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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash – non-interest-bearing			205,800.	205,801.
	2 Savings and temporary cash investments		2,137,719.	75,040.	75,040.
	3 Accounts receivable				
	Less: allowance for doubtful accounts				
	4 Pledges receivable				
	Less: allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)				
	7 Other notes and loans receivable (attach sch)				
	Less: allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges		3,200.	4,400.	4,400.
	10a Investments – U.S. and state government obligations (attach schedule)				
	b Investments – corporate stock (attach schedule)				
	c Investments – corporate bonds (attach schedule)				
L I A B I L I T I E S	11 Investments – land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
	12 Investments – mortgage loans				
	13 Investments – other (attach schedule)		5,462,763.	6,061,589.	6,269,473.
	14 Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
	15 Other assets (describe)				
	16 Total assets (to be completed by all filers – see instructions. Also, see page 1, item I)		7,603,682.	6,346,829.	6,554,714.
N F E T U N D A S B S A E L T A S C O R S	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe)				
	23 Total liabilities (add lines 17 through 22)		0.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	<input type="checkbox"/>			
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	<input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, building, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds		7,603,682.	6,346,829.	
	30 Total net assets or fund balances (see the instructions)		7,603,682.	6,346,829.	
	31 Total liabilities and net assets/fund balances (see the instructions)		7,603,682.	6,346,829.	

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	7,603,682.
2 Enter amount from Part I, line 27a	2	-1,256,853.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3.	4	6,346,829.
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	6,346,829.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SEE STATEMENT 5				
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) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))
(j) Fair Market Value as of 12/31/69		(l) Adjusted basis as of 12/31/69	(k) Excess of column (j) over column (l), if any	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	-771,028.
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 the instructions). If (loss), enter -0- in Part I, line 8			3	-771,028.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2007	726,372.	7,499,281.	0.096859
2006	834,859.	8,123,230.	0.102774
2005	784,858.	8,649,144.	0.090744
2004	657,951.	9,022,579.	0.072923
2003	730,805.	9,523,547.	0.076737

2 Total of line 1, column (d)

2 0.440037

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years

3 0.088007

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

4 6,394,406.

5 Multiply line 4 by line 3

5 562,752.

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

6 1,913.

7 Add lines 5 and 6

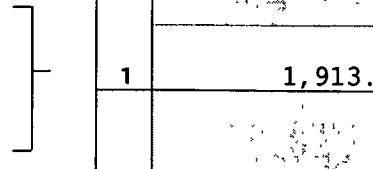
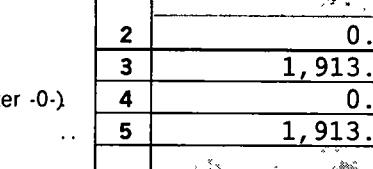
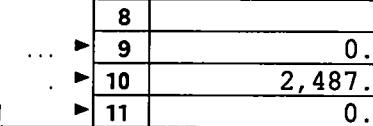
7 564,665.

8 Enter qualifying distributions from Part XII, line 4

8 802,271.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	1, 913. 
Date of ruling letter: _____ (attach copy of ruling letter if necessary – see instructions)	
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
3 Add lines 1 and 2	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	
6 Credits/Payments:	
a 2008 estimated tax pmts and 2007 overpayment credited to 2008	6a 4, 400.
b Exempt foreign organizations – tax withheld at source	6b
c Tax paid with application for extension of time to file (Form 8868)	6c
d Backup withholding erroneously withheld	6d
7 Total credits and payments. Add lines 6a through 6d	7 4, 400.
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax ► 2, 487. Refunded ► 0.	

Part VII-A Statements Regarding Activities

1 a 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?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b <input checked="" type="checkbox"/>
<i>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.</i>	
c Did the foundation file Form 1120-POL for this year?	1c <input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.	0.
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.	0.
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>	2 <input checked="" type="checkbox"/>
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? <i>If 'Yes,' attach a conformed copy of the changes</i>	3 <input checked="" type="checkbox"/>
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If 'Yes,' has it filed a tax return on Form 990-T for this year?	4a <input checked="" type="checkbox"/> 4b N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>	5 <input checked="" type="checkbox"/>
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?	6 <input checked="" type="checkbox"/>
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	7 <input checked="" type="checkbox"/>
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>N/A</u>	8b <input checked="" type="checkbox"/>
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? <i>If 'No,' attach explanation</i>	9 <input checked="" type="checkbox"/>
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)? <i>If 'Yes,' complete Part XIV</i>	10 <input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>	

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11	X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X
14	The books are in care of ► PETER MC MENAMIN Telephone no ► 516-741-0325 Located at ► 1010 NORTHERN BLVD, SUITE 208 GREAT NECK NY ZIP + 4 ► 11576		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A ► N/A

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? 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 not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see the instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 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.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here 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 Nob 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.**7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b N/A**

Part VIII | Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JANET STEIN PO BOX 5015 SOUTHAMPTON, NY 11968-5015	PRESIDENT 0	0.	0.	0.
PEGGY DAVIS 241 CENTRAL PARK WEST NEW YORK, NY 10024	DIRECTOR 0	0.	0.	0.
VINCENT MCGEE 17 EAST 84 STREET NEW YORK, NY 10028	DIRECTOR 0	0.	0.	0.
HOWARD STEIN PO BOX 5015 SOUTHAMPTON, NY 11968-5015	VICE PRESIDE 0	0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JEANNE ANSELMO PO BOX 600 SEACLIFF, NY 11579	PROGRAM DIREC 40	67,500.	9,500.	0.
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

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

0

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

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

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

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

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
- b Average of monthly cash balances
- c Fair market value of all other assets (see instructions)
- d **Total** (add lines 1a, b, and c)
- 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
- 3 Subtract line 2 from line 1d
- 4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3
(for greater amount, see instructions).
- 5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4
- 6 **Minimum investment return.** Enter 5% of line 5

1a	5,169,398.
1b	1,322,385.
1c	
1d	6,491,783.
1e	0.
2	0.
3	6,491,783.
4	97,377.
5	6,394,406.
6	319,720.

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

1	319,720.
2a	1,913.
2b	
2c	1,913.
3	317,807.
4	
5	317,807.
6	
7	317,807.

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

1a	802,271.
1b	
2	
3a	
3b	
4	802,271.
5	1,913.
6	800,358.

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				317,807.
2 Undistributed income, if any, as of the end of 2007:			0.	
a Enter amount for 2007 only		0.		
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2008:				
a From 2003 ... 255,870.				
b From 2004 ... 209,043.				
c From 2005 ... 359,279.				
d From 2006 ... 434,519.				
e From 2007 ... 358,429.				
f Total of lines 3a through e ...	1,617,140.			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ 802,271.			0.	
a Applied to 2007, but not more than line 2a		0.		
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2008 distributable amount ...				317,807.
e Remaining amount distributed out of corpus	484,464.			
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	2,101,604.			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see instructions)	255,870.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a..	1,845,734.			
10 Analysis of line 9:				
a Excess from 2004 ... 209,043.				
b Excess from 2005 ... 359,279.				
c Excess from 2006 ... 434,519.				
d Excess from 2007 ... 358,429.				
e Excess from 2008 ... 484,464.				

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

N/A

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

1 Information Regarding Foundation Managers:

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

JANET STEIN

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

NONE

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

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

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

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

6. Any submission deadlines:

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

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				
Total				► 3a
b Approved for future payment				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	7,184.	
4 Dividends and interest from securities			14	194,830.	
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					- 771,028.
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)				202,014.	- 771,028.
13 Total. Add line 12, columns (b), (d), and (e)				13	- 569,014.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See the instructions.)
N/A	

2008

FEDERAL STATEMENTS

PAGE 1

THE BALM FOUNDATION, INC.

13-3746421

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PETER MC MENAMIN	\$ 3,444.	\$ 1,722.	\$ 0.	\$ 1,722.
TOTAL	<u>\$ 3,444.</u>	<u>\$ 1,722.</u>	<u>\$ 0.</u>	<u>\$ 1,722.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	\$ 4,024.	\$ 4,024.	\$ 0.	\$ 5,368.
PAYROLL TAXES	5,368.			
TOTAL	<u>\$ 9,392.</u>	<u>\$ 4,024.</u>	<u>\$ 0.</u>	<u>\$ 5,368.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 225.		\$ 225.	
BOOKKEEPING	30,000.	\$ 5,000.	\$ 25,000.	
COMPUTER EXPENSES	400.		400.	
INSURANCE	6,907.		6,907.	
INTERNET EXPENSES	1,222.		1,222.	
LOCAL TRAVEL	1,167.		1,167.	
OFFICE EXPENSE AND SUPPLIES	676.		676.	
PAYROLL SERVICE	946.		946.	
POSTAGE	223.		223.	
STATE FILING FEES	250.		250.	
TELEPHONE AND FAX	772.		772.	
TOTAL	<u>\$ 42,788.</u>	<u>\$ 5,000.</u>	<u>\$ 0.</u>	<u>\$ 37,788.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY:

DONEE'S NAME:

DONEE'S ADDRESS:

ALBERT EINSTEIN COLLEGE OF MEDICINE

BRONX, NY

NONE

RELATIONSHIP OF DONEE:

ORGANIZATIONAL STATUS OF DONEE:

THE BALM FOUNDATION, INC.

13-3746421

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

AMOUNT GIVEN: \$ 10,000.

CLASS OF ACTIVITY:
DONEE'S NAME: CANCER SURVIVAL RESOURCE CENTER
DONEE'S ADDRESS: NEW YORK CITY, NY
RELATIONSHIP OF DONEE: NONE

ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 5,000.

CLASS OF ACTIVITY:
DONEE'S NAME: CHRISTOPHER C BLENMAN SENIOR CENTER
DONEE'S ADDRESS: NEW YORK CITY, NY
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 8,000.

CLASS OF ACTIVITY:
DONEE'S NAME: COMPASSION AND CHOICES OF NEW YORK
DONEE'S ADDRESS: NEW YORK CITY, NY
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 10,000.

CLASS OF ACTIVITY:
DONEE'S NAME: CROSSING HEALING WORKS
DONEE'S ADDRESS: WASHINGTON, DC
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 15,000.

CLASS OF ACTIVITY:
DONEE'S NAME: DOMINICAN SISTERS FAMILY HEALTH SVC
DONEE'S ADDRESS: HAMPTON BAYS, NY
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 47,000.

CLASS OF ACTIVITY:
DONEE'S NAME: FOLK ARTS RAJASTHAN, INC
DONEE'S ADDRESS: NEW YORK CITY, NY
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 10,000.

CLASS OF ACTIVITY:
DONEE'S NAME: GREAT NECK BREAST CANCER COALITION
DONEE'S ADDRESS: GREAT NECK, NY
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:

THE BALM FOUNDATION, INC.

13-3746421

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

AMOUNT GIVEN:	\$ 5,000.
CLASS OF ACTIVITY:	
DONEE'S NAME:	INTRGRAL YOGA INSTITUTE, INC
DONEE'S ADDRESS:	NEW YORK CITY, NY
RELATIONSHIP OF DONEE:	NONE
ORGANIZATIONAL STATUS OF DONEE:	
AMOUNT GIVEN:	18,500.
CLASS OF ACTIVITY:	
DONEE'S NAME:	LINCOLN SQUARE NEIGHBORHOOD CENTER
DONEE'S ADDRESS:	NEW YORK CITY, NY
RELATIONSHIP OF DONEE:	NONE
ORGANIZATIONAL STATUS OF DONEE:	
AMOUNT GIVEN:	8,800.
CLASS OF ACTIVITY:	
DONEE'S NAME:	THE LINEAGE PROJECT
DONEE'S ADDRESS:	BROOKLYN, NY
RELATIONSHIP OF DONEE:	NONE
ORGANIZATIONAL STATUS OF DONEE:	
AMOUNT GIVEN:	15,000.
CLASS OF ACTIVITY:	
DONEE'S NAME:	MOUNT SIANI SCHOOL OF MEDICINE
DONEE'S ADDRESS:	NEW YORK CITY, NY
RELATIONSHIP OF DONEE:	NONE
ORGANIZATIONAL STATUS OF DONEE:	
AMOUNT GIVEN:	130,000.
CLASS OF ACTIVITY:	
DONEE'S NAME:	NATIONAL DANCE INSTITUTE
DONEE'S ADDRESS:	NEW YORK CITY, NY
RELATIONSHIP OF DONEE:	NONE
ORGANIZATIONAL STATUS OF DONEE:	
AMOUNT GIVEN:	75,000.
CLASS OF ACTIVITY:	
DONEE'S NAME:	NY PRESBYTERIAN /WEILL CORNELL MEDICAL C
DONEE'S ADDRESS:	NEW YORK CITY, NY
RELATIONSHIP OF DONEE:	NONE
ORGANIZATIONAL STATUS OF DONEE:	
AMOUNT GIVEN:	15,000.
CLASS OF ACTIVITY:	
DONEE'S NAME:	NEW YORK UNIVERSITY MEDICAL CENTER
DONEE'S ADDRESS:	NEW YORK CITY, NY
RELATIONSHIP OF DONEE:	NONE
ORGANIZATIONAL STATUS OF DONEE:	

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

AMOUNT GIVEN: \$ 55,335.

CLASS OF ACTIVITY:
DONEE'S NAME: SOUTHPHAMPTON HOSPITAL
DONEE'S ADDRESS: SOUTHPHAMPTON, NY
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 125,178.

CLASS OF ACTIVITY:
DONEE'S NAME: TOUCH OF RELIEF INC
DONEE'S ADDRESS: WASHINGTON, DC
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 15,450.

CLASS OF ACTIVITY:
DONEE'S NAME: TRIFORN CAMPHILL COMMUNITY
DONEE'S ADDRESS: HUDSON, NY
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 15,000.

CLASS OF ACTIVITY:
DONEE'S NAME: VISITING NURSE SERVICE OF NY
DONEE'S ADDRESS: NEW YORK CITY, NY
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 42,250.

CLASS OF ACTIVITY:
DONEE'S NAME: WELLNESS IN THE SCHOOLS
DONEE'S ADDRESS: NEW YORK CITY, NY
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 3,000.

CLASS OF ACTIVITY:
DONEE'S NAME: MUSIC ACADEMY OF THE WEST
DONEE'S ADDRESS: SANTA BARBARA, CA
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: 10,000.

CLASS OF ACTIVITY:
DONEE'S NAME: UCLA CENTER FOR EAST WEST MEDICINE
DONEE'S ADDRESS: SANTA MONICA, CA
RELATIONSHIP OF DONEE: NONE
ORGANIZATIONAL STATUS OF DONEE:

THE BALM FOUNDATION, INC.

13-3746421

STATEMENT 4 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

AMOUNT GIVEN: \$ 15,000.

CLASS OF ACTIVITY:
 DONEE'S NAME: UNITED CEBREAL PALSEY WORK INC.
 DONEE'S ADDRESS: SANTA BARBARA, CA
 RELATIONSHIP OF DONEE: NONE
 ORGANIZATIONAL STATUS OF DONEE:
 AMOUNT GIVEN: 12,000.

CLASS OF ACTIVITY:
 DONEE'S NAME: DOMINICAN SISTERS OF HOPE
 DONEE'S ADDRESS: OSSINING, NY
 RELATIONSHIP OF DONEE: NONE
 ORGANIZATIONAL STATUS OF DONEE:
 AMOUNT GIVEN: 14,880.

TOTAL \$ 680,393.

STATEMENT 5
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	2779.292 UBS GLOBAL ALLOCATION FUND CLASS A	PURCHASED	12/19/2007	12/15/2008
2	35159.978 UBS DYNAMIC ALPHA FUND CLASS A	PURCHASED	VARIOUS	12/23/2008
3	129409.096 UBS DYNAMIC ALPHA FUND CLASS A	PURCHASED	VARIOUS	VARIOUS
4	36034.236 UBS GLOBAL ALLOCATION FUND CLASS A	PURCHASED	VARIOUS	VARIOUS
5	95000 AMERICAN EXPRESS BK UT	PURCHASED	12/10/2008	2/06/2009
6	95000 GE MONEY BANK UT US	PURCHASED	12/10/2008	2/06/2008
7	95000 GOLDMAN SACKS BK UT	PURCHASED	12/10/2008	2/02/2009
8	100000 ALLSTATE CORP	PURCHASED	12/18/2008	2/06/2009
9	50000 CATERPILLAR FIN SERVICES CORP	PURCHASED	12/12/2008	2/09/2009
10	50000 CATERPILLAR FIN SERVICES CORP	PURCHASED	12/18/2008	2/06/2009
11	100000 GENERAL ELSCTRIC CAP CORP NTS	PURCHASED	12/10/2008	2/06/2008
12	100000 GOLDMAN SACKS GROUP INC	PURCHASED	1/02/2009	2/06/2009
13	50000 VERIZON NEW ENGLAND INC	PURCHASED	12/12/2008	2/06/2009
14	100000 VERIZON NEW JERSEY INC	PURCHASED	12/10/2008	2/06/2009
15	140000 GLODMAN SACKS BK UT US	PURCHASED	1/30/2009	11/04/2009

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	23,235.		37,854.	-14,619.				\$ -14,619.
2	172,282.		174,393.	-2,111.				-2,111.
3	812,153.		1353769.	-541,616.				-541,616.
4	301,241.		519,059.	-217,818.				-217,818.
5	95,261.		95,000.	261.				261.
6	95,641.		95,000.	641.				641.
7	95,855.		95,000.	855.				855.

STATEMENT 5 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
8	100,395.		99,133.	1,262.				\$ 1,262.
9	50,895.		50,000.	895.				895.
10	51,145.		50,000.	1,145.				1,145.
11	98,394.		99,656.	-1,262.				-1,262.
12	97,512.		100,006.	-2,494.				-2,494.
13	51,395.		49,082.	2,313.				2,313.
14	100,100.		98,580.	1,520.				1,520.
15	140,000.		140,000.	0.				0.
							TOTAL	<u>\$ -771,028.</u>