



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



EXTENSION GRANTED

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

OMB No 1545-0052

Form 990-PF

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

2009

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

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

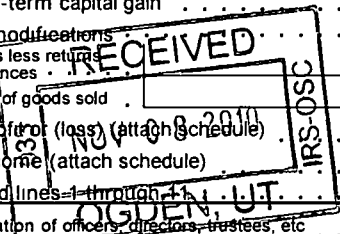
Name of foundation: THE ELIAS FOUNDATION
Employer identification number: 13-4092287
Number and street: 17 MARBLE AVENUE
Room/suite:
City or town, state, and ZIP code: PLEASANTVILLE, NY 10570

H Check type of organization: Section 501(c)(3) exempt private foundation
I Fair market value of all assets at end of year: \$ 4,072,134
J Accounting method: Cash

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))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Contributions, Interest, Dividends, Net gain, Total, Operating and Administrative Expenses, and Net Investment Income.

SCANNED NOV 09 2010



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 (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	129,356.	213,262.	213,262.
	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)	295,402.	295,100.	314,695.
	b	Investments - corporate stock (attach schedule)	1,998,318.	1,963,503.	3,015,902.
	c	Investments - corporate bonds (attach schedule)	402,259.	401,522.	410,358.
	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 141,797. Less accumulated depreciation (attach schedule) 23,880.	133,080.	117,917.	ATCH 4 117,917.
15	Other assets (describe ▶)				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I)	2,958,415.	2,991,304.	4,072,134.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	<b>Total liabilities</b> (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds . . . . .	2,958,415.	2,991,304.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	0.	0.		
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	2,958,415.	2,991,304.		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	2,958,415.	2,991,304.		

**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	2,958,415.
2	Enter amount from Part I, line 27a	2	707,158.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 5	3	19,883.
4	Add lines 1, 2, and 3	4	3,685,456.
5	Decreases not included in line 2 (itemize) ▶ ATTACHMENT 6	5	694,152.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	2,991,304.

**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.)
<b>1a</b>	SEE PART IV SCHEDULE				
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			
<b>a</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2</b>	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 }	<b>2</b>	466,409.
<b>3</b>	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. . . . .			<b>3</b>	

**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	907,817.	4,184,439.	0.216951
2007	836,613.	5,321,781.	0.157205
2006	603,208.	5,389,598.	0.111921
2005	587,270.	4,301,942.	0.136513
2004	248,474.	3,570,557.	0.069590
<b>2</b>	Total of line 1, column (d) . . . . .		<b>2</b> 0.692180
<b>3</b>	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 . . . . .		<b>3</b> 0.138436
<b>4</b>	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5 . . . . .		<b>4</b> 3,250,255.
<b>5</b>	Multiply line 4 by line 3 . . . . .		<b>5</b> 449,952.
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b) . . . . .		<b>6</b> 5,142.
<b>7</b>	Add lines 5 and 6 . . . . .		<b>7</b> 455,094.
<b>8</b>	Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18		<b>8</b> 752,675.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	5,142.
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	5,142.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	5,142.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 . . . . .	6a	1,000.
b	Exempt foreign organizations-tax withheld at source . . . . .	6b	0.
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	8,589.
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d . . . . .	7	9,589.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10	4,300.
11	Enter the amount of line 10 to be <b>Credited to 2010 estimated tax</b> ▶ 4,300. <b>Refunded</b> ▶	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
1c Did the foundation file Form 1120-POL for this year? . . . . .		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .		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? . . . . .		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col (c), and Part XV</i> . . . . .	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ DE, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation</i> . . . . .	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)? <i>If "Yes," complete Part XIV</i> . . . . .		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i> . . . . .	X	

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 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 WWW. ELIASFOUNDATION.ORG
14 The books are in care of JACQUELINE MANN Telephone no 914-449-6782
Located at 17 MARBLE AVENUE PLEASANTVILLE, NY ZIP + 4 10570
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.

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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . Yes No X
(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 X
(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 X
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 X
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 X
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 X
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**

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?  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** 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** 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 7		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
NONE				

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

**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 8		108,630.

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

**Part IX-A** Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
<b>Total.</b> 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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	3,023,298.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	276,453.
<b>c</b>	Fair market value of all other assets (see page 24 of the instructions)	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,299,751.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,299,751.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	49,496.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	3,250,255.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	162,513.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	162,513.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	5,142.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	5,142.
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	157,371.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	157,371.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	157,371.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	<b>1a</b>	752,675.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	752,675.
<b>5</b>	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)	<b>5</b>	5,142.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	747,533.

**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 . . . . .				157,371.
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 . . . . . 94,024.				
b From 2005 . . . . . 378,135.				
c From 2006 . . . . . 362,120.				
d From 2007 . . . . . 576,530.				
e From 2008 . . . . . 699,817.				
f Total of lines 3a through e . . . . .	2,110,626.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 752,675.				
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) . . . . .				
d Applied to 2009 distributable amount . . . . .				157,371.
e Remaining amount distributed out of corpus . . . . .	595,304.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a) )				
6 Enter the net total of each column as indicated below:	2,705,930.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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) . . . . .	94,024.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a . . . . .	2,611,906.			
10 Analysis of line 9				
a Excess from 2005 . . . . . 378,135.				
b Excess from 2006 . . . . . 362,120.				
c Excess from 2007 . . . . . 576,530.				
d Excess from 2008 . . . . . 699,817.				
e Excess from 2009 . . . . . 595,304.				

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)

Table with 5 columns: Tax year (a) 2009, (b) 2008, (c) 2007, (d) 2006, (e) Total. Rows include 2a Adjusted net income, 2b 85% of line 2a, 2c Qualifying distributions, 2d Exempt activities, 2e Qualifying distributions made directly, 3 Alternative tests (Assets, Endowment, Support).

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)

ATTACHMENT 9

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

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

ATTACHMENT 10

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

N/A

c Any submission deadlines

N/A

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

N/A

**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
<p><b>a</b> <i>Paid during the year</i></p> <p>ATTACHMENT 11</p>				
<b>Total.</b> . . . . .				▶ <b>3a</b> 598,649.
<b>b</b> <i>Approved for future payment</i>				
<b>Total.</b> . . . . .				▶ <b>3b</b>





Schedule of Contributors

2009

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

Name of the organization  
THE ELIAS FOUNDATION

Employer identification number  
13-4092287

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<sup>1</sup>/<sub>3</sub> % 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 THE ELIAS FOUNDATION

Employer identification number  
13-4092287

**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JAMES AND JACQUELINE MANN  10 OLD ROAD LANE  MOUNT KISCO, NY 10549	\$ 966,246.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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 )

Name of organization THE ELIAS FOUNDATION

Employer identification number

13-4092287

**Part II** Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	61,000 SHS UBS AG	\$ 966,246.	12/16/2009
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					3,360.	
161,544.		MERRILL LYNCH 7TD-10003 STCG/L -SEE ATTA PROPERTY TYPE: SECURITIES 148,391.				P	VAR	VAR
702,528.		MERRILL LYNCH 7TD-10003 LTCG/L PROPERTY TYPE: SECURITIES 539,054.				P	VAR	VAR
462,183.		MERRILL LYNCH 6LR-02002 LTCG PROPERTY TYPE: SECURITIES 175,761.				D	VAR	VAR
TOTAL GAIN (LOSS) .....							<u>466,409.</u>	

ATTACHMENT 1

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
TRUSTEE FEES	26,332.	26,332.	
CONSULTING FEES	38,492.		38,492.
PROGRAM ADVISOR	70,138.		70,138.
TOTALS	<u>134,962.</u>	<u>26,332.</u>	<u>108,630.</u>

ATTACHMENT 2

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAX	1,381.	1,381.
TOTALS	<u>1,381.</u>	<u>1,381.</u>

ATTACHMENT 3

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS
CLEANING	4,770.
INSURANCE	1,271.
OFFICE EXPENSE	726.
TELEPHONE/WEB EXPENSE	3,750.
TOTALS	<u>10,517.</u>

CHARITABLE PURPOSES
4,770.
1,271.
726.
3,750.
<u>10,517.</u>

LAND, BUILDINGS, EQUIPMENT NOT HELD FOR INVESTMENT

ATTACHMENT 4

ACCUMULATED DEPRECIATION DETAIL

FIXED ASSET DETAIL

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	ENDING BALANCE	BEGINNING BALANCE	ADDITIONS	ENDING BALANCE
LEASEHOLD IMPROV	SL	90,891		90,891	1,165	2,331	3,496
MACHINERY & EQUIP	M5	4,867.		4,867	973	1,557	2,530
FURNITURE & FIXTUR	M7	46,039		46,039	6,579	11,275	17,854
TOTALS		<u>141,797</u>		<u>141,797</u>	<u>8,717</u>		<u>23,880</u>

ATTACHMENT 5FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
TAX REFUND	4,883.
UNCASHED CHECKS	15,000.
TOTAL	<u>19,883.</u>

ATTACHMENT 6

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

DESCRIPTION

AMOUNT

UNREALIZED GAIN/LOSS FOR BOOK PURPOSES

694,152.

TOTAL

694,152.

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

ATTACHMENT 7

CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS

EXPENSE ACCT AND OTHER ALLOWANCES

TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION

NAME AND ADDRESS

COMPENSATION

0. 0. 0.

PRESIDENT  
15.00

JACQUELINE MANN  
10 OLD ROAD LANE  
MOUNT KISCO, NY 10549

0. 0. 0.

SECRETARY  
10.00

JAMES E. MANN  
10 OLD ROAD LANE  
MOUNT KISCO, NY 10549

0. 0. 0.

VICE PRESIDENT  
10.00

ALISON MANN  
C/O J&J MANN  
10 OLD ROAD LANE  
MOUNT KISCO, NY 10549

0. 0. 0.

VICE PRESIDENT  
10.00

ANASTASIA MANN  
C/O J&J MANN  
10 OLD ROAD LANE  
MOUNT KISCO, NY 10549

0. 0. 0.

TREASURER  
10.00

ELDAR SHAFIR  
C/O J&J MANN  
10 OLD ROAD LANE  
MOUNT KISCO, NY 10549

0. 0. 0.

GRAND TOTALS

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
SARAH HANSEN 103 BERKELEY PLACE #2 BROOKLYN, NY 11217	PROGRAM ADVISOR	70,138.
POLLY WITHERS 203 7TH AVENUE BROOKLYN, NY 11215	CONSULTING	38,492.
	TOTAL COMPENSATION	<u>108,630.</u>

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

JACQUELINE MANN  
JAMES E. MANN

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

WWW.ELIASFOUNDATION.ORG

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

ATTACHMENT 11

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR  
AND  
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

SEE ATTACHED SCHEDULE

N/A  
PUBLIC

UNRESTRICTED

598,649

TOTAL CONTRIBUTIONS PAID

598,649

**SCHEDULE D  
(Form 1041)**

Department of the Treasury  
Internal Revenue Service

**Capital Gains and Losses**

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

**2009**

Name of estate or trust <b>THE ELIAS FOUNDATION</b>	Employer identification number <b>13-4092287</b>
--	---

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b>					

<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	<b>1b</b>	13,153.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	<b>2</b>	
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>3</b>	
<b>4</b> Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet . . . . .	<b>4</b>	( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back . . . . . ▶	<b>5</b>	13,153.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b>					

<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	<b>6b</b>	449,896.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	<b>7</b>	
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	<b>8</b>	
<b>9</b> Capital gain distributions . . . . .	<b>9</b>	3,360.
<b>10</b> Gain from Form 4797, Part I . . . . .	<b>10</b>	
<b>11</b> Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet . . . . .	<b>11</b>	( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back . . . . . ▶	<b>12</b>	453,256.

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		13,153.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		453,256.
b	Unrecaptured section 1250 gain (see line 18 of the wrksh) . . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . .	<b>15</b>		466,409.

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

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

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

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero  
**Caution:** Skip this part and complete the worksheet on page 8 of the instructions if  
• Either line 14b, col (2) or line 14c, col (2) is more than zero, or  
• Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

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

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . . .	<b>17</b>		
<b>18</b>	Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- . . . . .	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20 If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17 If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the <b>smaller</b> of the amount on line 17 or \$2,300 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the <b>smaller</b> of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% ( 15) . . . . .	<b>30</b>		
<b>31</b>	Figure the tax on the amount on line 23 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>		
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>		
<b>33</b>	Figure the tax on the amount on line 17 Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>		
<b>34</b>	<b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>		







Account No.  
7TD-10003

Taxpayer No.  
73-4092287

Page  
8 of 23

BANK OF AMERICA (MLTC)

### 2009 ANNUAL STATEMENT SUMMARY

Your Tax Reporting Statement information that follows is a personal summary of your account activity and is not reported to the IRS.

The Capital Gain and Loss Transaction section is provided to facilitate your review and may not include return of capital, sales load deferral, or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains. The cost basis for these securities may not have been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income received. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that an election was in effect to amortize premium paid on the purchase of taxable bonds.

Dividend and Interest details are repeated in the following pages for your convenience. Additionally, we have included items such as margin interest and select account fees if applicable. Please discuss the deductibility of these items with your tax advisor. For select clients, we have also included a summary of Visa charges and checking activity.

Merrill Lynch is neither a tax return preparer or tax advisor. Please see your tax advisor for more information.

### 2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
<b>SHORT TERM CAPITAL GAINS</b>								
AOL INC	36 0000	04/15/09	12/16/09			914.01	575.43	338.58
	54 0000	07/22/09	12/16/09			1,371.03	1,060.05	310.98
						<b>2,285.04</b>	<b>1,635.48</b>	<b>649.56</b>
TIME WARNER INC SHS	400 0000	04/15/09	12/16/09			12,055.89	8,195.48	3,860.41
	600 0000	07/22/09	12/16/09			18,083.84	15,097.64	2,986.20
						<b>30,139.73</b>	<b>23,293.12</b>	<b>6,846.61</b>
BLACKROCK ST BOND FD I	5144 0000	02/04/09	11/17/09			50,000.00	45,935.91	4,064.09
BLACKROCK BOND PTFI INST	36 0000	04/30/09	08/18/09			342.25	319.68	22.57
	21 0000	08/29/08	08/18/09			199.64	191.94	7.70
	22 0000	09/30/08	08/18/09			209.15	192.28	16.87
	23 0000	10/31/08	08/18/09			218.66	195.96	22.70
	50 0000	05/29/09	08/18/09			475.36	447.50	27.86
	52 0000	06/30/09	08/18/09			494.37	468.00	26.37
	48 0000	07/31/09	08/18/09			456.36	438.24	18.12
	23 0000	11/28/08	08/18/09			218.66	195.73	22.93
	22 0000	12/31/08	08/18/09			209.15	191.62	17.53
	22 0000	01/30/09	08/18/09			209.15	192.72	16.43
	22 0000	02/27/09	08/18/09			209.15	191.18	17.97



BANK OF AMERICA (MLTC)

THE ELIAS FOUNDATION

Account No.  
7TD-10003

Taxpayer No.  
13-4092287

Page  
9 of 23

2009 ANNUAL STATEMENT SUMMARY

2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
BLACKROCK BOND PTFL INST	24.0000	03/31/09	08/18/09			228.17	211.44	16.73
	1.0000	09/02/08	09/02/09			9.19	9.17	0.02
	1.0000	11/03/08	09/02/09			9.19	8.55	0.64
	1.0000	05/01/09	09/02/09			9.19	8.88	0.31
	20.0000	12/24/08	09/02/09			183.83	174.00	9.83
	1.0000	01/02/09	09/02/09			9.19	8.67	0.52
	1.0000	02/02/09	09/02/09			9.19	8.78	0.41
	1.0000	03/02/09	09/02/09			9.19	8.73	0.46
	5636.0000	04/15/09	09/02/09			51,805.10	49,991.31	1,813.79
	1.0000	04/16/09	09/02/09			9.19	8.85	0.34
	1.0000	08/03/09	09/02/09			9.19	9.09	0.10
	42.0000	08/31/09	09/02/09			806.75	387.24	419.51
<b>Security Subtotal</b>						<b>56,339.27</b>	<b>53,859.56</b>	<b>2,479.71</b>
<b>Short Term Capital Gains Subtotal</b>						<b>138,764.04</b>	<b>124,724.07</b>	<b>14,039.97</b>

SHORT TERM CAPITAL LOSSES

FIFTH THIRD BANCORP	1000.0000	08/04/09	08/18/09			9,921.35	10,119.04	(197.69)
NOKIA CORP SPON ADR	1000.0000	04/15/09	12/14/09			12,849.88	13,538.30	(688.42)
BLACKROCK BOND PORTFOLIO	1.0000	09/01/09	09/02/09			9.20	9.23	(0.03)
<b>Short Term Capital Losses Subtotal</b>						<b>22,780.43</b>	<b>23,666.57</b>	<b>(886.14)</b>
<b>NET SHORT TERM CAPITAL GAIN (LOSS)</b>								<b>13,153.83</b>

LONG TERM CAPITAL GAINS

GENENTECH INC NEW	400.0000	05/15/06	04/24/09			38,000.00	32,034.00	5,966.00
	400.0000	05/07/07	04/24/09			38,000.00	32,690.00	5,310.00
	600.0000	10/02/07	04/24/09			57,000.00	46,894.02	10,105.98
<b>Security Subtotal</b>						<b>133,000.00</b>	<b>111,618.02</b>	<b>21,381.98</b>



BANK OF AMERICA (MLTC)

Account No.  
7TD-10003

Taxpayer No.

13-4092287

Page  
10 of 23

THE ELIAS FOUNDATION

2009 ANNUAL STATEMENT SUMMARY

2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
ORACLE CORP \$0 01 DEL	3000 0000	04/03/06	12/16/09			69,598.21	41,550.00	28,048.21
	3000 0000	04/11/06	12/16/09			69,598.21	41,715.00	27,883.21
		<b>Security Subtotal</b>				<b>139,196.42</b>	<b>83,265.00</b>	<b>55,931.42</b>
BLACKROCK BOND PTFL INST	15.0000	04/30/08	08/18/09			142.60	140.70	1.90
	22 0000	05/30/08	08/18/09			209.15	204.60	4.55
	22 0000	06/30/08	08/18/09			209.15	202.84	6.31
	23.0000	07/31/08	08/18/09			218.66	210.68	7.98
		<b>Security Subtotal</b>				<b>779.56</b>	<b>758.82</b>	<b>20.74</b>
		<b>Long Term Capital Gains Subtotal</b>				<b>272,975.98</b>	<b>195,641.84</b>	<b>77,334.14</b>

LONG TERM CAPITAL LOSSES

ALCOA INC	2000.0000	01/07/05	02/23/09			12,021.12	61,499.20	(49,478.08)
	500.0000	08/22/05	02/23/09			3,005.29	14,227.50	(11,222.21)
		<b>Security Subtotal</b>				<b>15,026.41</b>	<b>75,726.70</b>	<b>(60,700.29)</b>
GENERAL ELECTRIC	1000.0000	08/22/05	07/09/09			10,679.73	34,185.00	(23,505.27)
NYSE EURONEXT	400.0000	05/15/06	07/22/09			10,396.53	27,618.00	(17,221.47)
	100.0000	08/08/06	07/22/09			2,599.14	6,033.50	(3,434.36)
		<b>Security Subtotal</b>				<b>12,995.67</b>	<b>33,651.50</b>	<b>(20,655.83)</b>
NOKIA CORP SPON ADR	300.0000	07/11/00	12/14/09			3,854.96	15,505.50	(11,650.54)
	100.0000	07/19/00	12/14/09			1,284.98	5,393.50	(4,108.52)
	100.0000	10/13/00	12/14/09			1,284.98	3,018.50	(1,733.52)
	300.0000	11/18/02	12/14/09			3,854.96	5,490.00	(1,635.04)
	2000 0000	07/07/04	12/14/09			25,699.75	28,480.00	(2,780.25)
	200.0000	03/13/07	12/14/09			2,569.97	4,329.00	(1,759.03)
		<b>Security Subtotal</b>				<b>38,549.60</b>	<b>62,216.50</b>	<b>(23,666.90)</b>



THE ELIAS FOUNDATION

Account No.  
71D-10003

Taxpayer No.  
13-4092287

Page  
11 of 23

BANK OF AMERICA (MLTC)

2009 ANNUAL STATEMENT SUMMARY

2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
BLACKROCK BOND PORTFOLIO	2285.0000	04/08/08	08/18/09			20,748.17	21,524.69	(776.52)
	3022.0000	04/08/08	09/02/09			27,777.66	28,467.24	(689.58)
	1.0000	05/01/08	09/02/09			9.19	9.38	(0.19)
	1.0000	07/01/08	09/02/09			9.19	9.21	(0.02)
<b>Security Subtotal</b>						<b>48,544.21</b>	<b>50,010.52</b>	<b>(1,466.31)</b>
<b>Long Term Capital Losses Subtotal</b>						<b>125,795.62</b>	<b>255,790.22</b>	<b>(129,994.60)</b>

NET LONG TERM CAPITAL GAIN (LOSS)

(52,660.46)

OTHER TRANSACTIONS

AOL INC	.0000	12/24/09	12/24/09			21.54	N/A	N/A
UBS AG REG	20000.0000	12/18/09	12/21/09			303,734.19	87,600.00	216,134.19
<b>Other Transactions Subtotal</b>						<b>303,755.73</b>	<b>687,422.70</b>	<b>176,627.56</b>

TOTAL CAPITAL GAINS AND LOSSES  
TOTAL REPORTABLE GROSS PROCEEDS  
DIFFERENCE

864,071.80  
864,077.32  
(5.52) \*

Note: Capital gains and losses in this statement are not reported to the IRS.

\* Difference reflects items that are included in the reportable gross proceeds section of your statement but are not included in the gain/loss section (e.g., liquidation of fractional shares and the proceeds from certain tender offers). It also reflects items that are included in the gain/loss section of your statement but not in the reportable gross proceeds section (e.g., option premium received).

N/A - Results which cannot be calculated because of insufficient data in the Capital Gain or (Loss) Column and are not included in the realized capital gain and loss summary.



THE ELIAS FOUNDATION

Account No.  
6LR-02002

Taxpayer No.  
13-4092287

Page  
7 of 9

ELIAS FOUNDATION

2009 ANNUAL STATEMENT SUMMARY

Your Tax Reporting Statement information that follows is a personal summary of your account activity and is not reported to the IRS.

The Capital Gain and Loss Transaction section is provided to facilitate your review and may not include return of capital, sales load deferral, or wash sales adjustments. RICs (which may include mutual funds and unit investment trusts) may reclassify principal distributions as capital gains. The cost basis for these securities may not have been adjusted on your statement to reflect such reclassifications. Please refer to information provided by the RIC and discuss with your tax advisor. Securities distributed from a retirement account reflect the tax basis on the date of distribution. Other methods for calculating gain (loss) are available. The cost basis for most Original Issue Discount ("OID") obligations includes the accretion of OID. For purposes of allocating original purchase price to the components of an equity unit consisting of a purchase contract and a debt security subject to a remarketing event, we assumed the fair market value of the debt security on purchase date was equal to its adjusted issue price. The difference between your original cost and the amount allocable to the debt component was allocated to the purchase contract. In making adjustments to the cost basis of the purchase contract, it was assumed that the unit holder included contract adjustment payments in income received. In calculating gain (loss), unless otherwise noted, it was assumed that the oldest position was liquidated first, and that an election was in effect to amortize premium paid on the purchase of taxable bonds.

Dividend and Interest details are repeated in the following pages for your convenience. Additionally, we have included items such as margin interest and select account fees if applicable. Please discuss the deductibility of these items with your tax advisor. For select clients, we have also included a summary of Visa charges and checking activity.

Merrill Lynch is neither a tax return preparer or tax advisor. Please see your tax advisor for more information.

2009 CAPITAL GAIN AND LOSS TRANSACTIONS

Security Description	Quantity	Date Acquired Cover of Short	Date Liquidated Short Sale	Amortization/Accretion Year-to-Date	Life-to-Date	Sales Price	Cost Basis	Gain or (Loss)
<b>OTHER TRANSACTIONS</b>								
UBS AG REG	20000.0000	12/22/08	01/30/09			237,398.00	87,600.00	149,798.00
	20128.0000	12/22/08	02/02/09			224,785.48	88,101.00	136,684.48
		<b>Security Subtotal</b>				<b>462,183.48</b>	<b>175,701.00</b>	<b>286,482.48</b>
		<b>Other Transactions Subtotal</b>				<b>462,183.48</b>	<b>175,701.00</b>	<b>286,482.48</b>
		<b>TOTAL CAPITAL GAINS AND LOSSES</b>				<b>462,183.48</b>		
		<b>TOTAL REPORTABLE GROSS PROCEEDS</b>				<b>462,183.48</b>		
		<b>DIFFERENCE</b>				<b>0.00 *</b>		

Note: Capital gains and losses in this statement are not reported to the IRS.

\* Difference reflects items that are included in the reportable gross proceeds section of your statement but are not included in the gain/loss section (e.g., liquidation of fractional shares and the proceeds from certain tender offers). It also reflects items that are included in the gain/loss section of your statement but not in the reportable gross proceeds section (e.g., option premium received).

N/A - Results which cannot be calculated because of insufficient data in the Capital Gain or (Loss) Column and are not included in the realized capital gain and loss summary



PART XV - SUPPLEMENTARY INFORMATION

Payee	Grantee Address	Grants
ACORN	739 8th Street SE Washington, DC 20003	2,000 00
AIUSA	5 Penn Plaza New York, NY 10001 phone (212) 807-8400	10,000 00
AlterNet	77 Federal Street, 2nd Floor San Francisco, CA 94107	500 00
Answer	Center for Applied Psychology Rutgers University 41 Gordon Road, Suite C Piscataway, NJ 08854	2,500 00
Ashraya Initiative	22 Chambers Street, Suite 400 Princeton, NJ 08542	3,000 00
CAAAY	2473 Valentine Avenue Bronx, NY 10458	1,000 00
Channel 13	450 West 33rd Street New York, NY 10001	2,000 00
Children's Village	1 Echo Hills Children's Village Dobbs Ferry, NY 10522	35,335 00
CLUSTER Westchester Mediation Center	20 South Broadway – Room 501 Yonkers, NY 10701 T (914) 963-6440	20,000 00
Community Planning Council of Yonkers (55 Plus)	c/o Saint Joseph's Medical Center 127 South Broadway Yonkers, NY 10701	8,000 00
Community Voices Heard	170 East 116th Street, Suite 1E New York, NY 10029 T (212) 860-6001 xt 103	30,000 00
Correctional Assoc (Juvenile Justice Project)	2090 Adam Clayton Powell Blvd , Suite 200 New York, NY 10027	5,000 00
DRUM	72-26 Broadway, 4th Floor Jackson Heights, NY 11372	1,000 00
El Kilombo Integalactico	P O Box 2103 Durham, NC 27701	6,000 00
FSSY (Grandpower)	70 Ashburton Avenue P O Box 437 Yonkers, NY 10703-0437	20,000 00
FSW (Youth Councils)	One Gateway Plaza Port Chester, NY 10573	5,000 00
Girls Inc of Westchester County	8 Branford Road Hastings-on-Hudson, NY 10706	2,000 00
Grassroots International	179 Boylston Street, 4th floor Boston MA 02130 USA	5,000 00

PART XV - SUPPLEMENTARY INFORMATION

Payee	Grantee Address	Grants
Groundwork Hudson Valley	6 Wells Avenue Yonkers, NY 10701	35,000 00
Hispanic Resource Center	168 West Boston Post Road Mamaroneck, NY 10543	35,000 00
Hunger Action Network of NYS	260 W 36th St , #504 New York, NY 10018	20,000 00
Iditarod National Historic Trail, Inc (Seppala Grant)	DBA Iditarod Historic Trail Alliance 33820 Bell Road Thousand Palms, CA 92276	5,000 00
In These Times	2040 N Milwaukee Ave Chicago, IL 60647	500 00
Interfaith Worker Justice	1020 W Bryn Mawr Ave , 4th Floor Chicago, IL 60660	5,000 00
Isles, Inc	10 Wood Street Trenton, NJ 08618	20,000 00
Jobs with Justice	1325 Massachusetts Avenue NW Suite 200 Washington, D C 20005	5,000 00
Kids in Danger	116 West Illinois Street Suite 5E Chicago, IL 60654	7,500 00
LALDEF	P O BOX 80 Princeton, NJ 08540-0080	500 00
Nation Associates	33 Irving Place New York, NY 10003	3,000 00
National Coalition to Abolish the Death Penalty	1705 DeSales Street, NW, Fifth Floor Washington D C , 20036	4,000 00
National People's Action	810 N Milwaukee Chicago, IL 60642	3,000 00
NDLON	675 S Park View St Suite B Los Angeles, CA 90057	3,000 00
Neighbors Link (Building Blocks)	27 Columbus Avenue Mount Kisco, NY 10549	30,000 00
New Labor	4 Skyline Drive Hawthorne, NY 10532	24,000 00
NorthStar Fund	520 Eighth Avenue, Fl 22 New York, NY 10018	10,000 00
Ossining UFSD	190 Croton Avenue Ossining, NY 10562	30,314 00

ELIAS FOUNDATION  
FORM 990-PF

EIN: 13-4092287

PART XV - SUPPLEMENTARY INFORMATION

Payee	Grantee Address	Grants
Partners in Health	800 Boylston Street, 47th Floor Boston, MA 02199	7,500 00
Planned Parenthood Hudson Peconic	4 Skyline Drive Hawthorne, New York 10532	2,000 00
PRAMA	437 East State Street Trenton, NJ 08608	12,000 00
Preble Street	PO Box 1459 Portland, ME 04104	5,000 00
Refugee Family Services	5561 Memorial Dr Stone Mountain, GA 30083-3237	5,000 00
Salish Kootenai College	52000 Hwy 93 P O Box 70 Pablo, MT 59855	35,000 00
Southern Center for Human Rights	83 Poplar Street, NW Atlanta, GA 30303-2122	6,000 00
Southern Maine Workers' Center	574 Congress St, 2nd Floor Portland, Maine 04101	16,000 00
Thomas H Slater Center, Inc (Step Up Girls)	2 Fisher Court White Plains, NY 10601 T (914) 948-6211	5,000 00
Tides Foundation (YJFC)	P O Box 29903 San Francisco CA 94129-0903	30,000 00
WESPAC	19 Marble Avenue Pleasantville, NY 10570 T (914) 682-4690	56,000 00
Westchester Children's Assoc (2 meetings)	175 Main Street, Suite 702 White Plains, NY 10601	4,000 00
Westchester Hispanic Coalition (for HVCC)	46 Waller Avenue White Plains, NY 10605 T (914) 948-8466	11,000 00
Westchester Residential Opportunities	470 Mamaroneck Ave , Suite 410 White Plains, NY 10605	3,000 00
WNYC	160 Vanck St New York, NY 10013	2,000 00

TOTAL 598,649.00

**Depreciation and Amortization**  
(Including Information on Listed Property)

Department of the Treasury  
Internal Revenue Service (99)

▶ See separate instructions.

▶ Attach to your tax return.

Attachment  
Sequence No **67**

Name(s) shown on return

THE ELIAS FOUNDATION

Identifying number

13-4092287

Business or activity to which this form relates

**GENERAL DEPRECIATION**

**Part I Election To Expense Certain Property Under Section 179**

*Note: If you have any listed property, complete Part V before you complete Part I*

1	Maximum amount See the instructions for a higher limit for certain businesses . . . . .	1	
2	Total cost of section 179 property placed in service (see instructions) . . . . .	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions) . . . . .	3	
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0- . . . . .	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions . . . . .	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29 . . . . .	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7 . . . . .	8	
9	Tentative deduction Enter the smaller of line 5 or line 8 . . . . .	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562 . . . . .	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions) . . . . .	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11 . . . . .	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12 . . . . .	13	

*Note: Do not use Part II or Part III below for listed property Instead, use Part V*

**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions) . . . . .	14	
15	Property subject to section 168(f)(1) election . . . . .	15	
16	Other depreciation (including ACRS) . . . . .	16	2,331.

**Part III MACRS Depreciation (Do not include listed property) (See instructions)**

**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2009 . . . . .	17	12,832.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here . . . . .		

**Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System**

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	M M	S/L	
i Nonresidential real property			39 yrs	M M	S/L	

**Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System**

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	M M	S/L	

**Part IV Summary (See instructions)**

21	Listed property Enter amount from line 28 . . . . .	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instructions . . . . .	22	15,163.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs . . . . .	23	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

24a Do you have evidence to support the business/investment use claimed? Yes No 24b If "Yes," is the evidence written? Yes No
(a) Type of property (list vehicles first) (b) Date placed in service (c) Business/investment use percentage (d) Cost or other basis (e) Basis for depreciation (business/investment use only) (f) Recovery period (g) Method/Convention (h) Depreciation deduction (i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) 25
26 Property used more than 50% in a qualified business use
27 Property used 50% or less in a qualified business use
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 28
29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

30 Total business/investment miles driven during the year (do not include commuting miles)
31 Total commuting miles driven during the year
32 Total other personal (noncommuting) miles driven
33 Total miles driven during the year Add lines 30 through 32
34 Was the vehicle available for personal use during off-duty hours?
35 Was the vehicle used primarily by a more than 5% owner or related person?
36 Is another vehicle available for personal use?

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons (see instructions).

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners.
39 Do you treat all use of vehicles by employees as personal use?
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)
Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI Amortization

(a) Description of costs (b) Date amortization begins (c) Amortizable amount (d) Code section (e) Amortization period or percentage (f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year (see instructions).
43 Amortization of costs that began before your 2009 tax year 43
44 Total. Add amounts in column (f) See the instructions for where to report 44

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

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

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization THE ELIAS FOUNDATION	Employer identification number 13-4092287
	Number, street, and room or suite no. If a P O box, see instructions 17 MARBLE AVENUE	For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions PLEASANTVILLE, NY 10570	

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

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> 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  JACQUELINE MANN  
Telephone No  914 449-6782 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 is for

- I request an additional 3-month extension of time until 11/15/2010
- For calendar year 2009, or other tax year beginning \_\_\_\_\_ and ending \_\_\_\_\_
- If this tax year is for less than 12 months, check reason  Initial return  Final return  Change in accounting period
- State in detail why you need the extension CURRENTLY AWAITING INFORMATION NECESSARY FOR COMPLETION OF 990-PF.

<b>8a</b> 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	<b>8a</b> \$ <u>9,589</u>
<b>b</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	<b>8b</b> \$ <u>1,000</u>
<b>c Balance Due.</b> 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	<b>8c</b> \$ <u>8,589</u>

**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 Jacqueline MANN Title CPA Date 8/10/10  
 PHILLIPS GOLD AND COMPANY, LLP  
 1430 BROADWAY, 6TH FL  
 NEW YORK, NY 10018

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury Internal Revenue Service

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

Table with 3 columns: Type or print, Name of Exempt Organization, Employer identification number. Row 1: THE ELIAS FOUNDATION, 13-4092287. Row 2: 17 MARBLE AVENUE. Row 3: PLEASANTVILLE, NY 10570.

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

- Form 990 [ ] Form 990-T (corporation) [ ] Form 4720 [ ]
Form 990-BL [ ] Form 990-T (sec 401(a) or 408(a) trust) [ ] Form 5227 [ ]
Form 990-EZ [ ] Form 990-T (trust other than above) [ ] Form 6069 [ ]
Form 990-PF [X] Form 1041-A [ ] Form 8870 [ ]

The books are in the care of JACQUELINE MANN
Telephone No 914 449-6782 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 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

Table with 3 columns: Description, 3a, 3b, 3c. Row 1: 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 \$ 600. Row 2: 3b 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 \$ 1,000. Row 3: 3c 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 \$ NONE.

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.