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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

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 PAUL & PHYLLIS FIREMAN CHARITABLE FOUNDATION		A Employer identification number 22-2677986
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (561) 684-1900
	City or town, state, and ZIP code PALM BEACH GARDENS, FL 33410		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 142,255,010.		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"/>

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))		(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				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,406,444.	2,406,444.	2,406,444.	STATEMENT 1
	5a Gross rents	-895,179.	-895,179.	-895,179.	STATEMENT 2
	b Net rental income or (loss)	-895,179.			
	6a Net gain or (loss) from sale of assets not on line 10	207,495.			
	b Gross sales price for all assets on line 6a	4,005,385.			
	7 Capital gain net income (from Part IV, line 2)		207,495.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-2,729,094.	-2,729,094.	-2,729,094.	STATEMENT 3	
12 Total. Add lines 1 through 11	-1,010,334.	-1,010,334.	-1,217,829.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages	257,537.	0.	0.	257,537.
	15 Pension plans, employee benefits	45,123.	0.	0.	0.
	16a Legal fees STMT 4	52,672.	52,672.	0.	0.
	b Accounting fees STMT 5	53,590.	53,590.	0.	0.
	c Other professional fees STMT 6	79,391.	0.	0.	0.
	17 Interest				
	18 Taxes STMT 7	25,408.	1,776.	0.	23,382.
	19 Depreciation and depletion	17,050.	0.	20,173.	
	20 Occupancy	70,258.	0.	0.	70,258.
	21 Travel, conferences, and meetings	17,665.	0.	0.	0.
	22 Printing and publications	1,574.	0.	0.	1,574.
	23 Other expenses STMT 8	163,472.	73,020.	0.	70,735.
	24 Total operating and administrative expenses. Add lines 13 through 23	783,740.	181,058.	20,173.	423,486.
	25 Contributions, gifts, grants paid	6,590,052.			6,590,052.
26 Total expenses and disbursements. Add lines 24 and 25	7,373,792.	181,058.	20,173.	7,013,538.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-8,384,126.				
b Net investment income (if negative, enter -0-)		0.			
c Adjusted net income (if negative, enter -0-)			0.		

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	306,447.	148,955.	148,955.
	2 Savings and temporary cash investments	29,109,938.	21,703,477.	21,703,477.
	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 ▶ 678,636.			
	Less: allowance for doubtful accounts ▶	61,645.	678,636.	678,636.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	53,759.	51,759.	51,759.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	-22.	0.	0.
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 11		82,848,802.	74,827,885.	74,827,885.
14 Land, buildings, and equipment: basis ▶ 222,645.				
Less: accumulated depreciation STMT 12 ▶ 135,994.		101,316.	86,651.	86,651.
15 Other assets (describe ▶ STATEMENT 13)		37,946,146.	44,757,647.	44,757,647.
16 Total assets (to be completed by all filers)		150,428,031.	142,255,010.	142,255,010.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 14)	0.	966.	
23 Total liabilities (add lines 17 through 22)	0.	966.		
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	1,525.	1,525.		
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	150,426,506.	142,252,519.		
30 Total net assets or fund balances	150,428,031.	142,254,044.		
31 Total liabilities and net assets/fund balances	150,428,031.	142,255,010.		

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)	150,428,031.
2 Enter amount from Part I, line 27a	-8,384,126.
3 Other increases not included in line 2 (itemize) ▶ PY YEAR ADJUSTMENTS	210,139.
4 Add lines 1, 2, and 3	142,254,044.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	142,254,044.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b 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 4,005,385.		3,800,373.	207,495.

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			207,495.

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	207,495.
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	170,168.

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			
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.

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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	0.
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	0.
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	0.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	39,927.	
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	39,927.	
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	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	39,927.	
11 Enter the amount of line 10 to be. Credited to 2010 estimated tax <input type="checkbox"/> 39,927. Refunded <input type="checkbox"/>	11	0.	

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
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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?		X
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) <input type="checkbox"/> MA		
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

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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 ► WWW.PPFFOUND.ORG	13	X	
14	The books are in care of ► PAUL FIREMAN Telephone no. ► 561-684-1900 Located at ► 3801 PGA BLVD, STE 910, PALM BEACH GARDENS, FL ZIP+4 ► 33410			
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	<input type="checkbox"/> ► 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 checked="" type="checkbox"/> Yes <input 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		X
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?		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? If "Yes," list the years ► _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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	
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 checked="" type="checkbox"/> Yes <input 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.)		X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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
PAUL FIREMAN	TRUSTEE AS	NEEDED		
3801 PGA BLVD, STE 910				
PALM BEACH GARDENS, FL 33410	0.00	0.	0.	0.
PHYLLIS FIREMAN	TRUSTEE AS	NEEDED		
3801 PGA BLVD, STE 910				
PALM BEACH GARDENS, FL 33410	0.00	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
DEBORAH FUNG	EXECUTIVE DIRECTOR			
29 CHALK STREET, CAMBRIDGE, MA 02139	40.00	114,640.	6,000.	0.
SUSANNE BEATON	DIRECTOR OF SPECIAL INITIATIVE			
200 MARKET ST #309, LOWELL, MA 01852	40.00	87,127.	4,467.	3,454.
DIANE CHUNG	ADMINISTRATIVE ASSISTANT			
403 BEACON ST #2F, BOSTON, MA 02115	40.00	50,185.	833.	5,675.

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

0

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**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.	Expenses
1 N/A	

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.	Amount
1 INVESTMENT IN HOMEFUNDERS, LLC - ORGANIZED TO PROVIDE HOUSING FOR THE HOMELESS.	
	334,124.
All other program-related investments. See instructions.	
Total. Add lines 1 through 3	334,124.

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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	108,913,515.
b	Average of monthly cash balances	1b	37,300,874.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	146,214,389.
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	146,214,389.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	2,193,216.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	144,021,173.
6	Minimum investment return. Enter 5% of line 5	6	7,201,059.

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	7,201,059.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	7,201,059.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	7,201,059.
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	7,201,059.

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	7,013,538.
b	Program-related investments - total from Part IX-B	1b	334,124.
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	7,347,662.
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	7,347,662.

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.

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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				7,201,059.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006	654,593.			
d From 2007	3,192,089.			
e From 2008	2,952,842.			
f Total of lines 3a through e	6,799,524.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ \$ 7,347,662.				
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				7,201,059.
e Remaining amount distributed out of corpus	146,603.			
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	6,946,127.			
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				0.
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	6,946,127.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006	654,593.			
c Excess from 2007	3,192,089.			
d Excess from 2008	2,952,842.			
e Excess from 2009	146,603.			

**PAUL & PHYLLIS FIREMAN CHARITABLE
FOUNDATION**

Form 990-PF (2009)

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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			(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 15

- 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: _____

PAUL & PHYLLIS FIREMAN CHARITABLE
FOUNDATION**Part XV** Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	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
Name and address (home or business)				
a Paid during the year SEE ATTACHED				6590052.
Total				6590052.
b Approved for future payment				
NONE				
Total				0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.			
Sign Here Paid Preparer's Use Only	Signature of officer or trustee <i>[Signature]</i>		Date <i>11/15/10</i>
	Title TRUSTEE		
Preparer's Use Only	Preparer's signature <i>[Signature]</i>	Date <i>11/15/10</i>	Check if self-employed <input type="checkbox"/>
	Firm's name (or yours if self-employed), address, and ZIP code RSM MCGLADREY, INC. 80 CITY SQUARE BOSTON, MA 02129-3742	EIN 617-912-9000	

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	VIA BROADWAY PARTNERS III K-1		VARIOUS	VARIOUS
b	VIA BLUM III K-1		VARIOUS	VARIOUS
c	VIA BROADWAY PARTNERS II K-1		VARIOUS	VARIOUS
d	VIA BERNSTEIN K-1		VARIOUS	VARIOUS
e	SMITH BARNEY		VARIOUS	VARIOUS
f	OTHER		VARIOUS	VARIOUS
g	VIA EMPEROR FUND		VARIOUS	VARIOUS
h	VIA KOTLER	P	VARIOUS	VARIOUS
i	VIA KOTLER	P	VARIOUS	VARIOUS
j	VIA TIMBERVEST PARTNERS II K-1		VARIOUS	VARIOUS
k	VIA AVENUE INVESTMENTS K-1		VARIOUS	VARIOUS
l	VIA AG SUPER FUND K-1		VARIOUS	VARIOUS
m	VIA SMALL CAP VALUE EQUITY FUND		VARIOUS	VARIOUS
n	VIA CITIGROUP K-1		VARIOUS	VARIOUS
o	MISCELLENIOUS		VARIOUS	VARIOUS

(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			-611,769.
b			364,751.
c			-3,043,478.
d			-662,474.
e			-2,612,390.
f			367.
g			2,084,265.
h	3,470,396.	3,302,711.	167,685.
i	534,989.	497,662.	37,327.
j			7,965.
k			155,673.
l			-224,432.
m			55,078.
n			2,177.
o			524.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** -611,769.
b			** 364,751.
c			** -3,043,478.
d			** -662,474.
e			** -2,612,390.
f			** 367.
g			** 2,084,265.
h			** 167,685.
i			** 37,327.
j			** 7,965.
k			** 155,673.
l			** -224,432.
m			** 55,078.
n			** 2,177.
o			** 524.

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	UNREALIZED GAINS		VARIOUS	VARIOUS
b	VIA PILGRIM		VARIOUS	VARIOUS
c				
d				
e				
f				
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			4,502,498.
b			-16,272.
c			
d			
e			
f			
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			** 4,502,498.
b			** -16,272.
c			
d			
e			
f			
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	207,495.
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	170,168.

FORM 990-PF PAGE 1

[illegible]

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF AMERICA - GENERAL AC	9,222.	0.	9,222.
BANK OF AMERICA - GRANT INTEREST	594.	0.	594.
BANK OF AMERICA CUSTODY IMA	6.	0.	6.
CITI GROUP	958.	0.	958.
DIVIDENDS AVENUE INVESTMENTS	150.	0.	150.
DIVIDENDS CITIGROUP	2,230.	0.	2,230.
DIVIDENDS INSTL MMKT PORT CL 1	119,191.	0.	119,191.
DIVIDENDS VIA AG SUPERFUND	128,042.	0.	128,042.
DIVIDENDS VIA BERNSTEIN K-1	73,664.	0.	73,664.
DIVIDENDS VIA BLUM STRATEGIC			
PTNRS III LP	64,780.	0.	64,780.
DIVIDENDS VIA SMALL CAP VALUE			
EQUITY	4,575.	0.	4,575.
DIVIDENDS VIA WPX INVESTORS II			
LLC	1.	0.	1.
DIVS. BANK OF AMERICA CUSTODY 1	47,029.	0.	47,029.
FIDELITY INVESTMENT SERVICES	110,808.	0.	110,808.
INTEREST AVENUE INVESTMENTS	32,822.	0.	32,822.
INTEREST GWK	730,396.	0.	730,396.
INTEREST PILGRIM HOME & HEARTH	526.	0.	526.
INTEREST VIA ACI CAPITAL			
INVESTORS II AIV LP	122.	0.	122.
INTEREST VIA ACI CAPITAL			
INVESTORS II LP	55.	0.	55.
INTEREST VIA AG SUPER FUND LP	135,225.	0.	135,225.
INTEREST VIA BERNSTEIN K-1	3,542.	0.	3,542.
INTEREST VIA BLUM STRATEGIC			
PTNRS	2,604.	0.	2,604.
INTEREST VIA BROADWAY PARTNERS			
FEEDER FUND A II LP	1,367.	0.	1,367.
INTEREST VIA BROADWAY PARTNERS			
FEEDER FUND A III LP	53,260.	0.	53,260.
INTEREST VIA DB CREDIT	406,795.	0.	406,795.
INTEREST VIA FAGGEN ENTERPRISES	99,931.	0.	99,931.
INTEREST VIA FNCH K-1	1,790.	0.	1,790.
INTEREST VIA HOMEFUNDERS			
COLLABORATIVE, LLC	235.	0.	235.
INTEREST VIA MEDIA SYNDICATION			
GLOBAL LLC	43,991.	0.	43,991.
INTEREST VIA MERIDIAN	213,879.	0.	213,879.
INTEREST VIA TIMBERVEST			
CROSSOVER II K-1	560.	0.	560.
INTEREST VIA TIMBERVEST PARTNERS	10,096.	0.	10,096.
INTEREST VIA WPX INVESTORS II			
LLC	85,705.	0.	85,705.
ISRAEL BOND INTEREST	21,500.	0.	21,500.
MISCELLANEOUS INTEREST	360.	0.	360.

OTHER INTEREST	433.	0.	433.
TOTAL TO FM 990-PF, PART I, LN 4	2,406,444.	0.	2,406,444.

FORM 990-PF	RENTAL INCOME	STATEMENT	2
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KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
VIA ND BURLINGTON K-1	1	48,130.
VIA BROADWAY PARTNERS	2	-941,492.
VIA AG SUPERFUND LP	4	-7,030.
VIA TIMBERVEST PARTNERS II	5	6,852.
VIA TIMBERVEST CROSSOVER PARTNERS II	7	447.
VIA AVENUE INVESTMENTS, LP	8	-2,086.
TOTAL TO FORM 990-PF, PART I, LINE 5A		-895,179.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
VIA HOME FUNDERS COLLABORATIVE, LLC	-429.	-429.	-429.
PASSTHRU PORTFOLIO EXPENSES	-344,610.	-344,610.	-344,610.
PASSTHRU INVESTMENT INTEREST EXPENSES	-1,678.	-1,678.	-1,678.
VIA TIMBERVEST PARTNERS II, LP	-53,574.	-53,574.	-53,574.
VIA AG SUPER FUND LP	17,383.	17,383.	17,383.
VIA BERNSTEIN GLOBAL STYLE	12,874.	12,874.	12,874.
VIA BLUM STRATEGIC K-1	-39,318.	-39,318.	-39,318.
VIA FNCH ASSOCIATES K-1	-95,381.	-95,381.	-95,381.
VIA TIMBERVEST CROSSOVER II K-1	-44,118.	-44,118.	-44,118.
VIA PILGRIM HOME AND HEARTH K-1	-196,587.	-196,587.	-196,587.
VIA AVENUE INVESTMENTS K-1	-7,112.	-7,112.	-7,112.
VIA CITIGROUP K-1	329.	329.	329.
VIA ACI CAP INV II AIV K-1	-53,394.	-53,394.	-53,394.
LOSS FROM PILGRIM HOME AND HEARTH BAD DEBT	-1,923,479.	-1,923,479.	-1,923,479.
TOTAL TO FORM 990-PF, PART I, LINE 11	-2,729,094.	-2,729,094.	-2,729,094.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	52,672.	52,672.	0.	0.
TO FM 990-PF, PG 1, LN 16A	52,672.	52,672.	0.	0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	53,590.	53,590.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	53,590.	53,590.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	79,391.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	79,391.	0.	0.	0.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MASSACHUSETTS ANNUAL REPORT/STATE TAX	250.	0.	0.	0.
PAYROLL TAXES	23,382.	0.	0.	23,382.
FOREIGN TAX WITHHELD	1,776.	1,776.	0.	0.
TO FORM 990-PF, PG 1, LN 18	25,408.	1,776.	0.	23,382.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MANAGEMENT FEES	73,020.	73,020.	0.	0.	
PAYROLL PROCESSING FEES	1,460.	0.	0.	1,460.	
BANK CHARGES	573.	0.	0.	573.	
ADVERTISING	50,481.	0.	0.	50,481.	
OFFICE SUPPLIES	11,550.	0.	0.	11,550.	
POSTAGE	1,058.	0.	0.	1,058.	
DUES AND SUBSCRIPTIONS	285.	0.	0.	285.	
CLEANING AND MAINTENANCE	5,328.	0.	0.	5,328.	
SERVICE AND CONTRACTS	10,468.	0.	0.	0.	
UTILITIES	9,249.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	163,472.	73,020.	0.	70,735.	

FOOTNOTES

STATEMENT 9

ATTACHMENT TO PART VII-B, STATEMENTS REGARDING ACTIVITIES
FOR WHICH FORM 4720 MAY BE REQUIRED: ITEMS 3A AND 3B

THE FOUNDATION AND DISQUALIFIED PERSONS TOGETHER DO NOT HOLD
MORE THAN 20% OF THE VOTING STOCK OF ANY ENTERPRISE.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA IMA	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10B	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIDELITY MUTUAL FUNDS	COST	14,896,531.	14,896,531.
ISRAEL BOND	COST	1,300,000.	1,300,000.
LOEB FUND	COST	15,100,463.	15,100,463.
CITI-RENAISSANCE	COST	0.	0.
CVC INTERNATIONAL	COST	812,511.	812,511.
CAI HEDGE FUND	COST	4,928,540.	4,928,540.
GLOBAL STYLE BLEND	COST	2,021,611.	2,021,611.
GLOBAL DIVERSIFIED STRATEGIES	COST	1,675,367.	1,675,367.
GLOBAL OPPORTUNITIES	COST	1,143,510.	1,143,510.
THRIVENT SMALL CAP FUND	COST	174,657.	174,657.
THRIVENT MID CAP FUND	COST	205,213.	205,213.
THRIVENT LARGE CAP FUND	COST	194,507.	194,507.
THRIVENT INTERNATIONAL FUND	COST	175,870.	175,870.
FNCH/EMPEROR GROWTH FUND	COST	0.	0.
CITI PAULSON ADVANTAGE PLUS	COST	6,329,635.	6,329,635.
CITI PAULSON RECOVERY	COST	5,779,351.	5,779,351.
KOTLER - STATE STREET	COST	11,993,803.	11,993,803.
AVENUE INVESTMENTS	COST	2,801,226.	2,801,226.
AVENUE STRATEGIC	COST	2,560,672.	2,560,672.
ADVISORY SMALL CAP VALUE II	COST	2,734,418.	2,734,418.
TOTAL TO FORM 990-PF, PART II, LINE 13		74,827,885.	74,827,885.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
2008 LEASEHOLD IMPROVEMENTS	126,967.	72,689.	54,278.
2008 FURNITURE & FIXTURES	71,182.	49,393.	21,789.
2008 IT RELATED IMPROVEMENTS	22,111.	12,659.	9,452.
2009 LEASEHOLD IMPROVEMENTS	2,385.	1,253.	1,132.
TOTAL TO FM 990-PF, PART II, LN 14	222,645.	135,994.	86,651.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN HOMEFUNDERS, LLC	2,886,079.	3,220,009.	3,220,009.
INVESTMENT IN BLUM STRATEGIC PARTNERS	4,018,099.	3,313,926.	3,313,926.
INVESTMENT IN ACI CAPITAL II	367,088.	445,515.	445,515.
INVESTMENT IN BROADWAY PARTNERS II	4,858,588.	1,905,622.	1,905,622.
INVESTMENT IN ND BURLINGTON	2,845,871.	2,894,001.	2,894,001.
INVESTMENT IN WPX INVESTORS II	714,968.	724,466.	724,466.
INVESTMENT IN PILGRIM HOME & HEALTH	2,500,000.	0.	0.
INVESTMENT IN ACI CAPITAL II AIV, LP	339,439.	476,142.	476,142.
INVESTMENT IN BROADWAY PARTNERS III	4,336,380.	2,794,820.	2,794,820.
INVESTMENT IN MEDIA SYNDICATION GLOBAL LLC	2,586,947.	2,586,947.	2,586,947.
INVESTMENT IN TIMBERVEST PARTNERS II	1,903,431.	2,174,494.	2,174,494.
INVESTMENT IN AG SUPER FUND LP	3,069,760.	2,799,788.	2,799,788.
INVESTMENT IN DB CREDIT, LP	3,000,000.	3,000,000.	3,000,000.
INVESTMENT IN MEDIA SYNDICATION INVENTORY	1,000,000.	1,000,000.	1,000,000.
INVESTMENT IN FAGGEN ENTERPRISES	1,000,000.	1,000,000.	1,000,000.
INVESTMENT IN BCC MERIDIAN, LP	1,762,000.	1,762,000.	1,762,000.
INVESTMENT IN TIMBERVEST CROSSOVER II	757,496.	1,754,385.	1,754,385.
ARCHIPELAGO PARTNERS	0.	5,000,000.	5,000,000.
SANDALWOOD PARTNERS	0.	5,000,000.	5,000,000.
CHARITY PARTNERS	0.	1,000,000.	1,000,000.
INVESTMENT IN LAWRENCE COMMUNITY WORKS	0.	1,791,421.	1,791,421.
INVESTMENT IN PILGRIM HOME & HEALTH	0.	114,111.	114,111.
	37,946,146.	44,757,647.	44,757,647.

TO FORM 990-PF, PART II, LINE 15

FORM 990-PF	OTHER LIABILITIES	STATEMENT 14
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL LIABILITIES	0.	966.
TOTAL TO FORM 990-PF, PART II, LINE 22	0.	966.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT 15
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NAME OF MANAGER

PAUL FIREMAN
PHYLLIS FIREMAN

**The Paul and Phyllis Fireman
Charitable Foundation
2009 Donations**

22-2677986

	<u>Type</u>
200 Club of Hudson County	250 00
ABCD	25,000 00
Action for Boston Community Dev. Inc.	5,000 00
After School All Stars	30,000.00
American Cancer Society	100,000 00
American Liver Foundation	1,000.00
Anti-Defamation League	100,000 00
Artists for Humanity	10,000.00
Associated Grant Makers, Inc	15,850.00
Autism Speaks	10,000.00
Barnstable County	5,000 00
Be the Change, Inc	200,000.00
Beth Israel Deaconess Medical Center	200,000 00
Birdies For Breast Cancer	64,500 00
Bluecoats of Barnstable, Inc	200 00
Boston Ballet	4,000 00
Boston Health Care for Homeless Program	10,000.00
Boston Medical Center	200,000.00
Boys & Girls Clubs of Boston	25,000 00
Bridge Over Troubled Waters	1,000 00
Brockton Area Arc (BAARC)	5,000.00
Brookline Community Fund	5,000 00
Brookline Emergency Food Pantry	1,500 00
Cambridge Health Alliance	5,000 00
Cape Cod Council of Churches	7,000 00
Cape Cod Foundation	1,000 00
Catholic Charities South	2,500 00
Center for Women & Enterprise	5,000 00
City Year, Inc	106,000 00
Combined Jewish Philanthropies of Greater	317,550.00
Common Ground Community HDFO	5,000 00
Community Teamwork, Inc.	17,000 00
Cooperative Metropolitan Ministries	7,000 00
Cornell University	5,000 00
Council on Foundations	10,970 00
Cradles to Crayons, Inc	25,000.00
Dana-Farber Cancer Institute	1,210 00
Dana-Farber Cancer Research Institute	250 00
Dana-Farber Jimmy Walk Fund	2,000 00
Dress for Success Boston, Inc.	2,500 00
Educational Arts Team, Inc	25,000 00
Emmaus, Inc	3,000 00
Emory University	300,000 00
Entertainment Industry Foundation	25,000 00
F F A W N.	10,000.00
Family Nuturing Center of Massachusetts,	100,000 00
Family-to-Family Project	19,000 00
Father Bills & MainSpring	5,000 00
FIDF	1,000 00
Fraternal Order of Police Lodge #4	500 00
Friends of the Israeli Defense Force	600.00
Fund for Public Schools	10,000.00
Gift for Kids	1,500.00
Girl Scouts of Eastern Mass.	1,500 00

**The Paul and Phyllis Fireman
Charitable Foundation
2009 Donations**

Greater Four Corners Action Coalition	4,000 00
GreenLight Fund, Inc.	25,000 00
Healy Charitable Foundation	25,000 00
Hearth	5,000 00
Hebrew Senior Life	2,500 00
Homes for Families, Inc.	8,000 00
HomeStart	4,000 00
Hospice Association of Cape Cod	5,000 00
Hospice of Cape Cod	100 00
House of Hope	2,500.00
Housing Assistance Corp.	67,000.00
Hudson Cradle, Inc.	25,000 00
Human Rights First	100,000 00
Innovative Network for Communities	65,000 00
Institute of Contemporary Art, Inc.	100,000 00
Interseminarian-Project Place	3,500.00
Irish Immigration Center, Inc	5,000 00
Ithaca College	20,000 00
Jersey City Police Civic Association	25,500 00
Jersey City Police Department	500 00
Jewish Community Cnts of Greater Boston	1,200 00
Josh Beckett Foundation, Inc	30,000 00
Joslin Diabetes Center	37,500.00
Julie's Family Learning Program	2,000 00
Lawrence Community Works, Inc	200,000 00
Lenny Zakim Fund	25,000 00
Lowell Wish Project	3,000 00
Lymphoma Research Foundation	10,000 00
MA Boys State Foundation	5,000 00
MA Housing & Shelter Alliance	4,250.00
March of Dimes - Long Island Division	10,000 00
Mark Wahlberg Youth Foundation	12,500 00
Mashpe Pop Warner	3,000 00
Mass Housing and Shelter Alliance	100,000 00
Massachusetts General Hospital	1,005,000 00
Merrimack Valley Housing Partnership	3,000 00
Metropolitan Boston Housing Partnership	80,000.00
Multiple Myeloma Research Foundation	5,500 00
National Equal Justice Association	5,000.00
National MS Society	200 00
National Multiple Sclerosis Society	250.00
New England Technology Foundation	5,000 00
New York Cares, Inc	1,000 00
North Shore Community Action Programs	7,000.00
On The Rise, Inc	5,000.00
One Family, Inc	786,030 00
Pan Massachusetts Challenge, Inc.	1,150 00
Parenting Resource Associates, Inc	50,000 00
Pathways to Housing	5,000.00
Philanthropy Northwest	250 00
Phoenix House Development Fund	100,000 00
Pine Street Inn, Inc	5,000.00
Police Unity Tour	1,000.00
Poor People's United Fund	5,000 00
Project Bread the Walk for Hunger, Inc.	2,000 00
Project Hope	82,634 00

**The Paul and Phyllis Fireman
Charitable Foundation
2009 Donations**

Raymond F Kravis Center	20,000 00
Research Triangle Institute/RTI Int'l	78,372 00
Roca, Inc	100,000 00
Rosie's Place, Inc.	6,500 00
Saint Francis House, Inc.	10,000 00
Salt Lake City Film Center	25,000 00
Salvation Army of Massachusetts	12,500 00
School of Fashion Design	5,000 00
Shaun O'Hara Foundation	10,000 00
SIDS Outreach Foundation	250 00
Solutions at Work, Inc.	2,500 00
Southeastern MA Affordable Housing Corp	20,000.00
Springwell, Inc.	1,000 00
St. Mary's Women & Children's Ctr	5,000 00
St Patrick and All Assumption School	25,000 00
St Patrick's Day Comm of Jersey City	1,850.00
st Paul's Community	7,000 00
St Vincent's Hospital Manattan	100,000 00
Steppingstone Foundation, Inc.	1,000 00
Susan G Komen Cancer - MA	400 00
Temple Beth Elohim	40,000 00
Tenacre Country Day School	27,000 00
The Boston Foundation	25,000 00
The Fessenden School	2,000 00
The Lenny Zakim Fund	2,000 00
The Light Foundation	4,000 00
The Philanthropic Initiative	50,000 00
The Polytechnic School	250 00
The Posse Foundation	100,000 00
The Quincy Jones Foundation	25,000 00
Tilton School	10,000.00
Trinity-Pawling School	10,000 00
Trustees of Tufts University	500 00
Union College	20,000 00
United Church of Chrst	1,000 00
United State Bridge Federation	10,000 00
United Teen Equality Center	8,500 00
United Way of Greater Attleboro/Taunton	175,000 00
United Way of Tri-County	175,000 00
University of MA - Ctr for Social Policy	2,086.00
Urban Angels Network	70,000.00
WomenRising, Inc	51,900.00
Women's Lunch Place	2,500.00
Year Up, Inc	200,000 00
YMCA of Greater New York	10,000 00
York Street Project	5,000 00
YWCA Columbus	500.00

Total 6,590,052.00

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization PAUL & PHYLLIS FIREMAN CHARITABLE FOUNDATION	Employer identification number 22-2677986
	Number, street, and room or suite no. If a P.O. box, see instructions. 3801 PGA BLVD, NO. 910	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PALM BEACH GARDENS, FL 33410	

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.

PAUL FIREMAN

- The books are in the care of **3801 PGA BLVD, STE 910 - PALM BEACH GARDENS, FL 33410**
 Telephone No **561-684-1900** 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

THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE.

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	\$ 39,927.
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	\$ 39,927.
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

Date

Form 8868 (Rev. 4-2009)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **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 PAUL & PHYLLIS FIREMAN CHARITABLE FOUNDATION		Employer identification number 22-2677986
	Number, street, and room or suite no. If a P O box, see instructions. 3801 PGA BLVD, NO. 910		For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions PALM BEACH GARDENS, FL 33410		

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

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

PAUL FIREMAN

- The books are in the care of **3801 PGA BLVD, STE 910 - PALM BEACH GARDENS, FL 33410**

Telephone No. **561-684-1900**

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

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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	\$	39,927.
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	\$	39,927.
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 **Paul A. Fireman**

Title **C.P.A.**

Date **8/16/10**

Form 8868 (Rev. 4-2009)