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

2009

Department of the Treasury
Internal Revenue Service

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

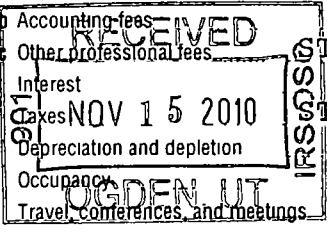
For calendar year **2009**, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions	Name of foundation JOPHED/THOMAS FOUNDATION C/O ARTHUR FRIEDMAN, C.P.A.	A Employer identification number 13-6147801
	Number and street (or P O box number if mail is not delivered to street address) Room/suite 280 MADISON AVENUE 1007	B Telephone number 212-689-0288
	City or town, state, and ZIP code NEW YORK, NY 10016	C If exemption 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"/>
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	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	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"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 363,842. (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	340.	340.		STATEMENT 1
	4 Dividends and interest from securities	11,505.	11,505.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<28,884.>			
	b Gross sales price for all assets on line 6a 203,721.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total Add lines 1 through 11	<17,039.>	11,845.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees	3,592.	3,592.		0.
	17 Interest				
	18 Taxes	1,016.	16.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses	100.	0.		100.	
24 Total operating and administrative expenses Add lines 13 through 23	4,708.	3,608.		100.	
25 Contributions, gifts, grants paid	16,725.			16,725.	
26 Total expenses and disbursements. Add lines 24 and 25	21,433.	3,608.		16,825.	
27 Subtract line 26 from line 12	<38,472.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		8,237.			
c Adjusted net income (if negative, enter -0-)			N/A		

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2

JOPHED/THOMAS FOUNDATION
C/O ARTHUR FRIEDMAN, C.P.A.

Form 990-PF (2009)

13-6147801

Page 2

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		12,775.	9,950.	9,950.
	2	Savings and temporary cash investments		50,078.	43,460.	43,460.
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U S and state government obligations STMT 7		115,598.	30,398.	30,398.
	b	Investments - corporate stock STMT 8		125,925.	145,357.	145,357.
	c	Investments - corporate bonds STMT 9		48,428.	134,677.	134,677.
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)		352,804.	363,842.	363,842.	
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				
	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, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31					
	27	Capital stock, trust principal, or current funds		352,804.	363,842.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	Total net assets or fund balances		352,804.	363,842.		
31	Total liabilities and net assets/fund balances		352,804.	363,842.		

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	352,804.
2	Enter amount from Part I, line 27a	2	<38,472.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	49,510.
4	Add lines 1, 2, and 3	4	363,842.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	363,842.

Part IV Capital Gains and Losses for Tax on Investment Income

1a	(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	SEE ATTACHED STATEMENTS			
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	203,721.	232,605.	<28,884.>

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) FMV 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			<28,884.>

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	<28,884.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	21,315.	391,591.	.054432
2007	22,625.	431,752.	.052403
2006	21,934.	399,456.	.054910
2005	20,336.	386,483.	.052618
2004	18,544.	385,309.	.048128

2	Total of line 1, column (d)	2	.262491
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	.052498
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	341,455.
5	Multiply line 4 by line 3	5	17,926.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	82.
7	Add lines 5 and 6	7	18,008.
8	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	8	16,825.

JOPHED/THOMAS FOUNDATION

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	165.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	165.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	165.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	25.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	25.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed SEE STATEMENT 10	9	140.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2010 estimated tax Refunded	11	

Part VII-A Statements Regarding Activities

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

N/A

Part VII-A Statements Regarding Activities (continued)

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

14 The books are in care of ► ARTHUR FRIEDMAN, C.P.A. Telephone no ► 212-689-0288
Located at ► 280 MADISON AVENUE, NEW YORK, NY ZIP+4 ► 10016

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

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____, _____, _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) N/A	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)? Yes No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here N/A

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. 6b X

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
 If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BERNICE THOMAS 40 EAST 80TH STREET NEW YORK, NY 10075	PRESIDENT 2.00	0.	0.	0.
JOAN ELLEN THOMAS 180 EAST 79TH STREET NEW YORK, NY 10075	SECRETARY / TREASURER 1.00	0.	0.	0.
PHILIP SHALE THOMAS 280 MADISON AVENUE - #1007 NEW YORK, NY 10016	VICE PRESIDENT 0.50	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

1 NO DIRECT CHARITABLE ACTIVITIES	Expenses
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

1 NO PROGRAM-RELATED INVESTMENTS	Amount
	0.
2	
3 All other program-related investments See instructions	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	272,960.
b	Average of monthly cash balances	1b	73,695.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	346,655.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	346,655.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,200.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	341,455.
6	Minimum investment return. Enter 5% of line 5	6	17,073.

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

1	Minimum investment return from Part X, line 6	1	17,073.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	165.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	165.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	16,908.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	16,908.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	16,908.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	16,825.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	16,825.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	16,825.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				16,908.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			8,811.	
b Total for prior years		0.		
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 ▶ \$ 16,825.				
a Applied to 2008, but not more than line 2a			8,811.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				8,014.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				8,894.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
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) N/A

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

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

	Tax year				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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

SEE STATEMENT 13
 b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

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

- a The name, address, and telephone number of the person to whom applications should be addressed
- b The form in which applications should be submitted and information and materials they should include
- c Any submission deadlines
- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule...

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? [] Yes [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

Declaration section: 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. Includes signature of officer or trustee, preparer's signature, date, title, firm's name, address, EIN, and phone number.

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 216 SH. HCP INC.	P	02/26/08	01/08/09
b 67 SH. AFLAC INC.	P	01/30/08	01/22/09
c 70 SH. TORCHMARK CORP.	P	05/13/08	01/22/09
d 131 SH. WADDELL & REED FINANCIAL	P	01/30/08	01/22/09
e 101 SH. WYETH	P	05/13/08	01/23/09
f 281.942 SH. AMERICAN CAPITAL WORLD GROWTH & INCM	P	01/31/08	01/27/09
g 637.293 SH. BLACKROCK GLOBAL ALLOCATION FUND	P	01/31/08	01/27/09
h \$15,000 FEDERAL FARM CREDIT BANK 5.5% 12-4-17	P	03/06/08	01/22/09
i 719.758 SH. ARTIO INTERNATIONAL EQUITY FUND II	P	01/31/08	02/24/09
j 18 SH. AVON PRODUCTS INC.	P	01/30/08	02/23/09
k 97 SH. AVON PRODUCTS INC.	P	05/13/08	02/23/09
l 92 SH. PROCTER & GAMBLE CO.	P	01/30/08	02/23/09
m \$20,000 FEDERAL HOME LOAN BANK 5% 2-13-18	P	02/13/08	03/31/09
n \$15,000 FEDERAL NATL MTGE ASSOC MULTI% 9-23-19	P	09/23/07	04/06/09
o \$15,000 FEDERAL NATL MTGE ASSOC 6% 6-26-23	P	06/26/08	04/13/09

(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 5,231.		6,339.	<1,108.>
b 1,675.		4,436.	<2,761.>
c 2,248.		4,471.	<2,223.>
d 1,705.		4,471.	<2,766.>
e 4,331.		4,505.	<174.>
f 6,865.		11,942.	<5,077.>
g 9,285.		12,515.	<3,230.>
h 15,000.		15,371.	<371.>
i 5,837.		11,595.	<5,758.>
j 328.		633.	<305.>
k 1,770.		3,794.	<2,024.>
l 4,614.		5,319.	<705.>
m 20,000.		20,000.	0.
n 15,000.		15,000.	0.
o 15,000.		15,000.	0.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			<1,108.>
b			<2,761.>
c			<2,223.>
d			<2,766.>
e			<174.>
f			<5,077.>
g			<3,230.>
h			<371.>
i			<5,758.>
j			<305.>
k			<2,024.>
l			<705.>
m			0.
n			0.
o			0.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3

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 \$25,000 MCDONALDS CORP. 5.2% 8-1-18	P	08/01/06	05/01/09
b \$23,000 U.S. TREASURY STRIPS 0% 5-15-19	P	03/26/09	06/02/09
c 49 SH. BAXTER INTERNATIONAL INC.	P	05/13/08	06/09/09
d \$20,000 FEDERAL HOME LOAN BANK 5.25% 6-11-18	P	11/14/08	07/06/09
e 151 SH. PLUM CREEK TIMBER CO. INC.	P	02/26/08	08/11/09
f 12 SH. PEPSICO INC.	P	01/30/08	08/18/09
g 20 SH. PEPSICO INC.	P	05/13/08	08/18/09
h 80 SH. HEWLETT PACKARD CO.	P	11/14/05	08/19/09
i 10 SH. MCKESSON CORPORATION	P	01/30/08	08/19/09
j 94 SH. MCKESSON CORPORATION	P	05/13/08	08/19/09
k 32 SH. MCKESSON CORPORATION	P	08/18/09	08/19/09
l 12 SH. MCDONALDS CORPORATION	P	01/30/08	08/19/09
m 62 SH. MCDONALDS CORPORATION	P	05/13/08	08/19/09
n 26 SH. MCDONALDS CORPORATION	P	08/18/09	08/19/09
o 13 SH. SAP AG	P	01/30/08	08/20/09

(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 25,000.		25,000.	0.
b 15,090.		16,578.	<1,488.>
c 2,312.		3,004.	<692.>
d 20,000.		19,722.	278.
e 5,050.		6,384.	<1,334.>
f 675.		818.	<143.>
g 1,124.		1,342.	<218.>
h 3,504.		2,230.	1,274.
i 544.		629.	<85.>
j 5,116.		5,449.	<333.>
k 1,742.		1,743.	<1.>
l 669.		611.	58.
m 3,457.		3,775.	<318.>
n 1,450.		1,435.	15.
o 607.		610.	<3.>

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			<1,488.>
c			<692.>
d			278.
e			<1,334.>
f			<143.>
g			<218.>
h			1,274.
i			<85.>
j			<333.>
k			<1.>
l			58.
m			<318.>
n			15.
o			<3.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	

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 24 SH. SAP AG	P	05/13/08	08/20/09
b 22 SH. TRAVELERS COMPANIES INC.	P	06/02/09	08/20/09
c 109 SH. ROYCE SPECIAL EQUITY FUND	P	04/17/09	09/15/09
d 128 SH. ROYCE PREMIER FUND	P	04/17/09	09/15/09
e 52 SH. SAP AG	P	05/13/08	11/04/09
f CAPITAL GAINS DIVIDENDS			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,122.		1,208.	<86.>
b 1,050.		941.	109.
c 1,795.		1,517.	278.
d 2,019.		1,600.	419.
e 2,443.		2,618.	<175.>
f 63.			63.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			<86.>
b			109.
c			278.
d			419.
e			<175.>
f			63.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	<28,884.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

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

SOURCE	AMOUNT
MERRILL LYNCH - BANK DEPOSIT INTEREST	340.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	340.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

<u>SOURCE</u>	<u>GROSS AMOUNT</u>	<u>CAPITAL GAINS DIVIDENDS</u>	<u>COLUMN (A) AMOUNT</u>
MERRILL LYNCH - DIVIDENDS	2,914.	63.	2,851.
MERRILL LYNCH - INTEREST	9,916.	0.	9,916.
MERRILL LYNCH - PURCHASED INTEREST	<1,262.>	0.	<1,262.>
TOTAL TO FM 990-PF, PART I, LN 4	<u>11,568.</u>	<u>63.</u>	<u>11,505.</u>

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PORTFOLIO MANAGEMENT FEES	3,592.	3,592.		0.
TO FORM 990-PF, PG 1, LN 16C	3,592.	3,592.		0.

FORM 990-PF

TAXES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX FORIEGN TAXES WITHHELD ON DIVIDENDS	1,000.	0.		0.
	16.	16.		0.
TO FORM 990-PF, PG 1, LN 18	1,016.	16.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NEW YORK STATE FILING FEE	100.	0.		100.
TO FORM 990-PF, PG 1, LN 23	100.	0.		100.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION

AMOUNT

INCREASE IN UNREALIZED APPRECIATION

49,510.

TOTAL TO FORM 990-PF, PART III, LINE 3

49,510.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
\$15,000 FEDERAL NATIONAL MORTGAGE ASSOCIATION 4% 4-29-13	X		15,567.	15,567.
\$15,000 FEDERAL NATIONAL MORTGAGE ASSOCIATION 5% 3-19-20	X		14,831.	14,831.
TOTAL U.S. GOVERNMENT OBLIGATIONS			30,398.	30,398.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			30,398.	30,398.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
89 SH. EXXON MOBIL CORP.	6,069.	6,069.
62 SH. CHEVRON CORP.	4,773.	4,773.
92 SH. CVS CORPORATION	2,963.	2,963.
92 SH. HEWLETT PACKARD CO.	4,739.	4,739.
500 SH. FLEET CAPITAL TRUST IX 6% 8-1-33	9,520.	9,520.
500 SH. JP MORGAN CHASE CAP XIV 6.2% 10-15-34	12,025.	12,025.
44 SH. AVON PRODUCTS INC.	1,386.	1,386.
73 SH. GENERAL MILLS	5,169.	5,169.
22 SH. INTERNATIONAL BUSINESS MACHINES CORP.	2,880.	2,880.
44 SH. MCDONALDS CORP.	2,747.	2,747.
59 SH. MCKESSON CORPORATION	3,688.	3,688.
57 SH. PEPSICO INC.	3,466.	3,466.
40 SH. UNION PACIFIC CORP.	2,556.	2,556.
60 SH. UNITED TECHS CORP.	4,165.	4,165.
266.789 SH. ARTIO INTERNATIONAL EQUITY FUND II	3,143.	3,143.
216 SH. POWERSHARES WATER RESOURCES PORTFOLIO	3,642.	3,642.
20 SH. AIR PRODUCTS & CHEMICALS	1,621.	1,621.
10 SH. APPLE INC.	2,107.	2,107.
18 SH. BECTON DICKINSON CO.	1,419.	1,419.
25 SH. CATERPILLAR INC.	1,425.	1,425.
119 SH. CISCO SYSTEMS INC.	2,849.	2,849.
22 SH. DEERE CO.	1,190.	1,190.
1,813.082 SH. DREYFUS HIGH YIELD FUND	11,767.	11,767.
11 SH. GOLDMAN SACHS GROUP INC.	1,857.	1,857.
156.769 SH. HENDERSON INTERNATIONAL OPPORTUNITIES FUND	3,154.	3,154.
176.927 SH. JENNISON NATURAL RESOURCES FUND	8,165.	8,165.
41 SH. JOHNSON AND JOHNSON	2,641.	2,641.
47 SH. JPMORGAN CHASE & CO.	1,959.	1,959.
346.111 SH. MAINSTAY INTERNATIONAL EQUITY FUND	4,226.	4,226.
14 SH. MONSANTO CO.	1,145.	1,145.
26 SH. MOSAIC CO.	1,553.	1,553.
26 SH. NORTHERN TRUST CORP.	1,362.	1,362.
39.615 SH. OPPENHEIMER DEVELOPING MARKETS FUND	1,137.	1,137.
63 SH. ORACLE CORP.	1,545.	1,545.
23 SH. QUEST DIAGNOSTICS INC.	1,389.	1,389.
404.885 SH. ROYCE PREMIER FUND	6,604.	6,604.
127.967 SH. ROYCE SPECIAL EQUITY FUND	2,239.	2,239.
82 SH. CHARLES SCHWAB CORP.	1,543.	1,543.
73 SH. SPDR GOLD TRUST	7,834.	7,834.
34 SH. TRAVELERS COMPANIES INC.	1,695.	1,695.
TOTAL TO FORM 990-PF, PART II, LINE 10B	145,357.	145,357.

FORM 990-PF

CORPORATE BONDS

STATEMENT 9

<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
\$25,000 GENERAL ELECTRIC CAPITAL CORP. 4.35% 1-15-12	25,455.	25,455.
\$15,000 AT&T INC. 4.85% 2-15-14	15,949.	15,949.
\$15,000 AT&T INC. 5.6% 5-15-18	15,719.	15,719.
\$15,000 BECTON DICKINSON CO. 4.55% 4-15-13	15,841.	15,841.
\$15,000 BERKSHIRE HATHAWAY FINANCE 4.6% 5-15-13	15,842.	15,842.
\$15,000 FEDERAL FARM CREDIT BANK 4.09% 12-10-18	14,278.	14,278.
\$15,000 NOVARTIS CAPITAL CORP. 5.125% 2-10-19	15,758.	15,758.
\$15,000 PHILIP MORRIS INTERNATIONAL INC. 4.875% 5-16-13	15,835.	15,835.
TOTAL TO FORM 990-PF, PART II, LINE 10C	134,677.	134,677.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

BERNICE THOMAS
JOAN ELLEN THOMAS
PHILIP SHALE THOMAS

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
92ND STREET YM-YWHA 1395 LEXINGTON AVENUE NEW YORK, NY 10128	N/A GENERAL USE	PUBLIC	5,000.
ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVENUE BRONX, NY 10461	N/A GENERAL USE	PUBLIC	500.
AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET NEW YORK, NY 10022	N/A GENERAL USE	PUBLIC	1,000.
CITY MEALS-ON-WHEELS 355 LEXINGTON AVENUE NEW YORK, NY 10017	N/A GENERAL USE	PUBLIC	1,800.
CITY OF HOPE 302A WEST 12TH STREET NEW YORK, NY 10014	N/A GENERAL USE	PUBLIC	800.
JEWISH FAMILY & CHILDRENS SERVICE OF SARASOTA 2688 FRUITVILLE ROAD SARASOTA, FL 34237	N/A GENERAL USE	PUBLIC	1,000.
JOHN ENTWHISTLE FOUNDATION P.O. BOX 07135 FT. MYERS, FL 33919	N/A GENERAL USE	PUBLIC	300.
LENOX HILL HOSPITAL 100 EAST 77TH STREET NEW YORK, NY 10075	N/A GENERAL USE	PUBLIC	500.

LIGHTHOUSE INTERNATIONAL 111 EAST 59TH STREET NEW YORK, NY 10022	N/A GENERAL USE	PUBLIC	1,000.
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065	N/A GENERAL USE	PUBLIC	500.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	N/A GENERAL USE	PUBLIC	1,000.
RCLA TOWN HALL 777 NORTH TAMiami TRAIL SARASOTA, FL 34236	N/A GENERAL USE	PUBLIC	800.
SARASOTA MEMORIAL HEALTHCARE FOUNDATION 1838 WALDEMERE STREET SARASOTA, FL 34239	N/A GENERAL USE	PUBLIC	1,000.
SARASOTA ORCHESTRA 709 NORTH TAMiami TRAIL SARASOTA, FL 34236	N/A GENERAL USE	PUBLIC	500.
STATUE OF LIBERTY - ELLIS ISLAND FOUNDATION 17 BATTERY PLACE NEW YORK, NY 10004	N/A GENERAL USE	PUBLIC	100.
SUSAN G. KOMEN BREAST CANCER RESEARCH FOUNDATION P.O. BOX 51616 SARASOTA, FL 34232	N/A GENERAL USE	PUBLIC	500.
TEMPLE BETH ISRAEL 567 BAY ISLE ROAD LONGBOAT KEY, FL 34228	N/A GENERAL USE	PUBLIC	425.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			16,725.

calendar year ended December 31, 2009 is available at its principal office located at 245 East 44th Street, #22B, New York, NY 10017, 212-551-6756 for inspection during regular business hours by any citizen who requests it within 180 days hereof Principal Manager of the Foundation is ROGER MULLER, PRESIDENT. 1475104 my12

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Posted 13-MAY-10

THE ANNUAL RETURN OF THE GOTTSEGEN FAMILY FOUNDATION

for the calendar year ended 12/31/2009 is available at its principal office located at 70 EAST 55TH ST, 19TH FL, NEW YORK, NY 10022 for inspection during regular business hours by any citizen who requests it within 180 days hereof Principal Manager of the Foundation is PETER GOTTSEGEN 1475103 my12

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Posted 13-MAY-10

THE ANNUAL RETURN OF THE JOPHED/THOMAS FOUNDATION

for the calendar year ended December 31, 2009 is available at its principal office located at 280 Madison Avenue, Suite 1007, New York, NY 10016, 212-689-0288 for inspection during regular business hours by any citizen who requests it within 180 days hereof Principal Manager of the Foundation is BERNICE THOMAS, PRESIDENT 1475083 my12



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Posted 13-MAY-10

THE ANNUAL RETURN OF THE CHARLES EVANS HUGHES

MEMORIAL FOUNDATION, INC for the fiscal year ended December 31, 2009 is available at its principal office located at 280 Madison Avenue, Suite 1007, New York, NY 10016, 212-689-0288 for inspection during regular business hours by any citizen who requests it within 180 days hereof Principal Manager of the Foundation is WILLIAM KIRKLAND, TREASURER 1475039 my12

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Posted 13-MAY-10

THE ANNUAL RETURN OF THE D.C. MILLER TRUST for the

calendar year ended DECEMBER 31, 2009 is available at its principal office located at ROCKEFELLER CENTER, ONE ROCKEFELLER PLAZA, SUITE 321, NEW YORK, NY 10020 for inspection during regular business hours by any citizen who requests it within 180 days hereof Principal Manager of the Foundation is THEODORE J VITTORIA, JR. 1475044 my12

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Application for Extension of Time To File an Exempt Organization Return

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

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

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

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

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

Type or print	Name of Exempt Organization JOPHED/THOMAS FOUNDATION C/O ARTHUR FRIEDMAN, C.P.A.	Employer identification number 13-6147801
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions 280 MADISON AVENUE, NO. 1007	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10016	

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

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

ARTHUR FRIEDMAN, C.P.A.

- The books are in the care of ▶ **280 MADISON AVENUE - NEW YORK, NY 10016**
Telephone No. ▶ **212-689-0288** FAX No ▶ _____
- If the organization does not have an office or place of business in the United States, check this box ▶
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ▶ . If it is for part of the group, check this box ▶ and attach a list with the names and EINs of all members the extension will cover.

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

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	25.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	25.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with this coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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

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

• 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 JOPHED/THOMAS FOUNDATION C/O ARTHUR FRIEDMAN, C.P.A.	Employer identification number For IRS use only	13-6147801
	Number, street, and room or suite no. If a P.O. box, see instructions 280 MADISON AVENUE, NO. 1007		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10016		

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

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

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

ARTHUR FRIEDMAN, C.P.A.

• The books are in the care of **280 MADISON AVENUE - NEW YORK, NY 10016**
 Telephone No. **212-689-0288** FAX No.

• If the organization does not have an office or place of business in the United States, check this box

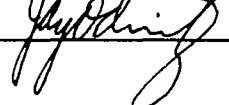
• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for _____

- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2010**
- 5 For calendar year **2009**, or other tax year beginning _____, and ending _____
- 6 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period
- 7 State in detail why you need the extension
WAITING FOR DATA FROM OUTSIDE SOURCES NEEDED TO COMPLETE THE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	25.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	25.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0.

Signature and Verification

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

Signature  Title **C.P.A.** Date **8-12-10**