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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 ☐ 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.

BRIAN & JOELLE KELLY FAMILY FOUNDATION
225 HIGHWAY #35 102C
RED BANK, NJ 07701

A Employer identification number: 26-6139249

B Telephone number (see the instructions): 732-345-8300

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: ☒ 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)* ► $ 18,695,681.

J Accounting method ☒ Cash ☐ 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)	14,304,491.			
	2 Ck ► ☐ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	4,592.	4,592.	4,592.	
	4 Dividends and interest from securities	31,951.	31,951.	31,951.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-461,145.			
	b Gross sales price for all assets on line 6a 8,038,867.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 **Total.** Add lines 1 through 11	13,879,889.	36,543.	36,543.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages	6,100.			6,100.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 1	4,600.	196.		4,404.
	b Accounting fees (attach sch) SEE ST 2	6,571.	327.		6,244.
	c Other prof fees (attach sch) SEE ST 3	2,564.	2,564.		
	17 Interest	1.	1.		
	18 Taxes (attach schedule)(see instr) SEE STM 4	1,043.	10.		1,033.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 5	1,435.			1,435.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	22,314.	3,098.		19,216.
	25 Contributions, gifts, grants paid PART XV	107,130.			107,130.
	26 **Total expenses and disbursements.** Add lines 24 and 25	129,444.	3,098.	0.	126,346.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	13,750,445.			
	b **Net investment income** (if negative, enter -0-)		33,445.		
	c **Adjusted net income** (if negative, enter -0-)			36,543.	

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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	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	94,077.	7,197,292.	7,197,292.
	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			
	10a Investments – U S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	1,883,520.	10,186,581.	10,186,581.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	857,434.	1,307,276.	1,307,276.
	14 Land, buildings, and equipment: basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ► SEE STATEMENT 6)		4,532.	4,532.
	16 **Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	2,835,031.	18,695,681.	18,695,681.
LIABILITIES	17 Accounts payable and accrued expenses		1,080.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons	85,348.		
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	85,348.	1,080.	
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	2,749,683.	18,694,601.	
	25 Temporarily restricted			
	26 Permanently restricted			
	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)	2,749,683.	18,694,601.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	2,835,031.	18,695,681.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year – Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,749,683.
2	Enter amount from Part I, line 27a	2	13,750,445.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 7	3	2,194,473.
4	Add lines 1, 2, and 3	4	18,694,601.
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	18,694,601.

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 STATEMENT 8			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

	(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				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-461,145.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8		3	0.

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

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

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

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

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

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	19,700.	2,155,965.	0.009137
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)	2	0.009137
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	0.009137
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	13,385,248.
5 Multiply line 4 by line 3	5	122,301.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	334.
7 Add lines 5 and 6	7	122,635.
8 Enter qualifying distributions from Part XII, line 4	8	126,346.

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 ► [X] and enter 1% of Part I, line 27b		1	334.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	334.
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	334.
6 Credits/Payments.			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 3,195.		
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	3,195.
8 Enter any **penalty** for underpayment of estimated tax. Check here [ ] 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	0.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►		10	2,861.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ► 2,861.	**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? *If 'Yes,' attach a detailed description of the activities*	2		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*	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? *If 'Yes,' attach the statement required by General Instruction T*	5		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?	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 ► CHADWICK & COMPANY CPA PC Telephone no. ► 732-345-8300

Located at ► 225 HIGHWAY #35, SUITE 102C RED BANK NJ ZIP + 4 ► 07701

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)?		1b	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?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__	☐ Yes ☒ 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 the instructions)		2b	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.)*		3b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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
BRIAN G. KELLY C/O CHADWICK & CO 225 ROUTE 35 RED BANK, NJ 07701	TRUSTEE 10.00	0.	0.	0.
JOELLE S. KELLY C/O CHADWICK & CO 225 ROUTE 35 RED BANK, NJ 07701	TRUSTEE 10.00	0.	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	11,130,220.
b Average of monthly cash balances		1b	2,458,864.
c Fair market value of all other assets (see instructions)		1c	
d **Total** (add lines 1a, b, and c)		1d	13,589,084.
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	13,589,084.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	203,836.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	13,385,248.
6 **Minimum investment return.** Enter 5% of line 5		6	669,262.

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	669,262.
2a Tax on investment income for 2009 from Part VI, line 5	2a 334.		
b Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c Add lines 2a and 2b		2c	334.
3 Distributable amount before adjustments. Subtract line 2c from line 1		3	668,928.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	668,928.
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	668,928.

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	126,346.
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	126,346.
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	334.
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	126,012.

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				668,928.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			95,074.	
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 ► $ 126,346.				
a Applied to 2008, but not more than line 2a			95,074.	
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				31,272.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				637,656.
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	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

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

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

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

	Tax year	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*				
SEE STATEMENT 9				
Total			► **3a**	107,130.
b *Approved for future payment*				
Total			► **3b**	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (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			14	4,592.	
4 Dividends and interest from securities			14	31,951.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			14	-461,145.	
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)				-424,602.	
13 **Total.** Add line 12, columns (b), (d), and (e)				13	-424,602.

(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	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

► Signature of officer or trustee | Date | ► TRUSTEE Title

Paid Preparer's Use Only			
Preparer's signature ► ROBERT V. CHADWICK CPA	Date 7/13/10	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 ► CHADWICK AND COMPANY CPAS, PC 225 HIGHWAY 35 SUITE 102C RED BANK, NJ 07701		EIN ► N/A	Phone no ► 732-345-8300

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

2009

Name of the organization	Employer identification number
BRIAN & JOELLE KELLY FAMILY FOUNDATION	26-6139249

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	[ ] 501(c)(____) (enter number) organization
	[ ] 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	[ ] 527 political organization
Form 990-PF	[X] 501(c)(3) exempt private foundation
	[ ] 4947(a)(1) nonexempt charitable trust treated as a private foundation
	[ ] 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule –

[X] For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. (Complete Parts I and II)

Special Rules –

[ ] For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

[ ] For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of $5,000 or more during the year. ► $ ____________

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization
BRIAN & JOELLE KELLY FAMILY FOUNDATION

Employer identification number
26-6139249

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BRIAN & JOELLE KELLY C/O CHADWICK&CO, 225 ROUTE 35N RED BANK, NJ 07701	$ 2,685,801.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
2	BRIAN & JOELLE KELLY C/O CHADWICK&CO, 225 ROUTE 35N RED BANK, NJ 07701	$ 4,775,650.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
3	BRIAN & JOELLE KELLY C/O CHADWICK&CO, 225 ROUTE 35N RED BANK, NJ 07701	$ 4,141,246.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
4	BRIAN & JOELLE KELLY C/O CHADWICK&CO, 225 ROUTE 35N RED BANK, NJ 07701	$ 1,514,794.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
5	BRIAN & JOELLE KELLY C/O CHADWICK&CO, 225 ROUTE 35N RED BANK, NJ 07701	$ 1,187,000.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution)

Name of organization: BRIAN & JOELLE KELLY FAMILY FOUNDATION

Employer identification number: 26-6139249

Part II Noncash Property (see instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	260,000 SHARES OF ACTIVISION BLIZZARD (ATVI) COMMON STOCK.	$ 2,685,801.	3/06/09
2	457,000 SHARES OF ACTIVISION BLIZZARD (ATVI) COMMON STOCK.	$ 4,775,650.	3/23/09
3	357,004 SHARES OF ACTIVISION BLIZZARD (ATVI) COMMON STOCK.	$ 4,141,246.	5/15/09
4	124,880 SHARES OF ACTIVISION BLIZZARD (ATVI) COMMON STOCK.	$ 1,514,794.	6/01/09
5	100,000 SHARES OF ACTIVISION BLIZZARD (ATVI) COMMON STOCK.	$ 1,187,000.	11/18/09
		$	

Name of organization

BRIAN & JOELLE KELLY FAMILY FOUNDATION

Employer identification number

26-6139249

Part III ***Exclusively*** **religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete cols **(a)** through **(e)** and the following line entry)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once – see instructions) ► $ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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
CEFI K-1 LINE 13-K -LEGAL	$ 196.	$ 196.		
LEGAL FEES	4,404.			$ 4,404.
TOTAL	$ 4,600.	$ 196.	$ 0.	$ 4,404.

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	$ 327.	$ 327.		
ACCOUNTING FEES	6,244.			$ 6,244.
TOTAL	$ 6,571.	$ 327.	$ 0.	$ 6,244.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
K-1 MANAGEMENT FEES	$ 2,564.	$ 2,564.		
TOTAL	$ 2,564.	$ 2,564.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CEFI-KI - LINE 13-K - TAXES	$ 10.	$ 10.		
PAYROLL TAX	758.			$ 758.
STATE TAX	275.			275.
TOTAL	$ 1,043.	$ 10.	$ 0.	$ 1,033.

STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADVERTISING	$ 500.			$ 500.
BANK CHARGES	30.			30.
INSURANCE	334.			334.
INTERNET ACCESS	20.			20.
NETWORK DOMAIN FEE	180.			180.
OFFICE EXPENSE	250.			250.
SUPPLIES	121.			121.
TOTAL	$ 1,435.	$ 0.	$ 0.	$ 1,435.

STATEMENT 6
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
ACCRUED INTEREST		$ 4,532.
ACCRUED INTEREST	$ 4,531.	
ROUNDING	1.	
TOTAL	$ 4,532.	$ 4,532.

STATEMENT 7
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

ACCRUED INTEREST INCOME	$ 4,511.
ROUNDING	3.
TAX EXEMPT INTEREST CEFI K1 (18A); (18B)	542.
UNREALIZED GAIN ON INVESTMENTS	2,189,417.
TOTAL	$ 2,194,473.

STATEMENT 8
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	ML-WILMINGTON TRUST CD	PURCHASED	6/17/2009	9/24/2009
2	ML-ALLY BANK CD	PURCHASED	6/17/2009	9/24/2009
3	ML-TOWN NORTH BK CD	PURCHASED	6/29/2009	10/06/2009
4	100000 ML-ACTIVISION BLIZZARD	DONATED	12/03/2002	6/04/2009
5	100000 ML-ACTIVISION BLIZZARD	DONATED	12/23/2002	6/11/2009
6	18000 ML-ACTIVISION BLIZZARD	DONATED	12/23/2002	8/18/2009
7	132000 ML-ACTIVISION BLIZZARD	DONATED	12/23/2002	8/18/2009
8	250000 ML-ACTIVISION BLIZZARD	DONATED	12/23/2002	11/13/2009
9	CEFI K1 - L/T CAPITAL LOSS(8)	PURCHASED	VARIOUS	VARIOUS

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	245,000.		245,000.	0.				$ 0.
2	245,000.		245,000.	0.				0.
3	245,000.		245,000.	0.				0.
4	1226963.		1739161.	-512,198.				-512,198.
5	1301961.		1739161.	-437,200.				-437,200.
6	222,395.		312,699.	-90,304.				-90,304.
7	1645279.		1363772.	281,507.				281,507.
8	2907269.		2603869.	303,400.				303,400.
9	0.		6,350.	-6,350.				-6,350.
							TOTAL	$-461,145.

STATEMENT 9
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
COLUMBIA U 475 RIVERSIDE DRIVE NEW YORK, NY 10115	NONE		THE NAOMI BERRIE DIABETES CENTER AT COLUMBIA UNIVERSITY MEDICAL CENTER AIM IS TO CREATE A WORLD-CLASS CENTER FOR DIABETES CARE AND RESEARCH IN NEW YORK CITY. IN THIS TIME, THE BERRIE CENTER HAS BECOME RECOGNIZED NATIONALLY AND INTERNATIONALLY FOR EXCELLENCE AND INNOVATION IN PATIENT CARE AND RESEARCH IN DIABETES AND ITS ALLIED DISORDERS, AND IS WELL ON ITS WAY TO ACHIEVING OUR VISION. UNRESTRICTED GIFTS ARE USED TO SUPPORT BOTH OUR CLINICAL AND RESEARCH PROGRAMS, WITH 50% OF THE FUNDS GOING TO SUPPORT THE UN-REIMBURSED CLINICAL CARE OF CHILDREN AND ADULTS WITH DIABETES, AND 50% DEDICATED TO BASIC AND TRANSLATIONAL RESEARCH PROGRAMS AIMED AT ULTIMATELY CURING DIABETES.	$ 100.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
BIG BROTHERS BIG SISTERS 174 MAIN STREET EATONTOWN, NJ 07724	NONE		ALL BIG BROTHERS BIG SISTERS ORGANIZATIONS SHARE ONE MISSION: TO HELP AT-RISK YOUNG PEOPLE ACHIEVE THEIR FULL POTENTIAL THROUGH PROFESSIONALLY SUPPORTED ONE-TO-ONE MENTORING WITH MEASURABLE OUTCOMES.	$ 50.
KENMARE HIGH SCHOOL 89 YORK STREET JERSEY CITY, NJ 07302	NONE		EDUCATION AND SCHOLARSHIP	200.
NYPD GAELIC FOOTBALL CLUB MANHATTAN COLLEGE BRONX, NY 10475	NONE		THE NYPD GAELIC FOOTBALL CLUB IS A NONPROFIT ORGANIZATION. WE MAKE ANNUAL CONTRIBUTIONS TO SEVERAL OTHER CHARITIES INCLUDING PROJECT CHILDREN, THE PBA WIDOWS AND CHILDREN FUND, AND THE DAMIAN MEEHAN FOUNDATION.	1,000.
CATHEDRAL OF SAINT PATRICK 460 MADISON AVENUE NEW YORK, NY 10022	NONE		TO HELP PRESERVE THE CATHEDRAL FOR FUTURE GENERATIONS AND TO SUPPORT CATHEDRAL'S MANY ACTIVITIES INCLUDING DIABETES AWARNESS EVENTS THAT ARE SCHEDULED THROUGHOUT THE YEAR.	100.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
RESERVE AID , INC. PO BOX 803451 DALLAS, TX 75380	NONE		RESERVE AID IS A 501(C)(3) NONPROFIT ORGANIZATION COMMITTED TO PROVIDING FINANCIAL SUPPORT TO THE FAMILIES OF RESERVE SERVICE MEMBERS FROM ALL SERVICES, WHO HAVE BEEN CALLED TO ACTIVE DUTY AND ARE EXPERIENCING FINANCIAL DIFFICULTY.	$ 15,000.
CHURCH OF ST. IGNATIUS LOYOLA 980 PARK AVENUE NEW YORK, NY 10028	NONE		OPERATING WITHIN THE FRAMEWORK OF IGNATIAN SPIRITUALITY AND THE JESUIT TRADITION, SEEK AND SHARED MINISTRY AS A TRUE COMMUNITY OF DISCIPLES, GATHERED IN PRAYER AND WORSHIP, SHARING THE UNIVERSAL CHURCH'S MISSION OF EVANGELIZATION AND SERVICE. TO CONDUCT AND ADDRESS SOCIAL AND HEALTH ACTIVITIES/ISSUES IN THE COMMUNITY.	1,400.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
FORDHAM LAW SCHOOL 888 7TH AVENUE, 7TH FLOOR NEW YORK, NY 10102	NONE		ENABLE FORDHAM LAW SCHOOL TO SUPPORT MANY OF THE ACTIVITIES OF THE SCHOOL, INCLUDING: THE STUDENT JOURNALS, SCHOLARSHIPS, AND THE PUBLIC SERVICE ACTIVITIES. TO BRING PUBLIC AWARENESS TO SUITS LINK TO DIABETES AND ITS DRUGMAKERS.	$ 1,000.
FRANCISCAN MISSION ASSOCIATES P.O. BOX 598 MOUNT VERNON, NY 10551	NONE		IT PROMOTES INFORMATION ABOUT AND INTEREST IN THE MISSIONARIES AND THEIR PEOPLE - PARTICULARLY IN THE FRANCISCAN MISSIONS OF CENTRAL AMERICA, BUT ALSO IN THE INNER CITIES OF THE UNITED STATES AND CANADA AS WELL AS EVERY CONTINENT IN THE WORLD. OUR MISSION IS: EXCELLENCE IN THE PROVISION OF HEALTHCARE ... THEIR FAMILY MEMBERS, NURSING ASSOCIATES, HOSPITAL ASSOCIATES.	50.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
FREEDOM WORKS 601 PENNSYLVANIA AVE NW,N BLDG, 700 WASHINGTON, DC 20004	NONE		FREEDOMWORKS RECRUITS, EDUCATES, TRAINS AND MOBILIZES HUNDREDS OF THOUSANDS OF VOLUNTEER ACTIVISTS TO FIGHT FOR LESS GOVERNMENT, LOWER TAXES, AND MORE FREEDOM. SEEKING HEALTH CARE REFORMS AND PROMOTE LESS GOVERNMENT INTERVENTION.	$ 100.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
HANCE FAMILY FOUNDATION P.O. BOX 20795 FLORAL PARK, NY 11002	NONE		THE HANCE FAMILY FOUNDATION HAS BEEN FOUNDED TO HONOR THE MEMORIES OF EMMA, ALYSON AND KATE HANCE, WHO DIED IN A TRAGIC CAR ACCIDENT ON JULY 26, 2009 AT AGES 8, 7 AND 5. THE FUNDS RAISED FOR THIS FOUNDATION WILL BE USED TO SUPPORT CHILDREN'S ENDEAVORS, WITH AN INITIAL EMPHASIS ON SERVING THE CHILDREN OF THE VILLAGE OF FLORAL PARK. THE INTENTION OF THE FOUNDATION IS TO HONOR THE MEMORIES OF THESE EXTRAORDINARY GIRLS BY HELPING AS MANY CHILDREN AS POSSIBLE, IN AS MANY WAYS AS POSSIBLE.	$ 500.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
IMMACULATE CONCEPTION HIGH SCHOOL 33 COTTAGE PLACE MONTCLAIR, NJ 07042	NONE		GIFTS TO THE ANNUAL FUND COMPRISE OUR MOST SIGNIFICANT SOURCE OF SUPPORT AND ARE DIRECTED TO AREAS WITH THE GREATEST NEED AND GREATEST POTENTIAL FOR IMPACT, INCLUDING TUITION ASSISTANCE, TECHNOLOGICAL ADVANCEMENTS, FACULTY AND CURRICULUM DEVELOPMENT, AND FACILITY ENHANCEMENTS. TO HELP RAISE AWARENESS ABOUT JUVENILE DIABETES.	$ 500.
JDRF, THE EASTMANS 110 RIVERSIDE DRIVE, APT 3A NEW YORK, NY 10024	NONE		JDRF CONTINUES TO MAKE PROGRESS TOWARD A CURE FOR TYPE 1 DIABETES. YOUR DONATION WILL MAKE A DRAMATIC IMPACT AS JDRF MOVES LIFE ALTERING RESEARCH OUT OF THE LAB AND INTO HUMAN CLINICAL TRIALS. TYPICALLY, MORE THAN 85 PERCENT OF JDRF'S EXPENDITURES DIRECTLY SUPPORT RESEARCH AND RESEARCH-RELATED EDUCATION.	500.

**STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
JUVENILE DIABETES CURE ALLIANCE C/O 654 MADISON AVENUE, SUITE #1606 NEW YORK , NY 10065	NONE		THE ORGANIZATION IS DEDICATED TO FINDING A CURE FOR JUVENILE DIABETES. THE ORGANIZATION WILL ACHIEVE ITS EXEMPT PURPOSE THROUGH DEVELOPING INNOVATIVE IDEAS AND APPROACHES TO CHALLENGE AND FACILITATE THE RESEARCH COMMUNITY TO FIND A CURE FOR JUVENILE DIABETES. THESE APPROACHES WILL INCLUDE BUT NOT BE LIMITED TO (I) INTERNAL PROJECTS TO EVALUATE HOW JUVENILE DIABETES RESEARCH IS BEING CONDUCTED AND THE EFFECTIVENESS OF THE CURRENT RESEARCH APPROACH. (II) DEVELOP PROGRAMS TO EVALUATE AND IDENTIFY THE MOST PROMISING JUVENILE DIABETES RESEARCH PROJECTS, (III) DEVELOP PROGRAMS TO MOBILIZE THOSE INTERESTED IN FINDING A CURE FOR JUVENILE DIABETES AS ONE UNIFIED VOICE AND ECONOMIC RESOURCE TO INFLUENCE JUVENILE DIABETES	$ 65,000.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
			RESEARCH FOR PROJECTS THAT SHOW THE GREATEST POTENTIAL FOR A CURE (IV) POSSIBLY PROVIDING GRANTS TO ORGANIZATIONS CONDUCTING RESEARCH AND TESTING DIRECTING TOWARD CURING DIABETES AND (II) POSSIBLY CREATING A PLATFORM TO FACILITATE THE DEVELOPMENT OF A COOPERATIVE COMMUNITY CENTERED AROUND THE NEED FOR A CURE FOR DIABETES.	
W ORANGE COUNCIL 5519 KNIGHTS OF COLUMBU P.O. BOX 3202 TCB WEST ORANGE , NJ 07052	NONE		OUR COUNCIL HAS RAISED FUNDS FOR CHARITABLE CAUSES AND DONATED MONEY AND SERVICE TO ORGANIZATIONS WITH NEED.	$ 50.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
LONG ISLAND ALZHEIMER'S FOUNDATION 5 CHANNEL DRIVE PORT WASHINGTON, NY	NONE		SUPPORT FAMILIES AND FRIENDS THROUGHOUT NASSAU, SUFFOLK, BROOKLYN AND QUEENS WITH HANDS-ON PROGRAMS AND SERVICES DIRECTLY WITH CLIENT AND CAREGIVER SUPPORT GROUPS, A SOCIAL MODEL ADULT DAY PROGRAM, COGNITIVE STIMULATION AND SOCIALIZATION PROGRAMS AND IN-HOME RESPITE,NEWSLETTER, CONFERENCES, WORKSHOPS AND SPECIAL EVENTS. WE ARE HERE TO ANSWER YOUR QUESTIONS, PROVIDE GUIDANCE AS YOU COPE WITH DIAGNOSIS AND TREATMENT OF ALZHEIMER'S DISEASE, AND GIVE YOU REFERRALS TO THE SERVICES YOU NEED, WHETHER MEDICAL, LEGAL OR OTHER SERVICES REQUIRED.	$ 400.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
MARCH OF DIMES P.O. BOX 5041 WHITE PLAINS , NY 10602	NONE		OUR MISSION IS TO IMPROVE THE HEALTH OF BABIES BY PREVENTING BIRTH DEFECTS, PREMATURE BIRTH, AND INFANT MORTALITY. WE CARRY OUT THIS MISSION THROUGH RESEARCH, COMMUNITY SERVICES, EDUCATION AND ADVOCACY TO SAVE BABIES' LIVES. MARCH OF DIMES RESEARCHERS, VOLUNTEERS, EDUCATORS, OUTREACH WORKERS AND ADVOCATES WORK TOGETHER TO GIVE ALL BABIES A FIGHTING CHANCE AGAINST THE THREATS TO THEIR HEALTH: PREMATURITY, BIRTH DEFECTS, LOW BIRTHWEIGHT.	$ 20.
MARINE SGT. EDDIE RYAN 207 WINTISH ROAD ELLENVILLE, NY 12428	NONE		TO HELP, AID AND SUPPORT WOUNDED MARINE SGT. EDDIE RYAN TASK OF GETTING HIM BACK ON HIS FEET.	5,000.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
MARK'S RUN DEVEL. OFFICE, PERKINS HOUSE 6101 WILSON LANE BETHESDA , MD	NONE		TO SUPPORT THE ETHICAL, INTELLECTUAL, PHYSICAL AND SOCIAL DEVELOPMENT OF BOYS. TO BUILD A STRONG SENSE OF PERSONAL HONOR AND RESPECT TO GUIDE AND ENRICH STUDENTS' LIVES AND TO PROVIDES A MODEL FOR DAILY ETHICAL CONDUCT. PROMOTE COMMUNITY ACTIVITIES SUCH AS SPOT BLOOD PRESSURE AND DIABETES SCREENINGS.	$ 5,000.
NATIONAL REVIEW INSTITUTE 233 PENNSYLVANIA AVENUE, SE 3RD FL WASHINGTON , DC 20003	NONE		TO CONTINUE THE LEGACY OF WILLIAM F. BUCKLEY JR. OF ADVANCE THE CONSERVATIVE PRINCIPLES THROUGH POLICY DEVELOPMENT, PUBLIC EDUCATION, AND ADVOCACY. TO SUPPORT MORE EDUCATIONAL PROGRAMS SUCH AS DIABAETE PREVENTION AND MANAGEMENT WITH LESS INTERVENTIONS.	1,000.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
OUR LADY OF PEACE 237 EAST 62ND STREET NEW YORK , NY 10065	NONE		TO WORSHIP THAT MAINTAINS THE RICH TRADITIONS OF THE ROMAN CATHOLIC CHURCH. TO PROIVDE PEOPLE SEEKING INSPIRATION, COMFORT, OR TO PRAY. TO PROMOTE DIABETES AWARENESS AND PROVIDE SUPPORTS.	$ 80.
SAINT BARNABAS MEDICAL CENTER FOUNDATION 94 OLD SHORT HILLS ROAD LIVINGSTON , NJ 07039	NONE		A CHARITABLE ORGANIZATION DEDICATED TO NURTURING PHILANTHROPIC SUPPORT FOR THE PROGRAMS AND SERVICES OF SAINT BARNABAS MEDICAL CENTER. THE PEDIATRIC SPECIALTY CENTER OF SAINT BARNABAS, LOCATED AT SAINT BARNABAS AMBULATORY CARE CENTER, OFFERS A WEALTH OF OUTSTANDING PEDIATRIC SPECIALTIES, ADVANCED TECHNOLOGIES AND A FULL SCOPE OF PROGRAMS AND SERVICES IN AN OUTPATIENT SETTING.	100.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
SAINT IGNATIUS LOYOLA SCHOOL ANNUAL FUND 48 EAST 84TH STREET NEW YORK , NY 10028	NONE		TO HELP CONTINUES THE ORGANIZATION 'S LEGACY OF TRANSFORMING BOYS FROM ALL WALKS OF LIFE INTO MEN FOR OTHERS - IN THEIR FAMILIES, THEIR COMMUNITIES AND OUR WORLD. TO SUPPORT FUND RAISING AND OUT REACH EVENTS SUCH AS STEP UP TO FIGHT DIABETES.	$ 500.
ST. CATHERINE'S - ST. MARGARET'S PARISH 215 ESSEX AVENUE SPRING LAKE , NJ 07762	NONE		WE, THE CATHOLIC COMMUNITY OF ST. CATHARINE - ST. MARGARET, GATHER IN CHRIST'S NAME TO NURTURE SPIRITUAL GROWTH THROUGH THE VARIOUS STAGES AND CHALLENGES OF LIFE. WE ARE COMMITTED - THROUGH LITURGY, SACRAMENTS AND PARISH ACTIVITIES - TO PROCLAIM THE MESSAGE OF THE GOSPEL, TO PROVIDE A QUALITY CATHOLIC EDUCATION FOR CHILDREN AND ADULTS, TO CONTINUE TO BUILD COMMUNITY AND TO SERVE THOSE IN NEED.	80.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
ST. IGNATIUS LOYOLA DAY NURSERY 240 EAST 84 STREET NEW YORK, NY 10028	NONE		THE DAY NURSERY OFFERS A CHALLENGING PRESCHOOL PROGRAM THAT FOCUSES ON EACH CHILD'S UNIQUENESS AND THEIR SOCIAL, EMOTIONAL AND COGNITIVE GROWTH.	$ 100.
ST. JUDE MEDAL & NOVENA FOLDER BOX 598 MT. VERNON , NY 10051	NONE		OUR MISSION IS TO COMMUNICATE THE WORD OF GOD THROUGH PREACHING, THEOLOGICAL EDUCATION, AND THE PROMOTION OF JUSTICE AND PEACE.	50.
ST. PATRICK'S OLD CATHEDRAL 200TH ANNIV 263 MULBERRY STREET NEW YORK , NY 10012	NONE		TO SUPPORT AND INVOLVE ALL PARISHONERS IN SOME FACET OF OUR CHURCH COMMUNITY BEYOND GATHERING FOR SUNDAY MASS. TO INITIATE NEW ACTIVITIES TO ENCOURAGE INTEGRALCOMMUNITY AND FAITH-BUILDING EVENTS INVOLVEMENT.	500.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
STANFORD CANCER CENTER DEVELOP. OFFICE 2700 SAND HILL ROAD MENLO PARK , CA 94025	NONE		TO DEVELOP NEW THERAPIES, PREVENTION STRATEGIES AND METHODS OF EARLY DETECTION THAT REDUCE THE OCCURRENCE AND IMPACT OF CANCER. TO ADVANCE PROMISING NEW RESEARCH AND TREATMENT PROGRAMS, TRAIN FUTURE GENERATIONS OF PHYSICIANS AND SCIENTISTS, EXPAND VITAL SUPPORT SERVICES AND SHARE KNOWLEDGE WITH THE COMMUNITY.	$ 5,000.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
TEMPLE B'NAI OR 60 OVERLOOK ROAD MORRISTOWN , NJ 07960	NONE		THE TEMPLE IS A MAJOR SUPPORTER OF THE LOCAL SOUP KITCHEN AND INTERFAITH COALITION FOR THE HOMELESS; HAS HOUSED THE FEDERATION'S PATHWAYS PROGRAM WHICH IS FOR INTERMARRIED FAMILIES WHO HAVE NOT IDENTIFIED WITH EITHER SPOUSES RELIGION; HOLDS AN ANNUAL "MITZVAH DAY," AND URGES ONE NIGHT OF HANUKKAH BE A NIGHT OF GIVING TO LOCAL CAUSES. THROUGH THE YEARS, TEMPLE HAS RECEIVED GRANTS FOR SPECIAL PROJECTS FOCUSING ON SENIORS AND THE ECOLOGY AND RECOGNITION FOR ITS DEVOTION TO INTERFAITH FAMILIES AND VICTIMS OF DOMESTIC ABUSE.	$ 2,500.
THE FRIEDMAN FOUNDATION FOR EDUCATIONAL ONE AMERICAN SQUARE, SUITE 2420 INDIANAPOLIS , IN 46282	NONE		TO ADVANCING MILTON AND ROSE FRIEDMAN'S VISION OF AN EDUCATION SYSTEM WHERE ALL PARENTS ARE FREE TO CHOOSE, BRING AN UNSURPASSED CLARITY OF PURPOSE TO THE EDUCATION REFORM DEBATE.	100.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
THE FUND FOR AMERICAN STUDIES 1706 NEW HAMPSHIRE AVENUE, NW WASHINGTON , DC 20009	NONE		TWELVE INSTITUTES AROUND THE WORLD BRING COLLEGE STUDENTS TOGETHER FOR EDUCATIONAL PROGRAMS ENGAGING THEM IN A RIGOROUS EXAMINATION OF ECONOMIC CONCEPTS, POLITICAL SYSTEMS AND MORAL PHILOSOPHY.	$ 200.
THE HERITAGE FOUNDATION 214 MASSACHUSETTS AVENUE, NE WASHINGTON , DC 20002	NONE		TO MAKE SIGNIFICANT PROGRESS IN IMPLEMENTING TRUE CONSUMER-CENTERED AND PATIENT-CENTERED HEALTH REFORMS.	200.
THE LUSTGARTEN FOUNDATION 1111 STEWART AVENUE BETHPAGE , NY 11714	NONE		THE LUSTGARTEN FOUNDATION IS A NOT-FOR-PROFIT ORGANIZATION CREATED IN 1998 TO ADVANCE THE SCIENCE RELATED TO THE DIAGNOSIS, TREATMENT, CURE AND PREVENTION OF PANCREATIC CANCER.	500.

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
YORKVILLE YOUTH ATHLETIC ASSOCIATION P.O. BOX 1556 NEW YORK , NY	NONE		THE YORKVILLE YOUTH ATHLETIC ASSOCIATION EXISTS TO SERVE THE CHILDREN OF NEW YORK CITY. TO SEEK AND TO TO ENCOURAGE POSITIVE ATTITUDES AND GROWTH THROUGH TEAMWORK AND SPORTSMANSHIP, ATTENDANCE, FAIR PLAY, RESPECT FOR ALL, HARD WORK, INTEGRITY AND FUN IN SPORTS, MUSIC AND DRAMA PROGRAMS, LEAGUES, AND CAMPS.	$ 250.
			TOTAL	$ 107,130.

Form **8868** (Rev April 2009)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

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

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

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

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

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

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

Type or print File by the due date for filing your return See instructions	Name of Exempt Organization BRIAN & JOELLE KELLY FAMILY FOUNDATION	**Employer identification number** 26-6139249
	Number, street, and room or suite number If a P O box, see instructions 225 HIGHWAY #35 102C	
	City, town or post office, state, and ZIP code For a foreign address, see instructions RED BANK, NJ 07701	

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 ► CHADWICK & COMPANY CPA PC

Telephone No. ► 732-345-8300 FAX No. ► 732-345-8332

- 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**	$ 731.
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**	$ 3,195.
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.