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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		, and ending				
G C	theck all that apply: Initial return	Initial return of a fo	rmer public charity	Final return			
	Amended return	X Address chang	je	Name change			
llse	the IRS Name of foundation			A Employer identification	number		
	label.						
	nerwise, Shifting Foundation		36-6108560				
	print Number and street (or P O box number if mail is not delin	vered to street address)	Room/suite	B Telephone number			
	^{rtype.} 70 West Madison Street	;	4500	801 214-77	00		
	Specific City or town, state, and ZIP code			C If exemption application is po	ending, check here		
Inst	ructions Chicago, IL 60602			D 1. Foreign organizations			
H C	theck type of organization: X Section 501(c)(3) exer	mpt private foundation		Foreign organizations me check here and attach co	eting the 85% test,		
	_ · · · · · · · · · · · · · · · · · · ·	ther taxable private founda	tion				
I Fa	ir market value of all assets at end of year J Accounting		Accrual	E If private foundation statunder section 507(b)(1)			
	· — ·	er (specify)		F If the foundation is in a 6	• •		
	\$ 11,498,844. (Part I, column		asis.)	under section 507(b)(1)			
_	Analysis of Revenue and Expenses	(a) Revenue and	(b) Net investment	(c) Adjusted net	(d) Disbursements		
	(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	expenses per books	income	income	for charitable purposes (cash basis only)		
_	1 Contributions, gifts, grants, etc., received	550,000.					
	2 Check In the foundation is not required to attach Sch B						
	3 Interest on savings and temporary cash investments	106,805.	106,805.	0.	Statement 1		
	4 Dividends and interest from securities	79,222.	79,222.		Statement 2		
	5a Gross rents	-5,870.	-5,870.		Statement 3		
	b Net rental income or (loss) -5,870.						
	6a Net gain or (loss) from sale of assets not on line 10	172,848.					
Revenue	Gross sales price for all b assets on line 6a			·····			
9	7 Capital gain net income (from Part IV, Ima 2).		172,848.		<u> </u>		
	8 Net short-term capital gain RECEIVED	1		N/A			
	9 Income modifications	701	· <u> </u>				
) 1	10. Gross sales less returns	181					
•	b Less. Cost of goods sold?	181		-			
>	c Gross profit or (loss)	道					
>	11 Other income OCDEN LIT	126,617.	-126,617.	0.	Statement 4		
	12 Total. Add lines 1 through 1	776,388.	226,388.	0.			
	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.		
SCAININE D	14 Other employee salaries and wages						
2	15 Pension plans, employee benefits						
88	16a Legal fees						
	b Accounting fees Stmt 5	3,000.	1,500.	0.	1,500.		
n B	c Other professional fees						
\$	17 Interest	91,098.	91,098.	0.	0.		
rati	18 Taxes						
ş	19 Depreciation and depletion						
튵	20 Occupancy						
and Administrative	21 Travel, conferences, and meetings						
Ē	22 Printing and publications						
g B	23 Other expenses Stmt 6	381,908.	381,908.	0.	0.		
Operating	24 Total operating and administrative						
3er	expenses. Add lines 13 through 23	476,006.	474,506.	0.	1,500.		
ō	25 Contributions, gifts, grants paid	550,000.			550,000.		
	26 Total expenses and disbursements.						
	Add lines 24 and 25	1,026,006.	474,506.	0.	551,500.		
	27 Subtract line 26 from line 12:						
	Excess of revenue over expenses and disbursements	-249,618.			ł		
	b Net investment income (if negative, enter -0-)		0.		ļ		
	C Adjusted net income (if negative, enter -0-).	-		0.			

Form 990-PF (2009) Shifting Foundation 36-6108560 Page 2 Beginning of year End of year Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (a) Book Value (b) Book Value (c) Fair Market Value 16,605. 18,588. 18,588. 1 Cash - non-interest-bearing 2 Savings and temporary cash investments 3 Accounts receivable ▶ Less: allowance for doubtful accounts 4 Pledges receivable Less: allowance for doubtful accounts 5 Grants receivable 6 Receivables due from officers, directors, trustees, and other disqualified persons 7 Other notes and loans receivable Less: allowance for doubtful accounts 8 Inventories for sale or use 9 Prepaid expenses and deferred charges 10a Investments - U.S. and state government obligations b Investments - corporate stock c Investments - corporate bonds 11 Investments - land, buildings, and equipment basis 12 Investments - mortgage loans Stmt 7 10,105,658. 11,480,256. 11,480,256. 13 Investments - other 14 Land, buildings, and equipment basis Less, accumulated depreciation 15 Other assets (describe ▶ 10,122,263. 11,498,844. 11,498,844. 16 Total assets (to be completed by all filers) 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 20 Loans from officers, directors, trustees, and other disqualified persons 21 Mortgages and other notes payable 22 Other liabilities (describe 0. 23 Total liabilities (add lines 17 through 22) Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. Balances 24 Unrestricted ... 25 Temporarily restricted 26 Permanently restricted Fund Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. Vet Assets or 0 27 Capital stock, trust principal, or current funds 28 Paid-in or capital surplus, or land, bldg., and equipment fund 0. 11,498,844. 10,122,263. 29 Retained earnings, accumulated income, endowment, or other funds 10,122,263.11,498,844. 30 Total net assets or fund balances 10,122,263. 11,498,844 31 Total liabilities and net assets/fund balances 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]	10,122,263.
2	Enter amount from Part I, line 27a	2	-249,618.
3	Other increases not included in line 2 (itemize) Unrealized Gain	3	1,626,199.
4	Add lines 1, 2, and 3	4	11,498,844.
5	Decreases not included in line 2 (itemize)	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,498,844.

36-6108560

Shifting Foundation

Part IV Capital Gains	and Lo	sses for Tax on in	vesiment	income						
					(6) I	low ac - Purcl - Dona	nase '/) Date a mo., da		(d) Date sold (mo., day, yr.)
1a From Partnership Investments							D			
b From Partnersh	ip II	nvestments					D			
										<u></u>
đ										
e				-						
(e) Gross sales price	(f) (Depreciation allowed (or allowable)		t or other basis xpense of sale			(in or (loss (f) mınus	(g)
8										244,005.
b										-71,157.
C										
d										
e			·							
Complete only for assets shown	ng gain in	column (h) and owned by t	he foundation	on 12/31/69					ol. (h) gain	
(i) F.M.V. as of 12/31/69	,	(j) Adjusted basis as of 12/31/69		cess of col. (ı) col. (j), if any			col. (k L), but no .osses (ot less tha from col.	n -0-) or (h))
<u>a</u>		-								244,005.
b										-71,157.
C										
<u>d</u>										
e					_	-				
2 Capital gain net income or (net ca	apital loss)	$ \begin{cases} \text{If gain, also enter} \\ \text{If (loss), enter -0} \end{cases} $			}	2				172,848.
3 Net short-term capital gain or (los	ss) as defi	ned in sections 1222(5) an	d (6):		`					
ff gain, also enter in Part I, line 8,		C) ₋			.					044 005
If (loss), enter -0- in Part I, line 8					للن	3				244,005.
Part V Qualification U	Inder S	Section 4940(e) for	Reduced	Tax on Net	Inv	estn	nent Inco	me		
(For optional use by domestic private	e foundati	ons subject to the section 4	1940(a) tax on	net investment in	ncom	e.)				
M 40 40 (d) (0) lo lo 1	L: bl	aul.								
If section 4940(d)(2) applies, leave t	nis part oi	ank.								
Was the foundation liable for the sec	tion 4942	tax on the distributable am	ount of any ye	ear in the base pe	riod?					. C Yes X No
If "Yes," the foundation does not qua	lıfy under	section 4940(e). Do not co	mplete this pa	rt,						
1 Enter the appropriate amount in					es.					
(a)		(b)			(c)	<u> </u>			Dt-	(d) bution ratio
Base periód years Calendar year (or tax year beginni	ina in)	Adjusted qualifying dis	tributions	Net value of no			use assets	۱ ،	col. (b) di	vided by col. (c))
2008	y,	58	4,484.		11	. 36	9,514.		(-,	.051408
2007			6,168.				4,807.			.048788
			7,335.				9,920.			.051670
2006			9,856.		- +	, 00	$\frac{3,320.}{3,767.}$.048181
2005										.050472
2004		32	9,004.		0	, 31	8,553.	ļ ,		.030472
										050510
2 Total of line 1, column (d)								2		.250519
3 Average distribution ratio for the	5-year ba	se period - divide the total (on line 2 by 5,	or by the number	r of ye	ears				
the foundation has been in existe	ence if less	s than 5 years						3		.050104
4 Enter the net value of noncharital	ble-use as	sets for 2009 from Part X,	line 5					4	1	10,442,826.
		·				-				
5 Multiply line 4 by line 3								5		523,227.
winders and 4 by and 5	•					•				
6 Eater 1% of net investment incom	ma /1% of	EPart I line 27h)						6		0.
6 Enter 1% of net investment incom	1115 (176 0					•••		 " 		<u> </u>
7 A440 . 7 . 10								<u>,</u>		523,227.
7 Add lines 5 and 6								7		343,441.
الماسية المناسبية	B	P 4								5E1 E00
8 Enter qualifying distributions fro						-		8		551,500.
If line 8 is equal to or greater tha	n line 7, c	heck the box in Part VI, line	tb, and comp	olete that part usi	ng a 1	l% tax	rate.			
See the Part VI instructions.										5 000 DF (0000)

Form 990-PF (2009) Shifting Foundation			<u>61085</u>			Page 4
Part VI Excise Tax Based on Investment Income (Section 4		r 4948	- see ins	stru	ctior	าร)
1a Exempt operating foundations described in section 4940(d)(2), check here and			1			
Date of ruling or determination letter: (attach copy of letter if						
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here	X and enter 1%	1_	L			0.
of Part I, line 27b						
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter	r 4% of Part I, line 12, col. (b)					
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only	y. Others enter -0-)	2				0.
3 Add lines 1 and 2		3			-	0.
4 Subtrite A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only	ly. 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 10,76	5.	ł			
b Exempt foreign organizations - tax withheld at source	6b	┦	l			
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		10	0.7	65.
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				
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpai	id	10		10	0.7	65.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax	10,765. Refunded	·			- , .	0.
Part VII-A Statements Regarding Activities	207,000 110.00.000	<u> </u>				
1a During the tax year, did the foundation attempt to influence any national, state, or local l	egislation or did it participate or inter	vene in			Yes	No
any polytool comparing	egisization of the R participate of inter	,ciic ui	<u> </u>	1a		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political pu	rnocee (cee instructions for definition	112	·· ·· ·-	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities	•	•		'''		
	and copies of any materials publ	SHEU OF		Į		
distributed by the foundation in connection with the activities.			ŀ	1c		х
c Did the foundation file Form 1120-POL for this year?	the war		····· -	-		<u> </u>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during	-	0.		l		
(1) On the foundation. > \$ 0 • (2) On foundation mana		• •				İ
e Enter the reimbursement (if any) paid by the foundation during the year for political exp	enditure tax imposed on foundation			l		İ
managers. ▶ \$ 0.	La IDCO		ŀ		i	х
2 Has the foundation engaged in any activities that have not previously been reported to the	ue 1K2,		⊢	2		^
If "Yes," attach a detailed description of the activities.			1	1		
3 Has the foundation made any changes, not previously reported to the IRS, in its govern	•	on, or	ŀ			ų.
bylaws, or other similar instruments? If "Yes," attach a conformed copy of the cha	•		· -	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the	year?		. —	4a		<u> </u>
b If "Yes," has it filed a tax return on Form 990-T for this year?		N	1/A	4b		77
5 Was there a liquidation, termination, dissolution, or substantial contraction during the y	ear?		· _	5	_	Х
If "Yes," attach the statement required by General Instruction T.						
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied	ed either:		ŀ	l		
By language in the governing instrument, or						
By state legislation that effectively amends the governing instrument so that no mand	latory directions that conflict with the	state law				
remain in the governing instrument?				6	_X_	Ь_
7 Did the foundation have at least \$5,000 in assets at any time during the year?				7	X	
If "Yes," complete Part II, col. (c), and Part XV.						l
8a Enter the states to which the foundation reports or with which it is registered (see instru	uctions) 🕨		!			
IL						
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the	he Attorney General (or designate)		_			1
of each state as required by General Instruction G? If "No," attach explanation			L	8b_	X	oxdot
9 Is the foundation claiming status as a private operating foundation within the meaning of	of section 4942(j)(3) or 4942(j)(5) fo	calendar	Γ			
year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes	s," complete Part XIV		ĺ	9		X
10 Did any persons become substantial contributors during the tax year? if "yee " attach a se				10		X

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Pa	art VII-A Statements Regarding Activities (continued)				
	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		<u>X</u>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before				
	August 17, 2008?		12		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X_	
	Website address ► N/A				
14		▶ 801 21		<u> 700</u>	
	Located at ► 136 East South Temple Ste 1525, SLC, UT	ZIP+4 ▶84	111		
15	Section 4947(a)(1) nonexempt charatable trusts filing Form 990-PF in lieu of Form 1041 - Check here			,,▶	Ш
<u> </u>	and enter the amount of tax-exempt interest received or accrued during the year	15	N,	/ A	
	art VII-B Statements Regarding Activities for Which Form 4720 May Be Required	·	[Yes	No
4.	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		-	res	NO
18	a During the year did the foundation (either directly or indirectly):	res 🛣 No		I	
		res LAL NO			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)	es X No		j	
		res X No		I	
		res 🛣 No]	
		es LAL NO			;
	(5) Transfer any income or assets to a disqualified person (or make any of either available	res X No		ļ	ı
	, , , , , , , , , , , , , , , , , , , ,	es [A] NU		l	
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			İ	
	If the foundation agreed to make a grant to or to employ the official for a period after	res X No		ļ	
	• • • • • • • • • • • • • • • • • • • •	res LAL NO		1	
	b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations	N/A	4.	ľ	'
	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	. N/A.	1b		 ,
	Organizations relying on a current notice regarding disaster assistance check here				1
•	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	'	ا مه ا		X
•	before the first day of the tax year beginning in 2009?		1c		
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)):			l	
	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) beginni	na	1		į
· ·		res X No			
	If "Yes," list the years ▶ , , , ,	ICS LAL 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	rt .			,
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attac				1
	statement - see instructions \	N/A	- 2b	1	1
	c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	-17 -n	┝╩┤		
				- 1	'
3	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				. ,
•		res X 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 a]]		;
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to			ļ	ĺ
	of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule				
	Form 4720, to determine if the foundation had excess business holdings in 2009.)	N/A	3b		l '
4	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		х
	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpos	se that			

had not been removed from jeopardy before the first day of the tax year beginning in 2009?

orm 990-PF (2009) Snitting Foundation			30-01085	60 Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be F	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:			[
(1) Carry on propaganda, or otherwise attempt to influence legislation (section)	on 4945(e))?	L Ye	s X No	
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indire			
		· · · ===	8 X No	1 1
(3) Provide a grant to an individual for travel, study, or other similar purpose	s?	L Ye	s X No	
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section			l l
509(a)(1), (2), or (3), or section 4940(d)(2)?			s X No	1 1
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or f	or	1	1 1
the prevention of cruelty to children or animals?	***** *	🔲 Ye	8 X No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify u		n Regulations		
section 53.4945 or in a current notice regarding disaster assistance (see insti	ructions)?		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				
expenditure responsibility for the grant?		. —	es 🔲 No	
If "Yes," attach the statement required by Regulations section 53.49			j	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	• •			1 1
a personal benefit contract?			s X No	1 1
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?		· · · · · · · · · · · · · · · · · · ·	6b 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?	Ye	s X No	
b If yes, did the foundation receive any proceeds or have any net income attribu				7b
Part VIII Information About Officers, Directors, Trus Paid Employees, and Contractors		nagers, Highl		
List all officers, directors, trustees, foundation managers and their	r compensation.			
		(c) Compensation	(d) Contributions to	(e) Expense
(a) Name and address	(b) Title, and average hours per week devoted to position	(If not paid, enter -0-)	employee benefit plans and deferred	account, other allowances
David A Breskin	President	Cinci -0-)	compensation	diowarious
1061 Francisco Street				
San Francisco, CA 94109	5.00	ĺ 0.	0.1	0.
Julie G Breskin	Vice Presiden			
9 Waldron Street	1 200 1100100	ľ		
Marblehead, MA 01945	5.00	0.	0.	0.
Samuel M Seaman	Treasurer	 	- ''	
136 East South Temple, Suite 1525				
Salt Lake City, UT 84111	1.00	0.	0.	0.
William Biederman	Secretary		—— "	
70 West Madison St, Suite 4500	-	ł	1	
Chicago, IL 60602	0.20	0.	l o.	0.
2 Compensation of five highest-paid employees (other than those in				
	(b) Title, and average		(d) Contributions to	(e) Expense
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred	account, other allowances
NONE			compensation	
" 			_	
	†	1]	1
	 	1		
	1		1	
			 	
 	7	ł	ì	
				
	7			
T-A-I number of other employees paid over \$50,000				

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Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	lanagers, Highly	· · · ·
3 Five highest-paid independent contractors for professional services. If none, enter "NON	E."	
(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 info number of organizations and other beneficiaries served, conferences convened, research papers produced, et		Expenses
1N/A		
2		
3		
4		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on lines 1 a	na 2	Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		

0.

Total. Add lines 1 through 3

Form 990-PF (2009) Shifting Foundation 36-6108560 Page 8 Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.) Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: 10,543,596. 58,258. a Average monthly fair market value of securities 1a 1b **b** Average of monthly cash balances 1¢ c Fair market value of all other assets 10,601,854. 14 d Total (add lines 1a, b, and c) e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) Acquisition indebtedness applicable to line 1 assets 10,601,854. 3 Subtract line 2 from line 1d 159,028. 4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) 10,442,826. Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 5 522,141. Minimum investment return. Enter 5% of line 5 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.) 522.141. Minimum investment return from Part X, line 6 Tax on investment income for 2009 from Part VI, line 5 Income tax for 2009. (This does not include the tax from Part VI.) 2c c Add lines 2a and 2b 3 Distributable amount before adjustments. Subtract line 2c from line 1 3 Recoveries of amounts treated as qualifying distributions Add lines 3 and 4 5 5 6 Deduction from distributable amount (see instructions) 522.141. Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 7 Part XII Qualifying Distributions (see instructions) Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: 551,500. Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 1a 1b Program-related investments - total from Part IX-B Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes 2 Amounts set aside for specific charitable projects that satisfy the: 3а Suitability test (prior IRS approval required) Cash distribution test (attach the required schedule) 3b 551,500. Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment

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

Form **990-PF** (2009)

6

551,500.

income. Enter 1% of Part I, line 27b

Adjusted qualifying distributions. Subtract line 5 from line 4

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,	30.700	TOLIO PILO. 13 EGG		
line 7				522,141.
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				
¢ From 2006				
d From 2007				
eFrom 2008 26,985.				
f Total of lines 3a through e	26,985.			
4 Qualifying distributions for 2009 from				
Part XII, line 4: ▶\$ 551,500.				
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			,	522,141.
e Remaining amount distributed out of corpus	29,359.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount	0.			0.
must be shown in column (a)) 6 Enter the net total of each column as	:			
indicated below:				
& Corpus Add lines 3f, 4c, and 4e Subtract line 5	56,344.			
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			ł	1
amount - see instructions		0.		
e Undistributed income for 2008. Subtract line				
4a from line 2a. Taxable amount - see ınstr.			0.	
f Undistributed income for 2009. Subtract				
lines 4d and 5 from line 1. This amount must			1	1
be distributed in 2010				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by	0			
section 170(b)(1)(F) or 4942(g)(3)	0.		ļ	
8 Excess distributions carryover from 2004	^			
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010.	FC 244			1
Subtract lines 7 and 8 from line 6a	56,344.			
10 Analysis of line 9:			1	
a Excess from 2005				
b Excess from 2006				
¢ Excess from 2007				
dExcess from 2008 26, 985.				
e Excess from 2009 29,359.		<u> </u>	<u> </u>	1

art XIV Private Operating Fou	Foundations (see ins		A, question 9)	N/A	
a If the foundation has received a ruling or d					
foundation, and the ruling is effective for 2	-		▶ [
b Check box to indicate whether the foundati		g foundation described i		4942(j)(3) or 49	42(j)(5)
a Enter the lesser of the adjusted net	Tax year	753,0000	Prior 3 years	(d) 200c	(a) Tatal
income from Part I or the minimum	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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 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)			ļ		
b "Endowment" alternative test - enter					
2/3 of minimum investment return			1		
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					
art XV Supplementary Inform			if the foundation	had \$5,000 or mo	ore in assets
at any time during th	e year-see the i	instructions.)	· -		
Information Regarding Foundation	Managers:				
a List any managers of the foundation who			ributions received by the	foundation before the clos	se of any tax
year (but only if they have contributed mo	re than \$5,000). (See s	ection 50/(d)(2).)			
ee Statement 8					
b List any managers of the foundation who			(or an equally large portion	on of the ownership of a pa	artnership or
other entity) of which the foundation has a	1 10% or greater interes	SL			
one					
Information Regarding Contributio					
Check here X if the foundation onl the foundation makes gifts, grants, etc. (s					
				ompiete nems za, v, c, and	
a The name, address, and telephone number	er of the person to who	m applications should be	addressed:		
b The form in which applications should be	submitted and informa	tion and materials they s	hould include:		
c Any submission deadlines:					

	arants 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)	or substantial contributor	recipient						
a Paid during the year	or substantial contributor	recipient						
See Statement 9								
Total			> 3a	550,000.				
b Approved for future payment								
None				0.				
Total			> 30					

Form **990-PF** (2009)

923621 02-02-10

Analysis of Income-Producing Activities Part XVI-A

Enter group amounts unless otherway indicated	Unrelated ha	isiness income	Exclude	nd by section 512, 513, or 514	(a)
Enter gross amounts unless otherwise indicated.	(a) Business	(b) Amount	(C) Exclu- sion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:	code		code		
8			├		_
b			\vdash		
c			\vdash		-
d			\vdash		
e			\vdash		
1					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash					
ınvestments			14	106,805. 79,222.	
4 Dividends and interest from securities			14	79,222.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property			16	-5,870.	
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property			\perp 1		
7 Other investment income	525990	-20,202.	14	-126,617.	
8 Gain or (loss) from sales of assets other					
than inventory	525990	-62,594.	18	172,848.	
9 Net income or (loss) from special events					-
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:			1 1		
a			1 1		
b					
G			1 1		
d			 		
Δ			1 1		
12 Subtotal. Add columns (b), (d), and (e)		-82,796.		226,388.	0.
13 Total. Add line 12, columns (b), (d), and (e)			I	12	143,592.
(See worksheet in line 13 instructions to verify calculations.)				13	
				_	
Part XVI-B Relationship of Activities t	to the Accom	plishment of E	xempt	Purposes	
Line No. Explain below how each activity for which inco	me is reported in co	nlumn (e) of Part XVI-A	Contribu	rted importantly to the accom	nlishment of
the foundation's exempt purposes (other than				noo mponantiy to allo accom	
	N/A				
		<u> </u>			
				-	
	<u>.</u>			· -	
				W	
				·	

	rm 990-PF (2009)		ing Foundat				36~6108			ge 13
P		rmation Rempt Organ		ers To a	nd Transactions	and	Relationships With Noncha	ritabl	е	
1	Did the organization	n directly or indir	ectly engage in any of th	ne following	with any other organizati	ion de	escribed in section 501(c) of		Yes	No
	the Code (other tha	ın section 501(c)	(3) organizations) or in s	section 527	, relating to political orga	ınızatı	ons?			
â	a Transfers from the	reporting founda	ation to a noncharitable e	exempt orga	inization of:			1		
	(1) Cash							1a(1)	L	_X_
	(2) Other assets							18(2)		X
t	b Other transactions:								1	
	• •		ble exempt organization					1b(1)	_	X
	• •		ncharitable exempt organ	nization				1b(2)	-	X
	(3) Rental of facilit		or other assets					1b(3)	_	X
	(4) Reimbursemer	-						1b(4)	_	X
	(5) Loans or loan	-	mharahin ar fundraiaina	aaliaitation	•			1b(5)	_	X
,			mbership or fundraising iling lists, other assets, o					1b(6)	+	$\frac{\lambda}{X}$
	-				•	huave	s show the fair market value of the goods, o		L	Λ
١							any transaction or sharing arrangement, s		JC13,	
			other assets, or services		Too man lan market var		any nanoadana aranganana a	1011		
(a)		unt involved			exempt organization	$\neg \top$	(d) Description of transfers, transactions, and	hanng a	rangeme	nts
			<u> </u>	N/A		_				
					*	\top				
						_				
					······································	_				
						_				
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						\dashv				
_					 	-	· · · · · · · · · · · · · · · · · · ·			
						\dashv				
2:	a is the foundation d	rectly or indirect	tly affiliated with, or relate	ed to, one o	r more tax-exempt organ	nizatio	ons described			
			than section 501(c)(3))		· -		·	☐ Yes	X] No
ı	b If "Yes," complete ti	-								
		(a) Name of org	anization		(b) Type of organization	1	(c) Description of relations	пр		
		N/A								
		·								
					· · · · · · · · · · · · · · · · · · ·					
_	<u> </u>			لمست		Ļ				
		•	ave examined this return, inc or than taxpayer or fiduciary) is	-			, and to the best of my knowledge and belief, it is any knowledge	rue, com	ect,	
	1. Sh		111		1					
٥	Signature of off	icer or tructee	HP2	<u></u>	11/3/16	2-	TRESIDENT			
¥	Property 1	1001 01 1103166			nate .	Date	Check if Prepare	r's identi	lying nun	nber
Sign Here	Preparer's signature	> 5m	4					34		_
n	Paid Pare (or A	Stra	ta Fund Ser	cvices		-14	EIN > 26 - 194	5	7	
	signature Signature Signature Signature Signature Signature		East South			525		<u>,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,</u>	<u> </u>	
		Vc-1+	Toles City		0/111		1 Shares 801 2	१५	770	0

Firm s name (or yours diself-employed), address, and ZIPcode Salt Lake City, UT 84111

Phone no. 801 214 7700 Form **990-PF** (2009)

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				
sh	nifting Foundation	36-6108560				
Organization type (check of	ne):					
Filers of:	Section:					
Form 990 or 990-EZ 501(c)() (enter number) organization						
4947(a)(1) nonexempt chantable trust not treated as a private foundation						
	527 political organization					
Form 990-PF	501(c)(3) exempt private foundation					
	4947(a)(1) nonexempt chantable trust treated as a private foundation					
	501(c)(3) taxable private foundation					
	s covered by the General Rule or a Special Rule. (7), (8), or (10) organization can check boxes for both the General Rule and a Special Ru	ule. See instructions.				
General Rule						
X For an organizatio contributor. Comp	n filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in molete Parts I and II.	oney or property) from any one				
Special Rules						
509(a)(1) and 170(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the rec (b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.	.				
aggregate contrib	c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contrutions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, cruelty to children or animals. Complete Parts I, II, and III.					
contributions for u If this box is check purpose. Do not d	(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contribute exclusively for religious, charitable, etc., purposes, but these contributions did not acked, enter here the total contributions that were received during the year for an exclusive complete any of the parts unless the General Rule applies to this organization because le, etc., contributions of \$5,000 or more during the year.	ggregate to more than \$1,000. ely religious, chantable, etc., it received nonexclusively				
but it must answer "No" or	that is not covered by the General Rule and/or the Special Rules does not file Schedule in Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line ling requirements of Schedule B (Form 990, 990-EZ, or 990-PF).	•				

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

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

	4		4	
Page	Т	of	1	of Part

Schodule R /Fr	 000 57	~ COO D	EZ (200E)

Name of organization

Employer identification number

Shifting	Foundation
----------	------------

36-6108560

(b) Name, address, and ZIP + 4	(c)	(d)
	Aggregate contributions	Type of contribution
David A Breskin 1061 Francisco Street San Francisco, CA 94109	\$275,000.	Person X Payroll
(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
Julie G Breskin 9 Waldron Street Marblehead, MA 01945	\$\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
	 	Person Payroll Noncash (Complete Part II if there is a noncash contribution.)
(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		Person Payroll Oncash (Complete Part II if there is a noncash contribution.)
(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
	\$	Person Payroli Noncash (Complete Part II if there is a noncash contribution.)
(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
	\$Sehedule B //Serm	Person Payroli Noncash (Complete Part II if there is a noncash contribution.)
	1061 Francisco Street San Francisco, CA 94109 (b) Name, address, and ZIP+4 Julie G Breskin 9 Waldron Street Marblehead, MA 01945 (b) Name, address, and ZIP+4 (b) Name, address, and ZIP+4 (b) Name, address, and ZIP+4	1061 Francisco Street San Francisco, CA 94109 (b) Name, address, and ZIP + 4 Julie G Breskin 9 Waldron Street (b) Name, address, and ZIP + 4 Aggregate contributions (c) Name, address, and ZIP + 4 (d) Name, address, and ZIP + 4 (e) Aggregate contributions \$ (c) Aggregate contributions \$ (c) Aggregate contributions \$ (c) Aggregate contributions \$ (d) Aggregate contributions \$ (e) Aggregate contributions

Page 1 or 1 or Employer identification number

Shifting Foundation

36-6108560

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
2	Partnership interest in Poetic License Partners, LP	\$ 275,000.	12/31/09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
 [\$	90, 990-EZ, or 990-PF) (20

Form 990-PF Interest on Savings a	nd Temporary Cash	Investments	Statement
Source			Amount
From Cash Account From Partnership Investments		•	10 106,795
Total to Form 990-PF, Part I, line	3, Column A		106,805
Form 990-PF Dividends and	Interest from Se	ecurities	Statement
Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
From Partnership Investments	79,222.	0.	79,222
Total to Fm 990-PF, Part I, ln 4	79,222.	0.	79,222
Form 990-PF Ren	tal Income		Statement
Kind and Location of Property		Activity Number	Gross Rental Incom
From Partnership Investments		1	-5,870
Total to Form 990-PF, Part I, line	5a		-5,870
Form 990-PF O	ther Income		Statement
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	•
From Partnership Investments	-126,61	7126,617	-126,617
Total to Form 990-PF, Part I, line	-126,61	7126,617	-126,617

Form 990-PF	Accounti	ng Fees		Statement	Statement 5	
Description	(a) Expenses Per Books	(b) Net Invest ment Incom				
Accounting Fees	3,000.	1,50	0.	0. 1,500	<u> </u>	
To Form 990-PF, Pg 1, ln 16b	3,000.	1,50	0.	1,500.		
Form 990-PF	Other E	xpenses		Statement	6	
Description	(a) Expenses Per Books	(b) Net Invest ment Incom	_		Charitable	
Other Expenses	381,908.	381,90	8.	0.	0.	
To Form 990-PF, Pg 1, ln 23	381,908.	381,908.		0. 0.		
Form 990-PF	Other Inv	estments		Statement	7	
Description		luation ethod	Book Value	Fair Market Value		
Poetic License Partners, LP Wexford Special Situations 1997, LP		FMV 11,370,774 FMV 109,482				
Total to Form 990-PF, Part I	I, line 13	_	11,480,256.	11,480,256	6 • =	
Form 990-PF	Part XV - L of Foundati		 	Statement	8	

Name of Manager

David A Breskin Julie G Breskin Form 990-PF

9

Statement

:	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
l (New	No relationship to	Operating	
	donor No restrictions on contribution	Foundation / Active	40,000.
	No relationship to	Operating	40,000.
	No restrictions on contribution	Foundation / Active	40,000.
	No relationship to	Operating	35,000.
	No restrictions on contribution	Foundation / Active	33,000
New	No relationship to	Operating	25,000.
	No restrictions on contribution	Foundation / Active	23,000
ittee	No relationship to	Operating	25,000.
	No restrictions on contribution	Foundation / Active	,
ists	No relationship to	Operating	25,000.
	No restrictions on contribution	Foundation / Active	23,000.
n, MA)	No relationship to	Operating	10,000.
	No restrictions on contribution	Foundation / Active	20,000
	Paid New	and Purpose of Grant (New No relationship to donor No restrictions on contribution No relationship to donor No restrictions on contribution No relationship to donor No restrictions on contribution No relationship to donor No restrictions on contribution No relationship to donor No restrictions on contribution Attee No relationship to donor No restrictions on contribution Attest No relationship to donor No restrictions on contribution Attentionship to donor No restrictions on contribution No relationship to donor No restrictions on contribution	Recipient Relationship and Purpose of Grant (New No relationship to donor No restrictions on contribution No relationship to Operating donor No restrictions on contribution No relationship to Operating donor No restrictions on Foundation / Active No relationship to Operating donor No restrictions on Foundation / Active No relationship to Operating donor No restrictions on Foundation / Active New No relationship to Operating donor No restrictions on Foundation / Active Active New No relationship to Operating donor No restrictions on Foundation / Active Active Active No relationship to Operating donor No restrictions on Foundation / Active Active No relationship to Operating donor No restrictions on Foundation / Active No relationship to Operating donor No restrictions on Foundation / Active No relationship to Operating donor No restrictions on Foundation / Active

Grants and Contributions

Shifting Foundation			3	6-6108560
Community Works (Boston, MA)	No relationship donor No restrictions		Operating Foundation	10,000.
	contribution	On	/ Active	
ACLU Foundation (New York, NY)	No relationship	to	Operating	10,000.
	No restrictions contribution	on	Foundation / Active	
Planned Parenthood Federation of	No relationship donor	to	Operating	7,500.
America	No restrictions contribution	on	Foundation / Active	
Amnesty International USA (New	No relationship donor		Operating	7,500.
York, NY)	No restrictions contribution	on	Foundation / Active	
Children's Defense Fund	No relationship donor		Operating	7,500.
(Washington, DC)	No restrictions contribution	on	Foundation / Active	
RAW Art Works (Lynn, MA)	No relationship donor		Operating	7,500.
	No restrictions contribution	on	Foundation / Active	
Greenpeace Fund (Washington, DC)	No relationship donor		Operating	5,000.
	No restrictions contribution	on	Foundation / Active	
Southern Poverty Law Center	No relationship donor		Operating	5,000.
(Montgomery, AL)	No restrictions contribution	on	Foundation / Active	
Catalogue for Philanthropy	No relationship donor		Operating	2,500.
(Watertown, MA)	No restrictions contribution	on	Foundation / Active	

Shifting Foundation		3	36-6108560
WGBH (Boston, MA)	No relationship donor No restrictions contribution	Operating Foundation / Active	2,500.
Boston Ballet (Boston, MA)	No relationship donor No restrictions contribution	Operating Foundation / Active	2,500.
Jacob's Pillow (Becket, MA)	No relationship donor No restrictions contribution	Operating Foundation / Active	2,500.
HealthLink (Swampscott, MA)	No relationship donor No restrictions contribution	Operating Foundation / Active	2,500.
Artsbridge, Inc. (Swampscott, MA)	No relationship donor No restrictions contribution	Operating Foundation / Active	2,500.
Omega Boys Club (San Francisco,	No relationship donor No restrictions contribution	Operating Foundation / Active	30,000.
Earthjustice (Oakland, CA)	No relationship donor No restrictions contribution	Operating Foundation / Active	25,000.
Bay Nature Institute (Berkeley, CA)	No relationship donor No restrictions contribution	Operating Foundation / Active	5,000.
African Elephant Conservation Trust (Newburyport, MA)	No relationship donor No restrictions contribution	Operating Foundation / Active	50,000.

Shifting Foundation		•	3	6-6108560
Center for Investigative	No relationship	to	Operating -	F0 000
Reporting (Berkeley, CA)	donor No restrictions contribution	on	Foundation / Active	50,000.
New Town Arts (Altadena, CA)	No relationship		Operating	50,000.
	No restrictions contribution	on	Foundation / Active	
SFFS Annual Fund (San Francisco,	No relationship	to	Operating	5,000.
CA)	No restrictions contribution	on	Foundation / Active	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
SFFS (capital campaign) (San	No relationship	to	Operating	25,000.
Francisco, CA)	No restrictions contribution	on	Foundation / Active	23,755
School Is Open (San Francisco,	No relationship	to	Operating	10,000.
CA)	No restrictions contribution	on	Foundation / Active	
Greywolf Press (Minneapolis, MN)	No relationship donor	to	Operating	10,000.
	No restrictions contribution	on	Foundation / Active	·
Poetry Flash (Berkeley, CA)	No relationship	to	Operating	5,000.
	No restrictions contribution	on	Foundation / Active	·
San Francisco Parks Trust (San	No relationship donor	to	Operating	5,000.
Francisco, CA)	No restrictions contribution	on	Foundation / Active	
Brooklyn Free School (Brooklyn,	No relationship donor	to	Operating	5,000.
NY)	No restrictions contribution	on	Foundation / Active	
Total to Form 990-PF, Part XV, li	ne 3a		,	550,000.

Form 886	3 (Rev. 4-2009)		Page 2				
• 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	Name of Exempt Organization	Emp	loyer identification number				
print File by the	Shifting Foundation	3	6-6108560				
extended due date for filing the	Number, street, and room or suite no. If a P.O. box, see instructions. 70 West Madison Street, No. 4500	For If	RS use only				
return See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Chicago, IL 60602						
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 X Form 990-PF Form 990-T (trust other than above) Form 4720 Form 6069							
STOP! D	o not complete Part II if you were not already granted an automatic 3-month extension on a previous	sly file	ed Form 8868.				
Strata Fund Services, LLC The books are in the care of 136 East South Temple Ste 1525 - SLC, UT 84111 Telephone No. 801 214-7700 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 Ire	I request an additional 3-month extension of time until November 15, 2010.						
5 Fo	or calendar year 2009, or other tax year beginning , and ending .						
6 Ift	his tax year is for less than 12 months, check reason: Initial return Final return	turn Change in accounting period					
	State in detail why you need the extension TAXPAYER NEEDS ADDITIONAL TIME TO GATHER THE INFORMATION TO FILE A						
	OMPLETE AND ACCURATE TAX RETURN						
8a If t	his application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any						
	nrefundable credits. See instructions.	8a	s 0.				
b Ift	his 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						
pr	eviously with Form 8868.	8b	\$ 0.				
c Ba	lance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit						
wil	h 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	<u> </u>				

Form 8	868 (Rev. 4-2009) .			Page 2			
• If yo	ou are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this be	эx		▶ 🗓			
_	Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed		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).							
Туре	Name of Exempt Organization	Emp	Employer identification number				
print File by th	Shifting Foundation	3	6-6108	560			
extende due date filing the	Number, street, and room or suite no. If a P.O. box, see instructions.	For II	RS use only				
return S	City, town or post office, state, and ZIP code. For a foreign address, see instructions.						
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 1041-A Form 5227 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 previous	sly file	ed Form 886	<u> </u>			
Strata Fund Services, LLC The books are in the care of \(\) 136 East South Temple Ste 1525 - SLC, UT 84111 Telephone No. \(\) 801 214-7700 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 \(\) and attach a list with the names and ElNs of all members the extension is for.							
4	request an additional 3-month extension of time until November 15, 2010.						
	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 a	accounting period			
	State in detail why you need the extension TAXPAYER NEEDS ADDITIONAL TIME TO GATHER THE INFORMATION TO FILE A COMPLETE AND ACCURATE TAX RETURN						
	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any	I	1				
	nonrefundable credits. See instructions.	8a	s	0.			
	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	ł	<u> </u>				
	previously with Form 8868.	8b	s	0.			
	Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit	1	<u> </u>				
	with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	. 8c	\$	0.			
	Signature and Verification		<u> </u>				
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.							
Signati		Date	•				
3.3411	1100 P			eec (Pay 4-2000)			