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# SCANNED FEB 0 2 2010

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

2009 09

OMB No 1545-0052

Department of the Treasury Internal Revenue Service

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

| For e                        | calend          | ar year 2008, or tax year beginning $10/01/08$ , a                 | and ending 9/3       | 0/09        |             |                                       |           |   |
|------------------------------|-----------------|--|----------------------|-------------|-------------|---------------------------------------|-----------|---|
| <b>G</b> C                   | heck a          | tll that apply Initial return Final return                         | n Amende             | ed return   |             | Address change                        |           | Name change                             |
|                              | the IR<br>abel. | S Name of foundation   |                      |             |             | loyer identification numb<br>-1316829 | er        |   |
|                              | erwise          | MANN-PALLER FOUNDATION, IN   | rC                   |             |             | phone number (see page 10             | of the    | e instructions)                         |
|                              | orint           | Number and street (or P O box number if mail is not delivered      |                      |             |             | mana naman (asa paga m                |           | , |
| or                           | type.           | 5404 FALMOUTH ROAD   | ,                    |             | C If exe    | emption application is pendi          | na. ch    | eck here                                |
| See                          | Specif          | ic City or town, state, and ZIP code                               | ·                    |             | 1           | oreign organizations, check           | -         | <b>•</b>                                |
| Instr                        | uction          |  | 816                  |             |             | oreign organizations meetii           |           | ,                                       |
| НС                           | heck t          | ype of organization   X   Section 501(c)(3) exempt private         | foundation           |             | 7           | 5% test, check here and at            | _         | omputation ►                            |
| $\square$ :                  | Section         |  | e private foundation |             | E If priv   | vate foundation status was            | termin    | ated                                    |
|                              |                 | ket value of all assets at end                                     | X Cash Acc           | rual        | 4           | r section 507(b)(1)(A), ched          |           |   |
| of                           | year (f         | from Part II, col (c), Other (specify)                             |                      |             | F If the    | foundation is in a 60-mont            | h term    | nation                                  |
| _ lin                        | e 16)           | ▶\$ 241,989 (Part I, column (d) must b                             | e on cash basis)     |             | unde        | r section 507(b)(1)(B), ched          | k here    | : ▶ 📘                                   |
| Pa                           | art I           | Analysis of Revenue and Expenses (The                              | (a) Revenue and      |             |             |                                       | (d)       | Disbursements                           |
|                              |                 | total of amounts in columns (b), (c), and (d) may not necessarily  | expenses per         | (b) Net in  |             | (c) Adjusted net                      |           | for charitable                          |
|                              |                 | equal the amounts in column (a) (see pg 11 of the instructions))   | books                | inco        | ome         | ınçome                                | (c        | purposes<br>ash basis only)             |
|                              | 1               | Contributions, gifts, grants, etc , received (attach schedule)     | 200,000              |             |             |                                       |           | <del></del>                             |
|                              | 2               | Check ► X if the foundation is <b>not</b> required to attach Sch B |                      |             |             |                                       |           |   |
|                              | 3               | Interest on savings and temporary cash investments                 | 2,196                |             | 2,196       |                                       |           |   |
|                              | 4               | Dividends and interest from securities                             |                      |             |             |                                       |           |   |
|                              | 5a              | Gross rents  |                      |             |             |                                       |           |   |
| ø                            | ь               | Net rental income or (loss)  |                      |             |             |                                       |           |   |
| 2                            | 6a              | Net gain or (loss) from sale of assets not on line 10              | -1,119,190           |             |             |                                       |           |   |
| Revenue                      | b               | Gross sales price for all assets on line 6a 85,778                 |                      |             |             |                                       |           |   |
|                              | 7               | Capital gain net income (from Part IV, line 2)                     |                      |             | 0           |                                       |           |   |
|                              | 8               | Net short-term capital gain  |                      |             |             | 0                                     |           |   |
|                              | 9               | Income modifications   |                      |             |             |                                       |           |   |
|                              | 10a             | Gross sales less returns & allowances                              |                      |             |             | 65                                    | 3/18      | ريادي                                   |
|                              | b               | Less Cost of goods sold  |                      |             |             | BENEWAY DE                            | AP.       |   |
|                              | С               | Gross profit or (loss) (attach schedule)                           |                      | BR          | TERNA       | inor                                  | 1         |   |
|                              | 11              | Other income (attach schedule)                                     |                      |             | - \MIS      | SOLLIN 12                             |           |   |
|                              | 12              | Total. Add lines 1 through 11                                      | -916,994             |             | 2,196       | 0, -,                                 |           |   |
| S                            | 13              | Compensation of officers, directors, trustees, etc.                |                      |             |             | JAN :                                 |           |   |
| Expenses                     | 14              | Other employee salaries and wages                                  |                      |             | <del></del> |                                       | _         |   |
| en en                        | 15              | Pension plans, employee benefits                                   |                      |             |             | DE L                                  | _         |   |
| ×                            | 16a             | Legal fees (attach schedule)                                       |                      |             |             | 107.4.6                               |           |   |
|                              | b               | Accounting fees (attach schedule) Stmt 1                           | 3,527                |             |             | ٠ - س                                 |           | _ <del>.</del>                          |
| Ę;                           | С               | Other professional fees (attach schedule)                          | ·····                |             |             |                                       | <b></b>   |   |
| tra                          | 17              | Interest   |                      |             |             |                                       | <u> </u>  |   |
| nis                          | 18              | Taxes (attach schedule) (see page 14 of the instructions) Stmt 2   | 63                   | <u> </u>    |             |                                       | <u> </u>  |   |
| Ë                            | 19              | Depreciation (attach schedule) and depletion                       |                      |             |             |                                       |           |   |
| Ad                           | 20              | Occupancy  | <del></del>          |             |             |                                       | <u> </u>  | <del></del>                             |
| Ď                            | 21              | Travel, conferences, and meetings                                  |                      |             |             |                                       | <b></b>   |   |
| ā                            | 22              | Printing and publications  |                      |             |             |                                       | <b>——</b> |   |
| В                            | 23              | Other expenses (att sch ) Stmt 3                                   | 5                    |             |             |                                       |           |   |
| Operating and Administrative | 24              | Total operating and administrative expenses.                       |                      |             | _           |                                       |           | _                                       |
| ě                            |                 | Add lines 13 through 23  | 3,595                |             | 0           |                                       |           | 0                                       |
| ŏ                            | 25              | Contributions, gifts, grants paid                                  | 175,000              | +           |             |                                       |           | 175,000                                 |
|                              | 26              | Total expenses and disbursements. Add lines 24 and 25              | 178,595              | <b> </b>    | 0           | 0                                     |           | 175,000                                 |
|                              | 27              | Subtract line 26 from line 12:                                     |                      |             |             |                                       | l         |   |
|                              | a .             | Excess of revenue over expenses & disbursements                    | -1,095,589           | <del></del> |             |                                       | <b></b>   |   |
|                              | b               | Net investment income (if negative, enter -0-)                     |                      | ļ           | 2,196       |                                       |           |   |
| _                            | <u>c</u>        | Adjusted net income (if negative, enter -0-)                       |                      | I           |             | 0                                     |           | <b>DE</b> (0000)                        |

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

| Fo                          | rm 990   | )-PF (2008) MANN-PALLER FOUNDATION, INC   | 52-13168          | 29               | Page 2                |  |  |  |
|-----------------------------|--|---|-------------------|------------------|-----------------------|--|--|--|
|                             | Part I   | Balance Sheets Attached schedules and amounts in the description column                 | Beginning of year | End of           | year                  |  |  |  |
| _                           | r ait i  | should be for end-of-year amounts only (See instructions )                              | (a) Book Value    | (b) Book Value   | (c) Fair Market Value |  |  |  |
|                             | 1  | Cash—non-interest-bearing   | 32,882            | 29,618           | 29,618                |  |  |  |
| 1                           | 2  | Savings and temporary cash investments  | 99,728            | 212,371          | 212,371               |  |  |  |
|                             | 3  | Accounts receivable   |                   |                  | -                     |  |  |  |
| ŀ                           |  | Less: allowance for doubtful accounts   |                   |                  |                       |  |  |  |
| - 1                         | 4  | Pledges receivable  |                   |                  |                       |  |  |  |
| ŀ                           |  | Less: allowance for doubtful accounts   |                   |                  |                       |  |  |  |
|                             | 5  | Grants receivable   |                   |                  |                       |  |  |  |
|                             | 6  | Receivables due from officers, directors, trustees, and other                           |                   |                  |                       |  |  |  |
|                             | U  | disqualified persons (attach schedule) (see page 15 of the                              |                   |                  |                       |  |  |  |
|                             |  |   |                   |                  |                       |  |  |  |
| ŀ                           | _  | instructions)   |                   |                  |                       |  |  |  |
| ı                           | 7  | Other notes and loans receivable (att schedule)   |                   |                  |                       |  |  |  |
|                             |  | Less. allowance for doubtful accounts   |                   |                  |                       |  |  |  |
| Assets                      | 8  | Inventories for sale or use   |                   |                  |                       |  |  |  |
| SS                          | 9  | Prepaid expenses and deferred charges   |                   |                  |                       |  |  |  |
| ₹                           | 10a  | Investments—U S and state government obligations (attach schedule)                      |                   |                  |                       |  |  |  |
|                             | b  | Investments—corporate stock (attach schedule)  See Stmt 4                               | 1,122,053         |                  |                       |  |  |  |
|                             | C  | Investments—corporate bonds (attach schedule)   |                   |                  |                       |  |  |  |
|                             | 11   | Investments—land, buildings, and equipment basis  |                   |                  |                       |  |  |  |
|                             |  | Less accumulated depreciation (attach sch.)   |                   |                  |                       |  |  |  |
| -                           | 12   | Investments—mortgage loans  |                   |                  |                       |  |  |  |
| - 1                         | 13   | Investments—other (attach schedule) See Statement 5                                     | 82,915            |                  |                       |  |  |  |
| -                           | 14   | Land, buildings, and equipment basis  | ,                 |                  |                       |  |  |  |
| ]                           | • •  | Less accumulated depreciation (attach sch.)   |                   |                  |                       |  |  |  |
| - 1                         | 15   | Other assets (describe  |                   |                  | <del></del> -         |  |  |  |
| - 1                         | 16   | ,   |                   |                  | <del></del>           |  |  |  |
|                             | 10   | Total assets (to be completed by all filers—see the                                     | 1,337,578         | 241,989          | 241,989               |  |  |  |
| $\dashv$                    | 47   | instructions Also, see page 1, item I)  | 1,337,376         | 241,303          | 241,909               |  |  |  |
|                             | 17   | Accounts payable and accrued expenses   |                   |                  |                       |  |  |  |
| တ္ထ                         | 18   | Grants payable  |                   |                  |                       |  |  |  |
| Ξ                           | 19   | Deferred revenue  |                   |                  |                       |  |  |  |
| Liabilities                 | 20   | Loans from officers, directors, trustees, and other disqualified persons                |                   | · <del>···</del> |                       |  |  |  |
| <u>.e</u>                   | 21   | Mortgages and other notes payable (attach schedule)                                     |                   |                  |                       |  |  |  |
| _                           | 22   | Other liabilities (describe )   |                   |                  |                       |  |  |  |
| ╛                           | 23   | Total liabilities (add lines 17 through 22)   | 0                 | 0                |                       |  |  |  |
|                             |  | Foundations that follow SFAS 117, check here  |                   |                  |                       |  |  |  |
| ပ္လ                         |  | and complete lines 24 through 26 and lines 30 and 31.                                   |                   |                  |                       |  |  |  |
| ည                           | 24   | Unrestricted  |                   |                  |                       |  |  |  |
| 폘                           | 25   | Temporarily restricted  |                   |                  |                       |  |  |  |
| 8                           | 26   | Permanently restricted  |                   |                  |                       |  |  |  |
| Net Assets or Fund Balances |  | Foundations that do not follow SFAS 117, check here                                     |                   | -                |                       |  |  |  |
| .5                          |  | 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                           |                   | ··               |                       |  |  |  |
| ě                           | 29   | Retained earnings, accumulated income, endowment, or other funds                        | 1,337,578         | 241,989          |                       |  |  |  |
| SS                          | 30   | Total net assets or fund balances (see page 17 of the                                   | 2,007,000         | 212//00          |                       |  |  |  |
| 2                           | instructions) 1,337,578 241,98                                     |   |                   |                  |                       |  |  |  |
| 윈                           | Z 24 Total liabilistics and not constalfined belonces (see note 17 |   |                   |                  |                       |  |  |  |
|                             | 31   | Total liabilities and net assets/fund balances (see page 17                             | 1 227 570         | 241 000          |                       |  |  |  |
| Ц                           | Dart I   | of the instructions)  | 1,337,578         | 241,989          |                       |  |  |  |
| _                           | Part I   |   |                   | T                |                       |  |  |  |
| 1                           |  | I net assets or fund balances at beginning of year—Part II, column (a), line 30 (must a | agree with        |                  | 1 220 500             |  |  |  |
| _                           |  | of-year figure reported on prior year's return)   |                   | 1                | 1,337,578             |  |  |  |
|                             |  | r amount from Part I, line 27a  |                   | 2                | -1,095,589            |  |  |  |
|                             |  | r increases not included in line 2 (itemize)  |                   | 3                |                       |  |  |  |
|                             |  | lines 1, 2, and 3   |                   | 4_               | 241,989               |  |  |  |
|                             |  | eases not included in line 2 (itemize)  |                   | 5                |                       |  |  |  |
| _6                          | Total  | net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b),   | line 30           | 6                | 241,989               |  |  |  |

| Part IV Capital Gains ar  | nd Losses for Tax on Investme   | <u>nt Incom</u>                                  | <u>e</u>              |  |             |  |  |
|---|---|--|-----------------------|--|-------------|--|--|
| (a) List and descrit<br>2-story brick ware                      | be the kind(s) of property sold (e.g., real estate<br>chouse, or common stock, 200 shs MLC Co.) | •  |                       | (b) How acquired P—Purchase D—Donation |             | te acquired<br>, day, yr )                   | (d) Date sold<br>(mo , day, yr )             |
| 1a 40304 shs Healt  | hgate Data Corp   |  |                       | D                                      | 1/2         | 26/00  | 1/21/09                                      |
| b Hutton Invest F   | utures Partnership  |  |                       | D                                      | 1/0         | 1/88   | 10/01/08                                     |
| С   |   |  |                       |  |             |  |  |
| d   |   |  |                       |  |             |  |  |
| e   |   |  |                       |  |             |  | <u> </u>                                     |
| (e) Gross sales price   | (f) Depreciation allowed (or allowable)   | (  | g) Cost or plus expen |  |             | • •  | n or (loss)<br>f) minus (g)                  |
| a 1,265   |   |  |                       | 1,122,053                              |             | _  | <u>-1,120,788</u>                            |
| ь 84,513  | · <del></del>   |  |                       | 82,915                                 |             |  | 1,598  |
| С   | ·   |  |                       |  |             |  |  |
| d   |   | <u> </u>   |                       |  |             |  | <del> </del>                                 |
| e   |   |  | · · · · · ·           |  |             |  |  |
| Complete only for assets showing                                | gain in column (h) and owned by the fou   | indation on                                      |                       |  |             |  | ol (h) gain minus                            |
| (ı) FMV as of 12/31/69  | (j) Adjusted basis<br>as of 12/31/69  |  | (k) Excess over col   |  | со          |  | less than -0-) <b>or</b><br>om col (h))      |
|   |   |  |                       | <u></u>                                |             | ·  |  |
| a   |   | -  |                       |  |             |  | -1,120,788<br>1,598                          |
| _ b   |   |  |                       |  | -           | <del></del>                                  | 1,330  |
| d d   |   |  | <del></del>           |  |             |  |  |
| e   |   | <del>                                     </del> |                       |  |             |  |  |
|   | If gain, also enter in  | Part Lline 7                                     | , ¬                   |  | <del></del> |  |  |
| 2 Capital gain net income or (net ca                            | pital loss) If (loss), enter -0- in   |  |                       |  | 2           |  | -1,119,190                                   |
| 3 Net short-term capital gain or (loss                          | s) as defined in sections 1222(5) and (6)   |  | _                     |  |             |  |  |
|   | column (c) (see pages 13 and 17 of the i  |  | $\neg$                |  |             |  |  |
| If (loss), enter -0- in Part I, line 8                          | committee (c) (coo pages to and it of the   | ,  | _                     |  | 3           |  |  |
|   | der Section 4940(e) for Reduc   | ed Tax or  | n Net Inv             | vestment Incom                         |             |  |  |
| If "Yes," the foundation does not qualif                        | on 4942 tax on the distributable amount of under section 4940(e) Do not complet                 | e this part                                      |                       | · <u></u>                              |             | <b>1</b> 0                                   |  |
|   | ach column for each year, see page 18 c   | of the instruc                                   | tions befor           |  | ;           |  |  |
| (a)<br>Base penod years<br>Calendar year (or tax year beginning |   |  | Net value             | (c)<br>of noncharitable-use ass        |             |  | (d)<br>ribution ratio<br>divided by col (c)) |
| 2007  |   | ,937   |                       | 237,                                   |             |  | 0.209900                                     |
| 2006  |   | ,000   |                       | 261,                                   |             |  | 0.267470                                     |
| 2005  | <del></del>   | ,670   |                       | 253,8                                  |             |  | 0.136563                                     |
| 2004  | 25  | ,000   |                       | 240,                                   | 551         |  | 0.103928                                     |
| 2003  |   |  |                       |  |             | <del></del>                                  |  |
| 2 Total of line 1, column (d)                                   |   |  |                       |  | 2           | 2  | 0.717861                                     |
| 3 Average distribution ratio for the 5                          | year base period—divide the total on lin  | e 2 by 5, or                                     | by the                |  |             |  |  |
| number of years the foundation ha                               | as been in existence if less than 5 years   |  |                       |  | 3           | 3  | 0.179465                                     |
| 4 Enter the net value of noncharitab                            | le-use assets for 2008 from Part X, line (  | 5  |                       |  | 4           | 1  | 174,447                                      |
| 5 Multiply line 4 by line 3                                     |   |  |                       |  | 5           | 5  | 31,307                                       |
|   |   |  |                       |  | <u> </u>    |  |  |
| 6 Enter 1% of net investment incom                              | e (1% of Part I, line 27b)  |  |                       |  | _6          | <u>;                                    </u> | 22   |
| 7 Add lines 5 and 6   |   |  |                       |  | 7           | ,  | 31,329                                       |
| 8 Enter qualifying distributions from                           |   |  |                       |  | _8          | 3  | 175,000                                      |
|   | line 7, check the box in Part VI, line 1b,  | and complet                                      | e that part           | using a 1% tax rate                    | See         |  |  |
| the Part VI instructions on page 1                              | 8   |  |                       |  |             |  |  |
|   |   |  |                       |  |             |  | Form 990-PF (2008)                           |

| Form | 990-PF (2008) MANN-PALLER FOUNDATION, INC 52-1316829  |          |          |           |          | Page 4   |
|------|---|----------|----------|-----------|----------|----------|
| Pa   | ert VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the                     | inst     | ructions | s)        |          |          |
| 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  | ·L       | 1        |           |          | 22       |
|      | here X and enter 1% of Part I, line 27b   |          |          |           |          |          |
| С    | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4%                                       |          |          |           |          |          |
|      | of Part I, line 12, col (b)   |          |          |           |          |          |
| 2    | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                       |          | 2        |           | _        |          |
| 3    | Add lines 1 and 2   | <u>_</u> | 3        |           |          | 22       |
| 4    | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                     | <u>_</u> | 4        |           |          | C        |
| 5    | Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-  | _        | 5        |           |          | 22       |
| 6    | Credits/Payments.   |          |          |           |          |          |
| а    | 2008 estimated tax payments and 2007 overpayment credited to 2008 6a  | 4        |          |           |          |          |
| b    | Exempt foreign organizations—tax withheld at source 6b  | 4        |          |           |          |          |
| С    | Tax paid with application for extension of time to file (Form 8868)   | 4        |          |           |          |          |
| d    | Backup withholding erroneously withheld 6d  | 4        |          |           |          |          |
| 7    | Total credits and payments Add lines 6a through 6d  | $\perp$  | 7        |           |          |          |
| 8    | Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached  | $\perp$  | 8        |           |          |          |
| 9    | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed   |          | 9        |           |          | 22       |
| 10   | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid                                       | 1        | 0        |           |          |          |
| 11   | Enter the amount of line 10 to be: Credited to 2009 estimated tax ▶ Refunded ▶  | 1        | 1        |           |          |          |
| Pa   | art VII-A Statements Regarding Activities   |          |          |           |          | ,        |
| 1a   | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it                |          |          | ļ         | Yes      | No       |
|      | participate or intervene in any political campaign?   |          |          | 1a        |          | <u> </u> |
| þ    | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19                |          |          |           |          |          |
|      | of the instructions for definition)?  |          |          | <u>1b</u> | <u> </u> | X        |
|      | If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials                 |          |          | l         |          |          |
|      | published or distributed by the foundation in connection with the activities  |          |          | ļ         |          | 1        |
| C    | Did the foundation file Form 1120-POL for this year?  |          |          | 1c        | <b>.</b> | X        |
| đ    | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year                               |          |          |           |          |          |
|      | (1) On the foundation  \$ (2) On foundation managers  \$  |          |          |           |          |          |
| е    | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on                |          |          |           |          | ]        |
|      | foundation managers.  \$  |          |          |           |          | 1        |
| 2    | Has the foundation engaged in any activities that have not previously been reported to the IRS?                                 |          |          | 2         |          | X        |
|      | If "Yes," attach a detailed description of the activities.  |          |          |           |          |          |
| 3    | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, 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        |
| þ    | If "Yes," has it filed a tax return on Form 990-T for this year?  |          | N/2      |           |          | +        |
| 5    | Was there a liquidation, termination, dissolution, or substantial contraction during the year?                                  |          |          | 5         | -        | X        |
|      | If "Yes," attach the statement required by General Instruction T  |          |          |           |          |          |
| 6    | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either                                |          |          |           |          |          |
|      | By language in the governing instrument, or   |          |          | ļ         |          |          |
|      | 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 X | (V       |          | 7         | X        |          |
| 8a   | Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions)   None        |          |          |           |          |          |
| b    | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General                    |          |          |           | 1        | 1        |
|      | (or designate) of each state as required by General Instruction G? If "No," attach explanation See Stmt                         | 6        |          | 8b        |          | X        |
| 9    | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3)                    |          |          |           |          |          |
|      | or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on                    |          |          |           | 1        |          |
|      | page 27)? If "Yes," complete Part XIV   |          |          | 9         | 1        | X        |
| 10   | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their                  |          |          |           | -        |          |
|      | names and addresses   |          |          | 10        | 1_       | X        |

| Form        | 1 990-PF (2008)     | MANN-PALLER FOUNDATION, INC 52-131682   | 9            |                 | _    | F   | age 5       |
|-------------|---------------------|---|--------------|-----------------|------|-----|-------------|
|             | art VII-A           | Statements Regarding Activities (continued)   |              |                 |      |     |             |
| 11          | At any time during  | the year, did the foundation, directly or indirectly, own a controlled entity within the  |              |                 |      |     |             |
|             | meaning of section  | 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)   |              |                 | 11   |     | X           |
| 12          | Did the foundati    | on acquire a direct or indirect interest in any applicable insurance contract before  |              |                 |      |     |             |
|             | August 17, 2008     | ?   |              |                 | 12   |     | X           |
| 13          | Did the foundati    | on comply with the public inspection requirements for its annual returns and exemption applicatio   | n?           |                 | 13   | X   |             |
|             | Website addres      |   |              |                 |      |     |             |
| 14          | The books are i     |   | ohone no 🕨   | 301-2           | 29-  | 077 | 7           |
|             |                     | 5404 FALMOUTH ROAD  |              |                 |      |     |             |
|             | Located at 🕨        | Bethesda, MD  | ZIP+4 ▶      | 20816           |      |     |             |
| 15          | Section 4947(a)     | (1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here  | ı            |                 |      |     | ▶ ∐         |
|             |                     | nount of tax-exempt interest received or accrued during the year  |              | 15              |      |     |             |
| _ <u>Pa</u> | art VII-B           | Statements Regarding Activities for Which Form 4720 May Be Required   |              |                 |      |     |             |
|             |                     | if any item is checked in the "Yes" column, unless an exception applies.  |              |                 |      | Yes | No          |
| 1a          |                     | did the foundation (either directly or indirectly)  |              | ( <del></del> ) |      |     |             |
|             | . ,                 | ne sale or exchange, or leasing of property with a disqualified person?   | Yes          | X No            |      |     |             |
|             | • /                 | ey from, lend money to, or otherwise extend credit to (or accept it from) a   |              | <b>₩</b>        |      |     |             |
|             | disqualified        |   | Yes          | X No            |      |     |             |
|             | . ,                 | ds, services, or facilities to (or accept them from) a disqualified person?   | Yes          | [ <del></del> 1 |      |     |             |
|             | . ,                 | nsation to, or pay or reimburse the expenses of, a disqualified person?   | Yes          | X No            |      |     |             |
|             |                     | y income or assets to a disqualified person (or make any of either available for  | □ v          | X No            |      |     |             |
|             |                     | or use of a disqualified person)?   | ∐ Yes        | X No            |      |     |             |
|             | •                   | y money or property to a government official? (Exception. Check "No" if   |              |                 |      |     |             |
|             |                     | on agreed to make a grant to or to employ the official for a period after   | Yes          | X No            |      |     |             |
| b           |                     | of government service, if terminating within 90 days )<br>"Yes" to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulation | _            | 37 140          |      |     |             |
| J           |                     | (d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?   | 3            | N/A             | 1b   |     |             |
|             |                     | elying on a current notice regarding disaster assistance check here   |              | ▶ □             | -10  |     | <del></del> |
| С           |                     | on engage in a prior year in any of the acts described in 1a, other than excepted acts, that  |              |                 |      |     |             |
| ·           |                     | ed before the first day of the tax year beginning in 2008?  |              | N/A             | 1c   |     |             |
| 2           |                     | to distribute income (section 4942) (does not apply for years the foundation was a private  |              | ,               |      |     | $\vdash$    |
| _           |                     | ation defined in section 4942(j)(3) or 4942(j)(5))  |              |                 |      |     |             |
| а           |                     | e year 2008, did the foundation have any undistributed income (lines 6d and   |              |                 |      |     |             |
|             |                     | tax year(s) beginning before 2008?  | Yes          | X No            |      |     |             |
|             | If "Yes," list the  |   | <del>ب</del> |                 |      |     |             |
| b           | Are there any ye    | ears listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2)  |              |                 |      |     |             |
|             |                     | rect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2)   |              |                 |      |     |             |
|             | to all years liste  | d, answer "No" and attach statement—see page 20 of the instructions)  |              | N/A             | 2b   |     |             |
| С           | If the provisions   | of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here   |              |                 |      |     |             |
|             | <b>▶</b> 20 ,       | 20 , 20 , 20  |              |                 |      |     |             |
| 3a          | Did the foundati    | on hold more than a 2% direct or indirect interest in any business  | _            | _               |      |     |             |
|             | enterprise at an    | y time during the year?   | Yes          | X No            |      |     |             |
| b           | If "Yes," did it ha | ive excess business holdings in 2008 as a result of (1) any purchase by the foundation or   |              |                 |      |     |             |
|             | disqualified pers   | ons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the  |              |                 |      |     |             |
|             | Commissioner (      | inder section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse  |              |                 |      |     |             |
|             |                     | or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the  |              | 1-              |      |     |             |
|             |                     | excess business holdings in 2008 )  |              | N/A             | _3b_ |     | <del></del> |
| 4a          |                     | on invest during the year any amount in a manner that would jeopardize its charitable purposes?   |              |                 | 4a   | ļ   | X           |
| þ           |                     | on make any investment in a prior year (but after December 31, 1969) that could jeopardize its  |              |                 |      |     |             |
|             | charitable purpo    | se that had not been removed from jeopardy before the first day of the tax year beginning in 200  | 87           |                 | 4b   | L   | <u> </u>    |

4b X Form 990-PF (2008)

| Form | 1 990-PF (2008)     | MANN-PALLER FOUNDATION, INC 52-131682  | 9        |          | _                                   |                | Pa                  | ige 6     |
|------|---------------------|--|----------|----------|-------------------------------------|----------------|---------------------|-----------|
| Pa   | art VII-B           | Statements Regarding Activities for Which Form 4720 May Be Required                                  | (cor     | ntinue   | d)                                  |                |                     |           |
| 5a   | During the year     | did the foundation pay or incur any amount to  |          |          |                                     |                |                     |           |
|      | (1) Carry on pr     | opaganda, or otherwise attempt to influence legislation (section 4945(e))?                           | $\Box$   | Yes      | X No                                |                |                     |           |
|      | (2) Influence th    | e outcome of any specific public election (see section 4955), or to carry on,                        | _        |          | _                                   |                |                     |           |
|      | directly or ir      | ndirectly, any voter registration drive?   |          | Yes      | X No                                |                |                     |           |
|      | (3) Provide a g     | rant to an individual for travel, study, or other similar purposes?                                  | П        | Yes      | X No                                |                |                     |           |
|      | (4) Provide a g     | rant to an organization other than a charitable, etc., organization described in                     | _        |          | _                                   |                |                     |           |
|      | section 509         | (a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)                        | $\Box$   | Yes      | X No                                |                | ŀ                   |           |
|      | (5) Provide for     | any purpose other than religious, charitable, scientific, literary, or                               |          |          |                                     |                | İ                   |           |
|      | educational         | purposes, or for the prevention of cruelty to children or animals?                                   |          | Yes      | X 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 sec     | ction 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions) | ?        |          | N/A                                 | 5b             |                     |           |
|      | Organizations re    | elying on a current notice regarding disaster assistance check here                                  |          | <b>•</b> | . 🗍 🐪                               |                |                     |           |
| С    | If the answer is    | "Yes" to question 5a(4), does the foundation claim exemption from the tax                            |          |          |                                     |                |                     |           |
|      |                     | tained expenditure responsibility for the grant? N/A   | $\Box$   | Yes      | No                                  |                |                     |           |
|      | If "Yes," attach    | the statement required by Regulations section 53 4945-5(d)   |          |          |                                     |                |                     |           |
| 6a   |                     | on, during the year, receive any funds, directly or indirectly, to pay premiums                      |          |          |                                     |                |                     |           |
|      | on a personal b     | enefit contract?   |          | Yes      | X No                                |                |                     |           |
| b    | Did the foundati    | on, during the year, pay premiums, directly or indirectly, on a personal benefit contract?           | .—       |          |                                     | 6b             |                     | Х         |
|      | If you answered     | "Yes" to 6b, also file Form 8870   |          |          |                                     |                |                     |           |
| 7a   | At any time duri    | ng the tax year, was the foundation a party to a prohibited tax shelter transaction?                 | $\Box$   | Yes      | X No                                |                |                     |           |
| b    | If yes, did the fo  | nundation receive any proceeds or have any net income attributable to the transaction?               | _        |          | N/A                                 | 7b             |                     |           |
| Pa   | art VIII Inf        | formation About Officers, Directors, Trustees, Foundation Managers, High                             | hly I    | Paid E   | Employee                            | s,             |                     |           |
|      |                     | d Contractors  |          |          | . ,                                 | •              |                     |           |
| 1 1  | ist all officers, o | directors, trustees, foundation managers and their compensation (see page 22 of the instru           | ction    | าร).     |                                     |                |                     |           |
|      |                     | (b) Title, and average (c) Compet  | nsation  | (d)      | Contributions to<br>poloyee benefit | (e)            | Expen               | se        |
|      |                     | (a) Name and address hours per week devoted to position -0-)   | enter    | pla      | ns and deferred<br>compensation     | acc<br>al      | ount, ot<br>lowance | her<br>es |
| MA   | RSHA PALLER         | BETHESDA PRESIDENT   |          |          |                                     |                |                     |           |
|      |                     | MID 20816  |          | ٥        | d                                   | ,              |                     | 0         |
| Сн   | ANNING PALLER       | BETHESDA V-P   |          |          |                                     |                |                     |           |
|      |                     | MD 20816   |          | 0        | c                                   | ,              |                     | 0         |
| AL   | AN PALLER           | BETHESDA SECRETARY   |          |          |                                     |                | •                   |           |
|      |                     | MD 20816   |          | ٥        | c                                   | ,              |                     | 0         |
| M.A  | RSHA PALLER         | BETHESDA TREASURER   |          |          |                                     |                |                     |           |
|      |                     | MID 20816  |          | ٥        | c                                   |                |                     | 0         |
| 2    | Compensation        | of five highest-paid employees (other than those included on line 1—see page 23 of the in            | struc    | tions    |                                     |                |                     |           |
|      | If none, enter "    |  |          | ,        |                                     |                |                     |           |
|      | · ·                 | (b) Title, and average   |          | (d)      | Contributions to                    | (0)            | Expen               |           |
|      | (a) Na              | ame and address of each employee paid more than \$50,000 hours per week (c) Compe                    | ensation |          | ployee benefit<br>s and deferred    | acc            | ount, ot            | her       |
|      |                     | devoted to position  |          |          | ompensation                         | aı             | lowance             | )S        |
| NO   | NE                  |  |          |          |                                     |                |                     |           |
|      |                     |  |          |          |                                     |                |                     |           |
|      | -                   |  |          |          |                                     |                |                     |           |
|      |                     |  |          |          |                                     | 1              |                     |           |
|      |                     |  |          |          |                                     |                |                     |           |
|      |                     |  |          | $\perp$  |                                     |                |                     |           |
|      | <del> </del>        |  |          |          |                                     |                |                     |           |
| _    |                     |  |          |          |                                     |                |                     |           |
|      |                     |  | ,        |          |                                     |                | -                   |           |
|      | _                   |  |          |          |                                     |                |                     |           |
| Tota | I number of other   | employees paid over \$50,000   |          | -        |                                     | <b>•</b>       | $\Gamma$            |           |
|      |                     |  |          |          | Fo                                  | rm <b>99</b> 0 | )-PF (              | 2008)     |

| Form 990-PF (20   | 08) MANN-PALLER FOUNDATION, INC   | 52-1316829                                  | Page 7           |
|-------------------|---|---|------------------|
| Part VIII         | Information About Officers, Directors, Trustees, Found and Contractors (continued)              |   |                  |
| 3 Five highe      | est-paid independent contractors for professional services (see page 2                          | 3 of the instructions). If none, enter "NON | E."              |
|                   | (a) Name and address of each person paid more than \$50,000                                     | (b) Type of service                         | (c) Compensation |
| NONE              |   |   |                  |
|                   |   |   |                  |
|                   |   |   |                  |
|                   |   |   |                  |
|                   |   |   |                  |
|                   |   |   | <u> </u>         |
|                   |   |   |                  |
|                   |   |   |                  |
|                   |   |   |                  |
| Total number of   | others receiving over \$50,000 for professional services  |   | <b>P</b>         |
| Part IX-A         | Summary of Direct Charitable Activities   |   |                  |
|                   | n's four largest direct charitable activities during the tax year. Include relevant statistical | information such as the number              | Expenses         |
|                   | and other beneficiaries served, conferences convened, research papers produced, etc             |   | Expenses         |
| 1 N/A             |   |   |                  |
|                   |   |   |                  |
|                   |   |   |                  |
| 2                 |   |   |                  |
|                   |   |   |                  |
| 3                 |   |   | -                |
| •                 |   |   |                  |
|                   |   |   |                  |
| 4                 |   |   |                  |
|                   |   |   |                  |
|                   |   |   | 1,               |
| Part IX-B         | Summary of Program-Related Investments (see page  |   | <del> </del>     |
|                   | largest program-related investments made by the foundation during the tax year on line          | es 1 and 2                                  | Amount           |
| 1 N/A             |   |   |                  |
|                   |   |   |                  |
| 2                 |   |   |                  |
| -                 |   |   |                  |
|                   |   |   |                  |
| All other program | -related investments See page 24 of the instructions  |   |                  |
| 3                 | . •   |   |                  |
|                   |   |   |                  |
|                   |   |   |                  |

▶

Total. Add lines 1 through 3

qualifies for the section 4940(e) reduction of tax in those years

| Pa | Irt X Minimum Investment Return (All domestic foundations must complete this part. Foreign                                 | n fou | indations,       |
|----|--|-------|------------------|
|    | see page 24 of the instructions.)  |       |                  |
| 1  | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,                          | - 1   |                  |
|    | purposes   |       |                  |
| а  | Average monthly fair market value of securities  | 1a    | 59,148           |
| b  | Average of monthly cash balances   | 1b    | 117,956          |
| С  | Fair market value of all other assets (see page 24 of the instructions)  | 1c    | 0                |
| d  | Total (add lines 1a, b, and c)   | 1d    | 177,104          |
| е  | 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     | 177,104          |
| 4  | Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25                           |       |                  |
|    | of the instructions)   | 4     | 2,657<br>174,447 |
| 5  | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.                      | 5     | 174,447          |
| 6  | Minimum investment return. Enter 5% of line 5  | 6     | 8,722            |
| Pa | Irt XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operations            | atıng |                  |
|    | foundations and certain foreign organizations check here   and do not complete this part )                                 |       |                  |
| 1  | Minimum investment return from Part X, line 6  | 1     | 8,722            |
| 2a | Tax on investment income for 2008 from Part VI, line 5   | 1     |                  |
| b  | Income tax for 2008 (This does not include the tax from Part VI )  | i     |                  |
| С  | Add lines 2a and 2b  | 2c    | 22               |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1  | 3     | 8,700            |
| 4  | Recoveries of amounts treated as qualifying distributions  | 4     |                  |
| 5  | Add lines 3 and 4  | 5     | 8,700            |
| 6  | Deduction from distributable amount (see page 25 of the instructions)  | 6     |                  |
| 7  | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,                                  |       |                  |
|    | line 1   | 7     | 8,700            |
| Pa | art XII Qualifying Distributions (see page 25 of the instructions)   |       |                  |
| 1  | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes                                  |       |                  |
| а  | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26  | 1a    | 175,000          |
| b  | Program-related investments—total from Part IX-B   | 1b    |                  |
| 2  | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc.,                           |       |                  |
|    | purposes   | 2     |                  |
| 3  | Amounts set aside for specific charitable projects that satisfy the  |       |                  |
| а  | Suitability test (prior IRS approval required)   | 3a    |                  |
| b  | Cash distribution test (attach the required schedule)  | 3b    |                  |
| 4  | Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4                  | 4     | 175,000          |
| 5  | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income                        | 1     |                  |
|    | Enter 1% of Part I, line 27b (see page 26 of the instructions)   | 5     | 22               |
| 6  | Adjusted qualifying distributions. Subtract line 5 from line 4   | 6     | 174,978          |
|    | Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation |       |                  |

Form **990-PF** (2008)

| Distributable amount for 2008 from Part Xi,   | Pa | art XIII Undistributed Incom              | e (see page 26 of the | e instructions)                       |                     |           |               |
|---|----|---|-----------------------|---------------------------------------|---------------------|-----------|---------------|
| Inter 7   |    | _   |                       |                                       |                     |           |               |
| 2 Undistributed income, (any, as of the end of 2007  2 Enter amount for 2007 only  3 From 2003  3 Excess distributions carryover, (any, to 2008  4 From 2005  4 From 2005  5 From 2005  5 From 2006  6 From 2006  6 From 2006  7 Total of lines 3 athrough e  1 Unalitying distributions for 2008 from Part XII, line 4 ► \$ 1.75, 0.00  8 Applied to 2007, but not more than line 23  8 Applied to undistributed income of prior years (Election required—sea page 26 of the instructions)  6 Treated as distributions out of corpus (Election required—sea page 26 of the instructions)  7 Excess distributions out of corpus (Election required—sea page 26 of the instructions)  8 Romaning amount distributed cut of corpus  8 Romaning amount distributed cut of corpus  9 Excess distributions carryover applied to 2008  (If an amount appears in column (s))  6 Enter the net total of each column as indicated below:  9 Corpus Add Rom 91.46, and 46, Subtract line 5  9 Prior years' undistributed morems Subtract line 4 from line 26  Corpus Add From line 26  Corpus Add From line 26  Corpus Add From line 27  Corpus Add From line 28  Undistributed income for 2008 Subtract line 4 from line 27  Corpus Add From line 28  Corpus Add From line 30  Corpus Add From line 17 has amount must be distributed income for 2008 Subtract line 4 from line 17 has amount must be distributed income for 2008 Subtract line 4 from line 17 has amount must be distributed in more for 2008 Subtract line 4 from line 17 has amount must be distributed income for 2008 Subtract line 4 from line 17 has amount must be distributed in more for 2008 Subtract line 4 from line 5 or line 7 (see page 27 of the instructions)  7 Amounts reserted as distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  8 Excess distributions carryover to 2009.  Subtract line 7 and 8 from line 6  1 Analyses of line 9  Excess from 2006  5 Excess from 2007  7 The line from 2007  8 Treat 200  | 1  |   | XI,                   | Corpus                                | Years prior to 2007 | 2007      |               |
| a Enter amount for 2007 only b Total for proy years 20  |    |   |                       |                                       |                     |           | <u>8,</u> 700 |
| b Trail for prior years 20  | 2  | •   | nd of 2007            |                                       |                     |           |               |
| 3 Excess distributions carryover, if any, to 2008 3 From 2005 6 From 2005 1 13, 0.05 6 From 2006 7 Total of lines 3a through e 1 Grown 2006 7 Total of lines 3a through e 1 Grown 2007 1 13, 0.05 7 Total of lines 3a through e 1 135, 0.39 1 135, 0.3  | а  | •   | <u> </u> _            |                                       |                     |           |               |
| a From 2003   | b  |   |                       |                                       |                     |           |               |
| D From 2004   | 3  | •   | 1                     |                                       |                     |           |               |
| c From 2006   | а  | From 2003                                 |                       |                                       |                     |           |               |
| Total of Mes 3 at through e   | b  | From 2004                                 |                       |                                       |                     |           |               |
| Total of knes 3a through e  | C  | From 2005                                 |                       |                                       |                     |           |               |
| Total of lines 3 a through e  | d  | From 2006                                 |                       |                                       |                     |           |               |
| 4 Qualitying distributions for 2006 from Part XII, line 4 № \$ 175,000  Applied to 2007, but not more than line 2a  Applied to 2007, but not more than line 2a  Applied to undistributed income of prior years (Election required—see page 26 of the instructions)  C Treated as distributions out of corpus (Election required—see page 26 of the instructions)  d Applied to 2008 distributable amount  Remaining amount distributable amount  Remaining amount distributable amount  Excess distributions carryover applied to 2008  (If an amount appears in column (d), the same amount numbs to shown in column (a))  Excess distributions carryover applied to 2008  (If an amount appears in column (a))  Excess distributions carryover to 2008  Corpus Add lines 3f, 4c, and 4e. Subtract line 5  Prov years' undistributed income Subtract line 4 from line 2b  C Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions  I Undistributed income for 2009 Subtract line 4 from line 2a. Taxable amount—see page 27 of the instructions  I Undistributed income for 2009 Subtract line 4 from line 2a. Taxable amount—see page 27 of the instructions  I Undistributed income for 2009 Subtract line 4 da from line 2a. Taxable amount—see page 27 of the instructions  Excess distributions carryover from 2003 not applied on line 6 or line 7 (see page 27 of the instructions)  Excess distributions carryover from 2003 not applied on line 6 or line 7 (see page 27 of the instructions)  Excess distributions carryover from 2003 not applied on line 6 or line 7 (see page 27 of the instructions)  Excess from 2006  Excess from 2006  Excess from 2006  Excess from 2007  Applied to 2007  Bay Subtract lines 7 and 8 from line 6a  Excess from 2007  Bay Subtract lines 7 and 8 from line 6a  Excess from 2006  Excess from 2006  Excess from 2006  Bay Subtract lines from 2007  Bay Subtract lines fr | е  | From 2007                                 | 38,168                |                                       |                     | •         |               |
| ine 4 ★ S 175,000  A Appled to 2007, but not more than line 2a  A Appled to undistributed morem of prior years (Election required—see page 26 of the instructions)  C Treated as distributions out of corpus (Election required—see page 28 of the instructions)  A Appled to 2008 distributable amount  Remaining amount distributed out of corpus  Excess distributions carryover applied to 2008  (If an amount appears in column (a) the same amount must be shown in column (a) )  Enter the net total of each column as indicated below:  a Corpus Add lines 3f, 4c, and 4e. Subtract line 5  Prior years' undistributed income Subtract line 4b from line 2b  C Enter the amount of prory years' undistributed income for which a notice of deficiency has been issued, or on which the section 494(2) lax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions  e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2007 Subtract lines 4d and 5 from line 17 his amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by soction 170(b)(1)(F) or 494(2)(3) (see page 27 of the instructions)  8 Excess from 1006 time 7 (see page 27 of the instructions)  8 Excess from 2006 13,006  b Excess from 2005 21,976  c Excess from 2006 36,914  Excess from 2006 56,914  Excess from 2007 38,1,68   | f  | Total of lines 3a through e               |                       | 135,039                               |                     | <u></u> . |               |
| a Applied to 2007, but not more than line 2a b Applied to undistributed more of pnor years (Election required—see page 26 of the instructions)  c Treated as distributions out of corpus (Election required—see page 26 of the instructions)  d Applied to 2008 distributions out of corpus (Election required—see page 26 of the instructions)  d Applied to 2008 distributions carryover applied to 2008 (If an amount appears in column (a)) the same amount must be shown in column (a) (b)  Enter the net total of each column as indicated below:  a Corpus Add lines 31, 4c, and 4e. Subtract line 5  b Prior years' undistributed uncome Subtract line 4b from line 2b  c Enter the amount of prior years' undistributed uncome for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions  I Undistributed income for 2007 Subtract line 4 af from line 2a. Taxable amount—see page 27 of the instructions  I Undistributed income for 2008 Subtract lines 4 d af for line 2a. Taxable amount—see page 27 of the instructions  I Undistributed income for 2008 Subtract lines 4 d and 15 from line 1 This amount must be distribution acrino for 2008 Subtract lines 4 d and 15 from line 1 This amount must be distributed in 2009  A mounts treated as distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  Excess distributions carryover to 2009.  Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  Excess from 2006  Excess from 2007  38,1,68  | 4  | * *                                       | irt XII,              |                                       |                     |           |               |
| b Applied to undistributed moome of prior years (Election required—see page 25 of the instructions)  C Treated as distributions out of corpus (Election required—see page 25 of the instructions)  d Applied to 2008 distributials amount  e Remaining amount distributed out of corpus  Excess distributions carryover applied to 2008  (if an amount appears in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) the same amount must be distributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line & from line & Taxable amount—see page 27 of the instructions  e Undistributed income for 2007 Subtract line 4 af from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2008 Subtract lines 4 ad and 5 from line 1 This amount must be distributed in 2009  O Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(a)(3) (see page 27 of the instructions)  8 Excess from line 5 or line 7 (see page 27 of the instructions)  8 Excess from 2005  Subtract line 6 from line 6a  10 Analysis of line 9  Excess from 2005  Excess from 2005  21, 976  Excess from 2006  Excess from 2007  38, 1,68  |    |   |                       |                                       |                     |           |               |
| required—see page 26 of the instructions) C Treated as distributions out of corpus (Election required—see page 26 of the instructions) d Applied to 2008 distributible amount Remaining amount distributed out of corpus Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a)) Ether the net total of each column as indicated below: Corpus Add lines 3f, 4c, and 4e. Subtract line 5 D Prior years' undistributed income Subtract line 4b form line 2b C Eliter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions I Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009 Announts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  Excess from 2006 Excess from 2007 Bayes and the structions and the struction an  | а  | Applied to 2007, but not more than line 2 | 2a                    |                                       |                     |           | <del></del>   |
| c Treated as distributions out of corpus (Electron required—see page 26 of the instructions) d Applied to 2008 distributible arount e Remaining amount distributed out of corpus (if an amount appears in column (d), the same amount must be shown in column (a)) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 Prior years' undistributed income Subtract line 4b from line 2b Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 209 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(17) or 4942(a)(3) (see page 27 of the instructions) Excess from 2005 Excess from 2005 Excess from 2006 Excess from 2006 Excess from 2006 Excess from 2007 38, 1,68  | b  | Applied to undistributed income of prior  | years (Election       |                                       |                     |           |               |
| required—see page 26 of the instructions) d Applied to 2008 distributable amount Remaining amount distributed out of corpus Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a)) Enter the net total of ach column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6 from line 6b. Taxable amount—see page 27 of the instructions undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed on 2009 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 1700(b11f) or 4942(g)(3) (see page 27 of the instructions) Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions) Subtract lines 9 Excess distributions carryover from 2009. Subtract lines 9 Excess from 2006 Excess from 2006 Excess from 2006 Excess from 2007 38, 168   |    | · · ·                                     | ·                     |                                       |                     |           | <del>-</del>  |
| d Applied to 2008 distributable amount Remaining amount distributed out of corpus Excess distributions carryover applied to 2008 (If an amount applied in 2009 and 13,006 Enter the net total of aech column (a)) Enter the net total of aech column as indicated below: 301,339 Throughout the section 494 (a) tax has been insued, or on which the section 494 (a) tax has been previously assessed d Subtract line 60 from line 8b. Taxable amount—see page 27 of the instructions I Undistributed income for 2007 Subtract lines 4a from line 2a. Taxable amount—see page 27 of the instructions Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions) Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions) Excess distributions carryover from 2009. Subtract lines 7 and 8 from line 6a Excess from 2004  Excess from 2005 Excess from 2006 Excess from 2006 Excess from 2007 Base from 2007 Base from 2007 Base from 2006 Excess from 2007 Base from 2008 Base from 2007 Base   | С  | Treated as distributions out of corpus (E | Election              |                                       |                     |           |               |
| e Remaining amount distributed out of corpus 5 Excess distributions carryover applied to 2008 (If an amount must be shown in column (a) ) 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 2 Excess from 2005 2 11, 976 c Excess from 2006 5 Excess from 2006 5 Excess from 2006 5 Excess from 2007 3 8, 168  |    | ·   | ns)                   |                                       |                     |           |               |
| Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))  Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions f Undistributed mome for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009 A Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  Excess from 2004  Excess from 2004  Excess from 2006  Excess from 2006  Excess from 2006  Excess from 2007  3 3 3, 168   | d  | Applied to 2008 distributable amount      | _                     |                                       |                     |           | 8,700         |
| (If an amount appears in column (d), the same amount must be shown in column (a) )  6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions f Undistributed income for 2008 Subtract lines 4d and from line 7a. Taxable amount—see page 27 of the instructions f Undistributed in 2009 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess stributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover from 2009. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9 a Excess from 2004 b Excess from 2005 c Excess from 2005 c Excess from 2005 c Excess from 2006 c Excess from 2007 d A8, 168   | е  | Remaining amount distributed out of cor   | pus                   | 166,300                               |                     |           |               |
| amount must be shown in column (a) )  Enter the net total of each column as indicated below:  a Corpus Add lines 3f, 4c, and 4e. Subtract line 5  b Prior years' undistributed income Subtract line 4b from line 2b  c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6b from line 6b. Taxable amount—see page 27 of the instructions  e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009.  Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004  b Excess from 2006  c Excess from 2006  d Excess from 2006  d Excess from 2007  3 3,168  | 5  | Excess distributions carryover applied to | 2008                  |                                       |                     |           |               |
| 6 Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) 8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions) 9 Excess distributions carryover to 2009. Subtract line 7 and 8 from line 6a Analysis of line 9 Excess from 2004 13,006 b Excess from 2005 21,1976 c Excess from 2006 55,914 d Excess from 2007 38,168   |    | (If an amount appears in column (d), the  | same                  |                                       |                     |           |               |
| indicated below:  a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a Analysis of line 9 a Excess from 2004 b Excess from 2005 c Excess from 2006 c Excess from 2006 c Excess from 2007 d 38,1,168  |    | , , ,                                     |                       |                                       |                     |           |               |
| a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 b Prior years' undistributed income Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a Analysis of line 9 a Excess from 2004 b Excess from 2005 c Excess from 2006 c Excess from 2006 c Excess from 2006 c Excess from 2007 d Sold Excess from 2007  | 6  |   |                       |                                       |                     |           |               |
| b Prior years' undistributed income Subtract line 4b from line 2b  c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions  e Undistributed income for 2007 Subtract line 4 af from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009.  Subtract lines 7 and 8 from line 6a  Analysis of line 9  a Excess from 2004  b Excess from 2006  c Excess from 2006  d Excess from 2007  3 8, 168  |    |   |                       |                                       |                     |           |               |
| Inne 4b from line 2b   C   Exter 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   C   Subtract line 6b. Taxable amount—see page 27 of the instructions   Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions   Undistributed income for 2008 Subtract lines   4d and 5 from line 1 This amount must be distributed in 2009   C   Amounts treated as distributions out of corpus to satisfy requirements imposed by section   170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)   Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)   4,975   Subtract lines 7 and 8 from line 6a   296,364  |    |   |                       | 301,339                               |                     |           |               |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions  e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004  b Excess from 2004  c Excess from 2006  56, 914  d Excess from 2007  38, 168   | b  | •   | act                   |                                       |                     |           |               |
| income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions  e Undistributed income for 2007 Subtract line 4 a from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004  b Excess from 2004  c Excess from 2006  c Excess from 2006  d Excess from 2007  38,168   |    |   | <u> </u>              |                                       |                     |           |               |
| issued, or on which the section 4942(a) tax has been previously assessed  d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions  e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004  b Excess from 2005  c Excess from 2006  d Excess from 2006  d Excess from 2007  38, 168  | С  | • •                                       |                       |                                       |                     |           |               |
| been previously assessed  d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions  e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a Analysis of line 9  a Excess from 2004 b Excess from 2005 c Excess from 2006 d Excess from 2007 38, 168  |    | •   |                       |                                       |                     |           |               |
| d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) 8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions) 9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a Analysis of line 9 a Excess from 2006 b Excess from 2006 c Excess from 2006 d Excess from 2007 38,168   |    |   | tax has               |                                       |                     |           |               |
| amount—see page 27 of the instructions e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a 296, 364  10 Analysis of line 9  Excess from 2004  a Excess from 2005 c Excess from 2006 d Excess from 2006 38, 168   |    | •   | <u> </u>              |                                       |                     |           |               |
| e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004 b Excess from 2005 c Excess from 2006 d Excess from 2006 56,914 d Excess from 2007 38,168  | d  |   |                       |                                       |                     |           |               |
| 4a from line 2a. Taxable amount—see page 27 of the instructions  f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004 b Excess from 2005 c Excess from 2006 c Excess from 2006 d Excess from 2007 38,168   |    | . *                                       | _                     |                                       |                     |           |               |
| 27 of the instructions  f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004 b Excess from 2005 c Excess from 2006 c Excess from 2006 d Excess from 2007 38,168  | е  |   | l                     |                                       |                     |           |               |
| f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004 b Excess from 2005 c Excess from 2006 c Excess from 2006 d Excess from 2007 38,168  |    | •   | page                  |                                       |                     |           |               |
| 4d and 5 from line 1 This amount must be distributed in 2009  7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004  b Excess from 2005  c Excess from 2006  d Excess from 2006  d Excess from 2007  38,168  | _  |   | . –                   |                                       |                     |           |               |
| distributed in 2009   | t  |   | 1                     |                                       |                     |           |               |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009.  Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004  b Excess from 2005  c Excess from 2006  d Excess from 2006  d Excess from 2007  38,168   |    |   | be                    |                                       |                     |           | 0             |
| to satisfy requirements imposed by section  170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8   | _  |   | <del> </del>          |                                       |                     |           |               |
| 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)  8   | 1  |   | •                     |                                       |                     |           |               |
| Instructions  |    | ,   | i                     |                                       |                     |           |               |
| 8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)  9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004 b Excess from 2005 c Excess from 2006 d Excess from 2007 38,168  |    |   | of the                |                                       |                     |           |               |
| applied on line 5 or line 7 (see page 27 of the instructions)  9  |    | •   | 2 <u> </u>            | · · · · · · · · · · · · · · · · · · · |                     |           |               |
| Instructions  | 0  |   |                       |                                       |                     |           |               |
| 9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a  10 Analysis of line 9 a Excess from 2004 b Excess from 2005 c Excess from 2006 d Excess from 2007  38,168  |    |   | or the                | 4 075                                 |                     |           |               |
| Subtract lines 7 and 8 from line 6a  10 Analysis of line 9  a Excess from 2004  b Excess from 2005  c Excess from 2006  d Excess from 2007  296,364  296,364  | a  | •   | ha                    | 7,3/5                                 |                     |           |               |
| 10 Analysis of line 9  a Excess from 2004   | J  | <del>-</del>                              | , s.                  | 206 364                               |                     |           |               |
| a Excess from 2004 13,006 b Excess from 2005 21,976 c Excess from 2006 56,914 d Excess from 2007 38,168   | 10 |   | -                     | 290,304                               |                     |           |               |
| b Excess from 2005 21,976<br>c Excess from 2006 56,914<br>d Excess from 2007 38,168   |    |   | 13 006                |                                       |                     |           |               |
| c Excess from 2006 56,914<br>d Excess from 2007 38,168  | _  |   |                       |                                       |                     |           |               |
| d Excess from 2007 38,168   |    |   |                       |                                       |                     |           |               |
|   |    |   |                       |                                       |                     |           |               |
|   |    |   |                       |                                       |                     |           |               |

N/A

The form in which applications should be submitted and information and materials they should include

N/A

c Any submission deadlines.

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors N/A

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, show any relationship to Recipient Purpose of grant or status of Amount any foundation manager contribution recipient Name and address (home or business) or substantial contributor a Paid during the year URBAN NATION 501(C)3 4200 WISCONSIN AVE, NW EDUCATION 165,000 WASHINGTON DC 20016 NEW SCHOOL OF DANCE & ART 501(C)3 931 LONGFELLOW ST, NW **EDUCATION** 5,000 WASHINGTON DC 20011 CITY OF PEACE 501(3) 1328 FLORIDA EDUCATION AVE, NW 5,000 WASHINGTON DC 20009 ▶ 3a 175,000 **b** Approved for future payment N/A Total ▶ 3b

DAA

| Enter gross an | A Analysis of Income-Producing Admounts unless otherwise indicated                               |                      | d business income                     | Excluded by                                      | section 512, 513, or 514 | (e)   |
|----------------|--|----------------------|---------------------------------------|--|--------------------------|---|
| 4. Draeser e   |  | (a)<br>Business code | (b)<br>Amount                         | (c)<br>Exclusion<br>code                         | (d)<br>Amount            | Related or exempt<br>function income<br>(See page 28 of |
| -              | service revenue  |                      |                                       |  |                          | the instructions )                                      |
|                |  |                      |                                       | <del></del>                                      |                          |   |
|                |  |                      | · · · · · · · · · · · · · · · · · · · |  |                          |   |
|                |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  |                          |   |
| f              |  |                      |                                       |  |                          |   |
| g Fees         | and contracts from government agencies   |                      |                                       |  |                          |   |
| 2 Membersh     | nip dues and assessments   |                      |                                       |  |                          |   |
|                | savings and temporary cash investments   |                      |                                       |  |                          | 2,196   |
|                | and interest from securities   |                      |                                       | <del>                                     </del> |                          |   |
|                | income or (loss) from real estate  |                      |                                       |  |                          |   |
|                | financed property  | <del></del>          |                                       | <del></del>                                      |                          |   |
|                | ebt-financed property<br>income or (loss) from personal property                                 | -                    |                                       |  |                          | <del></del>   |
|                | estment income   |                      | <del>-</del>                          | <del>                                     </del> |                          | _ <del></del>   |
|                | pss) from sales of assets other than inventory   |                      |                                       |  |                          | -1,119,190  |
| •              | e or (loss) from special events  |                      |                                       |  |                          | 2/22/250  |
|                | fit or (loss) from sales of inventory  |                      |                                       |  |                          | <del></del>   |
|                | enue a   |                      |                                       |  |                          |   |
|                |  |                      |                                       |  |                          |   |
|                | ***  |                      |                                       |  |                          |   |
|                |  | _                    | <del></del>                           |  |                          |   |
| -              |  | _                    |                                       |  |                          |   |
|                | Add columns (b), (d), and (e)  |                      |                                       | 0  | 0                        |   |
|                | d line 12, columns (b), (d), and (e)   |                      |                                       |  | 13                       | -1,116,994  |
| Part XVI-      | et in line 13 instructions on page 28 to verify calculate  B Relationship of Activities to the A |                      | nt of Evennt D                        | urnocoo  |                          |   |
| I alt XVI-     | Explain below how each activity for which incom  |                      |                                       |  | montantly to             | <del></del>   |
| Line No.<br>▼  | the accomplishment of the foundation's exempt page 28 of the instructions )                      |                      |                                       |  | •                        |   |
| N/A            | page 20 of the instructions /  |                      |                                       |  |                          |   |
|                |  |                      | •                                     |  |                          |   |
| ·              |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  |                          |   |
|                |  |                      |                                       | ·  |                          |   |
|                |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  | ····                     |   |
| <del></del>    |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  | <del></del>              |   |
|                |  |                      |                                       | <del></del>                                      |                          |   |
|                |  | <del></del>          |                                       |  |                          |   |
|                |  |                      |                                       | <del></del>                                      |                          |   |
|                |  |                      |                                       |  |                          | <u> </u>  |
| _              |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  |                          |   |
| _              |  | -                    |                                       |  |                          |   |
|                |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  | <del></del>              |   |
|                |  |                      |                                       |  |                          |   |
|                |  |                      |                                       |  |                          |   |

| Pa          | art XVII          | Information Rega<br>Exempt Organiza                            | _                | nsfers To and Tr             | ansactions          | and      | Relationship          | s With No        | nchari        | table               |          |        |
|-------------|-------------------|--|------------------|------------------------------|---------------------|----------|-----------------------|------------------|---------------|---------------------|----------|--------|
| 1           | Did the orga      | anization directly or indire                                   |                  | n any of the following       | with any other      | r organ  | ızatıon described     |                  |               |                     | Yes      | No     |
| •           | _                 | 01(c) of the Code (other                                       |                  |                              | •                   | -        |                       |                  |               |                     | 163      | 110    |
|             | organization      |  | andin occupi     | r oo r(o)(o) organization    | 10, 01 111 0001101  | 11 021,1 | relating to political | 41               |               |                     |          |        |
| а           | •                 | om the reporting founda  | tion to a non    | charitable exempt orga       | anization of        |          |                       |                  |               |                     |          |        |
| _           | (1) Cash          | on the reporting realists                                      |                  | ona nabio onompt orgi        | arneador or         |          |                       |                  |               | 1a(1)               |          | х      |
|             | (2) Other a       | ssets  |                  |                              |                     |          |                       |                  |               | 1a(2)               |          | X      |
| b           | Other trans       |  |                  |                              |                     |          |                       |                  |               | 14(2)               |          |        |
| _           |                   | f assets to a noncharitat                                      | ole exempt o     | rganization                  |                     |          |                       |                  |               | 1b(1)               |          | x      |
|             |                   | ses of assets from a nor                                       |                  |                              |                     |          |                       |                  |               | 1b(2)               |          | X      |
|             |                   | of facilities, equipment, o                                    |                  |                              |                     |          |                       |                  |               | 1b(3)               |          | X      |
|             |                   | rsement arrangements   |                  |                              |                     |          |                       |                  |               | 1b(4)               |          | X      |
|             |                   | or loan guarantees   |                  |                              |                     |          |                       |                  |               | 1b(5)               |          | X      |
|             |                   | nance of services or mer                                       | mbership or      | fundraising solicitations    | S                   |          |                       |                  |               | 1b(6)               |          | x      |
| С           | Sharing of f      | acılıtıes, equipment, mai                                      | ling lists, oth  | er assets, or paid emp       | loyees              |          |                       |                  |               | 1c                  |          | х      |
| d           | If the answe      | er to any of the above is                                      | "Yes," comp      | lete the following sche      | dule Column (       | b) shou  | uld always show       | the fair mark    | et            |                     | ·        |        |
|             |                   | goods, other assets, or  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             | value in any      | transaction or sharing a                                       | arrangement      | , show in column (d) th      | ne value of the     | goods,   | other assets, or      | services rec     | eived         |                     |          |        |
| (           | a) Line no        | (b) Amount involved  | (c) Name         | of noncharitable exempt      | organization        | (d)      | Description of tran   | nsfers, transact | ions, and     | sharing arrangem    | nents    |        |
| <b>1</b> /. | A                 |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          | •                     |                  |               | •                   |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               | ,                   |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  | _                |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          | _                     |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  | ·             |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  | ·             |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
| 2a          | Is the found      | ation directly or indirectly                                   | y affiliated w   | ith, or related to, one o    | r more tax-exe      | mpt or   | ganizations           |                  |               |                     |          |        |
|             | described in      | section 501(c) of the C  | ode (other th    | nan section 501(c)(3))       | or in section 52    | 27?      |                       |                  |               | Ye                  | s X      | No     |
| b           | If "Yes," cor     | mplete the following sche                                      | edule            |                              |                     |          |                       |                  |               | _                   |          |        |
|             |                   | Name of organization   |                  | (b) Type of organ            | nization            |          |                       | (c) Description  | n of relation | onship              |          |        |
| ]           | N/A               |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   | . <u></u>  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   |  |                  |                              |                     |          |                       |                  |               |                     |          |        |
|             | Under penaly      | es of perjury, I declare that I<br>e, correct, and complete De | have examin      | ed this return, including ac | companying sche     | edules a | nd statements, and    | to the best of r | ny knowle     | dge and             |          |        |
| - 1         | belief it is true | e, correct, and complete De                                    | eclaration of or | eparer (other than taxpaye   | er or fiduciary) is | based o  | n all information of  | which preparer   | has any k     | nowledge            |          |        |
|             | #1                | 116  | XXX              |                              | 1//4//              | )        |                       | PRESID           | ENT           |                     |          |        |
| اره         | Signature         | e of officer or trustee  |                  | <u> </u>                     | Date                |          | Tri                   | tle              |               |                     |          |        |
| Sign Here   |                   |  |                  |                              |                     |          | Date                  |                  |               | Preparer's identify | ring     | _      |
| -           | ω _               |  |                  | 11                           |                     |          |                       | Check If         | _             | number (see Sigr    | nature o | n      |
| ğ           | 프로드 P             | reparer's  | 1/. H            | + V/                         | 100                 |          |                       | self-employed    | ı ▶ 🔲         | page 30 of the ins  |          | -      |
| "           | L = 5             | gnature  | MN               | / Woman,                     | 41                  |          | 1/05/10               |                  |               | P00541              | 038      |        |
|             | ž Š               |  | Elliot           |                              |                     |          |                       |                  |               |                     |          |        |
|             |                   | elf-employed), address,  |                  | [acArthur B]                 |                     | 208      | <u> </u>              | _                |               | 52-134              |          |        |
|             | aı                | nd ZIP code  | Cabin            | John, MD                     | 20818               |          |                       |                  | Phone no      | 301-26              | 3 – 0    | 920    |
|             |                   |  |                  |                              | -                   |          |                       |                  |               | Form 991            | n_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 MANN-PALLER FOUNDATION, INC 52-1316829 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** X 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).

Schedule B (Form 990, 990-EZ, or 990-PF) (2008) Page 1 of 1 of Part I Name of organization **Employer identification number** MANN-PALLER FOUNDATION, INC 52-1316829 Part I Contributors (see instructions) (a) (c) (d) No. Name, address, and ZIP + 4 Aggregate contributions Type of contribution 1 Marsha Paller Person 5404 Falmouth Road **Payroll** 100,000 \$ Noncash MD 20816 Bethesda (Complete Part II if there is a noncash contribution) (a) (c) Name, address, and ZIP + 4 Aggregate contributions Type of contribution No 2 Alan Paller Person 5404 Falmouth Road **Payroll** 100,000 \$ Noncash MD 20816 Bethesda (Complete Part II if there is a noncash contribution ) (a) (b) (c) (d) No. Name, address, and ZIP + 4 Aggregate contributions Type of contribution Person Payroll Noncash \$ (Complete Part II if there is a noncash contribution ) (b) (c) (d) (a) Type of contribution Name, address, and ZIP + 4 Aggregate contributions No. Person Payroll Noncash \$ (Complete Part II if there is a noncash contribution ) (b) (d) (a) (c) Name, address, and ZIP + 4 Aggregate contributions Type of contribution No. Person Payroll \$ Noncash (Complete Part II if there is a noncash contribution ) (a) (b) (c) (d) Name, address, and ZIP + 4 Aggregate contributions Type of contribution No. Person **Payroll** \$ Noncash (Complete Part II if there is

a noncash contribution )

# **Federal Statements**

# Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

| Description               |      | <del></del> |     |                   |     |                 |     |                       |
|---------------------------|------|-------------|-----|-------------------|-----|-----------------|-----|-----------------------|
|                           |      | Total       |     | Net<br>Investment | _   | Adjusted<br>Net |     | Charitable<br>Purpose |
| ACCOUNTING AND TAX RETURN | FEES |             |     |                   |     |                 |     |                       |
|                           | \$   | 3,527       | \$_ |                   | \$_ |                 | \$_ |                       |
| Total                     | \$   | 3,527       | \$_ | 0                 | \$_ | 0               | \$  | 0                     |

# Statement 2 - Form 990-PF, Part I, Line 18 - Taxes

| Description        |              |       |            |             |                 |                      |
|--------------------|--------------|-------|------------|-------------|-----------------|----------------------|
|                    | <del>-</del> | Γotal | N<br>Inves | et<br>tment | Adjusted<br>Net | naritable<br>turpose |
| Federal Excise Tax |              |       |            |             |                 |                      |
|                    | \$           | 63    | \$         | \$          |                 | \$<br>               |
| Total              | \$           | 63    | \$         | 0 \$        | 0               | \$<br>0              |

# Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses

| Description  | <br><b></b>    |                   |                 |                       |
|--------------|----------------|-------------------|-----------------|-----------------------|
|              | <br>Total      | Net<br>Investment | Adjusted<br>Net | Charitable<br>Purpose |
| Expenses     | \$<br>\$       |                   | \$              | \$                    |
| BANK CHARGES |                |                   |                 |                       |
| Total        | \$<br><u> </u> | 0                 | \$ 0            | \$0                   |

# **Federal Statements**

# Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

| Description          |            |                   |                    |                       |                          |
|----------------------|------------|-------------------|--------------------|-----------------------|--------------------------|
|                      | _          | Beginning of Year | <br>End of<br>Year | Basis of<br>Valuation | <br>Faır Market<br>Value |
| HEALTHGATE DATA CORP |            |                   |                    |                       |                          |
|                      | \$_        | 1,122,053         | \$                 |                       | \$<br>                   |
| Total                | \$ <u></u> | 1,122,053         | \$<br>0            | :                     | \$<br>0                  |

# Statement 5 - Form 990-PF, Part II, Line 13 - Other Investments

| Description                       | <u> </u>             |                |                       |                      |
|-----------------------------------|----------------------|----------------|-----------------------|----------------------|
|                                   | Beginning<br>of Year | End of<br>Year | Basis of<br>Valuation | Fair Market<br>Value |
| HUTTON INVESTOR FUTURES FD, II LE |                      |                |                       |                      |
|                                   | \$82,915             | \$             | \$                    |                      |
| Total                             | \$ 82,915            | \$ 0           | \$                    | 0                    |

# Federal Statements

# Statement 6 - Form 990-PF, Part VII-A, Line 8b - Not Filing with Attorney General Explanation

### Description

MD ATTORNEY GENERAL ONLY WANTS RETURNS OF ORGANIZATIONS INVOLVED IN RAISING FUNDS IN MARYLAND. WE SUBMITTED THE 990PF IN THE PAST AND IT HAS BEEN RETURNED TO US.

1/5/2010 4:40 PM

52-1316829

# **Federal Statements**

# Statement 7 - Form 990-PF, Part XV, Line 1a - Managers Who Contributed Over 2% or \$5,000

| Name of Manager              |     | Amount  |
|------------------------------|-----|---------|
| ALAN PALLER<br>MARSHA PALLER | \$  | 100,000 |
| MARSHA FALLIER               | _   | 100,000 |
| Total                        | \$_ | 200,000 |