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 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
BOOGIE'S DINER FOUNDATION, INC

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
P.O. BOX 11509

City or town, state, and ZIP code
ASPEN, CO 81612

A Employer identification number
52-1307628

B Telephone number
(970)925-3771

C If exemption application is pending, check here ▶ ☐
D 1. Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 464,936.

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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	74,800.		N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	16.	16.		STATEMENT 1
	4 Dividends and interest from securities	1,252.	1,252.		STATEMENT 2
	5a Gross rents	18,000.	18,000.		STATEMENT 3
	b Net rental income or (loss) <6,011.>				STATEMENT 4
	6a Net gain or (loss) from sale of assets not on line 10	<64,049.>			
	b Gross sales price for all assets on line 6a 163,643.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	275.	0.		STATEMENT 5
	12 **Total.** Add lines 1 through 11	30,294.	19,268.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages	8,400.	8,400.		0.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 6	185.	185.		0.
	b Accounting fees STMT 7	8,435.	8,435.		0.
	c Other professional fees STMT 8	1,240.	1,240.		0.
	17 Interest				
	18 Taxes STMT 9	643.	643.		0.
	19 Depreciation and depletion	14,955.	14,955.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 10	9,154.	9,154.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	43,012.	43,012.		0.
	25 Contributions, gifts, grants paid	235,608.			235,608.
	26 **Total expenses and disbursements.** Add lines 24 and 25	278,620.	43,012.		235,608.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<248,326.>			
	b **Net investment income** (if negative, enter -0-)		0.		
	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		25,219.		
	2	Savings and temporary cash investments		222,544.	4,464.	4,464.
	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		2,170.	1,125.	1,125.
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock				
	c	Investments - corporate bonds				
	11	Investments - land, buildings, and equipment basis ▶	456,275.			
		Less accumulated depreciation STMT 11▶	117,771.	353,459.	338,504.	455,135.
	12	Investments - mortgage loans				
	13	Investments - other STMT 12		0.	7,973.	4,212.
	14	Land, buildings, and equipment: basis ▶				
		Less accumulated depreciation ▶				
	15	Other assets (describe ▶)				
	16	**Total assets** (to be completed by all filers)		603,392.	352,066.	464,936.
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue		3,000.		
	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)		3,000.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ ☒ 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		600,392.	352,066.	
	30	**Total net assets or fund balances**		600,392.	352,066.	
	31	**Total liabilities and net assets/fund balances**		603,392.	352,066.	

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	600,392.
2	Enter amount from Part I, line 27a	2	<248,326.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	352,066.
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	352,066.

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 STATEMENT			
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	163,643.		227,692.	<64,049.>

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				<64,049.>

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 <64,049.>

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	345,261.	436,491.	.790992
2007	523,058.	1,039,281.	.503288
2006	721,964.	1,352,214.	.533913
2005	304,673.	2,019,300.	.150881
2004	528,163.	2,641,570.	.199943

2	**Total** of line 1, column (d)	2	2.179017
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	.435803
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	56,743.
5	Multiply line 4 by line 3	5	24,729.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	24,729.
8	Enter qualifying distributions from Part XII, line 4	8	235,608.

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 ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b			1	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3	Add lines 1 and 2			3	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	0.
6	Credits/Payments:				
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,125.		
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	1,125.
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 overpaid** ▶			10	1,125.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 0. **Refunded** ▶			11	1,125.

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?	1a		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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
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) ▶ MD			
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* SEE STATEMENT 13	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 STMT 14	10	X	

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ N/A

14 The books are in care of ▶ REESE HENRY & CO, INC. Telephone no.▶970-925-3771

Located at ▶400 E. MAIN STREET, ASPEN, CO ZIP+4 ▶81611

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)*	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

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

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? ☐ 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
LEONARD WEINGLASS P. O. BOX 11509 ASPEN, CO 81612	PRESIDENT 1.00	0.	0.	0.
RAYMOND ALTMAN BALTIMORE, MD	VICE PRESIDENT 0.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
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 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	47,372.
b	Average of monthly cash balances			1b	10,235.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	57,607.
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	57,607.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	864.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	56,743.
6	**Minimum investment return** Enter 5% of line 5			6	2,837.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	2,837.
2a	Tax on investment income for 2009 from Part VI, line 5	2a			
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,837.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	2,837.
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	2,837.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	235,608.
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	235,608.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	235,608.

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				2,837.
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 396,084.				
b From 2005 207,320.				
c From 2006 656,639.				
d From 2007 473,838.				
e From 2008 323,436.				
f **Total** of lines 3a through e	2,057,317.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 235,608.				
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				2,837.
e Remaining amount distributed out of corpus	232,771.			
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	2,290,088.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	396,084.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	1,894,004.			
10 Analysis of line 9:				
a Excess from 2005 207,320.				
b Excess from 2006 656,639.				
c Excess from 2007 473,838.				
d Excess from 2008 323,436.				
e Excess from 2009 232,771.				

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

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

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

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

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see the instructions.)**

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

LEONARD WEINGLASS

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

b The form in which applications should be submitted and information and materials they should include:

c Any submission deadlines:

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 15				
Total			▶ 3a	235,608.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	16.	
4 Dividends and interest from securities			14	1,252.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16	<6,011.>	
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<64,049.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a FEDERAL INCOME TAX					
b REFUND			01	275.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		<68,517.>	0.

13 **Total** Add line 12, columns (b), (d), and (e) 13 <68,517.>

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
5B	RENTAL OF CONDO TO HANDICAPPED INDIVIDUAL.

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Signature of officer or trustee — Date: 1 6/2/10 — ▶ Title: PRESIDENT

Paid Preparer's Use Only

Preparer's signature ▶	CPA	Date 5-15-10	Check if self-employed ▶ ☐	Preparer's identifying number P00107511
Firm's name (or yours if self-employed), address, and ZIP code ▶	REESE HENRY & COMPANY, INC. 400 EAST MAIN STREET, SUITE 2 ASPEN, CO 81611			EIN ▶ 84-0803727 Phone no. (970) 925-3771

BOOGIE'S DINER FOUNDATION, INC

CONTINUATION FOR 990-PF, PART IV
52-1307628 PAGE 1 OF 1

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	SEE ATTACHED CITIGROUP GLOBAL MKTS, INC. A/C 426	P	VARIOUS	VARIOUS
b	SEE ATTACHED CITIGROUP GLOBAL MKTS, INC. A/C 426	P	VARIOUS	VARIOUS
c	SEE ATTACHED CITIGROUP GLOBAL MKTS, INC. A/C 427	P	VARIOUS	VARIOUS
d	SEE ATTACHED CITIGROUP GLOBAL MKTS, INC. A/C 427	P	VARIOUS	VARIOUS
e	SEE ATTACHED JANNEY MONTGOMERY SCOTT, LLC A/C 728	P	VARIOUS	VARIOUS
f	SEE ATTACHED JANNEY MONTGOMERY SCOTT, LLC A/C 728	P	VARIOUS	VARIOUS
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	25,066.		30,866.	<5,800.>
b	34,868.		47,565.	<12,697.>
c	12,851.		16,246.	<3,395.>
d	12,336.		23,403.	<11,067.>
e	43,808.		39,742.	4,066.
f	34,714.		69,870.	<35,156.>
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				<5,800.>
b				<12,697.>
c				<3,395.>
d				<11,067.>
e				4,066.
f				<35,156.>
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	<64,049.>
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

923591
04-24-09

Janney
Trusted Advisors for Generations

Schedule of Realized Gains and Losses

2009 Tax Year

Tuesday, March 02, 2010
BE06 SCHEINKER
G&J,KEETLEY,GOLDSTEI

Prepared For:
6063-7287
BOOGIES DINER FOUNDATION
ATTN PAUL MERITT
(SNOW CAPITAL)
2 HOPKINS PLAZA
BALTIMORE MD 21201-2930

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
Short											
10	AGILENT TECHNOLOGIES INC	A	08/08/2008	198 10		18 8100	08/19/2009	188.30	18 8300	-9 80	-4 05
15	ALCOA INC	AA	10/08/2008	214 11		14.2700	06/08/2009	162.14	10 8100	-61 97	-24 27
75	ALCOA INC	AA	10/08/2008	1,070.54		14.2700	06/10/2009	858 72	11.4500	-211 82	-19 79
55	ALCOA INC	AA	10/08/2008	785.05		14 2700	08/19/2009	609.93	11.0900	-175.12	-22 31
85	ALCOA INC	AA	10/15/2008	1,003 83		11 8000	06/19/2009	942.63	11 0900	-61.20	-6 10
25	ALLSTATE CORP	ALL	01/29/2009	588 29		23.5300	06/10/2009	630 98	25 2400	42.69	7 28
35	ALLSTATE CORP	ALL	02/25/2009	605 08		17 2800	06/19/2009	844.52	24 1300	239.44	39.57
30	ALLSTATE CORP	ALL	03/31/2009	563 24		18.7700	06/19/2009	723.88	24.1300	160.64	28 52
10	AMERN EAGLE OUTFITTERS	AEO	06/08/2009	146.70		14 6700	06/10/2009	144.89	14.4900	-1.81	-1 23
40	AMERN EAGLE OUTFITTERS	AEO	06/08/2009	588 80		14 6700	06/18/2009	559.98	14 0000	-26 82	-4 57
10	AMGEN INC	AMGN	11/20/2008	520 70		52 0700	08/10/2009	506.98	50 7000	-13 72	-2 63
25	AMGEN INC	AMGN	11/20/2008	1,301 75		52 0700	06/19/2009	1,311.96	52 4800	10.21	0 78
10	AMGEN INC	AMGN	08/08/2009	513 90		51 3800	06/19/2009	524.79	52 4800	10 89	2 12
10	ASPEN INSURANCE HLDG LTD	AHL	06/08/2009	241 00		24 1000	06/18/2009	222 09	22.2092	-18 91	-7 85
30	AVNET INC	AVT	11/12/2008	450 29		15 0000	08/10/2009	674 98	22 5000	224.69	49.90
10	AVNET INC	AVT	11/12/2008	150 09		15 0000	06/18/2009	218.49	21.8500	68.40	45 57
20	AVNET INC	AVT	03/12/2009	329 04		16.4500	08/19/2009	436.99	21 8500	107 95	32 81
40	AVNET INC	AVT	04/23/2009	729 28		18.2300	06/19/2009	873.98	21 8500	144.70	19 84
35	BANK OF AMERICA CORP	BAC	04/20/2008	297 48		8 4900	06/19/2009	461.28	13.1800	163 80	55 06
20	BANK OF AMERICA CORP	BAC	08/08/2009	242 80		12 1400	06/19/2009	283.60	13 1800	20.80	8 57
2	BANK AMERICA CORP	BAC L	02/11/2009	791.68		395 8300	08/08/2009	1,653 95	827 0000	862 27	108.92
55	BRINKER INTL INC	EAT	11/04/2008	521 12		9 4700	08/08/2009	985 02	17 9100	463 90	89 02
180	CHICO'S FAS INC	CHS	06/19/2008	1,176 88		6.5300	06/08/2009	1,808.95	10 0500	632 07	53.71
50	CHICO'S FAS INC	CHS	06/19/2008	326 91		6.5300	06/10/2009	509.48	10.1900	182 57	55.85
110	CHICO'S FAS INC	CHS	08/19/2008	719 20		6 5300	06/19/2009	1,105.47	10 0500	386.27	53 71
10	CONOCOPHILLIPS	COP	06/08/2009	451 80		45.1900	08/19/2009	430 49	43 0500	-21 41	-4 74
10	DU PONT E I DE NEMOUR&CO	DD	06/08/2009	263.40		26 3400	06/19/2009	250.50	25 0500	-12 90	-4 90
10	ENDURANCE SPECIALTY	ENH	06/08/2009	295 00		29 5000	06/19/2009	281 90	28 1900	-13 10	-4.44
10	GENERAL ELECTRIC COMPANY	GE	06/08/2009	136 40		13.6400	08/19/2009	121.40	12 1400	-15 00	-11 00

Janney
Trusted Advisors for Generations

Schedule of Realized Gains and Losses

2009 Tax Year

Tuesday, March 02, 2010
BE06 SCHEINKER
G&J,KEETLEY,GOLDSTEI

Prepared For:
6063-7287
BOOGIES DINER FOUNDATION
ATTN PAUL MERITT
(SNOW CAPITAL)

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
Short - *Continued*											
40	HALLIBURTON COMPANY	HAL	11/24/2008	656.99		16.4200	06/10/2009	934.37	23.3600	277.38	42.22
15	HALLIBURTON COMPANY	HAL	11/24/2008	246.37		16.4200	06/19/2009	321.59	21.4400	75.22	30.53
5	HALLIBURTON COMPANY	HAL	02/09/2009	101.87		20.3700	06/19/2009	107.19	21.4400	5.32	5.22
50	HALLIBURTON COMPANY	HAL	04/22/2009	979.53		19.5900	06/19/2009	1,071.98	21.4400	92.45	9.44
85	HERCULES OFFSHORE INC	HERO	10/17/2008	623.50		7.3300	06/19/2009	305.18	3.5904	-318.32	-51.05
35	HEALTH NET INC	HNT	12/22/2008	369.90		10.5600	06/10/2009	488.13	13.8900	118.23	31.42
80	HEALTH NET INC	HNT	12/22/2008	845.48		10.5600	06/19/2009	1,216.80	15.2104	371.32	43.92
35	HEALTH NET INC	HNT	06/08/2009	512.75		14.6500	06/19/2009	532.35	15.2104	19.60	3.82
15	INTEL CORP	INTC	10/27/2008	212.09		14.1300	06/10/2009	244.34	16.2900	32.25	15.21
35	INTEL CORP	INTC	10/27/2008	494.86		14.1300	06/19/2009	558.93	15.9700	64.07	12.95
20	MARATHON OIL CORP	MRO	07/23/2008	866.61		43.3300	06/10/2009	653.78	32.6900	-212.83	-24.56
45	MARATHON OIL CORP	MRO	07/23/2008	1,949.87		43.3300	06/19/2009	1,379.21	30.6500	-570.66	-29.27
5	MARATHON OIL CORP	MRO	10/10/2008	129.76		25.9500	06/19/2009	153.25	30.6500	23.49	18.10
20	MEDTRONIC INC	MDT	06/08/2009	677.40		33.8700	06/19/2009	679.78	33.9900	2.38	0.35
15	METLIFE INC	MET	12/12/2008	436.82		29.1200	06/10/2009	500.53	33.3700	63.71	14.58
5	METLIFE INC	MET	12/12/2008	145.60		29.1200	06/19/2009	155.99	31.2000	10.39	7.14
20	METLIFE INC	MET	01/09/2009	637.25		31.8600	06/19/2009	623.98	31.2000	-13.27	-2.08
25	METLIFE INC	MET	01/15/2009	675.41		27.0100	06/19/2009	779.98	31.2000	104.57	15.48
20	OMNICARE INC	OCR	08/08/2009	493.20		24.6600	06/19/2009	505.19	25.2600	11.99	2.43
10	PNC FINL SVCS GROUP INC	PNC	06/18/2009	390.92		39.0918	06/19/2009	406.98	40.7000	16.06	4.11
20	PATTERSON UTI ENERGY INC	PTEN	10/15/2008	238.02		11.9000	06/19/2009	250.20	12.5104	12.18	5.12
30	PFIZER INC	PFE	06/08/2009	431.70		14.3900	06/19/2009	450.89	15.0300	19.19	4.45
10	PRUDENTIAL FINL INC	PRU	06/18/2009	367.49		36.7493	06/19/2009	382.69	38.2700	15.20	4.14
10	TRAVELERS COMPANIES INC	TRV	10/15/2008	353.43		35.3400	06/10/2009	434.08	43.4100	80.65	22.82
25	TRAVELERS COMPANIES INC	TRV	10/15/2008	883.57		35.3400	06/19/2009	1,053.21	42.1300	169.64	19.20
15	TRAVELERS COMPANIES INC	TRV	10/30/2008	612.14		40.8000	06/19/2009	631.94	42.1300	19.80	3.23
35	TEXAS INSTRUMENTS INC	TXN	10/10/2008	653.26		18.6600	06/10/2009	729.73	20.8500	76.47	11.71
10	TEXAS INSTRUMENTS INC	TXN	10/10/2008	186.64		18.6600	06/19/2009	217.09	21.7100	30.45	16.31
5	TEXAS INSTRUMENTS INC	TXN	02/09/2009	86.85		17.3700	06/19/2009	108.54	21.7100	21.69	24.97
55	TEXAS INSTRUMENTS INC	TXN	04/21/2009	958.86		17.4300	06/19/2009	1,194.02	21.7100	235.18	24.52

Janney
Trusted Advisors for Generations

Schedule of Realized Gains and Losses

2009 Tax Year

Tuesday, March 02, 2010
BE06 SCHEINKER
G&J,KEETLEY,GOLDSTEI

Prepared For:
6063-7287
BOOGIES DINER FOUNDATION
ATTN PAUL MERITT
(SNOW CAPITAL)

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
Short - *Continued*											
10	TEXAS INSTRUMENTS INC	TXN	06/08/2009	199.50		19.9500	06/19/2009	217.10	21.7100	17.60	8.82
15	TRANSOCEAN LTD NAMEN AKT	RIG	12/19/2008	721.72		48.1100	06/10/2009	1,254.71	83.6500	532.99	73.85
5	TRANSOCEAN LTD NAMEN AKT	RIG	12/19/2008	240.57		48.1100	06/19/2009	384.49	76.9000	143.92	59.82
5	TRANSOCEAN LTD NAMEN AKT	RIG	12/26/2008	220.51		44.1000	06/19/2009	384.48	76.9000	163.98	74.36
10	TRANSOCEAN LTD NAMEN AKT	RIG	01/12/2009	511.81		51.1800	06/19/2009	768.98	76.9000	257.17	50.25
15	UNITEDHEALTH GROUP INC	UNH	07/23/2008	415.24		27.6800	06/10/2009	381.73	25.4500	-33.51	-8.07
5	UNITEDHEALTH GROUP INC	UNH	09/23/2008	129.04		25.8000	06/10/2009	127.25	25.4500	-1.79	-1.39
45	UNITEDHEALTH GROUP INC	UNH	09/23/2008	1,161.31		25.8000	06/19/2009	1,132.61	25.1700	-28.70	-2.47
20	UNITEDHEALTH GROUP INC	UNH	06/08/2009	527.60		26.3800	06/19/2009	503.39	25.1700	-24.21	-4.59
25	WELLS FARGO & CO NEW	WFC	10/15/2008	851.49		34.0500	06/10/2009	628.48	25.1400	-223.01	-26.19
25	WELLS FARGO & CO NEW	WFC	10/15/2008	851.49		34.0500	06/19/2009	603.73	24.1500	-247.76	-29.10
40	WELLS FARGO & CO NEW	WFC	11/07/2008	1,080.80		27.0200	06/19/2009	965.97	24.1500	-114.83	-10.62
25	WESCO INTERNATIONAL INC	WCC	06/16/2008	1,074.75		42.9900	06/10/2009	680.98	27.2400	-393.77	-36.64
35	XL CAPITAL LTD SHS A	XL	10/16/2008	317.64		9.0700	06/19/2009	395.50	11.3000	77.86	24.51
				39,742.17	0.00			43,807.60		4,065.43	
Long											
35	AGILENT TECHNOLOGIES INC	A	08/09/2005	844.22		24.1200	06/10/2009	683.18	19.5200	-161.04	-19.05
70	AGILENT TECHNOLOGIES INC	A	08/09/2005	1,688.42		24.1200	06/19/2009	1,318.06	18.8300	-370.36	-21.94
25	ASPEN INSURANCE HLDG LTD	AHL	01/13/2006	619.23		24.7700	06/10/2009	596.73	23.8700	-22.50	-3.63
60	ASPEN INSURANCE HLDG LTD	AHL	01/13/2006	1,486.13		24.7700	06/18/2009	1,332.51	22.2092	-153.62	-10.34
55	BANK OF AMERICA CORP	BAC	05/26/2008	2,718.28		49.4200	06/10/2009	675.38	12.2800	-2,042.90	-75.15
75	BANK OF AMERICA CORP	BAC	05/26/2006	3,708.73		49.4200	06/19/2009	988.47	13.1800	-2,718.26	-73.33
10	COMMUNITY HEALTH SYS INC	CYH	06/26/2007	397.55		39.7500	06/08/2009	277.79	27.7800	-119.76	-30.12
25	COMMUNITY HEALTH SYS INC	CYH	06/26/2007	993.86		39.7500	06/10/2009	692.98	27.7200	-300.88	-30.27
60	COMMUNITY HEALTH SYS INC	CYH	06/26/2007	2,385.24		39.7500	06/19/2009	1,525.16	25.4200	-860.08	-36.06
15	CONOCOPHILLIPS	COP	07/05/2008	1,002.45		66.8200	06/10/2009	688.93	45.9300	-313.52	-31.28
25	CONOCOPHILLIPS	COP	07/05/2008	1,670.74		66.8200	06/19/2009	1,076.22	43.0500	-594.52	-35.58
30	DU PONT E I DE NEMOUR&CO	DD	04/11/2006	1,296.60		43.2200	06/10/2009	794.07	26.4700	-502.53	-38.76
50	DU PONT E I DE NEMOUR&CO	DD	04/11/2006	2,161.00		43.2200	06/19/2009	1,252.46	25.0500	-908.54	-42.04

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Schedule of Realized Gains and Losses

2009 Tax Year

Tuesday, March 02, 2010
BE06 SCHEINKER
G&J,KEETLEY,GOLDSTEI

Prepared For:
6063-7287
BOOGIES DINER FOUNDATION
ATTN PAUL MERITT
(SNOW CAPITAL)

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
Long - *Continued*											
25	ENDURANCE SPECIALTY	ENH	05/07/2007	918.80		36.7600	06/10/2009	735 48	29.4200	-183.32	-19 95
45	ENDURANCE SPECIALTY	ENH	05/07/2007	1,653.82		36.7600	06/19/2009	1,268 51	28.1900	-385.31	-23 30
30	GAP INC	GPS	12/21/2005	532 50		17 7500	06/08/2009	505.18	16 8400	-27.32	-5 13
40	GAP INC	GPS	12/21/2005	710 00		17 7500	06/10/2009	672 38	16 8100	-37.62	-5 30
65	GAP INC	GPS	12/21/2005	1,153 75		17.7500	06/19/2009	1,028.92	15 8300	-124 83	-10.82
30	GAP INC	GPS	01/11/2006	537 18		17 9100	06/19/2009	474.89	15.8300	-62 29	-11 60
50	GENERAL ELECTRIC COMPANY	GE	05/15/2006	1,720.32		34.4000	06/10/2009	671 48	13 4300	-1,048 84	-60 97
110	GENERAL ELECTRIC COMPANY	GE	05/15/2006	3,784.70		34 4000	06/19/2009	1,335 36	12.1400	-2,449 34	-64 72
75	HERCULES OFFSHORE INC	HERO	09/11/2007	1,924.50		25 6600	06/08/2009	356 99	4.7600	-1 567 51	-81 45
85	HERCULES OFFSHORE INC	HERO	09/11/2007	2,181 10		25 6600	06/10/2009	441.98	5 2000	-1,739 12	-79 74
65	HERCULES OFFSHORE INC	HERO	09/11/2007	1,667 90		25 6600	06/19/2009	233 36	3 5904	-1,434 54	-86 01
10	JPMORGAN CHASE & COMPANY	JPM	03/17/2008	399 84		39 9800	06/08/2009	358 79	35.8800	-43 05	-10 77
20	JPMORGAN CHASE & COMPANY	JPM	03/17/2008	799.68		39.9800	06/10/2009	706 18	35 3100	-93.50	-11 69
45	JPMORGAN CHASE & COMPANY	JPM	03/17/2008	1,799 28		39.9800	06/19/2009	1,573 60	34 9700	-225 66	-12 54
25	OMNICARE INC	OCR	08/06/2007	860 61		34 4200	06/10/2009	607.98	24 3200	-252 63	-29.35
45	OMNICARE INC	OCR	08/06/2007	1,549 08		34 4200	06/19/2009	1,136 66	25 2600	-412 42	-26 62
35	PATTERSON UTI ENERGY INC	PTEN	11/30/2006	959 19		27 4000	06/08/2009	491 03	14.0300	-468 16	-48 81
5	PATTERSON UTI ENERGY INC	PTEN	11/30/2006	137 02		27 4000	06/10/2009	72.14	14 4300	-64 88	-47 35
50	PATTERSON UTI ENERGY INC	PTEN	01/04/2007	1,094.00		21.8800	06/10/2009	721.48	14 4300	-372 52	-34 05
90	PATTERSON UTI ENERGY INC	PTEN	01/04/2007	1,969 20		21 8800	06/19/2009	1,125.90	12 5104	-843 30	-42.82
45	PFIZER INC	PFE	08/09/2005	1,193 40		26 5200	06/10/2009	638.08	14 1800	-555 32	-46.53
80	PFIZER INC	PFE	08/09/2005	2,121 60		26 5200	06/19/2009	1,202 36	15.0300	-919 24	-43 33
35	UNUM GROUP	UNM	08/09/2005	688 80		19 6800	06/10/2009	587 98	16 8000	-100 82	-14 64
95	UNUM GROUP	UNM	08/09/2005	1,869 60		19.6800	06/19/2009	1,533 26	16 1400	-336 34	-17 99
60	WESCO INTERNATIONAL INC	WCC	08/16/2008	2,579.40		42 9900	06/19/2009	1,491.56	24 8600	-1,087 84	-42 17
75	XL CAPITAL LTD SHS A	XL	07/03/2006	4,642 01		61 8900	06/08/2009	823.47	10 9800	-3,818 54	-82 26
75	XL CAPITAL LTD SHS A	XL	07/03/2006	4,642 01		61 8900	06/10/2009	888 72	11.8500	-3,753 29	-80 85
50	XL CAPITAL LTD SHS A	XL	07/03/2006	3,094 66		61 8900	06/19/2009	564 98	11 3000	-2,529 68	-81 74
50	XL CAPITAL LTD SHS A	XL	05/12/2008	1,716 04		34.3200	06/19/2009	564 98	11 3000	-1,151 06	-67 03

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Schedule of Realized Gains and Losses

2009 Tax Year

Tuesday, March 02, 2010
BE06 SCHEINKER
G&J,KEETLEY,GOLDSTEI

Prepared For:
6063-7287
BOOGIES DINER FOUNDATION
ATTN PAUL MERITT
(SNOW CAPITAL)

Quantity	Name	Security	Open Date	Cost Amount	Adjusted Cost Amount	Trade Price	Close Date	Close Amt	Close Price	Realized	% Gain or Loss
				69,870.42	0.00			34,713.62		-35,156.80	
Report Summary				109,612.59	0.00			78,521.22		-31,091.37	

Realized Gains or Losses	
Short Term	4,065.43
Long Term	-35,156.80

This report is a service from your Investment Executive, not a substitute for your account statements and confirmations. This report is prepared as of trade date rather than settlement date and may be prepared on a different date than your statement. This report uses information from sources we believe are reliable, but we cannot guarantee the accuracy of this information or the reliability of these sources. If you find discrepancies in this report, please contact your Investment Executive

*Prices for Independently Valued Direct Investments cannot be displayed on this report and are not included in the portfolio value shown. Refer to your monthly statement or contact your Investment Executive for further information.

BOOGIES DINER FOUNDATION LLC
Account Number 23J-12426-11 509

etails of 1099 Reported Dividends and Distributions 2009, Boxes 1a - 2d

following details show how we derived your total dividends reported on Form 1099-DIV. Amount displayed 'ividends include dividend reinvestments, money fund earnings, and accrued dividends received.

ence er	Description	Total Ordinary Dividends Dividends* (Box 1a)	Short term capital gain* (Box 1a)	Qualified dividends (Box 1b)	Total capital gain distributions (Box 2a)	Unrecaptured Sec. 1250 gain (Box 2b)	Section 1202 gain (Box 2c)	Collectibles (28%) gain (Box 2d)
)0100	AUTOMATIC DATA PROCESSING INC.	$ 99.00		$ 99.00				
)0200	C.H. ROBINSON WORLDWIDE INC	52.80		52.80				
)0300	COLGATE PALMOLIVE CO	43.60		43.60				
)0400	COSTCO WHOLESALE CORP NEW	15.04		15.04				
)0500	WALT DISNEY CO	118.65		118.65				
)0600	WESTERN ASSET MONEY MARKET FUND CLASS A SHARES (EX)	22.01						
)0700	ROCKWELL COLLINS INC	26.16		26.16				
s		$ 377.26		$ 355.25				

' total of these two categories equals the amount reported in Form 1099-DIV, Box 1a.

se note:

- *"Dividends" includes both Qualified and non-qualified dividends received.*
- *"Total capital gain distributions" is a total of long term capital gain distributions and the amounts reported in Boxes 2b through 2d.*

etails of Short Term Gain (Loss) 2009

section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition,)ugh cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is g prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

ence er	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
00010	7	AFFILIATED MANAGERS GROUP	12/29/08	01/29/09	$ 295.53	$ 257.98		$ 37.55
00020	42	AFFILIATED MANAGERS GROUP	12/29/08	02/23/09	1,562.39	1,547.85		14.54
00030	15	APOLLO GROUP INC CL A	03/31/08	01/21/09	1,278.61	646.47		632.14
00040	5	APOLLO GROUP INC CL A	03/31/08	01/29/09	406.34	215.49		190.85

BOOGIES DINER FOUNDATION LLC
Account Number 23J-12426-11 509

etails of Short Term Gain (Loss) 2009 - *continued*

ence er	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
0050	32	APOLLO GROUP INC CL A	03/31/08	02/23/09	$ 2,529.58	$ 1,379.12		$ 1,150.46
0120	15	COLGATE PALMOLIVE CO	05/15/08	01/29/09	980.09	1,075.70	(95.61)	
0130	43	COLGATE PALMOLIVE CO	05/15/08	02/03/09	2,834.54	3,083.67	(249.13)	
0140	51	COLGATE PALMOLIVE CO	05/15/08	02/23/09	2,987.05	3,657.38	(670.33)	
0150	15	COSTCO WHOLESALE CORP NEW	06/05/08	01/29/09	718.49	1,095.45	(376.96)	
0160	94	COSTCO WHOLESALE CORP NEW	06/05/08	02/23/09	3,882.17	6,864.82	(2,982.65)	
0260	13	QUALCOMM INC	01/16/09	01/29/09	442.12	461.72	(19.60)	
0270	83	QUALCOMM INC	01/16/09	02/23/09	2,736.49	2,947.87	(211.38)	
0280	18	ROCKWELL COLLINS INC	02/11/08	01/29/09	704.69	1,095.08	(390.39)	
0290	109	ROCKWELL COLLINS INC	04/03/08	02/23/09	3,708.37	6,537.82	(2,829.45)	
					$ 25,066.46	**$ 30,866.42**	**($ 7,825.50)**	**$ 2,025.54**

etails of Long Term Gain (Loss) 2009

section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, ugh cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is g prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

ence er	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
0060	26	AUTOMATIC DATA PROCESSING INC.	02/27/07	01/29/09	$ 964.33	$ 1,188.95	($ 224.62)	
0070	70	AUTOMATIC DATA PROCESSING INC.	02/27/07	02/03/09	2,737.68	3,201.02	(463.34)	
0080	90	AUTOMATIC DATA PROCESSING INC.	02/27/07	02/23/09	3,101.38	4,115.59	(1,014.21)	
0090	2	BERKSHIRE HATHAWAY INC CL B	08/09/05	02/23/09	4,720.99	5,546.00	(825.01)	
0100	19	C.H. ROBINSON WORLDWIDE INC	09/22/05	01/29/09	881.59	575.53		306.06
0110	117	C.H. ROBINSON WORLDWIDE INC	09/22/05	02/23/09	5,018.39	3,544.02		1,474.37
0170	29	WALT DISNEY CO	11/04/05	01/29/09	636.25	668.91	(32.66)	
0180	181	WALT DISNEY CO	11/04/05	02/23/09	3,080.96	4,174.94	(1,093.98)	
0190	25	EXPEDITORS INTL OF WASH INC	09/01/06	01/14/09	727.25	1,026.03	(298 78)	
0200	23	EXPEDITORS INTL OF WASH INC	09/01/06	01/29/09	685.62	943.95	(258.33)	
0210	141	EXPEDITORS INTL OF WASH INC	09/01/06	02/23/09	4,021.84	5,786.79	(1,764.95)	
0220	31	LIBERTY GLOBAL INC CLASS A	01/24/08	01/29/09	491.65	1,177.86	(686.21)	

ɜtails of Long Term Gain (Loss) 2009 - *continued*

nce ır	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
ı0230	92	LIBERTY GLOBAL INC CLASS A	01/24/08	02/23/09	$ 998.28	$ 3,495.60	($ 2,497.32)	
	96		02/11/08		1,041.69	3,636.31	(2,594.62)	
ı0240	40	NASDAQ OMX GROUP INC	08/16/07	01/29/09	912.39	1,199.08	(286.69)	
ı0250	243	NASDAQ OMX GROUP INC	08/16/07	02/23/09	4,847.84	7,284.38	(2,436.54)	
					$ 34,868.13	**$ 47,564.96**	**($ 14,477.26)**	**$ 1,780.43**

ɜtails of Deposits and Withdrawals 2009

section reflects any deposits or withdrawals made to your account during the year.

ıosits

ınce ɜr	Date	Description	Amount
00100	02/26/09	CONSULTING & ADVISORY SERVICES FROM 02/24/09 TO 03/31/09	$ 105.85
l			**$ 200.85**

Reference number	Date	Description	Amount
210000200	05/01/09	DEBIT CASH BALANCE ACCT-TRANSFRD-05 01 09 JANNEY MONTGOMERY SCOTT LLC	$ 95.00

ıdrawals

ınce ar	Date	Description	Referral number	Amount
00100	01/16/09	CONSULTING & ADVISORY SERVICES FROM 01/01/09 TO 03/31/09		$ 264.64
00300	02/06/09	MONEY TRANSFER 02/06/09MH THRU ALPINE BANK CARBONDALE CO BOOGIES DINER FOUNDATION INC 2 534 E COOPER AVE ASPEN CO 816 11 REFERENCE # 28729457		5,000.00

Reference number	Date	Description	Referral number	Amount
220000200	02/03/09	MONEY TRANSFER 02/03/09MH THRU ALPINE BANK CARBONDALE CO BOOGIES DINER FOUNDATION 534 E . COOPER AVENUE ASPEN, CO 8'61 1 REFERENCE # 28657715		$ 10,000.00
220000400	02/26/09	MONEY TRANSFER 02/26/09MH THRU ALPINE BANK CARBONDALE CO BOOGIES DINER FOUNDATION INC 5 34 E COOPER AVE ASPEN CO 81611 REFERENCE # 29067723		5,000.00

BOOGIES DINER FOUNDATION LLC
Account Number 23J-12427-10 509

·tails of 1099 Reported Dividends and Distributions 2009, Boxes 1a - 2d - *continued*

nce ır	Description	Total Ordinary Dividends Dividends* (Box 1a)	Total Ordinary Dividends Short term capital gain* (Box 1a)	Qualified dividends (Box 1b)	Total capital gain distributions (Box 2a)	Unrecaptured Sec 1250 gain (Box 2b)	Section 1202 gain (Box 2c)	Collectibles (28%) gain (Box 2d)
2500	UNUM GROUP	$ 24.00		$ 24.00				
2600	WELLS FARGO & CO NEW	30.60		30.60				
;		$ 593.06		$ 587.61				

total of these two categories equals the amount reported in Form 1099-DIV, Box 1a.

ıe note:

- *"Dividends" includes both Qualified and non-qualified dividends received.*
- *"Total capital gain distributions" is a total of long term capital gain distributions and the amounts reported in Boxes 2b through 2d.*

·tails of Short Term Gain (Loss) 2009

section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, ugh cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is ı prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

nce r	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
0070	30	ALCOA INC	10/08/08	01/27/09	$ 257.69	$ 428.21	($ 170.52)	
0080	15	ALCOA INC	10/08/08	02/03/09	119.54	214.11	(94.57)	
0090	15	AVNET INC	11/12/08	01/27/09	297.74	225.14		72.60
0100	70	BRINKER INTL INC	11/03/08	01/27/09	822.49	654.02		168.47
0110	15	BRINKER INTL INC	11/03/08	02/03/09	170.99	140.15		30.84
0120	60	BRINKER INTL INC	11/03/08	04/01/09	894.39	560.58		333.81
0130	10 40	BRINKER INTL INC	11/03/08 11/04/08	04/21/09	183.08 732.33	93.43 379.00		89.65 353.33
0170	60	CHICOS FAS INC	06/19/08	01/27/09	230.99	392.29	(161.30)	
0180	35	CHICOS FAS INC	06/19/08	02/03/09	131.94	228.84	(96.90)	
0250	15	COVENTRY HEALTH CARE INC	10/23/08	04/24/09	207.15	198.72		8.43
0260	20	COVENTRY HEALTH CARE INC	10/23/08	04/27/09	279.12	264.97		14.15
0310	5	HALLIBURTON CO HOLDINGS CO	11/24/08	01/27/09	92.64	82.12		10.52

BOOGIES DINER FOUNDATION LLC
Account Number 23J-12427-10 509

etails of Short Term Gain (Loss) 2009 - *continued*

nce r	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
0320	5	HALLIBURTON CO HOLDINGS CO	11/24/08	02/03/09	$ 87.39	$ 82.12		$ 5.27
0330	60	HEALTH NET INC	12/22/08	01/27/09	886.19	634.11		252.08
0340	25	HEALTH NET INC	12/22/08	02/03/09	405.24	264.21		141.03
0350	5	INTEL CORP	10/27/08	01/27/09	68.84	70.70	(1.86)	
0360	5	INTEL CORP	10/27/08	02/03/09	67.44	70.70	(3.26)	
0370	5	JPMORGAN CHASE & CO	03/17/08	01/27/09	122.44	199.92	(77.48)	
0380	10	JPMORGAN CHASE & CO	03/17/08	02/03/09	243.79	399.84	(156.05)	
0390	10	LEGG MASON INC	05/09/08	01/27/09	194.99	552.03	(357.04)	
0400	35	LEGG MASON INC	05/09/08	02/09/09	576.18	1,932.11	(1,355.93)	
	30		07/02/08		493.87	1,212.48	(718.61)	
	45		07/25/08		740.81	1,767.42	(1,026.61)	
0410	30	MARATHON OIL CORP	07/23/08	01/27/09	866.39	1,299.92	(433.53)	
0420	5	MARATHON OIL CORP	07/23/08	02/03/09	133.64	216.65	(83.01)	
0430	15	METLIFE INC	12/12/08	02/03/09	432.59	436.81	(4.22)	
0510	25	ST JUDE MEDICAL INC	10/27/08	01/08/09	797.88	868.02	(70.14)	
0520	5	TEXAS INSTRUMENTS INC	10/10/08	01/27/09	76.89	93.32	(16.43)	
0530	5	TEXAS INSTRUMENTS INC	10/10/08	02/03/09	80.34	93.32	(12.98)	
0540	5	TRAVELERS COMPANIES INC	10/15/08	02/03/09	195.34	176.72		18.62
0550	55	UNITEDHEALTH GROUP INC	07/23/08	01/27/09	1,581.79	1,522.54		59.25
0560	10	UNITEDHEALTH GROUP INC	07/23/08	02/03/09	293.59	276.82		16.77
0590	5	WESCO INTERNATIONAL INC	06/16/08	01/27/09	85.49	214.95	(129.46)	
					$ 12,851.21	**$ 16,246.29**	**($ 4,969.90)**	**$ 1,574.82**

etails of Long Term Gain (Loss) 2009

section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, ough cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is g prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

ence er	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
00010	40	ASPEN INSURANCE HOLDINGS LTD-USD	01/13/06	01/27/09	$ 861.19	$ 990.76	($ 129.57)	

tails of Long Term Gain (Loss) 2009 - *continued*

nce r	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
0020	15	ASPEN INSURANCE HOLDINGS LTD-USD	01/13/06	02/03/09	$ 324.44	$ 371.54	($ 47.10)	
0030	15	ENDURANCE SPECIALTY HOLDINGS L-USD	05/07/07	01/27/09	403.64	551.28	(147.64)	
0040	10	ENDURANCE SPECIALTY HOLDINGS L-USD	05/07/07	02/03/09	273.89	367.52	(93.63)	
0050	25	AGILENT TECHNOLOGIES INC	08/09/05	01/27/09	464.99	603.01	(138.02)	
0060	10	AGILENT TECHNOLOGIES INC	08/09/05	02/03/09	180.19	241.20	(61.01)	
0140	10	CARTERS INC	05/02/07	01/27/09	173.59	263.45	(89.86)	
0150	5	CARTERS INC	05/02/07	02/03/09	84.84	131.73	(46.89)	
0160	80	CARTERS INC	05/02/07	04/02/09	1,584.32	2,107.63	(523.31)	
0190	45	COMMUNITY HEALTH SYS INC NEW	06/26/07	01/27/09	859.04	1,788.94	(929.90)	
0200	15	COMMUNITY HEALTH SYS INC NEW	06/26/07	02/03/09	290.69	596.31	(305.62)	
0210	5	CONOCOPHILLIPS	07/05/06	01/27/09	246.29	334.15	(87.86)	
0220	5	CONOCOPHILLIPS	07/05/06	02/03/09	231.49	334.15	(102.66)	
0230	45	COVENTRY HEALTH CARE INC	03/15/07	01/27/09	676.34	2,475.70	(1,799.36)	
0240	20	COVENTRY HEALTH CARE INC	03/15/07	02/03/09	311.79	1,100.31	(788.52)	
0250	85	COVENTRY HEALTH CARE INC	03/15/07	04/24/09	1,173.88	4,676.33	(3,502.45)	
0270	15	E I DU PONT DE NEMOURS & CO	04/11/06	02/03/09	346.79	648.30	(301.51)	
0280	55	GAP INC DELAWARE	12/21/05	01/27/09	665.49	976.25	(310.76)	
0290	10	GAP INC DELAWARE	12/21/05	02/03/09	112.69	177.50	(64.81)	
0300	5	GENERAL ELECTRIC CO	05/15/06	01/27/09	65.44	172.03	(106.59)	
0440	15	OMNICARE INC	08/03/07	01/13/09	406.30	527.36	(121.06)	
0450	5 20	OMNICARE INC	08/03/07 08/06/07	01/27/09	144.10 576.39	175.78 688.48	(31.68) (112.09)	
0460	5	OMNICARE INC	08/06/07	02/03/09	140.14	172.12	(31.98)	
0470	25	PATTERSON UTI ENERGY INC	11/30/06	01/27/09	255.74	685.14	(429.40)	
0480	5	PATTERSON UTI ENERGY INC	11/30/06	02/03/09	46.74	137.03	(90.29)	
0490	30	PFIZER INC	08/09/05	01/27/09	479.09	795.60	(316.51)	
0500	5	PFIZER INC	08/09/05	02/03/09	75.19	132.60	(57.41)	
0570	50	UNUM GROUP	08/09/05	01/27/09	739.99	984.00	(244.01)	
0580	10	UNUM GROUP	08/09/05	02/03/09	141.19	196.80	(55.61)	
					$ 12,335.89	$ 23,403.00	($ 11,067.11)	

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

SOURCE	AMOUNT
ALPINE BANK	16.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	16.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CITIGROUP 426	377.	0.	377.
CITIGROUP 427	593.	0.	593.
JANNEY MONTGOMERY SCOTT, LLC 7277	211.	0.	211.
PNC BANK, N.A.	71.	0.	71.
TOTAL TO FM 990-PF, PART I, LN 4	1,252.	0.	1,252.

FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
RENTAL CONDO	1	18,000.
TOTAL TO FORM 990-PF, PART I, LINE 5A		18,000.

FORM 990-PF RENTAL EXPENSES STATEMENT 4

DESCRIPTION	ACTIVITY NUMBER	AMOUNT	TOTAL
DEPRECIATION		14,955.	
ASSESSMENTS - RENTAL CONDO		5,128.	
PROPERTY TAX		2,993.	
PROPERTY INSURANCE		935.	
- SUBTOTAL -	1		24,011.
TOTAL RENTAL EXPENSES			24,011.
NET RENTAL INCOME TO FORM 990-PF, PART I, LINE 5B			<6,011.>

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL INCOME TAX REFUND	275.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	275.	0.	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	185.	185.		0.
TO FM 990-PF, PG 1, LN 16A	185.	185.		0.

FORM 990-PF ACCOUNTING FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	8,435.	8,435.		0.
TO FORM 990-PF, PG 1, LN 16B	8,435.	8,435.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	646.	646.		0.
PAYROLL PROCESSING FEES	594.	594.		0.
TO FORM 990-PF, PG 1, LN 16C	1,240.	1,240.		0.

FORM 990-PF TAXES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	643.	643.		0.
TO FORM 990-PF, PG 1, LN 18	643.	643.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	98.	98.		0.
ASSESSMENTS - RENTAL CONDO	5,128.	5,128.		0.
PROPERTY TAX	2,993.	2,993.		0.
PROPERTY INSURANCE	935.	935.		0.
TO FORM 990-PF, PG 1, LN 23	9,154.	9,154.		0.

FORM 990-PF DEPRECIATION OF ASSETS HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
RENTAL CONDO	411,275.	117,771.	293,504.
LAND - CONDO	45,000.	0.	45,000.
TOTAL TO FM 990-PF, PART II, LN 11	456,275.	117,771.	338,504.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PNC WEALTH MANAGEMENT	COST	7,973.	4,212.
TOTAL TO FORM 990-PF, PART II, LINE 13		7,973.	4,212.

FORM 990-PF EXPLANATION CONCERNING PART VII-A, LINE 8B STATEMENT 13

EXPLANATION

THE PRIVATE FOUNDATION HAS ONE CONTRIBUTOR AND DOES NOT SOLICIT CONTRIBUTIONS FROM THE PUBLIC.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 STATEMENT 14

NAME OF CONTRIBUTOR	ADDRESS
LEONARD WEINGLASS	P. O. BOX 11509 ASPEN, CO 81612

FORM 990-PF

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMANDA BOXTEL	NONE MEDICAL HARDSHIP ASSISTANCE	N/A	10,800.
AMERICAN CANCER SOCIETY	NONE DONATION	NON PROFIT ORGANIZATI	1,000.
ASPEN BUDDY PROGRAM, 110 E. HALLAM, SUITE 125, ASPEN, CO 81611	BOARD MEMBER, CHAIRMAN DONATION	501(C)(3)	30,000.
ASPEN CAMP SCHOOL FOR THE DEAF, P. O. BOX 1494, ASPEN, CO. 81612	NONE DONATION	NON PROFIT ORGANIZATI	2,500.
ASPEN COMMUNITY THEATRE, P. O. BOX 743, ASPEN, CO. 81612	NONE DONATION	NON PROFIT ORGANIZATI	1,000.
ASPEN COUNSELING CENTER	NONE DONATION	NON PROFIT ORGANIZATI	1,000.
ASPEN HIGH SCHOOL	NONE DONATION	NON PROFIT ORGANIZATI	200.
ASPEN HISTORICAL SOCIETY	NONE DONATION	NON PROFIT ORGANIZATI	1,500.

ASPEN JUNIOR GOLF	NONE DONATION	NON PROFIT ORGANIZATI	350.
ASPEN JUNIOR HOCKEY	NONE DONATION	NON PROFIT ORGANIZATI	1,000.
ASPEN MOTHER PUCKERS HOCKEY	NONE DONATION	NON PROFIT ORGANIZATI	500.
ASPEN MOUNTAIN RESCUE	NONE DONATION	NON PROFIT ORGANIZATI	1,000.
ASPEN ROTARY CLUB	NONE DONATION	NON PROFIT ORGANIZATI	1,000.
ASPEN SUMMER RACE SERIES	NONE DONATION	NON PROFIT ORGANIZATI	300.
ASPEN SWIM CLUB	NONE DONATION	NON PROFIT ORGANIZATI	1,500.
ASPEN WRITERS FOUNDATION	NONE DONATION	NON PROFIT ORGANIZATI	1,000.
ASPEN YOUTH CENTER	NONE DONATION	NON PROFIT ORGANIZATI	1,000.
ASTON SMITH	NONE MEDICAL HARDSHIP ASSISTANCE	N/A	1,077.

CHALLENGE ASPEN	NONE DONATION	501 (C) (3)	1,000.
COFOP	NONE DONATION	NON PROFIT ORGANIZATI	35.
HOWARD HOFFMAN	NONE INDIVIDUAL - MEDICAL EXPENSE AND FINANCIAL ASSISTANC	N/A	11,000.
INDEPENDENCE PASS FOUNDATION	NONE DONATION	NON PROFIT ORGANIZATI	500.
MALLORY PISANO	NONE FINANCIAL ASSISTANCE	N/A	16,898.
MAX GRANGE	NONE MEDICAL ASSISTANCE FOR SPECIAL CARE ASSISTANTS	N/A	8,000.
NESHAMA CENTER	NONE NON PROFIT HEBREW EDUCATION	NON PROFIT ORGANIZATI	25,000.
PHYLIS & HARRY DAMARECK	NONE FINANCIAL ASSISTANCE	N/A	15,600.
RESPONSE	NONE DONATION	NON PROFIT ORGANIZATI	2,500.
TEACHERS ACROSS BORDERS	NONE DONATION	NON PROFIT ORGANIZATI	500.

THE ASSOCIATED DONATION	NONE DONATION	NON PROFIT ORGANIZATI	20,000.
UNIVERSITY OF SOUTHERN MAINE - CAITLYN A. WILSON	NONE EDUCATIONAL ASSISTANCE	N/A	2,500.
EMMY MARSHALL	NONE EDUCATIONAL ASSISTANCE	N/A	12,000.
BAINBRIDGE GRADUATE INSTITUTE - JASON ALBERT	NONE EDUCATIONAL ASSISTANCE	N/A	8,648.
COLORADO STATE UNIVERSITY - JOSHUA GARTNER	NONE EDUCATIONAL ASSISTANCE	N/A	2,500.
MOUNT ALISON UNIVERSITY - MOHAMED OSORIO-PORTILLO	NONE EDUCATIONAL ASSISTANCE	N/A	2,500.
DRAKE UNIVERSITY - CORY PARKER	NONE EDUCATIONAL ASSISTANCE	N/A	2,500.
COLORADO COLLEGE - ANDREW CONARROE	NONE EDUCATIONAL ASSISTANCE	N/A	2,500.
UNIVERSITY OF DENVER - SOPHIA BEN-HAMOO	NONE EDUCATIONAL ASSISTANCE	N/A	2,500.
COLORADO COLLEGE - NIKOLAS F. ANASTAS	NONE EDUCATIONAL ASSISTANCE	N/A	2,500.

UNIVERSITY OF COLORADO - DILLON M. MOREHEAD	NONE EDUCATIONAL ASSISTANCE	N/A	2,500.
UNIVERSITY OF COLORADO - ERIC ANGUS	NONE EDUCATIONAL ASSISTANCE	N/A	2,500.
UNIVERSITY OF COLORADO - NOGA VARDY	NONE EDUCATIONAL ASSISTANCE	N/A	4,000.
SAINT MARY'S CATHOLIC CHURCH	NONE DONATION	CHURCH	2,000.
WOODY CREEK COMMUNITY CENTER	NONE DONATION	501 (C) (3)	500.
THE RIGHT DOOR	NONE DONATION	501 (C) (3)	2,000.
PATHFINDERS	NONE DONATION	CHURCH	1,000.
HABITAT FOR HUMANITY	NONE DONATION	501 (C) (3)	500.
SUSAN CAPIEL-COLIN	NONE FINANCIAL ASSISTANCE TO INDIVIDUALS	N/A	300.
TURNAROUND FOR CHILDREN, INC	NONE DONATION	501 (C) (3)	100.

ANNIE BALDWIN	NONE FINANCIAL ASSISTANCE	N/A	800.
BOBBY MASON	NONE MEDICAL HARDSHIP ASSISTANCE	N/A	5,000.
NATIONAL JEWISH HEALTH	NONE DONATION	501 (C) (3)	5,000.
JDRF	NONE DONATION	501 (C) (3)	500.
YVONNE KENDALL	NONE FINANCIAL ASSISTANCE	N/A	7,500.
HADEN GREGG	NONE HARDSHIP ASSISTANCE	N/A	500.
VICTORIA JOHNSON - BOOK PROJECT	NONE FINANCIAL ASSISTANCE	N/A	2,500.
SCOTT CLANCEY	NONE FINANCIAL ASSISTANCE	N/A	2,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			235,608.

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization RENT 1
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2009

Attachment
Sequence No **67**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
BOOGIE'S DINER FOUNDATION, INC	RENTAL CONDO	52-1307628

Part I **Election To Expense Certain Property Under Section 179** **Note:** *If you have any listed property, complete Part V before you complete Part I*

1 Maximum amount See the instructions for a higher limit for certain businesses	1	250,000.
2 Total cost of section 179 property placed in service (see instructions)	2	
3 Threshold cost of section 179 property before reduction in limitation	3	800,000.
4 Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5 Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7 Listed property. Enter the amount from line 29	7			
8 Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7			8	
9 Tentative deduction. Enter the **smaller** of line 5 or line 8			9	
10 Carryover of disallowed deduction from line 13 of your 2008 Form 4562			10	
11 Business income limitation Enter the smaller of business income (not less than zero) or line 5			11	
12 Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11			12	
13 Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12 ▶	13			

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II **Special Depreciation Allowance and Other Depreciation (Do not** include listed property)

14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15 Property subject to section 168(f)(1) election	15	
16 Other depreciation (including ACRS)	16	

Part III **MACRS Depreciation (Do not** include listed property) (See instructions.)

Section A

17 MACRS deductions for assets placed in service in tax years beginning before 2009	17	14,955.
18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2009 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27.5 yrs	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2009 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV **Summary** (See instructions)

21 Listed property Enter amount from line 28			21	
22 **Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.			22	14,955.
23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23			

916251
11-04-09 LHA **For Paperwork Reduction Act Notice, see separate instructions.** Form **4562** (2009)

Part V **Listed Property** (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles***)**

24a Do you have evidence to support the business/investment use claimed? ☐ **Yes** ☐ **No** **24b** If "Yes," is the evidence written? ☐ **Yes** ☐ **No**

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2009 tax year:					
43 Amortization of costs that began before your 2009 tax year				43	
44 **Total.** Add amounts in column (f) See the instructions for where to report				44	

Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- 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 BOOGIE'S DINER FOUNDATION INC	**Employer identification number** 52-1307628
	Number, street, and room or suite no. If a P O box, see instructions P. O. BOX 11509	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. ASPEN, CO 81612	

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

☐ Form 990	☐ Form 990-T (corporation)	☐ Form 4720
☐ Form 990-BL	☐ Form 990-T (sec 401(a) or 408(a) trust)	☐ Form 5227
☐ Form 990-EZ	☐ Form 990-T (trust other than above)	☐ Form 6069
☒ Form 990-PF	☐ Form 1041-A	☐ Form 8870

- The books are in the care of ▶ REESE HENRY & CO, INC.
400 E. MAIN STREET - ASPEN, CO 81611

Telephone No ▶ 970-925-3771 FAX No. ▶

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

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until 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	$ 0.
b	If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	3b	$ 1,125.
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.**