



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



# 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 APR 1, 2009, and ending MAR 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.	Name of foundation <b>THE SHARED EARTH FOUNDATION</b>		A Employer identification number <b>52-2151843</b>
	Number and street (or P.O. box number if mail is not delivered to street address)	Room/suite	B Telephone number <b>(410) 778-6868</b>
	City or town, state, and ZIP code <b>CHESTERTOWN, MD 21620</b>		C If exemption application is pending, check here <input type="checkbox"/>
			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>5,971,637.</b>		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	375,000.		N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	26,132.	26,132.		STATEMENT 1
	4 Dividends and interest from securities	79,134.	79,134.		STATEMENT 2
	5a Gross rents	44,661.	44,661.		STATEMENT 3
	b Net rental income or (loss) <b>44,661.</b>				
	6a Net gain or (loss) from sale of assets not on line 10	<224,383.>			
	b Gross sales price for all assets on line 6a <b>2,892,705.</b>				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	21,085.	21,085.		STATEMENT 4	
12 Total. Add lines 1 through 11	321,629.	171,012.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 5	7,500.	7,500.		0.
	c Other professional fees STMT 6	21,349.	21,349.		0.
	17 Interest				
	18 Taxes STMT 7	15,192.	1,635.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	6,380.	5,576.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	50,421.	36,060.		0.
	25 Contributions, gifts, grants paid	535,519.			535,519.
26 Total expenses and disbursements. Add lines 24 and 25	585,940.	36,060.		535,519.	
27 Subtract line 26 from line 12	<264,311.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		134,952.			
c Adjusted net income (if negative, enter -0-)			N/A		

**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
<b>Assets</b>	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	147,820.	335,744.	335,744.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 10	4,010,725.	3,597,629.	4,604,929.
	c Investments - corporate bonds			
<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶ 29,037.			
	Less accumulated depreciation STMT 11 ▶ 29,037.			
	15 Other assets (describe ▶ STATEMENT 12)	257,294.	<414,992.>	1,030,964.
	16 Total assets (to be completed by all filers)	4,415,839.	3,518,381.	5,971,637.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
<b>Net Assets or Fund Balances</b>	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ )			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	4,415,839.	3,518,381.		
30 Total net assets or fund balances	4,415,839.	3,518,381.		
31 Total liabilities and net assets/fund balances	4,415,839.	3,518,381.		

**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	4,415,839.
2 Enter amount from Part I, line 27a	2	<264,311.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,151,528.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	633,147.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,518,381.

Form 990-PF (2009)

**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 2,892,705.		3,115,252.	<224,383.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV 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			<224,383.>	
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 <224,383.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3 N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	597,286.	5,300,948.	.112675
2007	633,513.	7,356,629.	.086115
2006	575,371.	6,112,131.	.094136
2005	586,461.	5,748,259.	.102024
2004	454,200.	6,453,818.	.070377
2 Total of line 1, column (d)			2 .465327
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 .093065
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 5,308,390.
5 Multiply line 4 by line 3			5 494,025.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,350.
7 Add lines 5 and 6			7 495,375.
8 Enter qualifying distributions from Part XII, line 4			8 535,519.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	1,350.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	1,350.
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	1,350.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 10,000.		
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	10,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	8,650.	
11 Enter the amount of line 10 to be credited to 2010 estimated tax	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MD		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

STMT 13

Form 990-PF (2009)

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>WWW.SHAREDEARTH.ORG</u>	13	X	
14	The books are in care of ► <u>CAROLINE D. GABEL</u> Telephone no ► <u>(410) 778-6868</u> Located at ► <u>113 HOFFMAN LANE, CHESTERTOWN, MD</u> ZIP+4 ► <u>21620</u>			
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	► <u>15</u> 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
<b>1a</b> During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days )	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</b> If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
<b>c</b> 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
<b>2</b> 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))		
<b>a</b> At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years ► _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► _____		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
<b>b</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

Form 990-PF (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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

6b

X

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CAROLINE D. GABEL 113 HOFFMAN LANE CHESTERTOWN, MD 21620	PRESIDENT  20.00	0.	0.	0.

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

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

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

0

Form 990-PF (2009)

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

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

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

0

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

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

	Expenses
1 THE FOUNDATION HAD COLLABORATED WITH "LEAP" TO CONSERVE ORANGUTANS, THE BORNEAN PYGMY ELEPHANTS AND HELPED IMPROVE THE LIVES OF WOMEN IN SABAH THROUGH TREE PLANTING.	69,715.
2 THE FOUNDATION HAS OVER THE YEARS SUPPORTED THE WILDLIFE CONSERVATION SOCIETY TO HELP CONSERVE THE BOLIVIAN CHACOAN GUANACO - SOUTH AMERICA'S FOURTH CAMELID.	45,000.
3 PROMOTED WOMEN AS IMPASSIONED LEADERS AND AGENTS OF CHANGE DEDICATED TO STEWARSHIP OF THE EARTH WITH THE HELP OF RACHEL'S NETWORK.	25,000.
4 SUPPORTED LOCAL SNOW LEOPARD CONSERVATION PROGRAMS IN INDIA, NEPAL, CHINA AND TAJIKISTAN WITH THE HELP OF SNOW LEOPARD CONSERVANCY PROGRAM.	25,000.

**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	
3 All other program-related investments See instructions	
Total. Add lines 1 through 3	0.

Form 990-PF (2009)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	4,059,226.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	299,038.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	1,030,964.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	5,389,228.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	5,389,228.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	80,838.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	5,308,390.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	265,420.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	265,420.
<b>2a</b>	Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	1,350.
<b>b</b>	Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	10,452.
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	11,802.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	253,618.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	253,618.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	253,618.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	535,519.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	535,519.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	1,350.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	534,169.

**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

Form 990-PF (2009)

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				253,618.
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			0.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004	135,178.			
<b>b</b> From 2005	303,463.			
<b>c</b> From 2006	286,041.			
<b>d</b> From 2007	286,597.			
<b>e</b> From 2008	347,449.			
<b>f</b> Total of lines 3a through e	1,358,728.			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 535,519.				
<b>a</b> Applied to 2008, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2009 distributable amount				253,618.
<b>e</b> Remaining amount distributed out of corpus	281,901.			
<b>5</b> Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	1,640,629.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7	135,178.			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,505,451.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005	303,463.			
<b>b</b> Excess from 2006	286,041.			
<b>c</b> Excess from 2007	286,597.			
<b>d</b> Excess from 2008	347,449.			
<b>e</b> Excess from 2009	281,901.			



**Part XV** **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 15				
Total			▶ 3a	535,519.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

**Part XVI-A. Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated

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) Exclu- sion code	(d) Amount	
<b>1</b> Program service revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments			14	26,132.	
<b>4</b> Dividends and interest from securities			14	79,134.	
<b>5</b> Net rental income or (loss) from real estate					
<b>a</b> Debt-financed property					
<b>b</b> Not debt-financed property	531390	44,661.			
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income			14	21,085.	
<b>8</b> Gain or (loss) from sales of assets other than inventory					<224,383.>
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal Add columns (b), (d), and (e)		44,661.		126,351.	<224,383.>
<b>13</b> Total Add line 12, columns (b), (d), and (e)				13	<53,371.>

(See worksheet in line 13 instructions to verify calculations )

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

[illegible]

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

		Yes	No
<b>1</b>	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?		
<b>a</b>	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
<b>b</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
<b>c</b>	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
<b>d</b>	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.		

[illegible]

**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		

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.

Sign Here	Signature of officer or trustee <u>Carolyn D. Jabel</u>		Date <u>1/21/11</u>		Title <u>President &amp; CEO</u>	
	Preparer's signature <u>Kathryn C. Jabel, CPA</u>		Date <u>01/18/2011</u>		Check if self-employed <input type="checkbox"/>	
Paid Preparer's Use Only	Firm's name (or yours if self-employed), address, and ZIP code <u>WARRING &amp; COMPANY, LLC, CPAS</u> <u>16528 EMORY LANE, SUITE 300</u> <u>ROCKVILLE, MD 20853-1228</u>				Preparer's identifying number <u>301-260-0809</u>	
	EIN <u>301-260-0809</u>				Phone no <u>301-260-0809</u>	

Form **990-PF** (2009)

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

**2009**

Name of the organization

THE SHARED EARTH FOUNDATION

Employer identification number

52-2151843

Organization type (check one):

## Filers of:

## Section:

Form 990 or 990-EZ

☐ 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 foundationCheck 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) and 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 its 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)

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

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

Name of organization

Employer identification number

THE SHARED EARTH FOUNDATION

52-2151843

**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	CAROLINE D. GABEL 113 HOFFMAN LANE CHESTEROWN, MD 21620	\$	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash 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

THE SHARED EARTH FOUNDATION

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

Name of organization

Employer identification number

THE SHARED EARTH FOUNDATION

52-2151843

**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 columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions) ▶ \$

(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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

THE SHARED EARTH FOUNDATION

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

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	BERNSTEIN A/C-06906 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
b	BERNSTEIN A/C-06906 (SEE ATTACHMENT)	P	VARIOUS	VARIOUS
c	BERNSTEIN A/C-06906 CASH IN LIEU	P	VARIOUS	VARIOUS
d	FROM K-1 - FIRST POTOMAC REALTY SECTION 1231 LOSS	P	VARIOUS	VARIOUS
e	UBS FINANCIALS (SEE ATTACHED)	P	VARIOUS	VARIOUS
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,896,998.		1,667,744.	229,254.
b 979,565.		1,432,091.	<452,526.>
c 45.			45.
d			<1,836.>
e 16,097.		15,417.	680.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			229,254.
b			<452,526.>
c			45.
d			<1,836.>
e			680.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<224,383.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A



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

SOURCE	AMOUNT
FROM K-1 - FIRST POTOMAC REALTY	711.
INTEREST INCOME - SANFORD BERNSTEIN #888-06906	25,421.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	26,132.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	79,134.	0.	79,134.
TOTAL TO FM 990-PF, PART I, LN 4	79,134.	0.	79,134.

## FORM 990-PF RENTAL INCOME STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FROM K-1 - FIRST POTOMAC REALTY INVESTMENT LP	4	44,661.
TOTAL TO FORM 990-PF, PART I, LINE 5A		44,661.

## FORM 990-PF OTHER INCOME STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FROM K-1 - FIRST POTOMAC REALTY COD INCOME	21,085.	21,085.	
TOTAL TO FORM 990-PF, PART I, LINE 11	21,085.	21,085.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	7,500.	7,500.			0.
TO FORM 990-PF, PG 1, LN 16B	7,500.	7,500.			0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MANAGEMENT FEES	21,349.	21,349.			0.
TO FORM 990-PF, PG 1, LN 16C	21,349.	21,349.			0.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES	13,557.	0.			0.
FOREIGN TAXES	1,635.	1,635.			0.
TO FORM 990-PF, PG 1, LN 18	15,192.	1,635.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
WEBSITE REGISTRATION AND MAINTENANCE	2,184.	2,184.			0.
TELEPHONE	750.	750.			0.
DUES AND SUBSCRIPTIONS	1,500.	1,500.			0.
NONDEDUCTIBLE EXPENSES	804.	0.			0.
CONTRIBUTION EXPENSE FROM K-1	784.	784.			0.

MISCELLANEOUS EXPENSES	358.	358.	0.
TO FORM 990-PF, PG 1, LN 23	6,380.	5,576.	0.

---

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
-------------	------------------------------------------------	-----------	---

---

DESCRIPTION	AMOUNT
TO CORRECT OPENING COST BASIS: INVESTMENT IN FIRST POTOMAC REALTY TRUST	633,147.
TOTAL TO FORM 990-PF, PART III, LINE 5	633,147.

---

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
-------------	-----------------	-----------	----

---

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SANFORD BERNSTEIN	1,361,403.	2,112,924.
UBS FINANCIALS	2,236,226.	2,492,005.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,597,629.	4,604,929.

---

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
-------------	------------------------------------------------	-----------	----

---

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ORGANIZATION COSTS	29,037.	29,037.	0.
TOTAL TO FM 990-PF, PART II, LN 14	29,037.	29,037.	0.

---

FORM 990-PF	OTHER ASSETS	STATEMENT	12
-------------	--------------	-----------	----

---

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ELLINGTON PLAZA D G LID PTR	500,000.	500,000.	500,000.
FIRST POTOMAC REALTY TRUST	<247,424.>	<919,710.>	530,964.
FIRST POTOMAC REALTY TRUST-BASIS ADJUSTMENT	4,718.	4,718.	0.
TO FORM 990-PF, PART II, LINE 15	257,294.	<414,992.>	1,030,964.

FORM 990-PF

LIST OF SUBSTANTIAL CONTRIBUTORS  
PART VII-A, LINE 10

STATEMENT 13

NAME OF CONTRIBUTOR

ADDRESS

CAROLINE D. GABEL

113 HOFFMAN LANE  
CHESTERTOWN, MD 21620



---

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 14
	PART XV, LINES 2A THROUGH 2D	

---

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

---

CAROLINE D. GABEL, PRESIDENT  
113 HOFFMAN LANE  
CHESTERTOWN, MD 21620

TELEPHONE NUMBER

---

FORM AND CONTENT OF APPLICATIONS

---

SEE THE FOUNDATION'S WEBSITE @ [WWW.SHAREDEARTH.ORG](http://WWW.SHAREDEARTH.ORG) FOR APPLICATION REQUIREMENTS.

ANY SUBMISSION DEADLINES

---

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

---

SEE WEBSITE @ [WWW.SHAREDEARTH.ORG](http://WWW.SHAREDEARTH.ORG)

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ADKINS ARBORETUM RIDGELY, MD	PROGRAMS TO PROMOTE STEWARDSHIP OF THE LAND	501(C)(3)	12,000.
ATLANTA BOTANICAL GARDENS ATLANTA, GA	TO PROVIDE A BACK UP GENERATOR FOR THE DARWIN'S FROG CONVERSATION PROJECT	501(C)(3)	12,000.
AMERICAN RIVERS WASHINGTON, DC	TO PROTECT WATER QUALITY AND THE FLOW OF RIVERS	501(C)(3)	12,000.
ANIMAL LEGAL DEFENSE FUND PETALUMA, CA	CONTINUATION OF ZERO TOLERANCE FOR CRUELTY	501(C)(3)	10,000.
SMITHSONIAN INSTITUTION WASHINGTON, DC	TO IMPROVE WELFARE OF ELEPHANTS IN NORTH AMERICAN ZOOS	501(C)(3)	25,000.
CENTER FOR THE EXPANSION OF FUNDAMENTAL RIGHTS CORAL SPRINGS, FL	TO EXPAND FUNDAMENTAL RIGHTS OF LIBERTY & EQUALITY TO INCLUDE GREAT APES	501(C)(3)	15,000.
CRC CHESTERTOWN, MD	ELEPHANT RESERVE SUPPORT	501(C)(3)	30,000.
EARTH SANGHA FAIRFAX, VA	SUPPORT OF WILD PLANT NURSERY	501(C)(3)	15,000.

THE SHARED EARTH FOUNDATION		52-2151843
EASTERN SHORE LAND CONSERVANCY QUEENSTOWN, MD	11TH ANNUAL PLANNING CONFERENCE	501(C)(3) 15,000.
ENVIRONMENTAL FILM FESTIVAL WASHINGTON, DC	ENVIRONMENTAL FILM FESTIVAL 2010	501(C)(3) 15,000.
ENVIRONMENTAL INVESTIGATION AGENCY WASHINGTON, DC	SUPPORT FOR ENDING THE ILLEGAL TIMBER TRADE	501(C)(3) 10,000.
FOREST SERVICE EMPLOYEES FOR ENVIRONMENTAL ETHICS EUGENE, OR	DEFENSE OF NATIONAL FORESTS, SUPPORTING WHISTLEBLOWERS	501(C)(3) 5,000.
LEAP OAKLAND, CA	SUPPORTING WOMEN, EMPOWERMENT, & TREES	501(C)(3) 44,665.
LEAP-HUTAN OAKLAND, CA	PARNTERSHP WITH HUTAN, IN SABAH, MALAYSIAN BORNEO	501(C)(3) 25,050.
NATIONAL AQUARIUM IN BALTIMORE BALTIMORE, MD	TRAINING FOR STAFF OF ASOCIACION ANAI	501(C)(3) 11,464.
ORANG UTAN REPUBLIK FOUNDATION/SEE LOS ANGELES, CA	ORANGUTAN CONSERVATION THROUGH EDUCATION IN SUMATRA	501(C)(3) 5,000.
POPULATION CONNECTION WASHINGTON, DC	AWARENESS OF POPULATION GROWTH & ENVIRONMENTAL CONSEQUENCES	501(C)(3) 5,000.
RACHEL'S NETWORK WASHINGTON, DC	PROMOTING WOMEN AS IMPASSIONED LEADERS OF CHANGE	501(C)(3) 25,000.

PETA NORFOLK, VA	TO ASSURE NON-ANIMAL TESTING PROCEDURES ARE MANDATED	501(C)(3)	15,000.
RARE		501(C)(3)	5,000.
RED WOLF COALITION COLUMBIA, NC	ADVOCACY FOR THE CONSERVATION OF THE RED WOLF	501(C)(3)	10,000.
SASSAFRAS RIVER ASSOCIATION GEORGETOWN, MD	TO SUPPORT A RIVERKEEPER FOR THE SASSAFRAS RIVER	501(C)(3)	10,000.
SAVANNAH SCIENCE MUSEUM SAVANNAH, GA	SEA TURTLE CONSERVATION ON WASSAW NATIONAL WILDLIFE	501(C)(3)	5,000.
SNOW LEOPARD CONSERVANCY SONOMA, CA	SUPPORT FOR LOCAL SNOW LEOPARD CONSERVATION PROGRAMS	501(C)(3)	25,000.
SOUTH WINGS ASHEVILLE, NC	FLY KEY MEDIA, GOVERNMENT AND CORPORATE LEADERS	501(C)(3)	5,000.
SOUTHERN ENVIRONMENTAL LAW CENTER CHARLOTTESVILLE, VA	CONSERVE AND RESTORE THE BIOLOGICALLY RICH FORESTS	501(C)(3)	10,000.
THE NATURE CONSERVANCY ARLINGTON, VA	DEVELOPMENT OF A "SUSTAINABILITY PACT"	501(C)(3)	45,000.
WESTERN ENVIRONMENTAL LAW CENTER EUGENE, OR	PREDATOR PROTECTION PROGRAM	501(C)(3)	10,000.

THE SHARED EARTH FOUNDATION		52-2151843
WESTERN LANDS PROJECT SEATTLE, WA	PROTECT THE PUBLIC LAND	501(C)(3) 10,000.
WILDLIFE CONSERVATION SOCIETY BRONX, NY	CONSERVATION OF BOLIVIAN CHACOAN GUANACO	501(C)(3) 13,340.
WOODLAND PARK ZOO SEATTLE, WA	TREE KANGAROO CONSERVATION PROGRAM	501(C)(3) 10,000.
WORLDWATCH INSTITUTE WASHINGTON, DC	CORE SUPPORT FOR A RESEARCH AND COMMUN. PROGRAM	501(C)(3) 15,000.
FUNDACION AMIGOS DE LA NATURALEZA PORTLAND , OR	ENVIRONMENTAL EDUCATION & NATURAL RESOURCE MGMT W/BIODIVERSITY	501(C)(3) 25,000.
NATIONAL CENTER FOR ANIMAL LAW PORTLAND , OR	ENSURE THAT INTERESTS OF ANIMALS ARE CONSIDERED IN THE LEGAL REALM	501(C)(3) 15,000.
		15,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A		535,519.