



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

Department of the Treasury
Internal Revenue Service (77)

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

2008

For calendar year 2008, or tax year beginning 11/01 , 2008, and ending 10/31 , 2009

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.		MARTIN ANDERSEN-GRACIA ANDERSEN FOUNDATION P.O. BOX 547918 ORLANDO, FL 32854-7918		A Employer identification number 59-6166589	
				B Telephone number (see the instructions) 407-841-8253	
				C If exemption application is pending, check here ►	
				D 1 Foreign organizations, check here ►	
				2 Foreign organizations meeting the 85% test, check here and attach computation ►	
				E If private foundation status was terminated under section 507(b)(1)(A), check here ►	
				F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► \$ 59,555,923.		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
		<i>(Part I, column (d) must be on cash basis)</i>			
Part II Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc, received (att sch) 2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B 3 Interest on savings and temporary cash investments 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 925,764. 6a Net gain/(loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 9,478,061. 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns and allowances 3 b Less Cost of goods sold 3 c Gross profit/(loss) (att sch) 10 11 Other income (attach schedule) 10 RECEIVED APR 05 2010 OGDEN, UT SEE STATEMENT 2		959,665.			
12 Total. Add lines 1 through 11 13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) SEE ST 3 5,064. 2,532. 2,532. b Accounting fees (attach sch) SEE ST 4 26,615. 13,308. 13,307. c Other prof fees (attach sch) SEE ST 5 8,402. 8,402. 17 Interest 8,155. 8,155. 18 Taxes (attach schedule) SEE STMT 6 68,421. 6,842. 61,579. 19 Depreciation (attach sch) and depletion 246,713. 246,713. 20 Occupancy 50,324. 42,579. 7,745. 21 Travel, conferences, and meetings 21,322. 10,661. 10,661. 22 Printing and publications 23 Other expenses (attach schedule) SEE STATEMENT 7 796,102. 599,916. 191,254. 24 Total operating and administrative expenses. Add lines 13 through 23 1,870,949. 1,131,057. 734,960. 25 Contributions, gifts, grants paid PART XV 2,429,035. 2,429,035. 26 Total expenses and disbursements. Add lines 24 and 25 4,299,984. 1,131,057. 0. 3,163,995.		541,062.	541,062.	541,062.	
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) -3,749,344. c Adjusted net income (if negative, enter -0-) 361,634.					1,466,826.

11 G18,19

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1	Cash – non-interest-bearing			
	2	Savings and temporary cash investments	2,119,292.	1,842,920.	1,842,920.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch) ► 2,000,000.	STATEMENT 8		
		Less: allowance for doubtful accounts	2,000,000.	2,000,000.	2,000,000.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) STATEMENT 9.	27,109,520.	22,832,171.	18,969,925.
	c	Investments – corporate bonds (attach schedule) STATEMENT 10	3,567,045.	5,203,311.	5,413,936.
	11	Investments – land, buildings, and equipment basis ► 18,697,032.			
		Less: accumulated depreciation (attach schedule) SEE STMT 11 ► 1,051,695.	17,449,815.	17,645,337.	22,658,774.
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) STATEMENT 12	4,200,221.	2,865,470.	2,646,663.
	14	Land, buildings, and equipment basis. ► 256,075.			
		Less: accumulated depreciation (attach schedule) SEE STMT 13 ► 75,298.	188,037.	180,777.	349,707.
	15	Other assets (describe ► SEE STATEMENT 14)	5,397,482.	5,673,971.	5,673,998.
	16	Total assets (to be completed by all filers – see instructions. Also, see page 1, item I)	62,031,412.	58,243,957.	59,555,923.
L I A B I L I T I E S	17	Accounts payable and accrued expenses	852.	27.	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► SEE STATEMENT 15)	42,698.	5,412.	
	23	Total liabilities (add lines 17 through 22)	43,550.	5,439.	
N F E U T N D A S B S S A E T S S N C O R E R S		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	61,987,862.	58,238,518.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see the instructions)	61,987,862.	58,238,518.	
	31	Total liabilities and net assets/fund balances (see the instructions)	62,031,412.	58,243,957.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	61,987,862.
2	Enter amount from Part I, line 27a	2	-3,749,344.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	58,238,518.
5	Decreases 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	58,238,518.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE STATEMENT 16					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	-2,904,840.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	-192,792.	
If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8.					

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	2,905,503.	61,932,028.	0.046914
2006	2,805,285.	66,111,189.	0.042433
2005	2,658,269.	62,884,262.	0.042272
2004	2,613,677.	55,499,873.	0.047093
2003	2,567,911.	53,551,636.	0.047952

- 2 Total of line 1, column (d) 2 0.226664
- 3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years. 3 0.045333
- 4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5 4 51,501,340.
- 5 Multiply line 4 by line 3 5 2,334,710.
- 6 Enter 1% of net investment income (1% of Part I, line 27b). 6 3,616.
- 7 Add lines 5 and 6 7 2,338,326.
- 8 Enter qualifying distributions from Part XII, line 4 8 3,163,995.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	
Date of ruling letter. (attach copy of ruling letter if necessary – see instructions)		
1	3,616.	
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
3	Add lines 1 and 2	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	
6	Credits/Payments:	
6a	a 2008 estimated tax pmts and 2007 overpayment credited to 2008 ► 20,000.	
6b	b Exempt foreign organizations – tax withheld at source	
6c	c Tax paid with application for extension of time to file (Form 8868)	
6d	d Backup withholding erroneously withheld	
7	7 Total credits and payments Add lines 6a through 6d ► 20,000.	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	
9	9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	
10	10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	
11	11 Enter the amount of line 10 to be: Credited to 2009 estimated tax ► 16,384.	Refunded
	► 16,384. Refunded	

Part VII-A Statements Regarding Activities

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	N/A	
5	X	
6	X	
7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see the instructions) ► <u>N/A</u>	
8b	X	
9	X	
10	X	

b If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:
(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If 'Yes,' attach a detailed description of the activities.

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.

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:
• By language in the governing instrument, or
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV.

8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► N/A

b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If 'No,' attach explanation.

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If 'Yes,' complete Part XIV.

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>THOMAS P. WARLOW III</u> Telephone no. ► <u>407-841-8253</u> Located at ► <u>P.O. BOX 547918 ORLANDO FL</u> ZIP + 4 ► <u>32854-7918</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	□ N/A

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

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

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

BAA

Form 990-PF (2008)

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

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

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

 Yes No

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

 Yes No

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

 Yes No

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

 Yes No

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

 Yes No

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

Organizations relying on a current notice regarding disaster assistance check here.

5b N/A

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

N/A Yes No

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

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

 Yes No

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

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

6b X

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

 Yes No

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

7b N/A

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 17		534,629.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ► 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

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

BAA Form 990-PF (2008)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a Average monthly fair market value of securities	1a	23,596,805.
b Average of monthly cash balances	1b	1,583,945.
c Fair market value of all other assets (see instructions)	1c	27,104,874.
d Total (add lines 1a, b, and c)	1d	52,285,624.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	52,285,624.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	784,284.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	51,501,340.
6 Minimum investment return. Enter 5% of line 5	6	2,575,067.

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

1 Minimum investment return from Part X, line 6	1	2,575,067.
2a Tax on investment income for 2008 from Part VI, line 5	2a	3,616.
b Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	3,616.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,571,451.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	2,571,451.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,571,451.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes.		
a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	1a	3,163,995.
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		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,163,995.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	3,616.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,160,379.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				2,571,451.
2 Undistributed income, if any, as of the end of 2007:				
a Enter amount for 2007 only			3,063,042.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004				
c From 2005				
d From 2006				
e From 2007				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 3,163,995.			3,063,042.	
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.		
d Applied to 2008 distributable amount				100,953.
e Remaining amount distributed out of corpus		0.		
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))		0.		0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5.		0.		
b Prior years' undistributed income Subtract line 4b from line 2b.		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions.		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				2,470,498.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.		
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)		0.		
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a		0.		
10 Analysis of line 9:				
a Excess from 2004				
b Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008				

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling				
b Check box to indicate whether the foundation is a private operating foundation described in section	<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3 Complete 3a, b, or c for the alternative test relied upon:				
a 'Assets' alternative test — enter:				
(1) Value of all assets				
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c 'Support' alternative test — enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
(3) Largest amount of support from an exempt organization				
(4) Gross investment income				

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

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

NONE

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

NONE

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc, (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed

SEE STATEMENT 18

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors.

SEE STATEMENT FOR LINE 2A

Part XV | Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
FLORIDA HOSPITAL FOUNDATION AND OTHER CHARITIES			GENERAL USE, NO RESTRICTIONS	2,429,035.
Total				► 3a 2,429,035.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	541,062.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	925,764.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-1,901,716.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a MISCELLANEOUS INCOME			1	25,865.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				-409,025.	
13 Total. Add line 12, columns (b), (d), and (e)			13		-409,025.

(See worksheet in the instructions for line 13 to verify calculations.)

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

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b If 'Yes,' complete the following schedule.

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

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

Signature of officer or trustee		1313010	PRESIDENT
		Date	Title
Paid Pre- parer's Use Only	Preparer's signature	Preparer's Identifying number (See Signature in the instrs)	
	► David A. Satcher CFA	Date	03/26/10
	Check if self- employed	► <input type="checkbox"/>	P00074787
Firm's name (or yours if self- employed), address, and ZIP code	EIN	59-1935870	
► SCEARCE, SATCHER & JUNG, P.A. ► 243 W PARK AVE SUITE 200 ► WINTER PARK, FL 32789	Phone no	► (407) 647-6441	

BAA

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
- See separate instructions.

Name of the organization **MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION**Employer identification number
59-6166589

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- 501(c)(____) (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

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

General Rule —

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

Special Rules —

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

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

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

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

Name of organization

MARTIN ANDERSEN-GRACIA ANDERSEN

Employer identification number

59-6166589

Part II Noncash Property (see instructions.)

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

BAA

Name of organization

MARTIN ANDERSEN-GRACIA ANDERSEN

Employer identification number

59-6166589

Part I **Contributors** (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution	
1	L. GRAHAM BARR, JR. CRUT 1819 BEACON STREET NEW SMYRNA BEACH, FL 32069	\$ 951,597.	<input checked="" type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash	(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution	
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash	(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution	
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash	(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution	
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash	(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution	
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash	(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution	
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash	(Complete Part II if there is a noncash contribution.)

Name of organization

MARTIN ANDERSEN-GRACIA ANDERSEN

Employer identification number

59-6166589

Part III *Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.* (Complete cols (a) through (e) and the following line entry.)For organizations completing Part III, enter total of *exclusively religious, charitable, etc, contributions of \$1,000 or less* for the year (Enter this information once – see instructions)

► \$

N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
N/A			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

STATEMENT 1**FORM 990-PF, PART I, LINE 6A****NET GAIN (LOSS) FROM NONINVENTORY SALES PER BOOKS
ASSETS NOT INCLUDED IN PART IV**

DESCRIPTION:	LAND-MITCHELL HAMMOCK PROPERTY DONATED
DATE ACQUIRED:	11/01/2000
HOW ACQUIRED:	PURCHASE
DATE SOLD:	10/26/2009
TO WHOM SOLD:	MITCHELL CENTRAL PROPERTY, LLC
GROSS SALES PRICE:	1,380,000.
COST OR OTHER BASIS:	376,876.
BASIS METHOD:	FMV
DEPRECIATION:	0.
	GAIN (LOSS) 1,003,124.
	TOTAL \$ 1,003,124.

STATEMENT 2**FORM 990-PF, PART I, LINE 11****OTHER INCOME**

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	\$ 25,865.		
TOTAL	\$ 25,865.	\$ 0.	0.

STATEMENT 3**FORM 990-PF, PART I, LINE 16A****LEGAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	\$ 5,064.	\$ 2,532.		
TOTAL	\$ 5,064.	\$ 2,532.	\$ 0.	\$ 2,532.

STATEMENT 4**FORM 990-PF, PART I, LINE 16B****ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 26,615.	\$ 13,308.		
TOTAL	\$ 26,615.	\$ 13,308.	\$ 0.	\$ 13,307.

2008

FEDERAL STATEMENTS
MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

PAGE 2

59-6166589

STATEMENT 5
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES - 801 N ORANGE	\$ 8,402.	\$ 8,402.		
TOTAL	<u>\$ 8,402.</u>	<u>\$ 8,402.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

STATEMENT 6
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROPERTY TAXES	\$ 68,421.	\$ 6,842.		
TOTAL	<u>\$ 68,421.</u>	<u>\$ 6,842.</u>	<u>\$ 0.</u>	<u>\$ 61,579.</u>

STATEMENT 7
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
1615 EDGEWATER EXPENSE	\$ 31,586.	\$ 31,586.		
801 N ORANGE AVE	282,199.	282,199.		
ANDERSEN TERRACE LOT 3 & 4	9,966.	996.		\$ 8,970.
BANK CHARGES	223,903.	223,903.		
CAM- ANDERSEN BLDG	51,586.	5,159.		46,427.
EXCISE TAXES	4,932.			
GREENHOUSE EXPENSES	1,386.			1,386.
INSURANCE	47,880.	19,450.		28,430.
MEALS & ENTERTAINMENT	2,543.	1,272.		1,271.
MEETINGS	6,026.	3,013.		3,013.
MISCELLANEOUS	21,175.	10,587.		10,588.
OFFICE EXPENSES	2,995.	1,498.		1,497.
OIL AND GAS EXPENSES	8,979.	8,979.		
REPAIRS & MAINTENANCE	23,411.	2,342.		21,069.
UTILITIES	77,535.	8,932.		68,603.
TOTAL	<u>\$ 796,102.</u>	<u>\$ 599,916.</u>	<u>\$ 0.</u>	<u>\$ 191,254.</u>

STATEMENT 8
FORM 990-PF, PART II, LINE 7
OTHER NOTES AND LOANS RECEIVABLE

<u>OTHER NOTES AND LOANS</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>	<u>DOUBTFUL ACCOUNTS ALLOWANCE</u>
------------------------------	-------------------	------------------------------	--

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART II, LINE 7
OTHER NOTES AND LOANS RECEIVABLE

618 EAST SOUTH STREET, LLC	\$ 2,000,000.	\$ 2,000,000.	\$ 0.
	TOTAL	\$ 2,000,000.	\$ 2,000,000.
	ALLOWANCE FOR DOUBTFUL ACCOUNTS	\$ 0.	
	NET OTHER NOTES/LOANS REC. - BOOK VALUE	<u>\$ 2,000,000.</u>	

STATEMENT 9
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS			
CORPORATE STOCKS	COST	\$ 22,832,171.	\$ 18,969,925.
	TOTAL	<u>\$ 22,832,171.</u>	<u>\$ 18,969,925.</u>

STATEMENT 10
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS			
CORPORATE BONDS	COST	\$ 5,203,311.	\$ 5,413,936.
	TOTAL	<u>\$ 5,203,311.</u>	<u>\$ 5,413,936.</u>

STATEMENT 11
FORM 990-PF, PART II, LINE 11
INVESTMENTS - LAND, BUILDINGS, AND EQUIPMENT

	CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
BUILDINGS		\$ 8,072,999.	\$ 913,491.	\$ 7,159,508.	\$ 10,409,147.
IMPROVEMENTS		1,303,697.	138,204.	1,165,493.	1,314,433.
LAND		9,320,336.		9,320,336.	10,935,194.
	TOTAL	<u>\$ 18,697,032.</u>	<u>\$ 1,051,695.</u>	<u>\$ 17,645,337.</u>	<u>\$ 22,658,774.</u>

STATEMENT 12
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

<u>OTHER INVESTMENTS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
OIL & GAS INTEREST	COST	\$ 26,000.	\$ 26,000.
TIMBER	COST	1,278,985.	1,278,985.
REFORESTATION	COST	434,172.	434,172.
ACCUMULATED DEPLETION	COST	-930,009.	-930,009.
MINERAL DEPOSITS	COST	84,025.	84,177.
INVESTMENT IN CYPRESS INVEST. GRADE CONV	COST	1,224,343.	1,157,340.
INVESTMENT IN GLOBEFLEX INT'L PTRSHP	COST	701,282.	432,048.
INVESTMENT IN PARTNERSHIP	COST	46,672.	163,950.
		TOTAL \$ 2,865,470.	\$ 2,646,663.

STATEMENT 13
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

<u>CATEGORY</u>	<u>BASIS</u>	<u>ACCUM. DEPREC.</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
AUTO./TRANSPORTATION EQUIP.	\$ 25,779.	\$ 15,992.	\$ 9,787.	\$ 10,725.
MACHINERY AND EQUIPMENT	12,953.	8,943.	4,010.	3,982.
BUILDINGS	197,550.	42,976.	154,574.	335,000.
IMPROVEMENTS	19,793.	7,387.	12,406.	0.
	TOTAL \$ 256,075.	\$ 75,298.	\$ 180,777.	\$ 349,707.

STATEMENT 14
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
ARTWORK	\$ 4,934,000.	\$ 4,934,000.
CEMETARY LOTS	8,970.	8,970.
DEPOSITS	7,962.	7,962.
OTHER NON-CURRENT ASSETS	12,050.	12,050.
PREPAID COMMISSIONS	258,802.	258,802.
PREPAID INSURANCE	17,843.	17,843.
PREPAID TAXES	16,384.	16,411.
TAX CERTIFICATES	417,960.	417,960.
	TOTAL \$ 5,673,971.	\$ 5,673,998.

2008

FEDERAL STATEMENTS
MARTIN ANDERSEN-GRACIA ANDERSEN
FOUNDATION

PAGE 5

59-6166589

STATEMENT 15
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

TENANT DEPOSITS SALES TAX PAYABLE	\$	400. 5,012.
TOTAL \$		<u>5,412.</u>

STATEMENT 16
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION		(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD			
1	SALE OF SECURITIES - TRUSTMARK		PURCHASED	VARIOUS	VARIOUS			
2	SALE OF SECURITIES - CHARLES SCHWAB		PURCHASED	VARIOUS	VARIOUS			
3	TIMBER		PURCHASED	VARIOUS	VARIOUS			
4	STCL FROM PASS-THROUGH K-1 - CYPRESS		PURCHASED	VARIOUS	VARIOUS			
5	LTCL FROM PASS-THROUGH K-1 - CYPRESS		PURCHASED	VARIOUS	VARIOUS			
6	STCL FROM PASS-THROUGH K-1 - GLOBEFLEX		PURCHASED	VARIOUS	VARIOUS			
7	LTCL FROM PASS-THROUGH K-1 - GLOBEFLEX		PURCHASED	VARIOUS	VARIOUS			
8	STCL FROM PASS-THROUGH K-1 - MERRIWELL		PURCHASED	VARIOUS	VARIOUS			
9	LTCG FROM PASS-THROUGH K-1 - GLOBEFLEX		PURCHASED	VARIOUS	VARIOUS			
10	NET SECTION 1231 GAIN - MERRIWELL		PURCHASED	VARIOUS	VARIOUS			
11	LOSS ON REDEMPTION - COLLINS CAPITA		PURCHASED	VARIOUS	VARIOUS			
	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	6916245.		9205865.	-2289620.				\$ -2289620.
2	741,566.		868,358.	-126,792.				-126,792.
3	78,209.		208,827.	-130,618.				-130,618.
4	0.		9,118.	-9,118.				-9,118.
5	0.		43,671.	-43,671.				-43,671.
6	0.		172,254.	-172,254.				-172,254.
7	0.		120,662.	-120,662.				-120,662.
8	0.		11,595.	-11,595.				-11,595.
9	68,387.		0.	68,387.				68,387.
10	175.		0.	175.				175.
11	293,479.		362,551.	-69,072.				-69,072.
								TOTAL \$ <u>2904840.</u>

STATEMENT 17
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
T. PICTON WARLOW, IV P.O. BOX 547918 ORLANDO, FL 32854-7918	VICE PRESIDENT 20.00	\$ 52,000.	\$ 0.	\$ 0.

STATEMENT 17 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP & DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
THOMAS P. WARLOW III P.O. BOX 547918 ORLANDO, FL 32854-7918	PRESIDENT 40.00	\$ 245,700.	\$ 0.	\$ 0.
MARY ALICE PHELPS 6450 GIBSON DRIVE ORLANDO, FL 32809	ASST. SECRETARY 40.00	58,300.	0.	0.
JEFFRY B. FUQUA P.O. BOX 547918 ORLANDO, FL 32854-7918	SECRETARY 20.00	50,000.	0.	0.
L. GRAHAM BARR, JR 1819 BEACON STREET NEW SMYRNA, FL 32069	DIRECTOR 3.00	0.	0.	0.
MARINA C. NICE P.O. BOX 57 WINTER PARK, FL 32790	TREASURER 20.00	81,900.	0.	0.
MARJORIE A. BROWN P.O. BOX 1660 WINTER PARK, FL 32790	ASSISTANT SEC. 4.00	2,902.	0.	0.
CLAUDE C. DOURNAUX 1523 EASTIN STREET ORLANDO, FL 32804	PROPERTY MGR 40.00	43,827.	0.	0.
ROBERT B. WHITE, JR 558 W NEW ENGLAND AVE STE 240 WINTER PARK, FL 32789	DIRECTOR 3.00	0.	0.	0.
TOTAL		\$ 534,629.	\$ 0.	\$ 0.

STATEMENT 18
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
 NAME: THOMAS P. WARLOW III, PRESIDENT
 CARE OF:
 STREET ADDRESS: P.O. BOX 547918
 CITY, STATE, ZIP CODE: ORLANDO, FL 32854
 TELEPHONE: 407-647-5654
 FORM AND CONTENT: REQUEST BY LETTER
 SUBMISSION DEADLINES: N/A
 RESTRICTIONS ON AWARDS: N/A

Application for Extension of Time To File an
Exempt Organization Return

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.

● If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box. ►

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

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

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

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

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

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

Type or print	Name of Exempt Organization MARTIN ANDERSEN-GRACIA ANDERSEN FOUNDATION	Employer identification number 59-6166589
File by the due date for filing your return. See instructions	Number, street, and room or suite number If a P O box, see instructions P.O. BOX 547918	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. ORLANDO, FL 32854-7918	
Check type of return to be filed (file a separate application for each return):		
<input type="checkbox"/> Form 990	<input type="checkbox"/> Form 990-T (corporation)	<input type="checkbox"/> Form 4720
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust)	<input type="checkbox"/> Form 5227
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 6069
<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 8870

● The books are in the care of. ► THOMAS P. WARLOW III

Telephone No. ► 407-841-8253

FAX No. ►

● If the organization does not have an office or place of business in the United States, check this box ►

● If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box. ► If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 6/15, 20 10, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► calendar year 20 ____ or

► tax year beginning 11/01, 20 08, and ending 10/31, 20 09.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$ 3,616.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$ 20,000.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$ 0.

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

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form 8868 (Rev. 4-2009)

COPY

FIFZ0501L 03/11/09