Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545 0052

2009

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

G Check all that apply: [ ] Initial return [X] 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

UNITED ENGINEERING FOUNDATION, INC.
P.O. BOX 70
MOUNT VERNON, VA 22121-0070

A Employer identification number: 13-6162675

B Telephone number (see the instructions)

C If exemption application is pending, check here ► [ ]

D 1 Foreign organizations, check here ► [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ► [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ► [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 17,055,848.

J Accounting method: [ ] Cash [X] Accrual
[ ] 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), and (d) may not necessarily equal the amounts in column (a) (see the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► [X] if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments			N/A	
	4 Dividends and interest from securities	402,404.	402,404.		
	5a Gross rents	118,767.	118,767.		
	b Net rental income or (loss) 2,595.				
	6a Net gain/(loss) from sale of assets not on line 10	34,115.			
	b Gross sales price for all assets on line 6a 5,784,902.				
	7 Capital gain net income (from Part IV, line 2)		34,115.		
	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/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	555,286.	555,286.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	81,864.	32,746.		49,118.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 1	1,630.	652.		978.
	b Accounting fees (attach sch) SEE ST 2	9,110.	3,644.		5,466.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instr) SEE STM 3	6,139.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 4	230,313.	200,276.		30,037.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	329,056.	237,318.		85,599.
	25 Contributions, gifts, grants paid STMT 5	729,000.			911,073.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,058,056.	237,318.		996,672.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-502,770.			
	b **Net investment income** (if negative, enter -0-)		317,968.		
	c **Adjusted net income** (if negative, enter -0-)				

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Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	39,975.	110,329.	110,329.
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less. allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	10,800.	12,036.	12,036.
	10a Investments – U S and state government obligations (attach schedule) STATEMENT 6	7,393,646.	5,733,856.	5,733,856.
	b Investments – corporate stock (attach schedule) STATEMENT 7	7,863,874.	10,650,085.	10,650,085.
	c Investments – corporate bonds (attach schedule) STATEMENT 8		346,117.	346,117.
	11 Investments – land, buildings, and equipment. basis ►			
	Less. accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) STATEMENT 9		10,722.	10,722.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ► SEE STATEMENT 10)	217,817.	192,703.	192,703.
	16 **Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	15,526,112.	17,055,848.	17,055,848.
LIABILITIES	17 Accounts payable and accrued expenses	39,112.	28,311.	
	18 Grants payable	374,266.	190,193.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ► SEE STATEMENT 11)	43,398.	32,893.	
	23 **Total liabilities** (add lines 17 through 22)	456,776.	251,397.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	12,124,936.	13,860,051.	
	25 Temporarily restricted			
	26 Permanently restricted	2,944,400.	2,944,400.	
	Foundations that do not follow SFAS 117, check here ► [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see the instructions)	15,069,336.	16,804,451.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	15,526,112.	17,055,848.	

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	15,069,336.
2	Enter amount from Part I, line 27a	2	-502,770.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 12	3	2,237,885.
4	Add lines 1, 2, and 3	4	16,804,451.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	16,804,451.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE ATTACHED STMT 16	P	VARIOUS	VARIOUS
b	SEE ATTACHED STMT 17	P	VARIOUS	VARIOUS
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,069,813.		5,028,144.	41,669.
b	715,089.		722,643.	-7,554.
c				
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				41,669.
b				-7,554.
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	34,115.
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.) N/A

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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008			
2007			
2006			
2005			
2004			

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

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)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► [ ] and enter 'N/A' on line 1 Date of ruling or determination letter: ________ (attach copy of letter if necessary – see instr.) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [ ] and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			1	6,359.
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	6,359.
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	6,359.
6 Credits/Payments				
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	15,000.		
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	15,000.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	37.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►			9	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►			10	8,604.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 8,604. **Refunded** ►			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If 'Yes,' attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If 'Yes,' attach the statement required by General Instruction T			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ► NY			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *Continued*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► THE ORGANIZATION Telephone no ► 973-244-2328

Located at ► 22 LAW DRIVE, FAIRFIELD, NJ ZIP + 4 ► 07004-3218

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

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
1 a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?		1 b	N/A	
	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?		1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If 'Yes,' list the years ► 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)		2 b	N/A	
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__				
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If 'Yes,' did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*		3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4 a		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?		4 b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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 instructions)? **5b** N/A

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

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? **7b** N/A

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 instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation **(If not paid, enter -0-)**	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		81,864.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 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 instructions). 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	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
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	15,767,050.
b	Average of monthly cash balances		1b	53,976.
c	Fair market value of all other assets (see instructions)		1c	204,739.
d	**Total** (add lines 1a, b, and c)		1d	16,025,765.
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	16,025,765.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	240,386.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	15,785,379.
6	**Minimum investment return.** Enter 5% of line 5		6	789,269.

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	789,269.
2a	Tax on investment income for 2009 from Part VI, line 5.	2a 6,359.		
b	Income tax for 2009. (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	6,359.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	782,910.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	782,910.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	782,910.

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	996,672.
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	996,672.
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 instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	996,672.

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				782,910.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years 20___, 20___, 20___		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 ► $ 996,672.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2009 distributable amount				782,910.
e Remaining amount distributed out of corpus	213,762.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	213,762.			
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 instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	213,762.			
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 213,762.				

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year — see 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 ▶ [X] 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 XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Stmt 5				911,073
Total			► 3a	911,073
b *Approved for future payment*				
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		
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	(e) Related or exempt function income (see the instructions)
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	402,404.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	2,595.	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	34,115.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				439,114.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 439,114.

(See worksheet in the instructions for line 13 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.)
N/A	

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of.			
(1) Cash	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions·			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

d If the answer to any of the above is 'Yes,' complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

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

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

b If 'Yes,' complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

SIGN HERE

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

► David L. Belden, Executive Director | 10/11/2010 | ► Executive Director

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only				
Preparer's signature ►	KENNETH G. SHAPIRO	Date 10-7-2010	Check if self-employed ► ☐	Preparer's Identifying number (See Signature in the instrs) N/A
Firm's name (or yours if self employed), address, and ZIP code ►	SHAPIRO & DUFFALO C.P.A. P.C. 110 E 59TH ST FL 29 NEW YORK, NY 10022-1325		EIN ► N/A	Phone no ► 212-752-6353

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	$ 1,630.	$ 652.		$ 978.
TOTAL	$ 1,630.	$ 652.		$ 978.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	$ 9,110.	$ 3,644.		$ 5,466.
TOTAL	$ 9,110.	$ 3,644.		$ 5,466.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL NET INVESTMENT INCOME TAX	$ 6,139.			
TOTAL	$ 6,139.	$ 0.		$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	$ 1,142.			$ 1,142.
CONSULTING	3,975.	$ 398.		3,577.
FILING FEE	750.	375.		375.
INSURANCE	9,432.	4,716.		4,716.
INVESTMENT EXPENSES	69,651.	69,651.		
OTHER	1,391.	139.		1,252.
POSTAGE & SHIPPING	601.			601.
RENTAL EXPENSES	116,172.	116,172.		
SUPPLIES	907.			907.
SUPPORT SERVICES	20,802.	8,321.		12,481.
TELEPHONE	471.	47.		424.
TRAVEL	4,569.	457.		4,112.
WEB SITE	450.			450.
TOTAL	$ 230,313.	$ 200,276.		$ 30,037.

STATEMENT 5
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

CASH GRANTS AND ALLOCATIONS

CLASS OF ACTIVITY:		
DONEE'S NAME:	IEEE	
DONEE'S ADDRESS:	3 PARK AVENUE, 17TH FLOOR NEW YORK, NY 10016	
RELATIONSHIP OF DONEE:		
ORGANIZATIONAL STATUS OF DONEE:		
AMOUNT GIVEN:		$ 125,000.
CLASS OF ACTIVITY:		
DONEE'S NAME:	WGBH	
DONEE'S ADDRESS:	ONE GUEST STREET BOSTON, MA 02135	
RELATIONSHIP OF DONEE:		
ORGANIZATIONAL STATUS OF DONEE:		
AMOUNT GIVEN:		250,000.
CLASS OF ACTIVITY:		
DONEE'S NAME:	ASME	
DONEE'S ADDRESS:	3 PARK AVENUE NEW YORK, NY 10016	
RELATIONSHIP OF DONEE:		
ORGANIZATIONAL STATUS OF DONEE:		
AMOUNT GIVEN:		128,000.
CLASS OF ACTIVITY:		
DONEE'S NAME:	AMERICAN INSTITUTE OF CHEMICAL ENGINEERS	
DONEE'S ADDRESS:	3 PARK EVENUE NEW YORK, NY 10016	
RELATIONSHIP OF DONEE:		
ORGANIZATIONAL STATUS OF DONEE:		
AMOUNT GIVEN:		118,073.
CLASS OF ACTIVITY:		
DONEE'S NAME:	AIME	
DONEE'S ADDRESS:	8307 SHAFFER PARKWAY LITTLETON, CO 80127	
RELATIONSHIP OF DONEE:		
ORGANIZATIONAL STATUS OF DONEE:		
AMOUNT GIVEN:		200,000.
CLASS OF ACTIVITY:		
DONEE'S NAME:	JETS	
DONEE'S ADDRESS:	1420 KING STREET, SUITE 405 ALEXANDRIA, VA 22314	
RELATIONSHIP OF DONEE:		
ORGANIZATIONAL STATUS OF DONEE:		
AMOUNT GIVEN:		50,000.
CLASS OF ACTIVITY:		
DONEE'S NAME:	AMERICAN SOCIETY OF CIVIL ENGINEERS	
DONEE'S ADDRESS:	1801 ALEXANDER BELL DRIVE RESTON, VA 20191	
RELATIONSHIP OF DONEE:		
ORGANIZATIONAL STATUS OF DONEE:		
AMOUNT GIVEN:		40,000.

STATEMENT 5 (CONTINUED)
FORM 990-PF, PART I, LINE 25
CONTRIBUTIONS, GIFTS, AND GRANTS

CLASS OF ACTIVITY:
DONEE'S NAME: PAYMENT OF PRIOR YEAR'S ACCRUALS
DONEE'S ADDRESS:

,

RELATIONSHIP OF DONEE:
ORGANIZATIONAL STATUS OF DONEE:
AMOUNT GIVEN: $ -182,073.

TOTAL $ 729,000.

STATEMENT 6
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STMT 14	MKT VAL	$ 5,733,856.	$ 5,733,856.
		$ 5,733,856.	$ 5,733,856.
	TOTAL	$ 5,733,856.	$ 5,733,856.

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STMT 14	MKT VAL	$ 10,484,508.	$ 10,484,508.
SEE STMT 15	MKT VAL	165,577.	165,577.
	TOTAL	$ 10,650,085.	$ 10,650,085.

STATEMENT 8
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STMT 14	MKT VAL	$ 296,750.	$ 296,750.
SEE STMT 15	MKT VAL	49,367.	49,367.
	TOTAL	$ 346,117.	$ 346,117.

STATEMENT 9
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER PUBLICLY TRADED SECURITIES			
SEE STMT 15	MKT VAL	$ 10,722.	$ 10,722.
	TOTAL	$ 10,722.	$ 10,722.

STATEMENT 10
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST REC.	$ 68,680.	$ 68,680.
DEFERRED RENT RECEIVABLE	32,463.	32,463.
SECURITY DEPOSITS	91,560.	91,560.
TOTAL	$ 192,703.	$ 192,703.

STATEMENT 11
FORM 990-PF, PART II, LINE 22
OTHER LIABILITIES

DEFFERED RENT PAYABLE	$ 32,893.
TOTAL	$ 32,893.

STATEMENT 12
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED GAIN ON INVESTMENTS	$ 2,237,885.
TOTAL	$ 2,237,885.

STATEMENT 13
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
DAN J THOMA MAIL STOP T001 P.O. BOX 1663 LOS ALAMOS, NM 87545	TRUSTEE 1.00	$ 0.	$ 0.	$ 0.
JAMES R. JORDEN P.O. BOX 8111 HORSESHOE BAY, TX 78657	TRUSTEE 1.60	0.	0.	0.
THOMAS M BARLOW 1275 LEAVELL PARK CIRCLE LINCOLN, CA 95648-8422	TRUSTEE 0.40	0.	0.	0.
DAVID L. BELDEN PO BOX 70 MOUNT VERNON, VA 22121	EXECUTIVE DIREC 20.00	81,864.	0.	0.
DENNIS R. MARTENSON 100 CLYDESDALE TRAIL, #225 MEDINA, MN 55340	TRUSTEE 2.30	0.	0.	0.
DALE L. KEAIRNS P.O. BOX 10940 PITTSBURGH, PA 15236	TRUSTEE 0.90	0.	0.	0.
MATT LOEB 445 HOES LANE PISCATAWAY, NJ 08855	TRUSTEE 0.70	0.	0.	0.
JUNE C WISPELWEY THREE PARK AVENUE NEW YORK, NY 10016-5991	TRUSTEE 1.20	0.	0.	0.
PATRICK J. NATALE ASCE - 1801 ALEXANDER BELL DR. RESTON, VA 20191-4400	TRUSTEE 0.70	0.	0.	0.
ARTHUR W. WINSTON 7 WAINWRIGHT ROAD, ST 15 WINCHESTER, MA 01890-2388	VICE PRESIDENT 1.60	0.	0.	0.
THOMAS G. LOUGHLIN ASME THREE PARK AVENUE NEW YORK, NY 10016	TRUSTEE 0.40	0.	0.	0.
	TOTAL	$ 81,864.	$ 0.	$ 0.

Sheet 14

Settle date basis

Account Holdings

Cash and short term

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
CASH AVAILABLE (8G9604)			$76		$76	< 0.1%			
FED GOVT OBLIG FUND #395 (8G9604) 0 010 %	164,700	1 00	164,700	1 000	164,700	100 0		16	0 01
Total cash and short term			**$164,776**		**$164,776**	**100.0%**		**$16**	

Fixed income

US government

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
FEDERAL HOME LOAN BANK 5 250 % Due 06/11/2010	100,000	$99 86	$99,862	$102 219	$102,219	1.7%	$2,357	$5,250	5.14%
FEDERAL HOME LOAN BANK 4 250 % Due 06/11/2010	90,000	100 77	90,693	101 781	91,602	1 6	909	3,825	4 18
FEDERAL HOME LOAN BANK 4 625 % Due 02/18/2011	250,000	97 83	244,582	104 406	261,015	4 5	16,433	11,562	4 43
FEDERAL HOME LOAN BANK 5 000 % Due 03/11/2011	800,000	100 18	801,440	104.719	837,752	14 3	36,312	40,000	4 77
FEDERAL HOME LOAN BANK 5 000 % Due 09/09/2011	900,000	100 02	900,157	105 969	953,721	16 3	53,564	45,000	4 72
TSY INFLATION INDEX BOND 2 000 % Due 04/15/2012 Original Face = 100,000 000	106,529	99 03	105,495	104 500	111,322	1 9	5,827	2,130	1 91
TSY INFLATION INDEX BOND 3 000 % Due 07/15/2012 Original Face = 800,000 000	961,824	102 90	989,744	107 516	1,034,114	17 6	44,370	28,854	2 79
FEDERAL HOME LOAN BANK 4 875 % Due 12/14/2012	980,000	101 89	998,522	108 406	1,062,378	18 1	63,856	47,775	4 50

Settle date basis

US government - continued	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
TSY INFLATION INDEX BOND 1 875 % Due 07/15/2013 Original Face = 200,000 000	235,396	97 26	228,952	105 320	247,919	4 2	18,967	4,413	1 78
FEDERAL HOME LOAN BANK 3 250 % Due 09/12/2014	200,000	102.27	204,532	101 563	203,126	3.5	(1,406)	6,500	3 20
FEDERAL HM LN MTG CORP 4 500 % Due 01/15/2015	200,000	98.85	197,704	107.469	214,938	3.7	17,234	9,000	4.19
FED NATL MTG ASSOC STRIPS 0% Due 05/15/2024	300,000	38 80	116,408	45 920	137,760	2 4	21,352		
US TREASURY STRIPS COUPON 0% Due 08/15/2024	300,000	41 92	125,748	49 566	148,698	2.5	22,950		
US TREASURY BOND 5 250 % Due 02/15/2029	150,000	110.93	166,400	108.344	162,516	2 8	(3,884)	7,875	4 85
Total US government			**$5,270,239**		**$5,569,080**	**94.9%**	**$298,841**	**$212,184**	**3.81%**

Corporate

Corporate	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
AMGEN INC 0 125 % Due 02/01/2011 A3 /A+	100,000	$93 38	$93,375	$98 750	$98,750	1 7%	$5,375	$125	0 13%
MEDTRONIC INC NOTE 1 500 % Due 04/15/2011 A1 /AA-	100,000	95 50	95,500	101 500	101,500	1.7	6,000	1,500	1 48
TRANSOCEAN INC CONV SER B 1 500 % Due 12/15/2037 Baa2 /BBB+	100,000	90.31	90,312	96.500	96,500	1 7	6,188	1,500	1 55
Total corporate			**$279,187**		**$296,750**	**5.1%**	**$17,563**	**$3,125**	**1.05%**
Total fixed income			**$5,549,426**		**$5,865,830**	**100.0%**	**$316,404**	**$215,309**	**3.67%**

Statement dated December 31, 2009
INV1F5 - UEF INVESTMENTS

Settle date basis

U.S. Large cap

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Consumer discretionary									
DISNEY (WALT) HOLDING CO *(DIS)*	4,664	$15.87	$74,029	$32.250	$150,414	2 5%	$76,385	$1,632	1 09%
KOHL'S CORP *(KSS)*	3,030	34 94	105,882	53 930	163,407	2 7	57,525		
LOWES COS INC *(LOW)*	7,855	20 95	164,529	23.390	183,728	3 1	19,199	2,827	1 54
STAPLES INC *(SPLS)*	8,233	21 47	176,726	24 590	202,449	3 4	25,723	2,716	1 34
Total consumer discretionary			**$521,166**		**$699,998**	**11.8%**	**$178,832**	**$7,175**	**1.03%**
Consumer staples									
PROCTER & GAMBLE CO *(PG)*	4,141	$67.92	$281,246	$60 630	$251,068	4 2%	($30,178)	$7,288	2 90%
WAL-MART STORES INC *(WMT)*	3,752	46.99	176,309	53.450	200,544	3 4	24,235	4,089	2 04
Total consumer staples			**$457,555**		**$451,612**	**7.6%**	**($5,943)**	**$11,377**	**2.52%**
Energy									
APACHE CORP *(APA)*	1,800	$81 72	$147,095	$103 170	$185,706	3 1%	$38,611	$1,080	0 58%
EOG RES INC *(EOG)*	2,350	62 40	146,644	97 300	228,655	3 8	82,011	1,363	0 60
HESS CORP *(HES)*	3,150	54 89	172,911	60 500	190,575	3 2	17,664	1,260	0 66
WEATHERFORD INTL LTD	8,605	13 28	114,287	17 910	154,115	2 6	39,828		
Total energy			**$580,937**		**$759,051**	**12.7%**	**$178,114**	**$3,703**	**0.49%**
Financials									
AMERICAN EXPRESS *(AXP)*	3,697	$37.55	$138,815	$40.520	$149,802	2 5%	$10,987	$2,661	1 78%
JPMORGAN CHASE & CO *(JPM)*	4,750	42 89	203,736	41 670	197,932	3.3	(5,804)	950	0 48
MORGAN STANLEY GRP INC *(MS)*	7,000	29 88	209,181	29.600	207,200	3 5	(1,981)	1,400	0 68
T ROWE PRICE GROUP INC *(TROW)*	3,250	40 88	132,850	53.250	173,062	2 9	40,212	3,250	1 88
Total financials			**$684,582**		**$727,996**	**12.2%**	**$43,414**	**$8,261**	**1.13%**

Statement dated December 31, 2009
INV1F5 - UEF INVESTMENTS

Settle date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Health care									
CELGENE CORP *(CELG)*	3,749	$43 52	$163,158	$55 680	$208,744	3 5%	$45,586		
JOHNSON & JOHNSON *(JNJ)*	1,855	61 97	114,949	64 410	119,480	2 0	4,531	3,635	3 04
PFIZER INC *(PFE)*	9,500	17 27	164,038	18 190	172,805	2 9	8,767	6,840	3.96
TEVA PHARM INDS LTD ADR	3,293	45 21	148,868	56 180	185,000	3.1	36,132	1,587	0 86
THERMO FISHER SCIENTIFIC *(TMO)*	2,620	38.11	99,854	47 690	124,947	2 1	25,093		
Total health care			**$690,867**		**$810,976**	**13.6%**	**$120,109**	**$12,062**	**1.49%**
Industrials									
FEDEX CORP *(FDX)*	1,500	$81 13	$121,699	$83.450	$125,175	2 1%	$3,476	$660	0 53%
ILLINOIS TOOL WORKS INC *(ITW)*	4,000	31 55	126,217	47.990	191,960	3 2	65,743	4,960	2 58
INGERSOLL-RAND PUBLIC LTD	5,000	35 83	179,138	35 740	178,700	3 0	(438)	1,400	0 78
TYCO INTL LTD NEW	5,250	35 02	183,832	35 680	187,320	3 1	3,488	4,200	2 24
UNION PACIFIC CORP *(UNP)*	2,500	52 77	131,929	63 900	159,750	2 7	27,821	2,700	1 69
UNITED PARCEL SERVICE CL B *(UPS)*	2,500	52 61	131,526	57 370	143,425	2 4	11,899	4,500	3 14
Total industrials			**$874,341**		**$986,330**	**16.6%**	**$111,989**	**$18,420**	**1.87%**
Information technology									
CISCO SYSTEMS INC *(CSCO)*	10,948	$15 82	$173,217	$23 940	$262,095	4 4%	$88,878		
CORNING INC *(GLW)*	8,237	10 38	85,490	19 310	159,056	2 7	73,566	1,647	1 04
EMC CORP *(EMC)*	10,713	10 58	113,300	17 470	187,156	3 1	73,856		
GOOGLE INC *(GOOG)*	150	409 09	61,363	619 980	92,997	1.6	31,634		
MICROSOFT CORP *(MSFT)*	6,500	27.63	179,599	30 480	198,120	3 3	18,521	3,380	1 71
PAYCHEX INC *(PAYX)*	5,750	29 90	171,953	30 640	176,180	3 0	4,227	7,130	4 05
Total information technology			**$784,922**		**$1,075,604**	**18.1%**	**$290,682**	**$12,157**	**1.13%**

Settle date basis

Materials	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
DOW CHEMICAL *(DOW)*	6,750	$26.67	$180,033	$27 630	$186,502	3 1%	$6,469	$4,050	2 17%
INTERNATIONAL PAPER *(IP)*	9,743	19.91	193,945	26.780	260,917	4.4	66,972	974	0 37
Total materials			**$373,978**		**$447,419**	**7.5%**	**$73,441**	**$5,024**	**1.12%**
Total u.s. large cap			**$4,968,348**		**$5,958,986**	**100.0%**	**$990,638**	**$78,179**	**1.31%**

Non-U.S. Large cap

Europe (Euro)

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
ISHRS MSCI EAFE IND FND	41,510	$45 55	$1,890,696	$55 280	$2,294,672	100.0%	$403,976	$59,815	2 61%
Total non-u.s. large cap			**$1,890,696**		**$2,294,672**	**100.0%**	**$403,976**	**$59,815**	**2.61%**

Global Small & Mid cap

Global small & mid cap funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OLD WEST GL SM & MD CAP FD BOOK COST 1,855,000	174,694 671	$10 62	$1,855,000	$12.770	$2,230,850	100 0%	$375,850	$18,168	0 81%
Total global small & mid cap			**$1,855,000**		**$2,230,850**	**100.0%**	**$375,850**	**$18,168**	**0.81%**

Statement dated December 31, 2009
INV1F5 - UEF INVESTMENTS

Settle date basis

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
Total value of account			**$14,428,246**		**$16,515,114**		**$2,086,868**	**$371,487**	**2.25%**
Total interest and dividends accrued (trade date basis)					66,021				

F

Asset detail

Same 15

Equities

Large cap funds

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
2,659.883	Dreyfus PR Lrg Cap Val FD CL I (DAUIX)	$ 7.5600	$ 20,108.72	$ 24,910.78	$ -4,802.06	$ 385.68	1.9%	8.9%
3,487.254	Dreyfus PR Lrg Cap Growth CL I (DAPIX)	6.0300	21,028.14	27,509.19	-6,481.05	87.18	0.4	9.3
5,997.118	Dreyfus PR Lrge Cap Eq FD CL I (DLQIX)	9.5500	57,272.48	79,216.21	-21,943.73	449.78	0.8	25.4
Total large cap funds			**$ 98,409.34**	**$ 131,636.18**	**$ -33,226.84**	**$ 922.64**		**43.6%**

Mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
1,720.868	BNY Mellon Mid Cap Stock Fund (MPMCX) Class M Shares	$ 9.5400	$ 16,417.08	$ 12,682.80	$ 3,734.28	$ 106.69	0.7%	7.3%
Total mid cap			**$ 16,417.08**	**$ 12,682.80**	**$ 3,734.28**	**$ 106.69**		**7.3%**

Small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
985.497	BNY Mellon Small Cap Stock Fund (MPSSX) Class M Shares	$ 9.3500	$ 9,214.40	$ 11,739.11	$ -2,524.71	$ 10.84	0.1%	4.1%
Total small cap			**$ 9,214.40**	**$ 11,739.11**	**$ -2,524.71**	**$ 10.84**		**4.1%**

International-developed

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
2,125.898	BNY Mellon Intl Appr FD CL M (MPPMX)	$ 11.6500	$ 24,766.71	$ 25,162.45	$ -395.74	$ 756.82	3.1%	11.0%
Total international-developed			**$ 24,766.71**	**$ 25,162.45**	**$ -395.74**	**$ 756.82**		**11.0%**

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
1,121.876	BNY Mellon Emerging Markets Fund (MEMKX) Class M Shares	$ 10.1900	$ 11,431.92	$ 7,247.32	$ 4,184.60	$ 84.14	0.7%	5.1%
Total emerging markets			$ 11,431.92	$ 7,247.32	$ 4,184.60	$ 84.14		5.1%

Other equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
822.352	Dreyfus PR Gl Real Estate FD (DRUX) CL I	$ 6.4900	$ 5,337.06	$ 7,293.49	$ -1,956.43	$ 92.93	1.7%	2.4%
Total other equity			$ 5,337.06	$ 7,293.49	$ -1,956.43	$ 92.93		2.4%
Total equities			$ 165,576.51	$ 195,761.35	$ -30,184.84	$ 1,974.06		73.4%

Fixed income

Taxable

Other fixed income

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
3,328.439	BNY Mellon Bond Fund Class M Shares	$ 12.8800	$ 42,870.29	$ 42,390.23	$ 480.06	$ 1,823.98	4.3%	19.0%
1,001.011	Dreyfus Premier Limited Term High Yield Fund Class I	6.4900	6,496.56	5,435.49	1,061.07	552.56	8.5	2.9
Total taxable other fixed income			$ 49,366.85	$ 47,825.72	$ 1,541.13	$ 2,376.54		21.9%
Total taxable fixed income			$ 49,366.85	$ 47,825.72	$ 1,541.13	$ 2,376.54		21.9%
Total fixed income			$ 49,366.85	$ 47,825.72	$ 1,541.13	$ 2,376.54		21.9%

Cash and cash equivalents

	Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Yield	Pct of holdings
7,580.91	Cra (BNY Mellon, N.A., Member FDIC) (Principal Holding)	$ 7,580.91	$ 7,580.91		$ 3.79	0.1%	3.4%
3,141.25	Cra (BNY Mellon, N.A., Member FDIC) (Income Holding)	3,141.25	3,141.25		1.57	0.1	1.4
	Principal Cash						
	Income Cash						
Total cash and cash equivalents		$ 10,722.16	$ 10,722.16	$ 0.00	$ 5.36		4.8%
Total assets		$ 225,665.52	$ 254,309.23	$ -28,643.71	$ 4,355.96		100.0%

Sams 16

Description	Shares	Mkt Value 12/31/08	Purchases Date	Purchases Units	Purchases Amount	Sales Date	Sales Units	Sales Amount	Total Shares	Realized Gain	Mkt Bal 12/31/09	Mkt Value 12/31/09	Unrealized Gain/Loss	Total Gain/Loss
Equities														
American Express/Ameriprise	6,127	85 830 00				5/22	930	23,742 27	5,197		62,087 73	149,802 00	87,714 27	87,714 27
Amgen			5/21	100,000	93 375 00				100 000		93 375 00	98,750 00	5 375 00	5,375 00
Apache Corp			5/7,8,26,10/15	1,800	147,095 46				1,800		147,095 46	185,706 00	38,610 54	38,610 54
Applied Materials	9,250	93,702 00	2/6&3/26,4/1	7,500	78,583 70	5/22,10/16,27,11/6	16,750	202,740 69	0	30,454 99	0 00	0 00	0 00	30,454 99
Mellon Financial	9,701	274,829 00				5/22,11/20,23,24	9,701	262 484 51	0	(12,344 49)	0 00	0 00	0 00	(12 344 49)
Cameron Int'l	6,118	125,419 00				4/1,2,3,6,7,8,9	6,118	139,168 40	0	13,749 40	0 00	0 00	0 00	13,749 40
Celgene	3,719	205,586 00	3/17&24,4/2	1,000	45,684 60	5/22	970	38,003 60	3,749		213,267 00	208,744 00	(4,523 00)	(4,523 00)
Chesapeake Energy	10 652	172,242 00				3/31&4/1,5/18,5/22,8	10,652	222,669 09	0	50,427 09	(0 00)	0 00	0 00	50,427 09
Cisco	16,228	264,516 00				5/22,7/17	5 280	100,148 93	10,948		184,367 07	262,095 00	97,727 93	97,727 93
Corning	30 707	211,442 00				3/31,4/2,5/22,11/2	13,950	191,402 82	16,757		20,039 18	159,056 00	139,016 82	139,016 82
Disney(Citadel)	11,494	260 798 00				2/6&9,5/22	6,830	142,442 15	4,664		118,355 85	150,414 00	32,058 15	32,058 15
Dow			10/14,15,16,12/29,31	6,750	180,033 59				6,750	0 00	180,033 59	186,502 00	6,468 41	6,468 41
EMC	25,953	271,727 00				5/22,7/20,9/21,22,11	15,240	222,347 13	10,713		49,379 87	187,156 00	137,776 13	137,776 13
EOG			3/17,4/24,4/28,9/18	3,100	208,121 86	10/26	750	71,244 42	2,350		136,877 44	228,655 00	91,777 56	91,777 56
Fedex			11/13,16	1,500	121,699 32				1,500		121,699 32	125,175 00	3 475 68	3,475 68
FPL	2,000	100,660 00	1/23&2/6,9	2 000	102,864 75	5/22,9/25,28-30,10/1	4,000	217,993 85	0	14,469 10	0 00	0 00	0 00	14,469 10
Genzyme	3,733	247,759 00				5/22&6/18	3,733	202,929 50	0	(44,829 50)	0 00	0 00	0 00	(44 829 50)
Google			7/14	150	61 363 43				150		61,363 43	92,997 00	31 633 57	31 633 57
Hess			8/26,9/23,10/15	3,150	172 911 43				3,150		172,911 43	190,575 00	17,663 57	17,663 57
Hudson City	5 519	88,083 00	3/17&18	5,500	56,121 05	5/22,8/24,26,28	11 019	142,404 10	0	(1,799 95)	0 00	0 00	0 00	(1,799 95)
Illinois Tool			3/31&4/1,2,22,23,27	6 750	216 111 93	11/2,3	2,750	127,911 39	4,000		88,200 54	191,960 00	103,759 46	103,759 46
Ingersoll-Rand			11/13,11/16,17,20,23	500	179,138 67				500		179,138 67	178,700 00	(438 67)	(438 67)
Int'l Paper	14,713	173,613 00				5/22,11/2	4,970	85,401 34	9,743	0 00	88,211 66	260,917 00	172,705 34	172,705 34
Intel	4,250	62,305 00	1/23&2/6&3/17	8,000	110,191 95	5/22,10/19,11/6,9	12,250	226,431 55	0	53,934 60	0 00	0 00	0 00	53 934 60
Ishares MSCI Eafe	35,250	1 581,315 00	6/4&6/25,10/7	6,260	305,366 62				41,510		1,886,681 62	2,294,672 00	407,990 38	407,990 38
JP Morgan Chase			8/26,12/29	4,750	203,736 37				4,750		203,736 37	197,932 00	(5,804 37)	(5 804 37)
Johnson&Johnson	4,075	243,807 00				3/31&5/22	2,220	118,372 41	1,855		125,434 59	119,480 00	(5 954 59)	(5 954 59)
Kohls	1,850	66,970 00	1/13&2/6,9	3,250	125,665 40	5/22,10/30,11/2	2,070	104,759 43	3,030		87,875 97	163,407 00	75,531 03	75 531 03
Lowes	9 845	211,884 00				5/22	1,990	40,177 04	7,855		171,686 96	183,728 00	12,041 04	12 041 04
Mattell	13,000	208,000 00				3/30,31&4/1,2,3,6	13,000	156,552 93	0	(51,447 07)	0 00	0 00	0 00	(51,447 07)
Medtronic			5/21	100,000	95 500 00				100,000		95 500 00	101,500 00	6,000 00	6,000 00
Microsoft			10/26,27,11/20	6,500	179,599 25				6,500	0 00	179,599 25	198,120 00	18,520 75	18 520 75
Morgan Stanley			6/15,7/17,8/10,11	7,000	209 181 05				7,000		209,181 05	207,200 00	(1,981 05)	(1 981 05)
Old West			5/20,6/2,10/5	174,694,671	1 855 000 00				174,694,671		1,855,000 00	2,230,850 00	375,850 00	375 850 00
Paychex			11/6,9,10,13,16	5,750	171,953 45				5,750		171,953 45	176,180 00	4,226 55	4 226 55
Pepsico	5,218	285,789 00				4/27&28	5,218	252,564 67	0	(33,224 33)	0 00	0 00	0 00	(33 224 33)
PG&E	7,092	276,970 00				3/31&4/1,2,3,5/22/1	7,092	271,761 51	0	(5,208 49)	0 00	0 00	0 00	(5 208 49)
Pfizer			10/29,30,11/2	9,500	164,038 50			0 00	9,500	0 00	164,038 50	172,805 00	8 766 50	8,766 50
Procter&Gamble	5,254	320,907 00				5/22	1,050	55,732 54	4,204		265,174 46	251 068 00	(14,106 46)	(14 106 46)
Research in Motion	3,913	158,789 00				5/22&6/8,11/2,5	3,913	252 461 05	0	93,672 05	0 00	0 00	0 00	93 672 05
Standards&Poors	3,555	320,803 00				1/14&1/16&1/20,1	3,555	316,955 29	0	(3,847 71)	0 00	0 00	0 00	(3 847 71)
Staples	16,583	297 167 00				5/22&6/8,12/29,31	8,350	184,824 57	8,233		112,342 43	202,449 00	90,106 57	90,106 57
Suntrust	4,567	134,909 00				1/20	4 567	72 572 85	0	(62,336 15)	0 00	0 00	0 00	(62 336 15)
T Rowe Price			5/7 8,11,6/8	3 250	132,850 02				3,250		132,850 02	173,062 00	40 211 98	40 211 98
Teva Pharm Ind	4,253	181,050 00	1/26	750	32,047 57	5/22 12/29	1,710	84,594 37	3 293		128,503 20	185,000 00	56,496 80	56,496 80
Thermo Fischer	8,300	282,781 00				5/22,8/24,26,10/14,1	5 680	241,794 42	2,620		40,986 58	124 947 00	83,960 42	83,960 42
Transocean			6/8	100 000	90 312 50						90,312 50	96,500 00	6,187 50	6,187 50
Tyco			9/25,9/29-30,11/23,24,25	5,250	183 832 06						183,832 06	187,320 00	3,487 94	3,487 94
UPS			4/1&2,	2,500	131,526 41				2,500		131 526 41	143,425 00	11,898 59	11,898 59
Union Pacific			5/7,8	2,500	131 929 40				2 500		131,929 40	159 750 00	27,820 60	27,820 60
Wal-Mart	6,572	368,426 00				1/15&16,3/30,5/22	2,860	143,592 65	3,712		224,833 35	200,544 00	(24,289 35)	(24,289 35)
Weatherford	16,475	178,259 00				5/22&6/8,10/15,16	7 870	153,631 94	8,605		24,627 06	154 115 00	129,487 94	129,487 94
Sub Total	305,966	7,756,317 00		175,099,631	5,785,835 34		189,168	5,069,813 41	175 103,309 00	41,669 54	8 514,008 47	10,781,258 00	2,267,249 53	2,308 919 07
Total	6 404 396	13,903,368 00		175,299,631	5,990,367 34		899,168	5,784,902 01	180,691,739	34 115 34	14,142,948 67	16 350,338 00	2,207,389 33	2,241,504 67
Less November				-175,296,131	(5 875,467 72)		(895 418)	(5 668,103 90)	-180,691,989	(34,115 34)	(14 144 847 16)	(16,231 815 00)	(2,086,967 84)	(2,121 083 18)
December				3,500	114,899 62		3,750	116,798 11	-250	0 00	-1 898 49	118,523 00	120,421 49	120,421 49
													Used	120,422 00

United Engineering Foundation
Investments-Investment A/C
12/31/09

Description	Shares	Mkt Value 12/31/08	Purchases Date	Purchases Units	Purchases Amount	Sales Date	Sales Units	Sales Amount	Total Shares	Realized Gain/Loss	Mkt Bal 12/31/09	Mkt Value 12/31/09	Unrealized Gain/Loss	Total Gain/Loss
Gov't Securities														
Federal Home 4 375	300,000	307 968 00				6/4&9/11	300,000	300,883 80	0	(7,084 20)	0 00	0 00	0 00	(7,084 20)
Federal Home 3 250			9/15	200,000	204,532 00				200,000	0 00	204,532 00	203,126 00	(1,406 00)	(1,406 00)
Federal National Mrtg-5 25	250 000	250 470 00				1/15	250,000	250,000 00	0	(470 00)	0 00	0 00	0 00	(470 00)
Federal Home 4 50	200,000	221,188 00							200,000		221,188 00	214,938 00	(6,250 00)	(6 250 00)
Federal Home 4 250	250,000	262,032 00				10/5	160,000	164,204 80	90,000		97,827 20	91,602 00	(6,225 20)	(6 225 20)
Federal Home 5 25	100,000	106,250 00							100,000		106 250 00	102,219 00	(4,031 00)	(4,031 00)
Federal Home 4 625	250,000	267,500 00							250,000		267,500 00	261,015 00	(6 485 00)	(6,485 00)
Federal Home 5 0	800,000	859,504 00							800,000		859,504 00	837,752 00	(21,752 00)	(21 752 00)
US Treasury2 0 Inflation Note	107,728	105,310 00							107,728		105,310 00	111,322 00	6,012 00	6,012 00
U S Treasury 3 0	972,656	955 617 00							972,656		955,617 00	1,034,114 00	78,497 00	78 497 00
Federal Home 4 875	980,000	1,070,346 00							980,000		1,070,346 00	1,062,378 00	(7,968 00)	(7,968 00)
U S Treasury 1 875	238,046	224,665 00							238,046		224,665 00	247,919 00	23,254 00	23,254 00
Federal Home 5 0	900,000	976,221 00							900,000		976 221 00	953,721 00	(22,500 00)	(22 500 00)
Federal National Mrtg	300,000	160,770 00							300,000		160,770 00	137,760 00	(23,010 00)	(23,010 00)
US Treasury Strip Tints	300,000	180 297 00							300 000		180 297 00	148 698 00	(31,599 00)	(31 599 00)
U S Treasury 5 25	150 000	198,913 00							150,000		198,913 00	162,516 00	(36,397 00)	(36 397 00)
Sub-Total	6 098,430	6,147,051 00		200,000	204,532 00		710,000 00	715,088 60	5,588 430	(7,554 20)	5 628,940 20	5,569,080 00	(59,860 20)	(67,414 40)

STATE OF NEW YORK
County of New York, *s:*

THE ANNUAL RETURN OF THE UNITED ENGINEERING FOUNDATION, INC. for the calendar year ended December 31, 2009 is available at its principal office located at 22 Law Drive, Fairfield, NJ 07004 for inspection during regular business hours by any citizen who requests it within 180 days hereof. Principal Manager of the Foundation is DR. DAVID L. BELDEN.
1576981 o5

Rachael Margolies, being duly sworn, says that she is the PRINCIPAL CLERK of the Publisher of the **NEW YORK LAW JOURNAL**, a Daily Newspaper; that the Advertisement hereto annexed has been published in the said **NEW YORK LAW JOURNAL***one time* on the 5th day of October, 2010.

TO WIT : October 5, 2010

SWORN BEFORE ME, this 5th day
Of October, 2010.

Cynthia Byrd
Notary Public, State of New York
No. 01BY6056945
Qualified in Kings County
Commission Expires April 09, 2011

Form **8868** (Rev April 2009)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

OMB No 1545 1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

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

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

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

Electronic Filing *(e-file)*. Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T) However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated 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	Employer identification number
File by the due date for filing your return See instructions	UNITED ENGINEERING FOUNDATION, INC.	13-6162675
	Number, street, and room or suite number If a P O box, see instructions P.O. BOX 70	
	City, town or post office, state, and ZIP code For a foreign address, see instructions MOUNT VERNON, VA 22121-0070	

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

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

- The books are in the care of ► THE ORGANIZATION

Telephone No ► 973-244-2328 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 8/15, 20 10, to file the exempt organization return for the organization named above The extension is for the organization's return for·

► [X] calendar year 20 09 or

► [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___

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**	$ 0.
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**	$ 0.
c Balance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 0.

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