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## EXTENSION ATTACHED

Form **990-PF**Department of the Treasury  
Internal Revenue Service**Return of Private Foundation**  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation

OMB No 1545-0052

**2010**

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

For calendar year 2010, or tax year beginning , 2010, and ending , 20

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return  
☐ Amended return ☐ Address change ☐ Name change

Name of foundation

TASK FOUNDATION INC

13-1968353

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

315 SEVENTH AVENUE

22B

(646) 454-9057

City or town, state, and ZIP code

NEW YORK, NY 10001

H Check type of organization ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 5,107,565.  
J Accounting method ☐ Cash ☒ Accrual  
☐ Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis)C If exemption application is pending check here ☐  
D 1 Foreign organizations, check here ☐  
2 Foreign organizations meeting the 85% test, check here and attach computation ☐  
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐  
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**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 page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>				
1 Contributions, gifts, grants, etc., received (attach schedule) . . . . .	0.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B . . . . .				
3 Interest on savings and temporary cash investments . . . . .	1,085.	1,085.		ATCH 1
4 Dividends and interest from securities . . . . .	84,004.	84,004.		ATCH 2
5a Gross rents . . . . .				
b Net rental income or (loss) . . . . .				
6a Net gain or (loss) from sale of assets not on line 10 . . . . .	7,039.			
b Gross sales price for all assets on line 6a 2,490,217 . . . . .				
7 Capital gain net income (from Part IV, line 2) . . . . .				
8 Net short-term capital gain . . . . .				
9 Income modifications . . . . .				
10a Gross sales less returns and allowances . . . . .				
b Less Cost of goods sold . . . . .				
c Gross profit or (loss) (attach schedule) . . . . .				
11 Other income (attach schedule) . . . . .				
12 Total. Add lines 1 through 11 . . . . .	92,128.	85,089.		
<b>Operating and Administrative Expenses</b>				
13 Compensation of officers, directors, trustees, etc . . . . .	0.			
14 Other employee salaries and wages . . . . .	14,839.	0.	0.	14,839.
15 Pension plans, employee benefits . . . . .	1,252.	0.	0.	1,252.
16a Legal fees (attach schedule) ATCH 3 . . . . .	5,875.	0.	0.	5,875.
b Accounting fees (attach schedule) ATCH 4 . . . . .	157,913.	5,000.	0.	150,913.
c Other professional fees (attach schedule) * . . . . .	28,853.	0.	0.	27,003.
17 Interest . . . . .				
18 Taxes (attach schedule) (see page 14 of the instructions) * . . . . .	1,159.			
19 Depreciation (attach schedule) and depletion . . . . .				
20 Occupancy . . . . .	9,020.	0.	0.	6,020.
21 Travel, conferences, and meetings . . . . .	165.	0.	0.	165.
22 Printing and publications . . . . .				
23 Other expenses (attach schedule) ATCH 7 . . . . .	52,565.	24,421.	0.	3,421.
24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	271,641.	29,421.	0.	209,488.
25 Contributions, gifts, grants paid . . . . .	132,667.			132,667.
26 Total expenses and disbursements. Add lines 24 and 25 . . . . .	404,308.	29,421.	0.	342,155.
27 Subtract line 26 from line 12 . . . . .	-312,180.			
a Excess of revenue over expenses and disbursements . . . . .		55,668.		
b Net investment income (if negative, enter -0-) . . . . .				
c Adjusted net income (if negative, enter -0-) . . . . .				

For Paperwork Reduction Act Notice, see page 30 of the instructions.

\* ATCH 5 JSA \*\* ATCH 6

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		500.	0.	0.
	2	Savings and temporary cash investments		192,727.	173,567.	173,567.
	3	Accounts receivable <span style="float:right">361.</span>				
		Less allowance for doubtful accounts		0.	361.	361.
	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 page 15 of the instructions)		400,000.	0.	0.
	7	Other notes and loans receivable (attach schedule) <span style="float:right">*</span>			* 1,765,000.	ATCH 8
		Less allowance for doubtful accounts		1,585,000.	1,765,000.	1,765,000.
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges <span style="float:right">ATCH 9</span>		2,434.	1,823.	1,823.
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) <span style="float:right">ATCH 10</span>		2,788,108.	2,768,198.	2,768,198.
	c	Investments - corporate bonds (attach schedule)				
	11	Investments - land, buildings, and equipment basis <span style="float:right">350,000.</span>				ATCH 11
	Less accumulated depreciation (attach schedule)		744,165.	350,000.	350,000.	
12	Investments - mortgage loans					
13	Investments - other (attach schedule) <span style="float:right">ATCH 12</span>		25,000.	25,000.	25,000.	
14	Land, buildings, and equipment basis <span style="float:right">ATCH 12</span>					
	Less accumulated depreciation (attach schedule)					
15	Other assets (describe <span style="float:right">ATCH 13</span> )		42,653.	23,616.	23,616.	
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item i)		5,780,587.	5,107,565.	5,107,565.	
Liabilities	17	Accounts payable and accrued expenses		20,000.	24,782.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe <span style="float:right">ATCH 13</span> )				
	23	Total liabilities (add lines 17 through 22)		20,000.	24,782.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds		5,760,587.	5,082,783.	
	30	Total net assets or fund balances (see page 17 of the instructions)		5,760,587.	5,082,783.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)		5,780,587.	5,107,565.	

## 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	5,760,587.
2	Enter amount from Part I, line 27a	2	-312,180.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	5,448,407.
5	Decreases not included in line 2 (itemize) <span style="float:right">ATTACHMENT 14</span>	5	365,624.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,082,783.

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	-36,961.	
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 pages 13 and 17 of 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 page 18 of 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 (col. (b) divided by col. (c))
2009	247,766.	3,880,302.	0.063852
2008	665,504.	7,516,533.	0.088539
2007	451,515.	6,528,100.	0.069165
2006	1,886,868.	6,299,883.	0.299508
2005	2,245,360.	4,938,963.	0.454622
2 Total of line 1, column (d)			2 0.975686
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 0.195137
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 3,559,933.
5 Multiply line 4 by line 3			5 694,675.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 557.
7 Add lines 5 and 6			7 695,232.
8 Enter qualifying distributions from Part XII, line 4 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 on page 18.			8 342,155.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)	1	1,113.
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		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	1,113.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	1,113.
6	<b>Credits/Payments</b>		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,936.
b	Exempt foreign organizations-tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,936.
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	1,823.
11	Enter the amount of line 10 to be <b>Credited to 2011 estimated tax</b> <input type="checkbox"/> 1,823. <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file <b>Form 1120-POL</b> for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes. <b>ATCH. 15.</b>	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input type="checkbox"/> NY,		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address <input type="checkbox"/> N/A				
14	The books are in care of <input type="checkbox"/> JANE STANLEY Telephone no <input type="checkbox"/> 646-454-9057			
Located at <input type="checkbox"/> 315 SEVENTH AVENUE, APT 22B NEW YORK, NY ZIP + 4 <input type="checkbox"/> 10001				
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 <input type="checkbox"/> 15				
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country <input type="checkbox"/>				

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years <input type="checkbox"/>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions) <input type="checkbox"/>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
3a 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 If "Yes," did it have excess business holdings in 2010 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 2010) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? <input type="checkbox"/>	4b	X

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\* 2010 FORM 4720 PREVIOUSLY FILED, BALANCE DUE PAID AND CORRECTION HAS BEEN MADE.

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)

**5 a** 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 page 22 of the 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 page 22 of the instructions)? ☐ Yes ☒ No  
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)

**6 a** 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? ☐ Yes ☒ No  
If "Yes" to 6b, file Form 8870

**7 a** 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? ☐ Yes ☒ No

**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 page 22 of the 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
ATTACHMENT 16		0.	0.	0.

**2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the instructions).**  
If none, enter "NONE."

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

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

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**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
ATTACHMENT 17		134,213.

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 N/A	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see page 24 of the instructions)

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

Amount

1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
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 page 24 of the 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>	2,606,822.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	416,771.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	590,552.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,614,145.
<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>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,614,145.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	54,212.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,559,933.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	177,997.

**Part XI Distributable Amount** (see page 25 of the 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>	177,997.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	1,113.
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,113.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	176,884.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	56,000.
<b>5</b>	Add lines 3 and 4	<b>5</b>	232,884.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	232,884.

**Part XII Qualifying Distributions** (see page 25 of the 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>	342,155.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<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>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	342,155.
<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 page 26 of the instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	342,155.

**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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7 . . . . .				232,884.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only . . . . .				
b Total for prior years 20 08, 20 07, 20 06 . . . . .				
3 Excess distributions carryover, if any, to 2010				
a From 2005 . . . . .				
b From 2006 . . . . .				717,843.
c From 2007 . . . . .				138,013.
d From 2008 . . . . .				
e From 2009 . . . . .				
f Total of lines 3a through e . . . . .	855,856.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 342,155.				
a Applied to 2009, but not more than line 2a . . . . .				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions) . . . . .				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions) . . . . .				
d Applied to 2010 distributable amount . . . . .				232,884.
e Remaining amount distributed out of corpus . . . . .	109,271.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) ) . . . . .				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	965,127.			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions . . . . .				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions . . . . .				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011 . . . . .				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions) . . . . .				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions) . . . . .				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a . . . . .	965,127.			
10 Analysis of line 9				
a Excess from 2006 . . . . .				717,843.
b Excess from 2007 . . . . .				138,013.
c Excess from 2008 . . . . .				
d Excess from 2009 . . . . .				
e Excess from 2010 . . . . .				109,271.

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 28 of the instructions.)**1 Information Regarding Foundation Managers:**

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

THEODORE W. KHEEL

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

NONE

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

ATTACHMENT 18

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

CALL FOUNDATION FOR GRANT APPLICATION

c Any submission deadlines

NONE

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

NONE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>  ATTACHMENT 19				
<b>Total</b> .....			▶ <b>3a</b>	132,667.
<b>b Approved for future payment</b>				
<b>Total</b> .....			▶ <b>3b</b>	NONE

Form 990-PF (2010)



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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		




[illegible]

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

**b** If "Yes," complete the following schedule

[illegible]

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

**Sign Here**   

Signature of officer or trustee Date Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	MARIE ARRIGO	<i>Marie Arrigo</i>	11/14/2011	<input type="checkbox"/>	P00058583
	Firm's name ▶ EISNERAMPER LLP	Firm's EIN ▶ 13-1639826			
	Firm's address ▶ 750 THIRD AVENUE NEW YORK, NY	10017-2703	Phone no 212-891-4232		

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
436,528.		SEE SCHEDULE ATTACHED PROPERTY TYPE: SECURITIES 434,401.				P	VARIOUS  2,127.	VARIOUS
2,005,689.		SEE SCHEDULE ATTACHED PROPERTY TYPE: SECURITIES 2,044,777.				P	VARIOUS  -39,088.	VARIOUS
TOTAL GAIN (LOSS) - TAX .....							<u>-36,961.</u>	
SALE OF PIANO (NOT INVESTMENT PROPERTY)							44,000. -----	
TOTAL GAIN (LOSS) - BOOK .....							7,039. =====	

ATTACHMENT 1FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INTEREST ON LOAN TO OFFICER	1,085.	1,085.
TOTAL	<u>1,085.</u>	<u>1,085.</u>



ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
DEUTSCHE BANK - INTEREST INCOME	73,616.	73,616.
DEUTSCHE BANK - DIVIDEND INCOME	10,388.	10,388.
TOTAL	<u>84,004.</u>	<u>84,004.</u>

ATTACHMENT 3FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
EWENSTEIN & YOUNG	5,875.	0.	0.	5,875.
TOTALS	<u>5,875.</u>	<u>0.</u>	<u>0.</u>	<u>5,875.</u>

ATTACHMENT 4FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
EISNERAMPER LLP	134,213.	5,000.	0.	119,213.
DINOWITZ & BOVE	11,700.	0.	0.	31,700.
SCHALL & ASHENFARB	12,000.	0.	0.	0.
TOTALS	<u>157,913.</u>	<u>5,000.</u>	<u>0.</u>	<u>150,913.</u>

ATTACHMENT 5FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
CONSULTING FEES	13,621.	0.	0.	13,621.
BOOKKEEPING SERVICES	6,700.	0.	0.	6,700.
ADMINISTRATIVE SERVICES	4,982.	0.	0.	4,982.
COMPUTER CONSULTANT	1,700.	0.	0.	1,700.
ART APPRAISALS	1,850.	0.	0.	0.
TOTALS	<u>28,853.</u>	<u>0.</u>	<u>0.</u>	<u>27,003.</u>

ATTACHMENT 6FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
EXCISE TAX	1,159.
TOTALS	<u>1,159.</u>

ATTACHMENT 7

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	24,421.	24,421.	0.	0.
MISC. OFFICE EXPENSES	2,911.	0.	0.	2,911.
NYS DEPT OF LAW	510.	0.	0.	510.
BUILDING EXP & MAINTENANCE:				
REPAIRS & MAINTENANCE	1,681.			
INSURANCE	11,648.			
REAL ESTATE TAXES	7,751.			
UTILITIES	3,643.			
TOTALS	52,565.	24,421.	0.	3,421.

ATTACHMENT 8FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: NURTURE NATURE FOUNDATION  
ORIGINAL AMOUNT: 1,500,000.  
INTEREST RATE: 0.000000  
REPAYMENT TERMS: DUE ON DEMAND  
PURPOSE OF LOAN: CHARITABLE

BEGINNING BALANCE DUE ..... 1,500,000.

ENDING BALANCE DUE ..... 1,500,000.

ENDING FAIR MARKET VALUE ..... 1,500,000.

BORROWER: PERSISTENCE FOUNDATION  
ORIGINAL AMOUNT: 85,000.  
INTEREST RATE: 0.000000  
DATE OF NOTE: 08/10/2009  
MATURITY DATE: 01/01/2013  
REPAYMENT TERMS: REPAYABLE IN FULL NO LATER THAN 1/1/2013  
SECURITY PROVIDED: MORTGAGE ON PERSISTENCE FOUNDATION PROPERTIES  
PURPOSE OF LOAN: CHARITABLE

BEGINNING BALANCE DUE ..... 85,000.

ENDING BALANCE DUE ..... 85,000.

ENDING FAIR MARKET VALUE ..... 85,000.

ATTACHMENT 8 (CONT'D)

BORROWER: PERSISTENCE FOUNDATION  
ORIGINAL AMOUNT: 136,000.  
INTEREST RATE: 0.000000  
DATE OF NOTE: 02/03/2010  
MATURITY DATE: 01/01/2014  
REPAYMENT TERMS: REPAYABLE IN FULL NO LATER THAN 1/1/2014  
SECURITY PROVIDED: MORTGAGE ON PERSISTENCE FOUNDATION PROPERTIES  
PURPOSE OF LOAN: CHARITABLE

BEGINNING BALANCE DUE ..... 0.

ENDING BALANCE DUE ..... 136,000.

ENDING FAIR MARKET VALUE ..... 136,000.

BORROWER: PERSISTENCE FOUNDATION  
ORIGINAL AMOUNT: 44,000.  
INTEREST RATE: 0.000000  
DATE OF NOTE: 09/27/2010  
MATURITY DATE: 01/01/2015  
REPAYMENT TERMS: REPAYABLE IN FULL NO LATER THAN 1/1/2015  
SECURITY PROVIDED: MORTGAGE ON PERSISTENCE FOUNDATION PROPERTIES  
PURPOSE OF LOAN: CHARITABLE

BEGINNING BALANCE DUE ..... 0.

ENDING BALANCE DUE ..... 44,000.

ENDING FAIR MARKET VALUE ..... 44,000.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 1,585,000.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 1,765,000.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 1,765,000.



TASK FOUNDATION INC

13-1968353

ATTACHMENT 9

FORM 990PF, PART II - PREPAID EXPENSES AND DEFERRED CHARGES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREPAID TAXES	2,434.	1,823.	1,823.
TOTALS	<u>2,434.</u>	<u>1,823.</u>	<u>1,823.</u>

TASK FOUNDATION INC

13-1968353

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MARKETABLE SECURITIES	2,788,108.	2,768,198.	2,768,198.
TOTALS	<u>2,788,108.</u>	<u>2,768,198.</u>	<u>2,768,198.</u>

**Deutsche Bank**  
Private Wealth Management

**Detailed Portfolio Information**

As of December 31, 2010

Account Name TASK FOUNDATION INC  
Account Number 250366  
Base Currency USD

**List of Holdings - Fixed Income**

Quantity	Security Description Security ID Moody's/S&P Rating	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value in USD	Accrued Income in USD	Estimated Annual Income in USD	Yield to Maturity %
<b>Corporate</b>									
100,000 00	CISCO SYS INC SR NT DTD 02/22/06 5 25% 02/22/2011 CUSIP 17275RAB8 A1/A+	5 84%	USD 102 819	100 627	102,819 00	100,627 00	1,881 25	5,250 00	0 60%
100,000 00	HOME DEPOT INC SR NT DTD 03/24/06 5 20% 03/01/2011 CUSIP 437076AN2 Baa1/BBB+	5 83%	USD 100 212	100 727	100,212 00	100,727 00	1,733 33	5,200 00	0 78%
150,000 00	IBM CORP SR NT DTD 03/22/07 4 95% 03/22/2011 CUSIP 459200DU2 Aa3/A+	8 74%	USD 101 699	100 960	152,548 50	151,440 00	2,041 88	7,425 00	0 56%
100,000 00	WELLS FARGO & CO NEW SUB NT DTD 07/31/01 6 375% 08/01/2011 CUSIP 949746CE9 A2/A+	6 03%	USD 105 312	103 207	105,312 00	103,207 00	2,656 25	6,375 00	1 00%
100,000 00	GENERAL ELEC CAP CORP MEDIUM TERM NTS BOOK ENTRY TRANCHE #TR00669 DTD 11/19/04 4 375% 11/21/2011 CUSIP 36962GM68 Aa2/AA+	5 91%	USD 104 254	103 244	104,254 00	103,244 00	486 11	4,375 00	0 75%
100,000 00	GOLDMAN SACHS GROUP SR NT DTD 02/14/07 5 30% 02/14/2012 CUSIP 38141GEV2 A1/A	6 07%	USD 104 591	104 638	104,591 00	104,638 00	2,016 94	5,300 00	1 17%
100,000 00	HEWLETT PACKARD CO GLOBAL NT DTD 02/26/09 4 25% 02/24/2012 CUSIP 428236AU7 A2/A	6 00%	USD 105 450	103 920	105,450 00	103,920 00	1,499 31	4,250 00	0 83%
100,000 00	PFIZER INC DTD 03/24/09 4 45% 03/15/2012 CUSIP 717081CZ4 A1/AA	6 02%	USD 105 764	104 346	105,764 00	104,346 00	1,310 28	4,450 00	0 79%
100,000 00	BELLSOUTH CORP NT DTD 11/15/04 4 75% 11/15/2012 CUSIP 079860AJ1 A2/A-	6 11%	USD 105 618	106 670	105,617 50 M	106,670 00	606 94	4,750 00	1 10%
100,000 00	DISNEY WALT COMPANY NT DTD 12/04/07 4 70% 12/01/2012 CUSIP 254687AV8 A2/A	6 13%	USD 108 697	107 196	108,697 00	107,196 00	391 67	4,700 00	0 95%



**Deutsche Bank**  
Private Wealth Management

**Detailed Portfolio Information**

As of December 31, 2010

Account Name TASK FOUNDATION INC  
Account Number 250366  
Base Currency USD

**List of Holdings - Fixed Income**

Quantity	Security Description Security ID Moody's/S&P Rating	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value in USD	Accrued Income in USD	Estimated Annual Income in USD	Yield to Maturity %
<b>Corporate</b>									
100,000 00	3M COMPANY DTD 12/14/07 4 65% 12/15/2012 CUSIP 88579EAD7 Aa2/AA-	6 13%	USD 108 690	107 544	108 690 00	107 544 00	206 67	4 650 00	0 90%
100,000 00	BOEING CAP CORP GLOBAL NT DTD 07/25/02 5 80% 01/15/2013 CUSIP 097014AH7 A2/A	6 37%	USD 98 003	109 129	98 003 00	109 129 00	2 674 44	5 800 00	1 38%
100,000 00	BERKSHIRE HATHAWAY INC DTD 02/11/10 2 125% 02/11/2013 CUSIP 084670AU2 Aa2/AA+	5 86%	USD 102 225	102 132	102 225 00	102 132 00	826 39	2 125 00	1 32%
100,000 00	VERIZON COMMUNICATIONS INC NT DTD 02/12/08 4 35% 02/15/2013 CUSIP 92343VAJ3 A3/A-	6 15%	USD 107 992	106 341	107 992 00	106 341 00	1 643 33	4 350 00	1 27%
100,000 00	CATERPILLAR FIN SERV CORP MEDIUM TERM NTS DTD 09/26/08 6 20% 09/30/2013 CUSIP 14912L4C2 A2/A	6 48%	USD 98 105	112 268	98 105 00	112 268 00	1 567 22	6 200 00	1 69%
50,000 00	CONOCOPHILLIPS GTD NT DTD 02/03/09 4 75% 02/01/2014 CUSIP 20825CASC3 A1/A	3 15%	USD 103 974	108 626	51 987 00	54 313 00	989 58	2 375 00	1 97%
50,000 00	DIAGEO FINANCE BV NT DTD 10/28/05 5 30% 10/28/2015 CUSIP 25244SAC5 A3/A-	3 19%	USD 100 840	111 265	50 420 00	55 632 50	463 75	2 650 00	2 84%
<b>Total Corporate</b>		<b>100 00%</b>			<b>1 712 687 00</b>	<b>1 733 374 50</b>	<b>22 995 34</b>	<b>80 225 00</b>	<b>1 09%</b>
<b>Total Fixed Income</b>		<b>100 00%</b>			<b>1 712 687 00</b>	<b>1 733 374 50</b>	<b>22 995 34</b>	<b>80 225 00</b>	<b>1 09%</b>
<b>Total Accrued Income</b>						<b>22 995 34</b>			
<b>Total Fixed Income including Accrued Income</b>						<b>1 756 369 84</b>			

A "M" following the amount displayed in the Adjusted Cost Basis column indicates multiple lots, a "U" indicates undetermined cost  
For Investment Funds, Annual Yield is reported in the Yield to Maturity column



Deutsche Bank  
Private Wealth Management

**Detailed Portfolio Information**  
As of December 31, 2010

Account Name TASK FOUNDATION INC  
Account Number 250366  
Base Currency USD

List of Holdings - Equities

Equity by Sector	Quantity	Security Description Security ID	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value in USD	Accrued Income in USD	Estimated Annual Income in USD	Annual Yield %
Consumer Discretionary	380 00	DIRECTV CL A COM Ticker DTV	1 47%	USD 42 780	39 930	16,255 98	15,173 40	-	-	-
	410 00	HOME DEPOT INC COM Ticker HD	1 39%	USD 31 510	35 060	12,918 65	14,374 60	-	387 45	2 70%
	295 00	MCDONALDS CORP COM Ticker MCD	2 19%	USD 79 320	76 760	23,399 08	22,644 20	-	719 80	3 18%
Consumer Discretionary	370 00	TJX COS INC NEW COM Ticker TJX	1 59%	USD 46 180	44 390	17,086 19	16,424 30	-	222 00	1 35%
	195 00	V F CORP COM Ticker VFC	1 62%	USD 84 420	86 180	16,461 04	16,805 10	-	491 40	2 92%
	Total Consumer Discretionary		8 25%			86,120 94	85,421 60		1,820 65	2 13%
Consumer Staples	260 00	BJS WHSL CLUB INC COM Ticker BJ	1 20%	USD 42 840	47 900	11,138 11	12,454 00	-	-	-
	185 00	COLGATE PALMOLIVE CO COM Ticker CL	1 44%	USD 77 670	80 370	14,368 75	14,868 45	-	392 20	2 64%
	225 00	KELLOGG CO COM Ticker K	1 11%	USD 49 270	51 080	11,085 50	11,493 00	-	364 50	3 17%
Consumer Staples	695 00	KROGER CO COM Ticker KR	1 50%	USD 22 790	22 360	15,838 29	15,540 20	-	291 90	1 88%
	220 00	PROCTER & GAMBLE CO COM Ticker PG	1 37%	USD 64 770	64 330	14,249 16	14,152 60	-	423 94	3 00%
	Total Consumer Staples		6 62%			66,679 81	68,508 25		1,472 54	2 15%
Energy	350 00	ANADARKO PETE CORP COM Ticker APC	2 57%	USD 64 700	76 160	22,643 85	26,656 00	-	126 00	0 47%
	425 00	CHEVRON CORP COM Ticker CVX	3 75%	USD 84 780	91 250	36,031 03	38,781 25	-	1,224 00	3 16%



**Deutsche Bank**  
Private Wealth Management

**Detailed Portfolio Information**

As of December 31, 2010

Account Name TASK FOUNDATION INC  
Account Number 250366  
Base Currency USD

**List of Holdings - Equities**

Equity by Sector	Quantity	Security Description Security ID	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value in USD	Accrued Income in USD	Estimated Annual Income in USD	Annual Yield %
Energy	110 00	CONOCOPHILLIPS COM Ticker COP	0 72%	USD 62 410	68 100	6,864 98	7,491 00	-	242 00	3 23%
	50 00	EOG RES INC COM Ticker EOG	0 44%	USD 89 390	91 410	4,469 50	4,570 50	-	31 00	0 68%
	60 00	EXXON MOBIL CORP COM Ticker XOM	0 42%	USD 70 340	73 120	4,220 33	4,387 20	-	105 60	2 41%
	370 00	NATIONAL-OILWELL VARCO INC COM Ticker NOV	2 40%	USD 58 230	67 250	21,544 69	24,882 50	-	162 80	0 65%
	230 00	OCCIDENTAL PETE CORP COM Ticker OXY	2 19%	USD 84 270	98 100	19,381 59	22,563 00	87 40	349 60	1 55%
	335 00	PEABODY ENERGY CORP COM Ticker BTU	2 07%	USD 59 130	63 980	19,808 18	21,433 30	-	113 90	0 53%
	95 00	SCHLUMBERGER LTD COM COM Ticker SLB	0 77%	USD 74 870	83 500	7,112 55	7,932 50	19 95	79 80	1 01%
	465 00	SPECTRA ENERGY CORP COM Ticker SE	1 12%	USD 24 550	24 990	11,415 24	11,620 35	-	465 00	4 00%
	<b>Total Energy</b>		<b>16 46%</b>			<b>153,491 94</b>	<b>170,317 60</b>	<b>107 35</b>	<b>2,899 70</b>	<b>1 70%</b>
Financials	490 00	AMERIPRISE FINANCIAL INC COM Ticker AMP	2 72%	USD 54 590	57 550	26,748 56	28,199 50	-	352 80	1 25%
	890 00	BANK AMER CORP COM Ticker BAC	1 15%	USD 12 710	13 340	11,310 92	11,872 60	-	35 60	0 30%
	755 00	BANK NEW YORK MELLON CORP COM Ticker BK	2 20%	USD 28 080	30 200	21,199 57	22,801 00	-	271 80	1 19%
	1,395 00	DISCOVER FINANCIAL SERVICES COM Ticker DFS	2 50%	USD 18 990	18 530	26,489 52	25,849 35	27 90	111 60	0 43%
	155 00	GOLDMAN SACHS GROUP INC COM Ticker GS	2 52%	USD 170 190	188 160	26,379 11	26,064 80	-	217 00	0 83%



Detailed Portfolio Information

As of December 31, 2010

Account Name TASK FOUNDATION INC  
Account Number 250366  
Base Currency USD

List of Holdings - Equities

Quantity	Security Description Security ID	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value in USD	Accrued Income in USD	Estimated Annual Income in USD	Annual Yield %
Equity by Sector									
Financials									
730 00	INVESCO LTD COM Ticker IVZ	1 70%	USD 21 970	24 060	16,037 30	17,563 80		321 20	1 83%
605 00	J P MORGAN CHASE & CO COM Ticker JPM	2 48%	USD 40 760	42 420	24,659 13	25,664 10		121 00	0 47%
470 00	METLIFE INC COM Ticker MET	2 02%	USD 41 730	44 440	19,612 58	20,886 80		347 80	1 67%
210 00	PNC FINL SVCS GROUP INC COM Ticker PNC	1 23%	USD 57 740	60 720	12,125 17	12,751 20		84 00	0 66%
335 00	PRICE T ROWE GROUP INC COM Ticker TROW	2 09%	USD 59 150	64 540	19,814 88	21,620 90		361 80	1 67%
285 00	PRUDENTIAL FINL INC COM Ticker PRU	1 62%	USD 55 060	58 710	15,691 79	16,732 35		327 75	1 96%
885 00	SCHWAB CHARLES CORP NEW COM Ticker SCHW	1 46%	USD 15 850	17 110	14,026 28	15,142 35		212 40	1 40%
960 00	US BANCORP DEL COM NEW Ticker USB	2 51%	USD 25 770	26 970	24,738 14	25,891 20	48 00	192 00	0 74%
400 00	WELLS FARGO & CO NEW COM Ticker WFC	1 20%	USD 29 180	30 990	11,671 56	12,396 00		80 00	0 65%
Total Financials						270,504 51	75 90	3,036 75	1 07%
Health Care									
255 00	AMGEN INC COM Ticker AMGN	1 35%	USD 55 330	54 900	14,108 87	13,999 50			
345 00	CARDINAL HEALTH INC COM Ticker CAH	1 28%	USD 35 250	38 310	12,160 87	13,216 95	67 28	269 10	2 04%
305 00	EXPRESS SCRIPTS INC COM Ticker ESRX	1 59%	USD 53 060	54 050	16,182 96	16,485 25			
190 00	JOHNSON & JOHNSON COM Ticker JNJ	1 13%	USD 64 320	61 850	12,220 59	11,751 50		410 40	3 49%



Deutsche Bank  
Private Wealth Management  
**Detailed Portfolio Information**  
As of December 31, 2010

Account Name TASK FOUNDATION INC  
Account Number 250366  
Base Currency USD

List of Holdings - Equities

Equity by Sector	Quantity	Security Description	Security ID	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value in USD	Accrued Income in USD	Estimated Annual Income in USD	Annual Yield %
Health Care	285 00	MEDTRONIC INC COM	Ticker MDT	1 02%	USD 35 380	37 090	10,082 99	10,570 65		256 50	2 43%
	385 00	MERCK & CO INC COM	Ticker MRK	1 35%	USD 35 650	36 040	13,724 83	13,875 40	146 30	585 20	4 22%
	100 00	METTLER-TOLEDO INTL INC COM	Ticker MTD	1 46%	USD 140 530	151 210	14,053 00	15,121 00			
	1,025 00	PFIZER INC COM	Ticker PFE	1 73%	USD 17 060	17 510	17,485 37	17,947 75		820 00	4 57%
Total Health Care	395 00	THERMO FISHER SCIENTIFIC INC COM	Ticker TMO	2 11%	USD 52 040	55 360	20,555 37 M	21,867 20			
	255 00	UNITEDHEALTH GROUP INC COM	Ticker UNH	0 89%	USD 37 120	36 110	9,465 32	9,208 05		127 50	1 38%
				13 93%			140,040 17	144,043 25	213 58	2,468 70	1 71%
	760 00	GENERAL ELEC CO COM	Ticker GE	1 35%	USD 16 780	18 290	12,751 96	13,900 40	106 40	425 60	3 06%
Industrials	410 00	IDEX CORP COM	Ticker IEX	1 55%	USD 37 680	39 120	15,451 55	16,039 20		246 00	1 53%
	160 00	L-3 COMMUNICATIONS HLDGS INC COM	Ticker LLL	1 09%	USD 73 720	70 490	11,795 02	11,278 40		256 00	2 27%
	415 00	NORFOLK SOUTHERN CORP COM	Ticker NSC	2 52%	USD 62 430	62 820	25,907 99	26,070 30		597 60	2 29%
	205 00	THOMAS & BETTS CORP COM	Ticker TNB	0 96%	USD 45 590	48 300	9,345 27	9,901 50			
Total Industrials	255 00	UNITED TECHNOLOGIES CORP COM	Ticker UTX	1 94%	USD 76 680	78 720	19,553 12	20,073 60		433 50	2 16%
				9 40%			94,804 91	97,263 40	106 40	1,958 70	2 01%





**Deutsche Bank**  
Private Wealth Management

**Detailed Portfolio Information**  
As of December 31, 2010

Account Name TASK FOUNDATION INC  
Account Number 250366  
Base Currency USD

**List of Holdings - Equities**

Quantity	Security Description Security ID	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value in USD	Accrued Income in USD	Estimated Annual Income in USD	Annual Yield %
<b>Equity by Sector</b>									
<b>Information Technology</b>									
80 00	APPLE INC COM Ticker AAPL	2 49%	USD 319 260	322 560	25,540 62	25,804 80			
470 00	EBAY INC COM Ticker EBAY	1 26%	USD 30 900	27 830	14,522 48	13,080 10			
325 00	MICROSOFT CORP COM Ticker MSFT	0 88%	USD 26 900	27 910	8,742 14	9,070 75		208 00	2 29%
<b>Total Information Technology</b>						<b>47,955 65</b>		<b>208 00</b>	<b>0 43%</b>
<b>Materials</b>									
140 00	BALL CORP COM Ticker BLL	0 92%	USD 65 590	68 050	9,182 53	9,527 00		56 00	0 59%
85 00	FREEPORT-MCMORAN COPPER & GOLD INC CL B Ticker FCX	0 99%	USD 105 430	120 090	8,961 46	10,207 65		102 00	1 00%
165 00	MONSANTO CO NEW COM Ticker MON	1 11%	USD 62 430	69 640	10,300 77	11,490 60		184 80	1 61%
345 00	OWENS ILL INC COM NEW Ticker OI	1 02%	USD 29 260	30 700	10,094 32	10,591 50			
100 00	WALTER ENERGY INC COM Ticker WLT	1 23%	USD 98 140	127 840	9,814 23	12,784 00		50 00	0 39%
<b>Total Materials</b>						<b>48,353 31</b>		<b>392 80</b>	<b>0 72%</b>
<b>Telecommunication Services</b>									
290 00	AMERICAN TOWER CORP CL A Ticker AMT	1 45%	USD 52 400	51 640	15,195 68	14,975 60			
700 00	AT & T INC COM Ticker T	1 99%	USD 29 210	29 380	20,446 23	20,566 00		1,204 00	5 85%
<b>Total Telecommunication Services</b>						<b>35,641 91</b>		<b>1,204 00</b>	<b>3 39%</b>



**Deutsche Bank**  
Private Wealth Management

**Detailed Portfolio Information**  
As of December 31, 2010

Account Name TASK FOUNDATION INC  
Account Number 250366  
Base Currency USD

**List of Holdings - Equities**

Quantity	Security Description Security ID	% of Category	Local Unit Cost	Price in USD Local Price	Adjusted Cost Basis in USD	Market Value in USD	Accrued Income in USD	Estimated Annual Income in USD	Annual Yield %
<b>Equity by Sector</b>									
<b>Utilities</b>									
545 00	AMERICAN ELEC PWR INC COM Ticker AEP	1 89%	USD 36 990	35 980	20,159 55	19,609 10		1,002 80	5 11%
365 00	EDISON INTL COM Ticker EIX	1 37%	USD 37 630	38 600	13,734 55	14,089 00	116 80	467 20	3 32%
270 00	NEXTERA ENERGY INC COM Ticker NEE	1 36%	USD 54 540	51 990	14,725 50	14,037 30		540 00	3 85%
<b>Total Utilities</b>		<b>4 62%</b>			<b>48,619 60</b>	<b>47,735 40</b>	<b>116 80</b>	<b>2,010 00</b>	<b>4 21%</b>
<b>Total Equity by Sector</b>		<b>100 00%</b>			<b>993,062 34</b>	<b>1,034,823 45</b>	<b>620 03</b>	<b>17,471 84</b>	<b>1 69%</b>
<b>Total Equities</b>					<b>993,062 34</b>	<b>1,034,823 45</b>	<b>620 03</b>	<b>17,471 84</b>	<b>1 69%</b>
<b>Total Accrued Income</b>						<b>620 03</b>			
<b>Total Equities including Accrued Income</b>						<b>1,035,443 48</b>			

A "M" following the amount displayed in the Adjusted Cost Basis column indicates multiple lots, a "U" indicates undetermined cost

TOTAL FIXED INCOME 1,733,374.50  
TOTAL EQUITIES 1,034,823.45  
-----  
TOTAL ACCOUNT 2,768,197.95  
=====



INVESTMENTS - LAND, BUILDINGS, EQUIPMENT

ATTACHMENT 11

ASSET DESCRIPTION	METHOD/ CLASS	FIXED ASSET DETAIL			ACCUMULATED DEPRECIATION DETAIL		
		BEGINNING BALANCE	ADDITIONS	ENDING DISPOSALS	BEGINNING BALANCE	ADDITIONS	ENDING DISPOSALS
45 CENTRE SQARE		744,165				350,000**	

\*\* WRITTEN DOWN TO FAIR MARKET VALUE BASED ON APPRAISAL.

ATTACHMENT 12FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
ARTWORK HELD FOR INVESTMENT	25,000.	25,000.	25,000.
TOTALS	<u>25,000.</u>	<u>25,000.</u>	<u>25,000.</u>

ATTACHMENT 13

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
INTEREST/DIVIDEND RECEIVABLE	42,653.	23,616.	23,616.
TOTALS	<u>42,653.</u>	<u>23,616.</u>	<u>23,616.</u>

ATTACHMENT 14FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
CHANGE IN UNREALIZED GAIN/LOSS	365,624.
TOTAL	<u>365,624.</u>

FORM 990PF, PART VII-A, LINE 3 - CONFORMED COPY OF THE CHANGES

SEE ATTACHED:

- A) AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
- B) AMENDED AND RESTATED BY-LAWS
- C) RESTATED CERTIFICATE OF INCORPORATION

**Exhibit A**

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF THE  
TASK FOUNDATION, INC.  
UNDER SECTION 402 OF THE  
NOT-FOR-PROFIT CORPORATION LAW**

**FIRST:** The name of the corporation is the TASK FOUNDATION, INC. (the "Corporation").

**SECOND:** The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the New York Not-for-Profit Corporation Law (the "NPCL") and shall be a Type B corporation under Section 201 of the NPCL.

**THIRD:** The purposes for which the Corporation is organized are not for pecuniary profit or financial gain, and its purposes are exclusively charitable. Those purposes are: to function as a non-profit foundation and as such to receive, hold, administer, and disburse funds, securities, gifts and bequests and to use (including, without limitation, for operation of its own programs), disburse or donate income or principal thereof for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended (the "Code"), or the corresponding provisions of any subsequent federal tax laws, and to that end to hold any property, or an undivided interest therein, without limitations as to amount or value; to dispose of any such property and to invest, reinvest or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, this certificate of incorporation, the by-laws of the Corporation, or any applicable laws.

**FOURTH:** In furtherance of the foregoing purposes, the Corporation shall have all the general powers enumerated in Section 202 of the NPCL and such other powers as are now or hereafter permitted by law for a Corporation organized for the foregoing purposes.

**FIFTH:** Nothing herein contained shall be deemed to authorize the corporation to establish or maintain any school or other educational institution which would require a charter from the Regents of the University of the State of New York or the consent of the Commissioner of Education.

**SIXTH:** Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable and educational purposes, and intends at all times to qualify



and remain qualified as exempt from federal income tax under Section 501(c)(3) of the Code and, in connection therewith:

- (a) the Corporation shall not, directly or indirectly, engage in or include among its purposes any of the activities mentioned in subparagraphs (a) - (v) of Section 404 of the NPCL;
- (b) the Corporation is not formed for and shall not be conducted nor operated for pecuniary profit or financial gain, and no part of its assets, income or profit shall be distributed to or inure to the benefit of any private individual or individuals, provided that nothing herein shall prevent the Corporation from paying reasonable compensation to any person for services rendered to or for the Corporation in furtherance of one or more of its purposes;
- (c) no substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation, except to the extent permitted by the Code whether pursuant to an election under Section 501(h) or otherwise, and no part of the activities of the Corporation shall be devoted to participating or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office;
- (d) the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future U.S. Internal Revenue Law) or (ii) by a corporation contributions to which are deductible under section 170(c)(2) of the Code (or the corresponding provision of any future U.S. Internal Revenue Law); and
- (e) in any taxable year in which the Corporation is a private foundation as described in Section 509(a) of Code, the Corporation shall distribute its income for said period at such time and in such manner as not to subject it to tax under Section 4942 of the Code; and the Corporation shall not (a) engage in any act of self dealing as defined in Section 4941(d) of the Code, (b) retain any excess business holdings as defined in Section 4943(c) of the Code, (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code, or (d) make any taxable expenditures as defined in Section 4945(d) of the Code.

**SEVENTH:** The principal office of the Corporation shall be located in the Borough of Manhattan, City, County and State of New York.

EIGHTH: In the event of dissolution, all the remaining assets and property of the organization shall, after payment of all necessary expenses thereof, be distributed to organizations that qualify under Section 501(c)(3) of the Code (or the corresponding provision of any future US Internal Revenue law), or to the Federal government or State or local governments for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of New York when required under the NPCL.

NINTH: The Secretary of State of the State of New York is hereby designated as agent of the Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary shall mail a copy of any process against the Corporation served upon him is 315 Seventh Avenue, Suite 22B, New York, NY 10001.

**Exhibit B**

AMENDED AND RESTATED BY-LAWS OF  
TASK FOUNDATION, INC.  
As of November 14, 2010

ARTICLE I

NAME; OFFICES

Section 1. Name of the Corporation. The name of the Corporation is the "TASK FOUNDATION, INC." and shall be referred to herein as the "Foundation".

Section 2. Offices. The principal office of the Foundation shall be in New York County, State of New York. The Foundation may also have offices at such other places within or outside the State of New York as the Board of Directors may from time to time determine or the business of the Foundation may require.

ARTICLE II

MEMBERS

The Foundation shall have no members.

ARTICLE III

BOARD OF DIRECTORS

Section 1. Powers and Duties. The Board of Directors (each individually a "Director" and collectively, the "Board" or the "Directors") shall manage the affairs of and property of the Foundation in accordance with applicable laws, the Certificate of Incorporation and these By-Laws.

Section 2. Number. The number of Directors constituting the entire Board shall be not less than three (3) and not more than twenty five (25). Subject to such minimum, the number of Directors may be increased or decreased from time to time, by resolution of the Board of Directors, but such action by the Board shall require a vote of a majority of the entire Board and no decrease shall shorten the term of any incumbent Director.

Section 3. Election and Term of Office. Directors shall hold office for one (1) year terms; provided, however, that any Director elected to fill an unexpired term (whether resulting from the death, resignation or removal or created by an increase in the number of Directors) shall hold office until the next election of Directors. Each Director shall hold office until the expiration of the term for which he is elected or appointed and until his successor has been elected or appointed and qualified. Directors may be elected to any number of consecutive terms.

Section 4. Qualification for Directors. Each Director shall be at least 18 years of age.

Section 5. Removal. Any Director may be removed at any time for cause by a vote of the majority of Directors then in office at a regular meeting or special meeting of the Board called for that purpose; provided further that at least one week's notice of the proposed action shall have been given to the entire Board of Directors then in office.

Section 6. Resignation. Any Director may resign from office at any time upon notice to the Chairperson or the Secretary. Such resignation shall be made in writing, and shall take effect at the time specified therein (but not before receipt by the Chairperson or the Secretary), and if no time be specified, at the time of its receipt by the Chairperson or the Secretary. The acceptance of a resignation by the Board of Directors shall not be necessary to make it effective, but no resignation shall discharge any accrued obligation or duty of a Director.

Section 7. Vacancies and Newly Created Directorships. Any newly created Directorships and any vacancies on the Board of Directors arising at any time and from any cause (including without limitation, removal, resignation, death or increase in the number of directors) may be filled at any meeting of the Board of Directors by a majority of the Directors then in office, regardless of their number, and the Directors so elected shall serve until the next annual meeting.

Section 8. Meetings. Meetings of the Board may be held at any place within or without the State of New York as the Board may from time to time fix.

(a) Annual Meetings. The annual meeting of the Board of Directors shall be held in October or November of each year at a time and place fixed by the Board.

(b) Regular Meetings. Regular meetings of the Board shall be held as determined by the Board.

(c) Special Meetings. Special meetings of the Board shall be held whenever called by the Chairperson of the Board, the Executive Director, or any Director upon written demand of not less than three members of the Board of Directors, in each case at such time and place as shall be fixed by the person or persons calling the meeting.

Section 9. Notice of Meetings; Waiver of Notice. Regular meetings may be held without notice of the time and place if such meetings are fixed by the Board. Notice of the time and place of the annual meeting, each regular meeting not fixed by the Board and each special meeting of the Board (which notice shall, in the case of each annual and special meeting, be accompanied by a written agenda setting forth all matters upon which action is proposed to be taken) shall be mailed to each Director, by first class or express mail, postage prepaid, or courier service, charges prepaid, or facsimile transmission or electronic mail, to that address or number as it appears on the records of the Corporation, at least three (3) days before the day on which the meeting is to be held; provided, however, that notice of special meetings to discuss matters requiring prompt action may be sent to him or her at such address by facsimile, by electronic mail or given personally or by telephone, no less than forty-eight hours before the time at which such meeting is to be held, unless the meeting must be held within forty-eight hours. Notice shall be deemed given on the day so mailed, sent or otherwise communicated. Notice of a

meeting need not be given to any Director who submits a signed waiver of notice whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to him or her. No notice need be given of any adjourned meeting.

Section 10. Quorum and Voting. The quorum shall be a majority of the entire number of Directors then in office. Except as otherwise provided by law or these By-Laws, at any meeting of the Board at which a quorum is present, the affirmative vote of a majority of the Directors present at the time of the vote shall be the act of the Board. If at any meeting of the Board there shall be less than a quorum present, the Directors present may adjourn the meeting until a quorum is obtained.

Section 11. Teleconference Meetings. Any one or more members of the Board or any committee thereof may participate in a meeting of the Board or committee by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 12. Action by the Board without a Meeting. Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee.

Section 13. Electronic Mail. Any action which may be done, or is required to be done, in writing under these By-Laws or any law, including the provision of notices shall be valid to the extent permitted by law, if sent and received by electronic mail to or from a Director's email address on file in the records of the Foundation.

Section 14. Compensation. No compensation of any kind shall be paid to any Director for the performance of his or her duties as Director; provided however, that by resolution of the Board, a fixed fee and expenses of attendance may be allowed for attendance at each meeting. Nothing herein shall in any way limit reimbursement of or payment for services provided to the Foundation by a Director in any capacity separate from his or her responsibilities as a Director, provided that there is full disclosure of the terms of such compensation and the arrangement has been approved by the Board. The provisions of this section shall not in any way limit reimbursement of or payment for services provided to the Foundation by any organization in which a Director is affiliated, consistent with procedures set forth in any conflict of interest policy adopted by the Board.

#### ARTICLE IV

##### OFFICERS, EMPLOYEES AND AGENTS

Section 1. Number and Qualifications. The Officers of the Foundation shall be a Chairperson, a President, a Secretary, a Treasurer and such other Officers, if any, as the Board of Directors may from time to time appoint. One person may hold more than one office in the Foundation except that no one person may hold the offices of Chairperson

and Secretary or Chairperson and Executive Director. The Chairperson shall be a member of the Board of Directors. The other Officers may, but need not, be members of the Board of Directors. No instrument required to be signed by more than one Officer may be signed by one person in more than one capacity.

Section 2. Election and Term of Office. The Officers of the Foundation shall be elected for a one year term at the initial meeting of the Board of Directors and at each subsequent annual meeting of the Board of Directors, and each shall continue in office until his or her successor shall have been elected and qualified, or until his or her death, resignation or removal. Officers may be re-elected for an unlimited number of terms.

Section 3. Employees and Other Agents. The Board of Directors may from time to time appoint such employees and other agents as it shall deem necessary, each of whom shall hold office at the pleasure of the Board, and shall have such authority and perform such duties and shall receive such reasonable compensation, if any, as the Board of Directors may from time to time determine. To the fullest extent allowed by law, the Board of Directors may delegate to any officer or agent any powers possessed by the Board of Directors and may prescribe their respective title, terms of office, authorities and duties.

Section 4. Removal. Any Officer, employee or agent of the Foundation may be removed with or without cause at the discretion of the Board of Directors.

Section 5. 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 of Directors.

Section 6. Chairperson: Powers and Duties. The Chairperson shall preside at all meetings of the Board of Directors, and he or she shall have and perform such other duties as the Board assigns to him or her.

Section 7. President. The President shall be the chief executive of the Foundation and shall have general supervision, direction and control of the business consistent with the duties of supervision and management usually vested in the office of the president or executive director of a corporation. In the absence or non-election of the Chairman of the Board of Directors, he or she shall preside at all meetings of the Board of Directors. Except as the Board of Directors shall authorize the execution thereof in some other manner, he or she shall execute bonds, mortgages and other contracts on behalf of the Corporation; provided however, than any commitment of \$5,000 or greater shall require the signature of two officers.

Section 8. Secretary: Powers and Duties. The Secretary shall keep the minutes of the annual meeting and all meetings of the Board of Directors in books provided for that purpose. He or she shall be responsible for the giving and serving of all notices of the Foundation and shall perform all the duties customarily incident to the office of the Secretary, subject to the control of the Board of Directors, and shall perform such other duties as shall from time to time be assigned by the Board of Directors.

Section 9. Treasurer: Powers and Duties.

(a) General 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 moneys, evidences of indebtedness and other valuable documents

of the Foundation in the name and to the credit of the Foundation in such banks or depositories as the Board of Directors may designate. The Treasurer shall, at all reasonable times, exhibit the Corporation's books and accounts to any Officer or Director of the Corporation, whenever required by the Board, render a statement of the Corporation's accounts, and perform all duties incident to the position of Treasurer, subject to the control of the Board of Directors, and shall when required, give such security for the faithful performance of his or her duties as the Board of Directors may determine.

(b) Annual report. At the annual meeting, he or she shall present to the Board a report (verified by the Treasurer and the President, or certified by an independent public auditor) of the Corporation's accounts showing in appropriate detail: (a) the assets and liabilities of the Foundation as of a twelve-month fiscal period terminating not more than six months prior to the meeting; (b) the principal changes in assets and liabilities during that fiscal period; (c) the revenues or receipts of the Corporation, both unrestricted and restricted to particular purposes during said fiscal period; and (d) the expenses or disbursements of the Corporation, for both general and restricted purposes during said fiscal period. Such report shall be filed with the minutes of the annual meeting of the Board.

Section 10. Compensation. Any Officer of the Foundation is authorized to receive a reasonable salary or other reasonable compensation for services rendered to the Foundation under terms and in such amounts as approved by the Board of Directors, and only when so authorized.

Section 11. Sureties and Bonds. In case the Board shall so require, any Officer or agent of the Foundation shall execute for the Foundation a bond in such sum and with such surety or sureties as the Board may direct, conditioned upon the faithful performance of his or her duties to the Foundation and including responsibility for negligence and for the accounting for all property or funds of the Foundation that may come into his or her hands.

## ARTICLE V COMMITTEES

Section 1. Executive Committee. The Board, by resolution adopted by a majority of the entire Board, may establish an Executive Committee consisting of at least three Directors, one of whom shall be the Chairperson of the Board, who shall also serve as chairperson of the Executive Committee, and the other two of whom shall be appointed by the majority of the entire Board then in office. The Executive Committee may be delegated all of the responsibilities and authority of the Board of Directors that the Board can lawfully delegate to Committee under the governing documents of the Foundation and applicable federal and state laws. The Executive Committee shall not have the authority to:

- (i) Fill vacancies on the Board or on any committee;
- (ii) Amend or repeal the By-Laws or the adopt any new By-Laws;

- (iii) Amend or repeal any resolution of the Board which by its terms shall not be so amendable or repealable; and
- (iv) Fix compensation of the Directors for serving on the Board or any committee.

All grant commitments shall be approved by the Board or the Executive Committee.

Section 2. Other Committees.

The Board, by resolution adopted by a majority of the entire Board, may establish and appoint other standing committees or special committees consisting of at least three Directors with such powers and duties as the Board may prescribe consistent with the governing documents of the Foundation and applicable federal and state laws.

Section 3. Procedures, Quorum and Manner of Acting. Each Committee shall fix its own rules and procedures, and shall meet where and when provided by such rules or resolution of the Board of Directors. A majority of the members of a Committee shall constitute a quorum, and where a quorum of members is present, the affirmative vote of the majority present shall be an act of the Committee. Each Committee shall keep minutes of its proceedings, and actions taken by a Committee shall be reported to the Board of Directors.

Section 4. Non-Board Members. If any person who is not a Director is appointed to any committee of the Board, such non-Director shall have no right to vote on any question that would create a binding obligation of the Foundation or any matter reserved to the Board or a Board committee under New York Not-for-Profit Corporations Law.

ARTICLE VI  
BOARD OF ADVISORS

Section 1. Powers. The Board may appoint from time to time any number of persons as advisors of the Foundation to act either singly or as a committee or committees. Each advisor shall hold office during the pleasure of the Board and shall have only the authority or obligations as the Board may from time to time determine.

Section 2. No Compensation. No advisor to the Foundation shall receive, directly or indirectly, any salary or compensation for any such service rendered to the Corporation, except that the Board of Directors may authorize reimbursement of expenditures reasonably incurred on behalf of activities for the benefit of the Corporation.

ARTICLE VII  
CONTRACTS, CHECKS, BANK ACCOUNTS AND INVESTMENTS



Section 1. Checks, Notes and Contracts. The Board of Directors is authorized to select the banks or depositories it deems proper for the funds of the Foundation and shall determine who shall be authorized on the Corporation's behalf to sign checks, drafts or other orders from the payment of money, acceptances, notes or other evidences of indebtedness, to enter into contracts, or to execute and deliver other documents and instruments. The following signature requirements shall apply:

- i) All checks and bank transfers shall be signed by two signatories. In the event that a signatory declines to execute a proposed check as an inappropriate expenditure or otherwise, such expenditure shall only be made if approved by the majority of the entire Board then in office.
- ii) Any contract the value of which is \$5,000 or greater, shall be signed by two signatories.

Section 2. Investments. The funds of the Foundation 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, including stocks, bonds or other securities, as the Board of Directors may deem desirable.

## ARTICLE VIII

### BOOKS

There shall be kept at the office of the Foundation correct books of account of the activities and transactions of the Foundation including the minute book, which shall contain a copy of the Certificate of Incorporation, a copy of these by-laws, and all minutes of meetings of the Board of Directors.

## ARTICLE IX

### FISCAL YEAR

The fiscal year of the Foundation shall be determined by the Board of Directors.

## ARTICLE X

### INDEMNIFICATION AND INSURANCE

Section 1. Indemnification. The Foundation shall to the fullest extent now or hereafter permitted by law, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he or she or his or her testator was a Director, officer, employee or agent of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees. No indemnification may be made to or on behalf of any such person if (a) his or her acts were committed in bad faith or were the result of his or her active and deliberate dishonesty and were material to such action or proceeding or (b) he or she personally gained in fact a financial profit or other advantage to which he or she was not legally entitled. Expenses incurred by a Director, officer, employee or agent (or his or her testator) in defending a civil or criminal action or proceeding shall be paid by the Corporation in advance of the final disposition of such action or proceeding upon

receipt of an undertaking by or on behalf of such person to repay such amount as, and to the extent, required by Section 725 of the New York Not-for-Profit Corporation Law.

Section 2. Insurance. The Foundation shall have the power to purchase and maintain insurance to indemnify the Foundation for any obligation which it incurs as a result of its indemnification of Directors, officers and employees pursuant to Section 1 above, or to indemnify such persons in instances in which they may be indemnified pursuant to Section 1 above.

#### ARTICLE XI AMENDMENTS

These By-Laws may be amended or repealed by the affirmative vote of a majority of the entire Board then in office. Such action is authorized only at a duly called and held meeting of the Board for which written notice of such meeting, setting forth the proposed alteration, is given in accordance with the notice provisions for special meetings set forth in Article III, Section 9 of these By-Laws or unanimous consent as set forth in Article III, Section 12.

#### ARTICLE XII REFERENCE TO CERTIFICATE OF INCORPORATION

References in these By-Laws to the Certificate of Incorporation shall include all amendments thereto or changes thereof unless specifically excepted.

RESTATED CERTIFICATE OF INCORPORATION  
OF THE  
TASK FOUNDATION, INC.

Under Section 805 of the Not-For-Profit Corporation Law

---

We the undersigned, being the President and Secretary/Treasurer of the Task Foundation, Inc. do hereby certify:

FIRST: The name of the corporation is the Task Foundation, Inc. (the "Corporation").

SECOND: The certificate of incorporation of the Corporation was filed originally under the name the Foundation on Automation and Employment, Inc. with the Department of State on the 23<sup>rd</sup> day of March 1962, with the name subsequently changed, most recently to the Task Foundation, Inc. as of October 29, 1992. The Corporation was formed under the Membership Corporation Law of the State of New York.

THIRD: The Corporation is a corporation as defined in subparagraph (a) (5) of Section 102 of the Not-for-Profit Corporation Law ("NPCL") and is a Type B corporation under Section 201 of the NPCL.

FOURTH: The amendments of the certificate of incorporation of the Corporation effected by this restated certificate are to (i) modify the Corporation's purposes and powers, (ii) update the Corporation's address, (iii) indicate that service of process may be made on the Secretary of State, (iv) reference current New York Not-for-Profit Corporation Law and the current version of the Internal Revenue Code, and (v) remove information regarding directors that is duplicative with the by-laws.

FIFTH: To accomplish the foregoing amendments Articles SECOND through TWELFTH of the certificate of incorporation of the corporation, relating to the following subjects, are hereby amended to read as set forth in the same numbered article(s) of the certificate of incorporation of the Corporation as hereinafter restated.

**(a) A new Article SECOND is added to state the following:**

**"SECOND:** The Corporation is a corporation as defined in subparagraph (a) (5) of Section 102 of the New York Not-for-Profit Corporation Law (the "NPCL") and shall be a Type B corporation under Section 201 of the NPCL."

**(b) The original Article SECOND relating to the purposes of the Corporation is re-numbered as Article THIRD, and paragraph (b) of the original Article SECOND is deleted, so that the paragraph states that:**

**"THIRD:** The purposes for which the Corporation is organized are not for pecuniary profit or financial gain, and its purposes are exclusively charitable. Those purposes are: to function as a non-profit foundation and as such to receive, hold, administer, and disburse funds, securities, gifts and bequests and to use (including, without limitation, for operation of its own programs), disburse or donate income or principal thereof for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended (the "Code"), or the corresponding provisions of any subsequent federal tax laws, and to that end to hold any property, or an undivided interest therein, without limitations as to amount or value; to dispose of any such property and to invest, reinvest or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, this certificate of incorporation, the by-laws of the Corporation, or any applicable laws."

**(c) A new Article FOURTH relating to the powers of the Corporation is added to state that:**

**"FOURTH:** In furtherance of the foregoing purposes, the Corporation shall have all the general powers enumerated in Section 202 of the NPCL and such other powers as are now or hereafter permitted by law for a Corporation organized for the foregoing purposes."

**(d) Article FIFTH is amended to delete the final clause relating to the old Membership Corporation Law and shall state in its entirety:**

**"FIFTH:** Nothing herein contained shall be deemed to authorize the corporation to establish or maintain any school or other educational institution which would require a charter from the Regents of the University of the State of New York or the consent of the Commissioner of Education."

**(e) The original Articles THIRD, FOURTH and SIXTH relating to limitations on corporate powers are deleted and the language is consolidated into a revised Article SIXTH which more fully states limitations on and requirements for tax-exempt organizations generally, and private foundations in particular as follows:**

**"SIXTH:** Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable and educational purposes, and intends at all times to

qualify and remain qualified as exempt from federal income tax under Section 501(c)(3) of the Code, and in connection therewith:

(a) the Corporation shall not, directly or indirectly, engage in or include among its purposes any of the activities mentioned in subparagraphs (a) - (v) of Section 404 of the NPCL;

(b) the Corporation is not formed for and shall not be conducted nor operated for pecuniary profit or financial gain, and no part of its assets, income or profit shall be distributed to or inure to the benefit of any private individual or individuals, provided that nothing herein shall prevent the Corporation from paying reasonable compensation to any person for services rendered to or for the Corporation in furtherance of one or more of its purposes;

(c) no substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation, except to the extent permitted by the Code whether pursuant to an election under Section 501(h) or otherwise, and no part of the activities of the Corporation shall be devoted to participating or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office;

(d) the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c) (3) of the Code (or the corresponding provision of any future U.S. Internal Revenue Law) or (ii) by a corporation contributions to which are deductible under section 170(c) (2) of the Code (or the corresponding provision of any future U.S. Internal Revenue Law); and

(e) in any taxable year in which the Corporation is a private foundation as described in Section 509(a) of Code, the Corporation shall distribute its income for said period at such time and in such manner as not to subject it to tax under Section 4942 of the Code; and the Corporation shall not (a) engage in any act of self dealing as defined in Section 4941(d) of the Code, (b) retain any excess business holdings as defined in Section 4943(c) of the Code, (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code, or (d) make any taxable expenditures as defined in Section 4945(d) of the Code.”

**(f) Article SEVENTH related to the geographic area in which the Corporation’s activities are to be principally conducted is deleted.**

**(g) In Article NINTH, the word “Foundation” is replaced with the word “Corporation” and is restated as Article SEVENTH as follows:**

“SEVENTH: The principal office of the Corporation shall be located in the Borough of Manhattan, City, County and State of New York.”

**(h) Article EIGHTH relating to liquidation is revised as follows to (i) reference the current Internal Revenue Code and the requirement for judicial approval in New York, and (ii) delete the reference to members as the Corporation has no members:**

**"EIGHTH:** In the event of dissolution, all the remaining assets and property of the organization shall, after payment of all necessary expenses thereof, be distributed to organizations that qualify under Section 501(c) (3) of the Code (or the corresponding provisions of any future US Internal Revenue Law), or to the Federal government or State or local governments for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of New York when required under the NPCL."

**(i) A new Article NINTH is added to indicate that process may be served on the Secretary of State and the address to which process shall be mailed:**

**"NINTH:** The Secretary of State of the State of New York is hereby designated as agent of the Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary shall mail a copy of any process against the Corporation served upon him is 315 Seventh Avenue, Suite 22B, New York, NY 10001."

**(j) Article TENTH, relating to the number of directors and the establishment of an executive committee is deleted in its entirety and covered in the Corporation's by-laws.**

**(k) Article Eleventh and Twelfth indicating the names of the original incorporators and the signers of the original certificate of incorporation are deleted.**

**SIXTH:** The restatement of the certificate of incorporation of the Corporation herein provided for was authorized by unanimous written consent of the Board without a meeting, dated as of November 14, 2010, the Corporation having no members entitled to vote on said restatement.

**SEVENTH:** The text of the certificate of incorporation of the corporation is hereby restated as amended or changed herein to read as follows:

**AMENDED AND RESTATED CERTIFICATE OF INCORPORATION  
OF THE  
TASK FOUNDATION, INC.**

**FIRST:** The name of the corporation is the TASK FOUNDATION, INC. (the "Corporation").

**SECOND:** The Corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the New York Not-for-Profit Corporation Law (the "NPCL") and shall be a Type B corporation under Section 201 of the NPCL.

**THIRD:** The purposes for which the Corporation is organized are not for pecuniary profit or financial gain, and its purposes are exclusively charitable. Those purposes are: to function as a non-profit foundation and as such to receive, hold, administer, and disburse funds, securities, gifts and bequests and to use (including, without limitation, for operation of its own programs), disburse or donate income or principal thereof for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended (the "Code"), or the corresponding provisions

of any subsequent federal tax laws, and to that end to hold any property, or an undivided interest therein, without limitations as to amount or value; to dispose of any such property and to invest, reinvest or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the corporation without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, this certificate of incorporation, the by-laws of the Corporation, or any applicable laws.

**FOURTH:** In furtherance of the foregoing purposes, the Corporation shall have all the general powers enumerated in Section 202 of the NPCL and such other powers as are now or hereafter permitted by law for a Corporation organized for the foregoing purposes.

**FIFTH:** Nothing herein contained shall be deemed to authorize the corporation to establish or maintain any school or other educational institution which would require a charter from the Regents of the University of the State of New York or the consent of the Commissioner of Education.

**SIXTH:** Notwithstanding any other provision of these articles, the Corporation is organized exclusively for charitable and educational purposes, and intends at all times to qualify and remain qualified as exempt from federal income tax under Section 501(c)(3) of the Code and, in connection therewith:

- (a) the Corporation shall not, directly or indirectly, engage in or include among its purposes any of the activities mentioned in subparagraphs (a) - (v) of Section 404 of the NPCL;
- (b) the Corporation is not formed for and shall not be conducted nor operated for pecuniary profit or financial gain, and no part of its assets, income or profit shall be distributed to or inure to the benefit of any private individual or individuals, provided that nothing herein shall prevent the Corporation from paying reasonable compensation to any person for services rendered to or for the Corporation in furtherance of one or more of its purposes;
- (c) no substantial part of the activities of the Corporation shall be devoted to the carrying on of propaganda or otherwise attempting to influence legislation, except to the extent permitted by the Code whether pursuant to an election under Section 501(h) or otherwise, and no part of the activities of the Corporation shall be devoted to participating or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office;
- (d) the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future U.S. Internal Revenue Law) or (ii) by a corporation contributions to which are deductible under section 170(c)(2) of the Code (or the corresponding provision of any future U.S. Internal Revenue Law); and

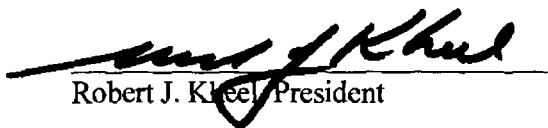
- (e) in any taxable year in which the Corporation is a private foundation as described in Section 509(a) of Code, the Corporation shall distribute its income for said period at such time and in such manner as not to subject it to tax under Section 4942 of the Code; and the Corporation shall not (a) engage in any act of self dealing as defined in Section 4941(d) of the Code, (b) retain any excess business holdings as defined in Section 4943(c) of the Code, (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code, or (d) make any taxable expenditures as defined in Section 4945(d) of the Code.

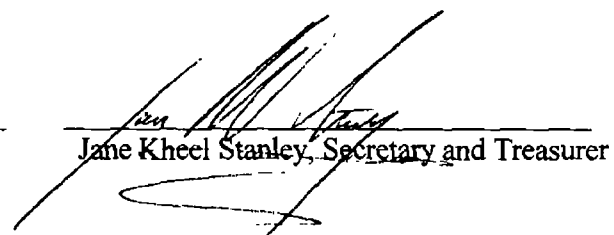
SEVENTH: The principal office of the Corporation shall be located in the Borough of Manhattan, City, County and State of New York.

EIGHTH: In the event of dissolution, all the remaining assets and property of the organization shall, after payment of all necessary expenses thereof, be distributed to organizations that qualify under Section 501(c)(3) of the Code (or the corresponding provision of any future US Internal Revenue law), or to the Federal government or State or local governments for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of New York when required under the NPCL.

NINTH: The Secretary of State of the State of New York is hereby designated as agent of the Corporation upon whom process against the Corporation may be served. The post office address to which the Secretary shall mail a copy of any process against the Corporation served upon him is 315 Seventh Avenue, Suite 22B, New York, NY 10001.

Signed on 14<sup>th</sup> November, 2010

  
Robert J. Kheel, President

  
Jane Kheel Stanley, Secretary and Treasurer



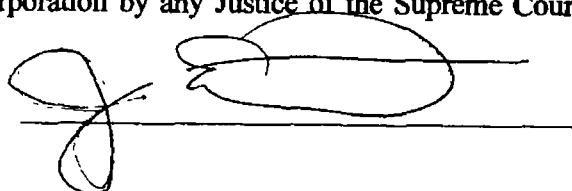
STATE OF NEW YORK

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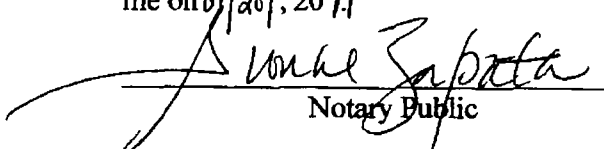
) SS.:

COUNTY OF NEW YORK )

JACKIE EWENSTEIN, being duly sworn, deposes and says that she is an attorney and counselor at law and a member of the firm of Ewenstein & Young llp, attorneys for the corporation submitting the foregoing Restated Certificate of Incorporation, and that no previous application for the approval of said Restated Certificate of Incorporation by any Justice of the Supreme Court has ever been made.



Subscribed and sworn to before  
me on 01/20/2011



Notary Public

**IVONNE ZAPATA**  
Notary Public, State of New York  
No 01ZA6199812  
Qualified in Kings County  
Commission Expires Jan 20, 2013

The undersigned has no objection to the granting of Judicial approval hereon and waives statutory notice.

ANDREW CUOMO  
ATTORNEY GENERAL  
STATE OF NEW YORK

By: \_\_\_\_\_

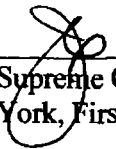
Date: \_\_\_\_\_

**JUDITH J. GISCHIE**


I, \_\_\_\_\_, a Justice of the Supreme Court of the State of New York, First Judicial District, do hereby approve the foregoing Restated Certificate of Incorporation of the TASK FOUNDATION, INC. and consent that the same be filed.

**FEB 10 2011**  
Signed on

, 20 .

  
\_\_\_\_\_  
Justice of the Supreme Court of the  
State of New York, First Judicial District

THE ATTORNEY GENERAL HAS NO OBJECTION  
TO THE GRANTING OF JUDICIAL APPROVAL  
HEREON, ACKNOWLEDGES RECEIPT OF  
STATUTORY NOTICE AND DEMANDS SERVICE  
OF THE FILED CERTIFICATE. SAID NO OBJECTION  
IS CONDITIONED ON SUBMISSION OF THE  
MATTER TO THE COURT WITHIN 60 DAYS HEREAFTER.



ASSISTANT ATTORNEY GENERAL

DATE

Laura Werner

February 4, 2011

## TASK FOUNDATION INC

13-1968353

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 16

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
THEODORE W. KHEEL 315 SEVENTH AVENUE 22B NEW YORK, NY 10001	CHAIRMAN 15.00 HRS PER YEAR	0.	0.	0.
ROBERT J. KHEEL 315 SEVENTH AVENUE 22B NEW YORK, NY 10001	PRESIDENT 35.00 HRS PER YEAR	0.	0.	0.
ELLEN KHEEL JACOBS 315 SEVENTH AVENUE 22B NEW YORK, NY 10001	VICE PRESIDENT 3.00 HRS PER YEAR	0.	0.	0.
JANE KHEEL STANLEY 315 SEVENTH AVENUE 22B NEW YORK, NY 10001	SECRETARY 60.00 HRS PER YEAR	0.	0.	0.
MARTHA L. KHEEL 315 SEVENTH AVENUE 22B NEW YORK, NY 10001	DIRECTOR 3.00 HRS PER YEAR	0.	0.	0.

## TASK FOUNDATION INC

13-1968353

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 16 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
KATHERINE KHEEL 315 SEVENTH AVENUE 22B NEW YORK, NY 10001	DIRECTOR 3.00 HRS PER YEAR	0.	0.	0.
	GRAND TOTALS	<u>0.</u>	<u>0.</u>	<u>0.</u>

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALSATTACHMENT 17

<u>NAME AND ADDRESS</u>	<u>TYPE OF SERVICE</u>	<u>COMPENSATION</u>
EISNERAMPER, LLP 750 THIRD AVENUE NEW YORK, NY 10017	ACCOUNTING/TAX WORK	134,213.
TOTAL COMPENSATION		<u>134,213.</u>

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

JANE STANLEY  
315 SEVENTH AVENUE, APT 22B  
NEW YORK, NY 10001  
646-454-9057

TASK FOUNDATION INC

13-1968353

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 19

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
METROPOLIS EAGLES RUNNING CLUB INC 22416 133RD AVENUE LAURELTON, NY 11413	NONE	PUBLIC CHARITY	GENERAL SUPPORT	91,667
MORAVIAN ACADEMY 7 EAST MARKET STREET BETHLEHEM, PA 18018	NONE	PUBLIC CHARITY	GENERAL SUPPORT	5,000
GLOBAL GIVING FOUNDATION, INC 1023 FIFTEENTH STREET, 12TH FLOOR WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	GENERAL SUPPORT	35,000
UNITY FOR HAITI 1551 RICHMOND STREET STATEN ISLAND, NY 10304	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
TOTAL CONTRIBUTIONS PAID				<u>132,667</u>

ATTACHMENT 19

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11/7/2011

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V 10-8 2

- 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).

<b>Type or print</b>  File by the extended due date for filing your return. See instructions.	Name of exempt organization <b>TASK FOUNDATION, INC.</b>	Employer identification number <b>1 3 1 9 6 8 3 5 3</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>315 SEVENTH AVENUE - 22-B</b>	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. <b>NEW YORK NY 10001</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)  **0**  **4**

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 **TASK FOUNDATION, INC.**  
Telephone No.  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 11/15/2011.
- 5 For calendar year 2010, or other tax year beginning       , 20       , and ending        /20       .
- 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 Awaiting third party information necessary for filing a complete and accurate return

<b>8a</b> 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.	<b>8a</b>	\$ 2,936
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	<b>8b</b>	\$ 2,936
<b>c</b> 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.	<b>8c</b>	\$ 0

**Signature and Verification**

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

Signature Title Date



# Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► 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 ☒ X
  - 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.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

## 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.*

Type or print  File by the due date for filing your return. See instructions.	Name of exempt organization <b>TASK FOUNDATION, INC.</b>	Employer identification number <b>1 3 1 9 6 8 3 5 3</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>315 SEVENTH AVENUE - 22-B</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK NY 10001</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ **0 4**

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
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

THIS IS YOUR COPY

- The books are in the care of ► **TASK FOUNDATION, INC.**

Telephone No. ► \_\_\_\_\_ 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.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **08/15/2011** to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
 ► ☒ calendar year 20 **10** or  
 ► ☐ tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

2 If the tax year entered in line 1 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	\$	2,936
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,936
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0

**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.