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Return of Private Foundation

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

Name of foundation

THE LONG BAY CHARITABLE FOUNDATION
C/O WINDELS MARX LANE & MITTENDORF

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

156 WEST 56TH STREET

Room/suite

City or town, state, and ZIP code

NEW YORK, NY 10019

A Employer identification number

13-3047543

B Telephone number

(212) 237-1000

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization:

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

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 5,602,100. (Part I, column (d) must be on cash basis.)

J Accounting method:

☒ Cash☐ Accrual☐ Other (specify)**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

329,926.

N/A

2 Check ☐ if the foundation is not required to attach Sch B

3 Interest on savings and temporary cash investments

2.

2.

STATEMENT 1

4 Dividends and interest from securities

32,495.

32,495.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

-64,097.

b Gross sales price for all assets on line 6a

1,068,487.

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

20,161.

0.

STATEMENT 3

12 Total. Add lines 1 through 11

318,487.

32,497.

13 Compensation of officers, directors, trustees, etc.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

STMT 4

7,395.

0.

c Other professional fees

17 Interest

18 Taxes

STMT 5

775.

775.

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

STMT 6

34,431.

34,431.

24 Total operating and administrative expenses. Add lines 13 through 23

42,601.

35,206.

25 Contributions, gifts, grants paid

1,685,443.

1,685,443.

26 Total expenses and disbursements. Add lines 24 and 25

1,728,044.

35,206.

1,685,443.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

-1,409,557.

b Net investment income (if negative, enter -0-)

0.

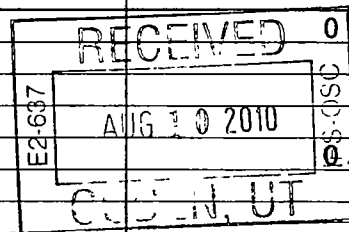
c Adjusted net income (if negative, enter -0-)

N/A

SCANNED AUG 12 2010

Revenue

Operating and Administrative Expenses



THE LONG BAY CHARITABLE FOUNDATION
C/O WINDELS MARX LANE & MITTENDORF

13-3047543

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	631,941.	291,610.	291,610.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	1,329,461.		
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	4,482,161.	4,742,396.	5,310,490.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	6,443,563.	5,034,006.	5,602,100.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	6,443,563.	5,034,006.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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	6,443,563.	5,034,006.		
31 Total liabilities and net assets/fund balances	6,443,563.	5,034,006.		

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	6,443,563.
2 Enter amount from Part I, line 27a	2	-1,409,557.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	5,034,006.
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	5,034,006.

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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 FORTIS INVESTMENTS	P	VARIOUS	VARIOUS
b TITAN PARTNERS - PASS THROUGH GAIN		VARIOUS	VARIOUS
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,068,487.		1,390,574.	-322,087.
b			257,990.
c			
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			-322,087.
b			257,990.
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-64,097.
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	3,337,793.	8,220,369.	.406039
2007	4,042,413.	10,057,538.	.401929
2006	3,343,377.	10,693,701.	.312649
2005	1,218,000.	7,262,677.	.167707
2004	1,468,222.	7,595,692.	.193297

2 Total of line 1, column (d)	2	1.481621
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	.296324
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,711,161.
5 Multiply line 4 by line 3	5	1,692,354.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	1,692,354.
8 Enter qualifying distributions from Part XII, line 4	8	1,685,443.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
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 312.		
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	312.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	312.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input type="checkbox"/> 312. Refunded <input type="checkbox"/>		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
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?		N/A
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) <u>DE</u>		
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 STMT 8	X	

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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 ► N/A

14 The books are in care of ► WINDELS MARX LANE & MITTENDORF Telephone no. ► (212) 237-1074
 Located at ► 156 WEST 56TH STREET, NEW YORK, NY ZIP+4 ► 10019

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? <u>N/A</u>	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <u>N/A</u>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years: <u>N/A</u>		
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.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <u>N/A</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 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.) <u>N/A</u>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

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

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

N/A

Organizations relying on a current notice regarding disaster assistance check here ☐

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

N/A ☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b ☐ Yes ☒ No

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

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

N/A

7b ☐ Yes ☐ No

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 9		0.	0.	0.

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

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

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

0

Form 990-PF (2009)

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	891,665.
b	Average of monthly cash balances	1b	400,875.
c	Fair market value of all other assets	1c	4,505,593.
d	Total (add lines 1a, b, and c)	1d	5,798,133.
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	5,798,133.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	86,972.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,711,161.
6	Minimum investment return. Enter 5% of line 5	6	285,558.

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	285,558.
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	285,558.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	285,558.
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	285,558.

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	1,685,443.
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	1,685,443.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,685,443.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				285,558.
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	1,102,593.			
b From 2005	874,932.			
c From 2006	2,838,938.			
d From 2007	3,570,170.			
e From 2008	2,927,395.			
f Total of lines 3a through e	11,314,028.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 1,685,443.				
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)	0.			
d Applied to 2009 distributable amount				285,558.
e Remaining amount distributed out of corpus	1,399,885.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	12,713,913.			
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	1,102,593.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	11,611,320.			
10 Analysis of line 9:				
a Excess from 2005	874,932.			
b Excess from 2006	2,838,938.			
c Excess from 2007	3,570,170.			
d Excess from 2008	2,927,395.			
e Excess from 2009	1,399,885.			

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 10

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

NONE

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

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

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

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

c Any submission deadlines:

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

07560728 099803 LONG7543PIT1 2009.04011 THE LONG BAY CHARITABLE FOU LONG7541

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

THE LONG BAY CHARITABLE FOUNDATION
C/O WINDELS MARX LANE & MITTENDORF

Employer identification number

13-3047543

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 foundationCheck 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

THE LONG BAY CHARITABLE FOUNDATION
C/O WINDELS MARK LANE & MITTENDORF

Employer identification number

13-3047543

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	LOUISE UKLEJA 6044 LIDO LANE LONG BEACH, CA 90803	\$ 300,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	DAVID LUCAS 13141 PONDEROSA WAY FORT MYERS, FL 33907	\$ 28,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

THE LONG BAY CHARITABLE FOUNDATION - FORTIS INVESTMENTS

January 1, 2009 - December 31, 2009

EIN 13-3047543

ACCOUNT NUMBER 7423981

SECURITY DESCRIPTION	UNITS	DATE ACQUIRED	DATE SOLD	COST	PROCEEDS	GAIN/ (LOSS)
Short Term						
Research in Motion	190 00	11/04/08	02/13/09	8,986 45	9,049 04	62 58
Research in Motion	90 00	11/05/08	02/13/09	4,545 53	4,286 39	(259 15)
Apple Inc	137 00	01/05/09	03/31/09	13,031 33	14,431 33	1,400 00
Apple Inc	90 00	10/22/08	03/31/09	8,780 83	9,480 44	699 61
Apple Inc	33 00	11/14/08	03/31/09	3,515 31	3,476 16	(39 15)
Apple Inc	40 00	11/14/08	03/31/09	4,257 71	4,213 53	(44 18)
Aracruz Celulose SA Spon ADR	590 00	10/22/08	03/31/09	11,142 27	3,884 47	(7,257 80)
Aracruz Celulose SA Spon ADR	270 00	10/24/08	03/31/09	4,126 98	1,777 64	(2,349 34)
Boeing Co	85 00	05/29/08	03/31/09	7,477 42	3,016 79	(4,460 63)
Celgene Corp	230 00	08/14/08	03/31/09	17,379 86	10,210 38	(7,169 48)
Cerner Corp	370 00	09/05/08	03/31/09	17,041 57	16,314 13	(727 44)
Cerner Corp	170 00	10/21/08	03/31/09	5,768 32	7,495 68	1,727 36
Cerner Corp	280 00	11/10/08	03/31/09	11,068 40	12,345 83	1,277 43
Chesapeake Energy Corp	320 00	09/24/08	03/31/09	13,192 86	5,463 84	(7,729 02)
Chesapeake Energy Corp	230 00	10/22/08	03/31/09	5,280 11	3,927 14	(1,352 98)
Chesapeake Energy Corp	250 00	10/24/08	03/31/09	5,693 60	4,268 63	(1,424 98)
Citigroup Inc	1,520 00	01/05/09	03/31/09	11,306 37	3,793 29	(7,513 08)
Citigroup Inc	590 00	10/03/08	03/31/09	12,045 62	1,472 39	(10,573 23)
Citigroup Inc	490 00	10/06/08	03/31/09	11,272 94	1,222 84	(10,050 10)
Gamestop Corp CLA	370 00	08/22/08	03/31/09	16,284 07	10,390 13	(5,893 94)
Gilead Sciences Inc	300 00	08/14/08	03/31/09	16,972 74	13,910 38	(3,062 36)
Gilead Sciences Inc	130 00	10/22/08	03/31/09	5,576 62	6,027 83	451 21
Gilead Sciences Inc	200 00	10/24/08	03/31/09	9,323 72	9,273 59	(50 13)
GOL Linhas Areas Intel ADR	2,230 00	01/05/09	03/31/09	10,342 74	6,272 73	(4,070 01)
GOL Linhas Areas Intel ADR	1,500 00	09/19/08	03/31/09	12,975 75	4,219 33	(8,756 42)
Goldman Sachs Group Inc	90 00	10/03/08	03/31/09	11,399 75	9,570 06	(1,829 69)
Goldman Sachs Group Inc	90 00	10/06/08	03/31/09	11,972 95	9,570 06	(2,402 89)
Goldman Sachs Group Inc	40 00	11/04/08	03/31/09	3,621 92	4,253 36	631 44
Goldman Sachs Group Inc	140 00	11/05/08	03/31/09	12,900 27	14,886 76	1,986 49
International Business Machines	130 00	08/14/08	03/31/09	16,671 53	12,643 85	(4,027 68)
International Business Machines	140 00	09/04/08	03/31/09	17,139 16	13,616 45	(3,522 71)
International Business Machines	50 00	10/22/08	03/31/09	4,555 25	4,863 02	307 77
International Business Machines	100 00	11/10/08	03/31/09	9,018 00	9,726 04	708 04
Itau Unibanco Banco Multiplo SA	750 00	09/24/08	03/31/09	13,123 20	8,231 73	(4,891 47)
Itau Unibanco Banco Multiplo SA	790 00	10/03/08	03/31/09	12,373 85	8,670 75	(3,703 10)
Itau Unibanco Banco Multiplo SA	740 00	10/16/08	03/31/09	9,757 79	8,121 97	(1,635 82)
Itau Unibanco Banco Multiplo SA	180 00	10/22/08	03/31/09	2,019 46	1,975 61	(43 85)
JP Morgan Chase & Co	380 00	09/11/08	03/31/09	15,567 19	10,097 38	(5,469 81)
JP Morgan Chase & Co	170 00	09/23/08	03/31/09	6,739 40	4,517 25	(2,222 15)
JP Morgan Chase & Co	240 00	10/03/08	03/31/09	11,032 82	6,377 29	(4,655 53)
Mastercard Inc	70 00	08/14/08	03/31/09	16,636 91	11,694 63	(4,942 28)
Mastercard Inc	40 00	09/11/08	03/31/09	8,695 66	6,682 65	(2,013 01)
Mastercard Inc	60 00	09/24/08	03/31/09	13,665 59	10,023 97	(3,641 62)
Mastercard Inc	30 00	11/04/08	03/31/09	4,202 27	5,011 98	809 71
Mindray Medical Intl. LTD	580 00	01/05/09	03/31/09	10,997 90	10,724 20	(273 70)
Mobile Telesystems OJSC	210 00	10/23/08	03/31/09	10,058 90	6,301 79	(3,757 11)
Mobile Telesystems OJSC	280 00	11/10/08	03/31/09	12,219 20	8,402 38	(3,816 82)
Monsanto Co	500 00	12/18/08	03/31/09	35,790 00	41,680 71	5,890 71
Peabody Energy Corp	300 00	01/05/09	03/31/09	8,194 05	7,531 16	(662 89)
Peabody Energy Corp	125 00	04/01/08	03/31/09	6,516 41	3,137 98	(3,378 43)
Peabody Energy Corp	195 00	04/10/08	03/31/09	11,128 88	4,895 25	(6,233 63)
Peabody Energy Corp	184 00	04/11/08	03/31/09	11,063 52	4,619 11	(6,444 41)
Peabody Energy Corp	176 00	05/29/08	03/31/09	13,895 60	4,418 28	(9,477 32)
Peabody Energy Corp	230 00	09/24/08	03/31/09	13,051 07	5,773 89	(7,277 18)
Qualcomm Inc	340 00	09/11/08	03/31/09	15,835 16	13,216 30	(2,618 86)
Qualcomm Inc	240 00	10/03/08	03/31/09	10,016 78	9,329 15	(687 63)
Qualcomm Inc	110 00	10/22/08	03/31/09	4,389 55	4,275 86	(113 69)
Shaw Group Inc	330 00	10/24/08	03/31/09	6,232 71	9,056 37	2,823 66
Shaw Group Inc	450 00	11/10/08	03/31/09	8,341 52	12,349 60	4,008 08
Teck Cominco Limited CL B	360 00	09/24/08	03/31/09	12,907 87	1,998 93	(10,908 94)
Teck Cominco Limited CL B	320 00	10/23/08	03/31/09	4,773 57	1,776 82	(2,996 75)
Teck Cominco Limited CL B	480 00	11/10/08	03/31/09	5,318 40	2,665 23	(2,653 17)

SECURITY DESCRIPTION	UNITS	DATE ACQUIRED	DATE SOLD	COST	PROCEEDS	GAIN/ (LOSS)
Teck Cominco Limited CL B	2,000 00	12/18/08	03/31/09	9,526 00	11,105 14	1,579 14
Teva Pharmaceutical LTD	221 00	07/28/08	03/31/09	9,905 26	9,958 62	53 36
Teva Pharmaceutical LTD	250 00	07/28/08	03/31/09	11,352 98	11,265 41	(87 57)
Teva Pharmaceutical LTD	179 00	07/29/08	03/31/09	8,140 06	8,066 03	(74 03)
Teva Pharmaceutical LTD	90 00	07/30/08	03/31/09	4,145 40	4,055 55	(89 85)
Teva Pharmaceutical LTD	110 00	07/31/08	03/31/09	5,092 53	4,956 78	(135 75)
Weatherford Intl. Ltd	590 00	01/05/09	03/31/09	7,239 30	6,525 48	(713 82)
Wells Fargo & Company	600 00	11/06/08	03/31/09	20,371 56	8,631 25	(11,740 31)
Wells Fargo & Company	310 00	11/14/08	03/31/09	10,830 59	4,459 48	(6,371 11)
Wimm Bill Dann Foods	150 00	11/10/08	03/31/09	6,090 00	4,797 05	(1,292 95)
Wimm Bill Dann Foods	50 00	11/14/08	03/31/09	2,274 73	1,599 02	(675 71)
Gazprom OAO (Level 1)	380 00	05/16/08	04/01/09	22,338 57	5,682 18	(16,656 39)
Gazprom OAO (Level 1)	820 00	05/30/08	04/01/09	51,220 56	12,261 55	(38,959 01)
Gazprom OAO (Level 1)	460 00	11/07/08	04/01/09	10,636 76	6,878 43	(3,758 33)
Wimm Bill Dann Foods	150 00	11/14/08	04/01/09	6,824 19	4,680 59	(2,143 60)
Wimm Bill Dann Foods	110 00	11/28/08	04/01/09	2,379 26	3,432 43	1,053 17

Short Term Total				837,580 93	591,266 71	(246,314 22)
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Long Term

ABB Ltd Spon Adr	1,000 00	03/13/07	03/31/09	17,012 70	13,973 22	(3,039 48)
ABB Ltd Spon Adr	1,000 00	03/28/07	03/31/09	17,629 50	13,973 22	(3,656 28)
Boeing Co	200 00	06/03/05	03/31/09	12,703 64	7,098 32	(5,605 32)
Boeing Co	200 00	08/02/05	03/31/09	13,267 00	7,098 32	(6,168 68)
Boeing Co	200 00	10/25/05	03/31/09	13,588 00	7,098 32	(6,489 68)
Boeing Co	135 00	03/28/08	03/31/09	10,285 22	4,791 37	(5,493 85)
Caterpillar Inc	600 00	02/10/04	03/31/09	23,040 00	16,763 42	(6,276 58)
Caterpillar Inc	400 00	03/11/04	03/31/09	15,632 24	11,175 62	(4,456 62)
Companhia Vale Do Rio Spon ADR	1,200 00	01/06/03	03/31/09	2,762 00	13,795 12	11,033 12
Companhia Vale Do Rio Spon ADR	3,600 00	07/29/03	03/31/09	9,000 00	41,385 37	32,385 37
Fluor Corp	170 00	07/17/07	03/31/09	9,917 80	5,889 48	(4,028 32)
Fluor Corp	400 00	07/18/07	03/31/09	24,147 22	13,857 59	(10,289 63)
Focus Media Holding	500 00	04/20/07	03/31/09	19,214 60	3,394 98	(15,819 62)
Focus Media Holding	500 00	05/23/07	03/31/09	21,448 05	3,394 98	(18,053 07)
HDFC Bank Ltd ADR	460 00	04/11/05	03/31/09	20,254 67	27,987 44	7,732 77
HDFC Bank Ltd ADR	300 00	04/12/05	03/31/09	13,418 49	18,252 68	4,834 19
Intuitive Surgical Inc	300 00	10/04/05	03/31/09	22,824 81	28,695 65	5,870 84
Intuitive Surgical Inc	100 00	11/22/06	03/31/09	9,426 42	9,565 22	138 80
Mindray Medical Intt LTD	550 00	12/04/07	03/31/09	21,756 41	10,169 50	(11,586 91)
Mindray Medical Intt LTD	600 00	12/13/07	03/31/09	25,992 90	11,094 00	(14,898 90)
Petroleo Brasileiro SA	700 00	08/23/07	03/31/09	18,687 31	21,413 16	2,725 85
Petroleo Brasileiro SA	800 00	08/24/07	03/31/09	21,607 36	24,472 18	2,864 82
Precision Castparts Corp	400 00	08/26/04	03/31/09	10,502 34	23,989 91	13,487 57
Precision Castparts Corp	400 00	08/27/04	03/31/09	11,107 38	23,989 91	12,882 53
Schlumberger Ltd	600 00	10/15/04	03/31/09	20,145 00	24,373 48	4,228 48
Schlumberger Ltd	400 00	11/01/04	03/31/09	13,016 00	16,248 99	3,232 99
Shaw Group Inc	450 00	07/17/07	03/31/09	22,700 93	12,349 60	(10,351 33)
Shaw Group Inc	450 00	07/18/07	03/31/09	25,987 32	12,349 60	(13,637 72)
Weatherford Intl. Ltd.	960 00	06/24/05	03/31/09	14,063 54	10,617 73	(3,445 81)
Weatherford Intl. Ltd.	800 00	07/28/05	03/31/09	12,667 72	8,848 11	(3,819 61)
Wimm Bill Dann Foods	130 00	02/29/08	03/31/09	15,166 71	4,157 44	(11,009 27)
Komatsu Ltd Spon ADR	196 00	07/31/06	04/01/09	14,340 69	8,703 53	(5,637 16)
Komatsu Ltd Spon ADR	366 00	08/30/06	04/01/09	29,679 09	16,252 50	(13,426 59)

Long Term Total				552,993 07	477,219 92	(75,773 14)
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Overall Total				1,390,574 00	1,068,486 63	(322,087 37)
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FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST - FORTIS	2.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND - BROWN BROS.	831.	0.	831.
DIVIDEND - FORTIS	6,757.	0.	6,757.
DIVIDEND - TITAN	24,907.	0.	24,907.
TOTAL TO FM 990-PF, PART I, LN 4	32,495.	0.	32,495.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
EXCISE TAX REFUND	20,161.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	20,161.	0.	

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 FEES - DELOITTE	7,395.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	7,395.	0.		0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	775.	775.			0.
TO FORM 990-PF, PG 1, LN 18	775.	775.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
BANK CHARGES	12,197.	12,197.			0.
OTHER INVESTMENT EXPENSES	22,234.	22,234.			0.
TO FORM 990-PF, PG 1, LN 23	34,431.	34,431.			0.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
TITAN PARTNERS L.P.	COST	3,742,396.	4,293,407.	
ABSOLUTE RETURN CAYMAN, LTD	COST	1,000,000.	1,017,083.	
TOTAL TO FORM 990-PF, PART II, LINE 13		4,742,396.	5,310,490.	

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT 8
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NAME OF CONTRIBUTOR	ADDRESS
LOUISE S. UKLEJA	6044 LIDO LANE LONG BEACH, CA 90803
DAVID LUCAS	13141 PONDEROSA WAY FORT MYERS, FL 33907

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN EXPENSE CONTRIB ACCOUNT		
EDWARD G. BEIMFOHR 156 WEST 56TH STREET NEW YORK, NY 10019	SECRETARY 1.00	0.	0.	0.	
LOUISE S. UKLEJA 6044 LIDO LANE LONG BEACH, CA 90803	VICE PRESIDENT 1.00	0.	0.	0.	
LINDA S. LUCAS 13141 PONDEROSA WAY FORT MYERS, FL 33908	VICE PRESIDENT 1.00	0.	0.	0.	
DAVID LUCAS 13141 PONDEROSA WAY FORT MYERS, FL 33908	VICE PRESIDENT/TREASURER 1.00	0.	0.	0.	
P. MICHAEL UKLEJA 6044 LIDO LANE LONG BEACH, CA 90803	CHAIRMAN/PRESIDENT 1.00	0.	0.	0.	
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.	

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

LOUISE S. UKLEJA
LINDA S. LUCAS
DAVID LUCAS

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BONITA SPRINGS COMMUNITY FOUNDATION BONITA SPRINGS, FL	NONE SOCIETAL	EXEMPT	3,000.
CANTERBURY SCHOOL FORT MYERS, FL	NONE EDUCATIONAL	EXEMPT	200,000.
CSULB FOUNDATION LONG BEACH, CA	NONE DISABLED STUDENT SERVICES	EXEMPT	70,000.
LIBERTY YOUTH RANCH BONITA SPRINGS, FL	NONE SOCIETAL	EXEMPT	100,000.
OPPORTUNITY SCHOOLS CYPRESS, CA	NONE EDUCATIONAL	EXEMPT	102,000.
REASONS TO BELIEVE GLENORA, CA	NONE RELIGIOUS	EXEMPT	200,000.

SALVATION ARMY FORT MYERS, FL	NONE SOCIETAL	EXEMPT	81,176.
UNITED WAY FORT MYERS, FL	NONE SOCIETAL	EXEMPT	345,767.
WESTMINSTER PRESBYTERIAN CHURCH FORT MYERS, FL	NONE RELIGIOUS	EXEMPT	15,000.
HENDRY REGIONAL MEDICAL CENTER FOUNDATION CLEWISTON, FL	NONE SOCIETAL	EXEMPT	20,000.
INSTITUTE FOR EMPOWERING THE POOR BONITA SPRINGS, FL	NONE SOCIETAL	EXEMPT	10,000.
COVENANT COLLEGE LOOKOUT MOUNTAIN, GA	NONE EDUCATIONAL	EXEMPT	400,000.
HARRY CHAPIN FOOD BANK COLLIER, FL	NONE SOCIETAL	EXEMPT	20,000.
PRIORITY LIVING FT LAUDERDALE, FL	NONE SOCIETAL	EXEMPT	30,000.
EDUCATION FOUNDATION OF COLLIER COUNTY NAPLES, FL	NONE EDUCATIONAL	EXEMPT	5,000.
SUMMIT CHRISTIAN SCHOOL WEST PALM BEACH, FL	NONE EDUCATIONAL	EXEMPT	10,000.

LEADERSHIP FLORIDA FUTURE OF FL FUND FORT MYERS, FL	NONE SOCIETAL	EXEMPT	5,500.
CORNERSTONE CHURCH SAINT CLOUD, FL	NONE RELIGIOUS	EXEMPT	5,000.
LEE MEMORIAL HEALTH SYSTEM FOUNDATION FORT MYERS, FL	NONE SOCIETAL	EXEMPT	50,000.
AIRCRAFT OWNERS & PILOTS ASSOCIATION FREDERICK, MD	NONE SOCIETAL	EXEMPT	5,000.
LITTLE SISTERS OF THE ASSUMPTION FAMILY SERVICES NEW YORK, NY	NONE SOCIETAL	EXEMPT	2,000.
CHANNEL 13 TAMPA BAY, FL	NONE SOCIETAL	EXEMPT	2,000.
ST. AUGUSTINE CATHOLIC CHURCH GAINESVILLE, FL	NONE RELIGIOUS	EXEMPT	2,000.
STATE OF THE ARTS PROJECTS FORT MYERS, FL	NONE SOCIETAL	EXEMPT	2,000.

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

1,685,443.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- 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 File by the due date for filing your return. See instructions	Name of Exempt Organization THE LONG BAY CHARITABLE FOUNDATION C/O WINDELS MARX LANE & MITTENDORF	Employer identification number 13-3047543
	Number, street, and room or suite no. If a P.O. box, see instructions. 156 WEST 56TH STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10019	

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

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

WINDELS MARX LANE & MITTENDORF

- The books are in the care of ▶ **156 WEST 56TH STREET - NEW YORK, NY 10019**

Telephone No. ▶ **(212) 237-1074**

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	\$	179.
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	\$	312.
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)