
FIRST PRESBYTERIAN CHURCH OF EWING 100 SCOTCH ROAD, EWING, NJ 08628	N/A CHARITABLE DONATION	UNKNOWN	200.
FRIENDS OF NJ STATE MUSEUM 205 WEST STATE STREET, TRENTON, NJ 08608	N/A CHARITABLE DONATION	UNKNOWN	300.
FRIENDS OF PRINCETON OPEN SPACE PO BOX 374, PRINCETON, NJ 08542	N/A CHARITABLE DONATION	UNKNOWN	1,000.
FRIENDS OF THE PRINCETON UNIVERSITY ART MUSEUM PRINCETON UNIVERSITY ART MUSEUM, PRINCETON, NJ 08544	N/A CHARITABLE DONATION	UNKNOWN	500.

GREENWOOD HOUSE 53 WALTER STREET, EWING, NJ 08628	N/A CHARITABLE DONATION	UNKNOWN	200.
GROUNDS FOR SCULPTURE 18 FAIRGROUNDS ROAD, HAMILTON, NJ 08619	N/A CHARITABLE DONATION	UNKNOWN	250.
HABITAT FOR HUMANITY 270 PEACHTREE STREET NW, ATLANTA, GA 30303	N/A CHARITABLE DONATION	UNKNOWN	300.
HISTORIC MORVEN, INC. 55 STOCKTON STREET, PRINCETON, NJ 08542	N/A CHARITABLE DONATION	UNKNOWN	500.
HUNTERDON HOSPICE 2100 WESTCOTT DRIVE, FLEMINGTON, NJ 08822	N/A CHARITABLE DONATION	UNKNOWN	300.
HUNTERDON LAND TRUST 3037 ROUTE 29, FRENCHTOWN, NJ 08825	N/A CHARITABLE DONATION	UNKNOWN	1,500.
HUNTERDON MEDICAL CENTER 2100 WESTCOTT DRIVE, FLEMINGTON, NJ 08822	N/A CHARITABLE DONATION	UNKNOWN	1,500.
HYDE HALL 267 GLIMMERGLASS STATE PARK, COOPERSTOWN, NY 13326	N/A CHARITABLE DONATION	UNKNOWN	500.
KOMEN, NJ RACE FOR THE CURE 5005 LBJ FREEWAY, SUITE 250, DALLAS, TX 75244	N/A CHARITABLE DONATION	UNKNOWN	500.
MCCARTER THEATRE 91 UNIVERSITY PLACE, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	5,000.
MORVEN 55 STOCKTON STREET, PRINCETON, NJ 08542	N/A CHARITABLE DONATION	UNKNOWN	500.

NATIONAL TRUST FOR HISTORIC PRESERVATION 1785 MASSACHUSETTS AVE, NW, WASHINGTON, DC 20036	N/A CHARITABLE DONATION	UNKNOWN	500.
NEW JERSEY OPERA THEATRE PO BOX 3151, PRINCETON, NJ 08543	N/A CHARITABLE DONATION	UNKNOWN	2,750.
NJ CONSERVATION FOUNDATION 170 LONGVIEW ROAD, FAR HILLS, NJ 07931	N/A CHARITABLE DONATION	UNKNOWN	5,000.
NJ FORESTRY FOUNDATION 501 EAST STATE STREET, PO BOX 404, TRENTON, NJ 08625	N/A CHARITABLE DONATION	UNKNOWN	200.
NJTL OF TRENTON 439 SOUTH BROAD ST, SUITE 208, TRENTON, NJ 08611	N/A CHARITABLE DONATION	UNKNOWN	200.
OFF-BROADSTREET THEATRE PO BOX 359, HOPEWELL, NJ 08525	N/A CHARITABLE DONATION	UNKNOWN	500.
PENNINGTON SCHOOL 112 WEST DELAWARE AVENUE, PENNINGTON, NJ 08534	N/A CHARITABLE DONATION	UNKNOWN	1,000.
PIEDMONT ENV. COUNCIL P.O. BOX 460, 45 HORNER ST., WARRENTON, VA 20188	N/A CHARITABLE DONATION	UNKNOWN	200.
PRINCETON ACADEMY 101 DRAKES CORNER ROAD, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	1,000.
PRINCETON ART MUSEUM MCCORMICK HALL, PRINCETON, NJ 08544	N/A CHARITABLE DONATION	UNKNOWN	500.
PRINCETON COMMUNITY TENNIS PROGRAM 1330 ROUTE 206, SKILLMAN, NJ 08558	N/A CHARITABLE DONATION	UNKNOWN	300.

PRINCETON FIRST AID AND RESCUE SQUAD 237 N. HARRISON STREET, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	700.
PRINCETON HISTORICAL SOCIETY 158 NASSAU STREET, PRINCETON NJ, 08542	N/A CHARITABLE DONATION	UNKNOWN	5,000.
PRINCETON HOSPICE 208 BUNN DRIVE, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	100.
PRINCETON PUBLIC LIBRARY FOUNDATION 65 WITHERSPOON STREET, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	1,100.
PRINCETON SENIOR RESOURCE CENTER 45 STOCKTON STREET, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	250.
PRINCETON SYMPHONY P.O. BOX 250, PRINCETON, NJ 08542	N/A CHARITABLE DONATION	UNKNOWN	500.
RESCUE MISSION OF TRENTON PO BOX 790, TRENTON, NJ 08605	N/A CHARITABLE DONATION	UNKNOWN	500.
SAVE 900 HERRONTOWN ROAD, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	500.
SMITHSONIAN INSTITUTE PO BOX 916, PITTSFIELD, MA 01202	N/A CHARITABLE DONATION	UNKNOWN	150.
SOURLAND PLANNING COUNCIL 1070 ROUTE 202/31, RINGOES, NJ 08551	N/A CHARITABLE DONATION	UNKNOWN	100.
SPECIAL OLYMPICS NJ PO BOX 6036, LAWRENCEVILLE, NJ 08648	N/A CHARITABLE DONATION	UNKNOWN	250.

ST. ALPHONSUS CHURCH 54 E. PROSPECT STREET, HOPEWELL, NJ 08525	N/A CHARITABLE DONATION	UNKNOWN	5,000.
ST. ANDREW'S CHURCH 50 YORK STREET, LAMBERTVILLE, NJ 08530-2024	N/A CHARITABLE DONATION	UNKNOWN	200.
ST. GEORGE RC CHURCH 408 GETTY AVENUE, PATERSON, NJ 07503	N/A CHARITABLE DONATION	UNKNOWN	200.
ST. JOHN'S CHURCH 44 BRIDGE STREET, LAMBERTVILLE, NJ 08530	N/A CHARITABLE DONATION	UNKNOWN	300.
ST. PAUL'S CHURCH 218 NASSAU STREET, PRINCETON, NJ 08542	N/A CHARITABLE DONATION	UNKNOWN	600.
ST. WILLIAMS ON LONG POINT PO BOX 71, RAQUETTE LAKE, NEW YORK 13436	N/A CHARITABLE DONATION	UNKNOWN	2,000.
STONEY BROOK MILLSTONE 31 TITUS MILL ROAD, PENNINGTON, NJ 08534	N/A CHARITABLE DONATION	UNKNOWN	1,000.
STUART COUNTRY DAY SCHOOL 1200 STUART ROAD, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	1,000.
SUFFIELD ACADEMY 185 NO. MAIN STREET, SUFFIELD, CT 06078	N/A CHARITABLE DONATION	UNKNOWN	3,000.
SUNSHINE FOUNDATION PO BOX 55130, TRENTON, NJ 08638-6130	N/A CHARITABLE DONATION	UNKNOWN	1,000.

THE ARC OF SOMERSET COUNTY 141 S. MAIN STREET, MANVILLE, NJ 08835	N/A CHARITABLE DONATION	UNKNOWN	500.
THE DRUMTHWACKET FOUNDATION 354 STOCKTON STREET, PRINCETON, NJ 08542	N/A CHARITABLE DONATION	UNKNOWN	750.
THE NATURE CONSERVANCY 200 POTTERSVILLE ROAD, CHESTER, NJ 07930	N/A CHARITABLE DONATION	UNKNOWN	500.
THE SALVATION ARMY PO BOX 956, SOMERVILLE, NJ 08876	N/A CHARITABLE DONATION	UNKNOWN	6,000.
TRENTON SOUP KITCHEN PO BOX 872, TRENTON, NJ 08605	N/A CHARITABLE DONATION	UNKNOWN	1,000.
UNICEF 125 MAIDEN LANE, 11TH FLOOR, NEW YORK, NY 10038	N/A CHARITABLE DONATION	UNKNOWN	1,000.
UNITED FIRST PRESBYTERIAN CHURCH OF AMWELL 1000 OLD YORK ROAD, RINGOES, NJ 08551	N/A CHARITABLE DONATION	UNKNOWN	100.
UNITED WAY 32 FORD AVENUE, MILLTOWN, NJ 08550	N/A CHARITABLE DONATION	UNKNOWN	500.
UNIVERSITY MEDICAL CENTER OF PRINCETON 253 WITHERSPOON STREET, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	2,000.
UNIVERSITY OF VIRGINIA, DEPT. OF MEDICINE PO BOX 800466, CHARLOTTESVILLE, VA 22908	N/A CHARITABLE DONATION	UNKNOWN	1,000.
UVA CANCER CENTER 222 JEFFERSON PARK AVE, CHARLOTTESVILLE, VA 22908	N/A CHARITABLE DONATION	UNKNOWN	1,000.

WESTMINSTER CHOIR COLLEGE WALNUT LN, PRINCETON, NJ 08540	N/A CHARITABLE DONATION	UNKNOWN	500.
WHYY 150 N. 6TH STREET, PHILADELPHIA, PA 19106	N/A CHARITABLE DONATION	UNKNOWN	150.
WOMANSPACE 1212 STUYVESANT AVENUE, TRENTON, NJ 08618	N/A CHARITABLE DONATION	UNKNOWN	500.
WXPB 3025 WALNUT STREET, PHILADELPHIA, PA 19104	N/A CHARITABLE DONATION	UNKNOWN	500.
YMCA-PRINCETON 59 PAUL ROBESON PLACE, PRINCETON NJ, 08540	N/A CHARITABLE DONATION	UNKNOWN	250.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

96,991.

Form **4562**Department of the Treasury
Internal Revenue Service (99)

Name(s) shown on return

Depreciation and Amortization RENT 2
(Including Information on Listed Property)

▶ See separate instructions.

▶ Attach to your tax return.

OMB No 1545-0172

2008Attachment
Sequence No 67

THE WM. BRYCE THOMPSON FOUNDATION, INC. MERCERVILLE

Identifying number
22-2941409**Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2007 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2009. Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions.)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2008	17	730.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2008 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property		13,318.	15 YRS.	HY	150DB	666.
f 20-year property						
g 25-year property			25 yrs.		S/L	
h Residential rental property	/		27 5 yrs.	MM	S/L	
	/		27.5 yrs.	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr.	22	1,396.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

816251
11-08-08 LHA For Paperwork Reduction Act Notice, see separate instructions.

Form 4562 (2008)

Part V**Listed Property** (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles)****24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
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25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use**25****26** Property used more than 50% in a qualified business use:

		%						
		%						
		%						

27 Property used 50% or less in a qualified business use:

		%				S/L -		
		%				S/L -		
		%				S/L -		

28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1**28****29** Add amounts in column (i), line 26. Enter here and on line 7, page 1**29****Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
30 Total business/investment miles driven during the year (do not include commuting miles)						
31 Total commuting miles driven during the year						
32 Total other personal (noncommuting) miles driven						
33 Total miles driven during the year. Add lines 30 through 32						
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?						
36 Is another vehicle available for personal use?						

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
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42 Amortization of costs that begins during your 2008 tax year:

43 Amortization of costs that began before your 2008 tax year**43****44** Total. Add amounts in column (f). See the instructions for where to report**44**

• 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 File by the extended due date for filing the return. See instructions.	Name of Exempt Organization	Employer identification number
	THE WM. BRYCE THOMPSON FOUNDATION, INC.	22-2941409
	Number, street, and room or suite no. If a P.O. box, see instructions.	For IRS use only
	195 NASSAU STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	PRINCETON, NJ 08540	

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
☒ 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 FOUNDATION

- The books are in the care of **195 NASSAU STREET - PRINCETON, NJ 08540**

Telephone No. **609-921-7655**

FAX No.

- If the organization does not have an office or place of business in the United States, check this box ☐ **X**

- 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

MORE TIME IS NEEDED 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	\$	866.
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	\$	4,962.
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

Title

Date

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