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

OMB No. 1545-0052

2009Department of the Treasury
Internal Revenue Service

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

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

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation THE BEVERLY FOUNDATION		A Employer identification number 41-1958161
	Number and street (or P.O. box number if mail is not delivered to street address) 5354 PARKDALE DRIVE		B Telephone number 952-545-3000
	Room/suite 310		
	City or town, state, and ZIP code MINNEAPOLIS, MN 55416		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 27,280,220.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	124,642.	116,228.		STATEMENT 1
	4 Dividends and interest from securities	665,868.	665,053.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	47,077.			
	b Gross sales price for all assets on line 6a	1,686,470.			
	7 Capital gain net income (from Part IV, line 2)		42,808.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	-125,176.	-25,503.		STATEMENT 3	
12 Total. Add lines 1 through 11	712,411.	798,586.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	4,200.	0.		4,200.
	b Accounting fees				
	c Other professional fees STMT 5	194,915.	170,890.		24,025.
	17 Interest STMT 6	9,520.	8,746.		0.
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,113.	0.		2,113.
	22 Printing and publications				
	23 Other expenses STMT 7	162,821.	153,511.		60.
	24 Total operating and administrative expenses. Add lines 13 through 23	373,569.	333,147.		30,398.
25 Contributions, gifts, grants paid	1,450,064.			1,450,064.	
26 Total expenses and disbursements. Add lines 24 and 25	1,823,633.	333,147.		1,480,462.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,111,222.				
b Net investment income (if negative, enter -0-)		465,439.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		6,884.	5,300.	5,300.
	2	Savings and temporary cash investments		755,960.	103,179.	103,179.
	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 STMT 8		14,588,964.	13,740,032.	12,386,301.
	c	Investments - corporate bonds				
Liabilities	11	Investments - land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other				
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation ▶				
	15	Other assets (describe ▶ STATEMENT 9)		13,864,923.	14,256,998.	14,785,440.
	16	Total assets (to be completed by all filers)		29,216,731.	28,105,509.	27,280,220.
	17	Accounts payable and accrued expenses				
	18	Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds		29,216,731.	28,105,509.		
30	Total net assets or fund balances		29,216,731.	28,105,509.		
31	Total liabilities and net assets/fund balances		29,216,731.	28,105,509.		

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	29,216,731.
2	Enter amount from Part I, line 27a	2	-1,111,222.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	28,105,509.
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	28,105,509.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 1,686,470.		1,643,662.	42,808.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			42,808.

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	42,808.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	1,440,622.	29,673,230.	.048550
2007	1,582,630.	32,657,575.	.048461
2006	1,414,568.	30,752,821.	.045998
2005	1,461,580.	29,245,919.	.049976
2004	1,224,723.	28,218,559.	.043401

2 Total of line 1, column (d)	2	.236386
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	.047277
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	24,962,127.
5 Multiply line 4 by line 3	5	1,180,134.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,654.
7 Add lines 5 and 6	7	1,184,788.
8 Enter qualifying distributions from Part XII, line 4	8	1,480,462.

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 instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,654.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	4,654.
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	4,654.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009		6a	16,099.
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	16,099.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	11,445.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 11,445. Refunded <input type="checkbox"/> 0.		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	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	X
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, col (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> MN		
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)

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 **► SHERRI LEMANCZYK** Telephone no. **► 952-545-3000**
 Located at **► 5354 PARKDALE DRIVE, SUITE 310, MINNEAPOLIS, MN** ZIP+4 **► 55416**

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

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	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 ► _____ , _____ , _____ , _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____ , _____ , _____ , _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

8b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BEVERLY DEIKEL 5354 PARKDALE DR., SUITE 310 MINNEAPOLIS, MN 55416	PRESIDENT, TREASURER 1.00	0.	0.	0.
RONALD FINGERHUT 5354 PARKDALE DR., SUITE 310 MINNEAPOLIS, MN 55416	SECRETARY 0.50	0.	0.	0.

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

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

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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

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

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE BEVERLY FOUNDATION ACCOMPLISHES ITS CHARITABLE PURPOSES SOLELY THROUGH MAKING CHARITABLE GIFTS AND DOES NOT CONDUCT ANY DIRECT CHARITABLE ACTIVITIES. SINCE THIS FOUNDATION'S	0.
2 CHARITABLE PROGRAMS CONSIST SOLELY OF GRANT-MAKING ACTIVITIES, NO ALLOCATION OF ADMINISTRATIVE EXPENSES BETWEEN GRANT ACTIVITIES, DIRECT CHARITABLE ACTIVITIES AND PROGRAM-	0.
3 RELATED INVESTMENTS IS REQUIRED.	
	0.
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
	0.
2	
All other program-related investments. See instructions.	
3 NONE	
	0.
	0.

Total. Add lines 1 through 3

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	11,659,101.
b Average of monthly cash balances	1b	401,552.
c Fair market value of all other assets	1c	13,281,608.
d Total (add lines 1a, b, and c)	1d	25,342,261.
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	25,342,261.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	380,134.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	24,962,127.
6 Minimum investment return. Enter 5% of line 5	6	1,248,106.

Part XI Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(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	1,248,106.
2a Tax on investment income for 2009 from Part VI, line 5	2a	4,654.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	555.
c Add lines 2a and 2b	2c	5,209.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	1,242,897.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	1,242,897.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,242,897.

Part XIII 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	1,480,462.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,480,462.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,654.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,475,808.

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				1,242,897.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			1,417,880.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 1,480,462.				
a Applied to 2008, but not more than line 2a			1,417,880.	
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				62,582.
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 instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				1,180,315.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008				
e Excess from 2009				

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 11				
Total			3a	1450064.
b Approved for future payment				
SEE STATEMENT 12				
Total			3b	696,880.

THE BEVERLY FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PASSTHROUGH FROM CERBERUS INSTITUTIONAL REAL ESTA	P	VARIOUS	VARIOUS
b	PASSTHROUGH FROM CERBERUS INSTITUTIONAL REAL ESTA	P	VARIOUS	VARIOUS
c	PASSTHROUGH FROM DAVIDSON KEMPNER INSTITUTIONAL P	P	VARIOUS	VARIOUS
d	PASSTHROUGH FROM DAVIDSON KEMPNER INSTITUTIONAL P	P	VARIOUS	VARIOUS
e	PASSTHROUGH FROM DAVIDSON KEMPNER INSTITUTIONAL P	P	VARIOUS	VARIOUS
f	PASSTHROUGH FROM SUN CAPITAL PARTNERS V,LP	P	VARIOUS	VARIOUS
g	PASSTHROUGH FROM SUN CAPITAL PARTNERS V,LP	P	VARIOUS	VARIOUS
h	PASSTHROUGH FROM WALTON STREET ESTATE FUND VI, LP	P	VARIOUS	VARIOUS
i	PASSTHROUGH FROM WALTON STREET ESTATE FUND VI, LP	P	VARIOUS	VARIOUS
j	PASSTHROUGH FROM FLAG PRIVATE EQUITY, LP	P	VARIOUS	VARIOUS
k	PASSTHROUGH FROM FLAG PRIVATE EQUITY, LP	P	VARIOUS	VARIOUS
l	PASSTHROUGH FROM FLAG PRIVATE EQUITY, LP	P	VARIOUS	VARIOUS
m	PASSTHROUGH FROM FLAG PRIVATE EQUITY, LP	P	VARIOUS	VARIOUS
n	PASSTHROUGH FROM FLAG PRIVATE EQUITY, LP	P	VARIOUS	VARIOUS
o	PASSTHROUGH FROM FLAG PRIVATE EQUITY, LP	P	VARIOUS	VARIOUS

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,165.		1,165.
b			0.
c	158,781.		158,781.
d		24,561.	-24,561.
e	277.		277.
f		9,397.	-9,397.
g		1,734.	-1,734.
h	1,952.	1,952.	0.
i	110.		110.
j	399.		399.
k	2,051.	1,827.	224.
l	6,748.		6,748.
m	490.	490.	0.
n		177.	-177.
o		224.	-224.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,165.
b			0.
c			158,781.
d			-24,561.
e			277.
f			-9,397.
g			-1,734.
h			0.
i			110.
j			399.
k			224.
l			6,748.
m			0.
n			-177.
o			-224.

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

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PASSTHROUGH FROM FLAG PRIVATE EQUITY, LP	P	VARIOUS	VARIOUS
b	PASSTHROUGH FROM FLAG VENTURE PARTNERS IV, LP	P	VARIOUS	VARIOUS
c	PASSTHROUGH FROM FLAG VENTURE PARTNERS IV, LP	P	VARIOUS	VARIOUS
d	ENRON CORPORATION - SECURITIES LITIGATION	P	VARIOUS	12/15/09
e	KEY ENERGY SERVICES INC - SECURITIES LITIGATION	P	VARIOUS	03/03/09
f	MBIA, INC - SECURITIES LITIGATION	P	VARIOUS	04/02/09
g	KRISPY KREME DOUGHNUTS INC - SECURITIES LITIGATION	P	VARIOUS	04/02/09
h	SEARS, ROEBUCK & CO - SECURITIES LITIGATION	P	VARIOUS	04/02/09
i	FANNIE MAE - SECURITIES LITIGATION	P	VARIOUS	04/02/09
j	MBIA, INC - SECURITIES LITIGATION	P	VARIOUS	04/02/09
k	ALLEGHENY ENERGY INC - SECURITIES LITIGATION	P	VARIOUS	04/02/09
l	FIFTH THIRD BANCORP- SECURITIES LITIGATION	P	VARIOUS	04/02/09
m	FEDERAL HOME LOAN MTG CORP - SECURITIES LITIGATION	P	VARIOUS	04/02/09
n	ELECTRIC DATA SYSTEMS CORP - SECURITIES LITIGATION	P	VARIOUS	04/02/09
o	CIGNA CORPORATION - SECURITIES LITIGATION	P	VARIOUS	04/02/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 4.			4.
b		55.	-55.
c		23,022.	-23,022.
d 2,893.			2,893.
e 567.			567.
f 1,143.			1,143.
g 31.			31.
h 305.			305.
i 202.			202.
j 48.			48.
k 17.			17.
l 67.			67.
m 232.			232.
n 34.			34.
o 169.			169.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4.
b			-55.
c			-23,022.
d			2,893.
e			567.
f			1,143.
g			31.
h			305.
i			202.
j			48.
k			17.
l			67.
m			232.
n			34.
o			169.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	BRISTOL MEYERS SQUIBB COMPANY - SECURITIES LITIGATION	P	VARIOUS	04/02/09
b	EL PASO CORP - SECURITIES LITIGATION	P	VARIOUS	04/23/09
c	AMERICAN INTERNATIONAL GROUP INC - SECURITIES LITIGATION	P	VARIOUS	07/03/09
d	AMERICAN INTERNATIONAL GROUP INC - SECURITIES LITIGATION	P	VARIOUS	07/03/09
e	SECURITIES LITIGATION	P	VARIOUS	07/29/09
f	DORAL FINANCIAL CORPORATION - SECURITIES LITIGATION	P	VARIOUS	08/14/09
g	FEDERAL HOME LOAN MTG CORP - SECURITIES LITIGATION	P	VARIOUS	08/14/09
h	TENET HEALTHCARE CORPORATION - SECURITIES LITIGATION	P	VARIOUS	08/14/09
i	CARDINAL HEALTH INC - SECURITIES LITIGATION	P	VARIOUS	09/23/09
j	CARDINAL HEALTH INC - SECURITIES LITIGATION	P	VARIOUS	09/23/09
k	UNUMPROVIDENT CORPORATION - SECURITIES LITIGATION	P	VARIOUS	09/23/09
l	RINKER GROUP LIMITED - SECURITIES LITIGATION	P	VARIOUS	10/10/09
m	AOL TIME WARNER, INC - SECURITIES LITIGATION	P	VARIOUS	12/29/09
n	UNITEDHEALTH GROUP, INC - SECURITIES LITIGATION	P	VARIOUS	12/21/09
o	FOREST LABS, INC - SECURITIES LITIGATION	P	VARIOUS	11/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 15.			15.
b 62.			62.
c 444.			444.
d 424.			424.
e 6.			6.
f 401.			401.
g 30.			30.
h 417.			417.
i 3,390.			3,390.
j 274.			274.
k 46.			46.
l 611.			611.
m 313.			313.
n 22.			22.
o 237.			237.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			15.
b			62.
c			444.
d			424.
e			6.
f			401.
g			30.
h			417.
i			3,390.
j			274.
k			46.
l			611.
m			313.
n			22.
o			237.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

THE BEVERLY FOUNDATION

CONTINUATION FOR 990-PF, PART IV

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PIMCO FDS TOTAL RETURN	P	08/09/02	VARIOUS
b	SWEDISH EXPT CR CORP	P	VARIOUS	11/16/09
c	PIMCO FDS TOTAL RETURN	P	VARIOUS	12/09/09
d	AMERICAN FUNDS CAPITAL WORLD GROWTH	P	07/17/08	07/01/09
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,192,000.		1,175,566.	16,434.
b 300,006.		404,657.	-104,651.
c 10,087.			10,087.
d			0.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			16,434.
b			-104,651.
c			10,087.
d			0.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss)

{ If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

42,808.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

N/A

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

SOURCE	AMOUNT
ENRON SETTLEMENT FUND	1,725.
PASSTHROUGH FROM CERBERUS INSTITUTIONAL REAL ESTATE PARTNERS LP, (SERIES 2)	148.
PASSTHROUGH FROM DAVIDSON KEMPNER INSTITUTIONAL PARTNERS	95,053.
PASSTHROUGH FROM DAVIDSON KEMPNER INSTITUTIONAL PARTNERS - U.S. OBLIGATIONS	750.
PASSTHROUGH FROM FLAG PRIVATE EQUITY LP	856.
PASSTHROUGH FROM FLAG PRIVATE EQUITY LP	2,640.
PASSTHROUGH FROM FLAG PRIVATE EQUITY LP - TAX EXEMPT INCOME	1.
PASSTHROUGH FROM FLAG PRIVATE EQUITY LP - U.S. OBLIGATIONS	1,565.
PASSTHROUGH FROM FLAG PRIVATE EQUITY LP - U.S. OBLIGATIONS	4,823.
PASSTHROUGH FROM FLAG VENTURE PARTNERS IV, LP	2,866.
PASSTHROUGH FROM FLAG VENTURE PARTNERS IV, LP - TAX EXEMPT INCOME	12.
PASSTHROUGH FROM FORTRESS CREDIT OPPORTUNITY FUND (B) LP	5,877.
PASSTHROUGH FROM FORTRESS CREDIT OPPORTUNITY FUND (B) LP	44.
PASSTHROUGH FROM LYRICAL-ANTHEUS REALTY PARTNERS III, LP - U.S. OBLIGATIONS	15.
PASSTHROUGH FROM SUN CAPITAL PARTNERS	7,261.
PASSTHROUGH FROM WALTON STREET REAL ESTATE FUND VI	127.
PASSTHROUGH FROM WALTON STREET REAL ESTATE FUND VI	869.
PASSTHROUGH FROM WALTON STREET REAL ESTATE FUND VI - TAX EXEMPT INCOME	10.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	124,642.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CAPITAL WORLD GWTH & INC FD	84,750.	0.	84,750.
DODGE & COX INT'L STOCK FUND	24,670.	0.	24,670.
JANUS INVT FD-MID CAP	3,120.	0.	3,120.
MARKET VECTORS ARGIBUSINESS	1,065.	0.	1,065.
MARKET VECTORS GOLD MINERS EFT	124.	0.	124.
MUNDER MID CAP GROWTH FUND	4,350.	0.	4,350.
PASSTHROUGH FROM CERBERUS INSTITUTIONAL REAL ESTATE PARTNERS LP, (SERIES 2)	99,638.	0.	99,638.

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PASSTHROUGH FROM DAVIDSON KEMPNER INSTITUTIONAL PARTNERS	16,782.	0.	16,782.
PASSTHROUGH FROM FLAG PRIVATE EQUITY LP	3,178.	0.	3,178.
PASSTHROUGH FROM FLAG VENTURE PARTNERS IV, LP	1,409.	0.	1,409.
PASSTHROUGH FROM FLAG VENTURE PARTNERS IV, LP - U.S. OBLIGATIONS	8.	0.	8.
PASSTHROUGH FROM FORTRESS CREDIT OPPORTUNITY FUND (B) LP	106,197.	0.	106,197.
PASSTHROUGH FROM FORTRESS CREDIT OPPORTUNITY FUND (B) LP	797.	0.	797.
PASSTHROUGH FROM SUN CAPITAL PARTNERS V, LP	4,428.	0.	4,428.
PASSTHROUGH FROM WALTON STREET ESTATE FUND VI, LP	18.	0.	18.
PASSTHROUGH FROM WALTON STREET ESTATE FUND VI, LP	1.	0.	1.
PIMCO	299,396.	0.	299,396.
ROYCE TOTAL RETURN FD INV	7,014.	0.	7,014.
US BANK - AGENCY	832.	0.	832.
VANGUARD PRIME CORE FUND	7,622.	0.	7,622.
VANGUARD SPECIALIZED PORT. GOLD	469.	0.	469.
TOTAL TO FM 990-PF, PART I, LN 4	665,868.	0.	665,868.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM FLAG VENTURE PARTNERS IV, LP	-309.	-309.	
FROM FLAG PRIVATE EQUITY, LP	-151.	-151.	
FROM DAVIDSON KEMPNER INSTITUTIONAL PARTNERS	-15,530.	-15,530.	
FROM CERBERUS INSTITUTIONAL REAL ESTATE PARTNERS L. P. (SERIES2)	0.	0.	
FROM WALTON STREET REAL ESTATE IV, LP	-9,717.	-9,717.	
FROM FORTRESS CREDIT OPPORTUNITIES FUND (B) LP	204.	204.	
FROM FORTRESS CREDIT OPPORTUNITIES FUND (B) LP	2.	0.	
FROM FLAG VENTURE PARTNERS IV, LP	2.	0.	
FROM FLAG PRIVATE EQUITY, LP	-2,660.	0.	
FROM WALTON STREET REAL ESTATE IV, LP	-94,052.	0.	
FROM LYRICAL-ANTHEUS REALTY PARTNERS III, LP	-2,975.	0.	

FORM 940 - PAYROLL REFUND

10.

0.

TOTAL TO FORM 990-PF, PART I, LINE 11

-125,176.

-25,503.

FORM 990-PF

LEGAL FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GARY PLANT MOOTY MOOTY & BENNETT	4,200.	0.		4,200.
TO FM 990-PF, PG 1, LN 16A	4,200.	0.		4,200.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ARL & ASSOCIATES	24,025.	0.		24,025.
ASSET MANAGEMENT FEES	170,890.	170,890.		0.
TO FORM 990-PF, PG 1, LN 16C	194,915.	170,890.		24,025.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	8,746.	8,746.		0.
2008 UBTI TAX	173.	0.		0.
2009 ESTIMATED UBTI TAX	300.	0.		0.
2008 STATE EXCISE TAX	101.	0.		0.
2009 ESTIMATED STATE EXCISE TAX	200.	0.		0.
TO FORM 990-PF, PG 1, LN 18	9,520.	8,746.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DUES & SUBSCRIPTIONS	60.	0.		60.
BANK FEES	2,667.	2,671.		0.
INVESTMENT EXPENSE	50,327.	42,428.		0.
FLAG VENTURE PARTNERS IV, L.P. - PORTFOLIO DEDUCTIONS	36,168.	36,168.		0.
FLAG VENTURE PARTNERS IV, L.P. - NONDEDUCTIBLE EXPENSES	11.	0.		0.
FLAG VENTURE PARTNERS IV, LP - ORDINARY LOSS	557.	557.		0.
FLAG PRIVATE EQUITY, L.P. - PORTFOLIO DEDUCTIONS	14,259.	14,259.		0.
FLAG PRIVATE EQUITY, L.P. - NONDEDUCTIBLE EXPENSES	50.	0.		0.
FLAG PRIVATE EQUITY, L.P. - ORDINARY LOSS	71.	50.		0.
SUN CAPITAL PARTNERS, L.P. - PORTFOLIO DEDUCTIONS	2,280.	2,280.		0.
WALTON STREET REAL ESTATE VI, LP - PORTFOLIO DEDUCTIONS	2,426.	1,286.		0.
WALTON STREET REAL ESTATE VI, LP - NONDEDUCTIBLE EXPENSES	99.	0.		0.
DAVIDSON KEMPNER - OTHER DEDUCTIONS	28,753.	28,753.		0.
DAVIDSON KEMPNER - PORTFOLIO DEDUCTIONS	281.	281.		0.
CERBERUS INSTITUTIONAL REAL ESTATE PARTNERS LP, (SERIES 2)-PORT. DEDUCTIONS	20,218.	20,218.		0.
FORTRESS CREDIT OPPORTUNITIES FUND (B) LP. - PORTFOLIO DEDUCTIONS	4,594.	4,560.		0.
TO FORM 990-PF, PG 1, LN 23	162,821.	153,511.		60.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CAPITAL WORLD GROWTH & INCOME FUND	3,122,697.	2,791,149.
PIMCO FDS TOTAL RETURN FUND	3,854,618.	3,925,058.
DODGE & COX INTERNATIONAL STOCK	2,076,658.	1,621,354.
MUNDER MID CAP CORE GROWTH FUND	1,528,683.	1,200,033.
JANUS INVT FR-MID CAP VAL	630,469.	597,185.
ROYCE TOTAL RETURN FD	614,216.	561,343.
VANGUARD PRIMECAPA CORE	1,016,982.	989,543.
ROGERS INTERNATIONAL COMMODITIES INDEX	595,308.	404,826.
CENTRAL FD CDA LET CL A	99,990.	97,025.
MARKET VECTORS AGRIBUSINESS	99,973.	104,483.
MARKET VECTORS GOLD MINERS ETF	49,983.	44,870.
VANGUARD SEPCIALIZED PORT. GOLD	50,455.	49,432.
TOTAL TO FORM 990-PF, PART II, LINE 10B	13,740,032.	12,386,301.

FORM 990-PF	OTHER ASSETS	STATEMENT	9
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CERBERUS INT'L	250,410.	323,760.	319,035.
DAVIDSON KEMPNER PARTNERS	2,712,578.	2,873,725.	2,910,304.
FLAG VENTURE PARTNERS IV, L.P.	1,038,907.	983,024.	1,022,271.
FLAG PRIVATE EQUITY LP	461,802.	421,648.	568,789.
STYX INTERNATIONAL FUND, LTD	1,500,000.	1,500,000.	2,067,600.
GREENLIGHT MASTERS OFFSHORE LTD	1,000,000.	1,000,000.	1,337,160.
SHEPHERD INVESTMENTS INTERNATIONAL LTD.	2,500,000.	2,500,000.	2,311,299.
BLACK RIVER MULTI STRATEGY FUND	2,500,000.	2,500,000.	1,971,437.
SUN CAPITAL PARTNERS V, LP	128,754.	147,199.	201,370.
WALTON STREET REAL ESTATE IV, LP	-57,030.	228,947.	116,166.
YORK TOTAL RETURN UNIT	1,000,000.	1,000,000.	1,005,211.
FORTRESS CREDIT OPP	829,502.	781,655.	954,798.
LYRICAL-ANTHEUS REALTY PARTNERS III, LP	0.	-2,960.	0.
TO FORM 990-PF, PART II, LINE 15	13,864,923.	14,256,998.	14,785,440.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 10
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

BEVERLY DEIKEL
5354 PARKDALE DRIVE, SUITE 310
MINNEAPOLIS, MN 55416

TELEPHONE NUMBER

952-545-3000

FORM AND CONTENT OF APPLICATIONS

LETTER OF REQUEST, ACCOMPANIED BY AUDITED FINANCIAL STATEMENT, TAX RETURN,
OR EQUIVALENT FORM INDICATING FINANCIAL DATA

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT 11
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
PASSTHROUGH FROM FLAG PRIVATE EQUITY, L.P.- CASH CONTRIBUTIONS			4.
PASSTHROUGH FROM FLAG PRIVATE EQUITY, L.P.- CASH CONTRIBUTIONS			3.
PASSTHROUGH FROM WALTON STREET REAL ESTATE FUND VI, LP - CASH CONTRIBUTIONS			31.
PASSTHROUGH FROM WALTON STREET REAL ESTATE FUND VI, LP - CASH CONTRIBUTIONS			26.
ACHIEVE MINNEAPOLIS 111 3RD AVENUE S SUITE 5 MINNEAPOLIS, MN 55401	N/A SUMMER JOB PROGRAM	PUBLIC	10,000.
AID TO SOUTHEAST ASIA 1313 5TH STREET SE #120D MINNEAPOLIS, MN 55414	N/A GENERAL OPERATING	PUBLIC	25,000.
ALEXANDRA HOUSE P.O. BOX 49039 BLAINE, MN 55449	N/A GENERAL OPERATING	PUBLIC	10,000.
AMERICAN CANCER SOCIETY 11701 STONEHOLLOW DRIVE AUSTIN, TX 78758	N/A GENERAL OPERATING	PUBLIC	1,000.

THE BEVERLY FOUNDATION			41-1958161
AMERICAN FRIENDS OF NISHMAT 271 MADISON AVENUE 3RD FLOOR NEW YORK, NY 10016	N/A GENERAL OPERATING	PUBLIC	30,000.
AMERICAN FRIENDS OF TABLE TO TABLE 1402 TEANECK ROAD #223 TEANECK, NJ 07666	N/A GENERAL OPERATING	PUBLIC	25,000.
AMICUS 15 S 5TH STREET SUITE 1100 MINNEAPOLIS, MN 55402	N/A RADIUS GIRLS PROGRAM/	PUBLIC	20,000.
ANNA MARIE'S ALLIANCE P.O. BOX 367 ST. CLOUD, MN 56302	N/A GENERAL OPERATING	PUBLIC	7,500.
AVENUES FOR HOMELESS YOUTH 1708 OAK PARK AVENUE NORTH MINNEAPOLIS, MN 55411	N/A GENERAL OPERATING	PUBLIC	12,500.
B'NAI EMET SYNAGOGUE 3115 OTTAWA AVENUE SOUTH ST. LOUIS PARK, MN 55416	N/A FRANCES SACHS FUND	PUBLIC	100.
BOLDER OPTIONS 2100 STEVENS AVENUE SOUTH MINNEAPOLIS, MN 55404	N/A GENERAL OPERATING	PUBLIC	2,000.
BRIDGE FOR YOUTH 1111 WEST 22ND STREET MINNEAPOLIS, MN 55405	N/A GENERAL OPERATING	PUBLIC	10,000.
CABRINI PARTNERSHIP 919 12TH AVENUE SE MINNEAPOLIS, MN 55414	N/A GENERAL OPERATING	PUBLIC	7,000.
CENTER FOR BIOLOGICAL DIVERSITY P.O. BOX 710 TUCSON, AZ 85702	N/A GENERAL OPERATING	PUBLIC	4,000.

THE BEVERLY FOUNDATION

41-1958161

CHILDREN'S CANCER RESEARCH FUND 7801 E BUSH LAKE ROAD #130 MINNEAPOLIS, MN 55439	N/A GENERAL OPERATING	PUBLIC	1,000.
CITY OF LAKES COMMUNITY LAND TRUST 2017 E 38TH STREET MINNEAPOLIS, MN 55407	N/A GENERAL OPERATING	PUBLIC	5,000.
CLARE HOUSING 929 CENTRAL AVENUE NE MINNEAPOLIS, MN 55413	N/A GENERAL OPERATING	PUBLIC	5,000.
DOMESTIC ABUSE PROJECT 204 W FRANKLIN AVENUE MINNEAPOLIS, MN 55404	N/A GENERAL OPERATING	PUBLIC	15,000.
EAST SIDE NEIGHBORHOOD SERVICES INC 1700 2ND STREET NE MINNEAPOLIS, MN 55413	N/A ELIJAH'S CUP	PUBLIC	30,000.
EMERGE 1101 W BROADWAY AVENUE MINNEAPOLIS, MN 55411	N/A ELIJAH'S CUP	PUBLIC	25,000.
EMERGENCY FOODSHELF NETWORK 8501 54TH AVENUE N NEW HOPE, MN 55428	N/A GENERAL OPERATING	PUBLIC	45,000.
FIRST CHILDREN'S FINANCE 212 3RD AVENUE NORTH #310 MINNEAPOLIS, MN 55401	N/A GENERAL OPERATING	PUBLIC	5,000.
FRIENDS OF B'NAI ABRAHAM SYNAGOGUE 1788 MARYLAND AVENUE N GOLDEN VALLEY, MN 55427	N/A CAPITAL CAMPAIGN	PUBLIC	10,000.
FRIENDS OF THE ARAVA INSTITUTE 2041 HERR STREET SUITE 18 HARRISBURG, PA 17103	N/A ALUMNI PROGRAM	PUBLIC	25,000.

THE BEVERLY FOUNDATION			41-1958161
FRIENDS OF THE MISSISSIPPI RIVER 360 N ROBERT STREET ST. PAUL, MN 55101	N/A GENERAL OPERATING	PUBLIC	7,500.
GREATER MPLS COUNCIL OF CHURCHES P.O. BOX 7509 MINNEAPOLIS, MN 55407	N/A MINNESOTA FOODSHARE	PUBLIC	5,000.
GREATER MINNEAPOLIS CRISIS NURSERY 5400 GLENWOOD AVENUE GOLDEN VALLEY, MN 55422	N/A GENERAL OPERATING	PUBLIC	10,000.
GROVES ACADEMY 3200 HIGHWAY 100 SOUTH ST. LOUIS PARK, MN 55416	N/A GENERAL OPERATING	PUBLIC	1,000.
GUILD INCORPORATED 130 S WABASHA STREET #90 ST. PAUL, MN 55107	N/A GENERAL OPERATING	PUBLIC	2,000.
HEARTHSTONE OF MINNESOTA 222 GRAND AVENUE W #200 S ST. PAUL, MN 55075	N/A AFTERCARE PROGRAM	PUBLIC	10,000.
ISRAEL GUIDE DOG CENTER FOR THE BLIND 732 S SETTLERS CIRCLE WARRINGTON, PA 18976	N/A 1 PARTNERSHIP	PUBLIC	25,000.
ISRAEL PROJECT 2020 K STREET NW #7600 WASHINGTON, DC 20006	N/A GENERAL OPERATING	PUBLIC	75,000.
IZAAK WALTON LEAGUE OF AMERICA 1619 DAYTON AVENUE #202 ST. PAUL, MN 55104	N/A WILDERNESS/PUBLIC	PUBLIC	15,000.
JEWISH COMMUNITY ACTION 2375 UNIVERSITY AVENUE WEST ST. PAUL, MN 55114	N/A GENERAL OPERATING	PUBLIC	20,000.

THE BEVERLY FOUNDATION			41-1958161
JEWISH COMMUNITY RELATIONS COUNCIL- 12 N 12TH STREET SUITE 480 MINNEAPOLIS, MN 55403	N/A GENERAL OPERATING/	PUBLIC	35,000.
JEWISH FAMILY & CHILDREN'S SERVICE 13100 WAYZATA BLVD #400 MINNETONKA, MN 55305	N/A ELIJAH'S CUP/JVS	PUBLIC	51,000.
LEE CARLSON CENTER FOR MENTAL HEALTH AND WELL BEING 7954 UNIVERSITY AVENUE NE FRIDLEY, MN 55432	N/A GENERAL OPERATING	PUBLIC	15,000.
LIONSGATE ACADEMY 3420 NEVADA AVENUE NORTH CRYSTAL, MN 55428	N/A SMALLER GROUP PROGRAMMING	PUBLIC	5,000.
MINNEAPOLIS JEWISH FEDERATION 13100 WAYZATA BLVD #200 MINNETONKA, MN 55305	N/A GENERAL OPERATING	PUBLIC	212,620.
MINNESOTA ASSISTANCE COUNCIL FOR VETERANS 360 N ROBERT STREET #306 ST. PAUL, MN 55101	N/A GENERAL OPERATING	PUBLIC	5,000.
MINNESOTA FOOD ASSOCIATION 14220-B OSTLUND TRAIL NORTH MARINE ON ST. CROIX, MN 55047	N/A IMMIGRANT FARMER	PUBLIC	10,000.
MINNESOTA ORGANIZATION ON ADOLESCENT PREGNANCY PREVENTION AND PARENTING - 1619 DAYTON AVENUE ST. PAUL, MN 55104	N/A GENERAL OPERATING	PUBLIC	12,000.
NECHAMA-JEWISH RESPONSE TO DISASTER 4330 S CEDAR LAKE ROAD ST. LOUIS PARK, MN 55416	N/A GENERAL OPERATING	PUBLIC	15,000.
NEIGHBORHOOD INVOLVEMENT PROGRAM 2431 HENNEPIN AVENUE S MINNEAPOLIS, MN 55405	N/A GENERAL OPERATING	PUBLIC	30,000.

THE BEVERLY FOUNDATION			41-1958161
NEW FOUNDATIONS 1145 WESTMINSTER STREET ST. PAUL, MN 55130	N/A CRESTVIEW SUPPORTIVE	PUBLIC	25,000.
NEW ISRAEL FUND 1101 14TH STREET NW 6TH FLOOR WASHINGTON, DC 20005	N/A ASSOCIATION OF RAPE	PUBLIC	18,000.
NEW ISRAEL FUND 1101 14TH STREET NW 6TH FLOOR WASHINGTON, DC 20005	N/A MAHAPACH-TAGHIR	PUBLIC	25,000.
PACER CENTER 8161 NORMANDALE BOULEVARD MINNEAPOLIS, MN 55437	N/A HOUSING PROJECT	PUBLIC	20,000.
PARKINSON'S ASSN OF MINNESOTA 2205 ZEALAND AVENUE NORTH GOLDEN VALLEY, MN 55427	N/A WALK SPONSOR	PUBLIC	1,000.
PEF ISRAEL ENDOWMENT FUNDS 317 MADISON AVENUE #607 NEW YORK, NY 10017	N/A CENTER FOR DEAF-BLIND	PUBLIC	10,000.
PEF ISRAEL ENDOWMENT FUNDS 317 MADISON AVENUE #607 NEW YORK, NY 10017	N/A CENTER FOR WOMEN'S	PUBLIC	10,000.
PEF ISRAEL ENDOWMENT FUNDS 317 MADISON AVENUE #607 NEW YORK, NY 10017	N/A ISRAEL FAMILY PLANNING	PUBLIC	25,000.
PEF ISRAEL ENDOWMENT FUNDS 317 MADISON AVENUE #607 NEW YORK, NY 10017	N/A KEREN HATESHUVA	PUBLIC	10,000.
PILLSBURY UNITED COMMUNITIES 1201 N 37TH AVENUE MINNEAPOLIS, MN 55412	N/A ELIJAH'S CUP	PUBLIC	15,000.

THE BEVERLY FOUNDATION			41-1958161
PLANNED PARENTHOOD 1200 LAGOON AVENUE MINNEAPOLIS, MN 55408	N/A SITE UPGRADES	PUBLIC	113,333.
PREVENT CHILD ABUSE MINNESOTA 1821 UNIVERSITY AVENUE #202S ST. PAUL, MN 55104	N/A GENERAL OPERATING	PUBLIC	5,000.
RESOURCE FOUNDATION 237 W 35TH STREET, SUITE 1203 NEW YORK, NY 10001	N/A DOMINICAN NONPROFIT	PUBLIC	50,000.
RESOURCE WEST HOPKINS MINNETONKA FAMILY CENTER 915 MAINSTREET HOPKINS, MN 55343	N/A GENERAL OPERATING	PUBLIC	15,000.
SHELTER HOUSE P.O. BOX 568 WILLMAR, MN 56201	N/A GENERAL OPERATING	PUBLIC	10,000.
SHOLOM FOUNDATION 3610 PHILLIPS PARKWAY ST. LOUIS PARK, MN 55426	N/A GENERAL OPERATING	PUBLIC	25,000.
SOJOURNER PROJECT INC. P.O. BOX 272 HOPKINS, MN 55343	N/A GENERAL OPERATING	PUBLIC	15,000.
SOUTHSIDE FAMILY NURTURING CENTER 2448 18TH AVENUE SOUTH MINNEAPOLIS, MN 55404	N/A GENERAL OPERATING	PUBLIC	10,000.
SOUTHSIDE FAMILY SCHOOL 2123 CLINTON AVENUE SOUTH MINNEAPOLIS, MN 55404	N/A SOCIAL WORKER PROGRAM	PUBLIC	7,500.
ST. DAVIDS CHILD DEVELOPMENT AND FAMILY SERVICE 3395 PLYMOUTH ROAD MINNETONKA, MN 55305	N/A FAMILY PLACE PROGRAM	PUBLIC	10,000.

THE BEVERLY FOUNDATION			41-1958161
STEP 2239 EDGEWOOD AVENUE SOUTH ST. LOUIS PARK, MN 55426	N/A GENERAL OPERATING	PUBLIC	30,000.
STORE TO DOOR 1821 UNIVERSITY AVENUE #S112 ST. PAUL, MN 55104	N/A GENERAL OPERATING	PUBLIC	5,000.
TALMUD TORAH OF MINNEAPOLIS 4330 S CEDAR LAKE ROAD ST. LOUIS PARK, MN 55416	N/A GENERAL OPERATING	PUBLIC	1,000.
TEENS ALONE INC. 915 MAINSTREET HOPKINS, MN 55343	N/A GENERAL OPERATING	PUBLIC	10,000.
TUBMAN CENTER 3111 FIRST AVENUE SOUTH MINNEAPOLIS, MN 55408	N/A GENERAL OPERATING	PUBLIC	15,000.
VAIL PLACE 15 NINTH AVENUE S HOPKINS, MN 55343	N/A GENERAL OPERATING	PUBLIC	8,000.
WALK-IN COUNSELING CENTER MINNESOTA 2421 CHICAGO AVENUE SOUTH MINNEAPOLIS, MN 55404	N/A GENERAL OPERATING	PUBLIC	15,000.
WAYSIDE HOUSE INC. 3705 PARK CENTER BOULEVARD ST. LOUIS PARK , MN 55416	N/A GENERAL OPERATING	PUBLIC	10,000.
WIDECAST 1348 RUSTICVIEW DRIVE BALLWIN, MO 63011	N/A GENERAL OPERATING	PUBLIC	28,947.
WIKIMEDIA FOUNDATION INC. P.O. BOX 894879 LOS ANGELES, CA 90189	N/A GENERAL OPERATING	PUBLIC	4,000.

THE BEVERLY FOUNDATION

41-1958161

WILDERNESS INQUIRY INC. 808 14TH AVENUE SE MINNEAPOLIS, MN 55414	N/A GENERAL OPERATING	PUBLIC	<u>1,000.</u>
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WOMEN AT THE COURTHOUSE 608 2ND AVENUE S #465 NORTHSTAR EAST MINNEAPOLIS, MN 55402	N/A GENERAL OPERATING	PUBLIC	<u>10,000.</u>
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YOUTH FARM AND MARKET PROJECT 128 W 33RD STREET MINNEAPOLIS, MN 55408	N/A GENERAL OPERATING	PUBLIC	<u>1,000.</u>
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TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u><u>1,450,064.</u></u>
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FORM 990-PF

GRANTS AND CONTRIBUTIONS
APPROVED FOR FUTURE PAYMENT

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
DOMESTIC ABUSE PROJECT 204 W FRANKLIN AVENUE MINNEAPOLIS, MN 55404	N/A GENERAL OPERATING	PUBLIC	15,000.
FRIENDS OF THE ARAVA INSTITUTE 2041 HERR STREET SUITE 18 HARRISBURG, PA 17103	N/A ALUMNI PROGRAM	PUBLIC	25,000.
LIONSGATE ACADEMY 3420 NEVADE AVENUE NORTH CRYSTAL, MN 55428	N/A SMALLER GROUP PROGRAMMING	PUBLIC	5,000.
MINNEAPOLIS JEWISH FEDERATION 1310 WAYZATA BLVD. #200 MINNETONKA, MN 55305	N/A GENERAL OPERATING	PUBLIC	265,380.
NECHAMA-JEWISH RESPONSE TO DISASTER 4330 S CEDAR LAKE ROAD ST. LOUIS PARK, MN 55416	N/A GENERAL OPERATING	PUBLIC	30,000.
PLANNED PARENTHOOD 1200 LAGOON AVENUE MINNEAPOLIS, MN 55408	N/A SITE UPGRADES	PUBLIC	167,000.
SHOLOM FOUNDATION 3610 PHILLIPS PARKWAY ST. LOUIS PARK, MN 55426	N/A GENERAL OPERATING	PUBLIC	187,500.
TALMUD TORAH OF MINNEAPOLIS 4330 S CEDAR LAKE ROAD ST. LOUIS PARK, MN 55416	N/A GENERAL OPERATING	PUBLIC	2,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3B

696,880.

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 ☒
- 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 THE BEVERLY FOUNDATION	Employer identification number 41-1958161
	Number, street, and room or suite no. If a P.O. box, see instructions 5354 PARKDALE DRIVE, No. 310	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MINNEAPOLIS, MN 55416	

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

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

SHERRI LEMANCZYK

- The books are in the care of ► **5354 PARKDALE DRIVE, SUITE 310 - MINNEAPOLIS, MN 55416**
Telephone No ► **952-545-3000** FAX No ► **952-545-9381**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

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

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	3,562.
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	\$	16,099.
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.

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

Form **8868** (Rev. 4-2009)

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

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

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

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

Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization THE BEVERLY FOUNDATION	Employer identification number 41-1958161
	Number, street, and room or suite no. If a P.O. box, see instructions 5354 PARKDALE DRIVE #310	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MINNEAPOLIS, MN 55416	

CLIENTS COPY

CBIZ MHM, LLC

MINNEAPOLIS, MN 55402
612-339-7811

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

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

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

• The books are in the care of **SHERRI LEMANCZYK**

Telephone No. **952 545-3000**

FAX No. **952 545-9381**

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

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

4 I request an additional 3-month extension of time until **11/15/2010**

5 For calendar year **2009**, or other tax year beginning ☐ and ending ☐

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

7 State in detail why you need the extension **ADDITIONAL TIME IS NEEDED IN ORDER TO GATHER THE INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	3,562.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	16,099.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c \$	

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 ▶
CBIZ MHM, LLC 222 S 9TH ST, #1000 MINNEAPOLIS, MN 55402		

Form **8868** (Rev. 4-2009)