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

2009

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2009, or tax year beginning **4/01**, 2009, and ending **3/31**, 2010

**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.

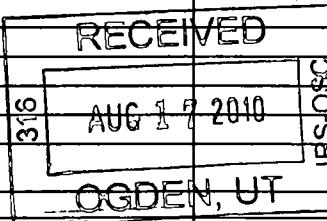
**BORGENICHT FOUNDATION, INC.**  
392 FAIRVIEW AVENUE  
LONG VALLEY, NJ 07853

**A** Employer identification number  
**20-0051444**  
**B** Telephone number (see the instructions)  
**(908) 876-3430**  
**C** If exemption application is pending, check here ►   
**D** 1 Foreign organizations, check here ►   
2 Foreign organizations meeting the 85% test, check here and attach computation ►   
**E** If private foundation status was terminated under section 507(b)(1)(A), check here ►   
**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

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

**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)    **J** Accounting method:  Cash     Accrual  
 Other (specify)    **► \$ 4,386,684.**    *(Part I, column (d) must be on cash basis.)*

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)</i>		<b>(a) Revenue and expenses per books</b>	<b>(b) Net investment income</b>	<b>(c) Adjusted net income</b>	<b>(d) Disbursements for charitable purposes (cash basis only)</b>
<b>REVENUE</b>	1 Contributions, gifts, grants, etc, received (att sch)	4,999,396.			
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	38.	38.	38.	
	4 Dividends and interest from securities	932.	932.	932.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	-2,124.			
	b Gross sales price for all assets on line 6a	622,103.			
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	4,998,242.	970.	970.	
	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)				
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instr)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
<b>ADMINISTRATIVE EXPENSES</b>	24 Total operating and administrative expenses. Add lines 13 through 23				
	25 Contributions, gifts, grants paid <b>PART XV</b>	600,000.			600,000.
	26 Total expenses and disbursements. Add lines 24 and 25	600,000.	0.	0.	600,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	4,398,242.			
<b>AND DISBURSEMENTS</b>	b Net investment income (if negative, enter -0-)		970.		
	c Adjusted net income (if negative, enter -0-)			970.	



SCANNED AUG 26 2010

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
<b>ASSETS</b>	1	Cash – non-interest-bearing		
	2	Savings and temporary cash investments		201,404.
	3	Accounts receivable		
		Less allowance for doubtful accounts		
	4	Pledges receivable		
		Less allowance for doubtful accounts		
	5	Grants receivable		
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)		
	7	Other notes and loans receivable (attach sch)		
		Less allowance for doubtful accounts		
	8	Inventories for sale or use		
	9	Prepaid expenses and deferred charges		
	10a	Investments – U.S. and state government obligations (attach schedule)	STATEMENT 1	246,071.
	b	Investments – corporate stock (attach schedule)	STATEMENT 2	3,950,767.
	c	Investments – corporate bonds (attach schedule)		3,940,059.
	11	Investments – land, buildings, and equipment basis		
	Less: accumulated depreciation (attach schedule)			
12	Investments – mortgage loans			
13	Investments – other (attach schedule)			
14	Land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)			
15	Other assets (describe)			
16	<b>Total assets</b> (to be completed by all filers – see instructions Also, see page 1, item I)	0.	4,398,242.	
			4,386,684.	
<b>LIABILITIES</b>	17	Accounts payable and accrued expenses		
	18	Grants payable		
	19	Deferred revenue		
	20	Loans from officers, directors, trustees, & other disqualified persons		
	21	Mortgages and other notes payable (attach schedule)		
	22	Other liabilities (describe)		
	23	<b>Total liabilities</b> (add lines 17 through 22)	0.	0.
		<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b>	<input type="checkbox"/>	
	24	Unrestricted		
	25	Temporarily restricted		
	26	Permanently restricted		
		<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b>	<input checked="" type="checkbox"/>	
	27	Capital stock, trust principal, or current funds		4,398,242.
	28	Paid-in or capital surplus, or land, building, and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds		
30	<b>Total net assets or fund balances</b> (see the instructions)	0.	4,398,242.	
31	<b>Total liabilities and net assets/fund balances</b> (see the instructions)	0.	4,398,242.	

**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	0.
2	Enter amount from Part I, line 27a	2	4,398,242.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3.	4	4,398,242.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	4,398,242.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1a PUBLICLY TRADED SECURITIES-SEE ATTACHED</b>		D	3/18/10	3/19/10
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 622,103.		624,227.	-2,124.	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
a			-2,124.	
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]		2	-2,124.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8	[ ]		3	-2,124.

**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.) N/A

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008			
2007			
2006			
2005			
2004			

2 Total of line 1, column (d)

2

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

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4

5 Multiply line 4 by line 3

5

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

7 Add lines 5 and 6

7

8 Enter qualifying distributions from Part XII, line 4

8

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)**

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	(attach copy of letter if necessary - see instr.)	1	19.
Date of ruling or determination letter.		2	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		3	19.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		4	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	19.
3 Add lines 1 and 2			
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
<b>5 Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-			
<b>6 Credits/Payments</b>			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a		
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	0.	
8 Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	19.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ►	11		
		Refunded	

**Part VII-A Statements Regarding Activities**

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes	No
1a	X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

1b	X
----	---

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1c	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

1c	X
----	---

(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

1c	X
----	---

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

1c	X
----	---

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

2	X
---	---

If 'Yes,' attach a detailed description of the activities

2	X
---	---

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes

3	X
---	---

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a	X
----	---

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

4b	N/A
----	-----

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5	X
---	---

If 'Yes,' attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

6	X
---	---

• By language in the governing instrument, or

6	X
---	---

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

6	X
---	---

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

7	X
---	---

8a Enter the states to which the foundation reports or with which it is registered (see the instructions) ►

8a	N/A
----	-----

N/A

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 3

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

SEE STATEMENT 4

10	X
----	---

**Part VII-A Statements Regarding Activities Continued**

11		X
12		X
13	X	
Website address	► N/A	
14	The books are in care of ► FRANCES BORGENICHT	Telephone no. ► (908) 876-3430
	Located at ► 392 FAIRVIEW AVENUE LONG VALLEY NJ	ZIP + 4 ► 07853
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	N/A ► 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.

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 the instructions)?

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?

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 ► 20\_\_, 20\_\_, 20\_\_, 20\_\_

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see the instructions)

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20\_\_, 20\_\_, 20\_\_, 20\_\_

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)

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 

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?

**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  
 Yes  No

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

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

 Yes  No

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

 Yes  No**b** If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?**5b** N/AOrganizations 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?**7b** N/A**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 5 -----		0.	0.	0.
-----				
-----				
-----				
-----				
-----				

**2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'NONE.'**

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

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

0

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

3 Five highest-paid independent contractors for professional services – (see instructions). If none, enter 'NONE.'

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

**Total number of others receiving over \$50,000 for professional services** . . . . . ► 0

## **Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	N/A
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

1	N/A	
2		

All other program-related investments See instructions.

**3** \_\_\_\_\_

**Total:** Add lines 1 through 3. ► 0.

**Total.** Add lines 1 through 3 ► 0.

**BAA**

---

**Form 990-PF (2009)**

**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. . . . .
  - b Average of monthly cash balances
  - c Fair market value of all other assets (see instructions)
  - d **Total** (add lines 1a, b, and c) . . . . .
  - e Reduction claimed for blockage or other factors reported on lines 1a and 1c  
(attach detailed explanation) . . . . .
- 2 Acquisition indebtedness applicable to line 1 assets
- 3 Subtract line 2 from line 1d
- 4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3  
(for greater amount, see instructions)
- 5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4
- 6 **Minimum investment return.** Enter 5% of line 5

1a	2,193,342.
1b	
1c	
1d	2,193,342.
1e	0.
2	0.
3	2,193,342.
4	32,900.
5	2,160,442.
6	108,022.

**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
- 2a Tax on investment income for 2009 from Part VI, line 5
- b Income tax for 2009. (This does not include the tax from Part VI.)
- c Add lines 2a and 2b
- 3 Distributable amount before adjustments. Subtract line 2c from line 1
- 4 Recoveries of amounts treated as qualifying distributions
- 5 Add lines 3 and 4
- 6 Deduction from distributable amount (see instructions).
- 7 **Distributable amount as adjusted** Subtract line 6 from line 5. Enter here and on Part XIII, line 1

1	108,022.
2a	19.
2b	
2c	19.
3	108,003.
4	
5	108,003.
6	
7	108,003.

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

1a	600,000.
1b	
2	
3a	
3b	
4	600,000.
5	
6	600,000.

**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				108,003.
2 Undistributed income, if any, as of the end of 2009:				0.
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e		1,000,000.		
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 600,000.				
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				108,003.
e Remaining amount distributed out of corpus		491,997.		
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		1,491,997.		
b Prior years' undistributed income Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount – see instructions			0.	
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount – see instructions				0.
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.		
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)		0.		
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a		1,491,997.		
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007		1,000,000.		
d Excess from 2008				
e Excess from 2009		491,997.		

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

N/A

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

## 1 Information Regarding Foundation Managers:

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

NONE

---

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

NONE

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

Check here  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
<i>a Paid during the year</i> SEE STATEMENT 6				
<b>Total</b>			► 3a	600,000.
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	

## 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 (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
<b>1 Program service revenue:</b>					
a					
b					
c					
d					
e					
f					
<b>g Fees and contracts from government agencies</b>					
<b>2 Membership dues and assessments</b>					
<b>3 Interest on savings and temporary cash investments</b>					38.
<b>4 Dividends and interest from securities</b>					932.
<b>5 Net rental income or (loss) from real estate:</b>					
a Debt-financed property					
b Not debt-financed property					
<b>6 Net rental income or (loss) from personal property</b>					
<b>7 Other investment income</b>					
<b>8 Gain or (loss) from sales of assets other than inventory</b>					-2,124.
<b>9 Net income or (loss) from special events</b>					
<b>10 Gross profit or (loss) from sales of inventory</b>					
<b>11 Other revenue</b>					
a					
b					
c					
d					
e					
<b>12 Subtotal. Add columns (b), (d), and (e)</b>					-1,154.
<b>13 Total. Add line 12, columns (b), (d), and (e)</b>					-1,154.
(See worksheet in the instructions for line 13 to verify calculations.)					

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



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

Department of the Treasury  
Internal Revenue Service

OMB No. 1545-0047

**Schedule of Contributors**

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

**2009**

Name of the organization

**BORGENICHT FOUNDATION, INC.**

Employer identification number

**20-0051444**

Organization type (check one)

Filers of:

Form 990 or 990-EZ

**Section:**

501(c)(\_\_\_\_) (enter number) organization  
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation  
 527 political organization

Form 990-PF

501(c)(3) exempt private foundation  
 4947(a)(1) nonexempt charitable trust treated as a private foundation  
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

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

**General Rule —**

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

**Special Rules —**

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

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

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

► \$ \_\_\_\_\_

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

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

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

Name of organization

BORGENICHT FOUNDATION, INC.

Employer identification number

20-0051444

**Part I** **Contributors** (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BORGENICHT CHAR. REM. UNITRUST 392 FAIRVIEW AVENUE LONG VALLEY, NJ 07853	\$ 4,999,268	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>
			(Complete Part II if there is a noncash contribution.)

Name of organization

BORGENICHT FOUNDATION, INC.

Employer identification number

20-0051444

**Part II Noncash Property** (see instructions.)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	\$	
		\$	
		\$	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	

BAA

Name of organization

BORGENICHT FOUNDATION, INC.

Employer identification number

20-0051444

**Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year.** (Complete cols (a) through (e) and the following line entry.)For organizations completing Part III, enter total of *exclusively religious, charitable, etc,* contributions of **\$1,000 or less** for the year (Enter this information once – see instructions )

► \$

N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
N/A			
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

2009

## FEDERAL STATEMENTS

PAGE 1

BORGENICHT FOUNDATION, INC.

20-0051444

**STATEMENT 1**  
**FORM 990-PF, PART II, LINE 10A**  
**INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS**

<u>U.S. GOVERNMENT OBLIGATIONS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
US TREASURY SECURITIES	MKT VAL	\$ 246,071.	\$ 245,221.
		\$ 246,071.	\$ 245,221.
		<b>TOTAL</b> \$ 246,071.	<b>\$ 245,221.</b>

**STATEMENT 2**  
**FORM 990-PF, PART II, LINE 10B**  
**INVESTMENTS - CORPORATE STOCKS**

<u>CORPORATE STOCKS</u>	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
CORPORATE STOCKS	MKT VAL	\$ 3,950,767.	\$ 3,940,059.
	<b>TOTAL</b>	<b>\$ 3,950,767.</b>	<b>\$ 3,940,059.</b>

**STATEMENT 3**  
**FORM 990-PF, PART VII-A, LINE 8B**  
**COPIES OF FORM 990-PF TO STATE OFFICIALS**

NOT REQUIRED

**STATEMENT 4**  
**FORM 990-PF, PART VII-A, LINE 10**  
**SUBSTANTIAL CONTRIBUTOR DURING THE TAX YEAR**

<u>NAME OF SUBSTANTIAL CONTRIBUTOR</u>	<u>ADDRESS OF SUBSTANTIAL CONTRIBUTOR</u>
BOGENICHT CHARITABLE REM. UNITRUST	392 FAIRVIEW AVENUE LONG VALLEY, NJ 07853

**STATEMENT 5**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP &amp; DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
FRANCES BORGENICHT 392 FAIRVIEW AVENUE LONG VALLEY, NJ 07853	TRUSTEE 0	\$ 0.	\$ 0.	\$ 0.

2009

## FEDERAL STATEMENTS

PAGE 2

BORGENICHT FOUNDATION, INC.

20-0051444

**STATEMENT 5 (CONTINUED)**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JAMES H. KNOX 190 MIDDLE VALLEY ROAD LONG VALLEY, NJ 07853	TRUSTEE 0	\$ 0.	\$ 0.	\$ 0.
DAVID BENNETT 4036 REEVE DRIVE BETHLEHEM, PA 18020	TRUSTEE 0	0.	0.	0.
YOEL BORGENICHT 205 WEST 54TH STREET #42 NEW YORK, NY 10019	TRUSTEE 0	0.	0.	0.
BERTA KERR 903 OVERBROOK ROAD WILMINGTON, DE 19807	TRUSTEE 0	0.	0.	0.
JAN SCHWARTZ BADEN 15966 CERRO VISTA COURT LOS GATOS, CA 95032	TRUSTEE 0	0.	0.	0.
<b>TOTAL</b> \$ 0. \$ 0. \$ 0. \$ 0.				

**STATEMENT 6**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
DELAWARE COMMUNITY FOUNDATION PO BOX 1630 WILMINGTON, DE 19899	NONE		GENERAL FUND	\$ 75,000.
THE RIVERSIDE CHURCH WEEKDAY SCHOOL 49 RIVERSIDE DRIVE NEW YORK, NY 10027	NONE		GENERAL FUND	65,000.
DELAWARE CENTER FOR CONTEMPORARY ARTS 200 SOUTH MADISON STREET WILMINGTON, DE 19801	NONE		GENERAL FUND	10,000.
FOSTER AND ADOPTIVE FAMILY SERVICES 4301 ROUTE 1 SOUTH MONMOUTH JUNCTION, NJ 08852	NONE		GENERAL FUND	15,000.

2009

## FEDERAL STATEMENTS

PAGE 3

BORGENICHT FOUNDATION, INC.

20-0051444

**STATEMENT 6 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD BALTIMORE, MD 21204	NONE		GENERAL FUND	\$ 25,000.
TRINITY COLLEGE 300 SUMMIT STREET HARTFORD, CT 06106	NONE		GENERAL FUND	130,000.
THE ABRAHAM FUND INITIATIVES 9 EAST 45TH STREET NEW YORK, NY 10017	NONE		GENERAL FUND	180,000.
THE HILLSIDE SCHOOL 2697 BROOKSIDE ROAD MACUNGIE, PA 18062	NONE		GENERAL FUND	20,000.
MORAVIAN ACADEMY 4313 GREEN POND ROAD BETHLEHEM, PA 18020	NONE		GENERAL FUND	10,000.
THE SWAIN SCHOOL 1100 S. 24TH STREET ALLENTOWN, PA 18103	NONE		GENERAL FUND	10,000.
THE PROGERIA RESEARCH FOUNDATION PO BOX 3453 PEABODY, MA 01961	NONE		GENERAL FUND	15,000.
TRITON MUSEUM OF ART 1505 WARBURTON AVENUE SANTA CLARA, CA 95050	NONE		GENERAL FUND	20,000.
PUBLIC ALLIES DELAWARE 100 W 10TH STREET, SUITE 812 WILMINGTON, DE 19801	NONE		GENERAL FUND	20,000.
UNIVERSITY OF DELAWARE ALISON HALL WEST NEWARK, NJ 19716	NONE		GENERAL FUND	5,000.
<b>TOTAL \$</b>				<b><u>600,000.</u></b>

**Statement for Account # 926-039040**  
 03/01/10 - 03/31/10

Income Summary Detail*		Year to Date	
Description	Current		
Ordinary Dividends	\$ 931.77		\$ 931.77
IDA Interest	-\$ 37.65		-\$ 37.67
*This section displays current and year to date taxation values for this account. The current totals may not equate to the total payments listed on this statement as corrections to tax reporting may also be included. These corrections can include changes made to previous payments and removal of payments reportable in a previous tax year (spillover dividends). The year to date totals will accurately reflect your cumulative amount for the year.			
Account Positions		Market Value	
Investment Description	Symbol/ CUSIP	Quantity	Estimated Income
Stocks - Cash		Current Price	Estimated Yield
AFLAC INC CM	AFL	330	\$54.29
AMERIPRISE FINL INC COM	AMP	470	45.36
ANADARKO PETE CORP COM	APC	305	72.83
ARCELORMITTAL CL A NY REGISTRY AT&T INC COM	MT	210	43.91
BARRICK GOLD CORP COM	ABX	535	38.34
BERKSHIRE HATHAWAY INC DEL CL B	BRK B	450	81.27
BOEING CO COM	BA	395	72.61
CATERPILLAR INC COM	CAT	375	62.85
CHEVRON CORP COM	CVX	435	75.83
CHUBB CORP COM	CB	375	51.85
			19,443.75
			555.00

Statement for Account # 926-039040  
 03/01/10 - 03/31/10

Investment Description	Symbol/ CUSIP	Account Positions			Market Value	Estimated Income	Estimated Yield
		Quantity	Current Price				
<b>Stocks - Cash</b>							
CIGNA CORP COM	CI	735	36.58	26,886.30	29.40		0.1%
COCA COLA CO COM	KO	780	55.00	42,900.00	1,372.80		3.2%
COMPUTER SCIENCES CORP COM	CSC	405	54.49	22,068.45			
CONAGRA FOODS INC COM	CAG	480	25.07	12,033.60	384.00		3.2%
CORNING INC CM	GLW	1,055	20.21	21,321.55	211.00		1.0%
COVIDIEN PLC ORD	COV	440	50.28	22,123.20	316.80		1.4%
CVS CAREMARK CORPORATION COM	CVS	650	36.56	23,764.00	227.50		1.0%
DELL INC COM	DELL	1,020	15.02	15,320.40			
DOW CHEMICAL COM	DOW	480	29.57	14,193.60	288.00		2.0%
DU PONT E I DE NEMOURS & CO COM	DD	630	37.24	23,461.20	1,033.20		4.4%
EMC CORP MASS COM	EMC	2,010	18.04	36,260.40			
EBAY INC COM	EBAY	1,525	26.9675	41,125.44			
FEDEX CORPORATION COM	FDX	300	93.40	28,020.00	132.00		0.5%
GENERAL DYNAMICS CORP COM	GD	350	77.20	27,020.00	588.00		2.2%
GENERAL ELECTRIC CO COM	GE	2,375	18.20	43,225.00	950.00		2.2%

Statement for Account # 926-039040  
 03/01/10 - 03/31/10

Investment Description	Symbol/ CUSIP	Quantity	Account Positions		Market Value	Estimated Income	Estimated Yield
			Current Price				
<b>Stocks - Cash</b>							
GENERAL MILLS INC COM	GIS	300	70.79	21,237.00	588.00	2.8%	
HALLIBURTON CO COM	HAL	790	30.13	23,802.70	284.40	1.2%	
HEWLETT PACKARD CO COM	HPQ	310	53.15	16,476.50	99.20	0.6%	
INTEL CORP COM	INTC	1,945	22.29	43,354.05	1,225.35	2.8%	
INTL BUSINESS MACHINES COM	IBM	385	128.25	49,376.25	847.00	1.7%	
ISHARES RUSSELL MICROCAP INDEX FUND	IWC	555	42.93	23,826.15	164.84	0.7%	
JOHNSON & JOHNSON COM	JNJ	610	65.20	39,772.00	1,195.60	3.0%	
JP MORGAN CHASE & CO COM	JPM	210	44.75	9,397.50	42.00	0.4%	
JP MORGAN CHASE & CO ALERIAN MLP INDEX ETN	AMJ	4,267	30.53	130,271.51	7,565.39	5.8%	
KOHL'S CORP COM	KSS	340	54.78	18,625.20			
LOCKHEED MARTIN COM	LMT	255	83.22	21,221.10	642.60	3.0%	
LOWES COS INC COM	LOW	1,235	24.24	29,936.40	444.60	1.5%	
MAGYAR TELEKOM TELECOMM PLC ADR	MTA	900	20.61	18,549.00	1,664.10	9.0%	
MERCK & CO INC. COM	MRK	550	37.35	20,542.50	836.00	4.1%	
METLIFE INC COM	MET	405	43.34	17,552.70	299.70	1.7%	

Statement for Account # 926-039040  
03/01/10 - 03/31/10

Investment Description	Symbol/ CUSIP	Account Positions			Market Value	Estimated Income	Estimated Yield
		Quantity	Current Price				
<b>Stocks - Cash</b>							
MICROSOFT CORP COM	MSFT	1,450	29.2875		42,466.88	754.00	1.8%
NIKE INC CL B	NKE	395	73.50		29,032.50	426.60	1.5%
OCCIDENTAL PETROLEUM CORP COM	OXY	260	84.54		21,980.40	343.20	1.6%
PFIZER INC COM	PFE	2,260	17.15		38,759.00	1,627.20	4.2%
PROCTER GAMBLE CO COM	PG	774	63.27		48,970.98	1,362.24	2.8%
RAYTHEON CO COM	RTN	360	57.12		20,563.20	540.00	2.6%
SAIC INC COM	SAI	1,985	17.70		35,134.50		
SMUCKER J M CO COM	SJM	217	60.26		13,076.42	303.80	2.3%
TARGET CORP COM	TGT	580	52.60		30,508.00	394.40	1.3%
THERMO FISHER SCIENTIFIC COM	TMO	565	51.44		29,063.60		
UNION PAC CORP COM	UNP	235	73.30		17,225.50	253.80	1.5%
UNITEDHEALTH GROUP INC COM	UNH	910	32.67		29,729.70	27.30	0.1%
UNIVERSAL HEALTH SVCS INC CL B	UHS	295	35.09		10,351.55	59.00	0.6%
VANGUARD FUNDS EMERGING MARKETS VIPERS	VWO	1,288	42.15		54,289.20	701.96	1.3%
VERIZON COMMUNICATIONS COM	VZ	515	31.02		15,975.30	978.50	6.1%

**Statement for Account # 926-039040**  
 03/01/10 - 03/31/10

Investment Description	Symbol/ CUSIP	Account Positions		Market Value	Estimated Income	Estimated Yield
		Quantity	Current Price			
<b>Stocks - Cash</b>						
WAL-MART STORES COM	WMT	260	55.60	14,456.00	314.60	2.2%
WALT DISNEY CO COM	DIS	615	34.91	21,469.65	215.25	1.0%
WELLPOINT INC COM	WLP	220	64.38	14,163.60		
XEROX CORP COM	XRX	990	9.75	9,652.50	168.30	1.7%
YAHOO! INC COM	YHOO	555	16.53	9,174.15		
<b>Total Stocks</b>				<b>\$1,656,247.18</b>	<b>\$36,297.80</b>	<b>2.2%</b>
<b>Fixed Income - Cash</b>						
LEHMAN BROS HLDGS INC SECURITY IN DEFAULT 0% 02/13/2009	524908UP3	58	\$NP	\$NP	\$NP	\$NP
US TREASURY N/B TIPS 01.875%15 1.875% 07/15/2015	912828EA4	208	105.828	245,220.58	4,344.68	1.8%
WELLS FARGO BANK NA CD IDX ZERO 13 0% 03/05/2013	949748XP7	185	96.327	178,204.95		
<b>Total Fixed Income</b>				<b>\$423,425.53</b>	<b>\$4,344.68</b>	<b>1.0%</b>
<b>Mutual Funds - Cash</b>						
ADVISORS INNER CIRCLE FD RICE HALL JAMES MICRO CAP DFA INV'T DIMENSIONS GROUP EMERGING MARKETS SMALL CAP	RHJSX DEMGSX	2,272.351 5,882.859	\$14.44 20.48	\$32,812.75 \$ 120,480.95		

Yields displayed for fixed income products are the estimated current yield. Income displayed for fixed income products is the estimated yearly income and may not take into account certain features of bonds such as variable rate bonds, maturing bonds or called bonds.

Statement for Account # 926-039040  
03/01/10 - 03/31/10

Investment Description	Account Positions			Market Value	Estimated Income	Estimated Yield
	Symbol/ CUSIP	Quantity	Current Price			
<b>Mutual Funds - Cash</b>						
DFA INVT DIMENSIONS GROUP INTL SML PTFL	DFISX	5,898.304	14.98	88,356.59		
DFA INVT DIMENSIONS GROUP INTL SM CAP VAL PORT	DISVX	8,000.248	15.85	126,803.93		
E II REALTY SECRS INTRNL PROP INSTL SHS	EIIPX	2,126.129	15.77	33,529.05		
FIRST AMERICAN REAL EST SEC CL Y	FARCX	6,428.296	15.70	100,924.25		
FORUM FUNDS ABSOLUTE STRAT FD INSTL	ASFIX	12,536.677	10.66	133,640.98		
JP MORGAN STRATEGIC INCOME OPP FD SELECT	JSOSX	56,467.337	11.68	659,538.50		
JP MORGAN FDS SVC HIGHBRIDGE STAT MKT NEUT SELEC	HSKSX	7,703.56	15.87	122,255.50		
JP MORGAN FDS SVC TAX AWARE REALRETURN INSTL	TXRIX	25,037.324	9.91	248,119.88		
LAZARD FDS INC EMERGING MKTS FD INSTL	LZEMX	6,151.302	19.10	117,489.87		
MERGER FD SH BEN INT	MERFX	7,994.67	15.81	126,395.73		
PIMCO FUNDS COMMODITY/REAL RET STRAT INSTL	PCRIX	7,991.306	7.82	62,492.01		
RBC FUNDS MICROCAP VALUE S	TMVSX	9,134.975	14.84	135,563.03		
TFS CAPITAL FDS MARKET NEUTRAL FD	TFSMX	8,484.866	15.51	131,600.27		
VANGUARD INTL EXPLORER FD	VINEX	3,050.728	14.36	43,808.45		
<b>Total Mutual Funds</b>				<b>\$2,283,811.74</b>	<b>\$0.00</b>	<b>0.0%</b>
<b>Total Cash Account</b>				<b>\$4,363,484.45</b>	<b>\$40,642.48</b>	<b>0.9%</b>

**Capital Flows and Valuation Report**  
On 03/18/2010

*RegentAtlantic Capital, LLC*

Borgenicht Foundation, Inc Acct # 926039040

<b>Trade Date</b>	<b>Description</b>	<b>Security Symbol</b>	<b>Quantity</b>	<b>Deposit</b>	<b>Withdrawal</b>
03/18/2010	Goldman Sachs Enhanced DJAIG	362273203	1,292	48,748 45	
03/18/2010	US Treasury Infl-Indexed N/B	912828EA4	273,000	323,300 80	
03/18/2010	Wells Fargo EM Currency CD	949748XP7	185,000	178,882 05	
03/18/2010	Barrick Gold Corp	ABX	175	6,961 50	
03/18/2010	Barrick Gold Corp	ABX	360	14,320.80	
03/18/2010	Acergy S A Adr	ACGY	300	5,637.00	
03/18/2010	A F L A C Inc	AFL	330	18,090 60	
03/18/2010	JP Morgan Alerian Index ETN	AMJ	4,267	129,972 82	
03/18/2010	Ameriprise Financial Inc.	AMP	150	6,723.00	
03/18/2010	Ameriprise Financial Inc	AMP	585	26,219.70	
03/18/2010	Anadarko Petroleum Corp	APC	305	21,636 70	
03/18/2010	Absolute Strategies Fund	ASFIX	12,536 677	133,264 88	
03/18/2010	Boeing Co	BA	395	27,993 65	
03/18/2010	Berkshire Hathaway Cl B	BRKB	450	37,057 50	
03/18/2010	Conagra Incorporated	CAG	480	12,412 80	
03/18/2010	Caterpillar	CAT	375	22,413.75	
03/18/2010	Chubb Corporation	CB	375	19,136 25	
03/18/2010	Cigna Corp	CI	145	5,196 80	
03/18/2010	Cigna Corp	CI	590	21,145 60	
03/18/2010	Covidien PLC	COV	675	34,323 75	
03/18/2010	Computer Sciences	CSC	135	7,349.40	
03/18/2010	Computer Sciences	CSC	270	14,698 80	
03/18/2010	CVS Corp	CVS	650	22,808 50	
03/18/2010	ChevronTexaco Corp	CVX	435	32,520 60	
03/18/2010	DuPont	DD	630	23,354 10	
03/18/2010	Dell Computer Corp	DELL	1,020	14,841 00	
03/18/2010	DFA Emerging Markets Small Ca	DEMSSX	1,569.045	31,741.78	
03/18/2010	DFA Emerging Markets Small Ca	DEMSSX	5,903 884	119,435 57	
03/18/2010	DFA Int'l Small Co	DFISX	5,898 304	87,766 76	
03/18/2010	Walt Disney Co	DIS	615	20,774 70	
03/18/2010	DFA Int'l Small Value	DISVX	1,069 845	16,839 36	
03/18/2010	DFA Int'l Small Value	DISVX	9,622 523	151,458 51	
03/18/2010	Dow Chemical	DOW	480	14,400 00	
03/18/2010	Ebay Inc	EBAY	100	2,746 00	
03/18/2010	Ebay Inc	EBAY	200	5,492 00	
03/18/2010	Ebay Inc	EBAY	200	5,492 00	
03/18/2010	Ebay Inc	EBAY	225	6,178 50	
03/18/2010	Ebay Inc	EBAY	800	21,968 00	
03/18/2010	E II International Property Instl	EIIIPX	619 538	9,726 75	
03/18/2010	E II International Property Instl	EIIIPX	1,110 291	17,431 57	
03/18/2010	E.I.I. International Property Instl	EIIIPX	1,147 586	18,017.10	
03/18/2010	E.I.I. International Property Instl	EIIIPX	1,679 916	26,374 68	
03/18/2010	E M C Corp Mass	EMC	2,010	37,466 40	
03/18/2010	First American Real Estate Securit	FARCX	6,428 296	102,338 47	
03/18/2010	Fedex Corp	FDX	300	27,801.00	
03/18/2010	General Dynamics Corp	GD	350	26,334 00	
03/18/2010	General Electric	GE	2,375	43,201 25	
03/18/2010	General Mills Inc	GIS	385	28,351.40	
03/18/2010	Corning Inc	GLW	1,055	20,298 20	
03/18/2010	Halliburton Co Hldg	HAL	790	24,948.20	
03/18/2010	Hewlett-Packard Company	HPQ	310	16,346 30	
03/18/2010	JPMorgan Highbridge Stat	HSKSX	1,431.526	22,875 79	
03/18/2010	JPMorgan Highbridge Stat	HSKSX	7,401 357	118,273 68	

**Capital Flows and Valuation Report**  
On 03/18/2010

Borgenicht Foundation, Inc Acct # 926039040

<b>Trade Date</b>	<b>Description</b>	<b>Security Symbol</b>	<b>Quantity</b>	<b>Deposit</b>	<b>Withdrawal</b>
03/18/2010	International Business Machines	IBM	100	12,838 00	
03/18/2010	International Business Machines	IBM	285	36,588 30	
03/18/2010	Intel	INTC	1,945	43,179 00	
03/18/2010	iShares Russell Microcap Index F	IWC	55	2,366.10	
03/18/2010	iShares Russell Microcap Index F	IWC	500	21,510 00	
03/18/2010	Johnson & Johnson	JNJ	610	39,686 60	
03/18/2010	JP Morgan Chase	JPM	210	9,164 40	
03/18/2010	JPMorgan Strategic Income Oppo	JSOSX	63,673 512	742,433 15	
03/18/2010	Coca-Cola	KO	780	42,081 00	
03/18/2010	Kohl's Corp	KSS	340	18,523 20	
03/18/2010	Lockheed Martin Corp	LMT	255	21,914 70	
03/18/2010	Lowes Companies	LOW	1,235	30,751 50	
03/18/2010	Lehman Bros Bearish REIT Note	LREIT	58,000	7,540 00	
03/18/2010	Lazard Emerging Markets	LZEMX	1,773 141	33,193 20	
03/18/2010	Lazard Emerging Markets	LZEMX	6,256.123	117,114.62	
03/18/2010	Merger Fund	MERFX	7,994 67	126,555.63	
03/18/2010	Metlife Inc	MET	405	17,192 25	
03/18/2010	Merck	MRK	550	21,147 50	
03/18/2010	Microsoft	MSFT	1,450	42,934 50	
03/18/2010	Arcelor Mittal	MT	210	9,103 50	
03/18/2010	Magyar Telekom Tel Adr	MTA	900	17,658 00	
03/18/2010	Nike Inc Class B	NKE	395	29,490 70	
03/18/2010	National Oilwell Varco	NOV	195	8,525.40	
03/18/2010	Occidental Pete Corp	OXY	260	21,452 60	
03/18/2010	Pimco Commodity Real Return F	PCRIX	1,105 547	8,766 99	
03/18/2010	Pimco Commodity Real Return F	PCRIX	6,885.759	54,604 07	
03/18/2010	Pfizer	PFE	615	10,596.45	
03/18/2010	Pfizer	PFE	1,645	28,343 35	
03/18/2010	Procter & Gamble Co	PG	774	49,327 02	
03/18/2010	Rice Hall James Micro Cap	RHJSX	905 563	13,012 94	
03/18/2010	Rice Hall James Micro Cap	RHJSX	4,179.728	60,062 69	
03/18/2010	Raytheon Company New	RTN	90	5,115.60	
03/18/2010	Raytheon Company New	RTN	270	15,346.80	
03/18/2010	SAIC Corp	SAI	1,985	37,992 90	
03/18/2010	Schwab Fundamental US Index	SFLNX	13,359 427	119,299 68	
03/18/2010	Smucker J M Company New	SJM	107	6,420 00	
03/18/2010	Smucker J M Company New	SJM	110	6,600 00	
03/18/2010	AT&T New	T	1,320	34,399.20	
03/18/2010	TFS Market Neutral Fund	TFSMX	8,484 866	131,854 82	
03/18/2010	Target Corp.	TGT	580	30,763 20	
03/18/2010	Thermo Electron Corp	TMO	565	28,170 90	
03/18/2010	RBC Funds Microcap Value Fund	TMVSX	3,111 74	46,271 57	
03/18/2010	RBC Funds Microcap Value Fund	TMVSX	6,023.235	89,565.51	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	9,006	90.51	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	9,645	96.93	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	9 975	100.25	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	10 9	109.55	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	22.269	223.80	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	26 085	262.15	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	28 486	286.28	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	28 784	289.28	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	29 444	295.91	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	29 704	298.53	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	30 566	307.19	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	31.919	320.79	
03/18/2010	JPMorgan Tax Aware Real Return	TXRIX	31.991	321.51	

**Capital Flows and Valuation Report**  
On 03/18/2010

Borgenicht Foundation, Inc Acct # 926039040

<b>Trade Date</b>	<b>Description</b>	<b>Security Symbol</b>	<b>Quantity</b>	<b>Deposit</b>	<b>Withdrawal</b>
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	34 342	345 14	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	36.421	366 03	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	47 251	474 87	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	47 386	476 23	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	49.786	500 35	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	49 874	501 23	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	49 875	501 24	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	51 769	520 28	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	52 474	527 36	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	52 79	530 54	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	504 154	5,066 75	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	588 189	5,911 30	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	597 6	6,005 88	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	608.554	6,115.97	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	893.134	8,976 00	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	1,114 315	11,198 87	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	1,523 499	15,311 17	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	1,928 755	19,383 99	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	3,756 281	37,750 62	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	3,946 298	39,660 30	
03/18/2010	JPMorgan Tax Aware Real Return	TXRJX	8,805 803	88,498 31	
03/18/2010	Universal Health Services	UHS	295	10,080 15	
03/18/2010	Unitedhealth Group Inc	UNH	225	7,557.75	
03/18/2010	Unitedhealth Group Inc	UNH	285	9,573 15	
03/18/2010	Unitedhealth Group Inc	UNH	400	13,436.00	
03/18/2010	Union Pacific Corp	UNP	235	17,307 75	
03/18/2010	Vanguard Int'l Explorer	VINEX	3,050 728	43,381 35	
03/18/2010	Vanguard Emerging Market	VWO	349	14,553 30	
03/18/2010	Vanguard Emerging Market	VWO	569	23,727 30	
03/18/2010	Vanguard Emerging Market	VWO	898	37,446.60	
03/18/2010	Verizon Communications	VZ	515	15,604 50	
03/18/2010	Wellpoint Hlth Ntwks New	WLP	95	6,062 90	
03/18/2010	Wellpoint Hlth Ntwks New	WLP	125	7,977 50	
03/18/2010	Wal-Mart	WMT	480	26,851 20	
03/18/2010	USX-US Steel Group	X	210	12,585.30	
03/18/2010	Xerox Corp	XRX	990	9,761 40	
03/18/2010	Yahoo! Inc	YHOO	555	9,190 80	
					4,999,268 37

The above individual account statement has been compiled solely by RegentAtlantic Capital, LLC and has not been independently verified. In calculating account performance, RegentAtlantic Capital, LLC has relied upon information provided by the account custodian. You should compare account statements received from RegentAtlantic Capital, LLC to account statements received from the account custodian for accuracy. Please remember to contact RegentAtlantic Capital, LLC if there are any changes in your personal, financial situation or investment objectives for the purpose of reviewing our recommendations and services. A copy of our current written disclosure statement discussing our advisory services and fees continues to remain available for your review upon request.

**BORGENICHT FOUNDATION, INC.**

El# 20-0051444

**REALIZED GAIN/LOSS Y/E 03/31/2010**

Description	Date Acquired	Date Sold	Quantity	Proceeds	Cost	Gain/Loss
Aergy S A Adr	03/18/2010	03/19/2010	300 000	5,556 95	5,637 00	(80 05)
Ameriprise Financial Inc	03/18/2010	03/19/2010	265 000	11,699 58	11,877 30	(177 72)
Covadon PLC	03/18/2010	03/19/2010	235 000	12,045 01	11,949 75	95 26
DFA Emerging Markets Small Cap	03/18/2010	03/19/2010	1,590 070	32,000 00	32,167 12	(167 12)
DFA International Small Cap Value	03/18/2010	03/19/2010	2,692 120	42,000 00	40,058 74	1,941 26
E.II International Property Fund	03/18/2010	03/19/2010	2,431 202	38,000 00	38,169 87	(169 87)
General Mills, Inc	03/18/2010	03/19/2010	85 000	6,231 01	6,259 40	(28 39)
Goldman Sachs Enhanced DJAIG	03/18/2010	03/19/2010	1,292,000	48,218 28	48,748 45	(530 17)
JPMorgan Highbridge Stat	03/18/2010	03/19/2010	1,129 323	18,000 00	18,046 58	(46 58)
JPMorgan Strategic Income Opport	03/18/2010	03/19/2010	7,206 175	84,000 00	84,024 00	(24 00)
Lazard Emerging Market Equity	03/18/2010	03/19/2010	1,877 962	35,000 00	35,155 45	(155 45)
National Oilwell Varco	03/18/2010	03/19/2010	195 000	8,269 66	8,525 40	(255 74)
Rice Hall James Micro Cap Fund	03/18/2010	03/19/2010	2,812 940	40,000 00	40,421 95	(421 95)
Schwab Fundamental US Large Cap	03/18/2010	03/19/2010	13,359 427	117,806 15	119,299 68	(1,493 53)
USA-US Steel Group	03/18/2010	03/19/2010	210 000	12,457 46	12,585 30	(127 84)
Vanguard Emerging Markets ET Par 0 00	03/18/2010	03/19/2010	528 000	21,787 61	22,017 60	(229 99)
Wal-Mart	03/18/2010	03/19/2010	220 000	12,166 66	12,306 80	(140 14)
US Treasury Infl-Indexed N/B 7/15/2015, 1 875%	03/18/2010	03/19/2010	65,000 000	76,864 25	76,976 38	(112 13)
<b>TOTAL</b>			<b>622,102.62</b>	<b>624,226.77</b>		<b>(2,124 15)</b>