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: DOUGLAS FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 141 EL CAMINO DRIVE — Room/suite: 209

City or town, state, and ZIP code: BEVERLY HILLS, CA 90212

A Employer identification number: 95-6096827

B Telephone number: 310-274-5294

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: [X] 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) ▶$ 18,077,938.

J Accounting method: [X] 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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	818.	818.		STATEMENT 1
	4 Dividends and interest from securities	681,090.	681,090.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	395,471.			
	b Gross sales price for all assets on line 6a 670,915.				
	7 Capital gain net income (from Part IV, line 2)		395,471.		
	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				
	12 **Total** Add lines 1 through 11	1,077,379.	1,077,379.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	77,083.	0.		77,083.
	14 Other employee salaries and wages	52,000.	5,200.		46,800.
	15 Pension plans, employee benefits				
	16a Legal fees STMT 3	20,829.	2,083.		18,746.
	b Accounting fees				
	c Other professional fees STMT 4	55,720.	55,720.		0.
	17 Interest				
	18 Taxes STMT 5	34,248.	13,222.		9,747.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications	50.	0.		50.
	23 Other expenses STMT 6	2,100.	141.		1,959.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	242,030.	76,366.		154,385.
	25 Contributions, gifts, grants paid	1,228,389.			1,228,389.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,470,419.	76,366.		1,382,774.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-393,040.			
	b **Net investment income** (if negative, enter -0-)		1,001,013.		
	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	11,231.	7,257.	7,257.
	2 Savings and temporary cash investments	92,983.	180,752.	180,752.
	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 STMT 7	200,000.	200,000.	216,812.
	b Investments - corporate stock STMT 8	4,004,749.	3,752,414.	17,673,117.
	c Investments - corporate bonds			
	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 ▶)			
	16 **Total assets** (to be completed by all filers)	4,308,963.	4,140,423.	18,077,938.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable		224,500.	
	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.	224,500.	
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	4,308,963.	3,915,923.	
	30 **Total net assets or fund balances**	4,308,963.	3,915,923.	
	31 **Total liabilities and net assets/fund balances**	4,308,963.	4,140,423.	

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	4,308,963.
2	Enter amount from Part I, line 27a	2	-393,040.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	3,915,923.
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	3,915,923.

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	670,915.		275,444.	395,471.

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				395,471.

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	395,471.
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 X 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	2,702,036.	21,373,656.	.126419
2007	2,238,475.	24,584,261.	.091053
2006	1,575,783.	22,329,940.	.070568
2005	1,644,466.	22,220,995.	.074005
2004	1,338,930.	22,414,863.	.059734

2 Total of line 1, column (d)	2	.421779
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	.084356
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	16,218,468.
5 Multiply line 4 by line 3	5	1,368,125.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,010.
7 Add lines 5 and 6	7	1,378,135.
8 Enter qualifying distributions from Part XII, line 4	8	1,382,774.

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 ▶ [X] and enter 1% of Part I, line 27b		1	10,010.
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	10,010.
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	10,010.
6	Credits/Payments:			
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a 17,627.		
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	17,627.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	7,617.
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 7,617. **Refunded** ▶		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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? 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) ▶ CA			
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

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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 ▶ DOUGLASFOUNDATION.ORG

14 The books are in care of ▶ THE BRYNA COMPANY Telephone no. ▶310-274-5294

Located at ▶141 EL CAMINO DRIVE, SUITE 209, BEVERLY HILLS, CA ZIP+4 ▶90212

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 X 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)?	1b		X
	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 X 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 X No			
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons 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 X 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 X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes X 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 X 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 X 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 X 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 X 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
SEE STATEMENT 9		77,083.	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	16,118,092.
b	Average of monthly cash balances		1b	347,358.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	16,465,450.
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	16,465,450.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	246,982.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	16,218,468.
6	**Minimum investment return** Enter 5% of line 5		6	810,923.

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	810,923.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 10,010.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	10,010.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	800,913.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	800,913.
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	800,913.

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	1,382,774.
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	1,382,774.
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	10,010.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	1,372,764.

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					800,913.
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	234,975.				
b From 2005	558,978.				
c From 2006	488,224.				
d From 2007	1,057,218.				
e From 2008	1,668,607.				
f Total of lines 3a through e		4,008,002.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 1,382,774.					
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					800,913.
e Remaining amount distributed out of corpus		581,861.			
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		4,589,863.			
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		234,975.			
9 **Excess distributions carryover to 2010** Subtract lines 7 and 8 from line 6a		4,354,888.			
10 Analysis of line 9:					
a Excess from 2005	558,978.				
b Excess from 2006	488,224.				
c Excess from 2007	1,057,218.				
d Excess from 2008	1,668,607.				
e Excess from 2009	581,861.				

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).)

SEE STATEMENT 10

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE SCHEDULE D			501(C)(3) ORGANIZATIONS	1,228,389.
Total			▶ 3a	1,228,389.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

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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	818.	
4 Dividends and interest from securities			14	681,090.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	395,471.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		1,077,379.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 1,077,379.

(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).

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 | 9/27/10 Date | ▶ Trustee Title

Paid Preparer's Use Only

Preparer's signature ▶	Date	Check if self-employed ▶ ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code ▶		EIN ▶	
		Phone no.	

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	3,300 AMERICAN EXPRESS CO		06/03/99	02/10/09
b	660 AMERIPRISE FINL INC	P	06/03/99	01/29/09
c	3,000 EXXON MOBIL CORP	P	06/04/91	01/29/09
d	5,000 GENERAL ELECTRIC CO	P	12/19/89	01/29/09
e	5,000 GENERAL ELECTRIC CO		12/19/89	02/10/09
f	5,000 KRAFT FOODS INC		12/23/87	06/02/09
g	3,000 MERCK & CO INC		11/04/88	02/10/09
h	300 PEPSICO INC		11/28/90	03/24/09
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	57,706.		115,389.	-57,683.
b	13,482.		16,439.	-2,957.
c	233,031.		75,431.	157,600.
d	64,622.		16,655.	47,967.
e	62,372.		16,655.	45,717.
f	133,669.		4,665.	129,004.
g	90,591.		27,837.	62,754.
h	15,442.		2,373.	13,069.
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				-57,683.
b				-2,957.
c				157,600.
d				47,967.
e				45,717.
f				129,004.
g				62,754.
h				13,069.
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	395,471.
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

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

SOURCE	AMOUNT
CITY NATIONAL BANK	705.
CNI CHARTER GOVT	39.
FIDELITY	74.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	818.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIDELITY	671,590.	0.	671,590.
FNMA	9,500.	0.	9,500.
TOTAL TO FM 990-PF, PART I, LN 4	681,090.	0.	681,090.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	20,829.	2,083.		18,746.
TO FM 990-PF, PG 1, LN 16A	20,829.	2,083.		18,746.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT COUNSELING	55,678.	55,678.		0.
INVESTMENT EXPENSES	42.	42.		0.
TO FORM 990-PF, PG 1, LN 16C	55,720.	55,720.		0.

FORM 990-PF	TAXES	STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL	10,652.	1,065.		9,587.
FOREIGN TAXES WITHHELD	12,122.	12,122.		0.
TAX ON INVESTMENT INCOME	11,279.	0.		0.
STATE CHARITY REGISTRATION FEE	150.	0.		150.
STATE FILING FEE	10.	0.		10.
U.S.RESIDENCY CERTIFICATION USER FEE	35.	35.		0.
TO FORM 990-PF, PG 1, LN 18	34,248.	13,222.		9,747.

FORM 990-PF	OTHER EXPENSES	STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL PROCESSING FEES	1,073.	107.		966.
FAMILY FOUNDATION HANDBOOK	680.	0.		680.
OFFICE	347.	34.		313.
TO FORM 990-PF, PG 1, LN 23	2,100.	141.		1,959.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
FNMA 4.75% 02/21/2013	X		200,000.	216,812.
TOTAL U.S. GOVERNMENT OBLIGATIONS			200,000.	216,812.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			200,000.	216,812.

FORM 990-PF	CORPORATE STOCK	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE SCHEDULE C	3,752,414.	17,673,117.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,752,414.	17,673,117.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
KIRK DOUGLAS 141 EL CAMINO DRIVE, SUITE 209 BEVERLY HILLS, CA 90212	TRUSTEE 2.00	0.	0.	0.
ANNE DOUGLAS 141 EL CAMINO DRIVE, SUITE 209 BEVERLY HILLS, CA 90212	TRUSTEE 2.00	0.	0.	0.
ANITA MAY ROSENSTEIN 335 NORTH MAPLE DRIVE, SUITE 366 BEVERLY HILLS, CA 90210	TRUSTEE 0.50	0.	0.	0.
PETER DOUGLAS 1946 EAST VALLEY ROAD SANTA BARBARA, CA 93108	TRUSTEE AND PRESIDENT 17.00	77,083.0.		0.
FAYEZ SAROFIM TWO HOUSTON CENTER, SUITE 2907 HOUSTON AS 77010	TRUSTEE 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		77,083.0.		0.

FORM 990-PF | PART XV - LINE 1A | STATEMENT 10

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER
KIRK DOUGLAS
ANNE DOUGLAS

DECLARATION OF PUBLICATION

JUL 1 6 2010

STATE OF CALIFORNIA

COUNTY OF LOS ANGELES

ATTN NANCY TOY

THE BRYNA COMPANY
141 EL CAMINO DR
STE 209
BEVERLY HILLS CA 90212

AVAILABILITY OF ANNUAL RETURN
DOUGLAS FOUNDATION THE

The undersigned says:

I am over the age of 18 years and a citizen of the United States. I am not a party to and have no interest in this matter. I am a principal clerk of the LOS ANGELES BULLETIN*, a newspaper of general circulation in the City of Los Angeles, the Judicial District of Los Angeles, the County of Los Angeles, and the State of California, as adjudicated in Los Angeles Superior Court Case No BS014387. The notice, a printed copy of which appears hereon, was published on the following date(s): Jul 12, 2010

I declare under penalty of perjury that the foregoing is true and correct. Executed at Los Angeles, California on 07/12/10.

signature

NOTICE OF AVAILABILITY OF ANNUAL RETURN

Pursuant to Section 6104(d) of the Internal Revenue Code, notice is hereby given that the annual return for the year ending December 31, 2009 of THE DOUGLAS FOUNDATION, a private foundation, is available for public inspection by any interested citizen who requests it at the foundation's principal office located at 141 El Camino Drive, Beverly Hills, CA 90212, telephone (310) 274-5294, beginning on the date of this publication and for 180 days thereafter during normal business hours from 10 00 A M to 2 00 P M

The principal manager of the foundation is Anne Douglas

DOUGLAS FOUNDATION
141 EL CAMINO DR
STE 209
BEVERLY HILLS CA 90212
CN840739 FDN 485 Jul 12, 2010

Los Angeles Bulletin
P.O. Box 60859
Los Angeles, Ca 90060

Phone· (213) 346-0033
Fax· (213) 687-3886

Cust. Num : 005792
Cust Ref Num.: FDN 485

Control Num.: 840739

Douglas Foundation
Stock Portfolio Summary
December 31, 2009
Federal I.D. No. 95-6096827
Schedule C

Stock Portfolio	No. Of Shares	Total Cost Per Stock	Market Value
Abbott Laboratories	8,000	54,880	431,920
Altria Group Inc.	77,800	78,445	1,527,214
Chevron Corp	11,200	202,862	862,288
Citigroup Inc	11,500	147,521	38,065
Coca Cola Co	36,250	98,872	2,066,250
ConocoPhillips	8,000	367,956	408,560
Eli Lilly & Co	3,000	253,350	107,130
Exxon Mobil Corp	27,840	344,531	1,898,410
General Electric	25,000	83,233	378,250
HSBC Holdings	4,250	262,917	242,633
Intel Corp	25,000	266,062	510,000
JPMorgan Chase & Co	4,000	140,920	166,680
Kellogg Company	5,200	65,292	276,640
Kraft Foods, Inc.	10,539	9,832	286,450
Merck & Co., Inc.	12,000	93,933	438,480
Nestle SA	12,000	72,000	582,732
Pepsico, Inc	14,800	117,082	899,840
Philip Morris Intl Inc	77,800	178,751	3,749,182
Procter & Gamble Co	18,560	86,293	1,125,293
Royal Dutch Petroleum Co. (New)	10,000	176,712	601,100
Sysco Corp	3,000	111,891	83,820
Total SA	6,000	339,973	384,240
Wal-Mart Stores, Inc	10,000	131,787	534,500
Walgreen Co	2,000	67,320	73,440
Total		$ 3,752,414	$ 17,673,117

Douglas Foundation
Schedule of Charitable Contributions
December 31, 2009
Federal I.D. No. 95-6096827
Schedule D

American Friends of the Israeli Philharmonics Orchestra	5,000
American Institute for Public Service	11,000
Amsterdam Free Library	1,000
Anne Douglas Center	9,452
Arcadia Friend Community	1,000
Association of Small Foundations	495
BAFTA/Los Angeles	1,000
Barbara Sinatra's Children's Center	1,000
Beverly Hills CPR	250
Beverly Hills Police Foundation	5,000
Beverly Hills Police Officers' Association	1,500
Beverly Hills Firemen's Association	1,500
Boys Republic	1,000
The Breast Cancer Resource	500
California State University Long Beach	1,375
Carter Center	1,000
Center Theater Group	100,000
CHP 11-99 Foundation	5,000
Champlain Valley Physicians Hospital	250
Childrens Aid Association	500
Congregation Beth Israel	5,000
Elizabeth Glaser Pediatric AIDS Foundation	1,000
Friendly House	1,000
Guide Dogs of the Desert	500
Guidestar USA Inc	1,000
Hawthorne PTA	3,000
(The) Heart Foundation	400,000
HIPPY Santa Barbara	500
Hull House Uptown Head Start	3,000
KCET	3,000
Kirk Douglas High School	(11,073)
L A.'s Best	6,000
Laguna Blanca School	15,000
Laguna Blanca Jogathon	5,000
the Leukemia & Lymphoma Society	5,000
Los Angeles Center for Education Research	1,000
Los Angeles Opera Company	470
Motion Picture & TV Fund/Harry's Haven Alzheimer Unit	100,000
Museum of Modern Art	120
Music Center Unified Fund Blue Ribbon	2,500

Douglas Foundation
Schedule of Charitable Contributions
December 31, 2009
Federal I.D. No. 95-6096827
Schedule D

Palm Springs Art Museum - President's Circle	2,000
Palm Springs Art Museum	800
Path	500
Producers Guild of America	1,000
Santa Barbara Firefighters	1,000
Santa Barbara Cottage Hospital	50,000
Santa Barbara International Film Festival	1,000
Santa Barbara Museum of Natural History	1,000
Santa Barbara Zoo Condor Country Fund	10,000
Santa Paula Hospital	25,000
Seattle Children's Hospital	1,000
Sinai Temple	171,000
Special Olympics	500
St. John's Health Center Foundation	25,000
St. Lawrence University	200,000
St. Peter's Hospital Annex Gift Shop	250
St. Theresa School	300
Surgical Eye Expeditions	1,000
Tap, Inc	1,000
Temple Israel - Albany, NY	3,000
Temple Israel - Albany, NY	1,000
Town & Gown of USC	500
Tree People	1,000
United in Harmony	500
Venice Family Clinic	1,000
(EIF) Women's Cancer Research	34,200
York Diversity Forum	5,000
TOTAL CHARITABLE CONTRIBUTIONS	1,228,389

- 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 DOUGLAS FOUNDATION		Employer identification number 95-6096827
	Number, street, and room or suite no If a P.O. box, see instructions. 141 EL CAMINO DRIVE, NO. 209		For IRS use only
	City, town or post office, state, and ZIP code For a foreign address, see instructions BEVERLY HILLS, CA 90212		

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

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

STOP! 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 ▶ THE BRYNA COMPANY - 141 EL CAMINO DRIVE, SUITE 209, BEVERLY HILLS, CA - 90212

Telephone No ▶ 310-274-5294 FAX No ▶

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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2010.

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

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

7 State in detail why you need the extension
MORE TIME IS REQUIRED TO GATHER INFORMATION IN ORDER TO FILE A COMPLETE AND ACCURATE TAX 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	$ 10,095.
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	$ 17,627.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶

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

923832
05-26-09