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

2008

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

For calendar year 2008, or tax year beginning, DEC 1, 2008 and ending NOV 30, 2009

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

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

Name of foundation: WOMENS PROJECT FOUNDATION CO-T/A 20
 Identification number: 102300980360
 Number and street (or P.O. box number if mail is not delivered to street address): 4900 TIEDEMAN RD. OH-01-19-0150
 City or town, state, and ZIP code: BROOKLYN, OH 44144-2302

A Employer identification number: 13-3417304
 B Telephone number: 216-689-2834

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: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): \$ 26,528,123. (Part I, column (d) must be on cash basis.)
 J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	32,410.	32,410.		STATEMENT 1
	4 Dividends and interest from securities	677,540.	677,540.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	813,648.			
	b Gross sales price for all assets on line 6a	4,887,825.			
	7 Capital gain net income (from Part IV, line 2)		813,648.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	1,523,598.	1,523,598.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	92,095.	69,071.		23,024.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3	5,000.	0.	5,000.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 4	<76,516.>	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses	STMT 5	200.	0.	200.	
24 Total operating and administrative expenses. Add lines 13 through 23		20,779.	69,071.		28,224.
25 Contributions, gifts, grants, etc., paid		5,218,518.			5,218,518.
26 Total expenses and disbursements. Add lines 24 and 25		5,239,297.	69,071.		5,246,742.
27 Subtract line 26 from line 12		<3,715,699.>			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			1,454,527.		
c Adjusted net income (if negative, enter -0-)				N/A	

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

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	388,008.	530,844.	530,844.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 6	0.	2,494,141.	2,638,030.
	b	Investments - corporate stock STMT 7	0.	12,380,935.	16,027,947.
	c	Investments - corporate bonds STMT 8	0.	1,692,351.	1,842,517.
Liabilities	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 9	26,485,640.	6,059,678.	5,488,785.
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers)	26,873,648.	23,157,949.	26,528,123.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
Net Assets or Fund Balances	27	Capital stock, trust principal, or current funds	26,485,641.	26,485,641.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	388,007.	<3,327,692.>	
	30	Total net assets or fund balances	26,873,648.	23,157,949.	
	31	Total liabilities and net assets/fund balances	26,873,648.	23,157,949.	

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	26,873,648.
2	Enter amount from Part I, line 27a	2	<3,715,699.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	23,157,949.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	23,157,949.

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 SEE ATTACHED STATEMENTS				
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 4,887,825.		4,074,177.	813,648.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			813,648.

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	813,648.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	5,506,904.	37,174,328.	.148137
2006	830,200.	42,839,678.	.019379
2005	710,200.	35,785,390.	.019846
2004	1,127,571.	23,713,641.	.047549
2003	4,418,025.	25,513,282.	.173166

2 Total of line 1, column (d)	2	.408077
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	.081615
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	24,466,598.
5 Multiply line 4 by line 3	5	1,996,841.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,545.
7 Add lines 5 and 6	7	2,011,386.
8 Enter qualifying distributions from Part XII, line 4	8	5,246,742.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)		1	14,545.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	14,545.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	14,545.
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:			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a 7,468.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 30,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	37,468.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	22,923.
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax <input checked="" type="checkbox"/> 22,923. Refunded <input type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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>KEYBANK, N.A.</u> Telephone no. ► <u>216-813-4556</u> Located at ► <u>4900 TIEDEMAN RD, BROOKLYN, OH</u> ZIP+4 ► <u>44144</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

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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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
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 ► _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<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	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KEYBANK, N.A. 127 PUBLIC SQUARE CLEVELAND, OH 44114	TRUSTEE 10.00	92,095.	0.	0.

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

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

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

0

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Part VIII

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

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

[illegible]

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

0

Part IX-A

Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B

Summary of Program-Related Investments

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

Amount

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

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	24,839,186.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	24,839,186.
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	24,839,186.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	372,588.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,466,598.
6	Minimum investment return. Enter 5% of line 5	6	1,223,330.

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	1,223,330.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	14,545.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	14,545.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,208,785.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,208,785.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,208,785.

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	5,246,742.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,246,742.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	14,545.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,232,197.

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				1,208,785.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003				
b From 2004	65,349.			
c From 2005	881,147.			
d From 2006				
e From 2007	3,663,122.			
f Total of lines 3a through e	4,609,618.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$	5,246,742.			
a Applied to 2007, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				1,208,785.
e Remaining amount distributed out of corpus	4,037,957.			
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	8,647,575.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	8,647,575.			
10 Analysis of line 9:				
a Excess from 2004	65,349.			
b Excess from 2005	881,147.			
c Excess from 2006				
d Excess from 2007	3,663,122.			
e Excess from 2008	4,037,957.			

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

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE STATEMENT 10					5218518.
Total					5218518.
b Approved for future payment					
NONE					
Total					0.

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
	(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			14	32,410.	
4 Dividends and interest from securities			14	677,540.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	813,648.	
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.		1,523,598.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 1,523,598.	

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

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

[illegible]

Part XVII

- | | 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 |

[illegible]

☐ 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.

Key Bank, N.A. Co-Trustee

8-17-10

Michael Simmons, Sr. Vice President

Signature of officer or trustee

Title

Preparer's signature 

Date _____

B-17-1C

Check if	Yes	No
1. The contractor has been paid for the work performed.		
2. The contractor has been paid for the materials used.		
3. The contractor has been paid for the labor used.		
4. The contractor has been paid for the overhead and profit.		
5. The contractor has been paid for the subcontractors.		
6. The contractor has been paid for the equipment used.		
7. The contractor has been paid for the transportation used.		
8. The contractor has been paid for the insurance used.		
9. The contractor has been paid for the taxes used.		
10. The contractor has been paid for the other expenses used.		

**self-
employee**

Preparer's identifying number: _____

Firm's name (or yours if self-employed), address, and ZIP code **WALTHALL, DRAKE & WALLACE LLP
6300 ROCKSIDE ROAD, SUITE 100
CLEVELAND, OHIO 44131-2221**

EIN ▶

Phone no. 216.573.2330

Form 990-PF (2008)

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 COST BASIS ADJ RETURN OF CAPITAL DIVIDEND I SHARE			
b BANK OF AMERICA CORP COM		03/13/08	02/03/09
c BOEING CO COM		10/20/08	11/24/09
d CATERPILLAR INC DEL COM		10/20/08	07/16/09
e CHEVRON CORP COM		11/11/05	07/16/09
f CHEVRON CORP COM		12/29/04	07/16/09
g COCA COLA CO COM		04/10/07	05/14/09
h COCA COLA CO COM		04/28/05	05/14/09
i GOVERNMENT NATL MTG ASSN		04/01/87	12/15/08
j GOVERNMENT NATL MTG ASSN		04/01/87	01/15/09
k GOVERNMENT NATL MTG ASSN		04/01/87	02/15/09
l GOVERNMENT NATL MTG ASSN		04/01/87	03/15/09
m GOVERNMENT NATL MTG ASSN		04/01/87	04/15/09
n GOVERNMENT NATL MTG ASSN		04/01/87	05/15/09
o GOVERNMENT NATL MTG ASSN		04/01/87	06/15/09

(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		1,349.	<1,349.>
b 45,234.		316,696.	<271,462.>
c 191,134.		167,890.	23,244.
d 140,906.		168,015.	<27,109.>
e 88,580.		77,976.	10,604.
f 122,788.		79,551.	43,237.
g 170,735.		192,427.	<21,692.>
h 364,905.		350,061.	14,844.
i 89.		89.	0.
j 85.		85.	0.
k 86.		86.	0.
l 87.		87.	0.
m 72.		72.	0.
n 663.		663.	0.
o 99.		99.	0.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,349.>
b			<271,462.>
c			23,244.
d			<27,109.>
e			10,604.
f			43,237.
g			<21,692.>
h			14,844.
i			0.
j			0.
k			0.
l			0.
m			0.
n			0.
o			0.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

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

3

Part 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	GOVERNMENT NATL MTG ASSN		04/01/87	07/15/09
b	GOVERNMENT NATL MTG ASSN		04/01/87	08/15/09
c	GOVERNMENT NATL MTG ASSN		04/01/87	09/15/09
d	GOVERNMENT NATL MTG ASSN		04/01/87	10/15/09
e	GOVERNMENT NATL MTG ASSN		04/01/87	11/15/09
f	GOVERNMENT NATL MTG ASSN		09/23/91	12/15/08
g	GOVERNMENT NATL MTG ASSN		09/23/91	01/15/09
h	GOVERNMENT NATL MTG ASSN		09/23/91	02/15/09
i	GOVERNMENT NATL MTG ASSN		09/23/91	03/15/09
j	GOVERNMENT NATL MTG ASSN		09/23/91	04/15/09
k	GOVERNMENT NATL MTG ASSN		09/23/91	05/15/09
l	GOVERNMENT NATL MTG ASSN		09/23/91	06/15/09
m	GOVERNMENT NATL MTG ASSN		09/23/91	07/15/09
n	GOVERNMENT NATL MTG ASSN		09/23/91	08/15/09
o	GOVERNMENT NATL MTG ASSN		09/23/91	09/15/09

(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	85.	85.	0.
b	74.	74.	0.
c	59.	59.	0.
d	60.	60.	0.
e	61.	61.	0.
f	86.	86.	0.
g	87.	87.	0.
h	88.	88.	0.
i	88.	88.	0.
j	89.	89.	0.
k	186.	186.	0.
l	37.	37.	0.
m	37.	37.	0.
n	38.	38.	0.
o	38.	38.	0.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			0.
c			0.
d			0.
e			0.
f			0.
g			0.
h			0.
i			0.
j			0.
k			0.
l			0.
m			0.
n			0.
o			0.

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 }

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

2

3

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	GOVERNMENT NATL MTG ASSN		09/23/91	10/15/09
b	GOVERNMENT NATL MTG ASSN		09/23/91	11/15/09
c	GENERAL ELEC CO COM		03/09/87	05/14/09
d	GENERAL ELEC CO COM		12/30/86	05/14/09
e	HESS CORP COM		11/11/05	07/16/09
f	HESS CORP COM		04/28/05	07/16/09
g	JOHNSON & JOHNSON COM		09/23/91	05/14/09
h	JOHNSON & JOHNSON COM		10/07/91	05/14/09
i	JOHNSON & JOHNSON COM		09/29/86	05/14/09
j	MONSANTO CO COM		08/07/07	11/12/09
k	MONSANTO CO COM		08/07/07	11/12/09
l	MORGAN STANLEY COM		05/20/09	11/24/09
m	NOKIA CORP SPONS ADR		11/11/05	11/12/09
n	PROCTER & GAMBLE CO COM		09/29/86	05/14/09
o	RESEARCH IN MOTION LTD FGN COM		01/07/08	11/13/09

(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 38.		38.	0.
b 39.		39.	0.
c 146,553.		49,635.	96,918.
d 141,319.		39,038.	102,281.
e 3,795.		3,108.	687.
f 387,071.		236,881.	150,190.
g 44,048.		8,962.	35,086.
h 44,048.		8,700.	35,348.
i 352,386.		24,978.	327,408.
j 244,998.		214,347.	30,651.
k 96,628.		84,802.	11,826.
l 246,884.		224,069.	22,815.
m 275,138.		353,016.	<77,878.>
n 592,078.		47,822.	544,256.
o 229,953.		368,229.	<138,276.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			0.
c			96,918.
d			102,281.
e			687.
f			150,190.
g			35,086.
h			35,348.
i			327,408.
j			30,651.
k			11,826.
l			22,815.
m			<77,878.>
n			544,256.
o			<138,276.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	

Part 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 SUNPOWER CORP COM CL A			05/06/09	11/19/09
b UNITED STATES TREAS NTS DTD 08/15/06 4.875% DUE 0			10/18/06	08/15/09
c WASTE MANAGEMENT INC COM			06/19/08	07/14/09
d CAPITAL GAINS DIVIDENDS				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 119,995.		161,370.	<41,375.>
b 500,000.		501,191.	<1,191.>
c 271,780.		391,693.	<119,913.>
d 64,498.			64,498.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<41,375.>
b			<1,191.>
c			<119,913.>
d			64,498.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	813,648.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	AMOUNT
S/T DEPOSIT FUND	32,410.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	32,410.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CAPITAL GAIN DIVIDENDS	64,498.	64,498.	0.
CORPORATE INTEREST	97,528.	0.	97,528.
DOMESTIC DIVIDENDS	281,729.	0.	281,729.
FOREIGN DIVIDENDS	47,998.	0.	47,998.
FOREIGN TAX W/H	<16,122.>	0.	<16,122.>
MUTUAL FUNDS	137,032.	0.	137,032.
US GOVT INTEREST	129,375.	0.	129,375.
TOTAL TO FM 990-PF, PART I, LN 4	742,038.	64,498.	677,540.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TAX PREPERATION FEE (NON-ALLOCATED)	5,000.	0.		5,000.
TO FORM 990-PF, PG 1, LN 16B	5,000.	0.		5,000.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX REFUND	<76,516.>	0.		0.
TO FORM 990-PF, PG 1, LN 18	<76,516.>	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER NON-ALLOCABLE EXPENSE - OHIO ANNUAL FILING FEE	200.	0.		200.
TO FORM 990-PF, PG 1, LN 23	200.	0.		200.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	6
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVT OBLIGATIONS	X		2,494,141.	2,638,030.
TOTAL U.S. GOVERNMENT OBLIGATIONS			2,494,141.	2,638,030.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,494,141.	2,638,030.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORP STK - PUBLICLY TRADED	12,380,935.	16,027,947.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,380,935.	16,027,947.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORP BDS - PUBLICLY TRADED	1,692,351.	1,842,517.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,692,351.	1,842,517.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	FMV	6,043,883.	5,470,362.
GNMA	COST	15,795.	18,423.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,059,678.	5,488,785.

WOMEN'S PROJECT FOUNDATION

13-3417304

GRANT APPLICATION GUIDELINES

The Foundation is formed exclusively for religious, charitable, scientific, literary and educational purposes, and primarily for educational purposes including, but not limited to, the welfare of children, women and families, the expansion of opportunities for women, and the elimination of prejudice and discrimination against women, by funding projects and engaging in activities:

- A. To enhance the role of women artists, including, but not limited to, writers, painters, sculptors, filmmakers, photographers and dancers.
- B. To encourage the use of art as a tool to educate the public regarding social problems and accomplishments.
- C. To promote equal rights and opportunities for women.
- D. To study and to deal with the problems of violence in the family, child abuse and adult survivors of child abuse.
- E. To educate the public about issues affecting social welfare of all people.

No specific deadlines, and no specific form.

Grant applications should be address to:

Women's Project Foundation
c/o Michael Simmons
KeyBank NA, Trustee
127 Public Square - 17th Floor
Cleveland, OH 44113

Womens Project Foundation
13-3417304
2008 Grants

CHARITY	ADDRESS 1	ADDRESS 2	CITY	ST	ZIP	PURPOSE	Date	Amount
Preterm Cleveland, Inc	12000 Shaker Blvd		Cleveland	OH	44120	Challenge Grant	06/30/09	\$100,000.00
The Women's Media Center	350 Fifth Avenue	Suite 901	New York	NY	10118	2nd on 3yr commitment	06/26/09	\$25,000.00
The Women's Fdn of CA	340 Pine Street					2nd installment of 3 yr commitment for fund raising goal		
MS Foundation for Women	12 MetroTech Center	Suite 302	San Francisco	CA	94104		04/29/09	\$130,000.00
Planned Parenthood Federation of America	434 West 33rd Street	26th Floor	Brooklyn	NY	11201	Support Public Health Advocacy Campaign	06/30/09	\$200,000.00
Planned Parenthood of Cleveland OH	3500 Lorain Road		New York	NY	10001	Gen Op Expenses	06/30/09	\$250,000.00
Planned Parenthood of NE OH	444 West Exchange Street	Suite 400	Cleveland	OH	44113		04/01/09	\$100,000.00
M.A.D.D.	15666 Snow Road		Akron	OH	44302	Endowment for Low Income Patients	06/30/09	\$100,000.00
The Goatie Foundation	KeyBank, Trustee	#201 4900 Tiedeman Rd	Cleveland Brooklyn	OH OH	44142 44144	Gen Operating Support Future Giving	06/30/09 various	\$30,000.00 \$4,283,518.00
TOTAL								\$5,218,518.00

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II	Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization WOMENS PROJECT FOUNDATION CO-T/A 20 -102300980360	Employer identification number 13-3417304
	Number, street, and room or suite no. If a P.O. box, see instructions 4900 TIEDEMAN RD. OH-01-19-0150	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BROOKLYN, OH 44144-2302	

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

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

KEYBANK, N.A.

- The books are in the care of ☒ **4900 TIEDEMAN RD - BROOKLYN, OH 44144**

Telephone No ☒ **216-813-4556**

FAX No ☐

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

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

4 I request an additional 3-month extension of time until **OCTOBER 15, 2010**

5 For calendar year ☐ , or other tax year beginning **DEC 1, 2008** , and ending **NOV 30, 2009**

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

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO GATHER ALL THE INFORMATION NECESSARY TO COMPLETE THE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 37,468.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 37,468.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification

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

Signature ☒ *Debra A. Siefert* Title ☒ **CPA** Date ☒ **7-7-2010**

Form 8868 (Rev. 4-2009)