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Form 990-PF

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

OMB No 1545-0052

2008

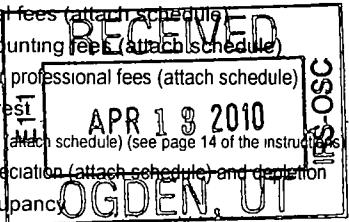
Department of the Treasury  
Internal Revenue Service

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

For calendar year 2008, or tax year beginning 12/01/08, and ending 11/30/09

G Check all that apply	Initial return	Final return	Amended return	Address change	Name change
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<b>Use the IRS label. Otherwise, print or type. See Specific Instructions.</b>	Name of foundation <b>MILCHMAN FOUNDATION</b>			A Employer identification number <b>11-3297024</b>	
	Number and street (or P O box number if mail is not delivered to street address) <b>147-26 70th AVENUE</b>			B Telephone number (see page 10 of the instructions) <b>718-793-9107</b>	
	City or town, state, and ZIP code <b>FLUSHING NY 11367</b>			C If exemption application is pending, check here ► <input type="checkbox"/>	
				D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>	
			E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>		
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
<b>H Check type of organization</b> <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					
<b>I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 0</b>		<b>J Accounting method</b> <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)			

<b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see pg 11 of the instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b> 1 Contributions, gifts, grants, etc , received (attach schedule) 2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach 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) 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain 9 Income modifications 10a Gross sales less returns & allowances b Less Cost of goods sold c Gross profit or (loss) (attach schedule) 11 Other income (attach schedule) 12 Total. Add lines 1 through 11	<b>Stmt 1</b>	18,000			
		103	103	103	
		1,264	1,264	1,264	
48,735	48,735	48,735			
68,102	50,102	50,102			
<b>Operating and Administrative Expenses</b>					
<b>2010</b>  13 Compensation of officers, directors, trustees, etc 14 Other employee salaries and wages 15 Pension plans, employee benefits 16a Legal fees (attach schedule) b Accounting fees (attach schedule) c Other professional fees (attach schedule) 17 Interest 18 Taxes (attach schedule) (see page 14 of the instructions) 19 Depreciation (attach schedule) and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses (att sch ) 24 Total operating and administrative expenses. Add lines 13 through 23 25 Contributions, gifts, grants paid 26 Total expenses and disbursements.Add lines 24 and 25 27 Subtract line 26 from line 12 a Excess of revenue over expenses & disbursements b Net investment income (if negative, enter -0-) c Adjusted net income (if negative, enter -0-)	<b>2010</b>				
		0	0	0	
		16,300		16,300	
		16,300	0	0	
				16,300	
		51,802			
			50,102		
				50,102	

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

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Assets	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
1	Cash—non-interest-bearing				
2	Savings and temporary cash investments		32,796	35,097	
3	Accounts receivable ►				
	Less allowance for doubtful accounts ►				
4	Pledges receivable ►				
	Less allowance for doubtful accounts ►				
5	Grants receivable				
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
7	Other notes and loans receivable (att schedule) ► <b>See Wrk</b>	-1	1	-1	
	Less allowance for doubtful accounts ►				
8	Inventories for sale or use				
9	Prepaid expenses and deferred charges		640	640	
10a	Investments—U S and state government obligations (attach schedule)				
b	Investments—corporate stock (attach schedule)	<b>See Stmt 2</b>	117,944	118,712	
c	Investments—corporate bonds (attach schedule)				
11	Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)				
14	Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach sch) ►				
15	Other assets (describe ► <b>See Statement 3</b> )	)	-28,566	20,169	
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)		122,815	174,617	0
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► <b>See Statement 3</b> )	)	0	0
	23	<b>Total liabilities</b> (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	122,815	174,617	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	122,815	174,617	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	122,815	174,617	

## 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	122,815
2	Enter amount from Part I, line 27a	2	51,802
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	174,617
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	174,617

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**Part IV. Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a <b>N/A</b>				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8			3	

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

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

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

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

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

## 1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	<b>18,238</b>		
2006	<b>18,212</b>		
2005	<b>16,343</b>		
2004	<b>13,686</b>		
2003	<b>11,100</b>		

## 2 Total of line 1, column (d)

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

## 4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5

## 5 Multiply line 4 by line 3

## 6 Enter 1% of net investment income (1% of Part I, line 27b)

## 7 Add lines 5 and 6

## 8 Enter qualifying distributions from Part XII, line 4

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

2	
3	
4	0
5	
6	<b>501</b>
7	<b>501</b>
8	<b>16,300</b>

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**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of 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)	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>1</td><td>501</td></tr> <tr><td>2</td><td>0</td></tr> <tr><td>3</td><td>501</td></tr> <tr><td>4</td><td>0</td></tr> <tr><td>5</td><td>501</td></tr> </table>	1	501	2	0	3	501	4	0	5	501
1	501											
2	0											
3	501											
4	0											
5	501											
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b											
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)											
2	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	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-											
6	Credits/Payments											
a	2008 estimated tax payments and 2007 overpayment credited to 2008	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>6a</td><td>640</td></tr> <tr><td>6b</td><td></td></tr> <tr><td>6c</td><td></td></tr> <tr><td>6d</td><td></td></tr> </table>	6a	640	6b		6c		6d			
6a	640											
6b												
6c												
6d												
b	Exempt foreign organizations—tax withheld at source											
c	Tax paid with application for extension of time to file (Form 8868)											
d	Backup withholding erroneously withheld											
7	Total credits and payments Add lines 6a through 6d	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>7</td><td>640</td></tr> <tr><td>8</td><td></td></tr> <tr><td>9</td><td></td></tr> <tr><td>10</td><td>139</td></tr> <tr><td>11</td><td>Refunded</td></tr> </table>	7	640	8		9		10	139	11	Refunded
7	640											
8												
9												
10	139											
11	Refunded											
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached											
9	<b>Tax due</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>9</td><td></td></tr> <tr><td>10</td><td>139</td></tr> </table>	9		10	139						
9												
10	139											
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>											
11	Enter the amount of line 10 to be <b>Credited to 2009 estimated tax</b> ► 139											

**Part 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 participate or intervene in any political campaign?	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>1a</td><td>Yes <input checked="" type="checkbox"/></td><td>No</td></tr> <tr><td>1b</td><td></td><td><input checked="" type="checkbox"/></td></tr> <tr><td>1c</td><td></td><td><input checked="" type="checkbox"/></td></tr> </table>	1a	Yes <input checked="" type="checkbox"/>	No	1b		<input checked="" type="checkbox"/>	1c		<input checked="" type="checkbox"/>	
1a	Yes <input checked="" type="checkbox"/>	No										
1b		<input checked="" type="checkbox"/>										
1c		<input checked="" type="checkbox"/>										
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? 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 <b>Form 1120-POL</b> for this year?											
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____											
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____											
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	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>2</td><td>X</td></tr> <tr><td>3</td><td></td></tr> <tr><td>4a</td><td></td></tr> <tr><td>4b</td><td></td></tr> <tr><td>5</td><td></td></tr> </table>	2	X	3		4a		4b		5	
2	X											
3												
4a												
4b												
5												
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?	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>4a</td><td>X</td></tr> <tr><td>4b</td><td></td></tr> <tr><td>5</td><td></td></tr> </table>	4a	X	4b		5					
4a	X											
4b												
5												
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> 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?	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr><td>6</td><td>X</td></tr> <tr><td>7</td><td>X</td></tr> <tr><td>8b</td><td></td></tr> <tr><td>9</td><td></td></tr> <tr><td>10</td><td></td></tr> </table>	6	X	7	X	8b		9		10	
6	X											
7	X											
8b												
9												
10												
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV											
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► <b>None</b>											
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 on page 27)? 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											

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11	<input checked="" type="checkbox"/>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>bapeg5@verizon.com</b>	13	<input checked="" type="checkbox"/>
14	The books are in care of ► <b>Goldie Witrock</b> <b>12711 NW 16th Court</b> Located at ► <b>Coral Springs, FL</b>	Telephone no ►	
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	ZIP+4 ► <b>33071</b>	► 15 □

**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 <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	► □
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?	N/A	
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?		
	If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions )	N/A	
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
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 )	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
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?		

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

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Provide a grant to an organization other than a charitable, etc. organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 5a(1)-(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		<b>N/A</b>	<b>5b</b>
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		<b>N/A</b>	
	If "Yes," attach the statement required by Regulations section 53.4945-5(d)				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			<b>6b</b>
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		<b>N/A</b>	<b>7b</b>

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Ben Milchman 147-26 70th Avenue	NYC NY 11367	TRUSTEE 8	0	0
Evelyn Milchman 147-26 70th Avenue	NYC NY 11367	TRUSTEE 0	0	0
Allan Milchman 147-26 70th Avenue	NYC NY 11367	TRUSTEE 0	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions).**

If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

Expenses

1 N/A

2

3

4

**Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 N/A

2

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

3

Total. Add lines 1 through 3 ►

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	0
b	Average of monthly cash balances	1b	0
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	<b>Total</b> (add lines 1a, b, and c)	1d	0
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	0
4	Cash deemed held for charitable activities Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	0
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	0
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	0

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	
2a	Tax on investment income for 2008 from Part VI, line 5	2a	501
b	Income tax for 2008 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	501
3	Distributable amount before adjustments Subtract line 2c from line 1	3	-501
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	-501
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	-501

**Part XII Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	16,300
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1b	
b	Program-related investments—total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the.	3b	
a	Suitability test (prior IRS approval required)	4	16,300
b	Cash distribution test (attach the required schedule)	5	501
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	15,799
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income		
	Enter 1% of Part I, line 27b (see page 26 of the instructions)		
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		
	<b>Note.</b> The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years		

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**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				<b>-501</b>
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only				
b Total for prior years 20 ____ , 20 ____ , 20 ____				
3 Excess distributions carryover, if any, to 2008				
a From 2003	<b>11,100</b>			
b From 2004	<b>13,714</b>			
c From 2005	<b>17,317</b>			
d From 2006	<b>19,488</b>			
e From 2007	<b>18,238</b>			
f Total of lines 3a through e	<b>79,857</b>			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ <b>16,300</b>				
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2008 distributable amount				<b>-501</b>
e Remaining amount distributed out of corpus	<b>16,801</b>			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:	<b>96,658</b>			
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				<b>0</b>
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)	<b>11,100</b>			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	<b>85,558</b>			
10 Analysis of line 9				
a Excess from 2004	<b>13,714</b>			
b Excess from 2005	<b>17,317</b>			
c Excess from 2006	<b>19,488</b>			
d Excess from 2007	<b>18,238</b>			
e Excess from 2008	<b>16,801</b>			

**Part XIV** **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

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

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

## 1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

Check here ►  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

N/A

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

N/A

**c Any submission deadlines.**

N/A

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

N/A

**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
<b>Name and address (home or business)</b>				
a Paid during the year <b>MIR</b>				
<b>Contribution Expense</b>				<b>16,300</b>
<b>Total</b>			► 3a	<b>16,300</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			► 3b	

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

Enter gross amounts unless otherwise indicated

		Unrelated business income	Excluded by section 512, 513, or 514	
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1 Program service revenue				
a				
b				
c				
d				
e				
f				
g Fees and contracts from government agencies				
2 Membership dues and assessments				
3 Interest on savings and temporary cash investments				103
4 Dividends and interest from securities				1,264
5 Net rental income or (loss) from real estate				
a Debt-financed property				
b Not debt-financed property				
6 Net rental income or (loss) from personal property				
7 Other investment income				48,735
8 Gain or (loss) from sales of assets other than inventory				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue a				
b				
c				
d				
e				
12 Subtotal Add columns (b), (d), and (e)		0		50,102
13 Total. Add line 12, columns (b), (d), and (e)			13	50,102

(See worksheet in line 13 instructions on page 28 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**

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

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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 organization. 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

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

**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.

3/19/10

Date \_\_\_\_\_

---

**Title**

Sign Here		Date		Preparer's identifying number (see Signature on page 30 of the instructions)	
Paid Preparer's Use Only	Preparer's signature	3/22/10	Check if self-employed	<input type="checkbox"/>	P00111172
	Firm's name (or yours if self-employed), address, and ZIP code		EIN ► 13-3102829		
Ben A. Milchman 14726 70th Avenue Flushing, NY 11367		Phone no 718-793-9107			

Forward Newspaper  
125 Maiden Lane 8th Fl  
New York, NY 10038-5015  
Tel: 212-889-8200  
Fax: 212-689-4255

## **Affidavit of Publication**

To: Ben Milchman Foundation

RE: Legal Notice #12493, Ben Milchman Foundation

The undersigned is the publisher of the English Forward Newspaper, a weekly newspaper published in New York, NY. A notice regarding Ben Milchman Foundation was published in said newspaper once in each week for 1 consecutive weeks, commencing on 3/26/2010 and ending on 3/26/2010. The text of the notice as published in said newspaper is as set forth below. This newspaper has been designated by the Clerk of New York County for this purpose.

Samuel Norich, Publisher

By: Ernest Glaser

## Gwen Blasen.

### Authorized Designee of the Publisher

Sworn to before me this 26th day of March, 2010.

Freanda C Anderson

Ronda C. Anderson

**Notary Public, State of NY**

No. 01AN6022407

### Qualified in New York County

Commission expires on March 29, 2011

## Ad Text

The annual return of MILCHMAN FOUNDATION is available at the address noted below for inspection during normal business hours by any citizen who so requests within 180 days after publication of this notice of its availability. Milchman Foundation, 147-26 70th Ave., Flushing, NY 11367. The Principal Manager is Ben Milchman, President. Telephone (718) 793-9108.

NOTICE OF FORMATION of **LA PETITE AGENCY LLC**. Art. of Org. filed w/Secy. of State of NY (SSNY) on 1/19/10. Office location: NY County. SSNY designated as agent for service of process. SSNY shall mail process to: 5 Penn Pl. #1921, New York, NY 10001. Purpose: Any lawful activity.

Notice of Formation of **GOATS PRODUCTIONS, LLC**. Arts. of Org. filed with Secy. of State of NY (SSNY) on 02/12/10. Office location: NY County. Princ. office of LLC: c/o Plum Pictures, 636 Broadway - Ste. 814, NY, NY 10012. SSNY designated as agent of LLC upon whom process against it may be served. SSNY shall mail process to the LLC at the addr. of its princ. office. Purpose: Any lawful activity.

NOTICE IS HEREBY GIVEN that a license, serial number 1236118 for a restaurant wine license as been applied for by **SUSHI WEST CORP.** doing business as SUSHI WEST to sell wine and beer at retail in a restaurant under the Alcoholic Beverage Control Law at 556 Hudson St., a/k/a 101 Perry St., New York, NY 10014 for on premises consumption.

**STARRNIC PROPERTIES, LLC**, Articles of Org. filed NY Sec. of State (SSNY) 1/7/2010. Office in NY Co. SSNY desig. agent of LLC upon whom process may be served. SSNY shall mail copy of process to 400 E.57th St. #J-7, NY, NY 10022. Purpose: Any lawful activity.

New York County SSNY is designated as agent upon whom process against the LLC may be served. SSNY shall mail a copy of any process against the LLC served upon him/her to The LLC, 82 Bayard St., #20, NY, NY 10013. General Purposes.

Notice of Formation of **E Z JOINT VENTURES LLC**, Art. of Org. filed Sec'y of State (SSNY) 9/29/09. Office location: NY County. SSNY designated as agent of LLC upon whom process against it may be served. SSNY shall mail copy of process to 365 W. 34th St., NY, NY 10001. Purpose: Any lawful activity.

Notice of Qualification of **BBDO USA LLC**. Authority filed with Secy. of State of NY (SSNY) on 02/18/10. Office location: NY County. LLC formed in Delaware (DE) on 09/03/09. SSNY designated as agent of LLC upon whom process against it may be served. SSNY shall mail process to the LLC, 1285 Ave. of the Americas, NY, NY 10019. DE addr. of LLC: 2711 Centerville Rd., Ste. 400, Wilmington, DE 19808. Arts. of Org. filed with Secy. of State of DE, Div. of Corps., 401 Federal St., Ste. 4, Dover, DE 19901. Purpose: Any lawful activity.

**HOT SHOT HK LLC**. Articles of Org. filed NY Sec. of State 12/08/2009. Office in NY Co. SSNY desig. agent of LLC upon whom process may be served. SSNY shall mail copy of process to 1407 Broadway Suite 2000 New York, NY 10018. Purpose: Any lawful activity.

Corporation Trust Co., 1209 Orange St., Wilmington, DE 19801. Arts. of Org. filed with DE Sec. of State, 401 Federal St., Dover, DE 19901. Purpose: any lawful activity.

Notice of Formation of **KINGS HIGHWAY FILMS LLC**. Arts. of Org. filed with Secy. of State of NY (SSNY) on 02/17/10. Office location: NY County. SSNY designated as agent of LLC upon whom process against it may be served. SSNY shall mail process to c/o Danny Abeckaser, 247 W. 30th St.-2nd Fl., NY, NY 10001. Purpose: Any lawful activity.

The annual return of **MILCHMAN FOUNDATION** is available at the address noted below for inspection during normal business hours by any citizen who so requests within 180 days after publication of this notice of its availability. Milchman Foundation, 147-26 70th Ave., Flushing, NY 11367. The Principal Manager is Ben Milchman, President. Telephone (718) 793-9108.

THE ANNUAL RETURN OF **SALARC FOUNDATION, INC.** for the 2009 year ended 12/31/09 is available at its principal office located at 167 East 61st St., Apt. 37C for inspection during regular business hours by any citizen who requests it within 180 days hereof. Principal Manager of the Foundation is Joseph D. Cooper. Mail affidavit and invoice to: Salarc Foundation, Inc., c/o J. Cooper, 167 East 61st St., Apt. 37C, NY, NY 10065. Telephone: (212) 759-0144