Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning , 2009, and ending , 20

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [X] Address change [ ] Name change

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

Name of foundation: SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 360 HAMILTON AVENUE — Room/suite

City or town, state, and ZIP code: WHITE PLAINS, NY 10601-1811

A Employer identification number: 13-3455231

B Telephone number (see page 10 of the instructions): (212) 735-2956

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: [X] 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) ▶ $ 8,453,072.

J Accounting method: [ ] Cash [ ] Accrual [X] Other (specify) MODIFIED CASH (Part I, column (d) must be on cash basis.)

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

		(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 (attach schedule)	6,637,406.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,283.	4,283.		ATCH 1
	4 Dividends and interest from securities	154,669.	154,669.		ATCH 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	6,796,358.	158,952.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)*	275,167.			275,167.
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)**	4,124.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	63,678.			46,627.
	22 Printing and publications	90,141.			90,141.
	23 Other expenses (attach schedule) ATCH 5	44,121.	545.		18,090.
	24 Total operating and administrative expenses. Add lines 13 through 23	477,231.	545.		430,025.
	25 Contributions, gifts, grants paid	3,770,101.			3,770,101.
	26 Total expenses and disbursements Add lines 24 and 25	4,247,332.	545.		4,200,126.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,549,026.			
	b Net investment income (if negative, enter -0-)		158,407.		
	c Adjusted net income (if negative, enter -0-)			-0-	

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	120,805.	139,940.	139,940.
	2 Savings and temporary cash investments	2,635,242.	5,050,245.	5,050,245.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	64,939.	74,918.	74,918.
	c Investments - corporate bonds (attach schedule) ATCH 7	3,143,638.	3,187,969.	3,187,969.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	5,964,624.	8,453,072.	8,453,072.
Liabilities	17 Accounts payable and accrued expenses	3,086.	42,867.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	3,086.	42,867.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	5,610,316.	8,100,783.	
	25 Temporarily restricted	351,222.	309,422.	
	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** (see page 17 of the instructions)	5,961,538.	8,410,205.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	5,964,624.	8,453,072.	

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	5,961,538.
2	Enter amount from Part I, line 27a	2	2,549,026.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 8	3	218,196.
4	Add lines 1, 2, and 3	4	8,728,760.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 9	5	318,555.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	8,410,205.

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				
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 } 3

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	4,060,411.	4,484,219.	0.905489
2007	3,619,134.	4,348,097.	0.832349
2006	3,209,275.	4,491,180.	0.714573
2005	2,893,054.	4,150,590.	0.697022
2004	2,897,439.	4,195,534.	0.690601

2	Total of line 1, column (d)	2	3.840034
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.768007
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,638,031.
5	Multiply line 4 by line 3	5	4,330,047.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,584.
7	Add lines 5 and 6	7	4,331,631.
8	Enter qualifying distributions from Part XII, line 4	8	4,200,126.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	3,168.
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	
3	Add lines 1 and 2	3	3,168.
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	3,168.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 1,478.		
b	Exempt foreign organizations-tax withheld at source — 6b: 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 0.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,478.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	38.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ATTACHMENT 10 ▶	9	1,779.
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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*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*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		
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*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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*	8b	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 on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 page 20 of the 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 ▶ CHRIS FULTON Telephone no ▶ 914-750-3460

Located at ▶ 360 HAMILTON AVE WHITE PLAINS, NY ZIP + 4 ▶ 10601

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

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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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?	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? ☐ 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 page 20 of the instructions.)	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 ▶			
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.)*	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

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** No: 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? ATTACHMENT 11 ☒ 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** No: X

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? **7b** No: X

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 12		0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
ATTACHMENT 13		275,167.

Total number of others receiving over $50,000 for professional services . . . ▶ 1

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	3,106,648.
b	Average of monthly cash balances	1b	2,617,241.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	5,723,889.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,723,889.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	85,858.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,638,031.
6	**Minimum investment return.** Enter 5% of line 5	6	281,902.

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

1	Minimum investment return from Part X, line 6			1	281,902.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,168.		
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,168.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	278,734.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	278,734.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	278,734.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,200,126.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,200,126.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,200,126.

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				278,734.
2	Undistributed income, if any, as of the end of 2009				
a	Enter amount for 2008 only				
b	Total for prior years 20 07 ,20 06 ,20 05				
3	Excess distributions carryover, if any, to 2009				
a	From 2004 — 2,692,416.				
b	From 2005 — 2,895,636.				
c	From 2006 — 3,212,818.				
d	From 2007 — 3,621,146.				
e	From 2008 — 4,063,034.				
f	Total of lines 3a through e	16,485,050.			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 4,200,126.				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)	4,247,331.	ATCH 14		
d	Applied to 2009 distributable amount				
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).)*	278,734.			278,734.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	20,453,647.			
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	2,413,682.			
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	18,039,965.			
10	Analysis of line 9				
a	Excess from 2005 — 2,895,636.				
b	Excess from 2006 — 3,212,818.				
c	Excess from 2007 — 3,621,146.				
d	Excess from 2008 — 4,063,034.				
e	Excess from 2009 — 4,247,331.				

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

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a 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 page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

JOSEPH FLOM & ROBERT SHEEHAN

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

NONE

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

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

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

ATTACHMENT 15

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

SEE ATTACHED APPLICATION

c Any submission deadlines.

OCTOBER 4, 2010

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

SEE ATTACHED APPLICATION

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	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
a Paid during the year				
ATTACHMENT 16				
Total . . . . . . ▶ 3a				3,770,101.
b Approved for future payment				
ATTACHMENT 17				
Total . . . . . . ▶ 3b				3,019,536.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See page 28 of the instructions)
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	4,283.	
4 Dividends and interest from securities			14	154,669.	
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					
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)				158,952.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 158,952.

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	NOT APPLICABLE

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

Sign Here

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.

Signature of officer or trustee — Date: 11/15/10 — Title: TREASURER

Paid Preparer's Use Only

Preparer's signature	Date 11/15/10	Check if self-employed ☐ — Preparer's identifying number (See Signature on page 30 of the instructions)
Firm's name (or yours if self-employed), address, and ZIP code	CROWE HORWATH LLP 3815 RIVER CROSSING PKWY, SUITE 300 INDIANAPOLIS, IN 46240-0977	EIN ▶ Phone no. 317-569-8989

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	Employer identification number
SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION	13-3455231

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).

Name of organization: SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION

Employer identification number: 13-3455231

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP FOUR TIMES SQUARE NEW YORK, NY 10036	$ 5,950,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
2	JOSEPH FLOM 240 RIVERSIDE BLVD, APT 21A NEW YORK, NY 10024	$ 582,476.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)
3	ROBERT SHEEHAN 63 WEST 89TH STREET NEW YORK, NY 10024	$ 62,000.	Person [X] 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.)

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME	4,283.	4,283.
TOTAL	4,283.	4,283.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDEND INCOME	154,669.	154,669.
TOTAL	154,669.	154,669.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FOUNDATION ADMINISTRATOR	275,167.	275,167.
TOTALS	275,167.	275,167.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
TAXES	4,124.
TOTALS	4,124.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK FEES	545.	545.	
TELEPHONE	132.		132.
OFFICE EXPENSES	581.		328.
MOVING EXPENSES	6,248.		6,248.
ADMINISTRATIVE EXPENSES	35,197.		10,220.
BOOKS	631.		631.
DUES & MEMBERSHIP FEES	531.		531.
MISCELLANEOUS EXPENSES	256.		
TOTALS	44,121.	545.	18,090.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CORPORATE STOCK	74,918.	74,918.
TOTALS	74,918.	74,918.

FORM 990PF, PART II - CORPORATE BONDS

ATTACHMENT 7

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
BOND FUNDS		3,187,969.	3,187,969.
	TOTALS	3,187,969.	3,187,969.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
UNREALIZED GAIN ON INVESTMENTS		218,196.
	TOTAL	218,196.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PRIOR PERIOD ADJUSTMENT		318,555.
	TOTAL	318,555.

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME:	SEE ATTACHMENT 15
GRANTEE'S ADDRESS:	
CITY, STATE & ZIP:	
GRANT DATE:	
GRANT AMOUNT:	
GRANT PURPOSE:	EDUCATION
AMOUNT EXPENDED:	
ANY DIVERSION?	NO
DATES OF REPORTS:	
VERIFICATION DATE:	
RESULTS OF VERIFICATION:	

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

ATTACHMENT 12

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JOSEPH H. FLOM 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
ERIC J. FRIEDMAN 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
BARRY H. GARFINKEL 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
JUDITH S. KAYE 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
JOSE LOZANO 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
SUZANNE MCKECHNIE KLAHR 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.

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

ATTACHMENT 12 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PETER P. MULLEN 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
KURT L. SCHMOKE 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
SOLOMON B. WATSON IV 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
JASON SZANYI 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
MARTHA MINOW 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
ROBERT C. SHEEHAN 360 HAMILTON AVENUE WHITE PLAINS, NY 10601-1811	TRUSTEE 1.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 12

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 13

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
SUSAN BUTLER PLUM FOUR TIMES SQUARE NEW YORK, NY 10036	FNDTN ADMINISTRATOR	275,167.
TOTAL COMPENSATION		275,167.

FORM 990PF, PART XIII - DISTRIBUTION FROM CORPUS ELECTION

PURSUANT TO REG. 53.4942(A)-3(D)(2), THE ABOVE REFERENCED FOUNDATION HEREBY ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS AS DISTRIBUTIONS OUT OF CORPUS.

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

SUSAN BUTLER PLUM
FOUR TIMES SQUARE
NEW YORK, NY 10036
212-735-2956

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

ATTACHMENT 16

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ACLU FOUNDATION OF MARYLAND, INC 3600 CLIPPER MILL RD #350 BALTIMORE, MD 21211	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	54,106
ACLU FOUNDATION, INC 125 BROAD STREET 18TH FLOOR NEW YORK, NY 10004	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	206,161
ACLU SAN DIEGO AND IMPERIAL COUNTIES PO BOX 87131 SAN DIEGO, CA 92138	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	58,856.
ADVANCEMENT PROJECT 1541 WILSHIRE BOULEVARD, STE 508 LOS ANGELES, CA 90017	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,807.
ADVICE ON INDIVIDUAL RIGHTS IN EUROPE 17 RED LION SQUARE, THIRD FLOOR LONDON, 0 WC1R 4QH	N/A FOREIGN ORGANIZATION	PAYMENTS FOR FELLOWSHIPS	28,872
ADVOCACY, INC. 7800 SHOAL CREEK BLVD #171-E AUSTIN, TX 78757	N/A 509(A)(3)	PAYMENTS FOR FELLOWSHIPS	56,790.

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AJMEL QUERESHI	NONE INDIVIDUAL	TUITION REIMBURSEMENT	7,858
ALEXANDER BONI-SAENZ	NONE INDIVIDUAL	TUITION REIMBURSEMENT	965
APPALACHIAN CENTER FOR THE ECONOMY P.O BOX 507 LEWISBURG, WV 24901	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	9,957.
ASIAN AMERICAN LEGAL DEFENSE AND EDUCATION FUND 99 HUDSON STREET, 12TH FLOOR NEW YORK, NY 10013	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,319.
ASIAN PACIFIC AMERICAN LEGAL CENTER 1145 WILSHIRE BLVD., SECOND FLOOR LOS ANGELES, CA 90017	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	54,743.
ATLANTA LEGAL AID SOCIETY 151 SPRING STREET N.W ATLANTA, GA 30303	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,794.

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BAY AREA LEGAL AID 1735 TELEGRAPH AVE OAKLAND, CA 94612	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	83,554.
BUSINESS AND PROFESSIONAL PEOPLE FOR THE PUBLIC IN 25 E WASHINGTON STREET, STE 1515 CHICAGO, IL 60602	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	55,679
CAMILLE ZENTNER	NONE INDIVIDUAL	TUITION REIMBURSEMENT	6,444
CATHOLIC CHARITIES SIXTY-SIX CANAL CENTER PLAZA, STE 600 ALEXANDRIA, VA 22314	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	26,121
CENTER FOR CHILDREN'S LAW AND POLICY 1701 K STREET NW #1100 WASHINGTON, DC 20006	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	28,749.
CENTER FOR FAMILY REPRESENTATION, INC 116 JOHN STREET, 19TH FL NEW YORK, NY 10038	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	31,609

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CENTRO DE LOS DERECHOS DEL MIGRANTE, INC PO BOX 025250 11540 MIAMI, FL 33102	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	26,187.
CENTRO LEGAL DE LA RAZA 3022 INTERNATIONAL BLVD, SUITE 410 OAKLAND, CA 94601	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	56,129
CHARLOTTE LANVERS	NONE INDIVIDUAL	TUITION REIMBURSEMENT	1,853
CHILDREN'S LAW CENTER OF MASSACHUSETTS 298 UNION STREET LYNN, MA 1901	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,928.
CHILDREN'S RIGHTS INC. 330 SEVENTH AVENUE, 4TH FLOOR NEW YORK, NY 10001	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,557.
CHRISTINA YERIAN	NONE INDIVIDUAL	TUITION REIMBURSEMENT	4,328

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHRISTOPHER WILMES	NONE INDIVIDUAL	TUITION REIMBURSEMENT	2,969
COLORADO LEGAL SERVICES 1905 SHERMAN STREET DENVER, CO 80203	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,826
COMMUNITY LAW CENTER 3355 KESWICK ROAD BALTIMORE, MD 21211	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,502.
COMMUNITY LEGAL SERVICES, INC 1424 CHESTNUT STREET PHILADELPHIA, PA 19107	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	123,187.
DANIA DAVY	NONE INDIVIDUAL	TUITION REIMBURSEMENT	7,778.
DISABILITY RIGHTS ADVOCATES 2001 CENTER ST BERKELEY, CA 94704	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	83,429.

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DISABILITY RIGHTS EDUCATION & DEFENSE 2212 SIXTH STREET BERKELEY, CA 94710	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	26,683.
DNA - PEOPLE'S LEGAL SERVICES, INC P O BOX 306 WINDOW ROCK, AZ 86515	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,891
ENVIRONMENTAL LAW AND POLICY CENTER 35 EAST WACKER DRIVE CHICAGO, IL 60601	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,148
EQUALITY ADVOCATES PENNSYLVANIA 1211 CHESTNUT STREET PHILADELPHIA, PA 19107	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	18,431.
ERIN DOUGHERTY	NONE INDIVIDUAL	TUITION REIMBURSEMENT	3,384.
ERIN SCHEICK	NONE INDIVIDUAL	TUITION REIMBURSEMENT	6,500

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FLORIDA IMMIGRANT ADVOCACY CENTER 3000 BISCAYNE BLVD MIAMI, FL 33137	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,170
GRACE SPULAK	NONE INDIVIDUAL	TUITION REIMBURSEMENT	800
GREATER BOSTON LEGAL SERVICES, INC 197 FRIEND STREET BOSTON, MA 2114	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	85,346.
HARVARD LAW SCHOOL 125 MOUNT AUBURN STREET CAMBRIDGE, MA 2138	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	25,166
INDIANA LEGAL SERVICES 151 NORTH DELAWARE STREET NO 1640 INDIANAPOLIS, IN 46204	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	31,145
INGRID SWANSON	NONE INDIVIDUAL	TUITION REIMBURSEMENT	3,649

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JENNIFER HRYCYNA	NONE INDIVIDUAL	TUITION REIMBURSEMENT	3,634
JESSE HAHNEL	NONE INDIVIDUAL	TUITION REIMBURSEMENT	12,020
JESSE NEWMARK	NONE INDIVIDUAL	TUITION REIMBURSEMENT	400
KATE WHITE	NONE INDIVIDUAL	TUITION REIMBURSEMENT	2,427
KYLE FISHER	NONE INDIVIDUAL	TUITION REIMBURSEMENT	8,792
LAM HO	NONE INDIVIDUAL	TUITION REIMBURSEMENT	3,818

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LAND LOSS PREVENTION PROJECT P O. BOX 179 DURHAM, NC 27702	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	53,797.
LAWYERS COMMITTEE FOR CIVIL RIGHTS OF THE SAN FRAN 131 STEUART STREET #400 SAN FRANCISCO, CA 94105	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	57,772
LAWYERS FOR CHILDREN 110 LAFAYETTE STREET NEW YORK, NY 10013	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,942.
LEGAL AID FOUNDATION OF LOS ANGELES 1102 CRENSHAW BLVD LOS ANGELES, CA 90019	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	26,774
LEGAL AID OF WEST VIRGINIA, INC 922 QUARRIER STREET, 4TH FLOOR CHARLESTON, WV 25301	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,368.
LEGAL AID SOCIETY 199 WATER STREET NEW YORK, NY 10038	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	139,241

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LEGAL AID SOCIETY OF THE DISTRICT OF COLUMBIA 1331 H STREET, N.W , SUITE 350 WASHINGTON, DC 20005	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,889
LEGAL ASSISTANCE FOUNDATION OF METROPOLITAN CHICAG 111 WEST JACKSON BLVD THIRD FLOOR CHICAGO, IL 60604	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	143,492.
LEGAL MOMENTUM 395 HUDSON STREET NEW YORK, NY 10014	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	6,003
LEGAL SERVICES FOR NEW YORK - BRONX 579 COURTLANDT AVENUE BRONX, NY 10451	NONE 0	TUITION REIMBURSEMENT	29,483
LOS ANGELES GAY & LESBIAN COMMUNITY SERVICES CENTE 1625 NORTH SCHRADER BLVD LOS ANGELES, CA 90028	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,434
MATTHEW VAN WORMER	NONE INDIVIDUAL	TUITION REIMBURSEMENT	6,484

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MENTAL HEALTH ADVOCACY SERVICES 3255 WILSHIRE BLVD, STE 902 LOS ANGELES, CA 90010	N/A 501(A)(2)	PAYMENTS FOR FELLOWSHIPS	53,934
MFY LEGAL SERVICES, INC 299 BROADWAY 4TH FLOOR NEW YORK, NY 10007	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	30,539.
MICHAEL GRINTHAL	NONE INDIVIDUAL	TUITION REIMBURSEMENT	490.
MICHAEL HOLLANDER	NONE INDIVIDUAL	TUITION REIMBURSEMENT	5,578.
MICHIGAN PROTECTION AND ADVOCACY SERVICE 4095 LEGACY PARKWAY #500 LANSING, MI 48911	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	61,816
MISSISSIPPI CENTER FOR JUSTICE PO BOX 1023 JACKSON, MS 39215	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,288

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MOLLY KOVEL	NONE INDIVIDUAL	TUITION REIMBURSEMENT	20,060
MOUNTAIN STATE JUSTICE, INC 1031 QUARRIER STREET #200 CHARLESTON, WV 25301	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	66,323.
NAACP LEGAL DEFENSE & EDUC FUND, INC 99 HUDSON STREET #1600 NEW YORK, NY 10013	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	81,027
NATHAN FETTY	NONE INDIVIDUAL	TUITION REIMBURSEMENT	597.
NATIONAL ASSOCIATION FOR THE DEAF 8630 FENTON STREET SILVER SPRING, MD 20910	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,881
NATIONAL CENTER FOR YOUTH LAW 405 14TH STREET, 15TH FLOOR OAKLAND, CA 94612	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,589

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL HOUSING & COMMUNITY DEVELOPMENT LAW PROJE 614 GRAND AVENUE OAKLAND, CA 94610	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,776.
NATIVE AMERICAN RIGHTS FUND, INC 1506 BROADWAY BOULDER, CO 80302	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,261.
NEW HAVEN LEGAL ASSISTANCE ASSOCIATION, INC. 426 STATE STREET NEW HAVEN, CT 6510	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,263.
NEW JERSEY INSTITUTE FOR SOCIAL JUSTICE 60 PARK PLACE NEWARK, NJ 7102	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,252.
NEW YORK CIVIL LIBERTIES UNION 125 BROAD STREET 19TH FLOOR NEW YORK, NY 10004	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	46,290.
NEW YORK LEGAL ASSISTANCE GROUP, INC 450 WEST 33RD STREET, 11TH FLOOR NEW YORK, NY 10001	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	73,186

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

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NICOLE PEREZ	NONE INDIVIDUAL	TUITION REIMBURSEMENT	2,717
OHIO JUSTICE AND POLICY CENTER 215 E 9TH STREET #601 CINCINNATI, OH 45202	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	25,674
PEGASUS LEGAL SERVICES FOR CHILDREN 3201 4TH STREET NW ALBUQUERQUE, NM 87107	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,309
PENNSYLVANIA HEALTH LAW PROJECT 123 CHESTNUT STREET #400 PHILADELPHIA, PA 19106	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	68,737
PUBLIC COUNSEL 610 S ARDMORE AVENUE LOS ANGELES, CA 90005	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	58,899
RACHAEL LANGSTON	NONE INDIVIDUAL	TUITION REIMBURSEMENT	-1,151

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ROBERT WALL	NONE INDIVIDUAL	TUITION REIMBURSEMENT	3,348
RUTH CUSICK	NONE INDIVIDUAL	TUITION REIMBURSEMENT	4,935
SARA BLOCK	NONE INDIVIDUAL	TUITION REIMBURSEMENT	1,611
SARAH BOLLING	NONE INDIVIDUAL	TUITION REIMBURSEMENT	400
SARGENT SHRIVER NATIONAL CENTER ON POVERTY LAW 50 EAST WASHINGTON #500 CHICAGO, IL 60602	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,114
SCOTT COLOM	NONE INDIVIDUAL	TUITION REIMBURSEMENT	1,606

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEAN RIORDAN	NONE INDIVIDUAL	TUITION REIMBURSEMENT	8,675.
SOUTH BROOKLYN LEGAL SERVICES 350 BROADWAY NEW YORK, NY 10013	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	105,778
SOUTHERN POVERTY LAW CENTER PO BOX 548 MONTGOMERY, AL 36104	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,641
TENNESSEE JUSTICE CENTER 301 CHARLOTTE AVENUE NASHVILLE, TN 37201	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	27,441
TEXAS RIO GRANDE LEGAL AID, INC 300 SOUTH TEXAS WESLACO, TX 78596	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,024.
THE ALLIANCE FOR CHILDREN'S RIGHTS 3333 WILSHIRE BLVD SUITE 550 LOS ANGELES, CA 90010	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,569

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE BRONX DEFENDERS 860 COURTLANDT AVENUE BRONX, NY 10451	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	60,137.
THE DOOR - A CENTER OF ALTERNATIVES, INC 121 AVENUE OF THE AMERICAS NEW YORK, NY 10013	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	55,179
THE LAWYERS' COMMITTEE FOR CIVIL RIGHTS 1401 NEW YORK AVENUE, N.W. WASHINGTON, DC 20005	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	29,645.
THE LEGAL AID SOCIETY - EMPLOYMENT LAW CENTER 600 HARRISON STREET #120 SAN FRANCISCO, CA 94107	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	55,205.
URBAN JUSTICE CENTER 123 WILLIAM STREET, 16TH FLOOR NEW YORK, NY 10038	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	55,220.
WASHINGTON LAWYERS' COMMITTEE FOR 11 DUPONT CIRCLE NW WASHINGTON, DC 20036	N/A 501(A)(2)	PAYMENTS FOR FELLOWSHIPS	28,217.

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WESTERN MASSACHUSETTS LEGAL SERVICES 1 MONARCH PLACE #400 SPRINGFIELD, MA 1144	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	
WOMEN EMPOWERED AGAINST VIOLENCE 1111 16TH STREET NW SUITE 200 WASHINGTON, DC 20036	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	53,839
YOUTH LAW CENTER 200 PINE STREET, SUITE 300 SAN FRANCISCO, CA 94104	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	28,042
MAX WEINSTEIN	NONE INDIVIDUAL	STIPEND	5,000.
CHARLOTTE SANDERS	NONE INDIVIDUAL	STIPEND	5,000
NEW YORK POLICING ROUNDTABLE	N/A ORGANIZATION	STIPEND	5,000

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

ATTACHMENT 16 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
JESS NEWMARK	NONE INDIVIDUAL	STIPEND	5,000
		TOTAL CONTRIBUTIONS PAID	3,770,101

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WESTERN MASSACHUSETTS LEGAL SERVICES 1 MONARCH PLACE #400 SPRINGFIELD, MA 01144	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	34,500.
MOUNTAIN STATE JUSTICE, INC. 1031 QUARRIER STREET #200 CHARLESTON, WV 25301	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	44,903
LEGAL ASSISTANCE FOUNDATION METROPOLITAN CHICAGO 111 WEST JACKSON BLVD THIRD FLOOR CHICAGO, IL 60604	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	94,834
ASIAN PACIFIC AMERICAN LEGAL CENTER 1145 WILSHIRE BLVD., SECOND FLOOR LOS ANGELES, CA 90017	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	41,057.
THE DOOR - A CENTER OF ALTERNATIVES, INC 121 AVENUE OF THE AMERICAS NEW YORK, NY 10013	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	60,025
PENNSYLVANIA HEALTH LAW PROJECT 123 CHESTNUT STREET #400 PHILADELPHIA, PA 19106	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	51,553

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
URBAN JUSTICE CENTER 123 WILLIAM STREET, 16TH FLOOR NEW YORK, NY 10038	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	41,415
ACLU - IMMIGRANTS' RIGHTS PROJECT 125 BROAD STREET 18TH FLOOR NEW YORK, NY 10004	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	196,319
NEW YORK CIVIL LIBERTIES UNION 125 BROAD STREET 19TH FLOOR NEW YORK, NY 10004	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	57,909
HARVARD LAW SCHOOL 125 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	37,750.
LAWYERS COMMITTEE FOR CIVIL RIGHTS 131 STEUART STREET #400 SAN FRANCISCO, CA 94105	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	43,329
LEGAL AID SOCIETY OF THE DISTRICT OF COLUMBIA 1331 H STREET, N W., SUITE 350 WASHINGTON, DC 20005	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	41,167.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COMMUNITY LEGAL SERVICES, INC. 1424 CHESTNUT STREET PHILADELPHIA, PA 19107	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	92,279
NATIVE AMERICAN RIGHTS FUND, INC. 1506 BROADWAY BOULDER, CO 80302	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,665
ADVANCEMENT PROJECT 1541 WILSHIRE BOULEVARD, STE 508 LOS ANGELES, CA 90017	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	41,105
LOS ANGELES GAY & LESBIAN COMMUNITY SERVICES CTR 1625 NORTH SCHRADER BLVD LOS ANGELES, CA 90028	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,867
CENTER FOR CHILDREN'S LAW AND POLICY 1701 K STREET NW #1100 WASHINGTON, DC 20006	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	57,499
BAY AREA LEGAL AID 1735 TELEGRAPH AVE OAKLAND, CA 94612	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	41,917

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
COLORADO LEGAL SERVICES 1905 SHERMAN STREET DENVER, CO 80203	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	55,652.
GREATER BOSTON LEGAL SERVICES, INC 197 FRIEND STREET BOSTON, MA 02114	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	101,095.
LEGAL AID SOCIETY 199 WATER STREET NEW YORK, NY 10038	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	139,765
YOUTH LAW CENTER 200 PINE STREET, SUITE 300 SAN FRANCISCO, CA 94104	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,083
DISABILITY RIGHTS ADVOCATES 2001 CENTER ST BERKELEY, CA 94704	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	97,856
BUSINESS & PROFESSIONAL PEOPLE FOR PUBLIC INTEREST 25 E WASHINGTON STREET, STE 1515 CHICAGO, IL 60602	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	41,759

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHILDREN'S LAW CENTER OF MASSACHUSETTS 298 UNION STREET LYNN, MA 01901	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	59,856
MFY LEGAL SERVICES, INC 299 BROADWAY 4TH FLOOR NEW YORK, NY 10007	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	61,078
CENTRO LEGAL DE LA RAZA 3022 INTERNATIONAL BLVD, SUITE 410 OAKLAND, CA 94601	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	52,157
PEGASUS LEGAL SERVICES FOR CHILDREN 3201 4TH STREET NW ALBUQUERQUE, NM 87107	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	40,732
MENTAL HEALTH ADVOCACY SERVICES 3255 WILSHIRE BLVD, STE 902 LOS ANGELES, CA 90010	N/A 501(A)(2)	PAYMENTS FOR FELLOWSHIPS	40,450
CHILDREN'S RIGHTS INC. 330 SEVENTH AVENUE, 4TH FLOOR NEW YORK, NY 10001	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,381.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE ALLIANCE FOR CHILDREN'S RIGHTS 3333 WILSHIRE BLVD SUITE 550 LOS ANGELES, CA 90010	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	40,927
MANHATTAN LEGAL SERVICES 350 BROADWAY NEW YORK, NY 10013	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	
SOUTH BROOKLYN LEGAL SERVICES 350 BROADWAY NEW YORK, NY 10013	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	45,787.
ACLU FOUNDATION OF MARYLAND, INC 3600 CLIPPER MILL RD #350 BALTIMORE, MD 21211	N/A 509(A)(2)	PAYMENTS FOR FELLOWSHIPS	40,580
NATIONAL CENTER FOR YOUTH LAW 405 14TH STREET, 15TH FLOOR OAKLAND, CA 94612	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	40,942.
MICHIGAN PROTECTION AND ADVOCACY SERVICE 4095 LEGACY PARKWAY #500 LANSING, MI 48911	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NEW HAVEN LEGAL ASSISTANCE ASSOCIATION, INC 426 STATE STREET NEW HAVEN, CT 06510	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,294
NEW YORK LEGAL ASSISTANCE GROUP, INC 450 WEST 33RD STREET, 11TH FLOOR NEW YORK, NY 10001	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	41,910
SARGENT SHRIVER NATIONAL CENTER ON POVERTY LAW 50 EAST WASHINGTON #500 CHICAGO, IL 60602	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	42,086.
THE LEGAL AID SOCIETY - EMPLOYMENT LAW CENTER 600 HARRISON STREET #120 SAN FRANCISCO, CA 94107	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,872
PUBLIC COUNSEL 610 S ARDMORE AVENUE LOS ANGELES, CA 90005	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	44,175
NATIONAL HOUSING & COMMUNITY DEVELOPMENT LAW PRJCT 614 GRAND AVENUE OAKLAND, CA 94610	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	59,552.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ADVOCACY, INC 7800 SHOAL CREEK BLVD #171-E AUSTIN, TX 78757	N/A 509(A)(3)	PAYMENTS FOR FELLOWSHIPS	56,983
THE BRONX DEFENDERS 860 COURTLANDT AVENUE BRONX, NY 10451	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	45,103
LEGAL AID OF WEST VIRGINIA, INC. 922 QUARRIER STREET, 4TH FLOOR CHARLESTON, WV 25301	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,735
NAACP LEGAL DEFENSE & EDUC FUND, INC 99 HUDSON STREET #1600 NEW YORK, NY 10013	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	156,192.
ASIAN AMERICAN LEGAL DEFENSE AND EDUCATION FUND P O BOX 179 DURHAM, NC 27702	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	40,348
LAND LOSS PREVENTION PROJECT P.O. BOX 306 WINDOW ROCK, AZ 86515	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	42,668.

FORM 990PF, PART XV - CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT

ATTACHMENT 17 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
DNA - PEOPLE'S LEGAL SERVICES, INC PO BOX 025250 11540 MIAMI, FL 33102	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	52,374
CENTRO DE LOS DERECHOS DEL MIGRANTE, INC PO BOX 1023 JACKSON, MS 39215	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	54,576
MISSISSIPPI CENTER FOR JUSTICE PO BOX 548 MONTGOMERY, AL 36104	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	55,282
SOUTHERN POVERTY LAW CENTER PO BOX 87131 SAN DIEGO, CA 92138	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	44,043
ACLU SAN DIEGO AND IMPERIAL COUNTIES SIXTY-SIX CANAL CENTER PLAZA, STE 600 ALEXANDRIA, VA 22314	N/A 509(A)(1)	PAYMENTS FOR FELLOWSHIPS	56,150
		TOTAL CONTRIBUTIONS APPROVED	3,019,536

Skadden
Skadden Arps Slate Meagher & Flom LLP & Affiliates

SKADDEN FELLOWSHIP APPLICATION

2011 APPLICATION PROCEDURES

Skadden Fellowships will provide support for 2011 law school graduates and outgoing judicial law clerks who want to work in the public interest for the type of organization described below. The Fellowship duration is for two years

Grants will be made to sponsoring organizations only. Therefore, before the final application date of October 4, a public interest organization which will sponsor the applicant must be identified. The sponsor must be a 501(c)3 organization which provides civil legal services to the poor, including the working poor, the elderly, the disabled or those deprived of their civil or human rights.

When the application is considered by the grantmaking panel, the worthiness of the proposed project's goals as well as the applicant's competency, character and commitment will be considered.

It must also be understood that the applicant cannot receive any other fellowship funds or prize monies for the duration of the Skadden Fellowship, if awarded. Applications must be received by October 4. Fellows will be notified by December 3.

Those submitting applications for the first year will be required to submit this Fellowship Application plus the following:

1. Official Law School Transcript
2. Two (2) Letters of Recommendation from·
   (a) Law School Professor
   (b) Former Employer
3. Commitment Letter from Potential Sponsoring Organization (and brochure if available)
4. 501(c)3 Tax-exempt Status Qualifying Letter
5. Resume

Please feel free to attach your essays on separate sheets.

Please send applications to:

Skadden Fellowship Program
Four Times Square - Room 29-218
New York, New York 10036
Attention. Susan B. Plum

Non-Discrimination Policy

The Skadden Arps Fellowship Program is committed to a policy against discrimination based on sex, sexual orientation, marital or parental status, race, color, religious creed, national origin, age or handicap.

Skadden

Applicant Name: ____

(Last) (First) (Middle)

Address: ____

____

Home Tel No. ____________________ Office Tel. No. ____________________

Cell Phone No. ____________________ E-mail Address: ________

Soc. Sec. No. ____________________

LAW SCHOOL: ____

Date of Graduation: ____

Percentile/Rank/GPA: ____

Law Review/Law Journal: ____

ADVANCED DEGREE:

School: ____

Year: ____________________

Degree: ____________________ Course of Study: ____________________

UNDERGRADUATE DEGREE:

School: ____

Year: ____________________ Degree: ____________________

Degree: ____________________

BAR EXAM: ____

Bar Admissions: ______________________________ Date: __________

Date: __________

Date: __________

JUDICIAL CLERKSHIP: Judge: ______________________________

Court: ______________________________

From: ____________________ to ____________________

SPONSORING ORGANIZATION: ______________________________

Address: ______________________________

____

____

Tel. No. ______________________________

Name of
Supervising Attorney: ______________________________

____

____

Synopsis of
Proposed Project: ______________________________

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____

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PREVIOUS PUBLIC INTEREST EMPLOYMENT.

1. Employer: ______________________________

Address: ______________________________

____

Position ____________________ Dates: __________

2. Employer: ______________________________

Address: ______________________________

____

Position ____________________ Dates: __________

3. Employer: ______________________________

Address: ______________________________

____

Position ____________________ Dates: __________

OTHER EMPLOYMENT:

1. Employer: ______________________

   Address: ______________________

   ____

   Position ______________ Dates: ________

2. Employer: ______________________

   Address: ______________________

   ____

   Position ______________ Dates: ________

3. Employer· ______________________

   Address· ______________________

   ____

   Position ______________ Dates· ________

NAMES OF YOUR TWO REFERENCES FOR THIS APPLICATION

1. Name: ______________________

   Address: ______________________

   ____

   Tel. No. ______________________

2. Name: ______________________

   Address: ______________________

   ____

   Tel. No. ______________________

Skadden

PLEASE RESPOND TO THE FOLLOWING STATEMENTS:

Describe briefly (300 words) your proposed public interest project Please specify what legal rights you will be enforcing and how you think your project will work:

Select one or two of your previous public interest projects and state briefly (300 words) their significance.

Skadden

State briefly (300 words) your sense of the relevancy of public interest work to contemporary society:

I hereby certify that the facts set forth in the above application are true and complete to the best of my knowledge. I understand that falsified statements on this application shall be considered sufficient cause for denial of receipt of a fellowship.

DATE APPLICANT'S SIGNATURE

Form **8868**
(Rev April 2009)
Department of the Treasury
Internal Revenue Service

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 ► [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 From 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 SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION	**Employer identification number** 13-3455231
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 FOUR TIMES SQUARE	
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10036	

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
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ► THOMAS OSTERNDORF

Telephone No. ► 914 750-3508 FAX No ► 914 729-3460

- 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 08/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► [X] 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	$ 2,625.
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	$ 2,625.
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.

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	Name of Exempt Organization	Employer identification number
File by the extended due date for filing the return. See instructions	SKADDEN, ARPS, SLATE, MEAGHER & FLOM FELLOWSHIP FOUNDATION	13-3455231
	Number, street, and room or suite no. If a P.O. box, see instructions. FOUR TIMES SQUARE	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEW YORK, NY 10036	

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 ▶ THOMAS OSTERNDORF
  Telephone No ▶ 914-750-3508 FAX No. ▶ 914-729-3460
- 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 is for

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

5 For calendar year 2009, or other tax year beginning ______, 20__, and ending ______, 20__.

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 ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

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	$ 0
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	$ 0
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	$ 0.00

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 ▶ [signature] Title ▶ CFA Date ▶ 8/2/10