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## Form 990-PF

Department of the Treasury (77) Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

2008

							/30 , 2009	
	G	Che	ck al	I that apply   Initial return   Fin	al return Amended			me change
		se th	ne l	Audus C Vakhandus Namana	Daniel and an		A Employer identification nu	mber
		S lab ierwi		Andre & Katherine Merage Colorado	Foundation -		45-0493929  B Telephone number (see the	
		prınt	t Í	6400 S. Fiddler's Green (	Circle #2000		B Telephone number (see the 303-789-2664	: instructions)
		r typ: Spe:	ե. լ	Greenwood Village, CO 80		<u>-</u>	C If exemption application is	s pending check here
		ructi		<b>,</b>			D 1 Foreign organizations, che	·
	Н	CI	heck	type of organization X Section 50	1(c)(3) exempt private f		2 Foreign organizations mee	
<b>~</b>	•	Ĭ		ction 4947(a)(1) nonexempt charitable		rivate foundation	here and attach computati	ion
Signal	,ı	Fa	ır mar	ket value of all assets at end of year   J   Acc	counting method X C		E If private foundation statu under section 507(b)(1)(A	
32	2	(fi	rom Pa	rt II, column (c), line 16)	Other (specify)		F If the foundation is in a 6	
RH	1. 1	<b>&gt;</b> \$			, column (d) must be or	cash basis )	under section 507(b)(1)(B	
POSTMARK DATE	Pa	<u>rt I</u>		nalysis of Revenue and	(a) Revenue and	(b) Net investmen	t (c) Adjusted net	(d) Disbursements
			CO	xpenses (The total of amounts in fumns (b), (c), and (d) may not neces-	expenses per books	income	income	for charitable purposes
<u></u>			sa	rily equal the amounts in column (a)				(cash basis only)
ไก้			(S	ee the instructions))  Contributions, gifts, grants, etc_received (att sch)				
اة حيث			2	Ck X if the foundn is <b>not</b> req to att Sch B				
رسے	!		3	Interest on savings and temporary		<del></del>		
			_	cash investments	873.	17		1
2 2010			4	Dividends and interest from securities  Gross rents	557,164.	557,16	4.	
رت).				Net rental income or (loss)			<del>-  </del>	
			6a	Net gain/(loss) from sale of assets not on line 10	-606,438.			
	F			Cantal gam net income (from Part IV, line 2)				
	E \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	<u> </u>	7	Capital gain net income (from part IV, line 2)			0.	
		1	18	Net short-term, capital Ozlin				
	į	اً آ	779 7710	Gross sales less		·		
_		۱۱ -	١ ١	returns and				
2010	₹	1	Ŀ	OG DEN UT				
				goods sold				
€2				: Gross profit/(loss) (att sch) Other income (attach schedule)				
			• • •	See Statement 1	4,554.	4,55	4.	
JUL			12	Total. Add lines 1 through 11	-43,847.	561,89	6.	
			13	Compensation of officers, directors, trustees, etc	0.			
ANNED				Other employee salaries and wages	90,463.			90,463.
Z			15	Pension plans, employee benefits Legal fees (attach schedule)				
A		A D		Accounting fees (attach sch) See St. 2.	4,184.		-	4,184.
SC/		M 1 N		Other prof fees (attach sch)	2,2011			
(O)	O	- 1	17					
	Ē	S T R		Taxes (attach schedule)				
	Ā	À	19	Depreciation (attach sch) and depletion				
	N	- 1	20	Occupancy		<u>-</u>		
	G	E		Travel, conferences, and meetings				
	Ņ	E X P		Printing and publications	808.			808.
	D	E	23	Other expenses (attach schedule)  See Statement 3	803,065.	414,97	5.	388,090.
		N S E	24	Total operating and administrative				
		5		expenses. Add lines 13 through 23	898,520.	414,97	5.	483,545.
			25		1,117,916.			1,117,916.
			26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	2,016,436.	414,97	5.	1,601,461.
				Subtract line 26 from line 12:				
			a	Excess of revenue over expenses and disbursements	-2,060,283.			
			Ŀ	Net investment income (if negative, enter -0-)	2,000,203.	146,92	1.	
				C Adjusted net income (if negative, enter -0-)				
	RA	Λ E	or Dr	ivacy Act and Panerwork Reduction A	ct Natice see the instru	ctions	TEFA050/U 09/17/08	Form 990-PF (2008)

Form 990-PF (2008) Andre & Katherine Merage Foundation 45-0493929 Page 2 Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions ) End of year Beginning of year Part II | Balance Sheets (a) Book Value (b) Book Value (c) Fair Market Value 217,659 120,775 120,775. Cash - non-interest-bearing 2 Savings and temporary cash investments 646,649 708,092. 708,092. 3 Accounts receivable 168,100 Less allowance for doubtful accounts Pledges receivable Less allowance for doubtful accounts Grants receivable Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions) Other notes and loans receivable (attach sch) ASSETS Less allowance for doubtful accounts Inventories for sale or use 9 Prepaid expenses and deferred charges 10a Investments - US and state government obligations (attach schedule) 14,987,734 17,576,242 16,451,943. b Investments — corporate stock (attach schedule) 6,510,304 4,628,905 4,332,808. c Investments - corporate bonds (attach schedule) 11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) 12 Investments - mortgage loans 12,733,865 9,923,415 9,288,644 13 Investments - other (attach schedule) 14 Land, buildings, and equipment basis Less accumulated depreciation . (attach schedule) 15 Other assets (describe ► See Statement 4 246,599 246,599. Total assets (to be completed by all filers see instructions Also, see page 1, item I) 35,264,311 33,204,028 31,148,861. 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue Loans from officers, directors, trustees, & other disqualified persons Mortgages and other notes payable (attach schedule) 22 Other liabilities (describe Е 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. N E T 24 Unrestricted Ù 25 Temporarily restricted Ñ ö Permanently restricted ASSETS Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. В ALA Capital stock, trust principal, or current funds 35,264,311. 33,204,028 N 28 Paid-in or capital surplus, or land, building, and equipment fund 29 Retained earnings, accumulated income, endowment, or other funds 0 Ε S R Total net assets or fund balances (see the instructions) 35, 264, 311 33,204,028 Total liabilities and net assets/fund balances (see the instructions) 35,264,311 33,204,028 Part III Analysis of Changes in Net Assets or Fund Balances Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with 1 35,264,311. end-of-year figure reported on prior year's return) Enter amount from Part I, line 27a 2 -2,060,283.

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)

Enter amount from Part I, line 27a

Other increases not included in line 2 (itemize)

Add lines 1, 2, and 3

Decreases not included in line 2 (itemize)

Decreases not included in line 2 (itemize)

Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30

33, 204, 028.

2-story brick ware	cribe the kind(s) of property sold (e.g., r house, or common stock, 200 shares Mi		( <b>b)</b> How acq P — Purch D — Dona	ase	(C) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Cambridge Capita	l III Foundations K-1		P	11011	Various	Various
	l III Foundations K-1		<u>-</u> P		Various	Various
C C	z z z z z z z z z z z z z z z z z z z			·		
d	<del></del>					
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basi plus expense of sale			(h) Gain or (e) plus (f) m	
a		139	,412.			-139,412.
b		467	,026.			-467,026.
С						
d						
e						
	howing gain in column (h) and owned b				(I) Gains (Colu	
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column over column (j), if an			ain minus column (k an -0-) <b>o</b> r Losses (fr	
a						<del>-139,412.</del>
b						-467,026.
c						
d						<del></del>
e		L				
2 Capital gain net income or	(net capital loss) — If gain, also If (loss), en	enter in Part I, line 7 Iter -0- in Part I, line 7		2		-606,438.
3 Net short-term capital gair	or (loss) as defined in sections 1222(5)	and (6)	ŀ			
If gain, also enter in Part I in Part I, line 8	, line 8, column (c) (see the instructions	) If (loss), enter -0-		3		-139,412.
Part V Qualification Ur	der Section 4940(e) for Reduce	d Tax on Net Investmen	nt Incor	ne		
If 'Yes,' the foundation does not	section 4942 tax on the distributable at qualify under section 4940(e) Do not count in each column for each year, see the	omplete this part	· 		Yes	X No
(a)	(b)	(c)	I anv Antr	100		
Base period years Calendar year (or tax year beginning in)	Adjusted qualifying distributions		any entr	ies	(4)	
2007		Net value of noncharitable-use asse			(d) Distribution umn (b) divided	ratio
2006	2,001,256.	Net value of noncharitable-use asse	ets		Distribution	ratio
2005	2,001,256. 1,626,305.	Net value of	ets ,495.		Distribution	ratio by column (c))
	1,626,305. 1,065,389.	Net value of noncharitable-use asset 36, 347 36, 601 33, 642	ets , 495. , 825.		Distribution	0.055059 0.044432 0.031668
2004	1,626,305. 1,065,389. 1,023,612.	Net value of noncharitable-use assortion 36, 347 36, 601 33, 642 21, 456	ets , 495. , 825. , 655. , 966.		Distribution	0.055059 0.044432 0.031668 0.047705
2004	1,626,305. 1,065,389.	Net value of noncharitable-use asset 36, 347 36, 601 33, 642	ets , 495. , 825. , 655. , 966.		Distribution	0.055059 0.044432 0.031668
	1,626,305. 1,065,389. 1,023,612.	Net value of noncharitable-use assortion 36, 347 36, 601 33, 642 21, 456	ets , 495. , 825. , 655. , 966.		Distribution	0.055059 0.044432 0.031668 0.047705
2003  2 Total of line 1, column (d)  3 Average distribution ratio f	1,626,305. 1,065,389. 1,023,612.	Net value of noncharitable-use asset 36, 347 36, 601 33, 642 21, 456 20, 743 otal on line 2 by 5, or by the	ets , 495. , 825. , 655. , 966.	(colu	Distribution	0.055059 0.044432 0.031668 0.047705 0.039015
2003  2 Total of line 1, column (d)  3 Average distribution ratio finumber of years the found	1,626,305. 1,065,389. 1,023,612. 809,316.	Net value of noncharitable-use asset 36, 347 36, 601 33, 642 21, 456 20, 743 otal on line 2 by 5, or by the 5 years	ets , 495. , 825. , 655. , 966.	2	Distribution umn (b) divided	0.055059 0.044432 0.031668 0.047705 0.039015
2003  2 Total of line 1, column (d)  3 Average distribution ratio finumber of years the found	1,626,305. 1,065,389. 1,023,612. 809,316.  or the 5-year base period – divide the tation has been in existence if less than	Net value of noncharitable-use asset 36, 347 36, 601 33, 642 21, 456 20, 743 otal on line 2 by 5, or by the 5 years	ets , 495. , 825. , 655. , 966.	2	Distribution umn (b) divided	0.055059 0.044432 0.031668 0.047705 0.039015 0.217879 0.043576
2003  2 Total of line 1, column (d)  3 Average distribution ratio finumber of years the found  4 Enter the net value of non  5 Multiply line 4 by line 3	1,626,305. 1,065,389. 1,023,612. 809,316.  or the 5-year base period – divide the tation has been in existence if less than	Net value of noncharitable-use asset 36, 347 36, 601 33, 642 21, 456 20, 743 otal on line 2 by 5, or by the 5 years	ets , 495. , 825. , 655. , 966.	2 3	Distribution umn (b) divided	0.055059 0.044432 0.031668 0.047705 0.039015 0.217879 0.043576
2003  2 Total of line 1, column (d)  3 Average distribution ratio finumber of years the found  4 Enter the net value of non  5 Multiply line 4 by line 3	1,626,305. 1,065,389. 1,023,612. 809,316.  or the 5-year base period – divide the tration has been in existence if less than charitable-use assets for 2008 from Part	Net value of noncharitable-use asset 36, 347 36, 601 33, 642 21, 456 20, 743 otal on line 2 by 5, or by the 5 years	ets , 495. , 825. , 655. , 966.	2 3 4 5	Distribution (b) divided	0.055059 0.044432 0.031668 0.047705 0.039015 0.217879 0.043576 8,529,920.
2003  2 Total of line 1, column (d)  3 Average distribution ratio finumber of years the found  4 Enter the net value of non  5 Multiply line 4 by line 3  6 Enter 1% of net investmen	1,626,305. 1,065,389. 1,023,612. 809,316.  or the 5-year base period – divide the tration has been in existence if less than charitable-use assets for 2008 from Part in time (1% of Part I, line 27b).	Net value of noncharitable-use asset 36, 347 36, 601 33, 642 21, 456 20, 743 otal on line 2 by 5, or by the 5 years	ets , 495. , 825. , 655. , 966.	2 3 4 5	Distribution (b) divided	0.055059 0.044432 0.031668 0.047705 0.039015 0.217879 0.043576 8,529,920. 1,243,220.

	990-PF (2008) Andre & Katherine Merage Foundation - 45-0493929		F	age <b>4</b>
Parl		tions)		
1 a	Exempt operating foundations described in section 4940(d)(2), check here			]
	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,		1,4	<u> 169.</u>
	check here ► X and enter 1% of Part I, line 27b			1
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-)			0.
3	Add lines 1 and 2		1,4	<u> 169.</u>
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		-	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		1,4	169.
6	Credits/Payments 2008 estimated tax pmts and 2007 overpayment credited to 2008    6a   19,893.			
	2008 estimated tax pmts and 2007 overpayment credited to 2008  Exempt foreign organizations — tax withheld at source  6a 19,893.			
	Tax paid with application for extension of time to file (Form 8868)  6c			
	Backup withholding erroneously withheld  6d			
7	Total credits and payments Add lines 6a through 6d		19,8	393
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here  if Form 2220 is attached   8		<u> </u>	<del>,,,,</del>
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed			0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		18,4	124.
11	Enter the amount of line 10 to be Credited to 2009 estimated tax			0.
Parl	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		Yes	No
	participate or intervene in any political campaign?	1 a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1ь		x
	If the answer is 'Yes' to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file Form 1120-POL for this year?	1c		Х
c	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation	4		
	foundation managers $\Rightarrow$ \$ 0.	1		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		Х
	If 'Yes,' attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles	L		
•	of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes	3		X
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		Х
t	If 'Yes,' has it filed a tax return on Form 990-T for this year?	4b	N	/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If 'Yes,' attach the statement required by General Instruction T			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
	By language in the governing instrument, or			
	By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict	<u></u>		ļJ
7	with the state law remain in the governing instrument?  Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	7	X	
	Enter the states to which the foundation reports or with which it is registered (see the instructions)	<b>-</b>		-
06	CO			
t	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 <i>General Instruction G? If 'No,' attach explanation</i>	8b	Х	ļ
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	<u> </u>		<u>.</u>
		9		X
	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	10		Χ_
BAA	F	orm <b>9</b> 9	0-PF	(2008)

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Form	1 990-PF (2008) Andre & Katherine Merage Foundation -	45-0	0493929	•	• P	age <b>5</b>
	t 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		х
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption a	oplicati	on?	13	X	
14	Website address  ► N/A  The books are in care of ► Consolidated Investment Group  Telephone notes that the consolidated Telephone notes the consolidated Telephone notes that the consolidated Telephone notes that the consolidated Telephone notes the consolidated Telephone notes that the consolidated Telephone notes that the consolidated Telephone notes that the consolidated Telephone notes the consolidated Telephone notes that the consolidated Telephone notes the consolidated Telephone		303-78	9-20	 664	
	Located at ► 6400 S. Fiddler's Green Circle, Ste 2000 Gre ZIP + 4 ►	801				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here	ہ اہ	_ 1	N/A	•	
Dar	and enter the amount of tax-exempt interest received or accrued during the year t VII-B   Statements Regarding Activities for Which Form 4720 May Be Required	<u>►</u> 1	5	_		N/A
rai	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.	<u>.</u>			Yes	No
1 :	a During the year did the foundation (either directly or indirectly)		ŀ		163	110
16	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	Yes	XNo			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	Yes	XNo			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	l	No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	Yes	X 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)?	Yes	XNo			
	(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 )	Yes	X No	;		
ŧ	thany 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 the instructions	.12	ı	1 b		X
	Organizations relying on a current notice regarding disaster assistance (see the instructions	., <b>►</b>		- 10		1
•	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))					
ā	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?	Yes	XNo	:		
	If 'Yes,' list the years ► 20 , 20 , 20 , 20					
ŀ	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)( <b>all</b> years listed, answer 'No' and attach statement — see the instructions)	(2) 2) to		2 b	N	/A
ď	the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years her 20 , 20 , 20 , 20	е		20		
3.	a Did the foundation hold more than a 2% direct or indirect interest in any business					
36	enterprise at any time during the year?	Yes	X No			
t	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)			3ь	<u>N</u>	/A
48	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a		х
	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could					]
١	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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Form **990-PF** (2008)

Part VIII   Statements Regarding Activities for Which Form 4720 May Be Required (continued)	Form 990-PF (2008) Andre & Katherine	Merage Foundat	ion -	45-04		Page 6
(2) Influence the outcome of my speach readice lection (see section 495(s))?  (3) Provide a grant or an organization of the transport of the provide a grant to an organization of the transport of the provide a grant to an organization of the transport of the provide a grant to an organization of the than a chanteloid, etc. organization described in section 599(s)(7), (2), or (3), or section 494(6)(2)? (see instructions)  (3) Provide a grant to an organization of the than a chanteloid, etc. organization described in section 599(s)(7), (2), or (3), or section 494(6)(2)? (see instructions)  (5) Provide or any purpose of the three-vention of cruelity to children or animals?  bit any answers or "set to 58(1)(6), did any of the transpactions fall to quality 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  Cit the answers is "yes" to question 58(4), does the foundation claims exemption from the tax because it maintained expenditure responsibility for the grant?  If Yes, a transport is the statement required by Republians section 53(4945-6)?  Sa Did the foundation did the current of the contract of the foundation of the founda	Part VII-B   Statements Regarding Activit	ies for Which Forn	n 4720 May Be Red	uired (continued)		
(d) Provide a grant to an individual for travel, study, or other similar purposes?  (d) Provide a grant to an individual for travel, study, or other similar purposes?  (e) Provide a grant to an individual for travel, study, or other similar purposes?  (f) Provide a grant to an individual for travel, study, or other similar purposes?  (g) Provide for any purpose other than religious, charitable, etc. organization described in section \$50(0); (g) (see instructions)  (g) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelly to inflicing or animals?  (g) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelly to inflicing or animals?  (g) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelly to inflicing or animals?  (g) Provide for any purpose other than religious, charitable, scientific, literary, or education Regulations section \$3.945 or in a current notice regarding disaster assistance (see instructions).  (g) Organization religious \$5.00 cost the foundation claim exemption from the lax because it immaliated exponditure responsibility for the grant?  (g) File animalian About the season \$4.00 cost the foundation season \$5.4945.5(0)  (g) Did the foundation, during the year, pay premiums, directly or indirectly, to pay premiums  (g) At any time during the tax year, was the foundation animalization animalization process or have any religious process.  (g) File and everage in the foundation foundation of the foundation receive any process or have any religious process.  (g) Title and everage in the foundation of the founda	5a During the year did the foundation pay or incur	any amount to:				
on, directly or indirectly, any voter registration drive?  (3) Provide a grant to an individual for travel, study, or other similar purposes?  (4) Provide a grant to an organization other than a charitable, etc. organization described in section 59(a)(1), (2), or (3), or section 4940(c)(2)? (see instructions)  (5) Provide for any purpose other than religious, charitable, scientific, literary, or effectional purposes, or for the prevention of cruelty to cintiden or animals?  b if any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to quality under the exceptions obserbed in Registrions section 53.4945 or in a current notice regarding disaster assistance because in manager and the responsibility for the grant section of the state of the secure of th	(1) Carry on propaganda, or otherwise attempt	t to influence legislation	(section 4945(e))?	Yes X	No	
(d) Provide a grant to an organization other than a chambable, etc. organization described in section 599(a)(1), (2), or (3), or (3), or section 494(a)(2)(2) (see instruction.)  (5) Provide for any purpose other than reliquous, charitable, scientific, literary, or educational purposes, or for the prevention of cruelly to children or animals?  bit if any asswers is "we's to question 534,945 or in a current notice regarding disaster assistance (see instructions)?  Organizations relying on a current notice regarding disaster assistance check here certificate in the statement required by Regulations section 543, does the foundation claim exemption from the last because it maintained expenditure responsibility for the grant?  If "Yes," state the statement required by Regulations section 53,4945-5 (cit)  6a Did the foundation, during the year, pay premiums, directly or indirectly, on appropriate to the transaction?  7b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  If you answered "Yes" to 6b, also the Form 8970.  7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes \( \text{N} \) No  bit yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  1 List all officers, directors, insistes, foundation managers and their compensation (see instructions).  (a) Name and address  (b) Title and average (c) Compensation (see instructions).  (c) Compensation of five highest-paid employees (other than those included on line 1- see instructions). If none, enter NONE.  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) C) Compensation (d) Contributions to employee benefit paid of the pai	(2) Influence the outcome of any specific publi on, directly or indirectly, any voter registra	c election (see section tion drive?	4955), or to carry		No	
in section 509(c)(1), (2), or (3), or section 4940(c)(2)* (see instructions)  (3) Provide for any purpose of ther than reliquous, charlable, scientific, literary, or educational purposes, or for the prevention of crueity to children or animals?  b if any answer is "Yes" to Sq(1) (5), did any of the transactions fail to qualify under the exceptions of cee entructions).  Organizations relying on a current notice regarding disaster assistance check here city to the answer is "Yes" to question 54(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grain of its very considerable to the transaction of the star because it instructions and the properties of the star because it instructions and the properties of the star because it instructions and provide the star because it instructions on a personal benefit contract.  If you answered "Yes" to 6b, also the Form 82/0.  A At any time during the tax year, was the foundation a party to a prohibited tax shetter transaction?  If you answered "Yes" to 6b, also the Form 82/0.  A At any time during the tax year, was the foundation aparty to a prohibited tax shetter transaction?  If you answered "Yes" to 6b, also the Form 82/0.  A At any time during the tax year, was the foundation aparty to a prohibited tax shetter transaction?  If you answered "Yes" to 6b, also the Form 82/0.  A At any time during the tax year, was the foundation aparty to a prohibited tax shetter transaction?  If you answered "Yes" to 6b, also the Form 82/0.  A tar yet method under the tax shetter transaction?  Yes \( \times \) No  The N/A  Part VIII information About Officers, Disrectors, Turstees, Foundation Managers, Highly Paid Employees, and Contractors  (b) Title and average formation (finite times, discounting the paid of the properties of the foundation to the foundation to the foundation of the founda	(3) Provide a grant to an individual for travel,	study, or other similar p	urposes?	Yes X	No	
educational purposes, or for the prevention of cruelty to children or animals?  b If any answer is "Yes to 5a(1), (5), did any of the transactions fail to quality under the exceptions (see instructions)?  Organizations relying on 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?  If "Yes," attach the statement required by Regulations section 53:4945-5(a)  Sa Did the foundation, during the year, review any funds, directly or indirectly, to pay premiums on a personal benefit contract?  If you answered "Yes" to 8b, also file Form 8870.  7 At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes X No  6b X  7 At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  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 (c) Compensation (9) Compensation (9) Compensation (9) Compensation (9) Compensation of their allowances of the paid, enter 4b) compensation of the paid, enter 5b, 00 Compensation of the paid, enter 5b, 00 Compensation of the paid, enter 5b, 00 Compensation of the paid of the paid of	(4) Provide a grant to an organization other th in section 509(a)(1), (2), or (3), or section	an a charitable, etc, org 4940(d)(2)? (see instruc	anization described ctions)	X Yes	No	
described in Requistons section \$3.4945 or in a current notice regarding disaster assistance (see instructions)?  Organizations relying on a current notice regarding disaster assistance check here  of if the answer is 'Yes' to quistion \$5.40, does the foundation claim exemption from the lax because it maintained expenditure responsibility for the grant?  If Yes answered Yes' to disaster the statement required by Regulations sections \$3.4945.50;  6a Did the foundation, during the year, pay premiums, directly or indirectly, to pay premiums on a personal benefit contract?  If you answered Yes' to 6b, also file Form 8370.  7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes X No  bif yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  1 List all officers, directors, fursitees, foundation managers and their compensation (see instructions).  1 List all officers, directors, fursitees, foundation managers and their compensation (see instructions).  1 List all officers, directors, fursitees, foundation managers and their compensation (see instructions).  1 List all officers, directors, fursitees, foundation managers and their compensation (see instructions).  1 List all officers, directors, fursitees, foundation managers and their compensation (see instructions).  1 List all officers, directors, fursitees, foundation managers, and temployee paid more than 350,000 (b) Title and average hours per week devoted to position (c) Compensation (d) Contributions to remployee paid more than \$50,000 (b) Title and average hours, per week devoted to position (d) Contributions to remployee paid more than \$50,000 (b) Title and average hours, per week devoted to position (d) Compensation (d) Contributions to remployee paid more than \$50,000 (b) Title and average hours, per week devoted to position (d) Contributions to remployee paid more than \$50,000 (b) Title and average hours, per week devoted to position (d) Contributions to rem	(5) Provide for any purpose other than religiou educational purposes, or for the prevention	s, charitable, scientific, of cruelty to children o	literary, or r animals?	Yes X	No	
Organizations relying on a current notice regarding disaster assistance check here  c if the answer is Yes' to question 53(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  If Yes, 'attach the statement required by Regulations section 53.498-5(c)  8 Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  b) Did the foundation, during the year, receive any funds, directly or indirectly, on a personal benefit contract?  b) If yes, 'attach the statement required by Regulations section 53.498-5(c)  b) Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  b) Did the foundation might be year, pay premiums, directly or indirectly, on a personal benefit contract?  The variation of the foundation receive any proceeds or have any relation of the transaction?  The variation of the foundation receive any proceeds or have any relation estimated the transaction?  The variation of the foundation receive any proceeds or have any relationship to the transaction?  The variation of the foundation 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 (c) Compensation (d) Contributions to predict the position of the highest-paid employees (other than those included on line 1- see instructions). If none, enter NONE:  (a) Name and address of each employee (other than those included on line 1- see instructions). If none, enter NONE:  (b) Title and average (c) Compensation (d) Contributions to principle benefit plans and deferred compensation of the highest-paid employees for the principle of the principle plans and deferred compensation of the highest-paid employees (other than those included on line 1- see instructions). If none, enter NONE:  (c) Compensation of five	described in Regulations section 53,4945 or in	ne transactions fail to quality a current notice regardi	ualify under the exception ng disaster assistance	ons	5b	X
tax because it maintained expenditure responsibility for the grant?  If Yes, 'statch 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?  1 year on a personal benefit contract?  1 year with the statement required by Regulations section 53.4945-5(d)  6b X  1 you answered Yes' to 6b, also file Form 8870.  2 At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  2 At any time during the tax year, was the foundation aparty to a prohibited tax shelter transaction?  3 At any time during the tax year, was the foundation aparty to a prohibited tax shelter transaction?  4 A transport to 6b X  7 A by Man and 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 (c) Compensation  (c) Compensation of the paid, enter-0, one of the paid enter allowances of the paid enter than those included on line 1-see instructions). If none, enter NONE.'  (a) Name and address of each employee (other than those included on line 1-see instructions). If none, enter NONE.'  (b) Title and average (c) Compensation (d) Contributions to enter allowances of the paid entered to position of the paid entered to posi	·	ding disaster assistance	check here	▶ [_		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  If you answered "Yes" to 6b, also file Form 8870.  A Hary time during the lax year, was the foundation a party to a prohibited tax shelter transaction?  If you answered "Yes" to 6b, also file Form 8870.  Bit yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).  1 List all officers, directors, trustees, foundation managers and their compensation (for opaid, enter-0-) and Contractors  1 List all officers, directors, trustees, foundation managers and their compensation (for opaid, enter-0-) and desired evoked to position of the party of the party of the and average flows per week devoked to position of the party	c If the answer is 'Yes' to question 5a(4), does the tax because it maintained expenditure response	ne foundation claim exe ibility for the grant?	mption from the	X Yes	No	
on a personal benefit coritract?  bid the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  bid 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?  bif yes, did the foundation receive any proceeds or have any net income attributable to the transaction?  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 for the part of t	· · · · · ·					
## A any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?     Yes   No	on a personal benefit contract?	-			, 11	<u>-</u>
## At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?   ## Dear 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     Director			y, on a personal benefit	contract?	6b	<del></del> X
David Merage	·				1812	
Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors  1					· -	NI/A
List all officers, directors, trustees, foundation managers and their compensation (see instructions).   Compensation (compensation) (d) Contributions to employee benefit plans and deferred compensation (fir not paid, enter-0-) (d) Contributions to employee benefit plans and deferred compensation (other allowances) (d) Contributions to employee benefit plans and deferred compensation (other allowances) (d) Contributions to employee benefit plans and deferred compensation (other allowances) (d) Contributions to employee benefit plans and deferred compensation (other allowances) (d) Contributions to employee benefit plans and deferred compensation (other allowances) (d) Contributions to employee benefit plans and deferred compensation (e) Expense account, other allowances (e) Compensation (e) Compensation (e) Contributions to employee benefit plans and deferred compensation (e) Expense account, other allowances (e) Compensation (e) Contributions to employee benefit plans and deferred compensation (e) Expense account, other allowances (e) Compensation (e) Contributions to employee benefit plans and deferred compensation (e) Expense account, other allowances (e) Expense account, other allowances (e) Expense account (e) Expense a						
(a) Name and address  (b) Title and average hours per week devoted to position  (f) Tot paid, enter -0-) (f) Compensation  (g) Contributions to employee benefit plans and deferred compensation  (o) Contributions to employee benefit plans and deferred compensation  (o) Contributions to employee benefit plans and deferred compensation  (o) Contributions to employee benefit plans and deferred compensation  (e) Expense account of the railtowances  (o) Contributions to employee benefit plans and deferred compensation  (o) Contributions to employee benefit plans and deferred compensation  (o) Contributions to employee on the railtowances  (e) Expense account of the railtowances  (e) Expense account of the railtowances  (f) Title and average hours per week devoted to position  (g) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee plans and deferred compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee plans and deferred compensation  (e) Expense account of the railtowances  (e) Expense account of the railtowances  (f) Title and average hours plans and deferred compensation  (f) Title and average hours plans and deferred compensation  (g) Expense account of the railtowances  (g) Expense account of the railtowanc	and Contractors		, r oundudon mund	gors, riigiliy r ala	Linployee	
Canal Name and address   Canal Name and address   Canal Name and address   Canal Name and address of each employee	1 List all officers, directors, trustees, foundation	n managers and their c	ompensation (see instr	uctions)		
6400 S. Fiddler's Green Circle Greenwood Village, CO 80111  Katherine Merage Greenwood Village, CO 80111  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 plains and deferred compensation   (d) Contributions to employee benefit plains and deferred compensation   (e) Expense account, other allowances   (e) Ex	(a) Name and address	hours per week		employee benefit plans and deferred		
Greenwood Village, CO 80111  Katherine Merage Green Circle Greenwood Village, CO 80111   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  Sue Renner 6400 S. Fiddler's Green Circle Greenwood Village, CO 80111  Director 20 51,481.  0. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0. 0	David Merage	Director	0.	0.		0.
Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter 'NONE.'    Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 2 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 2 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 2 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 3 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 4 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 4 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 4 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 4 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 4 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 4 - see instructions). If none, enter 'NONE.'   Compensation of five highest-paid employees (other than those included on line 4 - see instructions). If none, enter 'NONE.'   Compensatio	6400 S. Fiddler's Green Circle	5.00				
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 devoted to position (c) Compensation employee benefit plans and deferred compensation  Sue Renner 6400 S. Fiddler's Green Circle Greenwood Village, CO 80111 20 51,481. 0. 0. 0.	Greenwood Village, CO 80111				<u> </u>	
Greenwood Village, CO 80111  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  Sue Renner 6400 S. Fiddler's Green Circle Greenwood Village, CO 80111  Director  Since Province of the highest-paid employees (other than those included on line 1 see instructions). If none, enter 'NONE.'  (c) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (other allowances)	Katherine Merage	Director	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  (f) Compensation  (o) Compensation  (o) Contributions to employee benefit plans and deferred compensation  (o) Compensation  (o) Compensation  (o) Compensation  (o) Compensation  (o) Compensation  (o) Expense account, other allowances  (o) Expense account, other allowances  (o) Expense account, other allowances  (o) Compensation  (o) Comp	6400 S. Fiddler's Green Circle	5.00			1	
(a) Name and address of each employee paid more than \$50,000  (b) Title and average hours per week devoted to position  Sue Renner 6400 S. Fiddler's Green Circle Greenwood Village, CO 80111  Director  51,481.  (c) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (e) Expense account, other allowances  (a) Name and address of each employee benefit plans and deferred compensation  (b) Title and average hours per week devoted to position  (c) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee benefit plans and deferred compensation  (e) Expense account, other allowances	Greenwood Village, CO 80111					
(a) Name and address of each employee paid more than \$50,000  (b) Title and average hours per week devoted to position  Sue Renner 6400 S. Fiddler's Green Circle Greenwood Village, CO 80111  Director  51,481.  (c) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (e) Expense account, other allowances  (a) Name and address of each employee benefit plans and deferred compensation  (b) Title and average hours per week devoted to position  (c) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee benefit plans and deferred compensation  (e) Expense account, other allowances						
(a) Name and address of each employee paid more than \$50,000  (b) Title and average hours per week devoted to position  Sue Renner 6400 S. Fiddler's Green Circle Greenwood Village, CO 80111  Director  51,481.  (c) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (e) Expense account, other allowances  (a) Name and address of each employee benefit plans and deferred compensation  (b) Title and average hours per week devoted to position  (c) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee benefit plans and deferred compensation  (e) Expense account, other allowances						
(a) Name and address of each employee paid more than \$50,000  (b) Title and average hours per week devoted to position  Sue Renner 6400 S. Fiddler's Green Circle Greenwood Village, CO 80111  Director  51,481.  (c) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (e) Expense account, other allowances  (a) Name and address of each employee benefit plans and deferred compensation  (b) Title and average hours per week devoted to position  (c) Compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee benefit plans and deferred compensation  (d) Contributions to employee benefit plans and deferred compensation  (e) Expense account, other allowances						
Sue Renner 6400 S. Fiddler's Green Circle Greenwood Village, CO 80111	2 Compensation of five highest-paid employee	s (other than those incl	uded on line 1- see inst	ructions). If none, ente	r 'NONE.'	
6400 S. Fiddler's Green Circle Greenwood Village, CO 80111 20 51,481. 0. 0.	paid more than \$50,000	hours per week	(c) Compensation	employee benefit plans and deferred		
Greenwood Village, CO 80111 20 51,481. 0. 0.	Sue Renner 6400 S. Fiddler's Green Circle	Director				
Total number of other employees paid over \$50,000	Greenwood Village, CO 80111		51,481.	0.	<u> </u>	0.
Total number of other employees paid over \$50,000						
Total number of other employees paid over \$50,000						
Total number of other employees paid over \$50,000						
Total number of other employees paid over \$50,000 ▶ 0						
Total number of other employees paid over \$50,000						
	Total number of other employees paid over \$50,000					0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Parand Contractors (continued)	aid Employees	·,
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) Comp	ensation
None		
Total number of others receiving over \$50,000 for professional services	<b>•</b>	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	Expe	nses
1 <u>N/A</u>		-
2		
3		<del></del>
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	Amo	ount
1 <u>N/A</u>	<b>-</b>	
2		
All other program-related investments See instructions.  3		
Total. Add lines 1 through 3	<b>•</b>	0.
BAA	Form <b>99</b>	0-PF (2008)

BAA

**b** Cash distribution test (attach the required schedule)

Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

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 1,599,992. Adjusted qualifying distributions. Subtract line 5 from line 4

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

BAA

Form 990-PF (2008)

1,601,461

1,469.

4

### Part XIII Undistributed Income (see instructions)

	<b>(a)</b> Corpus	<b>(b)</b> Years prior to 2007	<b>(c)</b> 2007	<b>(d)</b> 2008
1 Distributable amount for 2008 from Part XI, line 7				1,425,027.
2 Undistributed income, if any, as of the end of 2007	-			2712070271
a Enter amount for 2007 only			1,501,827.	
<b>b</b> Total for prior years 20, 20, 20		0.		
3 Excess distributions carryover, if any, to 2008.				
<b>a</b> From 2003				
<b>b</b> From 2004				
c From 2005				
d From 2006				
e From 2007	0.			
f Total of lines 3a through e	<u> </u>			
4 Qualifying distributions for 2008 from Part XII, line 4 ► \$ 1,601,461.				
a Applied to 2007, but not more than line 2a			1,501,827.	
			1,301,027.	
<b>b</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.			
<b>d</b> Applied to 2008 distributable amount	·			99,634.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2008	0.			0.
(If an amount appears in column (d), the same amount must be shown in column (a).)				
(-),				
6 Enter the net total of each column as		;		
indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.	<u> </u>		
<b>b</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			0.	
line 2a Taxable amount — see instructions			U.	
f Undistributed income for 2008 Subtract lines				
4d and 5 from line 1. This amount must be distributed in 2009.				1,325,393.
7 Amounts treated as distributions out of				2,020,030.
corpus to satisfy requirements imposed				
by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2003 not				
applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2004				
<b>b</b> Excess from 2005				
c Excess from 2006				
d Excess from 2007				
e Excess from 2008		L	<u> </u>	

Form <b>990-PF</b> (2008) Andre & Katherin				45-0493929	Page 10
Part XIV   Private Operating Foundation					N/A
1 a If the foundation has received a ruling or or is effective for 2008, enter the date of the	ruling			*	-
<b>b</b> Check box to indicate whether the foundate		erating foundation d		4942(j)(3) or	4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for	Tax year (a) 2008	<b>(b)</b> 2007	Prior 3 years (c) 2006	(d) 2005	(e) Total
each year listed <b>b</b> 85% of line 2a				1	
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
<ul><li>a 'Assets' alternative test — enter</li><li>(1) Value of all assets</li></ul>					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income		<u> </u>	<u> </u>	<u> </u>	
Part XV Supplementary Information assets at any time during the	<u>e year — see in</u>	part only if the structions.)	organization ha	d \$5,000 or more	e in 
Information Regarding Foundation Mana a List any managers of the foundation who close of any tax year (but only if they have None	nave contributed m	ore than 2% of the than \$5,000) (See	total contributions re section 507(d)(2))	eceived by the founda	ation before the
<b>b</b> List any managers of the foundation who a partnership or other entity) of which the None	own 10% or more of foundation has a 1	of the stock of a cor 0% or greater inter	poration (or an equa est	illy large portion of th	ne ownership of
2 Information Regarding Contribution, Gra Check here ▶ X if the foundation only requests for funds If the foundation make complete items 2a, b, c, and d	nakes contributions	to preselected cha	ritable organizations	s and does not accep anizations under othe	t unsolicited r conditions,
<b>a</b> The name, address, and telephone number	er of the person to v	whom applications s	should be addressed	I	
<b>b</b> The form in which applications should be	submitted and infor	mation and materia	als they should inclu	de	
c Any submission deadlines			· · · · · · · · · · · · · · · · · · ·		<del> </del>
d Any restrictions or limitations on awards,	such as by geograp	phical areas, charita	ible fields, kinds of i	nstitutions, or other f	actors

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Part XV | Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Foundation Recipient Purpose of grant or contribution show any relationship to status of Amount any foundation manager or recipient Name and address (home or business) substantial contributor a Paid during the year Festival Beshekel Association None Other Please see attached 150,000. . Shevet Tsedek 10 94518 Israel for expenditure responsibility. Hebrew Education Alliance Public Capital 35,416. None 3600 Ivanhoe Street Denver, CO 80237 Colorado Association of Funders None Public | General operations 2,500. 600 South Cherry Street, Suite 1200 Denver, CO 80246 National Philanthropic Trust None Public Donor Advised Fund 930,000. held at JPMorgan 500 Stanton Christiana Road Newark, DE 19713 Chase Bank. 1,117,916. Total **b** Approved for future payment Total 3ь

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

Enter gross amounts unless otherwise indicated	Unrelated	business income	Excluded by	section 512, 513, or 514	
Program service revenue	(a) Business code	<b>(b)</b> Amount	(c) Exclu- sion code	<b>(d)</b> Amount	(e) Related or exempt function income (see the instructions)
a					
b					
c					
d					
e			_		
f					
g Fees and contracts from government agencies			<u> </u>		
2 Membership dues and assessments			l l		
3 Interest on savings and temporary cash investments			14	873.	
4 Dividends and interest from securities			14	557,164.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
<b>b</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	-606,438.	
9 Net income or (loss) from special events.					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue	i i				
<pre>a CIII K-1 Ord/Rent/Other</pre>			18	4,554.	
b					
c					
d			<u> </u>		
e					
12 Subtotal. Add columns (b), (d), and (e)				-43,847.	
13 Total. Add line 12, columns (b), (d), and (e)	<del></del>			13	-43,847.
(See worksheet in the instructions for line 13 to verify of	alculations)				

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	
<del></del>	
<del></del>	

# Form 990-PF (2008) Andre & Katherine Merage Foundation - 45-0493929 Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable

_		Exempt Organ	nizations									
	descri	ne organization directly libed in section 501(c) ng to political organiza	of the Code (o	engage in any ther than sec	of the follow tion 501(c)(3	ving with a	any ot ations)	her organization or in section	on 527,		Yes	No
		fers from the reporting		a noncharita	ble exempt o	organizatio	on of					İ
	(1) C		g roundation to	a nonchanta	bic exempt c	n gai nzati	511 01			1a (1)		X
		ther assets								1a (2)		X
	٠,	transactions								15(2)		
		ales of assets to a nor	ncharitable eve	mnt organiza	ition					1b(1)		
	• •	urchases of assets from								1b (1)		X
	` '	ental of facilities, equi		•	nganization					1 b (3)		X
	• • •	eimbursement arrange	•	1 055615						1b (4)		X
	• •	pans or loan guarantee								1b (5)		X
	, ,	erformance of services		un or fundrais	una solicitati	one				1b (6)		X
	` '	ng of facilities, equipm		•	•					1c		X
	C Shan	ng or racinties, equipm	iem, mailing in	sis, other ass	ets, or paid t	employee	>					
	<b>d</b> If the the go any tr	answer to any of the a pods, other assets, or s ansaction or sharing a	above is 'Yes,' services given arrangement, s	complete the by the report how in colum	following so ing foundation in (d) the val	hedule Con If the fue of the	olumn founda goods	a <b>(b)</b> should all ation received a, other assets,	ways show the less than fair m , or services rec	fair market val arket value in eived	ue of	
(	a) Line no	(b) Amount involved	(c) Name	of noncharitable	exempt organiza	ition	(d)	Description of tra	nsfers, transactions	, and sharing arrar	ngement	:S
N	/A											
_			<u> </u>									
_												
			<u> </u>									
_			<u> </u>		<u> </u>							
			ļ									
_			ļ — —								-	
				-								
			ļ									
			<u> </u>							<del></del>		
	descr	foundation directly or ibed in section 501(c) s,' complete the follow	of the Code (o	ated with, or ther than sec	related to, or tion 501(c)(3	ne or mor 3)) or in se	e tax- ection	exempt organı 527?	zations	Yes	X	No
_	•	(a) Name of organizat		(b) T	ype of organ	nization		(	c) Description o	f relationship		
N	/A											
_	Under pena	alties of penalty. Lideolare that Declaration of preparer (other	than taxpayer or fu	ns return, includir	ng accompanying	schedules a	nd state	ments, and to the t	est of my knowledge	e and belief, it is tru	e, corre	ct, and
_	1	accidiation of preparer lines		w	on an imorniation	r or wineri pro	cparer ri	l I		_		
		١	$\mathcal{N}_{\mathcal{N}}$	$X \setminus \mathcal{I}$	>		17	1/2/10	- TRUS	Trans		
	Sign	ature of officer or trustee	~ <del> </del>				Date	<del>/~ / 10</del>		100	_	
i		ature of officer of busice		$\searrow$		$\overline{}$	Date	<u> </u>	1	Preparer's Identify	ına num	her
ļ	Paid	Preparer's signature		$\rightarrow$	1/	( )	1.		Check if self-	(See Signature in	the inst	rs)
ì	Pre-	Ball	oie Thelen		2//	UL.	le.	17.10	employed P	N/A		
	parer's Use	vours if solf.	N HENRITZE		LLP	ı			EIN ► N/A	<i>E</i>		
	Only	employed), 148	REMINGTON		<u></u>	<del></del> -			4			
		ZIP code FORT	COLLINS,	CO 8052	4-2834		-	<u>.</u>	Phone no	970-372-4		
•	Λ Λ									Form 99	n_DE /	くさいした

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Client 0493929	Andre & K	atherine Me Colora	rage Fo do	oundation -		45-0493929
6/17/10					-	08 58AN
Statement 1 Form 990-PF, Part I, Line 11 Other Income						
			Re	(a) venue Books	(b) Net Investment Income	(c) Adjusted <u>Net Income</u>
CIII K-1 Ord/Rent/Other		Total	\$	4,554. 4,554.	\$ 4,554. \$ 4,554.	0.
Statement 2 Form 990-PF, Part I, Line 16b Accounting Fees						
Accounting Fees	Total			(b) Net nvestment Income	(c) Adjusted Net Income	(d) Charitable Purposes \$ 4,184. \$ 4,184.
Statement 3 Form 990-PF, Part I, Line 23 Other Expenses				-		
		(a Expens <u>per Boo</u>	es I	(b) Net nvestment Income	(c) Adjusted Net Income	(d) Charitable <u>Purposes</u>
Computer/IT Education Fees, Membership, Subscri Gifts Insurance		2 1,0 3 2	35. 51. 78. 33.			\$ 735. 251. 1,078. 333. 205.
Investment Expense - CIII Investment Mgmt Expense - Marketing Meeting Supplies Office Supplies	K-1 CIII K-1	125,7 11,0 2		287,705 125,746		11,001. 201. 196.
Program Expenses - Israel Taxes - Foreign Telephone Travel		371,9 1,5 8	86. 24. 26. 98.	1,524	l.	371,986. 826. 598. 680.
Workers Comp Insurance	Total	\$ 803,0	80. 65. \$	414,975	5.	\$ 388,090.

2008

### **Federal Statements**

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**Client 0493929** 

Andre & Katherine Merage Foundation - Colorado

45-0493929

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Statement 4 Form 990-PF, Part II, Line 15 Other Assets

Advance to Atid

 Fair Market Value

 Book Value
 \$ 246,599.

 \$ 246,599.
 \$ 246,599.

 \$ 246,599.
 \$ 246,599.

#### 2008

### **Federal Supplemental Information**

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Client 0493929

Andre & Katherine Merage Foundation - Colorado

45-0493929

6/17/10

08 58AM

Statement regarding Form 990-PF, Part VII-B, Question 5c

Pursuant to IRC Reg Sec 53.4945-5(d)(2), the Andre and Katherine Merage Foundation - Colorado provides the following information:

- (i) Grantee: Festival Beshekel Association, Shevet Tsedek 10, Jerusalem 94518, Israel
- (ii) Date & Amount of Grant: December 11, 2008, \$150,000.
- (iii) Purpose of Grants: Dedicated to making culture available and affordable to all. The association organizes cultural events, concerts and festivals throughout Israel where admission is limited to the symbolic fee of 1 Israeli Shekel (the equivalent of approx 25 US cents).
- (iv) & (vi) Reports: Festival Beshekel Association provides full & complete reports at various times and has expended all funds provided.
- (v) Diversions: To the knowledge of the grantor, no funds have been diverted to any activity other than the activity for which the grant was originally made.
- (vii) Verification: The grantor has no reason to doubt the accuracy or reliability of the report from the grantee; therefore, no independent verification of the report was made.