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For calendar year 2008, or tax year beginning

12/01, 2008, and ending

11/30, 2009

G Check all that apply.

Initial return

Final return

Amended return

Address change

Name change

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

Name of foundation

RICHARD AND PEGGY GREENFIELD FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

211 ATLANTIC AVENUE

City or town, state, and ZIP code

PALM BEACH, FL 33480

A Employer identification number

65-0627104

B Telephone number (see page 10 of the instructions)

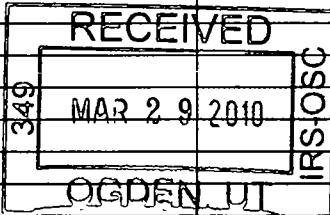
(561) 653-9921

C If exemption application is
pending, check here D 1 Foreign organizations, check here
2 Foreign organizations meeting the
85% test, check here and attach
computation E If private foundation status was terminated
under section 507(b)(1)(A), check here F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,190,446. Other (specify)
(Part I, column (d) must be on cash basis)J Accounting method Cash Accrual

Other (specify)

(d) Disbursements
for charitable
purposes
(cash basis only)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

Revenue	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	300,000.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B.				
3 Interest on savings and temporary cash investments	3,431.	3,431.		STMT 1
4 Dividends and interest from securities	101,352.	101,352.		STMT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	55,812.			
b Gross sales price for all assets on line 6a	232,804.			
7 Capital gain net income (from Part IV, line 2)		55,812.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	400.	400.		STMT 3
12 Total. Add lines 1 through 11	460,995.	160,995.		
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) <input type="checkbox"/> STMT 4	3,300.	3,300.	NONE	NONE
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	2,051.			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) <input type="checkbox"/> STMT 6	254.	254.		
24 Total operating and administrative expenses.				
Add lines 13 through 23	5,605.	3,554.	NONE	NONE
25 Contributions, gifts, grants paid	141,810.			141,810.
26 Total expenses and disbursements Add lines 24 and 25	147,415.	3,554.	NONE	141,810.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	313,580.			
b Net investment income (if negative, enter -0-)		157,441.		
c Adjusted net income (if negative, enter -0-)			-0-	



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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)		
		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	458,431.	12,906.	12,906.
	2 Savings and temporary cash investments		190,000.	192,669.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges.			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule). STMT 7.	91,722.	165,770.	183,163.
	c Investments - corporate bonds (attach schedule) STMT 8.	50,000.	288,483.	317,005.
Liabilities	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 9.	1,154,739.	1,411,313.	1,484,703.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,754,892.	2,068,472.	2,190,446.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here 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, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,754,892.	2,068,472.	
	30 Total net assets or fund balances (see page 17 of the instructions)	1,754,892.	2,068,472.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,754,892.	2,068,472.	

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	1,754,892.
2 Enter amount from Part I, line 27a	2	313,580.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	2,068,472.
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	2,068,472.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
a					
b					
c					
d					
e					
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	55,812.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	{ }		3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	114,924.	1,700,110.	0.067598
2006	45,010.	1,767,572.	0.025464
2005	73,910.	1,632,632.	0.045270
2004	133,622.	1,547,381.	0.086354
2003	133,941.	1,483,612.	0.090280

- 2 Total of line 1, column (d)
- 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years
- 4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5
- 5 Multiply line 4 by line 3
- 6 Enter 1% of net investment income (1% of Part I, line 27b)
- 7 Add lines 5 and 6
- 8 Enter qualifying distributions from Part XII, line 4
If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . .	Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions) . . .	b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . .	c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	1	1,574.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .				2	
3 Add lines 1 and 2 . . .				3	1,574.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .				4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . .				5	1,574.
6 Credits/Payments					
a 2008 estimated tax payments and 2007 overpayment credited to 2008 . . .				6a	1,143.
b Exempt foreign organizations-tax withheld at source . . .				6b	NONE
c Tax paid with application for extension of time to file (Form 8868) . . .				6c	NONE
d Backup withholding erroneously withheld . . .				6d	
7 Total credits and payments. Add lines 6a through 6d . . .				7	1,143.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . .				8	7.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . ►				9	438.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . ►				10	
11 Enter the amount of line 10 to be: Credited to 2009 estimated tax ►				Refunded	11

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . .	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . .	1b	X	
<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	X	
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . <i>If "Yes," attach a detailed description of the activities</i>	2	X	
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . .	4a	X	
b If "Yes," has it filed a tax return on Form 990-T for this year? . . .	4b	X	
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	X	
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either. • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . .	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► <u>FL</u>	8b		
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		
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? <i>If "Yes," complete Part XIV</i>	10	X	
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	SEE STATEMENT 10		

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13		X
14	Telephone no. ► 561-653-9921	
15	ZIP + 4 ► 33480	
	N/A	
	► 15	

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions)

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

Website address ► N/A

14 The books are in care of ► RICHARD D. GREENFIELD Located at ► 211 ATLANTIC AVENUE PALM BEACH, FL

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A ► 15

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

File Form 4720 If any Item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(6) Agree to pay money or property to a government official? Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?		N/A
1c	Organizations relying on a current notice regarding disaster assistance check here ►		X
2	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?		
2a	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)).		
2b	a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ►		
	b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)		
	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
3b			N/A
4a	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)		X
4b	c Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
	d 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?		X

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

5a	During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?					
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Provide a grant to an individual for travel, study, or other similar purposes?				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?				<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 5a(1)-(5), did 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 page 22 of the instructions)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	5b	N/A
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>					
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	6b	X
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?					
If you answered "Yes" to 6b, also file Form 8870.					
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	7b	X
b If yes, did the foundation receive any proceeds or have any net income attributable to the 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 page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		NONE	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 ► NONE

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ► **NONE**

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2		Amount
1	NONE	
2		
All other program-related investments. See page 24 of the instructions		
3	NONE	
Total. Add lines 1 through 3 ►		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes.		1a	1,707,608.
a	Average monthly fair market value of securities		1b	350,504.
b	Average of monthly cash balances		1c	NONE
c	Fair market value of all other assets (see page 24 of the instructions)		1d	2,058,112.
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		
2	Acquisition indebtedness applicable to line 1 assets		2	NONE
3	Subtract line 2 from line 1d		3	2,058,112.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)		4	30,872.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4		5	2,027,240.
6	Minimum Investment return. Enter 5% of line 5		6	101,362.

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

1	Minimum investment return from Part X, line 6	1	101,362.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	1,574.
b	Income tax for 2008. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,574.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	99,788.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	99,788.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	99,788.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes:		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	141,810.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	141,810.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,574.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	140,236.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				99,788.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only				
b Total for prior years 20 ____ 20 ____ 20 ____				
3 Excess distributions carryover, if any, to 2008				
a From 2003	60,088.			
b From 2004	58,527.			
c From 2005				
d From 2006				
e From 2007	31,560.			
f Total of lines 3a through e	150,175.			
4 Qualifying distributions for 2008 from Part XII, line 4. ► \$ 141,810.				
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				99,788.
e Remaining amount distributed out of corpus	42,022.			
5 Excess distributions carryover applied to 2008. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	192,197.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	60,088.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	132,109.			
10 Analysis of line 9				
a Excess from 2004	58,527.			
b Excess from 2005				
c Excess from 2006				
d Excess from 2007	31,560.			
e Excess from 2008	42,022.			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling ►																																																																																							
b	Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)																																																																																							
2a	<table border="1"> <thead> <tr> <th rowspan="2">Tax year</th> <th colspan="3">Prior 3 years</th> <th rowspan="2">(e) Total</th> </tr> <tr> <th>(a) 2008</th> <th>(b) 2007</th> <th>(c) 2006</th> <th>(d) 2005</th> </tr> </thead> <tbody> <tr> <td>2a</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>c</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>d</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>e</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>3</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>a</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(1)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(2)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>c</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(1)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(2)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(3)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>(4)</td> <td></td> <td></td> <td></td> <td></td> </tr> </tbody> </table>				Tax year	Prior 3 years			(e) Total	(a) 2008	(b) 2007	(c) 2006	(d) 2005	2a					b					c					d					e					3					a					(1)					(2)					b					c					(1)					(2)					(3)					(4)				
Tax year	Prior 3 years			(e) Total																																																																																				
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Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c 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				
SEE STATEMENT 12				
Total				► 3a 141,810.
b Approved for future payment				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	3,431.	
4 Dividends and interest from securities			14	101,352.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	55,812.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b SEE STATEMENT 13				400.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				160,995.	
13 Total. Add line 12, columns (b), (d), and (e).				13	160,995.

(See worksheet in line 13 instructions on page 28 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 page 28 of the instructions)

NOT APPLICABLE

► Attach to Form 990, 990-EZ, and 990-PF.

2008

Name of the organization

RICHARD AND PEGGY GREENFIELD FOUNDATION

Employer identification number

65-0627104

Organization type (check one)

Fillers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3 % support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1. Complete Parts I and II

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year) ► \$ _____

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

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

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

Name of organization	RICHARD AND PEGGY GREENFIELD FOUNDATION	Employer identification number
		65-0627104

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<u>RICHARD D. GREENFIELD</u> <u>211 ATLANTIC AVENUE</u> <u>PALM BEACH, FL 33480</u>	\$ 300,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
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		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

**SCHEDULE D
(Form 1041)**Department of the Treasury
Internal Revenue Service

OMB No 1545-0092

Capital Gains and Losses► Attach to Form 1041, Form 5227, or Form 990-T. See the separate
Instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).**2008**

Name of estate or trust

RICHARD AND PEGGY GREENFIELD FOUNDATION

Employer identification number

65-0627104

Note: Form 5227 filers need to complete only Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	52,314.			
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2				
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3				
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	()			
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ► 5		52,314.			

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	3,498.			
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7				
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8				
9 Capital gain distributions	9				
10 Gain from Form 4797, Part I	10				
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	()			
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ► 12		3,498.			

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

Part III Summary of Parts I and II Caution: Read the instructions before completing this part.		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13			52,314.
14 Net long-term gain or (loss):				
a Total for year	14a			3,498.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ►	15			55,812.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the Capital Loss Carryover Worksheet, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of			
a The loss on line 15, column (3) or b \$3,000		16	()

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the Capital Loss Carryover Worksheet on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ►	21		
22 Subtract line 21 from line 20 If zero or less, enter -0-	22		
23 Subtract line 22 from line 17 If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,200	24		
25 Is the amount on line 23 equal to or more than the amount on line 24?			
<input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box	25		
<input type="checkbox"/> No. Enter the amount from line 23	26		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same?			
<input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31	27		
<input type="checkbox"/> No. Enter the smaller of line 17 or line 22	28		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (.15)	30		
31 Figure the tax on the amount on line 23 Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	31		
32 Add lines 30 and 31	32		
33 Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)	34		

Continuation Sheet for Schedule D (Form 1041)

2008

► See instructions for Schedule D (Form 1041).

► Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

Employer identification number

65-0627104

RICHARD AND PEGGY GREENFIELD FOUNDATION

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b

52,314.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side.

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 14,087.056 SHS. VANGUARD INTER TERM. INV. GRADE			129,699.	128,770.	929.
VANGUARD INTER-TERM INV. GR - LONG TERM CAPITAL GA					2,569.

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b

3,498.

Schedule D-1 (Form 1041) 2008

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
103,105.		6700 SHS. BANK OF AMERICA CORP. PRF 50,791.				P	01/30/2009 52,314.	06/03/2009
129,699.		14,087.056 SHS. VANGUARD INTER TERM. INV PROPERTY TYPE: SECURITIES 128,770.				P	929.	
		VANGUARD INTER-TERM INV. GR - LONG TERM PROPERTY TYPE: SECURITIES				P	2,569.	
TOTAL GAIN (LOSS)							----- 55,812. =====	

PENALTY COMPUTATION DETAIL - FORM 2220

DATE PD	UNDERPAYMENT	BEG. DATE	END DATE	DAYS	%	PENALTY
QUARTER 3, RATE PERIOD 2 (08/15/2009 - 04/15/2010)						
39.		08/15/2009	04/15/2010	243	4	1.
TOTAL FOR QUARTER 3, RATE PERIOD 2						
QUARTER 4, RATE PERIOD 2 (11/15/2009 - 04/15/2010)						
392.		11/15/2009	04/15/2010	151	4	6.
TOTAL FOR QUARTER 4, RATE PERIOD 2						
TOTAL UNDERPAYMENT PENALTY						
7.						

R & P Greenfield Foundation

Fiscal Year Contributions (12/1/08 - 11/30/09)

Attachment to 990-PF, Part XV Supplementary Information

<u>Charitable Organization</u>	<u>Address</u>	<u>Date</u>	<u>Account</u>	<u>Check Amount</u>
Project Open Hand	730 Polk St , San Francisco, CA 94109	12/4/2008	Vanguard	1101 250.00
Watershed	19 Brick Hill Rd., Newcastle, ME 04553	12/8/2008	Vanguard	1102 250.00
Contemp. Jewish Musuem	736 Mission St., San Francisco CA 94103	12/5/2008	Vanguard	1104 10,000.00
Fund for Public Schools	NYC Dept. of Ed., 52 Chambers St., NYC, NY 10017	12/9/2008	Vanguard	1103 5,000.00
Nassau County Museum of Art	One Museum Drive, Roslyn Harbor, NY 11576	1/8/2009	Vanguard	1105 25,000.00
Israel Cancer Assoc -USA	525 South Flagler Dr, # 202 WPB 33401	1/24/2009	Vanguard	1106 500.00
DeYoung Museum Curator's Circle	50 Hagiwara Tea Garden Dr , SF 94118	2/4/2009	Vanguard	1085 5,000.00
S F Symphony	Davies Symphony Hall, S F 94102-4585	2/26/2009	Vanguard	1107 1,000.00
Town of Palm Beach United Way	44 Cocoanut Row, M201, Palm Beach, FL 33480	3/3/2009	Vanguard	1108 10,000.00
CA Historical Society	678 Mission St , S F CA 94105	5/6/2009	Vanguard	1087 500.00
Contemp. Jewish Museum	736 Mission St , S F. CA 94103	5/6/2009	Vanguard	1088 1,000.00
Society for Four Arts	Two 4 Arts Plaza, Palm Beach, FL 33480	7/9/2009	Vanguard	1110 1,000.00
Contemp Jewish Museum	736 Mission St , S F CA 94103	7/31/2009	Vanguard	1112 10,000.00
National Gallery of Art	2000B South Club Dr , Landover MD 20785	8/3/2009	Vanguard	1089 15,000.00
American Friends of V & A	Chadbourne/Park, 30 Rockefeller Plaza 10112	8/13/2009	Vanguard	1113 10,000.00
PILCOP	125 South 9th St #700, Philadelphia, PA 19107	9/17/2009	Vanguard	1115 500.00
S F Museum of Modern Art	151 3rd Street, S F. CA 94103	9/24/2009	Vanguard	1116 5,000.00
S F Opera	301 Van Ness Avenue, SF CA 94103	10/7/2009	Vanguard	1091 2,000.00
DiRosa Preserve	5200 Sonoma Highway, Napa CA 94559	10/9/2009	Vanguard	1092 1,000.00
Town of Palm Beach United Way	44 Cocoanut Row, M201, Palm Beach, FL 33480	10/15/2009	Vanguard	1093 20,000.00
S F Food Bank	900 Pennsylvania Ave, S F CA 94107	11/24/2009	Vanguard	1117 1,000.00
Architectural League of NY	594 Broadway, #607, NY, NY 10012	11/30/2009	Vanguard	1096 1,500.00
Anthology Film Archives	32 Second Ave; NY, NY 10013	11/30/2009	Vanguard	1095 1,500.00
Intrepid Foundation	Pier 86-12th Ave & 46th St.NY, NY 10036	11/30/2009	Vanguard	1100 5,000.00
Funds For Public Schools, Inc	52 Chambers St #305, NY, NY 10007	11/30/2009	Vanguard	1118 5,000.00
Maple Farm Sanctuary	101 North Ave., Mendon MA 01756	11/30/2009	Vanguard	1097 340.00
Farm Sanctuary	PO Box 150, Watkins Glen, NY 14891	12/08/2008	Mstanley	1099 305.00
Subtotal - Vanguard Account Donations				137,645.00
Armory Art Center	1700 Parker Ave , West Palm Beach, FL 33401	39784 00	Mstanley	175 100.00
Physicians Committee for Responsible Medicine	5100 Wisconsin Ave NW, #140 Washington DC 20016	12/08/2008	Mstanley	129 170.00
American Anti-Vivisectionist Soc	801 Old Town Rd#204, Jenkintown PA 19046	12/08/2008	Mstanley	130 170.00
Farm Sanctuary	PO Box 150, Watkins Glen, NY 14891	12/08/2008	Mstanley	131 150.00
United Poultry Concerns	P. O. Box 150, Machipongo, VA 23405	12/08/2008	Mstanley	132 170.00
Farm Animal Reform Movement	10101 Ashburton Ln, Bethesda, MD 20817	12/08/2008	Mstanley	133 170.00
Maple Farm Sanctuary	101 North Ave , Mendon MA 01756	12/08/2008	Mstanley	134 170.00
Last Chance For Animals	8033 Sunset #835, L A , CA 90046	12/08/2008	Mstanley	135 150.00
Furrever Friends	P. O. Box 141, Woodbury NH 08096	12/08/2008	Mstanley	136 180.00
Cause 4 Paws	P. O. Box 2904, Westfield NJ 17091	12/08/2008	Mstanley	137 180.00
Blind Cat Rescue	3101 E. Great Marsh Church Rd.St. Pauls, MN	12/08/2008	Mstanley	138 170.00
Recycled Pet Rescue	P. O. Box 260204, Encino CA 91426	1/02/2009	Mstanley	139 170.00
Richmond Art Center	2540 Barrett Ave, Richmond CA 94804	2/19/2009	Mstanley	140 50.00
Calif Film Institute	1001 Lootens Pl, #220, San Rafael, CA 94101	4/03/2009	Mstanley	141 200.00
World Affairs Council	312 Sutter St , S.F., CA 94108	4/03/2009	Mstanley	176 95.00
Djerassi Resident Artist Program	2325 Bear Gulch Rd, Woodside CA 94062	7/02/2009	Mstanley	109 90.00
Calif Historical Society	678 Mission St , S.F CA 94105	7/31/2009	Mstanley	143 100.00
DiRosa Preserve	5200 Carneros Highway 121, Napa CA 94559	8/11/2009	Mstanley	144 200.00
Lark Theatre	549 Magnolia Ave, Larkspur Ca 94939	9/03/2009	Mstanley	109 150.00
Fine Arts Museums of S F.	50 Hagiwara Tea Garden Dr , SF 94118	11/25/2009	Mstanley	178 100.00
Women's Law Project	125 S. 9th St, Philadelphia, PA 19107	11/30/2009	Mstanley	110 200.00
America Anti-Vivisectionist Soc.	801 Old Town Rd#204, Jenkintown PA 19046	11/30/2009	Mstanley	111 210.00
Last Chance For Animals	8033 Sunset #835, L.A , CA 90046	11/30/2009	Mstanley	112 205.00
Physicians Committee for Responsible Medicine	5100 Wisconsin Ave NW, #140 Washington DC 20016	11/30/2009	Mstanley	113 210.00
Humane Soc. Legislative Fund	519 C St N E., Washington DC 20002	11/30/2009	Mstanley	114 205.00
Cause 4 Paws	P. O. Box 2904, Westfield NJ 17091	115		200.00
Subtotal - Morgan Stanley Account Donations				4,165.00

Total Donations

141,810.00

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY, NOM. 626-093538-406	3,431.	3,431.
TOTAL	3,431.	3,431.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MORGAN STANLEY #626-093538-406-INTEREST	11,348.	11,348.
MORGAN STANLEY #626-093538-406-DIVIDENDS	13,997.	13,997.
VANGUARD INTER. TERM INV. GR. 88015143479	76,007.	76,007.
TOTAL	101,352.	101,352.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NRP PARTNERS LP	400.	400.
TOTALS	400.	400.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CBIZ MHM LLC TAX PREPARATION	3,300.	3,300.		
TOTALS	3,300.	3,300.		NONE

FORM 990PF, PART I - TAXES

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DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
U.S. TREASURY	2,051.
TOTALS	2,051.

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FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	254.	254.
TOTALS	254.	254.

RICHARD AND PEGGY GREENFIELD FOUNDATION

FORM 990PF, PART II - CORPORATE STOCK

65-0627104

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MORGAN STANLEY #626-093538-406	165,770.	183,163.
TOTALS	165,770.	183,163.

RICHARD AND PEGGY GREENFIELD FOUNDATION
FORM 990PF, PART II - CORPORATE BONDS

65-0627104

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
MORGAN STANLEY #626-093538-406	288,483.	317,005.
TOTALS	288,483.	317,005.

RICHARD AND PEGGY GREENFIELD FOUNDATION
FORM 990PF, PART II - OTHER INVESTMENTS

65-0627104

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
VANGUARD INTER. TERM INV. GRADE MORGAN STANLEY-NRPPARTNERS MLP	1,391,248. 20,065.	1,460,893. 23,810.
TOTALS	1,411,313.	1,484,703.

RICHARD AND PEGGY GREENFIELD FOUNDATION

65-0627104

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
RICHARD D. GREENFIELD 211 ATLANTIC AVENUE PALM BEACH, FL 33480	12/16/2008	300,000.
TOTAL CONTRIBUTION AMOUNTS		300,000.

RICHARD AND PEGGY GREENFIELD FOUNDATION

65-0627104

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

RICHARD D. GREENFIELD
211 ATLANTIC AVE.
PALM BEACH, FL 33480

PRESIDENT

MARGUERITE G. GREENFIELD
211 ATLANTIC AVE.
PALM BEACH, FL 33480

TREASURER

GRAND TOTALS

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

AMOUNT

NONE
PUBLIC CHARITY

TOTAL CONTRIBUTIONS PAID

141,810.

SEE ATTACHED SCHEDULE

RECIPIENT NAME AND ADDRESS

AMOUNT

141,810.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
NRP PARTNERS LP - OTHER INCOME		18		400.	
TOTALS				400.	