



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



Short Form Return of Organization Exempt From Income Tax

OMB No 1545-1150

Form **990-EZ**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2009

Department of the Treasury
Internal Revenue Service

▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other organizations with gross receipts less than \$500,000 and total assets less than \$1,250,000 at the end of the year may use this form.
▶ *The organization may have to use a copy of this return to satisfy state reporting requirements*

Open to Public
Inspection

A For the 2009 calendar year, or tax year beginning **JUL 1, 2009** and ending **JUN 30, 2010**

B Check if applicable: <input checked="" type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application period	Please use IRS label or print or type. See Specific Instructions.	C Name of organization NYCRX, INC. Number and street (or P.O. box, if mail is not delivered to street address) Room/suite 2090 ADAM CLAYTON POWELL JR. BLVD. 5TH FL City or town, state or country, and ZIP + 4 NEW YORK, NY 10027	D Employer identification number 33-1177682 E Telephone number 646-498-3986 F Group Exemption Number ▶
---	---	---	---

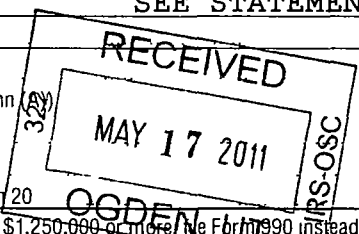
• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ) **G** Accounting method: Cash Accrual Other (specify) ▶

I Website ▶ **WWW.NYCRX.ORG** **H** Check if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF)
J Tax-exempt status (check only one) — 501(c) (3) ◀ (insert no.) 4947(a)(1) or 527
K Check if the organization is not a section 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000. A Form 990-EZ or Form 990 return is not required, but if the organization chooses to file a return, be sure to file a complete return.

L Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$500,000 or more, file Form 990 instead of Form 990-EZ ▶ \$ **170,636.**

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions for Part I.)			
	1 Contributions, gifts, grants, and similar amounts received	1	81,016.
	2 Program service revenue including government fees and contracts	2	89,620.
	3 Membership dues and assessments	3	
	4 Investment income	4	
	5a Gross amount from sale of assets other than inventory	5a	
	b Less: cost or other basis and sales expenses	5b	
	c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a)	5c	
	6 Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here <input type="checkbox"/>		
	a Gross revenue (not including \$ _____ of contributions reported on line 1)	6a	
	b Less: direct expenses other than fundraising expenses	6b	
	c Net income or (loss) from special events and activities (Subtract line 6b from line 6a)	6c	
	7a Gross sales of inventory, less returns and allowances	7a	
	b Less: cost of goods sold	7b	
	c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a)	7c	
	8 Other revenue (describe ▶ _____)	8	
	9 Total revenue. Add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8	9	170,636.
	10 Grants and similar amounts paid (attach schedule)	10	
	11 Benefits paid to or for members	11	
	12 Salaries, other compensation, and employee benefits	12	182,972.
	13 Professional fees and other payments to independent contractors	13	24,066.
	14 Occupancy, rent, utilities, and maintenance SEE STATEMENT 4	14	684.
	15 Printing, publications, postage, and shipping	15	
	16 Other expenses (describe ▶ _____) SEE STATEMENT 1	16	4,938.
	17 Total expenses. Add lines 10 through 16	17	212,660.
	18 Excess or (deficit) for the year (Subtract line 17 from line 9)	18	-42,024.
	19 Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return)	19	103,332.
	20 Other changes in net assets or fund balances (attach explanation)	20	
	21 Net assets or fund balances at end of year. Combine lines 18 through 20	21	61,308.

Part II Balance Sheets. If Total assets on line 25, column (B) are \$1,250,000 or more, file Form 990 instead of Form 990-EZ. (See the instructions for Part II.)			
		(A) Beginning of year	(B) End of year
	22 Cash, savings, and investments	64,021.	16,695.
	23 Land and buildings	2,378.	1,694.
	24 Other assets (describe ▶ SEE STATEMENT 2)	144,943.	84,242.
	25 Total assets	211,342.	102,631.
	26 Total liabilities (describe ▶ SEE STATEMENT 3)	108,010.	41,323.
	27 Net assets or fund balances (line 27 of column (B) must agree with line 21)	103,332.	61,308.



Part V Other Information (Note the statement requirements in the instructions for Part V)

		Yes	No
33	Did the organization engage in any activity not previously reported to the IRS? If "Yes," attach a detailed description of each activity		X
34	Were any changes made to the organizing or governing documents? If "Yes," attach a conformed copy of the changes	X	
35	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining why the organization did not report the income on Form 990-T		
35a	Did the organization have unrelated business gross income of \$1,000 or more or was it subject to section 6033(e) notice, reporting, and proxy tax requirements?		X
35b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
36	Did the organization undergo a liquidation, dissolution, termination, or significant disposition of net assets during the year? If "Yes," complete applicable parts of Sch. N		X
37a	Enter amount of political expenditures, direct or indirect, as described in the instructions. ▶ 37a <u>0.</u>		
37b	Did the organization file Form 1120-POL for this year?		X
38a	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still outstanding at the end of the period covered by this return?		X
38b	If "Yes," complete Schedule L, Part II and enter the total amount involved	N/A	
39	Section 501(c)(7) organizations. Enter:		
39a	Initiation fees and capital contributions included on line 9	N/A	
39b	Gross receipts, included on line 9, for public use of club facilities	N/A	
40a	Section 501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under: section 4911 ▶ <u>0.</u> ; section 4912 ▶ <u>0.</u> ; section 4955 ▶ <u>0.</u>		
40b	Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in any section 4958 excess benefit transaction during the year or is it aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		X
40c	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ <u>0.</u>		
40d	Section 501(c)(3) and 501(c)(4) organizations. Enter amount of tax on line 40c reimbursed by the organization ▶ <u>0.</u>		
40e	All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If "Yes," complete Form 8886-T		X
41	List the states with which a copy of this return is filed. ▶ <u>NY</u>		
42a	The organization's books are in care of ▶ <u>SARAH SHEFFIELD</u> Telephone no. ▶ <u>646-498-3986</u> Located at ▶ <u>2090 ADAM CLAYTON POWELL JR. BLVD. 5TH FL., NEW</u> ZIP + 4 ▶ <u>10027</u>		
42b	At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country: ▶ _____ See the instructions for exceptions and filing requirements for Form TD F 90-22 1, Report of Foreign Bank and Financial Accounts		X
42c	At any time during the calendar year, did the organization maintain an office outside of the U.S.? If "Yes," enter the name of the foreign country: ▶ _____		X
43	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the tax year ▶ <u>43</u> <u>N/A</u>		
44	Did the organization maintain any donor advised funds? If "Yes," Form 990 must be completed instead of Form 990-EZ		X
45	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If "Yes," Form 990 must be completed instead of Form 990-EZ		X

Part VI Section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts only. All section 501(c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts must answer questions 46-49b and complete the tables for lines 50 and 51

Table with 3 columns: Question (46-49b), Yes, No. Contains questions about political campaign activities, lobbying, school status, and related organizations.

50 Complete this table for the organization's five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

Table with 5 columns: (a) Name and address of each employee paid more than \$100,000, (b) Title and average hours per week devoted to position, (c) Compensation, (d) Contributions to employee benefit plans & deferred compensation, (e) Expense account and other allowances. Entry: NONE

f Total number of other employees paid over \$100,000

51 Complete this table for the organization's five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter "None."

Table with 3 columns: (a) Name and address of each independent contractor paid more than \$100,000, (b) Type of service, (c) Compensation. Entry: NONE

d Total number of other independent contractors each receiving over \$100,000

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge. Signature of officer: SARAH SHEFFIELD, EXECUTIVE DIRECTOR. Date: 5/13/11

Paid Preparer's Use Only: Preparer's signature: Michael Wallace, CPA. Date: 5/12/11. Check if self-employed: []. Preparer's identifying number (See instr): []. Firm's name (or yours if self-employed), address, and ZIP + 4: LUTZ AND CARR, CPAS LLP, 300 EAST 42ND STREET, NEW YORK, NY 10017. EIN: []. Phone no.: 212-697-2299

May the IRS discuss this return with the preparer shown above? See instructions. [X] Yes [] No

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public Inspection

Name of the organization **NYCRX, INC.** Employer identification number **33-1177682**

Part I Reason for Public Charity Status (All organizations must complete this part) See instructions

The organization is not a private foundation because it is (For lines 1 through 11, check only one box)

- 1 A church, convention of churches, or association of churches described in section 170(b)(1)(A)(i).
- 2 A school described in section 170(b)(1)(A)(ii). (Attach Schedule E)
- 3 A hospital or a cooperative hospital service organization described in section 170(b)(1)(A)(iii).
- 4 A medical research organization operated in conjunction with a hospital described in section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in section 170(b)(1)(A)(iv). (Complete Part II)
- 6 A federal, state, or local government or governmental unit described in section 170(b)(1)(A)(v).
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in section 170(b)(1)(A)(vi). (Complete Part II)
- 8 A community trust described in section 170(b)(1)(A)(vi). (Complete Part II)
- 9 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2). (Complete Part III)
- 10 An organization organized and operated exclusively to test for public safety See section 509(a)(4).
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2) See section 509(a)(3). Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 a Type I b Type II c Type III - Functionally integrated d Type III - Other
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
 (i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
 (ii) A family member of a person described in (i) above?
 (iii) A 35% controlled entity of a person described in (i) or (ii) above?
- h Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U.S.?		(vii) Amount of support
			Yes	No	Yes	No	Yes	No	
Total									

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule A (Form 990 or 990-EZ) 2009

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants")						
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3						
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4						
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
11 Total support. Add lines 7 through 10						

12 Gross receipts from related activities, etc (see instructions) 12

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

14 Public support percentage for 2009 (line 6, column (f) divided by line 11, column (f)) 14 %

15 Public support percentage from 2008 Schedule A, Part II, line 14 15 %

16a **33 1/3% support test - 2009.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization

b **33 1/3% support test - 2008.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and **stop here.** The organization qualifies as a publicly supported organization

17a **10% -facts-and-circumstances test - 2009.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization

b **10% -facts-and-circumstances test - 2008.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and **stop here.** Explain in Part IV how the organization meets the "facts-and-circumstances" test The organization qualifies as a publicly supported organization

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions

Part III Support Schedule for Organizations Described in Section 509(a)(2) (Complete only if you checked the box on line 9 of Part I)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")			259,751.	184,143.	81,016.	524,910.
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose			39,294.	89,503.	89,620.	218,417.
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5			299,045.	273,646.	170,636.	743,327.
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						0.
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year			23,148.	62,028.	42,005.	127,181.
c Add lines 7a and 7b			23,148.	62,028.	42,005.	127,181.
8 Public support (Subtract line 7c from line 6)						616,146.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
9 Amounts from line 6			299,045.	273,646.	170,636.	743,327.
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources			38.	42.		80.
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b			38.	42.		80.
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
13 Total support (Add lines 9, 10c, 11, and 12)			299,083.	273,688.	170,636.	743,407.

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

Section C. Computation of Public Support Percentage

15 Public support percentage for 2009 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2008 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2009 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2008 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2009. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2008. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

2009 DEPRECIATION AND AMORTIZATION REPORT
 FORM 990-EZ PAGE 1
 990-EZ

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	EQUIPMENT * TOTAL 990-EZ PG 1 DEPR	VARIABLES		5.00	16	3,417. 3,417.		0.	3,417. 3,417.	1,039. 1,039.	0.	684. 684.

(D) - Asset disposed * ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

FORM 990-EZ	OTHER EXPENSES	STATEMENT	1
DESCRIPTION		AMOUNT	
TRAVEL AND TRANSPORTATION		1,442.	
INSURANCE		811.	
STAFF DEVELOPMENT AND REGISTRATION FEES		1,497.	
MISCELLANEOUS		1,188.	
TOTAL TO FORM 990-EZ, LINE 16		4,938.	

FORM 990-EZ	OTHER ASSETS	STATEMENT	2
DESCRIPTION	BEG. OF YEAR	END OF YEAR	
RESTRICTED CASH	85,165.	21,586.	
GRANTS RECEIVABLE	40,000.	26,250.	
ACCOUNTS RECEIVABLE	19,778.	36,406.	
TOTAL TO FORM 990-EZ, LINE 24	144,943.	84,242.	

FORM 990-EZ	OTHER LIABILITIES	STATEMENT	3
DESCRIPTION	BEG. OF YEAR	END OF YEAR	
ACCOUNTS PAYABLE	22,845.	19,737.	
ADVANCES PAYABLE	85,165.	21,586.	
TOTAL TO FORM 990-EZ, LINE 26	108,010.	41,323.	

FORM 990-EZ	OCCUPANCY, RENT, UTILITIES AND MAINTENANCE	STATEMENT	4
DESCRIPTION		AMOUNT	
DEPRECIATION		684.	
TOTAL TO FORM 990-EZ, LINE 14		684.	

A) DID THE ORGANIZATION, DURING THE YEAR, RECEIVE ANY FUNDS,
DIRECTLY OR INDIRECTLY, TO PAY PREMIUMS ON A PERSONAL
BENEFIT CONTRACT? [] YES [X] NO

B) DID THE ORGANIZATION, DURING THE YEAR, PAY PREMIUMS,
DIRECTLY OR INDIRECTLY, ON A PERSONAL BENEFIT CONTRACT? . . [] YES [X] NO

340B PROGRAM EXPANSION

WE PROVIDED TECHNICAL ASSISTANCE TO COMMUNITY HEALTH CENTERS TO EXPAND AND OPTIMIZE THEIR 340B PROGRAMS. OUR WORK GENERATED APPROXIMATELY \$1.6 MILLION IN SAVINGS AND REVENUE DURING THIS FISCAL YEAR.

SCHOOL BASED HEALTH CENTER PROJECT

WE PROVIDED TECHNICAL ASSISTANCE AND REIMBURSEMENT SERVICES TO EXPAND ACCESS TO CONTRACEPTION IN SCHOOL BASED HEALTH CENTERS IN NYC HIGH SCHOOLS. WE REIMBURSED FOR OVER 1,200 YEARS OF CONTRACEPTION AND SAVED THE PROGRAM APPROXIMATELY \$850,000, WHICH WILL ENABLE THE PROGRAM TO CONTINUE FOR AN ADDITIONAL YEAR.

PRESCRIPTION ACCESS RESEARCH PROJECT

WE ARE CONDUCTING RESEARCH ON PRICING AND AVAILABILITY TO COMMON MEDICATIONS AND OVER THE COUNTER ITEMS THROUGHOUT NYC TO ASCERTAIN WHETHER THERE IS A STATISTICALLY SIGNIFICANT RELATIONSHIP TO NEIGHBORHOOD POVERTY.

OTHER PROGRAMS

OTHER PROGRAMS INCLUDED LECTURING ON PHARMACY AND PUBLIC HEALTH AT LOCAL COLLEGES OF PHARMACY, ATTENDING HEALTH FAIRS, AND MENTORING PHARMACY INTERNS DURING THEIR PUBLIC HEALTH ROTATIONS.

TO INCREASE ACCESS TO AFFORDABLE MEDICATIONS FOR MEDICALLY UNDERSERVED NEW YORKERS.

Depreciation and Amortization 990-EZ
(Including Information on Listed Property)

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

Name(s) shown on return

Business or activity to which this form relates

Identifying number

NYCRX, INC.

FORM 990-EZ PAGE 1

33-1177682

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

1	Maximum amount See the instructions for a higher limit for certain businesses	1	250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800,000.
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2008 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2010 Add lines 9 and 10, less line 12	13	

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

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

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	684.

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

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2009	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		<input type="checkbox"/>

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

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

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

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

Part IV Summary (See instructions)

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr	22	684.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement)
Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable

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

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

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

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
 If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

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

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

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

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

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

Part VI Amortization

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



LUTZ AND GARR

CERTIFIED PUBLIC ACCOUNTANTS, LLP
300 EAST 42ND ST., NEW YORK, NY 10017
212-697-2299 Fax 212-949-1768

NAME: NYCRx

EIN: 33-1177682

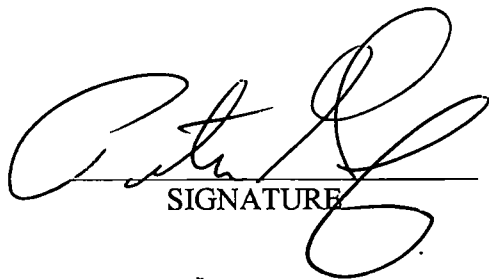
FORM: 990-EZ

YEAR ENDED: 6/30/10

AT THE MARCH 14, 2011 MEETING OF THE BOARD OF DIRECTORS, SEVERAL CHANGES WERE MADE TO THE BY-LAWS.

SEE ATTACHED CONFORMED COPY OF RESTATED BY-LAWS.

I HEREBY CERTIFY THAT THE ATTACHED COPIES OF THE BY-LAWS ARE COMPLETE AND ACCURATE COPIES OF THE ORIGINAL.



SIGNATURE

Board Treasurer

TITLE

5/13/11

DATE

BY-LAWS

of

NYCRx, INC.

A New York Not-for-Profit Corporation

Amended at a meeting of the Board of Directors
held on March 14, 2011

ARTICLE I

NAME; PURPOSE; NOT-FOR-PROFIT STATUS

Section 1. Name. The name of this corporation shall be NYCRx, Inc. (the "Corporation").

Section 2. Purposes. The purposes of the Corporation shall be as set forth in its Certificate of Incorporation, as amended from time to time, such purposes currently being (i) to make low-cost pharmaceuticals available to all New Yorkers, especially those who are medically underserved and (ii) to support not-for-profit hospitals and community health centers in administering and maximizing the use of the federal prescription drug discount program established under Section 340B of the Public Health Service Act to reduce pharmaceutical costs and improve the health status of their patients.

Section 3. Not-for-Profit Status. The Corporation shall at all times remain a not-for-profit corporation.

ARTICLE II

BOARD OF DIRECTORS

Section 1. Powers and Duties. The Board shall manage and control the affairs and property of the Corporation. All corporate powers, except such as are otherwise provided for in the Certificate of Incorporation, these By-Laws, or the laws of the State of New York, shall be and hereby are vested in and shall be exercised by the Board.

Section 2. Number and Qualification of Directors. The Board shall consist of no more than nine directors, as determined by the Board from time to time.

Section 3. Election. Directors may be elected at any meeting of the Directors.

Section 4. Term. The initial Board of Directors shall be named in the Certificate of Incorporation. Thereafter, and for purposes of providing staggered terms of office only, the Directors shall be divided into two (2) classes, which will, as nearly as possible, result in one-half (1/2) of the terms of Directors expiring in each year. Approximately one-half of the Directors shall be elected each year at the annual meeting of the Board of Directors, and each such director shall serve for a term of two (2) years or until his or her successor has been qualified and elected or until his or her earlier death, resignation, or removal. All Directors are eligible for unlimited re-election.

Section 5. Removal. A Director may be removed for cause by a vote of directors constituting at least two-thirds of the entire Board. Cause shall include, but not be limited to, absence from three (3) consecutive Board meetings without a valid excuse. Written notice of an impending removal for cause, stating the basis for the Board's determination of cause, shall be mailed to the director no less than thirty (30) days before the date set for removal. Such director shall have fifteen (15) days from such date to reply in writing as to why he or she should not be removed. The Board shall give due consideration to such reply in making its final decision to remove.

Section 6. Resignation. Any Director may resign at any time by giving written notice thereof to the Chairperson or the Secretary of the Corporation. Any such resignation shall take effect on the date of receipt of such notice by one of the above-specified officers, or at such later time specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 7. Vacancies. In case of any vacancy in a directorship formerly filled by a Director, including without limitation a vacancy resulting from the removal of a Director for cause, an individual shall be designated to fill the unexpired term of the vacant directorship by vote of the Board of Directors at any regular or special meeting of the Board of Directors.

Section 8. Proxies. Directors may not vote by proxy.

Section 9. Compensation. No director shall receive any compensation in his or her capacity as a director. Directors who are also officers or employees of the Corporation may receive compensation in such capacity.

ARTICLE III

MEETINGS OF THE BOARD

Section 1. Annual Meeting. The annual meeting of the Board shall be held during the month of June on such date and at such time and place as may be fixed by the Board.

Section 2. Regular Meetings. Regular meetings of the Board shall be held on such dates and at such times and places as may be determined by the Board.

Section 3. Special Meetings. Special meetings of the Board may be held at any date, time and place upon the call of the Chairperson or of any two (2) Directors.

Section 4. Notice. Notice of the date, time and place of each meeting of the Board, and, in the case of a special meeting, the purpose of such special meeting, shall be given to each Director at least ten (10) days before the meeting. Electronic notice, at the stated preference of the Director, is recognized as adequate.

Section 5. Waiver of Notice. Notice of meeting need not be given to any Director who submits a signed waiver of notice, whether before or after the meeting. The attendance of any Director at a meeting without protesting prior to the commencement of the meeting the lack of notice of such meeting, shall constitute a waiver of notice.

Section 6. Quorum; Adjournments of Meetings. A majority of the entire number of Directors shall constitute a quorum for the transaction of business. If at any meeting of the Board there shall be less than a quorum present, the Directors present may adjourn the meeting from that time until a quorum is present.

Section 7. Organization. The Chairperson of the Corporation shall preside at all meetings of the Board or, in the absence of the Chairperson, the Vice Chairperson or, in the absence of the Vice Chairperson, the Treasurer or, in the absence of the Treasurer, a chairperson of the meeting shall be chosen by the Directors present. The Secretary shall act as a secretary at all meetings of the Board, but in the absence of the Secretary, the presiding officer may appoint any person to act as secretary of the meeting.

Section 8. Place of Meetings. The Board may hold its meetings at such place or places within or without the State of New York as the Board may from time to time determine.

Section 9. Action by Written Consent. Any action required or permitted to be taken by the Board may be taken without a meeting if all Directors consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto shall be filed with the minutes of the proceedings of the Board.

Section 10. Participation by Telephonic Communication. Any one or more Directors may participate in a meeting of the Board by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by conference telephone or similar communications equipment shall be considered attendance at the meeting for all purposes, including determination of a quorum.

ARTICLE IV

OFFICERS

Section 1. Number and Qualifications. The officers of the Corporation shall be a Chairperson, a Vice Chairperson, a Secretary, a Treasurer and such other officers, if any, as the Board may from time to time determine to appoint. No person may hold more than one office in the Corporation at the same time. No instrument required to be signed by more than one officer may be signed by one person in more than one capacity. The Chairperson, Vice Chairperson, Secretary and Treasurer must be Directors.

Section 2. Election and Term of Office. The officers of the Corporation shall be chosen at the annual meeting of the Board, and shall hold office until the next annual meeting of the Board.

Section 3. Vacancies. In case of any vacancy in any office, a successor to fill the unexpired portion of the term may be elected by the Board.

Section 4. Removal. Any officer of the Corporation may be removed with or without cause by a vote of the majority of the Board then in office.

Section 5. Resignation. Any officer may resign at any time by giving written notice to the Chairperson. If any officer ceases to be a Director for any reason, he or she shall be deemed to have resigned as an officer.

Section 6. Chairperson: Powers and Duties. The Chairperson shall preside at all meetings of the Board. The Chairperson shall have general supervision of the affairs of the Corporation. The Chairperson shall keep the Board fully informed, and shall freely consult with them concerning the activities of the Corporation. The Chairperson shall have the power to sign alone in the name of the Corporation all contracts authorized either generally or specifically by the Board, unless the Board shall specifically require an additional signature. The Chairperson shall perform such other duties as shall from time to time be assigned to him/her by the Board.

Section 7. Vice Chairperson: Powers and Duties. The Vice Chairperson shall have such powers and duties as may be assigned to him or her by the Board. In the absence of the Chairperson, the Vice Chairperson shall perform the duties of the Chairperson.

Section 8. Secretary: Powers and Duties. The Secretary shall act as secretary of all meetings of the Board, shall retain the minutes of all such meetings and shall perform all the other duties customarily incident to the office of the secretary of a not-for-profit corporation.

Section 9. Treasurer: Powers and Duties. The Treasurer shall keep or cause to be kept full and accurate accounts of receipts and disbursements of the Corporation, and shall deposit or cause to be deposited all monies and other valuable effects of the

Corporation in the name and to the credit of the Corporation and shall perform all the other duties customarily incident to the office of the treasurer of a not-for-profit corporation. The Treasurer shall serve as Chairperson of the Finance Committee.

ARTICLE V

COMMITTEES

Section 1. Power to Constitute Committees. In addition to the Standing Committees specified below, the Board may by resolution appoint committees of the Board and committees of the Corporation that shall perform such duties as the Board directs by such resolution. Each member of a committee of the Board shall be a Director. The members of a committee of the Corporation may, but are not required to be, Directors.

Section 2. Special Committees of the Board. Special Committees of the Board may be created from time to time by resolution of the Board, but such committees shall not be considered standing committees and may be discharged by the Board upon the completion of their assigned duties. The Chairperson shall, with the consent of the Board, appoint the members of any such special committee, determine their tenure, and fill any vacancies in the membership of such committees. Each special committee of the Board shall consist of three (3) or more Directors.

Section 3. Standing Committees of the Board. The Board shall have the following standing committees: an Executive Committee, and Audit Committee and a Finance Committee. In addition, the Board may, on recommendation of the Chairperson and by resolution adopted by a majority of the entire Board, designate from among the Directors other standing committees. Each standing committee of the Board shall consist of three (3) or more Directors.

(a) Executive Committee. The Executive Committee shall consist of the Officers of the Corporation and the chairpersons of the other Standing Committees of the Board. During intervals between meetings of the Board, the Executive Committee may exercise all of the functions and powers of the Board, except as the Board may specifically reserve to the Board by resolution from time to time and except also that the Executive Committee shall not have authority as to the following matters: (i) the filling of vacancies in the Board or in any committee; (ii) the amendment of the Certificate of Incorporation of the Corporation; (iii) the amendment or repeal of the By-Laws or the adoption of new By-Laws, and (iv) the amendment or repeal of any resolution of the Board which by its terms shall not be so amendable or repealable.

(b) Audit Committee. The Audit Committee shall (i) recommend the persons or firm the Corporation should employ as its independent auditors; (ii) consult with the Corporation's independent auditors as to the plan of audit; (iii) review with the independent auditors the results of the audit; and (iv) consult periodically with the

independent auditors as to the adequacy of the Corporation's and the Board's internal controls.

(c) Finance Committee. The Finance Committee shall review and recommend to the Board the Corporation's annual operating and capital budgets, and establish and review periodic budgetary reports for the Corporation. This Committee shall also review and recommend the financial plan of the Corporation. This Committee shall meet as necessary to review the budget and financial performance of the Corporation, and to review and recommend approval or disapproval of any proposed unbudgeted expenditures by the Corporation in excess of such amount as may be determined by the Board from time to time.

Section 4. Standing Committees of the Corporation. The Board may, on recommendation of the Chairperson and by resolution adopted by a majority of the entire Board, appoint standing committees of the Corporation. Each standing committee of the Corporation shall consist of three (3) or more individuals.

Section 5. Term. Each member of a committee shall hold office until the next annual meeting of the Board following his or her appointment and until his or her successor is appointed, unless, in the case of committee members that are Directors, he or she shall sooner cease to be a Director or shall resign or be removed from such committee.

Section 6. Vacancies; Resignation or Removal. The Board shall fill any vacancy on a committee. Any member of a committee may resign at any time upon written notice to the Chairperson. The Board may remove any member of a committee at any time, with or without cause. Removal from the Board shall constitute removal from any committee.

Section 7. Chairpersons of Committees. The Board shall appoint the chairperson of each committee, except that the Treasurer shall serve as the chairperson of the Finance Committee.

Section 8. Reports; Duties. It shall be the duty of each committee to make such reports as from time to time may be requested by the Board, or the Chairperson, or as required by these By-Laws. In addition to the respective duties specifically assigned to committees by these By-Laws, each committee shall perform such other duties as may be requested by the Board. Notwithstanding anything to the contrary set forth in these By-Laws, any action required or permitted to be taken by a committee may instead be taken by the full Board.

Section 9. Procedure. Subject to the provisions of these By-Laws, and to any relevant action of the Board, each committee shall establish its own rules and procedures.

Section 10. Meetings. Except as otherwise provided in these By-Laws, each committee shall meet upon the call of the chairperson thereof, which call shall indicate

the date, time and place of the meeting. If duly recorded in the minutes of the meeting, each committee member in attendance may waive such notice of the meeting.

Section 11. Quorum and Voting Requirements. The presence in person of a majority of the members of a committee shall be sufficient to constitute a quorum for the transaction of business. Action by a majority of the committee members present at such meeting shall constitute action of the committee.

Section 12. Minutes. All committees shall maintain minutes of the meetings.

Section 13. Action by Written Consent. Any action required or permitted to be taken by a committee may be taken without a meeting if all members of such committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of such committee shall be filed with the minutes of the proceedings of the committee.

Section 14. Participation by Telephonic Communication. Any one or more members of any committee may participate in a meeting of such committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by conference telephone or similar communications equipment shall be considered attendance at the meeting for all purposes, including determination of a quorum.

ARTICLE VI

EXECUTIVE DIRECTOR; AGENTS AND EMPLOYEES

Section 1. Executive Director. The Board of Directors may appoint an Executive Director who shall serve at the pleasure of the Board. The Executive Director shall report to the Board of Directors and shall have such other duties and responsibilities as may be assigned to him/her by the Board of Directors. The Executive Director shall serve as an ex officio, non-voting member of the Board of Directors.

Section 2. Appointment. The Board may by resolution appoint agents as it may deem advisable. All such agents shall hold office at the pleasure of the Board. Either the Board or the Chairperson may engage employees as it or he/she may deem advisable. Subject to any contractual obligations of the Corporation that the Board may authorize, all employees shall be "at will" employees.

Section 3. Compensation; Expenses. Agents and employees of the Corporation shall receive only such salary, compensation or emoluments for service rendered to the Corporation as authorized by the Board or, in the case of employees, the Board or the Chairperson. Agents and employees shall be entitled to reimbursement for reasonable expenses incurred in the service of the Corporation.

ARTICLE VII

CONTRACTS AND CHECKS; BANK ACCOUNTS; INVESTMENTS

Section 1. Contracts and Checks. The Board shall determine who shall be authorized on the Corporation's behalf to sign contracts, checks, bills, notes, receipts, acceptances, endorsements, and other documents.

Section 2. Bank Accounts. The Treasurer, or such other officer or agent as from time to time may be designated by the Board, may be empowered to open, maintain and draw on bank accounts in such manner and in such depositaries as the Board may determine from time to time.

Section 3. Investments. The funds of the Corporation may be retained in whole or in part in cash or be invested and reinvested from time to time in such property, real, personal or otherwise, or stocks, bonds and other securities, as the Board in its discretion may deem desirable.

ARTICLE VIII

OFFICE AND BOOKS

Section 1. Office. The office of the Corporation shall be located at such place as the Board may from time to time determine.

Section 2. Books. There shall be kept at the office of the Corporation correct books of account of the activities and transactions of the Corporation including a minute book which shall contain a copy of the Certificate of Incorporation, a copy of these By-Laws, and all minutes of the meetings of the Board.

ARTICLE IX

CONFLICTS OF INTEREST

Section 1. Conflict of Interest. No Director or Officer shall be interested, directly or indirectly, in any contract relating to the activities of the Corporation, nor in any contract for furnishing supplies thereto, unless authorized by the concurring vote of at least two-thirds of the Directors present at a meeting of the Directors at which a quorum is present, or, where applicable, by such larger vote as is required by law, the Certificate of Incorporation or these by-laws. In the event of such interest, the Director or Officer concerned shall forthwith make disclosure to the Corporation of the nature and extent of his/her interest and such disclosure shall be entered in writing upon the minutes of the meeting of the Board of Directors called to authorize such contract. No Director who has such an interest shall vote on any matter relating to such interest.

Section 2. Disclosure. Whenever any matter arises with respect to which a Director or an Officer (“interested party”) has a conflict of interest or has any question about the existence of a possible conflict, the interested party shall make full disclosure of such conflict or possible conflict before the matter in question is voted upon by the Board of Directors. Interested parties shall not vote on the matter.

Section 3. Definition. For purposes of this Section, a conflict of interest shall be defined as a direct financial or fiduciary interest (which shall include, without limitation, an ownership, employment, contractual, creditor, or consultative relationship), or a Board or staff membership, in an entity or individual or a substantial affiliate of an individual or entity with respect to which a vote is to be taken (including any such interest that existed at any time during the twelve months preceding the time that the matter is voted upon).

ARTICLE X

CORPORATE SEAL

The seal of the Corporation shall be circular in form and shall bear the name of the Corporation and words and figures showing that it was incorporated in the State of New York and the year of incorporation.

ARTICLE XI

FISCAL YEAR

The fiscal year of the Corporation shall end on June 30th, unless otherwise provided by the Board of Directors.

ARTICLE XII

INDEMNIFICATION; INSURANCE

Section 1. Indemnification. All rights of indemnification and advancement of expenses authorized by the provisions of Sections 721 to 726, inclusive, of the N-PCL, as the same may be amended hereafter from time to time, are hereby conferred upon all persons on whom the Corporation is authorized to confer such rights pursuant to such statutory provisions.

Section 2. Directors and Officers Insurance. The Corporation shall purchase and maintain liability insurance coverage insuring the Directors and Officers of the Corporation against any liability asserted against or incurred by such Directors and Officers in their capacity as Directors and Officers of the Corporation, whether or not the Corporation would have the power to indemnify the Directors or Officers against such liability under the provisions of these By-Laws.

ARTICLE XIII

AMENDMENTS

These By-Laws may be amended or repealed by the Directors upon the affirmative vote of a majority of the entire Board at a Board meeting at which a quorum exists. Notice of any proposal to amend or repeal the By-Laws must be included, together with the proposed amended By-Laws, if applicable, in the notice for the Board meeting at which the By-Laws are to be amended or repealed, and must be presented prior to the Board meeting in which the amendments will be voted on. The Directors reserve the right to waive such notice.

* * * *

80367870 10

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box **X**
- Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)	
Type or print	Name of exempt organization NYCRX
	Employer identification number 33-1177682
File by the extended due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions 2 LAFAYETTE STREET, 20TH FLOOR, CN 46
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10007

Enter the Return code for the return that this application is for (file a separate application for each return) 01

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

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

- The books are in the care of **NEW YORK, NY 10007**
Telephone No **212 676-2152** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.
- 4 I request an additional 3-month extension of time until **MAY 15, 2011**
- 5 For calendar year _____, or other tax year beginning **JUL 1, 2009**, and ending **JUN 30, 2010**
- 6 If the tax year entered in line 5 is for less than 12 months, check reason Initial return Final return Change in accounting period
- 7 State in detail why you need the extension
ADDITIONAL TIME IS NEEDED TO COMPILE THE INFORMATION NECESSARY TO COMPLETE THE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	0.
8b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	0.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification

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

Signature *Mary C Lowry* Title CPA Date 1/25/11

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization NYCRX	Employer identification number 33-1177682
	Number, street, and room or suite no. If a P.O. box, see instructions 2 LAFAYETTE STREET, 20TH FLOOR, CN 46	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10007	

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

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

THE ORGANIZATION - 2 LAFAYETTE STREET, 20TH FLOOR, CN 46

- The books are in the care of ▶ **- NEW YORK, NY 10007**
Telephone No ▶ **212 676-2152** FAX No ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ calendar year _____ or

▶ tax year beginning **JUL 1, 2009**, and ending **JUN 30, 2010**

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

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

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.