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

OMB No 1545-0052

2009

Department of the Treasury  
Internal Revenue Service

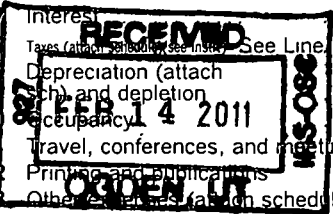
Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning Oct 1, 2009, and ending Sep 30, 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>F. Felix Foundation</b>		A Employer identification number <b>04-3464255</b>
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see the instructions) <b>(413) 253-9333</b>
	100 Larkspur Drive		
	City or town <b>Amherst</b>	State ZIP code <b>MA 01004</b>	C If exemption application is pending, check here <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			D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) <b>\$ 4,708,643.</b>	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) <b>Modified Cash (SFAS #116)</b> (Part I, column (d) must be on cash basis)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> 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) (see the instructions).)		(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 (att sch)				
	2 Cl <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	704.	704.		
	4 Dividends and interest from securities	124,259.	124,259.		
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	24,432.			
	b Gross sales price for all assets on line 6a	838,464.			
	7 Capital gain net income (from Part IV, line 2)		24,432.		
	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/(loss) (att sch)					
11 Other income (attach schedule) See Line 11 Stmt	3,486.	3,486.			
12 Total. Add lines 1 through 11	152,881.	152,881.			
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	64,008.			64,008.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	16,950.			16,950.
	16a Legal fees (attach schedule) L-16a Stmt	1,024.			1,024.
	b Accounting fees (attach sch) L-16b Stmt	4,925.			4,925.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) See Line 18 Stmt	4,897.			4,897.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	0.			0.
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	62,048.	60,992.		0.
	24 Total operating and administrative expenses. Add lines 13 through 23	153,852.	60,992.		91,804.
	25 Contributions, gifts, grants paid	181,540.			181,540.
26 Total expenses and disbursements. Add lines 24 and 25	335,392.	60,992.		273,344.	
27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-182,511.				
b Net investment income (if negative, enter -0-)		91,889.			
c Adjusted net income (if negative, enter -0-)					

P  
9

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
<b>A S S E T S</b>	1 Cash — non-interest-bearing					
	2 Savings and temporary cash investments			2,003,657.	356,807.	356,807.
	3 Accounts receivable					
	Less: allowance for doubtful accounts					
	4 Pledges receivable					
	Less: allowance for doubtful accounts					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)					
	7 Other notes and loans receivable (attach sch)					
	Less: allowance for doubtful accounts					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments — U S and state government obligations (attach schedule)					
	b Investments — corporate stock (attach schedule) L-10b Stmt			1,184,418.	2,234,767.	2,234,767.
	c Investments — corporate bonds (attach schedule) L-10c Stmt			1,280,381.	1,894,164.	1,894,164.
<b>L I A B I L I T I E S</b>	11 Investments — land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
	12 Investments — mortgage loans					
	13 Investments — other (attach schedule) L-13 Stmt			239,629.	221,934.	221,934.
	14 Land, buildings, and equipment: basis					
	Less: accumulated depreciation (attach schedule)					
	15 Other assets (describe L-15 Stmt)			7,147.	971.	971.
	16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)			4,715,232.	4,708,643.	4,708,643.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
<b>F U N D A S S E T B A L A N C E S</b>	19 Deferred revenue					
	20 Loans from officers, directors, trustees, & other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe L-22 Stmt)			2,231.	2,231.	
	23 Total liabilities (add lines 17 through 22)			2,231.	2,231.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>					
<b>F U N D A S S E T B A L A N C E S</b>	24 Unrestricted			4,713,001.	4,706,412.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, building, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see the instructions)			4,713,001.	4,706,412.	
<b>F U N D A S S E T B A L A N C E S</b>	31 Total liabilities and net assets/fund balances (see the instructions)			4,715,232.	4,708,643.	

**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	4,713,001.
2 Enter amount from Part I, line 27a	2	-182,511.
3 Other increases not included in line 2 (itemize) See Other Increases Stmt	3	189,385.
4 Add lines 1, 2, and 3	4	4,719,875.
5 Decreases not included in line 2 (itemize) Unrealized depreciation ptrshp	5	13,463.
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	4,706,412.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)

(b) How acquired  
P — Purchase  
D — Donation(c) Date acquired  
(month, day, year)(d) Date sold  
(month, day, year)**1a Sales of marketable securities****P****various****various**

<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> 838,464.		814,032.	24,432.
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
<b>a</b> 0.	0.	0.	24,432.
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

**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**

24,432.

**3** Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)

If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0-  
in Part I, line 8

**3****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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	319,526.	6,849,210.	0.046652
2007	849,488.	7,866,820.	0.107984
2006	1,007,714.	9,541,596.	0.105613
2005	673,718.	9,158,547.	0.073562
2004	579,392.	8,687,123.	0.066696

**2** Total of line 1, column (d)**2**

0.400507

**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**

0.080101

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

4,638,217.

**5** Multiply line 4 by line 3**5**

371,526.

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

919.

**7** Add lines 5 and 6**7**

372,445.

**8** Enter qualifying distributions from Part XII, line 4**8**

273,344.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter <u>N/A</u> (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,838.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,838.
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	1,838.
6 Credits/Payments:			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	4,382.	
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	4,382.	
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	2,544.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <u>2,544.</u> Refunded	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		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 <u>\$</u> (2) On foundation managers <u>\$</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <u>\$</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <u>MA - Massachusetts</u>		
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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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**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		<b>X</b>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		<b>X</b>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>N/A</b>	13	<b>X</b>	
14	The books are in care of <b>Robert Mazer</b> Telephone no <b>(413) 253-9333</b> Located at <b>100 Larkspur Drive, Amherst, MA</b> ZIP + 4 <b>01002</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			

**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>1 a</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 checked="" type="checkbox"/> Yes <input 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	<b>1 b</b>	<b>X</b>
<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?	<b>1 c</b>	<b>X</b>
<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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <b>20__ , 20__ , 20__ , 20__</b>		
<b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	<b>2 b</b>	
<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>20__ , 20__ , 20__ , 20__</b>		
<b>3 a</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)	<b>3 b</b>	
<b>4 a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4 a</b>	<b>X</b>
<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?	<b>4 b</b>	<b>X</b>

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**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)? (see instructions)

☐ Yes ☒ No

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

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

5b

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?☐ Yes ☐ No

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

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

6b

X

If 'Yes' to 6b, file Form 8870

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

7b

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Robert Mazer 100 Larkspur, Amherst MA 01002	Pres/Dir 32.00	48,000.	16,950.	0.
Magdalena Mazer 100 Larkspur, Amherst MA 01002	Treas/Sec 14.00	16,000.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None				
0				
0				
0				
0				

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

None

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		None

**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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	

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**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>	3,527,647.
<b>b</b> Average of monthly cash balances	<b>1b</b>	1,180,232.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1c</b>	971.
<b>d</b> Total (add lines 1a, b, and c)	<b>1d</b>	4,708,850.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	4,708,850.
<b>4</b> Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	70,633.
<b>5</b> Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,638,217.
<b>6</b> Minimum investment return. Enter 5% of line 5	<b>6</b>	231,911.

**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>	231,911.
<b>2a</b> Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	1,838.
<b>b</b> Income tax for 2009 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b> Add lines 2a and 2b	<b>2c</b>	1,838.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	230,073.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b> Add lines 3 and 4	<b>5</b>	230,073.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7</b> Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	230,073.

**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>	273,344.
<b>b</b> Program-related investments — total from Part IX-B	<b>1b</b>	
<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> Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	273,344.
<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 (see instructions)	<b>5</b>	0.
<b>6</b> Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	273,344.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
<b>1</b> Distributable amount for 2009 from Part XI, line 7				<b>230,073.</b>
<b>2</b> Undistributed income, if any, as of the end of 2009				
<b>a</b> Enter amount for 2008 only			<b>0.</b>	
<b>b</b> Total for prior years: 20__, 20__, 20__				
<b>3</b> Excess distributions carryover, if any, to 2009				
<b>a</b> From 2004	<b>161,466.</b>			
<b>b</b> From 2005	<b>238,969.</b>			
<b>c</b> From 2006	<b>541,908.</b>			
<b>d</b> From 2007	<b>474,791.</b>			
<b>e</b> From 2008	<b>0.</b>			
<b>f</b> Total of lines 3a through e	<b>1,417,134.</b>			
<b>4</b> Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ <b>273,344.</b>				
<b>a</b> Applied to 2008, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required – see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required – see instructions)				
<b>d</b> Applied to 2009 distributable amount				
<b>e</b> Remaining amount distributed out of corpus	<b>273,344.</b>			
<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))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>1,690,478.</b>			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		<b>0.</b>		
<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				
<b>d</b> Subtract line 6c from line 6b Taxable amount – see instructions		<b>0.</b>		
<b>e</b> Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount – see instructions			<b>0.</b>	
<b>f</b> Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				<b>230,073.</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
<b>8</b> Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	<b>161,466.</b>			
<b>9</b> Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	<b>1,529,012.</b>			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2005	<b>238,969.</b>			
<b>b</b> Excess from 2006	<b>541,908.</b>			
<b>c</b> Excess from 2007	<b>474,791.</b>			
<b>d</b> Excess from 2008	<b>0.</b>			
<b>e</b> Excess from 2009	<b>273,344.</b>			



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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
Spirit in Action P.O. Box 687 Amherst MA 01004		Public Charity	Charitable	50,000.
Hillel House at UMASS 388 N. Pleasant St. Amherst MA 01002		Public Charity	Charitable	2,000.
Durango Dharma Center P.O. Box 1631 Durango CO 81302		Public Charity	Charitable	10,000.
United Animal Nations 5892 A South Land Park Dr. Sacramento CA 95818		Public Charity	Charitable	2,000.
Learning Alternatives, Inc. 104 Russell St Hadley MA 01035		Public Charity	Charitable	5,500.
Doctors Without Borders 333 Seven Avenue - 2nd Floor New York NY 10001		Public Charity	Charitable	200.
Freinds of Martin L King Charter Sch 649 State St Springfield MA 01109		Public Charity	Charitable	3,000.
Karuna Center for Peace Bldg 49 Richardson Rd Leverett MA 01054		Public Charity	Charitable	31,000.
Santa Fe Vipassana Sangha PO Box 4363 Sante Fe NM 87502		Public Charity	Charitable	10,000.
See Line 3a statement				67,840.
<b>Total</b>			<b>3a</b>	<b>181,540.</b>
<i>b Approved for future payment</i>				
<b>Total</b>			<b>3b</b>	





Name

F. Felix Foundation

Employer Identification Number

04-3464255

## Asset Information:

Description of Property	<u>SEI Sml Cap Growth Fd #67</u>		
Date Acquired	<u>07/29/09</u>	How Acquired	<u>Purchased</u>
Date Sold	<u>10/05/09</u>	Name of Buyer	
Sales Price	<u>12,320.</u>	Cost or other basis (do not reduce by depreciation)	<u>11,784.</u>
Sales Expense		Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>536.</u>	Accumulation Depreciation	

Description of Property	<u>SEI Sml Cap Val Fund</u>		
Date Acquired	<u>09/28/09</u>	How Acquired	<u>Purchased</u>
Date Sold	<u>10/05/09</u>	Name of Buyer	
Sales Price	<u>12,386.</u>	Cost or other basis (do not reduce by depreciation)	<u>11,610.</u>
Sales Expense		Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>776.</u>	Accumulation Depreciation	

Description of Property	<u>SIMT Sml/Mid Cap Div Alpha Fd</u>		
Date Acquired	<u>07/27/09</u>	How Acquired	<u>Purchased</u>
Date Sold	<u>10/05/09</u>	Name of Buyer	
Sales Price	<u>13,879.</u>	Cost or other basis (do not reduce by depreciation)	<u>13,348.</u>
Sales Expense		Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>531.</u>	Accumulation Depreciation	

Description of Property	<u>Small Cap Fund</u>		
Date Acquired	<u>09/01/09</u>	How Acquired	<u>Purchased</u>
Date Sold	<u>10/05/09</u>	Name of Buyer	
Sales Price	<u>35,062.</u>	Cost or other basis (do not reduce by depreciation)	<u>29,766.</u>
Sales Expense		Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>5,296.</u>	Accumulation Depreciation	

Description of Property	<u>SMIT US Fixed Income Fund</u>		
Date Acquired	<u>07/27/09</u>	How Acquired	<u>Purchased</u>
Date Sold	<u>04/05/10</u>	Name of Buyer	
Sales Price	<u>14,607.</u>	Cost or other basis (do not reduce by depreciation)	
Sales Expense	<u>14,266.</u>	Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>341.</u>	Accumulation Depreciation	

Description of Property	<u>Fidelity Sort Term Bond Fund</u>		
Date Acquired	<u>07/27/09</u>	How Acquired	<u>Purchased</u>
Date Sold	<u>07/06/10</u>	Name of Buyer	
Sales Price	<u>50,000.</u>	Cost or other basis (do not reduce by depreciation)	<u>49,281.</u>
Sales Expense		Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>719.</u>	Accumulation Depreciation	

Description of Property	<u>Fidelity Convertible Securities</u>		
Date Acquired	<u>09/08/09</u>	How Acquired	<u>Purchased</u>
Date Sold	<u>10/05/09</u>	Name of Buyer	
Sales Price	<u>36,852.</u>	Cost or other basis (do not reduce by depreciation)	<u>33,727.</u>
Sales Expense		Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>3,125.</u>	Accumulation Depreciation	

Description of Property	<u>See Net Gain or Loss from Sale of Assets</u>		
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	

Form 990-PF, Part I, Lines 6a

**Net Gain or Loss from Sale of Assets****Asset Information:**

Description of Property	<b>Fidelity Emerging Markets</b>		
Business Code	Exclusion Code	<b>14</b>	
Date Acquired	<b>09/08/09</b>	How Acquired	<b>Purchased</b>
Date Sold	<b>10/05/09</b>	Name of Buyer	
Check Box, if Buyer is a Business	<input type="checkbox"/>		
Sales Price	<b>18,846.</b>	Cost or other basis (do not reduce by depreciation)	<b>17,802.</b>
Sales Expense		Valuation Method	<b>Cost</b>
Total Gain (Loss)	<b>1,044.</b>	Accumulated Depreciation	
Description of Property	<b>Fidelity China Region</b>		
Business Code	Exclusion Code	<b>14</b>	
Date Acquired	<b>09/08/09</b>	How Acquired	<b>Purchased</b>
Date Sold	<b>10/05/09</b>	Name of Buyer	
Check Box, if Buyer is a Business	<input type="checkbox"/>		
Sales Price	<b>20,830.</b>	Cost or other basis (do not reduce by depreciation)	<b>20,218.</b>
Sales Expense		Valuation Method	<b>Cost</b>
Total Gain (Loss)	<b>612.</b>	Accumulated Depreciation	
Description of Property	<b>Fidelity Short Term Bond Fund</b>		
Business Code	Exclusion Code	<b>14</b>	
Date Acquired	<b>07/27/09</b>	How Acquired	<b>Purchased</b>
Date Sold	<b>10/05/09</b>	Name of Buyer	
Check Box, if Buyer is a Business	<input type="checkbox"/>		
Sales Price	<b>50,000.</b>	Cost or other basis (do not reduce by depreciation)	<b>49,104.</b>
Sales Expense		Valuation Method	<b>Cost</b>
Total Gain (Loss)	<b>896.</b>	Accumulated Depreciation	
Description of Property	<b>Fidelity Short Term Bond Fund</b>		
Business Code	Exclusion Code	<b>14</b>	
Date Acquired	<b>09/01/09</b>	How Acquired	<b>Purchased</b>
Date Sold	<b>10/05/09</b>	Name of Buyer	
Check Box, if Buyer is a Business	<input type="checkbox"/>		
Sales Price	<b>50,000.</b>	Cost or other basis (do not reduce by depreciation)	<b>49,163.</b>
Sales Expense		Valuation Method	<b>Cost</b>
Total Gain (Loss)	<b>837.</b>	Accumulated Depreciation	
Description of Property	<b>Fidelity High Income Fund</b>		
Business Code	Exclusion Code	<b>14</b>	
Date Acquired	<b>12/01/09</b>	How Acquired	<b>Purchased</b>
Date Sold	<b>07/01/10</b>	Name of Buyer	
Check Box, if Buyer is a Business	<input type="checkbox"/>		
Sales Price	<b>30,000.</b>	Cost or other basis (do not reduce by depreciation)	<b>29,427.</b>
Sales Expense		Valuation Method	<b>Cost</b>
Total Gain (Loss)	<b>573.</b>	Accumulated Depreciation	
Description of Property	<b>Fidelity Emerging Markets Fund</b>		
Business Code	Exclusion Code	<b>14</b>	
Date Acquired	<b>12/01/09</b>	How Acquired	<b>Purchased</b>
Date Sold	<b>08/02/10</b>	Name of Buyer	
Check Box, if Buyer is a Business	<input type="checkbox"/>		
Sales Price	<b>17,460.</b>	Cost or other basis (do not reduce by depreciation)	<b>15,617.</b>
Sales Expense		Valuation Method	<b>Cost</b>
Total Gain (Loss)	<b>1,843.</b>	Accumulated Depreciation	
Description of Property	<b>Fidelity Short Term Bond Fund</b>		
Business Code	Exclusion Code	<b>14</b>	
Date Acquired	<b>01/02/10</b>	How Acquired	<b>Purchased</b>
Date Sold	<b>08/06/10</b>	Name of Buyer	
Check Box, if Buyer is a Business	<input type="checkbox"/>		
Sales Price	<b>20,000.</b>	Cost or other basis (do not reduce by depreciation)	<b>19,548.</b>
Sales Expense		Valuation Method	<b>Cost</b>
Total Gain (Loss)	<b>452.</b>	Accumulated Depreciation	



Form 990-PF, Part I, Lines 6a

Continued

**Net Gain or Loss from Sale of Assets****Asset Information:**

Description of Property	<u>Ishares Tr IBOXX Hi Yld Fund</u>	
Business Code	Exclusion Code	<u>14</u>
Date Acquired	<u>01/05/10</u>	How Acquired <u>Purchased</u>
Date Sold	<u>06/02/10</u>	Name of Buyer _____
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	<u>58,199.</u>	Cost or other basis (do not reduce by depreciation) <u>58,015.</u>
Sales Expense	Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>184.</u>	Accumulated Depreciation _____
Description of Property	<u>SPDR Ser Tr Barclays Hi Yld Fund</u>	
Business Code	Exclusion Code	<u>14</u>
Date Acquired	<u>12/01/09</u>	How Acquired <u>Purchased</u>
Date Sold	<u>08/02/10</u>	Name of Buyer _____
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	<u>18,455.</u>	Cost or other basis (do not reduce by depreciation) <u>18,355.</u>
Sales Expense	Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>100.</u>	Accumulated Depreciation _____
Description of Property	<u>SPDR Ser Tr Barclays Hi Yld Fund</u>	
Business Code	Exclusion Code	<u>14</u>
Date Acquired	<u>01/01/10</u>	How Acquired <u>Purchased</u>
Date Sold	<u>08/06/10</u>	Name of Buyer _____
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	<u>36,901.</u>	Cost or other basis (do not reduce by depreciation) <u>36,928.</u>
Sales Expense	Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>-27.</u>	Accumulated Depreciation _____
Description of Property	<u>Ishares Barclays Trea Infla Prot Sec Fd</u>	
Business Code	Exclusion Code	<u>14</u>
Date Acquired	<u>01/05/10</u>	How Acquired <u>Purchased</u>
Date Sold	<u>06/02/10</u>	Name of Buyer _____
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	<u>50,297.</u>	Cost or other basis (do not reduce by depreciation) <u>47,878.</u>
Sales Expense	Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>2,419.</u>	Accumulated Depreciation _____
Description of Property	<u>Toyta Mtr MTN V-Q .345%</u>	
Business Code	Exclusion Code	<u>14</u>
Date Acquired	<u>09/14/09</u>	How Acquired <u>Purchased</u>
Date Sold	<u>06/16/10</u>	Name of Buyer _____
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	<u>85,000.</u>	Cost or other basis (do not reduce by depreciation) <u>85,000.</u>
Sales Expense	Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>0.</u>	Accumulated Depreciation _____
Description of Property	<u>Morgan Stanley 4.25%</u>	
Business Code	Exclusion Code	<u>14</u>
Date Acquired	<u>11/23/09</u>	How Acquired <u>Purchased</u>
Date Sold	<u>07/15/10</u>	Name of Buyer _____
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	<u>60,000.</u>	Cost or other basis (do not reduce by depreciation) <u>61,061.</u>
Sales Expense	Valuation Method	_____
Total Gain (Loss)	<u>-1,061.</u>	Accumulated Depreciation _____
Description of Property	<u>SEI Large Cap Fd Diversified #73</u>	
Business Code	Exclusion Code	<u>14</u>
Date Acquired	<u>07/27/09</u>	How Acquired <u>Purchased</u>
Date Sold	<u>10/05/09</u>	Name of Buyer _____
Check Box, if Buyer is a Business	<input type="checkbox"/>	
Sales Price	<u>143,792.</u>	Cost or other basis (do not reduce by depreciation) <u>138,955.</u>
Sales Expense	Valuation Method	<u>Cost</u>
Total Gain (Loss)	<u>4,837.</u>	Accumulated Depreciation _____

Form 990-PF, Part I, Lines 6a

Continued

**Net Gain or Loss from Sale of Assets****Asset Information:**

Description of Property SEI Emerging Markets Debt Fund  
Business Code \_\_\_\_\_ Exclusion Code 14  
Date Acquired 07/30/09 How Acquired Purchased  
Date Sold 10/05/09 Name of Buyer \_\_\_\_\_  
Check Box, if Buyer is a Business ☐  
Sales Price 3,578. Cost or other basis (do not reduce by depreciation) 3,179.  
Sales Expense \_\_\_\_\_ Valuation Method. Cost  
Total Gain (Loss) 399. Accumulated Depreciation \_\_\_\_\_

Form 990-PF, Page 1, Part I, Line 11

**Line 11 Stmt**

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
<b>Partnership income</b>	<b>743.</b>	<b>743.</b>	
<b>Capital gain distributions</b>	<b>2,743.</b>	<b>2,743.</b>	
<b>Total</b>	<b><u>3,486.</u></b>	<b><u>3,486.</u></b>	

Form 990-PF, Page 1, Part I, Line 18

**Line 18 Stmt**

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<b>Foundation investment inc</b>	<b>0.</b>			
<b>Payroll tax expenses</b>	<b>4,897.</b>			<b>4,897.</b>
<b>Total</b>	<b><u>4,897.</u></b>			<b><u>4,897.</u></b>

Form 990-PF, Page 1, Part I, Line 23

**Line 23 Stmt**

Other expenses.	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
<b>Amortization of bond prem</b>	<b>20,905.</b>	<b>20,905.</b>		
<b>Investment fees &amp; expense</b>	<b>40,089.</b>	<b>40,087.</b>		
<b>Miscellaneous Expense</b>	<b>86.</b>			<b>0.</b>
<b>Office expenses</b>	<b>0.</b>			<b>0.</b>
<b>MA Corp Annual Report Fee</b>	<b>125.</b>			<b>0.</b>
<b>MA Form PC Filing Fee</b>	<b>70.</b>			<b>0.</b>
<b>Filing fees, Delaware</b>	<b>278.</b>			<b>0.</b>
<b>Membership fees</b>	<b>495.</b>			<b>0.</b>
<b>Total</b>	<b><u>62,048.</u></b>	<b><u>60,992.</u></b>		<b><u>0.</u></b>

Form 990-PF, Page 2, Part III, Line 3

**Other Increases Stmt**

<b>Unrealized gains/(losses)</b>	<b><u>172,121.</u></b>
<b>Net book &amp; tax difference</b>	<b><u>17,263.</u></b>
<b>Rounding adjustment</b>	<b><u>1.</u></b>
<b>Total</b>	<b><u>189,385.</u></b>

Form 990-PF, Page 11, Part XV, line 3a

**Line 3a statement**

Recipient  Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Person or Business Checkbox  Amount
<b>a Paid during the year</b>				
<u>Albuquerque Vidassana Sangha</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>PO Box 40722</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Albuquerque NM 87196</u>		<u>Charity</u>		<u>10,000.</u>
<u>Chamber Music Association</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>114 East 84th St</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>New York NY 10028</u>		<u>Charity</u>		<u>3,000.</u>
<u>Men's Resources International, Inc</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>200 N Valley Rd</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Pelham MA 01002</u>		<u>Charity</u>		<u>2,000.</u>
<u>Education Development Ctr, Inc</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>55 Chapel St</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Newton MA 02160</u>		<u>Charity</u>		<u>7,750.</u>
<u>Class Action Network, Inc</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>245 Main St</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Northampton MA 01060</u>		<u>Charity</u>		<u>5,000.</u>
<u>Dakin Animal Shelter</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>163 Montague Rd</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Leverett MA 01054</u>		<u>Charity</u>		<u>2,000.</u>
<u>Fellowship of Reconciliation</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>521 North Broadway</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Nyack NY 10960</u>		<u>Charity</u>		<u>10,000.</u>
<u>National Academy of Science</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>2101 Constitution Ave. NW</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Washington DC 20418</u>		<u>Charity</u>		<u>5,000.</u>
<u>National Priorities Project</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>160 Main St. #6</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Northampton MA 01060</u>		<u>Charity</u>		<u>500.</u>
<u>Pan Amer Health &amp; Education</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>525 23rd Street</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Washington DC 20037</u>		<u>Charity</u>		<u>5,140.</u>
<u>Proteus Fund</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>575 Station Road</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Amherst MA 01002</u>		<u>Charity</u>		<u>10,450.</u>
<u>Stop it Now</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>PO Box 495, 132 Main St</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Haydenville MA 01039</u>		<u>Charity</u>		<u>5,000.</u>
<u>Vallecitos Mountain Refuge</u>			<u>Charitable</u>	Person or <input type="checkbox"/>
<u>PO Box 3160</u>		<u>Public</u>		Business <input checked="" type="checkbox"/>
<u>Taos NM 87571</u>		<u>Charity</u>		<u>2,000.</u>

Total

67,840.

Form 990-PF, Page 1, Part I

**Line 16a - Legal Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
B, R & Gelinas LLP	Corporate Legal Service	1,024.			1,024.
Total		<u>1,024.</u>			<u>1,024.</u>

Form 990-PF, Page 1, Part I

**Line 16b - Accounting Fees**

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Welsh & Assoc	Accounting & Tax Prep	4,925.			4,925.
Total		<u>4,925.</u>			<u>4,925.</u>

Form 990-PF, Page 2, Part II, Line 10b

**L-10b Stmt**

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
See attached schedule	2,234,767.	2,234,767.
Total	<u>2,234,767.</u>	<u>2,234,767.</u>

Form 990-PF, Page 2, Part II, Line 10c

**L- 10c Stmt**

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
See attached schedule	1,894,164.	1,894,164.
Total	<u>1,894,164.</u>	<u>1,894,164.</u>

Form 990-PF, Page 2, Part II, Line 13

**L-13 Stmt**

Line 13 - Investments - Other:	End of Year	
	Book Value	Fair Market Value
Investment in Partnership	221,934.	221,934.
Total	<u>221,934.</u>	<u>221,934.</u>

Form 990-PF, Page 2, Part II, Line 15

**Other Assets Stmt**

Line 15 - Other Assets:	Beginning Year Book Value	End of Year	
		Book Value	Fair Market Value
SEI \$403820 - Accrued int	7,147.	971.	971.
Total	<u>7,147.</u>	<u>971.</u>	<u>971.</u>

Form 990-PF, Page 2, Part II, Line 22

**Other Liab Stmt**

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
MA income tax W/H	268.	268.
Fed, FICA & Medicare Tax W	1,555.	1,555.
Accrued Payroll Tax Exp	408.	408.
Total	<u>2,231.</u>	<u>2,231.</u>

Additional Information For Tax Return

F. Felix Foundation

04-3464255

Form 990-PF, p1: Line 11(a)-1

Interest in VCFA Limited Partnership:

The foundation is a limited partner in the VCFA Venture Partners III,LP - 13-4046893. The foundation has a .339227 % interest in the investment. Income reported is the foundation's share of the partnership ordinary income, interest, dividends less deductible expenses per the Federal Form 1065 Schedule K-1 for the period ended 12/31/08

Form 990-PF,p12: Line 11 Column (d)-1

Interest in VCFA Limited Partnership:

The foundation is a limited partner in the VCFA Venture Partners III,LP - 13-4046893. The foundation has a .359587 % interest in the investment. Income reported is the foundation's share of the partnership ordinary income, interest, dividends less deductible expenses per the Federal Form 1065 Schedule K-1 for the period ended 12/31/09.

Felix Foundation  
Fed # 04-3464255  
Form 990 PF  
9/30/10

NAME OF INVESTMENT	NUMBER OF SHARES	TAX BASIS	FAIR MARKET VALUE
Form 990PF, Page 2, line 10(b)			
<b>Stock &amp; Mutual Funds</b>			
SEI Large Cap Fund (SLGAX)	47130 360	481,418 77	507,593 98
SIMT US Fixed Income Fund Cl A (SUFIX)	11270 880	115,743 51	121,838 23
SEI International Equity Fund #95 (SITEX)	21335 420	167,466 65	177,937 42
SEI Inst High Yield Bond Fund #59 (SHYAX)	13931 190	91,229 30	101,279 73
SEI Emerging Markets Debt Fund #98 (SITEX)	8917 390	89,346 96	99,785 58
SEI Inst TR Sm Cap Val Fd-A 58 (SLLAX)	7965 460	79,402 95	88,735 20
SEI Multi-Strategy Alt Fund (SMSAX)	2291 410	22,959 96	22,753 73
SEI Emerging Markets Equity Fund #97	2123 000	21,596 37	24,202 28
Ishares IBOXX \$ Investop Invst Grade Corp Bd Fund	300 000	30,848 00	33,927 00
Ishares S&P/Citigrp 1-3 Intl Treas Bd Fund	300 000	31,292 50	31,551 30
Fidelity New Markets Income	8004 803	120,385 44	129,998 00
Fidelity Latin America	389 703	20,307 28	21,601 24
Fidelity Floating Rate High Income Fund	20883 204	196,930 34	201,522 92
Fidelity Short Term Bond Fund	26927 692	221,386 06	228,885 38
Fidelity High Income Fund	26582 538	228,028 30	234,989 64
Fidelity Puritan Fund	3803 351	58,927 77	63,972 36
Fidelity Strategic Income Fund	5502 576	57,650 65	62,839 42
Fidelity Real Estate Income Fund	4937 365	46,521 71	50,064 88
Fidelity Select Utilities Portfolio Fund	591 203	25,482 39	28,135 35
Profunds Short Oil & Gas Investor Class	254 717	3,500 00	3,153 39
<b>Total</b>		<b>2,110,424.91</b>	<b>2,234,767.03</b>

Form 990PF, Page 2, line 10(c)			
<b>Bonds</b>			
BB&T Corporation MTN 3.85% - 7/27/12		60,896 92	62,878 80
Campbell Soup C0 3.375% 8/15/14		55,872 11	59,452 80
Diageo Cap PLC 5.5% 9/30/16		64,170 54	69,984 60
Duke Energy Carolina 5.25% 1/15/18		63,365 52	69,757 20
GE Company 5% 2/01/13		88,688 40	92,304 90
Johnson & Johnson 5.15% 7/15/18		156,905 07	170,459 10
Metlife Inc. 5.5% 6/15/14		57,820 60	61,175 95
Natl Rural Util 3.875% 9/16/15		59,798 01	64,958 40
Pfizer Inc 5.35% 3/15/15		92,751 41	98,067 90
Pitney Bowes Inc. MTN 4.75% 1/15/16		62,591 61	63,584 40
Praxair Inc 3.25% 9/15/15		59,869 53	64,012 20
Shell Intl Fin 1.3% 9/22/11		85,000 00	85,746 30
Verizon Comm Inc 5.5% 4/1/17		64,207 14	68,719 80
Vodafone Group PLC 5.35% 2/27/12		62,110 88	63,549 60
Wal-Mart Stores, Inc. 3% 2/03/14		85,979 24	90,128 05
Wmc Finance 5.125% 5/15/13		63,186 96	65,810 40
John Deere Cap Mtn 5.25% 10/01/12		64,158 04	65,219 40
European Invst Bank 5.125% 5/30/17		77,965 85	83,234 90
General Dynamics 1.8% 7/15/11		75,530 92	75,877 50
Lowe's Companies Inc. 5.6% 9/15/12		64,141 11	65,375 40
Cisco Systems 5.5% 2/22/16		54,566 38	58,982 50
CME Group Inc MTN 5.4% 8/1/13		53,113 10	55,927 50
Phillip Morris In 4.875% 5/16/13		52,878 69	54,890 50
Bank of America 4.375% 12/1/10		50,878 91	50,299 00
Allstate Corp. 5.0% 8/15/14		47,253 96	50,148 45
Conocophillips 4.6% 1/15/15		26,627 50	28,077 50
Credit Suisse FB 6.125% 11/15/11		26,876 30	26,450 75
Citigroup Inc. 5.1% 9/29/11		20,000 00	20,782 60
Chevron Corp. 3.45% 3/3/12		8,132 47	8,307 52
<b>Total</b>		<b>1,805,337.17</b>	<b>1,894,163.92</b>