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

2009

Department of the Treasury
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation PROJECT PERICLES INC	A Employer identification number 13-4097541
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite 535 FIFTH AVENUE 906	B Telephone number (see instructions) (212) 949-4100
	City or town, state, and ZIP code NEW YORK NY 10017	C If exempt application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 102,026	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), & (d) may not necessarily equal the amounts in column (a) (see instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule) 401,250	401,250			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temp. cash investments 134	134	134		
4 Dividends and interest from securities				
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain/(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)		0		
8 Net short-term capital gain			0	
9 Income modifications			0	
10 a Gross sales less rtns & allowances 0				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule) #1 50,650	50,650			
12 Total. Add lines 1 through 11. 452,034	452,034	134	0	
13 Compensation of officers, directors, trustees, etc.	133,391			133,391
14 Other employee salaries and wages	106,131			106,131
15 Pension plans, employee benefits	8,821			8,821
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule) #2 1,750	1,750			1,750
c Other professional fees (attach schedule) #3 6,100	6,100			6,100
17 Interest				
18 Taxes (attach schedule) (see instruction) #4 17,874	17,874			17,874
19 Depreciation (attach sch.) and depletion	2,650			
20 Occupancy	60,309			60,309
21 Travel, conferences, and meetings	34,427			34,427
22 Printing and publications	10,395			10,395
23 Other expenses (attach schedule) #5 18,067	18,067			18,067
24 Total operating and administrative expenses. Add lines 13 through 23 399,915	399,915	0	0	397,265
25 Contributions, gifts, grants paid 37,900	37,900			37,900
26 Total exp. & disbursements. Add lines 24 and 25 437,815	437,815	0	0	435,165
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements 14,219	14,219			
b Net investment income (if neg., enter -0-) 134		134		
c Adjusted net income (if neg., enter -0-) 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 inst.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash -- non-interest-bearing	93,220	85,622	85,622
	2	Savings and temporary cash investments	1,276	16,404	16,404
	3	Accounts receivable			
		Less: allowance for doubtful accts.			
	4	Pledges receivable			
		Less: allowance for doubtful accts.			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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			
	10a	Investments -- U.S. and state govt. obligations (attach sch)			
	b	Investments -- corporate stock (attach schedule)			
	c	Investments -- corporate bonds (attach schedule)			
	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	13,252			
	Less: accumulated depreciation (attach schedule)	3,232			
15	Other assets (describe ▶ See attachment #7)	20,320	20,320		
16	Total assets (to be completed by all filers -- see the instructions. Also, see page 1, item I)	127,486	132,366	102,026	
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	Total liabilities (add lines 17 through 22)	0	0		
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, ck. here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	127,486	132,366	
30	Total net assets or fund balances (see the instructions)	127,486	132,366		
31	Total liabilities and net assets/fund balances (see the inst.)	127,486	132,366		

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	127,486
2	Enter amount from Part I, line 27a	2	14,219
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	141,705
5	Decreases not included in line 2 (itemize) ▶ See attachment #8	5	9,339
6	Total net assets or fund balances at end of year (line 4 minus line 5) -- Part II, column (b), line 30.	6	132,366

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			(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	
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	0
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 the instructions) If (loss), enter -0- in Part I, line 8		3	0

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.

(a) Base period years Calendar year (or tax year beg. in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	419,344	109,852	3.817354
2007	335,963	87,001	3.861599
2006	7,500	61,441	0.122068
2005	7,500	62,377	0.120237
2004	10,060	77,512	0.129786

2 Total of line 1, column (d)	2	8.051044
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	1.610209
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	90,073
5 Multiply line 4 by line 3	5	145,036
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1
7 Add lines 5 and 6	7	145,037
8 Enter qualifying distributions from Part XII, line 4	8	435,165

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

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

Table with 11 rows and 2 columns. Rows include: 1a Exempt operating foundations... 1b Domestic foundations... 1c All other domestic foundations... 2 Tax under section 511... 3 Add lines 1 and 2... 4 Subtitle A (income) tax... 5 Tax based on investment income... 6 Credits/Payments... 7 Total credits and payments... 8 Enter any penalty... 9 Tax due... 10 Overpayment... 11 Enter amount of line 10 to be: Credited to 2010 estimated tax / Refunded

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No). Rows include: 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation... 1b Did it spend more than \$100 during the year... 1c Did the foundation file Form 1120-POL... 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?... 3 Has the foundation made any changes, not previously reported to the IRS... 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?... 4b If "Yes," has it filed a tax return on Form 990-T for this year?... 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?... 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either... 7 Did the foundation have at least \$5,000 in assets at any time during the yr.?... 8a Enter the states to which the foundation reports or with which it is registered... 8b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General... 9 Is the foundation claiming status as a private operating foundation... 10 Did any persons become substantial contributors during tax year?

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address PROJECTPERICLES.ORG
14 The books are in care of See attachment #9 Telephone no
Located at ZIP+4
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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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.)
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 the instructions)?
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?
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?
If "Yes," list the years 20, 20, 20, 20
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 the instructions.)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20, 20, 20, 20
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
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.)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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

5 a 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 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 the instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here. Yes No

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) N/A

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? Yes No
 If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and avg. hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred comp.	(e) Expense account, other allowances
See attachment #10				

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and avg. hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See attachment #11				

Total number of other employees paid over \$50,000 0

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 the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
See attachment #12		

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

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 See attachment #13	371,922
2 See attachment #14	26,345
3 See attachment #15	37,400
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See the instructions.	
3	

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	
b	Average of monthly cash balances	1b	59,689
c	Fair market value of all other assets (see the instructions)	1c	31,756
d	Total (add lines 1a, b, and c)	1d	91,445
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	
3	Subtract line 2 from line 1d	3	91,445
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see the instructions)	4	1,372
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	90,073
6	Minimum investment return. Enter 5% of line 5	6	4,504

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

Part XII Qualifying Distributions (see 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	435,165
b	Program-related investments -- total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	435,165
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 the instructions)	5	1
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	435,164

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 the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				0
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years. 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <u>435,165</u>				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required -- see the instructions)				
c Treated as distributions out of corpus (Election required -- see the instructions)				
d Applied to 2009 distributable amount				
e Remaining amount distributed out of corpus				
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:				
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 the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount -- see 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 the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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)

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

Tax year	Prior 3 years			(e) Total	
	(a) 2009	(b) 2008	(c) 2007		(d) 2006
		1,630	2,387	3,072	7,089
b 85% of line 2a		1,386	2,029	2,611	6,026
c Qualifying distributions from Part XII, line 4 for each year listed	435,165	419,746	335,987	240,908	1,431,806
d Amounts included in line 2c not used directly for active conduct exempt act					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	435,165	419,746	335,987	240,908	1,431,806
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test -- enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test -- enter 2/3 of min investment return shown in Part X, line 6 for each year listed	3,003	3,662	2,900	2,048	11,613
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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>a Paid during the year See attachment #16</p>				
Total				▶ 3a 37,900
<p>b Approved for future payment</p>				
Total				▶ 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
	(a) Business code	(b) Amount	(c) Excl. code	(d) Amount	
1 Program service revenue.					
a See attachment #17					6,500
b					
c					
d					
e					
f					
g Fees & contracts from government agencies					
2 Membership dues and assessments					44,000
3 Interest on savings and temporary cash investments			14	134	
4 Dividends and interest from securities					
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 See attachment #18				150	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		284	50,500
13 Total. Add line 12, columns (b), (d), and (e).				13	50,784

(See worksheet in line 13 instructions 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 the instructions.)

Part XVII

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

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?		Yes	No
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

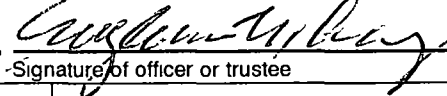

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2 a 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

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

SIGN HERE			5-17-10	CHAIRMAN
	Signature of officer or trustee		Date	Title
	Paid Preparer's Use Only	Preparer's signature 	Date 5-13-10	Check if self-employed <input checked="" type="checkbox"/>
	Firm's name (or yours if self-employed), address, and ZIP code	ROBERT RESCIGNO CPA 80-08 51ST AVE Elmhurst, NY 11373	Preparer's identifying number (see Signature in the instructions)	EIN 11-3465485 Phone no. (718) 458-0505

Schedule of Contributors

2009

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

Name of the organization PROJECT PERICLES INC	Employer identification number 13-4097541
---	---

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).

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

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

Name of organization: PROJECT PERICLES INC
 Employer identification number: 13-4097541

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	EUGENE M LANG FOUNDATION 535 FIFTH AVE ROOM 906 NEW YORK, NY 10017	\$ 300,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	RUSSELL L CARSON 320 PARK AVENUE SUITE 2500 NEW YORK, NY 10022	\$ 25,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	JONATHAN F FANTON 140 SOUTH DEARBORN STREET SUITE 1200 CHICAGO, IL 60603	\$ 1,250	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	FALCONWOOD FOUNDATION INC 67 IRVING PLACE NEW YORK, NY 10003	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	SPENCER FOUNDATION 625 NORTH MICHIGAN AVE SUITE 1600 CHICAGO, IL 60611	\$ 15,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	TEAGLE FOUNDATION 10 ROCKEFEKKER PLAZA ROOM 920 NEW YORK, NY 10020	\$ 50,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

SCHEDULE OF OTHER INCOME

Attachment 1: page 1 - 990-PF Page 1, Part I, Line 11

Open to Public Inspection For calendar year 2009, or tax period beginning , and ending

Name of Organization: PROJECT PERICLES INC Employer Identification Number: 13-4097541

Description of Other Income	Revenue and Expenses	Net Investment Income	Adjusted Net Income
MISCELLANEOUS	150		
DUES	44,000		
CONFERENCE FEES	6,500		
Totals	50,650		

SCHEDULE OF ACCOUNTING FEES

Attachment 2: page 1 - 990-PF Page 1, Part I, Line 16b

Open to Public Inspection For calendar year 2009, or tax period beginning , and ending

Name of Organization: PROJECT PERICLES INC Employer Identification Number: 13-4097541

Accounting Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
ACCOUNTING FEES	1,750			1,750
Total	1,750			1,750

SCHEDULE OF OTHER PROFESSIONAL FEES

Attachment 3: page 1 - 990-PF Page 1, Part I, Line 16c

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization PROJECT PERICLES INC		Employer Identification Number 13-4097541

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
PROFESSIONAL FEES	6,100			6,100
Total	6,100			6,100

SCHEDULE OF TAXES PAID

Attachment 4: page 1 - 990- PF Page 1, Part I, Line 18

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization PROJECT PERICLES INC		Employer Identification Number 13-4097541

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charity
PAYROLL TAXES	17,858			17,858
EXCISE TAX	16			16
Total	17,874			17,874

OTHER EXPENSES SCHEDULE

Attachment 5: page 1 990-PF Page 1, Part I, Line 23

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization PROJECT PERICLES INC		Employer Identification Number 13-4097541

Description of Activity	Revenue and Expenses	Net Investment Income	Adjusted Net Income	Disbursements for Charity
ADVERTISING	60			60
EMAIL SERVICES	321			321
FILING FEES	200			200
GIFTS	200			200
INSURANCE	8,606			8,606
MAINTENANCE	260			260
PAYROLL SERVICE FEE	1,092			1,092
POSTAGE	571			571
STATIONARY & SUPPLIES	3,191			3,191
TELEPHONE	2,391			2,391
TRANSIT CHECK	901			901
WEBSITE	274			274
Total	18,067			18,067

SCHEDULE OF LAND, BUILDING & EQUIPMENT

Attachment 6: page 1 - 990-PF Page 2, Part II, Line 14

Open to Public Inspection

For Calendar year 2009, or tax year period beginning

and ending

Name of Organization

Employer Identification Number

PROJECT PERICLES INC

13-4097541

Category or Description of Property

Ending FMI
(990-PF Only)

End of Year
Book Value

Accumulated
Depreciation

Cost or Other
Basis

LEASEHOLD IMPROVEMEN

10,020

3,232

13,252

Total

10,020

3,232

13,252

SCHEDULE OF OTHER ASSETS

Attachment 7: page 1 - 990-PF Page 2, Part II, Line 15

Open to Public Inspection For calendar year 2009, or tax period beginning , and ending

Name of Organization: PROJECT PERICLES INC
 Employer Identification Number: 13-4097541

Description of Other Assets	Beginning of Year	End of Year	EOY FMV (990-PF Only)
SECURITY DEPOSITS	20,320	20,320	
Totals	20,320	20,320	

SCHEDULE OF OTHER DECREASES

Attachment 8: page 1 - 990- PF Page 2, Part III, Line 5

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization	Employer Identification Number	
PROJECT PERICLES INC	13-4097541	

Description of Decrease	Total Amount
PRIOR PERIOD ADJUSTMENT	9,339

Total 9,339

BOOKS ARE IN CARE OF

Attachment 9 - 990-PF Page 5, Part VII-A, Line 14

Open to Public Inspection For calendar year 2009, or tax period beginning , and ending

Name of Organization PROJECT PERICLES INC Employer Identification Number 13-4097541

Part VII-A - Line 14

Individual Name or Business Name:

PROJECT PERICLES, INC.

Street Address 535 FIFTH AVENUE

U.S. Address.

Zip code 10017 City NEW YORK State NY

Foreign Address

City

Province or State

Country

Postal code

Phone Number (212) 949-4100

Fax Number

CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

Attachment 10: page 1 - 990-PF Page 6, Part VIII

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization PROJECT PERICLES INC		Employer Identification Number 13-4097541

(A) Name and Address	(B) Title and Average Hrs. per Week	(C) Compensation (if not paid, enter 0)	(D) Cont. to Employee Ben Plans & Def Comp	(E) Expense Account & Other Allowances
DR. ALISON R BERNSTEIN FORD FOUNDATION 320 E 43RD STREET New York, NY 10017		0	0	0
DR ALFRED H BLOOM NEW YORK UNIVERSITY ABU DHABI PO BOX 129188 ABU DHABI, UAE,		0	0	0
DR DAVID A CAPUTO 160 WEST 66TH STREET APT 21G New York, NY 10023		0	0	0
MS JANET S DICKERSON PRINCETON UNIVERSITY 220 NASSAU HALL Princeton, NJ 08540		0	0	0
DR RICHARD EKMAN COUNCIL OF INDEPENDENT COLLEGES ONE DUPONT CIRCLE, SUITE 320 Washington, DC 20036-1110		0	0	0
DR NEIL R GRABOIS 315 RIVERSIDE DRIVE APT 6D New York, NY 10025		0	0	0
DR LEO M LAMBERT ELON UNIVERSITY 2185 CAMPUS BOX Elon, NC 27244		0	0	0
MR EUGENE M LANG EUGENE M LANG FOUNDATION 535 FIFTH AVE #906 NEW YORK, NY 10017		0	0	0
DR ARTHUR LEVINE WOODROW WILSON NATL FELLOWSHIP FDN PO BOX 5281 Princeton, NJ 08543-5281		0	0	0
DR MICHAEL S MCPHERSON SPENCER FOUNDATION 625 N MICHIGAN AVE SUITE 1600 Chicago, IL 60611		0	0	0
MS NANCY B PERETSMAN ALLEN & CO 711 FIFTH AVENUE 9TH FLOOR New York, NY 10022		0	0	0

CURRENT OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

Attachment 10: page 2 - 990-PF Page 6, Part VIII

Open to Public Inspection For calendar year 2009, or tax period beginning , and ending

Name of Organization PROJECT PERICLES INC Employer Identification Number 13-4097541

(A) Name and Address	(B) Title and Average Hrs. per Week	(C) Compensation (if not paid, enter 0)	(D) Cont. to Employee Ben. Plans & Def Comp.	(E) Expense Account & Other Allowances
MR HARRIS L WOFFORD 955 26TH STREET NW APT 501 Washington, DC 20037		0	0	0
JAN LISS 551 5th AVENUE SUITE 1910 New York, NY 10176	EXECUTIVE DIRECTOR 40.00	133,391	5,408	0
DR BRIAN C ROSENBERG MACALESTER COLLEGE 208 WEYERHAEUSER HALL 62 MACALESTER ST. PAUL, MN 55105		0	0	0
MARK A VANDER PLOEG EVERCORE PARTNERS THREE EMBARCADERO CENTER STE 560 San Francisco, CA 94111		0	0	0

COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

Attachment 11: page 1 990-PF Page 6, Part VIII, Line 1

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization PROJECT PERICLES INC		Employer Identification Number 13-4097541

Part VIII Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees				
(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 empl. benefit plans & deferred compensation	(e) Expense account and other allowances
DAVID RIPPON 551 5TH AVENUE SUITE 1910 New York, NY 10176	40.00	67,799	2,754	0

**COMPENSATION OF THE FIVE HIGHEST PAID INDEPENDENT CONTRACTORS
FOR PROFESSIONAL SERVICES**

Attachment 12: page 1 990-PF Page 6, Part VIII, Line 2

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization PROJECT PERICLES INC		Employer Identification Number 13-4097541

Part VIII Compensation of the Five Highest Paid Independent Contractors for Professional Services		
(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

Attachment 13: page 1 - 990-PF Page 7, Part IX-A, Line 1

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization PROJECT PERICLES INC	Employer Identification Number 13-4097541	

Charitable Activity

ENCOURGAGE AND FACILITATE THE FORMAL INSTITUTIONAL COMMITMENT OF COLLEGES AND UNIVERSITIES TO BUILD AWARENESS AND UNDERSTANDING OF SOCIAL AND CIVIC RESPONSIBILITIES IN STUDENTS

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

Attachment 14: page 1 - 990-PF Page 7, Part IX-A, Line 2

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization PROJECT PERICLES INC	Employer Identification Number 13-4097541	

Charitable Activity

DEBATING FOR DEMOCRACY IS A PROGRAM THAT ENCOURAGES STUDENTS TO RESEARCH DEVELOP AND ADVOCATE THEIR OPINIONS AND POSITIONS ON CURRENT PUBLIC POLICY ISSUES. THIS PROGRAM INCLUDES CONFERENCES AND CAMPUS WORKSHOPS.

SUMMARY OF DIRECT CHARITABLE ACTIVITIES

Attachment 15: page 1 - 990-PF Page 7, Part IX-A, Line 3

Open to Public Inspection	For calendar year 2009, or tax period beginning	, and ending
Name of Organization	Employer Identification Number	
PROJECT PERICLES INC	13-4097541	

Charitable Activity

CIVIC ENGAGEMENT COURSE GRANTS - GIVEN TO COLLEGES FOR PROFESSORS TO INCLUDE CIVIC AND SOCIAL RESPONSIBILTY AS A PART OF THEIR CURRICULUM

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Attachment 16: page 1 990-PF Page 11, Part XV Line 3a

Open to Public Inspection For calendar year 2009, or tax period beginning _____, and ending _____

Name of Organization: PROJECT PERICLES INC Employer Identification Number: 13-4097541

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
JEANETTE RANKIN WOMENS SCHOLARSHIP 1 HUNTINGTON ROAD SUITE 701			CONTRIBUTION	500
ATHENS, GA 30606 HENDRIX COLLEGE 1600 WASHINGTON AVENUE CONWAY, AR 72032			CIVIC ENGAGEMENT COURSE	2,700
ALLEGHENY COLLEGE 520 NORTH MAIN STREET MEADVILLE, PA 16335-3902			CIVIC ENGAGEMENT COURSE	4,900
HAMPSHIRE COLLEGE 893 WEST STREET AMHERST, MA 01002			CIVIC ENGAGEMENT COURSE	4,900
BETHUNE-COOKMAN UNIVERSITY 640 DR MARY MCLEOD BETHUNE BLVD DAYTON BEACH, FL 32114			CIVIC ENGAGEMENT COURSE	3,800
MACALESTER COLLEGE 1600 GRAND AVENUE ST PAUL, MN 55105			CIVIC ENGAGEMENT COURSE	3,800
NEW ENGLAND COLLEGE 98 BRIDGE STREET HENNIKER, NH 03242-3292			CIVIC ENGAGEMENT COURSE	2,700
THE NEW SCHOOL 66 WEST 12TH STREET NEW YORK, NY 10011			CIVIC ENGAGEMENT COURSE	1,600
PACE UNIVERSITY 1 PACE PLAZA NEW YORK, NY 10038			CIVIC ENGAGEMENT COURSE	2,700
PITZER COLLEGE 1050 NORTH MILLS AVENUE CLAREMONT, CA 91711			CIVIC ENGAGEMENT COURSE	3,800
WIDENER UNIVERSITY ONE UNIVERSITY PLACE CHESTER, PA 19013			CIVIC ENGAGEMENT COURSE	4,900
URSINUS COLLEGE 601 E MAIN STREET COLLEGEVILLE, PA 19426-1000			CIVIC ENGAGEMENT COURSE	1,600
				37,900

PART VII - ANALYSIS OF INCOME-PRODUCING ACTIVITIES

Attachment 17: page 1 - 990-PF Page 12, Part XVI-A, Line 1

Open to Public Inspection For calendar year 2009, or tax period beginning , and ending

Name of Organization Employer Identification Number
 PROJECT PERICLES INC 13-4097541

Item	Program Service Revenue	Unrelated business income		Excluded by section 512, 513 or 514		(e) Related or exempt function income (see instructions)
		(a) business code	(b) Amount	(c) Excl. code	(d) Amount	
a	DEBATING FOR DEMOCRACY ON THE ROAD WORKSHOPS					6,500
		Totals				6,500

SCHEDULE OF OTHER REVENUE

Attachment 18: page 1 - 990-PF Page 12, Part XVI-A, Line 11

Open to Public
Inspection

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

Name of Organization
PROJECT PERICLES INC

Employer Identification Number
13-4097541

Item	Program Service Revenue	Unrelated business income		Excluded by section 512, 513 or 514		(e) Related or exempt function income (see instructions)
		(a) business code	(b) Amount	(c) Excl. code	(d) Amount	
a	MISCELLANEOUS			1	150	
		Totals			150	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.) FOR FORM 990-PF

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.)

Table with columns for property type, date, busn./investment use, cost, basis for depr., recovery period, method/convention, depreciation deduction, and elected section 179 cost. Includes rows 25-29.

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

Table for Section B with columns for miles driven (30-33) and availability questions (34-36) for six vehicles.

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).

Table for Section C with questions 37-41 regarding vehicle use policies and requirements.

Part VI Amortization

Table for Section VI with columns for description of costs, date amortization begins, amortizable amount, code section, amortization period, and amortization for this year. Includes rows 42-44.

2009 Federal Depreciation Schedule

PROJECT PERICLES INC
13-4097541

05-12-2010

Description	Date	Method	Year	Cost	Land/ Other	§179	Spec Allow	Basis	Prior	Current
General										
LEASEHOLD IMPROVEMEN	10-29-07	AMORT	5	13,252	0	0	0	13,252	582	2,650
1 Asset			Totals	13,252	0	0	0	13,252	582	2,650
1 Asset			Grand Totals	13,252	0	0	0	13,252	582	2,650

* Asset disposed this year
 ~C Carryover basis in like-kind exchange transaction
 ~B Excess basis in like-kind exchange transaction