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Return of Private Foundation

OMB No 1545-0052

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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation BROOKLYN COMMUNITY FOUNDATION		A Employer identification number 11-3422729
	Number and street (or P O box number if mail is not delivered to street address) 45 MAIN STREET, SUITE #409		B Telephone number 718-722-5692
	City or town, state, and ZIP code BROOKLYN, NY 11201		C If exemption application is pending, check here ☐
	H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 63,649,280. (Part I, column (d) must be on cash basis)		J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) _____	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 ☒

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	1,227,925.		N/A	
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	598.	598.		STATEMENT 1
	4 Dividends and interest from securities	877,790.	877,790.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-5,465,117.			
	b Gross sales price for all assets on line 6a	37,863,127.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	-3,358,804.	878,388.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	352,132.	0.		352,132.
	14 Other employee salaries and wages	382,145.	0.		382,145.
	15 Pension plans, employee benefits	206,071.	0.		206,071.
	16a Legal fees STMT 3	25,980.	0.		54,291.
	b Accounting fees STMT 4	21,250.	0.		14,750.
	c Other professional fees STMT 5	372,981.	0.		363,195.
	17 Interest				
	18 Taxes STMT 6	57,817.	0.		50,902.
	19 Depreciation and depletion	48,497.	0.		
	20 Occupancy	108,505.	0.		105,678.
	21 Travel, conferences, and meetings	32,284.	0.		15,320.
	22 Printing and publications	16,489.	0.		15,931.
	23 Other expenses STMT 7	428,327.	220,220.		213,557.
	24 Total operating and administrative expenses. Add lines 13 through 23	2,052,478.	220,220.		1,773,972.
	25 Contributions, gifts, grants paid	3,281,981.			3,330,498.
26 Total expenses and disbursements. Add lines 24 and 25	5,334,459.	220,220.		5,104,470.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-8,693,263.				
b Net investment income (if negative, enter -0-)		658,168.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash - non-interest-bearing	43.	43.	43.
	2 Savings and temporary cash investments	6,864,356.	4,686,433.	4,686,433.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ 332,326.			
	Less: allowance for doubtful accounts ▶		332,326.	332,326.
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶ 3,214,000.			
	Less: allowance for doubtful accounts ▶	3,335,000.	3,214,000.	3,214,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	38,844.	45,711.	45,711.
	10a Investments - U.S. and state government obligations STMT 8	4,329,025.	5,449,343.	5,449,343.
	b Investments - corporate stock STMT 9	23,385,353.	31,261,909.	31,261,909.
	c Investments - corporate bonds STMT 10	895,190.	356,116.	356,116.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 11	19,896,825.	18,041,458.	18,041,458.
	14 Land, buildings, and equipment: basis ▶ 513,954.			
	Less accumulated depreciation STMT 12 ▶ 301,626.	98,674.	212,328.	212,328.
	15 Other assets (describe ▶ STATEMENT 13)	163,935.	49,613.	49,613.
	16 Total assets (to be completed by all filers)	59,007,245.	63,649,280.	63,649,280.
	17 Accounts payable and accrued expenses	101,206.	122,375.	
	18 Grants payable	4,993,699.	4,858,163.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	30,522.	33,349.	
	23 Total liabilities (add lines 17 through 22)	5,125,427.	5,013,887.	
	Foundations that follow SFAS 117, check here ▶ ☒			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	53,878,048.	58,603,067.	
	25 Temporarily restricted	3,770.	32,326.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances	53,881,818.	58,635,393.	
	31 Total liabilities and net assets/fund balances	59,007,245.	63,649,280.	

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	53,881,818.
2 Enter amount from Part I, line 27a	2	-8,693,263.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS	3	13,446,838.
4 Add lines 1, 2, and 3	4	58,635,393.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	58,635,393.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SECURITIES HELD BY GOLDMAN SACHS	P		
b LIMITED PARTNERSHIPS HELD BY GOLDMAN SACHS	P		
c GS HEDGE FUND PARTNERS PLUS	P		
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 28,394,740.		30,000,482.	-1,605,742.
b 2,597,358.		4,552,576.	-1,955,218.
c 6,871,029.		8,775,186.	-1,904,157.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			-1,605,742.
b			-1,955,218.
c			-1,904,157.
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	-5,465,117.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	}	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	4,925,875.	72,893,586.	.067576
2007	9,256,022.	96,017,936.	.096399
2006	9,335,523.	86,782,199.	.107574
2005	7,672,611.	73,532,187.	.104344
2004	7,906,462.	78,347,606.	.100915

2 Total of line 1, column (d)	2	.476808
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.095362
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	52,408,159.
5 Multiply line 4 by line 3	5	4,997,747.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,582.
7 Add lines 5 and 6	7	5,004,329.
8 Enter qualifying distributions from Part XII, line 4	8	5,104,470.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.		
	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0.
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
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 2010 estimated tax ☐ Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► WWW.BROOKLYNCOMMUNITYFOUNDATION.ORG

14 The books are in care of ► PHILIP LI Telephone no. ► 718-246-6885
 Located at ► 45 MAIN STREET, SUITE #409, BROOKLYN, NY ZIP+4 ► 11201

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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 ☒ 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.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
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?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2009 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 2009.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

5b

X

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

6b

X

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

If "Yes" to 6b, file Form 8870.

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

☐ Yes ☒ No

7b

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

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		352,132.	79,121.	2,335.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
TOYA M. WILLIFORD - 45 MAIN STREET, SUITE 409, BROOKLYN, NY 11201	PROGRAM MANAGER	80,181.	43,151.	923.
STUART I. POST - 45 MAIN STREET, SUITE 409, BROOKLYN, NY 11201	SR. PROGRAM OFFICER	86,320.	21,713.	923.
DIANE JOHN - 45 MAIN STREET, SUITE 409, BROOKLYN, NY 11201	SMALL GRANTS ADMN. & OFFICE MANAGER	63,532.	28,946.	0.
ANNA R. FRENCH - 45 MAIN STREET, SUITE 409, BROOKLYN, NY 11201	GRANTS MANAGER	52,149.	18,660.	0.

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

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GRETCHEN DYKSTRA 200 HICKS STREET, BROOKLYN, NY 11201	CONSULTING- START-UP/ LAUNCH	105,000.
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	0.
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	52,059,449.
b Average of monthly cash balances	1b	1,146,804.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	53,206,253.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	53,206,253.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	798,094.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	52,408,159.
6 Minimum investment return. Enter 5% of line 5	6	2,620,408.

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

1 Minimum investment return from Part X, line 6	1	2,620,408.
2a Tax on investment income for 2009 from Part VI, line 5	2a	
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	0.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,620,408.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	2,620,408.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,620,408.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,104,470.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,104,470.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	6,582.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,097,888.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				2,620,408.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	2,368,669.			
b From 2005	4,055,108.			
c From 2006	6,273,279.			
d From 2007	9,256,022.			
e From 2008	4,925,875.			
f Total of lines 3a through e	26,878,953.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$	5,104,470.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions) **	5,104,470.			
d Applied to 2009 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	2,620,408.			2,620,408.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	29,363,015.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	29,363,015.			
10 Analysis of line 9:				
a Excess from 2005	3,803,369.			
b Excess from 2006	6,273,279.			
c Excess from 2007	9,256,022.			
d Excess from 2008	4,925,875.			
e Excess from 2009	5,104,470.			

** SEE STATEMENT 16

Form 990-PF (2009)

N/A

- | | | |
|---------------|--|------------|
| 4942(i)(3) or | | 4942(i)(5) |
|---------------|--|------------|

- (4) Gross investment income

[illegible]

2009.04040	BROOKLYN COMMUNITY FOUNDATI	1811	2
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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 18				
Total			3a	3330498.
b Approved for future payment				
SEE STATEMENT 19				
Total			3b	4858163.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	598.	
4 Dividends and interest from securities			14	877,790.	
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	-5,465,117.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0.		-4,586,729.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 -4,586,729.	

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

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

[illegible]

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | |
|--|-------|-----|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p> | | Yes |
| | 1a(1) | |
| | 1a(2) | |
| | 1b(1) | |
| | 1b(2) | |
| | 1b(3) | |
| | 1b(4) | |
| | 1b(5) | |
| | 1b(6) | |
| | 1c | |

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Sign Here

Signature of officer or trustee

Date _____

Title

Preparer's
signature

Firm's name (or yours if self-employed),
address, and ZIP code

LOEB & TROPER LLP
655 THIRD AVENUE, 12TH FLOOR
NEW YORK, NY 10017

Date _____

Check if self-employed ☒

Preparer's identifying number

EIN ▶

Phone no. (212) 867-4000

Form 990-PF (2009)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

BROOKLYN COMMUNITY FOUNDATION

Employer identification number

11-3422729

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

- ☐ 501(c)() (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 an organization 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 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 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 (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions 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 990-EZ that received from any one contributor, during the year, 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. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization	Employer identification number
BROOKLYN COMMUNITY FOUNDATION	11-3422729

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ALAN H. AND JUDITH R. FISHMAN 6 WILLOW PLACE BROOKLYN, NY 11201	\$ 100,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	AMBAC FINANCIAL GROUP, INC. ONE STATE STREET PLAZA NEW YORK, NY 10004	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
3	ATLANTIC PHILANTHROPIES (USA) INC. 75 VARICK STREET NEW YORK, NY 10013	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
4	CAPITAL ONE BANK N.A. 856 WASHINGTON AVENUE BROOKLYN, NY 11238	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
5	DONALD ELLIOTT 118 PIERREPONT STREET BROOKLYN, NY 11201	\$ 5,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
6	DOROTHY EPSTEIN MEMORIAL TRUST 342 DEAN STREET BROOKLYN, NY 11217	\$ 50,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
BROOKLYN COMMUNITY FOUNDATION	11-3422729

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	EDWARD GENTNER, JR. 99 S PARK AVENUE APT. 114 ROCKVILLE CTR, NY 11570	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
8	KENNETH & DIANA ADAMS 17 DEAN STREET BROOKLYN, NY 11201	\$ 10,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
9	MARILYN GELBER 342 DEAN STREET BROOKLYN, NY 11217	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
10	ROBERT JACOBSON 342 DEAN STREET BROOKLYN, NY 11217	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
11	HILDY SIMMONS AND DAVID SPRAFKIN 51 SIDNEY PLACE BROOKLYN, NY 11201	\$ 10,043.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
12	STARR INTERNATIONAL FOUNDATION BAARERSTRASSE 101 CH-6300 ZUG, SWITZERLAND	\$ 500,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

BROOKLYN COMMUNITY FOUNDATION

11-3422729

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
13	THE PETER JAY SHARP FOUNDATION 845 THIRD AVENUE NEW YORK, NY 10022	\$ 100,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
14	ROBERT CATELL 387 PARK AVENUE SOUTH NEW YORK, NY 10016	\$ 250,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
15	ROHIT M. DESAI 200 HICKS STREET BROOKLYN, NY 11201	\$ 25,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

2009 DEPRECIATION AND AMORTIZATION REPORT
FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	LEASEHOLD IMPROVEMENTS	VARIES		10.00	16	32,985.			32,985.	8,301.		8,575.
2	COMPUTER SOFTWARE	VARIES		3.00	16	197,767.			197,767.	37,922.		14,337.
3	COMPUTER EQUIPMENT	VARIES		3.00	16	98,530.			98,530.	91,425.		6,358.
4	FURNITURE & FIXTURES	VARIES		10.00	16	158,048.			158,048.	99,506.		13,902.
5	AUTOMOBILE	VARIES		5.00	16	26,624.			26,624.	15,975.		5,325.
	* TOTAL 990-PF PG 1					513,954.		0.	513,954.	253,129.	0.	48,497.
	DEPR											

928102
06-24-08

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

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

SOURCE	AMOUNT
GENERAL INTEREST	598.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	598.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SECURITIES HELD BY GOLDMAN SACHS	877,790.	0.	877,790.
TOTAL TO FM 990-PF, PART I, LN 4	877,790.	0.	877,790.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	25,980.	0.		54,291.
TO FM 990-PF, PG 1, LN 16A	25,980.	0.		54,291.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	21,250.	0.		14,750.
TO FORM 990-PF, PG 1, LN 16B	21,250.	0.		14,750.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MARKETING CONSULTANT	128,645.	0.		126,560.	
PR CONSULTANT	46,873.	0.		46,873.	
TECHNOLOGY CONSULTANT	19,213.	0.		11,250.	
FISCAL CONSULTANT	9,725.	0.		3,920.	
OTHER PROFESSIONAL	168,525.	0.		174,592.	
TO FORM 990-PF, PG 1, LN 16C	372,981.	0.		363,195.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	6,915.	0.		0.	
PAYROLL TAXES	50,902.	0.		50,902.	
TO FORM 990-PF, PG 1, LN 18	57,817.	0.		50,902.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POSTAGE	1,578.	0.		1,578.	
SUPPLIES	60,654.	0.		60,565.	
EQUIPMENT RENTAL	916.	0.		916.	
MISCELLANEOUS	166.	0.		99.	
COMPUTER SOFTWARE	14,441.	0.		3,242.	
BANK & CREDIT CARD FEES	23,150.	0.		23,759.	
INSURANCE	46,156.	0.		65,946.	
PAYROLL PROCESSING	2,084.	0.		2,084.	
OFFICE REPAIRS	9,373.	0.		9,373.	
STATE FILING	1,525.	0.		25.	
MARKETING	24,236.	0.		22,142.	
TELEPHONE	23,828.	0.		23,828.	
INVESTMENT EXPENSES	220,220.	220,220.		0.	
TO FORM 990-PF, PG 1, LN 23	428,327.	220,220.		213,557.	

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. TREASURY NOTE 1.000000% 07/31/2011 JJ ON THE RUN SR LIEN S&P AAA	X		362,056.	362,056.
U.S. TREASURY NOTE 1.000000% 10/31/2011 AO ON THE RUN SR LIEN S&P AAA	X		900,694.	900,694.
U.S. TREASURY NOTE 1.375000% 09/15/2012 MS ON THE RUN SR LIEN S&P AAA	X		1,459,038.	1,459,038.
U.S. TREASURY NOTE 1.375000% 11/15/2012 MN ON THE RUN SR LIEN S&P AAA	X		248,636.	248,636.
U.S. TREASURY NOTE 1.500000% 12/31/2013 JD ON THE RUN SR LIEN S&P AAA	X		58,420.	58,420.
U.S. TREASURY NOTE 2.250000% 05/31/2014 MN ON THE RUN SR LIEN S&P AAA	X		567,213.	567,213.
UST INFLATION INDEXED NOTE 1.625% 01-15-2015 S&P AAA	X		213,464.	213,464.
U.S. TREASURY NOTE 2.375000% 03/31/2016 MS ON THE RUN SR LIEN S&P AAA	X		227,199.	227,199.
FNMA 5.375% 07/15/2016 JJ S&P AAA	X		227,645.	227,645.
FHLMC 5.125% 11/17/2017 MN - - S&P AAA	X		109,501.	109,501.
FEDERAL HOME LOAN BANK SYSTEM S&P AAA	X		311,027.	311,027.
UST STRIP TPRIN DUE 11/15/2021 C S&P AAA	X		415,132.	415,132.
UST STRIP TPRIN DUE 11/15/2026 STRIP PRIN OF T 6.5% 11-15-26 S&P AAA	X		35,395.	35,395.
FEDERAL HOME LOAN BANK SYSTEM S&P AAA	X		313,923.	313,923.
TOTAL U.S. GOVERNMENT OBLIGATIONS			5,449,343.	5,449,343.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			5,449,343.	5,449,343.

FORM 990-PF

CORPORATE STOCK

STATEMENT

9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMERICAN TOWER CORPORATION CMN CLASS A (AMT)	182,778.	182,778.
APPLE, INC. CMN (AAPL)	165,635.	165,635.
BAXTER INTERNATIONAL INC CMN (BAX)	142,706.	142,706.
BIOGEN IDEC INC. CMN (BIIB)	57,513.	57,513.
BROADCOM CORP CL-A CMN CLASS A (BRCM)	117,415.	117,415.
CB RICHARD ELLIS GROUP, INC. CMN CLASS A (CBG)	116,336.	116,336.
CHARLES SCHWAB CORPORATION CMN (SCHW)	84,314.	84,314.
CISCO SYSTEMS, INC. CMN (CSCO)	145,555.	145,555.
CME GROUP INC. CMN CLASS A (CME)	133,376.	133,376.
COSTCO WHOLESALE CORPORATION CMN (COST)	108,577.	108,577.
CROWN CASTLE INTL CORP COMMON STOCK (CCI)	94,086.	94,086.
EQUINIX INC CMN (EQIX)	146,169.	146,169.
EXPRESS SCRIPTS COMMON CMN (ESRX)	67,580.	67,580.
GILEAD SCIENCES CMN (GILD)	58,588.	58,588.
HALLIBURTON COMPANY CMN (HAL)	74,051.	74,051.
JOHNSON & JOHNSON CMN (JNJ)	140,414.	140,414.
LOWES COMPANIES INC CMN (LOW)	94,308.	94,308.
MARRIOTT INTERNATIONAL INC CL-A (NEW) CLASS A (MAR)	60,304.	60,304.
MICROSOFT CORPORATION CMN (MSFT)	149,352.	149,352.
NIKE CLASS-B CMN CLASS B (NKE)	54,200.	54,200.
OCCIDENTAL PETROLEUM CORP CMN (OXY)	36,511.	36,511.
ORACLE CORPORATION CMN (ORCL)	148,627.	148,627.
PEOPLES UNITED FINANCIAL INC CMN (PBCT)	48,731.	48,731.
PEPSICO INC CMN (PEP)	139,160.	139,160.
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	142,238.	142,238.
QUALCOMM INC CMN (QCOM)	166,952.	166,952.
SCHLUMBERGER LTD CMN (SLB)	133,435.	133,435.
ST JUDE MEDICAL INC CMN (STJ)	103,572.	103,572.
TARGET CORPORATION CMN (TGT)	103,076.	103,076.
THERMO FISHER SCIENTIFIC INC CMN (TMO)	75,303.	75,303.
VISA INC. CMN CLASS A (V)	96,643.	96,643.
WESTERN UNION COMPANY (THE) CMN (WU)	87,276.	87,276.
SUNCOR ENERGY INC. CMN (SU)	81,884.	81,884.
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	65,450.	65,450.
AMAZON.COM INC CMN (AMZN)	68,605.	68,605.
APPLE, INC. CMN (AAPL)	154,045.	154,045.
CELGENE CORPORATION CMN (CELG)	109,300.	109,300.
CISCO SYSTEMS, INC. CMN (CSCO)	53,913.	53,913.
CME GROUP INC. CMN CLASS A (CME)	72,231.	72,231.
COCA-COLA COMPANY (THE) CMN (KO)	74,442.	74,442.
CORNING INCORPORATED CMN (GLW)	87,494.	87,494.
CVS CAREMARK CORPORATION CMN (CVS)	86,419.	86,419.
DANAHER CORPORATION (DELAWARE) CMN (DHR)	75,014.	75,014.
EMERSON ELECTRIC CO. CMN (EMR)	91,590.	91,590.
GILEAD SCIENCES CMN (GILD)	66,203.	66,203.
GOODRICH CORPORATION CMN (GR)	91,296.	91,296.

GOOGLE, INC. CMN CLASS A (GOOG)	153,135.	153,135.
HALLIBURTON COMPANY CMN (HAL)	74,623.	74,623.
HARTFORD FINANCIAL SRVCS GROUP CMN (HIG)	94.	94.
HEWLETT-PACKARD CO. CMN (HPQ)	88,271.	88,271.
ILLUMINA INC CMN (ILMN)	41,725.	41,725.
INTEL CORPORATION CMN (INTC)	76,663.	76,663.
INTL BUSINESS MACHINES CORP CMN (IBM)	94,641.	94,641.
ITT CORPORATION CMN (ITT)	71,082.	71,082.
KOHL'S CORP (WISCONSIN) CMN (KSS)	74,423.	74,423.
MICROSOFT CORPORATION CMN (MSFT)	113,568.	113,568.
NATIONAL OILWELL VARCO, INC. COMMON STOCK CMN NOV)	100,261.	100,261.
OCCIDENTAL PETROLEUM CORP CMN (OXY)	41,004.	41,004.
ORACLE CORPORATION CMN (ORCL)	116,542.	116,542.
PEPSICO INC CMN (PEP)	108,568.	108,568.
PRAXAIR, INC CMN SERIES (PX)	71,877.	71,877.
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	93,734.	93,734.
QUALCOMM INC CMN (QCOM)	77,162.	77,162.
TARGET CORPORATION CMN (TGT)	84,696.	84,696.
THE MOSAIC COMPANY CMN (MOS)	80,158.	80,158.
THERMO FISHER SCIENTIFIC INC CMN (TMO)	89,943.	89,943.
VIACOM INC. CMN CLASS B (VIAB)	59,609.	59,609.
VISA INC. CMN CLASS A (V)	74,341.	74,341.
WAL MART STORES INC CMN (WMT)	110,400.	110,400.
WALT DISNEY COMPANY (THE) CMN (DIS)	53,887.	53,887.
WEATHERFORD INTERNATIONAL LTD CMN (WFT)	81,150.	81,150.
ACCENTURE PLC CMN (ACN)	78,477.	78,477.
CHECK POINT SOFTWARE TECH. LTD ORDINARY SHARES CHKP)	60,306.	60,306.
COVIDIEN PLC CMN (COV)	92,092.	92,092.
ELAN CORP PLC (ADR) ADR CMN (ELN)	46,122.	46,122.
GOLDCORP INC CMN (GG)	49,883.	49,883.
SUNCOR ENERGY INC. CMN (SU)	67,407.	67,407.
SYNGENTA AG SPONSORED ADR CMN (SYT)	73,489.	73,489.
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	72,978.	72,978.
WARNER CHILCOTT PLC CMN (WCRX)	66,990.	66,990.
BANCO BRADESCO S.A. ADR CMN (BBD)	72,018.	72,018.
ABBOTT LABORATORIES CMN (ABT)	110,464.	110,464.
ALLIANCE DATA SYSTEMS CORPORAT CMN (ADS)	36,170.	36,170.
ALLSTATE CORPORATION COMMON STOCK (ALL)	36,469.	36,469.
ANADARKO PETROLEUM CORP CMN (APC)	156,549.	156,549.
APACHE CORP. CMN (APA)	187,666.	187,666.
AVERY DENNISON CORPORATION CMN (AVY)	52,911.	52,911.
BAXTER INTERNATIONAL INC CMN (BAX)	75,835.	75,835.
CARDINAL HEALTH INC CMN (CAH)	48,623.	48,623.
CISCO SYSTEMS, INC. CMN (CSCO)	89,799.	89,799.
CONAGRA INC CMN (CAG)	72,746.	72,746.
DELL INC CMN (DELL)	48,451.	48,451.
DEVON ENERGY CORPORATION (NEW) CMN (DVN)	169,712.	169,712.
DOMINION RESOURCES, INC. CMN (D)	90,139.	90,139.
DOVER CORPORATION CMN (DOV)	73,026.	73,026.
FLUOR CORPORATION CMN (FLR)	38,796.	38,796.
GENERAL MILLS INC CMN (GIS)	63,092.	63,092.
HANESBRANDS INC. CMN (HBI)	17,769.	17,769.

ILLINOIS TOOL WORKS CMN (ITW)	81,530.	81,530.
JOHNSON & JOHNSON CMN (JNJ)	91,462.	91,462.
JPMORGAN CHASE & CO CMN (JPM)	57,338.	57,338.
KIMBERLY CLARK CORP CMN (KMB)	66,432.	66,432.
KLA-TENCOR CORPORATION CMN (KLAC)	56,590.	56,590.
MARSH & MCLENNAN CO INC CMN (MMC)	49,106.	49,106.
MC DONALDS CORP CMN (MCD)	75,927.	75,927.
MEDTRONIC INC CMN (MDT)	142,363.	142,363.
MERCK & CO., INC. CMN (MRK)	81,741.	81,741.
MICROSOFT CORPORATION CMN (MSFT)	96,713.	96,713.
OCCIDENTAL PETROLEUM CORP CMN (OXY)	145,472.	145,472.
PARKER-HANNIFIN CORP. CMN (PH)	73,007.	73,007.
PEPSICO INC CMN (PEP)	73,010.	73,010.
PFIZER INC. CMN (PFE)	115,507.	115,507.
PROCTER & GAMBLE COMPANY (THE) CMN (PG)	112,590.	112,590.
PRUDENTIAL FINANCIAL INC CMN (PRU)	79,019.	79,019.
RAYTHEON CO CMN (RTN)	57,946.	57,946.
SOUTHWEST AIRLINES CO CMN (LUV)	66,869.	66,869.
SUNTRUST BANKS INC \$1.00 PAR CMN (STI)	45,064.	45,064.
SYSCO CORPORATION CMN (SYY)	70,447.	70,447.
THE BANK OF NY MELLON CORP CMN (BK)	49,059.	49,059.
THE TRAVELERS COMPANIES, INC CMN (TRV)	64,120.	64,120.
TRANSOCEAN LTD. CMN (RIG)	31,547.	31,547.
U.S. BANCORP CMN (USB)	34,697.	34,697.
UNITED TECHNOLOGIES CORP CMN (UTX)	146,108.	146,108.
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	81,046.	81,046.
WAL MART STORES INC CMN (WMT)	70,215.	70,215.
WELLS FARGO & CO (NEW) CMN (WFC)	57,732.	57,732.
XTO ENERGY INC. CMN (XTO)	54,259.	54,259.
AGILENT TECHNOLOGIES, INC. CMN (A)	56,237.	56,237.
ALCOA INC. CMN (AA)	60,934.	60,934.
ALLSTATE CORPORATION COMMON STOCK (ALL)	57,758.	57,758.
AMERICAN EAGLE OUTFITTERS INC (NEW) (AEO)	41,163.	41,163.
AMGEN INC. CMN (AMGN)	53,742.	53,742.
AVNET INC. CMN (AVT)	64,844.	64,844.
BANK OF AMERICA CORP CMN (BAC)	67,845.	67,845.
BOEING COMPANY CMN (BA)	21,652.	21,652.
COMMUNITY HEALTH SYS INC CMN (CYH)	88,110.	88,110.
CONOCOPHILLIPS CMN (COP)	39,579.	39,579.
E. I. DU PONT DE NEMOURS AND C CMN (DD)	44,444.	44,444.
EATON CORPORATION CMN (ETN)	23,539.	23,539.
GAP INC CMN (GPS)	63,479.	63,479.
GENERAL ELECTRIC CO CMN (GE)	48,431.	48,431.
HALLIBURTON COMPANY CMN (HAL)	60,330.	60,330.
HEALTH NET, INC. CMN (HNT)	62,068.	62,068.
HERCULES OFFSHORE INC CMN (HERO)	20,578.	20,578.
JPMORGAN CHASE & CO CMN (JPM)	76,256.	76,256.
LIFEPOINT HOSPITALS INC CMN (LPNT)	40,988.	40,988.
LOWES COMPANIES INC CMN (LOW)	40,465.	40,465.
MACY'S INC. CMN (M)	19,920.	19,920.
MARATHON OIL CORPORATION CMN (MRO)	59,474.	59,474.
MEDTRONIC INC CMN (MDT)	42,881.	42,881.
METLIFE, INC. CMN (MET)	50,020.	50,020.
NUCOR CORPORATION CMN (NUE)	22,330.	22,330.

OMNICARE INC. CMN (OCR)	39,293.	39,293.
PATTERSON-UTI ENERGY, INC. ORD CMN (PTEN)	52,267.	52,267.
PFIZER INC. CMN (PFE)	56,207.	56,207.
PNC FINANCIAL SERVICES GROUP CMN (PNC)	38,801.	38,801.
PRUDENTIAL FINANCIAL INC CMN (PRU)	61,702.	61,702.
SAFEWAY INC. CMN (SWY)	37,219.	37,219.
TEXAS INSTRUMENTS INC. CMN (TXN)	59,026.	59,026.
THE TRAVELERS COMPANIES, INC CMN (TRV)	49,611.	49,611.
TRANSOCEAN LTD. CMN (RIG)	52,164.	52,164.
UNITEDHEALTH GROUP INCORPORATE CMN (UNH)	63,398.	63,398.
UNUM GROUP CMN (UNM)	44,701.	44,701.
WELLS FARGO & CO (NEW) CMN (WFC)	45,343.	45,343.
WESCO INTERNATIONAL INC. CMN (WCC)	54,695.	54,695.
XL CAPITAL LTD CL-A CMN CLASS A (XL)	30,135.	30,135.
ACTUANT CORP CMN CLASS A (ATU)	31,890.	31,890.
ANSYS INC CMN (ANSS)	86,746.	86,746.
CISCO SYSTEMS, INC. CMN (CSCO)	56,163.	56,163.
CONSOL ENERGY INC. CMN (CNX)	41,384.	41,384.
COVANCE INC CMN (CVD)	41,691.	41,691.
EXPEDITORS INTL WASH INC CMN (EXPD)	95,374.	95,374.
FASTENAL CO CMN (FAST)	98,604.	98,604.
HEALTHCARE SVCS GROUP INC CMN (HCSG)	2,919.	2,919.
IDEXX LABORATORIES CMN (IDXX)	112,993.	112,993.
II-VI INC CMN (IIVI)	32,023.	32,023.
INTEL CORPORATION CMN (INTC)	34,190.	34,190.
IRON MOUNTAIN INC CMN (IRM)	46,180.	46,180.
JACOBS ENGINEERING GRP CMN (JEC)	58,747.	58,747.
K12 INC. CMN (LRN)	3,263.	3,263.
MARKEL CORPORATION CMN (MKL)	56,100.	56,100.
MERIDIAN BIOSCIENCE INC CMN (VIVO)	26,205.	26,205.
MONSANTO COMPANY CMN (MON)	28,531.	28,531.
PRICE T ROWE GROUP INC CMN (TROW)	65,285.	65,285.
QUALCOMM INC CMN (QCOM)	83,407.	83,407.
RESMED INC. CMN (RMD)	72,812.	72,812.
ROPER INDS INC (NEW) CMN (ROP)	73,004.	73,004.
SCHLUMBERGER LTD CMN (SLB)	85,138.	85,138.
SMITH INTERNATIONAL INC CMN (SII)	47,266.	47,266.
STERICYCLE INC CMN (SRCL)	64,604.	64,604.
STRYKER CORP CMN (SYK)	28,746.	28,746.
TECHNE CORP CMN (TECH)	66,229.	66,229.
TRIMBLE NAVIGATION LTD CMN (TRMB)	70,157.	70,157.
VISA INC. CMN CLASS A (V)	44,430.	44,430.
W.R. BERKLEY CORPORATION CMN (WRB)	28,208.	28,208.
ALCON, INC. CMN (ACL)	40,923.	40,923.
CHICAGO BRIDGE & IRON COMPANY CMN SERIES (CBI)	40,723.	40,723.
CORE LABORATORIES N.V. CMN (CLB)	35,908.	35,908.
RIO TINTO PLC SPONSORED ADR (RTP)	46,740.	46,740.
TEVA PHARMACEUTICAL IND LTD ADS (TEVA)	54,888.	54,888.
ULTRA PETROLEUM CORP CMN (UPL)	85,510.	85,510.
AFFILIATED MANAGERS GROUP INC CMN (AMG)	62,299.	62,299.
AGCO CORP CMN (AGCO)	72,118.	72,118.
ARCH CHEMICAL INC CMN (ARJ)	68,708.	68,708.
BRINK'S HOME SECURITY HOLDINGS CMN (CFL)	46,512.	46,512.
CASCADE CORP CMN (CASC)	50,462.	50,462.

CHATTEM INC CMN (CHTT)	35,921.	35,921.
COLUMBIA SPORTSWEAR COMPANY COMMON STOCK (COLM)	52,899.	52,899.
DARLING INTERNATIONAL INC CMN (DAR)	77,515.	77,515.
JAMES RIVER COAL COMPANY CMN (JRCC)	46,133.	46,133.
JO-ANN STORES, INC CMN (JAS)	50,555.	50,555.
KOPPERS HOLDINGS, INC. CMN (KOP)	56,249.	56,249.
MIDDLEBY CORP CMN (MIDD)	41,177.	41,177.
NEWPORT CORP CMN (NEWP)	38,690.	38,690.
NORDSON CORP CMN (NDSN)	70,576.	70,576.
OGE ENERGY CORP (HOLDING CO) CMN (OGE)	64,926.	64,926.
POLARIS INDS INC CMN (PII)	60,209.	60,209.
SMITHFIELD FOODS INC. CMN (SFD)	57,342.	57,342.
TRACTOR SUPPLY CO CMN (TSCO)	66,477.	66,477.
TRINITY INDUSTRIES INC (DEL) CMN (TRN)	64,790.	64,790.
URS CORPORATION CMN (URS)	61,883.	61,883.
CHICAGO BRIDGE & IRON COMPANY CMN SERIES (CBI)	70,770.	70,770.
AFLAC INCORPORATED CMN (AFL)	78,764.	78,764.
APACHE CORP. CMN (APA)	70,259.	70,259.
BANK OF AMERICA CORP CMN (BAC)	146,052.	146,052.
BAXTER INTERNATIONAL INC CMN (BAX)	126,726.	126,726.
BIOGEN IDEC INC. CMN (BIIB)	100,313.	100,313.
BOEING COMPANY CMN (BA)	79,842.	79,842.
CHEVRON CORPORATION CMN (CVX)	34,953.	34,953.
CISCO SYSTEMS, INC. CMN (CSCO)	102,583.	102,583.
DIRECTV CMN (DTV)	62,931.	62,931.
DISH NETWORK CORPORATION CMN CLASS A (DISH)	78,656.	78,656.
DOW CHEMICAL CO CMN (DOW)	119,482.	119,482.
EMERSON ELECTRIC CO. CMN (EMR)	67,734.	67,734.
ENTERGY CORPORATION CMN (ETR)	90,024.	90,024.
EOG RESOURCES INC CMN (EOG)	86,208.	86,208.
FIRSTENERGY CORP CMN (FE)	89,649.	89,649.
FRANKLIN RESOURCES INC CMN (BEN)	69,993.	69,993.
GENERAL ELECTRIC CO CMN (GE)	69,341.	69,341.
GENERAL MILLS INC CMN (GIS)	32,360.	32,360.
HALLIBURTON COMPANY CMN (HAL)	98,575.	98,575.
HESS CORPORATION CMN (HES)	36,119.	36,119.
HEWLETT-PACKARD CO. CMN (HPQ)	103,438.	103,438.
HONEYWELL INTL INC CMN (HON)	109,054.	109,054.
JOHNSON & JOHNSON CMN (JNJ)	103,249.	103,249.
JOHNSON CONTROLS INC CMN (JCI)	55,835.	55,835.
JPMORGAN CHASE & CO CMN (JPM)	166,305.	166,305.
MERCK & CO., INC. CMN (MRK)	50,937.	50,937.
NEWFIELD EXPLORATION CO. CMN (NFX)	88,647.	88,647.
OCCIDENTAL PETROLEUM CORP CMN (OXY)	135,915.	135,915.
ORACLE CORPORATION CMN (ORCL)	78,790.	78,790.
PHILIP MORRIS INTL INC CMN (PM)	680.	680.
PRUDENTIAL FINANCIAL INC CMN (PRU)	66,479.	66,479.
SLM CORPORATION CMN (SLM)	41,361.	41,361.
SPRINT NEXTEL CORPORATION CMN (S)	64,134.	64,134.
STAPLES, INC. CMN (SPLS)	89,265.	89,265.
STATE STREET CORPORATION (NEW) CMN (STT)	47,861.	47,861.
TARGET CORPORATION CMN (TGT)	75,602.	75,602.
THE BANK OF NY MELLON CORP CMN (BK)	66,261.	66,261.
THE TRAVELERS COMPANIES, INC CMN (TRV)	94,584.	94,584.

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W.R. BERKLEY CORPORATION CMN (WRB)	66,344.	66,344.
WAL MART STORES INC CMN (WMT)	42,978.	42,978.
WELLPOINT, INC. CMN (WLP)	81,606.	81,606.
BP P.L.C. SPONSORED ADR CMN (BP)	67,999.	67,999.
COVIDIEN PLC CMN (COV)	54,978.	54,978.
UNILEVER N.V. NY SHS (NEW) ADR CMN (UN)	52,213.	52,213.
ACCO BRANDS CORPORATION CMN (ABD)	298.	298.
DIRECTV CMN (DTV)	800.	800.
FAIRPOINT COMMUNICATIONS, INC. CMN (FRCMQ)	3.	3.
FOSTER WHEELER AG CMN (FWLT)	1,590.	1,590.
LSI CORPORATION COMMON STOCK (LSI)	385.	385.
MOTORS LIQUIDATION COMPANY CMN (MTLQQ)	94.	94.
NCR CORPORATION CMN (NCR)	256.	256.
NEWS CORPORATION CMN CLASS A (NWSA)	55.	55.
SUPERMEDIA INC CMN (IDARQ_100107)	1.	1.
TERADATA CORPORATION CMN (TDC)	723.	723.
ALCATEL-LUCENT SPONSORED ADR CMN (ALU)	505.	505.
FRESENIUS MEDICAL CARE AG & CO KGAA SPONSORED ADR CMN (FMS)	5,301.	5,301.
GS INVESTMENT GRADE CREDIT SEPARATE A/C INST MUTUAL FUND	3,180,343.	3,180,343.
GS MORTGAGES SEPARATE A/C INST MUTUAL FUND	5,289,934.	5,289,934.
GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	2,182,415.	2,182,415.
ISHARES MSCI EMERGING MKT INDEX FUND ETF (EEM)	1,180,187.	1,180,187.
TOTAL TO FORM 990-PF, PART II, LINE 10B	31,261,909.	31,261,909.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
PNC FUNDING CORP 2.3% 06/22/2012 SR LIEN S&P AAA	356,116.	356,116.
TOTAL TO FORM 990-PF, PART II, LINE 10C	356,116.	356,116.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ACADIAN: NON-US	COST	5,314,342.	5,314,342.
VONTOBEL: NON-US	COST	5,201,710.	5,201,710.
GS HEDGE FUND PARTNERS	COST	5,774,994.	5,774,994.
GS HEDGE FUND PARTNERS PLUS	COST	1,750,412.	1,750,412.
TOTAL TO FORM 990-PF, PART II, LINE 13		18,041,458.	18,041,458.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LEASEHOLD IMPROVEMENTS	32,985.	16,876.	16,109.
COMPUTER SOFTWARE	197,767.	52,259.	145,508.
COMPUTER EQUIPMENT	98,530.	97,783.	747.
FURNITURE & FIXTURES	158,048.	113,408.	44,640.
AUTOMOBILE	26,624.	21,300.	5,324.
TOTAL TO FM 990-PF, PART II, LN 14	513,954.	301,626.	212,328.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT INCOME RECEIVABLE	44,839.	49,613.	49,613.
EXCIS TAX RECEIVABLE	119,096.	0.	0.
TO FORM 990-PF, PART II, LINE 15	163,935.	49,613.	49,613.

FORM 990-PF OTHER LIABILITIES STATEMENT 14

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED RENT PAYABLE	30,522.	33,349.
TOTAL TO FORM 990-PF, PART II, LINE 22	30,522.	33,349.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 15
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
MARILYN G. GELBER 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	EXECUTIVE DIRECTOR 40.00	175,000.	20,687.	923.
BEN ESNER 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	DEPUTY DIRECTOR 40.00	125,040.	49,855.	923.
PHILIP LI 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	CHIEF OPERATING OFFICER 40.00	52,092.	8,579.	489.
ALAN H. FISHMAN 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	CHAIRMAN 1.00	0.	0.	0.
ROBERT CATELL 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
ROHIT M. DESAI 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
DONALD H. ELLIOT 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
EDWARD F. GENTER, JR. 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
ELIZABETH A. HILL 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
MALCOLM MACKAY 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
MARIA FIORINI RAMIREZ 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.

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MIKKI SHEPARD 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
LESTER YOUNG JR. 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
KENNETH ADAMS 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
EMMA JORDAN-SIMPSON 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.
HILDY J. SIMMONS 45 MAIN STREET, SUITE 409 BROOKLYN, NY 11201	BOARD MEMBER 1.00	0.	0.	0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

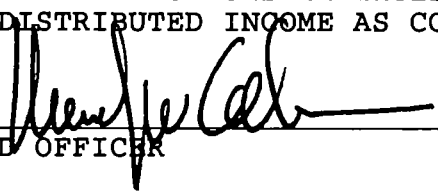
<u>352,132.</u>	<u>79,121.</u>	<u>2,335.</u>
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FORM 990-PF

ELECTION UNDER REGULATIONS SECTION
53.4942(A)-3(D)(2) TO TREAT
EXCESS QUALIFYING DISTRIBUTIONS
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 16

PURSUANT TO CODE SEC. 4942(H)(2) AND REG. 53.4942(A)-3(D)(2),
INDEPENDENCE COMMUNITY FOUNDATION ELECTS TO TREAT CURRENT YEAR
QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX
YEAR'S UNDISTRIBUTED INCOME AS COMING FROM CORPUS.


AUTHORIZED OFFICER

11.12.10

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 17

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ONLY ONLINE @ WWW.BROOKLYNCOMMUNITYFOUNDATION.ORG/APPLY
45 MAIN STREET, SUITE 409
BROOKLYN, NY 11201

TELEPHONE NUMBERNAME OF GRANT PROGRAM

718-722-2300

EDUCATION, CULTURE AND ARTS

FORM AND CONTENT OF APPLICATIONS

ALL REQUESTS TO BROOKLYN COMMUNITY FOUNDATION, WHETHER FOR NEW OR RENEWAL FUNDING, BEGIN WITH A LETTER OF INQUIRY (LOI). AT THIS STAGE, WE ASK THAT YOU PROVIDE US WITH BASIC INFORMATION ABOUT YOUR ORGANIZATION IN ADDITION TO DETAILS ABOUT DEMOGRAPHICS SERVED, YOUR GROUP'S PRESENCE IN BROOKLYN COMMUNITIES AND WHAT MEASURABLE RESULTS YOU ANTICIPATE SHOULD YOU RECEIVE FUNDING. YOU WILL ALSO BE ASKED TO APPLY TO THE FIELD OF INTEREST FUND THAT BEST FITS WITH THE OBJECTIVES OF YOUR GROUP'S PROPOSAL. IF YOUR ORGANIZATION'S LETTER OF INQUIRY IS ACCEPTED, YOU WILL BE ASKED TO SUBMIT A COMPLETE PROPOSAL. THE PROPOSAL BEST DESCRIBES IN DETAIL YOUR ACTIVITIES, PROGRAM OR PROJECT. TYPICALLY, SITE VISITS AND/OR IN-PERSON MEETINGS ARE INTEGRAL TO THE FOUNDATION'S REVIEW PROCESS AND OUR STAFF WILL BE IN TOUCH TO ARRANGE THESE MEETINGS.

ANY SUBMISSION DEADLINES

30 DAYS TO SUBMIT A COMPLETE A PROPOSAL ONLINE

RESTRICTIONS AND LIMITATIONS ON AWARDS

MUST MEET CRITERIA FOR ONE OF THE FOUNDATION'S FIELDS OF INTEREST.
PROGRAMS, PROJECTS AND ORGANIZATIONS MUST SERVE PEOPLE IN BROOKLYN N.Y.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ONLY ONLINE @ WWW.BROOKLYNCOMMUNITYFOUNDATION.ORG/APPLY
45 MAIN STREET, SUITE 409
BROOKLYN, NY 11201

<u>TELEPHONE NUMBER</u>	<u>NAME OF GRANT PROGRAM</u>
718-722-2300	COMMUNITY QUALITY OF LIFE

FORM AND CONTENT OF APPLICATIONS

ALL REQUESTS TO BROOKLYN COMMUNITY FOUNDATION, WHETHER FOR NEW OR RENEWAL FUNDING, BEGIN WITH A LETTER OF INQUIRY (LOI). AT THIS STAGE, WE ASK THAT YOU PROVIDE US WITH BASIC INFORMATION ABOUT YOUR ORGANIZATION IN ADDITION TO DETAILS ABOUT DEMOGRAPHICS SERVED, YOUR GROUP'S PRESENCE IN BROOKLYN COMMUNITIES AND WHAT MEASURABLE RESULTS YOU ANTICIPATE SHOULD YOU RECEIVE FUNDING. YOU WILL ALSO BE ASKED TO APPLY TO THE FIELD OF INTEREST FUND THAT BEST FITS WITH THE OBJECTIVES OF YOUR GROUP'S PROPOSAL. IF YOUR ORGANIZATION'S LETTER OF INQUIRY IS ACCEPTED, YOU WILL BE ASKED TO SUBMIT A COMPLETE PROPOSAL. THE PROPOSAL BEST DESCRIBES IN DETAIL YOUR ACTIVITIES, PROGRAM OR PROJECT. TYPICALLY, SITE VISITS AND/OR IN-PERSON MEETINGS ARE INTEGRAL TO THE FOUNDATION'S REVIEW PROCESS AND OUR STAFF WILL BE IN TOUCH TO ARRANGE THESE MEETINGS.

ANY SUBMISSION DEADLINES

30 DAYS TO SUBMIT A COMPLETE A PROPOSAL ONLINE

RESTRICTIONS AND LIMITATIONS ON AWARDS

MUST MEET CRITERIA FOR ONE OF THE FOUNDATION'S FIELDS OF INTEREST.
PROGRAMS, PROJECTS AND ORGANIZATIONS MUST SERVE PEOPLE IN BROOKLYN N.Y.

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ONLY ONLINE @ WWW.BROOKLYNCOMMUNITYFOUNDATION.ORG/APPLY
45 MAIN STREET, SUITE 409
BROOKLYN, NY 11201

<u>TELEPHONE NUMBER</u>	<u>NAME OF GRANT PROGRAM</u>
718-722-2300	NEIGHBORHOOD RENEWAL

FORM AND CONTENT OF APPLICATIONS

ALL REQUESTS TO BROOKLYN COMMUNITY FOUNDATION, WHETHER FOR NEW OR RENEWAL FUNDING, BEGIN WITH A LETTER OF INQUIRY (LOI). AT THIS STAGE, WE ASK THAT YOU PROVIDE US WITH BASIC INFORMATION ABOUT YOUR ORGANIZATION IN ADDITION TO DETAILS ABOUT DEMOGRAPHICS SERVED, YOUR GROUP'S PRESENCE IN BROOKLYN COMMUNITIES AND WHAT MEASURABLE RESULTS YOU ANTICIPATE SHOULD YOU RECEIVE FUNDING. YOU WILL ALSO BE ASKED TO APPLY TO THE FIELD OF INTEREST FUND THAT BEST FITS WITH THE OBJECTIVES OF YOUR GROUP'S PROPOSAL. IF YOUR ORGANIZATION'S LETTER OF INQUIRY IS ACCEPTED, YOU WILL BE ASKED TO SUBMIT A COMPLETE PROPOSAL. THE PROPOSAL BEST DESCRIBES IN DETAIL YOUR ACTIVITIES, PROGRAM OR PROJECT. TYPICALLY, SITE VISITS AND/OR IN-PERSON MEETINGS ARE INTEGRAL TO THE FOUNDATION'S REVIEW PROCESS AND OUR STAFF WILL BE IN TOUCH TO ARRANGE THESE MEETINGS.

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PROGRAMS, PROJECTS AND ORGANIZATIONS MUST SERVE PEOPLE IN BROOKLYN N.Y.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 18

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
500 HANCOCK BLOCK ASSOCIATION 512 HANCOCK STREET BROOKLYN, NY 11233	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	300.
651 ARTS 651 FULTON STREET BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
651 ARTS 651 FULTON STREET BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	1,000.
651 ARTS 651 FULTON STREET BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS DANCE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
ALIYA YOUTH CENTER 525-527 EAST NEW YORK AVENUE BROOKLYN, NY 11225	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	300.
ALLIANCE OF RESIDENT THEATRES NEW YORK 520 EIGHTH AVENUE, SUITE 319 NEW YORK, NY 10018-3011	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	7,500.
ALZHEIMER'S ASSOCIATION 360 LEXINGTON AVENUE, 4TH FLOOR NEW YORK, NY 10017	NONE EMGP - CQL HEALTH CARE/RESEARCH GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	2,273.
AMERICAN OPERA PROJECTS 138 SOUTH OXFORD STREET BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.

ANNUAL GOWANUS ARTISTS STUDIO TOUR 172 FIFTH AVENUE, #54 BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
ANTILLEAN/ARUBAN CULTURAL AFFAIRS ASSOCIATION, INC. P.O. BOX 20055 BROOKLYN, NY 11240-0500	NONE EDUCATION, CULTURE, ARTS COMMUNITY DEVELOPMENT SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	250.
ARAB-AMERICAN FAMILY SUPPORT CENTER, INC. 150 COURT STREET, 3RD FLOOR BROOKLYN, NY 11201-6244	NONE NEIGHBORHOOD RENEWAL CIVIC AND COMMUNITY GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
ARAB-AMERICAN FAMILY SUPPORT CENTER, INC. 150 COURT STREET, 3RD FLOOR BROOKLYN, NY 11201-6244	NONE COMMUNITY QUALITY OF LIFE COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
ARTICHOKE DANCE CO. 121 STERLING PLACE, #2B BROOKLYN, NY 11217	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
ARTMAKERS, INC. 372 DEKALB AVENUE, #4A BROOKLYN, NY 11205	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
ASIAN COMMUNITY UNITED SOCIETY INC. 859 53RD STREET BROOKLYN, NY 11220	NONE EDUCATION, CULTURE, ARTS COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	300.
ATLANTIC AVENUE BETTERMENT ASSOCIATION 321 ATLANTIC AVENUE BROOKLYN, NY 11201	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	1,000.
BANANA BOAT PRODUCTIONS INC., C/O NEW PERSPECTIVES THEATRE CO. 456 WEST 37TH STREET NEW YORK, NY 10018	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	300.

BAROQUE ACROSS THE RIVER 87 COLUMBIA HTS. #53 BROOKLYN, NY 11201	NONE UNDER \$500 - ECA ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	250.
BEDFORD STUYVESANT COMMUNITY TRUST FUND, C/O HARRIET TUBMAN DAY COMMITTEE - 342 MACON STREET BROOKLYN, NY 11233	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
BEDFORD STUYVESANT RESTORATION CORPORATION 1368 FULTON STREET BROOKLYN, NY 11216	NONE EMGP - NR COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	200.
BEDFORD STUYVESANT RESTORATION CORPORATION 1368 FULTON STREET BROOKLYN, NY 11216	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
BEHIND THE BOOK, INC. 145 WEST 96TH STREET, SUITE 1E NEW YORK, NY 10025	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
BEST OF BROOKLYN 209 JORALEMON STREET, SUITE 330 BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
BLACK AGENCY EXECUTIVES C/O NEW YORK CITY MISSION SOCIETY 105 EAST 22ND STREET, 6TH FLOOR NEW YORK, NY 10010	NONE EDUCATION, CULTURE, ARTS COMMUNITY DEVELOPMENT SPONSORSHIP	NOT A PRIVATE FOUNDATION	500.
BLACK GIRLS ROCK INC 48 LEXINGTON AVE, SUITE 2 BROOKLYN, NY 11238	NONE EDUCATION, CULTURE, ARTS AFTER SCHOOL PROGRAM PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
BOWERY RESIDENTS' COMMITTEE, INC. 324 LAFAYETTE STREET, 8TH FLOOR NEW YORK, NY 10012	NONE EMGP - NR WORKFORCE DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	250.
BOYS & GIRLS HIGH SCHOOL 1700 FULTON STREET BROOKLYN, NY 11213	NONE EDUCATION, CULTURE, ARTS EDUCATION SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	500.

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BOYS HOPE GIRLS HOPE OF NEW YORK, INC. P.O. BOX 80477 STATEN ISLAND, NY 10308-0003	NONE EDUCATION, CULTURE, ARTS EDUCATION/HIGH SCHOOL PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	20,000.
BRAVE NEW WORLD THEATRE INC. 303 WESTMINSTER ROAD BROOKLYN, NY 11218	NONE EDUCATION, CULTURE, ARTS THEATER PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	3,000.
BRIC ARTS/MEDIA/BKLYN 647 FULTON STREET, 2ND FLOOR BROOKLYN, NY 11217-1121	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	7,500.
BRIDGE STREET DEVELOPMENT CORPORATION 460 NOSTRAND AVENUE BROOKLYN, NY 11216	NONE NEIGHBORHOOD RENEWAL HOUSING PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
BRIGHTON BALLET THEATER 2001 ORIENTAL BOULEVARD, BUILDING T-7, ROOM 7211 BROOKLYN, NY 11235	NONE EDUCATION, CULTURE, ARTS DANCE SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	5,000.
BRIGHTON NEIGHBORHOOD ASSOCIATION 1121 BRIGHTON BEACH AVE. BROOKLYN, NY 11235	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
BROADWAY TRIANGLE COMMUNITY COALITION P.O. BOX 110267 BROOKLYN, NY 11211	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
BROOKLYN ACADEMY OF MUSIC 30 LAFAYETTE AVENUE BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE ENDOWMENT	NOT A PRIVATE FOUNDATION	25,000.
BROOKLYN ACADEMY OF MUSIC 30 LAFAYETTE AVENUE BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	250.
BROOKLYN AIDS TASK FORCE, INC. 260 BROADWAY, 4TH FLOOR BROOKLYN, NY 11211	NONE NEIGHBORHOOD RENEWAL HEALTH CARE/RESEARCH PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	20,000.

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BROOKLYN AIDS TASK FORCE, INC. 260 BROADWAY, 4TH FLOOR BROOKLYN, NY 11211	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
BROOKLYN ARTS COUNCIL, INC. 55 WASHINGTON STREET, SUITE 218 BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
BROOKLYN AUTISM CENTER FOUNDATION 45 WASHINGTON STREET, SUITE 126 BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	7,500.
BROOKLYN BALLET 145 HICKS STREET, A-54 BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS DANCE SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	5,000.
BROOKLYN BOTANIC GARDEN 1000 WASHINGTON AVENUE BROOKLYN, NY 11225	NONE NEIGHBORHOOD RENEWAL OPEN SPACE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	34,000.
BROOKLYN BUREAU OF COMMUNITY SERVICE 285 SCHERMERHORN STREET BROOKLYN, NY 11217	NONE NEIGHBORHOOD RENEWAL SOCIAL SERVICE TECHNICAL ASSISTANCE	NOT A PRIVATE FOUNDATION	25,000.
BROOKLYN BUREAU OF COMMUNITY SERVICE 285 SCHERMERHORN STREET BROOKLYN, NY 11217	NONE EMGP - NR SOCIAL SERVICE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	1,000.
BROOKLYN CENTER FOR THE PERFORMING ARTS P.O. BOX 100163 BROOKLYN, NY 11210-0163	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE CHALLENGE GRANT	NOT A PRIVATE FOUNDATION	10,000.
BROOKLYN CENTER FOR THE PERFORMING ARTS P.O. BOX 100163 BROOKLYN, NY 11210-0163	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
BROOKLYN CHILDREN'S MUSEUM 145 BROOKLYN AVENUE BROOKLYN, NY 11213	NONE EDUCATION, CULTURE, ARTS MUSEUM GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.

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BROOKLYN CHILDREN'S MUSEUM 145 BROOKLYN AVENUE BROOKLYN, NY 11213	NONE EDUCATION, CULTURE, ARTS MUSEUM PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	100,000.
BROOKLYN CHILDREN'S MUSEUM 145 BROOKLYN AVENUE BROOKLYN, NY 11213	NONE EDUCATION, CULTURE, ARTS MUSEUM PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	100,000.
BROOKLYN CHILDREN'S MUSEUM 145 BROOKLYN AVENUE BROOKLYN, NY 11213	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
BROOKLYN COLLEGE INSTITUTE FOR RETIRES IN PURSUIT OF EDUCATION 2900 BEDFORD AVENUE, ROOM 3160 BOYLAN HALL BROOKLYN, NY	NONE COMMUNITY QUALITY OF LIFE COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
BROOKLYN COLLEGE OF THE CITY UNIVERSITY OF NEW YORK 2900 BEDFORD AVENUE BROOKLYN, NY 11210-2889	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	75,000.
BROOKLYN COLLEGE OF THE CITY UNIVERSITY OF NEW YORK 2900 BEDFORD AVENUE BROOKLYN, NY 11210-2889	NONE EDUCATION, CULTURE, ARTS EDUCATION/HIGH SCHOOL PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
BROOKLYN COOPERATIVE FEDERAL CREDIT UNION 1474 MYRTLE AVENUE BROOKLYN, NY 11237	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	35,000.
BROOKLYN FOOD COALITION 782 UNION ST. BROOKLYN, NY 11215	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
BROOKLYN FRIENDS SCHOOL 375 PEARL STREET BROOKLYN, NY 11201	NONE EDUCATION, CULTURE,, ARTS EDUCATION/K-6 PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
BROOKLYN HISTORICAL SOCIETY 128 PIERREPONT STREET BROOKLYN, NY 11201	NONE EMGP - ECA HISTORIC PRESERVATION GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	250.

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BROOKLYN HISTORICAL SOCIETY 128 PIERREPONT STREET BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS NEIGHBORHOOD HISTORY PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	750.
BROOKLYN HISTORICAL SOCIETY 128 PIERREPONT STREET BROOKLYN, NY 11201	NONE EMGP - ECA ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	1,000.
BROOKLYN HISTORICAL SOCIETY 128 PIERREPONT STREET BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	12,500.
BROOKLYN KINDERGARTEN SOCIETY 57 WILLOUGHBY STREET, 4TH FLOOR BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS EARLY CHILDHOOD EDUCATION/DEVELOPMENT PROJECT SUPPO	NOT A PRIVATE FOUNDATION	15,000.
BROOKLYN LEGAL SERVICES CORPORATION A 256-260 BROADWAY BROOKLYN, NY 11211	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
BROOKLYN MAKES/ASSEMBLE 233 NORMAN AVENUE, #201 BROOKLYN, NY 11222	NONE EDUCATION, CULTURE, ARTS COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
BROOKLYN MIRACLE TEMPLE 333 ROGERS AVENUE BROOKLYN, NY 11225	NONE UNDER \$500 - NR COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	250.
BROOKLYN MUSEUM 200 EASTERN PARKWAY BROOKLYN, NY 11238-6052	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE ENDOWMENT	NOT A PRIVATE FOUNDATION	100,000.
BROOKLYN MUSEUM 200 EASTERN PARKWAY BROOKLYN, NY 11238-6052	NONE EMGP - ECA MUSEUM GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	250.

BROOKLYN MUSEUM 200 EASTERN PARKWAY BROOKLYN, NY 11238-6052	NONE EMGP - ECA MUSEUM GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	100.
BROOKLYN MUSEUM 200 EASTERN PARKWAY BROOKLYN, NY 11238-6052	NONE EDUCATION, CULTURE, ARTS MUSEUM GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
BROOKLYN MUSIC SCHOOL 126 SAINT FELIX STREET BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
BROOKLYN NAVY YARD DEVELOPMENT CORPORATION 63 FLUSHING AVENUE BROOKLYN, NY 11205	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
BROOKLYN PUBLIC LIBRARY GRAND ARMY PLAZA BROOKLYN, NY 11238-5619	NONE EMGP - ECA EDUCATION GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	250.
BROOKLYN RESCUE MISSION INC. 255 BAINBRIDGE STREET BROOKLYN, NY 11233	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
BROOKLYN SYMPHONY ORCHESTRA PO BOX 020-334 BROOKLYN, NY 11202-0334	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
BROOKLYN WATERFRONT ARTISTS COALITION 76 DEGRAW STREET BROOKLYN, NY 11221	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
BROOKLYN WORKFORCE INNOVATIONS 621 DEGRAW STREET BROOKLYN, NY 11217	NONE NEIGHBORHOOD RENEWAL WORKFORCE DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
BROOKLYN YOUTH CHORUS 179 PACIFIC STREET BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	15,000.

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BUSHWICK HOUSING INDEPENDENCE PROJECT 144 BLEEKER STREET BROOKLYN, NY 11221	NONE NEIGHBORHOOD RENEWAL HOUSING GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	20,000.
CALLEN LORDE COMMUNITY HEALTH CENTER 356 W. 18TH STREET NEW YORK, NY 10011	NONE EMGP - CQL HEALTH CARE/RESEARCH GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	75.
CAMBA 1720 CHURCH AVENUE BROOKLYN, NY 11226	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
CATHERINE MCAULEY HIGH SCHOOL 710 EAST 37TH STREET BROOKLYN, NY 11203-5600	NONE UNDER \$500 - ECA EDUCATION/HIGH SCHOOL SPONSORSHIP	NOT A PRIVATE FOUNDATION	300.
CENTER FOR ALTERNATIVE SENTENCING AND EMPLOYMENT SERVICES - 346 BROADWAY, 3RD FLOOR NEW YORK, NY 10013	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	20,000.
CHILDREN OF THE CITY 740 40TH STREET BROOKLYN, NY 11232	NONE NEIGHBORHOOD RENEWAL EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	7,500.
CITY HARVEST, INC. 575 EIGHTH AVENUE, 4TH FLOOR NEW YORK, NY 10018	NONE EMGP - CQL SOCIAL SERVICE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	75.
CITY HARVEST, INC. 575 EIGHTH AVENUE, 4TH FLOOR NEW YORK, NY 10018	NONE NEIGHBORHOOD RENEWAL SOCIAL SERVICE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
COBBLE HILL PLAYGROUP, INC. 93 RAPELEYE STREET BROOKLYN, NY 11231	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
COMMITTEE TO IMPROVE CARROLL PARK 257 CARROLL STREET BROOKLYN, NY 11231	NONE EDUCATION, CULTURE, ARTS COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	300.

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COMMON GROUND 14 EAST 28TH STREET NEW YORK, NY 10016	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	40,000.
COMMON GROUND 14 EAST 28TH STREET NEW YORK, NY 10016	NONE COMMUNITY QUALITY OF LIFE YOUTH/RECREATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
CONEY ISLAND DEVELOPMENT CORPORATION 110 WILLIAM STREET 4TH FLOOR NEW YORK, NY 10038	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
CONJUNTO NUEVO MILENIO P.O. BOX 160067 BROOKLYN, NY 11216	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
COOKE CENTER FOR LEARNING & DEVELOPMENT 475 RIVERSIDE DRIVE, SUITE 730 NEW YORK, NY 10115-0797	NONE EDUCATION, CULTURE, ARTS EARLY CHILDHOOD EDUCATION/DEVELOPMENT PROJECT SUPPO	NOT A PRIVATE FOUNDATION	7,500.
COOL CULTURE 80 HANSON PLACE, SUITE 604 BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
COURT APPOINTED SPECIAL ADVOCATES, INC. 50 BROADWAY, 31ST FLOOR NEW YORK, NY 10004-1694	NONE NEIGHBORHOOD RENEWAL SOCIAL SERVICE/CHILDREN GENERAL OPERATING	NOT A PRIVATE FOUNDATION	10,000.
COVENANT BALLET THEATRE OF BROOKLYN, INC. 2085 CONEY ISLAND AVENUE BROOKLYN, NY 11223	NONE EDUCATION, CULTURE, ARTS DANCE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	250.
CROSSFIRE STEEL ORCHESTRA, INC. 946 BLAKE AVENUE BROOKLYN, NY 11207	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	300.

CROWN HEIGHTS COMMUNITY SUPPORTED AGRICULTURE 486 BROOKLYN AVE. APT. 15D BROOKLYN, NY 11225	NONE COMMUNITY QUALITY OF LIFE COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
CYPRESS HILLS LOCAL DEVELOPMENT CORPORATION 625 JAMAICA AVENUE BROOKLYN, NY 11208	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
DANCEWAVE, INC. 45 FOURTH AVENUE BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS DANCE SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	7,500.
DANCEWAVE, INC. 45 FOURTH AVENUE BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS DANCE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	3,500.
DEAN STREET FAMILY RESIDENCE 2155 DEAN STREET BROOKLYN, NY 11233	NONE EDUCATION, CULTURE, ARTS EDUCATION/HIGHER PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
DESIGN TRUST FOR PUBLIC SPACE 338 WEST 39TH STREET, 10TH FLOOR NEW YORK, NY 10018	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
DIOCESE OF METUCHEN P.O.BOX 191 METUCHEN, NJ 08840	NONE EMGP - CQL EDUCATION GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	500.
DIVAS FOR SOCIAL JUSTICE 305 MACON ST. APT.2 BROOKLYN, NY 11216	NONE COMMUNITY QUALITY OF LIFE CIVIC AND COMMUNITY PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
DORCHESTER SENIOR CITIZENS CENTER 1419 DORCHESTER ROAD BROOKLYN, NY 11226	NONE EDUCATION, CULTURE, ARTS CIVIC AND COMMUNITY PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.

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DWA FANM P.O. BOX 23505 BROOKLYN, NY 11202	NONE COMMUNITY QUALITY OF LIFE COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
EAST END COMMUNITY GARDEN C/O 522 WARWICK STREET, BOX 5 BROOKLYN, NY 11207	NONE NEIGHBORHOOD RENEWAL OPEN SPACE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	500.
EAST NEW YORK UNITED CONCERNED CITIZENS, INC. 669 VAN SICLEN AVENUE SUITE 101 BROOKLYN, NY 11207	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
EAST NEW YORK UNITED CONCERNED CITIZENS, INC. 669 VAN SICLEN AVENUE SUITE 101 BROOKLYN, NY 11207	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
FACULTY STUDENT ASSOCIATION OF STATE UNIV MEDICAL CTR 450 CLARKSON AVENUE, BOX 93 BROOKLYN, NY 11203-2098	NONE COMMUNITY QUALITY OF LIFE HEALTH CARE/EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
FAMILIES FIRST, INC. 250 BALTIC STREET BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
FEET OF RHYTHM 131 EAST 86TH STREET BROOKLYN, NY 11236	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
FIFTH AVENUE COMMITTEE 621 DEGRAW STREET BROOKLYN, NY 11217	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	125,000.
FIFTH AVENUE COMMITTEE 621 DEGRAW STREET BROOKLYN, NY 11217	NONE EMGP - NR HOUSING GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	125.
FIGHTING OBSTACLES KNOWING ULTIMATE SUCCESS INC 561 TROY AVE BROOKLYN, NY 11203	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.

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FINER LIFE GOLF FOUNDATION, INC. P.O. BOX 344 - OLD CHELSEA STATION NEW YORK, NY 10113	NONE EDUCATION, CULTURE, ARTS AFTER SCHOOL PROGRAM PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	400.
FIVE MYLES, INC. 133 WOOSTER STREET NEW YORK, NY 10012	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
FLATBUSH DEVELOPMENT CORPORATION 1616 NEWKIRK AVENUE BROOKLYN, NY 11226	NONE NEIGHBORHOOD RENEWAL SOCIAL SERVICE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
FLATBUSH DEVELOPMENT CORPORATION 1616 NEWKIRK AVENUE BROOKLYN, NY 11226	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
FOOD BANK FOR NEW YORK CITY 39 BROADWAY, 10TH FLOOR NEW YORK, NY 10006	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
FRANKLIN FURNACE ARCHIVE INC., 80 ARTS - THE JAMES E. DAVIS ARTS BUILDING - 80 HANSON PLACE #301 BROOKLYN, NY 11217-1506	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
FRIENDS OF DOUGLASS GREENE PARK 448 ATLANTIC AVENUE BROOKLYN, NY 11217	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	250.
FRIENDS OF FIREFIGHTERS 1591/2 COLUMBIS ST. BROOKLYN, NY 11231	NONE COMMUNITY QUALITY OF LIFE EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
FRIENDS OF LEADERSHIP PREP 600 LAFAYETTE AVENUE, 3RD FLOOR BROOKLYN, NY 11216	NONE EMGP - ECA EDUCATION GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	225.
FRIENDS OF TERRA COTTA C/O TUNICK, 771 WEST END AVENUE 10E NEW YORK, NY 10025	NONE NEIGHBORHOOD RENEWAL HISTORIC PRESERVATION GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	500.

G.R.A.C.E. INTERNATIONAL, INC./BED STUY CAMPAIGN AGAINST HUNGER - 15A HULL STREET BROOKLYN, NY 11233	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25.
G.R.A.C.E. INTERNATIONAL, INC./BED STUY CAMPAIGN AGAINST HUNGER - 15A HULL STREET BROOKLYN, NY 11233	NONE NEIGHBORHOOD RENEWAL SOCIAL SERVICE CHALLENGE GRANT	NOT A PRIVATE FOUNDATION	5,000.
GENERATION SCHOOLS 150 COURT STREET, 2ND FLOOR BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
GEORGIA AVENUE COMMUNITY GARDEN, C/O GREEN GUERRILLAS 214 WEST 29TH STREET, 5TH FLOOR NEW YORK, NY 10001	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
GIRLS FOR GENDER EQUITY (GGE) 1360 FULTON STREET, SUITE 314 BROOKLYN, NY 11216	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
GIRLS WRITE NOW 520 EIGHTH AVENUE, SUITE 2020 NEW YORK, NY 10018	NONE EDUCATION, CULTURE, ARTS YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
GLOBAL KIDS 137 EAST 25TH STREET 2ND FLOOR NEW YORK, NY 10010	NONE EDUCATION, CULTURE, ARTS EDUCATION/HIGH SCHOOL PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	20,000.
GLOBALHOOD 49 LUDLOW ST. #7C NEW YORK, NY 10002	NONE EDUCATION, CULTURE, ARTS YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
GOOD SHEPHERD SERVICES 305 SEVENTH AVENUE, 9TH FLOOR NEW YORK, NY 10001	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
GOOD SHEPHERDS COMMUNITY GARDEN 563 SHEPHERD AVENUE BROOKLYN, NY 11208	NONE NEIGHBORHOOD RENEWAL OPEN SPACE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	500.

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GRANTMAKERS IN THE ARTS 604 WEST GALER STREET SEATTLE, WA 98119	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE SPONSORSHIP	NOT A PRIVATE FOUNDATION	15,000.
GREEN GUERILLAS 307 7TH AVENUE, RM 1601 NEW YORK, NY 10001	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	12,000.
GREEN-WOOD HISTORIC FUND 500-25TH STREET BROOKLYN, NY 11232	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	2,000.
GROUNDSWELL COMMUNITY MURAL PROJECT 339 DOUGLASS STREET BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS YOUTH DEVELOPMENT CHALLENGE GRANT	NOT A PRIVATE FOUNDATION	15,000.
HABITAT FOR HUMANITY NEW YORK CITY 111 JOHN STREET NEW YORK, NY 10038	NONE NEIGHBORHOOD RENEWAL HOUSING CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	320,000.
HANSON PLACE CHILD DEVELOPMENT CENTER 55 HANSON PLACE BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS EARLY CHILDHOOD EDUCATION/DEVELOPMENT CHALLENGE GRA	NOT A PRIVATE FOUNDATION	5,000.
HATTIE CARTHAN COMMUNITY GARDEN 640A GREENE AVENUE, GROUND FLOOR BROOKLYN, NY 11221	NONE EDUCATION, CULTURE, ARTS ENVIRONMENTAL/EDUCATIO PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
HEART OF BROOKLYN 789 WASHINGTON AVENUE BROOKLYN, NY 11238	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
HOPE PROGRAM ONE SMITH STREET BROOKLYN, NY 11201	NONE NEIGHBORHOOD RENEWAL WORKFORCE DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	125.

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HOUSING + SOLUTIONS 3 WEST 29TH, SUITE 805 NEW YORK, NY 10001	NONE NEIGHBORHOOD RENEWAL HOUSING GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
IMENTOR 40 EXCHANGE PLACE, SUITE 202 NEW YORK, NY 10005	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	20,000.
INTERNATIONAL AFRICAN ARTS FESTIVAL P.O. BOX 47-1730 BROOKLYN, NY 11247	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
INTO THE OUTSIDE 315 FLATBUSH AVENUE, SUITE 506 BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
IRONDALE ENSEMBLE PROJECT 85 SOUTH OXFORD STREET BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE CHALLENGE GRANT	NOT A PRIVATE FOUNDATION	10,000.
JUNIOR LEAGUE OF BROOKLYN 55 PIERREPONT STREET BROOKLYN, NY 11201	NONE EMGP - CQL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	75.
JUST FOOD 1155 AVENUE OF THE AMERICAS, SUITE 311 NEW YORK, NY 10036	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	500.
JUST FOOD 1155 AVENUE OF THE AMERICAS, SUITE 311 NEW YORK, NY 10036	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
JUST FOOD 1155 AVENUE OF THE AMERICAS, SUITE 311 NEW YORK, NY 10036	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
KENTLER INTERNATIONAL DRAWING SPACE 353 VAN BRUNT STREET BROOKLYN, NY 11231	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.

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KINGSBOROUGH COMMUNITY COLLEGE 2001 ORIENTAL AVENUE BROOKLYN, NY 11235	NONE EDUCATION, CULTURE, ARTS EDUCATION/HIGHER PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
LA CASA DE DON PEDRO, INC. 75 PARK AVENUE NEWARK, NJ 07104	NONE EMGP - NR HOUSING GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	1,000.
LA CASA DE DON PEDRO, INC. 75 PARK AVENUE NEWARK, NJ 07104	NONE NEIGHBORHOOD RENEWAL HOUSING PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	35,000.
LIVING LEGACY DANCE COMPANY 283 ADAMS STREET BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS DANCE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
MADISON SQUARE BOYS & GIRLS CLUB 350 FIFTH AVENUE - SUITE 912 NEW YORK, NY 10018	NONE EDUCATION, CULTURE, ARTS AFTER SCHOOL PROGRAM PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
MADISON STREET #3 BLOCK ASSOCIATION 153 MADISON STREET BROOKLYN, NY 11216	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
MAGNOLIA TREE EARTH CENTER 677 LAFAYETTE AVENUE BROOKLYN, NY 11216	NONE NEIGHBORHOOD RENEWAL ENVIRONMENTAL/EDUCATIO SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	500.
MAKING OPPORTUNITIES FOR UPGRADING SCHOOLS & EDUCATION 295 LAFAYETTE STREET, SUITE 501 NEW YORK, NY 10012	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
MARK MORRIS DANCE GROUP 3 LAFAYETTE AVENUE BROOKLYN, NY 11217-1415	NONE EDUCATION, CULTURE, ARTS DANCE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
MARQUIS STUDIOS 45 MAIN STREET, SUITE 612 BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	7,500.

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MARTHA BOWERS DANCE THEATRE ETCETERA 480 VAN BRUNT STREET, SUITE 203 BROOKLYN, NY 11231	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	7,500.
MEDGAR EVERS COLLEGE 1650 BEDFORD AVENUE BROOKLYN, NY 11225	NONE EDUCATION, CULTURE, ARTS EDUCATION/HIGHER CHALLENGE GRANT	NOT A PRIVATE FOUNDATION	25,000.
METROPOLITAN WATERFRONT ALLIANCE 457 MADISON AVENUE NEW YORK, NY 10022	NONE NEIGHBORHOOD RENEWAL OPEN SPACE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	2,500.
MIDWOOD DEVELOPMENT CORPORATION 1416 AVENUE M, 6TH FLOOR BROOKLYN, NY 11230	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
MOUNT CARMEL WORSHIP OUTREACH CENTER 788 EAST 46TH STREET BROOKLYN, NY 11203	NONE EDUCATION, CULTURE, ARTS COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
MOUNT CARMEL WORSHIP OUTREACH CENTER 788 EAST 46TH STREET BROOKLYN, NY 11203	NONE COMMUNITY QUALITY OF LIFE COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
MY OWN BOOK PROGRAM 535 EAST 86TH STREET - #10D NEW YORK, NY 10028	NONE EDUCATION, CULTURE, ARTS EDUCATION/K-6 PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
NAACP BROOKLYN 26 COURT STREET, SUITE 2205 BROOKLYN, NY 11242	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
NATIONAL DANCE INSTITUTE 594 BROADWAY, ROOM 805 NEW YORK, NY 10012	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
NEIGHBORHOOD IMPROVEMENT ASSOCIATION 6614 11 AVENUE BROOKLYN, NY 11219	NONE EDUCATION, CULTURE, ARTS AFTER SCHOOL PROGRAM PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.

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NEW JERSEY CITIZEN ACTION EDUCATION FUND 744 BROAD STREET, SUITE 2080 NEWARK, NJ 07102	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	175,000.
NEW YORK ASIAN WOMEN'S CENTER 39 BOWERY, PMB 375 NEW YORK, NY 10002	NONE NEIGHBORHOOD RENEWAL SOCIAL SERVICE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
NEW YORK CITY COALITION AGAINST HUNGER 16 BEAVER STREET, 3RD FLOOR NEW YORK, NY 10004	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
NEW YORK CITY INDUSTRIES FOR THE BLIND, INC. 3611 14 AVENUE BROOKLYN, NY 11218	NONE NEIGHBORHOOD RENEWAL WORKFORCE DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
NEW YORK CITY YOUTH FUNDERS NETWORK 1440 BROADWAY, 16TH FLOOR NEW YORK, NY 10018	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	1,500.
NEW YORK CREATES 303 W. 103RD STREET NEW YORK, NY 10025	NONE EDUCATION, CULTURE, ARTS COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
NEW YORK REGIONAL ASSOCIATION OF GRANTMAKERS 79 5TH AVENUE, 4TH FLOOR NEW YORK, NY 10003-3076	NONE EDUCATION, CULTURE, ARTS CIVIC AND COMMUNITY PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
NEW YORK WOMEN'S FOUNDATION 434 WEST 33RD STREET, 8TH FLOOR NEW YORK, NY 10010	NONE EMGP - CQL CIVIC AND COMMUNITY GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	350.
NEWKIRK AREA NEIGHBORHOOD ASSOCIATION 1818 NEWKIRK AVENUE, APT. 3J BROOKLYN, NY 11226	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
NICU'S SPOON PO BOX 2058 NEW YORK, NY 10163	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	250.

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NURTUREART NON-PROFIT, INC. 910 GRAND STREET, 2ND FLOOR BROOKLYN, NY 11211	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
OJO DE AGUA ARTE Y PRODUCCION 331 HENRY ST. FL. 4 BROOKLYN, NY 11201	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	2,000.
OPENING ACT, INC. PO BOX 20178, GREELEY SQUARE STATION NEW YORK, NY 10001-0002	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
ORCHESTRA OF ST. LUKE'S 330 W. 42ND STREET, 9TH FLOOR NEW YORK, NY 10036	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
P.S. 15 THE PATRICK F. DALY SCHOOL 71 SULLIVAN STREET BROOKLYN, NY 11231	NONE EDUCATION, CULTURE, ARTS AFTER SCHOOL PROGRAM PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
P.S. 261 314 PACIFIC STREET BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE CHALLENGE GRANT	NOT A PRIVATE FOUNDATION	2,500.
PAN VISIONARY 2K PLUS, INC. 8513 COVENTRY ROAD BROOKLYN, NY 11236	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	300.
PARK SLOPE CIVIC COUNCIL 357 NINTH STREET BROOKLYN, NY 11215	NONE NEIGHBORHOOD RENEWAL HISTORIC PRESERVATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
PARK SLOPE CIVIC COUNCIL 357 NINTH STREET BROOKLYN, NY 11215	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	1,325.
PDM PERFORMING ARTS CORPORATION 219-26 138 ROAD LAURELTON, NY 11413	NONE EDUCATION, CULTURE, ARTS YOUTH/RECREATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.

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PEOPLE AND STORIES - GENTE Y CUENTOS 140 EAST HANOVER STREET TRENTON, NJ 08608	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	16,750.
PLANNED PARENTHOOD OF N.Y.C. 26 BLEECKER STREET NEW YORK, NY 10012	NONE EMGP - CQL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	150.
PLANNED PARENTHOOD OF N.Y.C. 26 BLEECKER STREET NEW YORK, NY 10012	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
PLG ARTS 163 OCEAN AVENUE, APT. 3L BROOKLYN, NY 11225	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
POETS HOUSE 10 RIVER TERRACE NEW YORK, NY 10282	NONE EMGP - ECA ARTS AND CULTURE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	500.
POETS HOUSE 10 RIVER TERRACE NEW YORK, NY 10282	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	50,000.
POETS HOUSE 10 RIVER TERRACE NEW YORK, NY 10282	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	750.
PRATT AREA COMMUNITY COUNCIL 201 DEKALB AVENUE BROOKLYN, NY 11205	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
PROJECT HOSPITALITY 100 PARK AVENUE STATEN ISLAND, NY 10302	NONE NEIGHBORHOOD RENEWAL HOUSING CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	15,000.
PROSPECT HEIGHTS NEIGHBORHOOD DEVELOPMENT COUNCIL AND THE VANDERBILT AVENUE - 161 UNDERHILL AVENUE BROOKLYN, NY 11238	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	300.

PROSPECT PARK ALLIANCE LITCHFIELD VILLA, 95 PROSPECT PARK WEST BROOKLYN, NY 11215	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	200,000.
PROSPECT PARK ALLIANCE LITCHFIELD VILLA, 95 PROSPECT PARK WEST BROOKLYN, NY 11215	NONE EMGP - NR COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	1,000.
PROSPECT PARK ALLIANCE LITCHFIELD VILLA, 95 PROSPECT PARK WEST BROOKLYN, NY 11215	NONE EDUCATION, CULTURE, ARTS OPEN SPACE GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
PS 154 MUSEUM ALLIANCE FOR SCIENCE AND TECHNOLOGY 1625 11TH AVENUE BROOKLYN, NY 11215	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
PUBLIC SCHOOL 107 PARENT TEACHER ASSOCIATION INC 1301 8TH AVENUE BROOKLYN, NY 11215	NONE EDUCATION, CULTURE, ARTS EDUCATION/K-6 PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
PUTNAM AVENUE @ F & B BLOCK ASSOCIATION 142 PUTNAM AVENUE BROOKLYN, NY 11216	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
RAINFOREST ALLIANCE 665 BROADWAY, FIFTH FLOOR NEW YORK, NY 10012-2331	NONE EDUCATION, CULTURE, ARTS ENVIRONMENTAL/EDUCATIO PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
REACHING OUT COMMUNITY SERVICES, INC. 7708 NEW UTRECHT AVENUE BROOKLYN, NY 11214	NONE NEIGHBORHOOD RENEWAL SOCIAL SERVICE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
REACHING OUT COMMUNITY SERVICES, INC. 7708 NEW UTRECHT AVENUE BROOKLYN, NY 11214	NONE NEIGHBORHOOD RENEWAL SOCIAL SERVICE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
RED HOOK EAST TENANT'S ASSOCIATION 167 BUSH STREET, APT. 1B BROOKLYN, NY 11231	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	250.

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RED HOOK INITIATIVE 201 RICHARDS STREET, SUITE 108 BROOKLYN, NY 11231	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	30,000.
RED HOOK WEST RESIDENTS ASSOCIATION 428 COLUMBIA STREET BROOKLYN, NY 11232	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	250.
REEL WORKS TEEN FILMMAKING 540 PRESIDENT STREET, #2F BROOKLYN, NY 11215	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	1,500.
REEL WORKS TEEN FILMMAKING 540 PRESIDENT STREET, #2F BROOKLYN, NY 11215	NONE EDUCATION, CULTURE, ARTS YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
REGINA OPERA COMPANY 1251 TABOR COURT BROOKLYN, NY 11219	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	7,500.
RUSH PHILANTHROPIC ARTS FOUNDATION 334 GRAND AVENUE BROOKLYN, NY 11238	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	7,500.
SADIE NASH LEADERSHIP PROJECT 157 MONTAGUE STREET, 4TH FL BROOKLYN, NY 11201	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
SAKHI FOR SOUTH ASIAN WOMEN P.O. BOX 20208, GREELEY SQUARE STATION NEW YORK, NY 10001	NONE NEIGHBORHOOD RENEWAL SOCIAL SERVICE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
SECONDARY SCHOOL FOR RESEARCH (SSR) 237 7TH AVENUE BROOKLYN, NY 11215	NONE EDUCATION, CULTURE, ARTS EDUCATION/HIGH SCHOOL PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
SETTLEMENT HOUSING FUND, INC. 247 WEST 37TH STREET, 4TH FLOOR NEW YORK, NY 10018	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.

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SHORE ROAD GARDEN COUNCIL, LTD. 9101 SHORE ROAD BROOKLYN, NY 11209	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	500.
SPONSORS FOR EDUCATIONAL OPPORTUNITY 55 EXCHANGE PLACE NEW YORK, NY 10005	NONE EDUCATION, CULTURE, ARTS EDUCATION/HIGH SCHOOL PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
ST. FRANCIS DE SALES SCHOOL FOR THE DEAF 260 EASTERN PARKWAY BROOKLYN, NY 11225	NONE EDUCATION, CULTURE, ARTS YOUTH/RECREATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
ST. JOHN CANTIUS COMMUNITY GARDEN C/O 438 VERMONT AVENUE BROOKLYN, NY 11207	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
ST. JOHN'S BREAD & LIFE 795 LEXINGTON AVENUE BROOKLYN, NY 11221	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	50,000.
ST. JOHN'S UNIVERSITY 8000 UTOPIA PARKWAY QUEENS, NY 11439	NONE COMMUNITY QUALITY OF LIFE COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
ST. JOSEPH'S COLLEGE 245 CLINTON AVENUE BROOKLYN, NY 11205-3688	NONE EMGP - ECA EDUCATION/HIGHER GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	1,000.
ST. MARK'S HISTORIC LANDMARK FUND 232 EAST 11TH STREET NEW YORK, NY 10003	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	300.
ST. VINCENT'S SERVICES 66 BOERUM PLACE BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS EDUCATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
STARTING ARTISTS INC 211 SMITH ST. BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	500.

BROOKLYN COMMUNITY FOUNDATION

11-3422729

THE ADAMS STREET FOUNDATION C/O THE URBAN ASSEMBLY SCHOOL FOR LAW & JUSTICE - 283 ADAMS STREET BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS AFTER SCHOOL PROGRAM PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
THE BONNIE YOUTH CLUB 1221 CHURCH AVENUE BROOKLYN, NY 11218	NONE EDUCATION, CULTURE, ARTS YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
THE BROOKLYN YOUNG MOTHERS' COLLECTIVE 339 DOUGLASS STREET, 2ND FL BROOKLYN, NY 11217	NONE EMGP - NR COMMUNITY DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	125.
THE CENTER FOR ANTI-VIOLENCE EDUCATION 327 7TH STREET, 2ND FLOOR BROOKLYN, NY 11215	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
THE CENTER FOR ARTISTIC DEVELOPMENT, INC. 2880 WEST 12TH STREET BROOKLYN, NY 11224	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE SCHOLARSHIPS	NOT A PRIVATE FOUNDATION	500.
THE ELIM CHURCH 20 MADISON STREET BROOKLYN, NY 11238	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
THE FOREST PARK TRUST, INC. OAK RIDGE, ONE FOREST PARK WOODHAVEN, NY 11421	NONE EDUCATION, CULTURE, ARTS YOUTH/RECREATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
THE GENERATION CHRIST YOUTH PROGRAM 1665 BROADWAY BROOKLYN, NY 11207	NONE COMMUNITY QUALITY OF LIFE YOUTH DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
THE GEORGE WALKER JR. COMMUNITY COALITION, INC. (PREVIOUSLY THE COMMUNITY C - 29 WYONA STREET BROOKLYN, NY 11207	NONE EDUCATION, CULTURE, ARTS COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
THE NATURE CONSERVANCY OF NEW YORK 322 EIGHTH AVENUE, 16TH FLOOR NEW YORK, NY 10001	NONE EDUCATION, CULTURE, ARTS ENVIRONMENTAL/EDUCATIO PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	15,000.

BROOKLYN COMMUNITY FOUNDATION

11-3422729

THE NOEL POINTER FOUNDATION 247 HERKIMER STREET, 1ST FLOOR BROOKLYN, NY 11216	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
THE OMNI ENSEMBLE 23 WELLINGTON COURT BROOKLYN, NY 11230	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	250.
THE S.L.E. FOUNDATION, INC. 330 SEVENTH AVENUE, SUITE 1701 NEW YORK, NY 10001	NONE NEIGHBORHOOD RENEWAL HEALTH CARE/SPECIALIZED PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	7,500.
THE WRIGHT CAUSE INCORPORATED P.O. BOX 290170 BROOKLYN, NY 11229	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
TITAN YOUTH DEVELOPMENT FOUNDATION, INC. 322 EAST 17TH STREET BROOKLYN, NY 11226	NONE COMMUNITY QUALITY OF LIFE YOUTH/RECREATION PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
TRANSPORTATION ALTERNATIVES, INC 127 WEST 26TH STREET, SUITE 1002 NEW YORK, NY 10001	NONE NEIGHBORHOOD RENEWAL COMMUNITY DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	500.
TREY WHITFIELD SCHOOL 17 HINSDALE STREET BROOKLYN, NY 11207	NONE EDUCATION, CULTURE, ARTS EDUCATION GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
TURNING POINT EDUCATIONAL CENTER 5013 7TH AVENUE BROOKLYN, NY 11220	NONE NEIGHBORHOOD RENEWAL CIVIC AND COMMUNITY PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	300.
UNION COUNTY COLLEGE FOUNDATION 1033 SPRINGFIELD AVENUE CRANFORD, NJ 07016-1598	NONE EMGP - ECA EDUCATION/HIGHER GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	1,000.
UNITED COMMUNITY CENTERS, INC. 613 NEW LOTS AVENUE BROOKLYN, NY 11207	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	35,000.

BROOKLYN COMMUNITY FOUNDATION

11-3422729

THE ADAMS STREET FOUNDATION, C/O THE URBAN ASSEMBLY SCHOOL FOR LAW & JUSTICE - 283 ADAMS STREET BROOKLYN, NY 11201	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	250.
URBAN ASSEMBLY SCHOOL FOR THE URBAN ENVIRONMENT 70 TOMPKINS AVE. BROOKLYN, NY 11206	NONE EDUCATION, CULTURE, ARTS ENVIRONMENTAL/EDUCATIO PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	2,500.
URBAN WORD NYC 242 WEST 27TH STREET, SUITE 3B NEW YORK, NY 10001	NONE EDUCATION, CULTURE, ARTS AFTER SCHOOL PROGRAM PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	15,000.
VOCATIONAL FOUNDATION, INC. 52 BROADWAY 6TH FLOOR NEW YORK, NY 10004	NONE NEIGHBORHOOD RENEWAL WORKFORCE DEVELOPMENT PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	25,000.
WATERFRONT MUSEUM, INC. 290 CONOVER STREET, GARDEN PIER 45 BROOKLYN, NY 11231	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	5,000.
WEEKSVILLE HERITAGE CENTER P.O. BOX 130120, ST. JOHN'S STATION BROOKLYN, NY 11213-0002	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	50,000.
WEEKSVILLE HERITAGE CENTER P.O. BOX 130120, ST. JOHN'S STATION BROOKLYN, NY 11213-0002	NONE EDUCATION, CULTURE, ARTS ARTS AND CULTURE CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	50,000.
WILLIE MAE ROCK CAMP FOR GIRLS 45 MAIN STREET, SUITE 614 BROOKLYN, NY 11201	NONE NEIGHBORHOOD RENEWAL YOUTH DEVELOPMENT GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	10,000.
WNYC RADIO 160 VARICK STREET NEW YORK, NY 10013	NONE EMGP - ECA CIVIC AND COMMUNITY PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	50.
WYCKOFF HOUSE & ASSOCIATION, INC. 5816 CLARENDON ROAD BROOKLYN, NY 11203	NONE EDUCATION, CULTURE, ARTS NEIGHBORHOOD HISTORY GENERAL OPERATING SUPPORT	NOT A PRIVATE FOUNDATION	10,000.

1. BROOKLYN COMMUNITY FOUNDATION

11-3422729

YMCA OF EASTERN UNION COUNTY
144 MADISON AVENUE ELIZABETH,
NJ 07201

NONE
NEIGHBORHOOD RENEWAL
COMMUNITY DEVELOPMENT
CHALLENGE GRANT

NOT A
PRIVATE
FOUNDATION
75,000.

YWCA OF BROOKLYN
30 THIRD AVENUE BROOKLYN, NY
11217

NONE
NEIGHBORHOOD RENEWAL
CIVIC AND COMMUNITY
GENERAL OPERATING
SUPPORT

NOT A
PRIVATE
FOUNDATION
25,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

3,330,498.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 19

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BROOKLYN ACADEMY OF MUSIC 30 LAFAYETTE AVENUE BROOKLYN, NY 11217	NONE EDUCATION, CULTURE, ARTS, ARTS AND CULTURE, ENDOWMENT	NOT A PRIVATE FOUNDATION	1,601,378.
BROOKLYN CHILDREN'S MUSEUM CORP. 145 BROOKLYN AVENUE BROOKLYN, NY 11213	NONE EDUCATION, CULTURE, ARTS MUSEUM, PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	194,340.
BROOKLYN COLLEGE OF THE CITY UNIVERSITY OF NEW YORK 2900 BEDFORD AVENUE BROOKLYN, NY 11210-2889	NONE NEIGHBORHOOD RENEWAL, COMMUNITY DEVELOPMENT, PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	122,170.
BROOKLYN COOPERATIVE FEDERAL CREDIT UNION 1474 MYRTLE AVENUE BROOKLYN, NY 11237	NONE NEIGHBORHOOD RENEWAL, COMMUNITY DEVELOPMENT, PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	63,302.
FIFTH AVENUE COMMITTEE 621 DEGRAW STREET BROOKLYN, NY 11217	NONE NEIGHBORHOOD RENEWAL, COMMUNITY DEVELOPMENT, PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	172,170.
LA CASA DE DON PEDRO, INC. 75 PARK AVENUE NEWARK, NJ 07104	NONE NEIGHBORHOOD RENEWAL, HOUSING, PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	30,000.
NEW JERSEY CITIZEN ACTION EDUCATION FUND 744 BROAD STREET, SUITE 2080 NEWARK, NJ 07102	NONE NEIGHBORHOOD RENEWAL, COMMUNITY DEVELOPMENT, PROJECT SUPPORT	NOT A PRIVATE FOUNDATION	175,000.
POETS HOUSE 10 RIVER TERRACE NEW YORK, NY 10282	NONE EDUCATION, CULTURE, ARTS, ARTS AND CULTURE, CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	73,585.

BROOKLYN COMMUNITY FOUNDATION

11-3422729

PROSPECT PARK ALLIANCE LITCHFIELD VILLA, 95 PROSPECT PARK WEST BROOKLYN, NY 11215	NONE EDUCATION, CULTURE, ARTS, ARTS AND CULTURE, CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	566,678.
SOCIETY FOR THE PRESERVATION OF WEEKSVILLE AND BEDFORD-STUYVESANT HISTORY - P.O. BOX 130120, ST. JOHN'S STATION BROOKLYN, NY 11213-0002	NONE EDUCATION, CULTURE, ARTS, ARTS AND CULTURE, CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	327,839.
ST. JOHN'S BREAD & LIFE 795 LEXINGTON AVENUE BROOKLYN, NY 11221	NONE NEIGHBORHOOD RENEWAL, COMMUNITY DEVELOPMENT, CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	97,170.
ST. PHILIP'S ACADEMY 342 CENTRAL AVENUE NEWARK, NJ 07103	NONE EDUCATION, CULTURE, ARTS, EDUCATION, CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	20,000.
YMCA OF EASTERN UNION COUNTY 144 MADISON AVENUE ELIZABETH, NJ 07201	NONE NEIGHBORHOOD RENEWAL, COMMUNITY DEVELOPMENT, CHALLENGE GRANT	NOT A PRIVATE FOUNDATION	75,000.
BROOKLYN BOTANIC GARDEN 1000 WASHINGTON AVE BROOKLYN , NY 11225	NONE EDUCATION, CULTURE, ARTS, EDUCATION, CAPITAL FUNDING	NOT A PRIVATE FOUNDATION	1,339,531.

TOTAL TO FORM 990-PF, PART XV, LINE 3B

4,858,163.

Application for Extension of Time To File an
Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Type or print	Name of Exempt Organization BROOKLYN COMMUNITY FOUNDATION	Employer identification number 11-3422729
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 45 MAIN STREET, SUITE #409	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BROOKLYN, NY 11201	

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

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

PHILIP LI

- The books are in the care of ▶ **45 MAIN STREET SUITE #409 - BROOKLYN, NY 11201**

Telephone No. ▶ **(718) 246-6885**

FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover.

- 1** I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year **2009** or
- ▶ ☐ tax year beginning _____, and ending _____.

- 2** If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☐ **Note**. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization Brooklyn Community Foundation	Employer identification number 11 3422729
	Number, street, and room or suite no. If a P.O. box, see instructions. 45 Main Street, Suite #409	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Brooklyn, NY 11201	

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

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

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

- The books are in the care of **Philip Li**
Telephone No. **(718) 246-6885** FAX No. **()**
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) **2009**. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

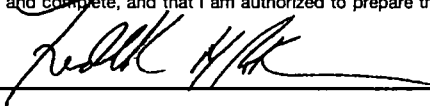
- 4 I request an additional 3-month extension of time until **November 15**, 20**10**.
- 5 For calendar year **2009**, or other tax year beginning **2009**, and ending **2010**.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension. **Certain information necessary to file a complete and accurate return is not yet available. It is anticipated that all data will be available prior to the extended due date.**

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

Signature and Verification

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

Signature ▶

Title ▶ **CPA**Date ▶ **8/02/2010**