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

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

OMB No 1545-0052

2010

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

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: THE BONFIRE FOUNDATION

A Employer identification number: 13-4039331

Number and street (or P O box number if mail is not delivered to street address): 45 THEODORE FREMD AVENUE | Room/suite:

B Telephone number: (800) 923-3516

City or town, state, and ZIP code: RYE, NY 10580-2932

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 ▶[ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶[ ]

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 2,042,288.

J Accounting method: [ ] Cash [ ] Accrual [X] Other (specify) MODIFIED CASH (Part I, column (d) must be on cash basis.)

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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received	100.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	26,591.	23,564.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<338,992.>			
	b Gross sales price for all assets on line 6a 1,391,952.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	1,659.	159.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	<310,642.>	23,723.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	60,000.	36,000.		24,000.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	4,794.	2,876.		1,918.
	16a Legal fees				
	b Accounting fees STMT 3	6,538.	0.		6,538.
	c Other professional fees				
	17 Interest	23,849.	23,849.		0.
	18 Taxes STMT 4	3,478.	228.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	4,372.	1,927.		2,445.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	103,031.	64,880.		34,901.
	25 Contributions, gifts, grants paid	95,201.			95,201.
	26 **Total expenses and disbursements.** Add lines 24 and 25	198,232.	64,880.		130,102.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<508,874.>			
	b **Net investment income** (if negative, enter -0-)		0.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		49,390.	49,390.
	2 Savings and temporary cash investments	<514,719.>	<316,669.>	<316,669.>
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less. allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	2,270,058.	2,195,717.	2,195,717.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	466,541.	113,850.	113,850.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2,221,880.	2,042,288.	2,042,288.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	2,221,880.	2,042,288.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	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			
	30 **Total net assets or fund balances**	2,221,880.	2,042,288.	
	31 **Total liabilities and net assets/fund balances**	2,221,880.	2,042,288.	

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	2,221,880.
2	Enter amount from Part I, line 27a	2	<508,874.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	329,282.
4	Add lines 1, 2, and 3	4	2,042,288.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,042,288.

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 ATTACHMENT A	P	VARIOUS	VARIOUS
b	REALIZED LOSS THRU PARTNERSHIP K-1S			
c	LESS: UBIT LOSS REPORTED ON 990T			
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	1,391,952.		1,637,943.	<245,991.>
b				<93,001.>
c				24,503.
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
a				<245,991.>
b				<93,001.>
c				24,503.
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	<314,489.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	149,980.	1,874,475.	.080012
2008	157,700.	1,719,859.	.091694
2007	164,848.	3,331,709.	.049479
2006	168,068.	2,120,149.	.079272
2005	116,619.	1,974,461.	.059064

2 Total of line 1, column (d)	2	.359521
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	.071904
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,989,375.
5 Multiply line 4 by line 3	5	143,044.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	143,044.
8 Enter qualifying distributions from Part XII, line 4	8	130,102.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1.			
Date of ruling or determination letter ________ **(attach copy of letter if necessary-see instructions)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	0.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	0.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 6,000.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	6,000.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	6,000.
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	6,000. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 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.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ▶ WWW.TEAMBONFIRE.COM				
14	The books are in care of ▶ THE FOUNDATION Telephone no ▶914-921-2500				
	Located at ▶45 THEODORE FREMD AVENUE, RYE, NY ZIP+4 ▶10580-2932				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ 15	N/A			
				Yes	No
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		X
	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 ▶				

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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		4b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		60,000.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:		
a	Average monthly fair market value of securities	1a	<354,166.>
b	Average of monthly cash balances	1b	2,373,836.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,019,670.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,019,670.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	30,295.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,989,375.
6	**Minimum investment return.** Enter 5% of line 5	6	99,469.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	99,469.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a:		
b	Income tax for 2010 (This does not include the tax from Part VI.) — 2b: 189.		
c	Add lines 2a and 2b	2c	189.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	99,280.
4	Recoveries of amounts treated as qualifying distributions	4	1,500.
5	Add lines 3 and 4	5	100,780.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	100,780.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	130,102.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	130,102.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	130,102.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				100,780.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005 18,286.				
b From 2006 71,193.				
c From 2007 6,986.				
d From 2008 71,707.				
e From 2009 56,256.				
f Total of lines 3a through e	224,428.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 130,102.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				100,780.
e Remaining amount distributed out of corpus	29,322.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	253,750.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr.			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	18,286.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	235,464.			
10 Analysis of line 9				
a Excess from 2006 71,193.				
b Excess from 2007 6,986.				
c Excess from 2008 71,707.				
d Excess from 2009 56,256.				
e Excess from 2010 29,322.				

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

1 a 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			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a 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 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))

TOD PARROTT

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

NONE

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

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

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

HEATHER DIVER, BONFIRE FOUNDATION, 800-923-3516
45 THEODORE FREMD AVENUE, RYE, NE YORK 10580

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

SEE ATTACHMENT C

c Any submission deadlines

APRIL 1ST

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

SEE ATTACHMENT C

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
a *Paid during the year*				
SEE ATTACHMENT B				95,201.
Total			▶ 3a	95,201.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	525990	3,027.	14	23,564.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	525990	<24,503.>	18	<314,489.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a GRANT REFUNDS			01	1,500.	
b OTHER INCOME			01	159.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		<21,476.>		<289,266.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <310,742.>

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
THOMAS F. BLANEY, CPA, CFE		9/1/11		P00234022

Firm's name ▶ O'CONNOR DAVIES MUNNS & DOBBINS, LLP — Firm's EIN ▶ 13-3385019

Firm's address ▶ 60 EAST 42ND STREET, 36TH FL. NEW YORK, NY 10165-3698 — Phone no (212)286-2600

023622 04-26-11

THE BONFIRE FOUNDATION 13-4039331

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND & INTEREST INCOME	24,787.	0.	24,787.
DIVIDEND & INTEREST INCOME THUR K-1S	1,804.	0.	1,804.
TOTAL TO FM 990-PF, PART I, LN 4	26,591.	0.	26,591.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
GRANT REFUNDS	1,500.	0.	
OTHER INCOME	159.	159.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,659.	159.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
O'CONNOR DAVIES MUNNS & DOBBINS, LLP	6,538.	0.		6,538.
TO FORM 990-PF, PG 1, LN 16B	6,538.	0.		6,538.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	228.	228.		0.
FEDERAL EXCISE TAXES	3,000.	0.		0.
NYS UBIT	250.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,478.	228.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL PROCESSING FEES	872.	0.		872.
SUBSCRIPTIONS AND DUES	1,090.	0.		1,090.
FILING FEES	250.	0.		250.
EXPENSES THRU K-1'S	1,917.	1,917.		0.
MISCELLANEOUS EXPENSES	243.	10.		233.
TO FORM 990-PF, PG 1, LN 23	4,372.	1,927.		2,445.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 6

DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENTS FOR THE YEAR	329,282.
TOTAL TO FORM 990-PF, PART III, LINE 3	329,282.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT A-FIDELITY	1,793,697.	1,793,697.
ATTACHMENT A- JESUP & LAMONT/ANDERSON STRUDWICK	42,260.	42,260.
ATTACHMENT A-MERRILL LYNCH/CONSTELLATION	359,760.	359,760.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,195,717.	2,195,717.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT A-POLYGON INVESTMENT PARTNERS	FMV	113,850.	113,850.
TOTAL TO FORM 990-PF, PART II, LINE 13		113,850.	113,850.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HEATHER DIVER C/O THE BONFIRE FOUNDATION 45 THEODORE FREMD AVE RYE, NY 10580	EXECUTIVE DIRECTOR 20.00	24,000.	0.	0.
TOD PARROTT C/O THE BONFIRE FOUNDATION 45 THEODORE FREMD AVE RYE, NY 10580	TREASURER 20.00	0.	0.	0.
KRISTEN MULVOY C/O THE BONFIRE FOUNDATION 45 THEODORE FREMD AVE RYE, NY 10580	BOARD MEMBER 7.00	12,000.	0.	0.
PEGGIE PARROTT C/O THE BONFIRE FOUNDATION 45 THEODORE FREMD AVE RYE, NY 10580	BOARD MEMBER 7.00	12,000.	0.	0.
TRACI DECONCINI C/O THE BONFIRE FOUNDATION 45 THEODORE FREMD AVE RYE, NY 10580	BOARD MEMBER 7.00	0.	0.	0.
COLLEEN OGILVIE C/O THE BONFIRE FOUNDATION 45 THEODORE FREMD AVE RYE, NY 10580	BOARD MEMBER 7.00	12,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		60,000.	0.	0.

BONFIRE FOUNDATION
FORM 990-PF
EIN 13-4039331

	Beginning Balance		Purchases (Transfers)			Sales/Paydowns					Ending Balance		
Securities Description	Shs/PV	Book Value	Date	Shs/PV	Cost	Date	Shs/PV	Proceeds	Cost	Gain/(Loss)	Shs/PV	Book Value	Fair Value
Fidelity													
EQUITIES													
99 Cents Only Stores	4 000	29,806 40				VARIOUS	3 000	52,925.04	22,354.80	30,570.24	1 000	7 451 60	15,940.00
ACL SEMICONDUCTORS			VARIOUS	30,000	14 139.88				0.00		30 000	14,139.88	7 800.00
ADVANCED BATTERY TECHNOLOGIES INC	1 000	2,608.00				VARIOUS	1 000	3 944.01	2,608.00	1 336.01			
ADVENTRX PHARMACEUTICALS			12/7/2010	1 000	1 977.95				0.00		1 000	1 977.95	2,610.00
AKAMAI TECH	1 000	28,725.20	9/27/2010	200	10 005.50	VARIOUS	1,200	43 528.22	38,730.70	4,797.52			
AKORN INC	1 000	3,390.70				5/5/2010	1 000	2,179 71	3 390 70	(1,210.99)			
ALKERMS INC.	100	1 539.80				9/10/2010	100	1 415.02	1 539.80	(124 78)			
ALLOT COMMUNICATIONS	1 000	6,039.00				VARIOUS	1 000	4 808.94	6,039.00	(1 230.06)			
AMBASSADORS INTERNATIONAL	100	1 400 16	8/24/2010	(87)	1 70	9/1/2010	12	26.74	1 400.16	(1 373.42)	1	1 70	1 60
AMTECH SYSTEMS	2 000	9 760.54				VARIOUS	2 000	20,713.59	9 760.54	10 953 05	-		
ANNTAYLOR			VARIOUS	500	12 650.90				0 00		500	12 650 90	13 695.00
ARENA PHARMACEUTICALS INC			11/12/2010	1 000	1 547.95				0.00		1 000	1 547.95	1 720 00
Arlington Asset Invt Corp	50	81 81				9/10/2010	50	1 053.53	81 81	971 72	-		
CALPINE CORP COM	1 000	16,448.00				VARIOUS	1 000	12,924.52	16,448.00	(3 523 48)			
CARIZZO OIL & GAS	500	10 043.84				9/10/2010	500	11 406.85	10 043.84	1 363 01			
CERNER CORP			11/12/2010	100	8,727.95	12/6/2010	100	9,221.89	8,727.95	493 94			
CHYRON CORP COM	3 000	5 695.22				VARIOUS	3 000	4 652.94	5,695.22	(1 042.28)	-		
CIBL										-	-	-	
CLARUS CORP DEL			VARIOUS	10,000	70,327 79				0 00	-	10 000	70 327 79	79 100.00
CURIS INC	8,000	7 941.03				VARIOUS	8,000	19,289 70	7,941.03	11 348.67	-		
CYTORI THERAPEUTICS INC COM	10 000	50,012.64	VARIOUS	15,000	84,223.90	various	10 000	36,941.05	57 694 62	(20,753.57)	15,000	88 541.92	103 800.00
DENNY'S CORP	3 000	9 786.61				VARIOUS	3 000	8,251 48	9 786.61	(1,535.13)	-		
DIREEQUITY INC COM	1 000	26,508.00				1/14/2010	500	11 391 70	13,254.00	(1,862.30)	500	13,254 00	24 690.00
DOT HILL SYS CORP	90 000	107 552.29	VARIOUS	10,000	14,615.90				0.00		100 000	122,168.19	175 000.00
DRYSHIPS			VARIOUS	5 000	28,534.38				0.00		5,000	28,534.38	27 450.00
E HOUSE CHINA	300	3,613.80				1/14/2010	300	5,700.85	3 613.80	2 087 05		-	
E TRADE FINANCIAL			3/30/2010	100	1 597.95	8/1/2010	100	1,264.22	1 597.95	(333 73)			
EMDEON INC CL A	200	3 123 08				1/14/2010	200	3 067.92	3 123 08	(55.16)			
EPICOR SOFTWARE			8/20/2010	1 000	6 614 05				0.00		1 000	6,614 05	10,100 00
F5 NETWORK			9/10/2010	100	9 329.95	12/6/2010	100	13,877.81	9 329.95	4 547.86		-	
FARMERS & MERCHANTS			4/22/2010	1	4 377.95				0.00		1	4 377.95	3 970.00
FBR CAP MKTS CORP	15 000	56,870 97				VARIOUS	14 000	64 973.98	52,146.24	12,827 74	1 000	3 724 73	3,820.00
GILEAD SCIENCES	200	9 011 65				12/6/2010	200	7 419.92	9 011 65	(1 591 73)			
GLOBALSTAR INC			VARIOUS	30,000	51 954 72				0 00		30 000	51 954 72	43 500 00
GOOGLE INC	100	36,943.50				10/7/2010	50	26,239 10	18 471 75	7 767.35	50	18,471 75	29 698.50
GSI GROUP INC COM	3 000	8,057.33	VARIOUS	0	145.73	VARIOUS	3 000	5,975.98	8,203.06	(2,227.08)			
GSI GROUP INC F-ESCROW			7/28/2010	1 000					0 00		1 000		
HUNTSMAN CORP			11/12/2010	1 000	13,707.95				0 00		1 000	13 707.95	15 610 00
INGRAM MICRO INC			10/7/2010	100	1 715.85	12/6/2010	100	1796.42	1 715.85	80 47			
INTERNET CAPITAL GROUP INC	100	4 919 40				9/1/2010	100	837 43	4,919 40	(4 081.97)			
INTL RECTIFIER CORP	1 000	40,218.50				VARIOUS	1 000	20 913.60	40 218.50	(19 304.90)	-		
ION GEOPHYSICAL CORP	5,000	17,898.44				VARIOUS	3 000	19 964.92	10,737.86	9,227.06	2 000	7 158.58	16,960.00
ITRON INC	200	9,373 00				12/9/2010	200	10,803.86	9 373.00	1 430.86		-	
JACO ELECTORS INC	5,000	10,498 01				VARIOUS	5 000	1,314 01	10 498.01	(9 184.00)	-	-	
JAVO BEVERAGE INC	49 635	6,706.68				VARIOUS	49 635	3 695.12	6,706.68	(3 011.56)	-		
JEFFRIES GROUP	300	6 155.00				5/5/2010	300	8 107.51	6,155.00	1 952.51			
JETBLUE AIRWAYS CORP	1 000	6,329.38				VARIOUS	1,000	5 734.12	6,329.38	(595.26)	-		
KEMET CORP			VARIOUS	10 000	94 188.78				0.00		10 000	94 188.78	145,800 00
LANNETT INC			9/28/2010	1 000	4 180.75	12/6/2010	1 000	5 696.27	4 180 75	1 515.52			
LEVEL 3 COMMUNICATIONS INC	1 000	3 558.00							0.00		1,000	3,558.00	980 00
LICT CORP	25	74 907 00	6/3/2010		(16,250.00)				0.00		25	58,657 00	66,250 00
LIHUA INTL INC			8/28/2010	1 000	7 637.95	12/6/2010	1 000	11 528.45	7 637.95	3 890.50			
LIMELIGHT NETWORKS	1 000	3 958.00	9/10/2010	4 000	17 687.95				0.00		5,000	21 645.95	29 050 00
LOCAL COM CORP	1 000	5,807.90				5/5/2010	1 000	8 605.88	5,807.90	2,797.98			
LOCATEPLUS HLDGS CORP	201 000	18,359.30							0.00		201 000	18,359.30	6 030.00
LULULEMON	200	2,849 60				12/6/2010	200	10,874.06	2,849 60	8,024 46	-		
MARKET LEADER INC COM	1 000	1 902 00				9/10/2010	1 000	1 982.01	1 902.00	80 01	-		
MERCADOLIBRE INC	200	8,336.00				12/6/2010	200	13 149.82	8,336.00	4 813.82	-		
METALICO INC	100	371.20				9/10/2010	100	322.04	371.20	(49 16)			
MICROS SYS			VARIOUS	300	13,283.52				0.00		300	13,283.52	13 158.00
MILLICOM INTL	200	9 934.38				12/6/2010	200	18,036.30	9 934.38	8,051 92	-		
MMC ENERGY INC	5 000		1/6/2010	0	(750.00)	11/24/2010	5,000	285.00	(750.00)	1 035.00			
MODUSLINK GLOBAL SOLUTIONS INC	1 000	13 013.51				9/10/2010	1 000	6,191.94	13 013.51	(6,821 57)			
NAM TAI ELECTRONICS	1 000	3 946.00				5/5/2010	1 000	4,985.68	3 946.00	1 039 68			
NET ONE UEPS TECH	18,000	273 634.31	VARIOUS	10 000	142,033 41	1/14/2010	3 000	58,780.48	44,535.83	14,224.65	25,000	371 131.89	306,500.00
NEWSTAR FINL INC.	15 000	48,191.34				12/6/2010	3 000	26,218.25	9 638.27	16,579.98	12,000	38,553 07	126,840 00
NU HORIZONS ELECTRS CORP			4/20/2010	1 000	3 372.55	11/24/2010	1 000	6,941.83	3 372.55	3 569.38			
NUANCE COMMUNICATIONS	1 000	5,891.38							0 00		1 000	5,891.38	18,180 00
PATTERSON UTI ENERGY INC	200	2 678.00				5/6/2010	200	3,208.13	2 678.00	530 13			
PETROLEO BRASILEIRO	100	3 117.50				5/5/2010	100	4,272.17	3 117.50	1 154.67		-	
PRESSTEK INC	1 000	6,492.00							0.00		1 000	6,492.00	2 220 00
QLT INC			3/26/2010	1 000	5,255.95	9/10/2010	1 000	5,961.84	5,255.95	705 89		-	
QUANTUM CORP DLT & STORAGE	5,000	7,257.20	various	20 000	50 972.36	12/6/2010	3 000	11 681.85	6,987.55	4 704.30	22,000	51,242.01	81 840 00
REALNETWORKS INC	4 000	25 838.71				VARIOUS	4 000	14 185.62	25,838.71	(11 753 09)			
RESEARCH FRONTIERS	1 000	11 674.80				5/5/2010	1 000	3 301.97	11 674.80	(8,372.83)			
RESEARCH IN MOTION	300	21 646.00				5/5/2010	300	21 630 71	21 646.00	(15.29)			
RICHARDSON ELECTRS			10/7/2010	200	2,193.95	12/6/2010	200	2,176.01	2,193.95	(17 94)			
SAVVIS INC	500	13 950.80				12/6/2010	500	12 873.83	13 950.80	(1 076.97)			
SEARS HLDGS CORP			VARIOUS	300	20 037.90				0.00	-	300	20,037.90	22 125.00
SEQUENOM INC	-	2,233 40								-		2,233.40	
SI CORP	5,000	41 731.91				VARIOUS	4 000	22,534.39	33 385.53	(10 851 14)	1 000	8,346.38	6,900.00
SILVER WHEATON			11/12/2010	100	3 377.95				0.00	-	100	3 377.95	3 904.00
SIX FLAGS INC	100	829 35				8/1/2010	100		829 35	(829 35)		-	
STAR SCIENTIFIC			12/6/2010	5,000	9 189.45				0.00		5,000	9 189 45	9 750.00
SUNSHINE PCS			6/3/2010	325	16,250.00				0 00		325	16,250.00	
SURMODICS INC	6,000	148,305.72				VARIOUS	6,000	86,326.78	148,305.72	(61,978.94)			
SYCAMORE NETWORKS INC	1 000	23 545.90							0.00		1 000	23,545.90	20 590.00
SYSTEMAX INC	15,000	194 773.24	VARIOUS	5,000	64 340 60	1/14/2010	5,000	82,639.87	64 778.46	17 861.41	15,000	194 335.38	211 500 00
TD AMERITRADE			3/30/2010	100	1,880.95	9/1/2010	100	1 488.02	1,880.95	(392.93)			
TELECOMM SYS A	1 000	4,850.00							0 00	-	1 000	4,850 00	4 670.00
THQ			10/19/2010	1 000	4 045.31				0.00		1 000	4 045.31	6,060.00
TOWER SEMICONDUCTOR	-	-	2/12/2010	5,000	6,357.95				0.00		5,000	6,357.95	7 050.00
TUCOWS INC	100 000	88,273.53							0.00		100 000	88,273.53	72,700 00
UNISYS CORP COM			4/7/2010	2 000	70 097.95	5/6/2010	1 000	29 084 15	35,048.98	(5 964.83)	1 000	35,048.97	25,890.00
URS CORP NEW YORK	200	8,965.48				9/10/2010	200	7 539.92	8,965.48	(1 425.56)			
USA BK PORT CHESTER NEW YORK COM	50 000	250 000 00				7/15/2010	50,000	675.52	250 000.00	(249 324 48)	-		
VALERO ENERGY CORP	500	17,532.89				9/27/2010	400	6,734.21	14,026.31	(7,290 10)	100	3 506.58	2,312.00
VIROPHARMA INC			11/12/2010	100	1 686.95				0 00		100	1 686.95	1 732.00
VISA INC COM	100	5,828.95				10/7/2010	50	3 657.98	2,914 48	743 50	50	2 914 47	3 519.00
VOCAL TEC			11/24/2010	100	2,688.45				0 00		100	2,688 45	2,512.00
WEB COM GROUP INC	2,000	29 481.83							0 00		2 000	29 481.83	16,900 00
WESTELL TECHNOLOGIES			8/10/2010	1,000	2 187.86				0.00		1 000	2,187.86	3,270.00
WORLD FUEL SERVICES			11/4/2010	100	2,868.95	12/6/2010	100	3 075.40	2,868.95	206.45			
TOTAL FIDELITY	647 510.00	1,917 673 11		174,639.00	874 995.47		209 897.00	943,310.26	1 188,721 45	(246,411.19)	612,452.00	1,803,947.13	1 793 697.10
JESUP & LAMONT/ANDERSON STRUDWICK													
EQUITIES													
ACL SEMICONDUCTORS INC	99 000	9 455.94									99 000	9 455.94	34 650 00
LOCATEPLUS HOLDINGS CORP	30,000	15 061 75									30 000	15,061 75	900 00
SUNSHINE PCS CORP	200,000	4 061 75	2/8/2010	(199,800)	-						200	4 061 75	6 440.00
WINLAND ONLINE SHIPPING HOLDINGS CORP			1/19/2010	100	301 75						100	301 75	270 00
TOTAL JESUP & LAMONT	329 000	28,579 44		(199 700.00)	301 75		-	-	0.00	-	129 300	28,881.19	42,260.00
Merrill Lynch/Constellation													
EQUITIES													
NYSE EURONEXT	12,000	1 053,240.00									12,000	1 053,240.00	359 760.00
TOTAL MERRILL LYNCH	12,000	1 053,240.00			-						12,000	1,053,240.00	359 760.00
Polygon Investment Partners LLP													
Polygon Convertible Opportunity Fund LP Class B Exemp			4/20/2010		100 000.00							100,000.00	113 849 72
Polygon Investment Partners LLP					100,000.00							100,000.00	113,849 72
Alternative Investments													
Twin Oaks		457 878.00			(103 571.00)	various		354 305.00	354 305.00				
Ten Fold		85,013.00			9,904.00	7/12/2010		94 337.00	94,917 00	(580 00)			
TOTAL ALTERNATIVE INVESTMENTS		542,889.00			(93 667.00)			448,642.00	449,222.00	(580 00)		0.00	0.00
TOTAL INVESTMENTS	988,510	3,542,381.55		(25,061)	881 630.22		209 897	1,391,952.26	1 637,943.45	(245,991.19)	753 752	2,786,068.32	2,309,566.82

ATTACHMENT A 1 OF 2

BONFIRE FOUNDATION
FORM 990-PF
EIN 13-4030331

Securities Description	Beginning Balance Shs/PV	Beginning Balance Book Value	Purchases (Transfers) Date	Purchases (Transfers) Shs/PV	Purchases (Transfers) Cost	Sales/Paydowns Date	Sales/Paydowns Shs/PV	Sales/Paydowns Proceeds	Sales/Paydowns Cost	Sales/Paydowns Gain/(Loss)	Ending Balance Shs/PV	Ending Balance Book Value	Ending Balance Fair Value
MONEY MARKET - Fidelity													
SUNAMERICA MONEY MARKET		(562,403 68)			1,218,914 43				1,390,712.17			(372,383.94)	(372,383.94)
TOTAL INTEREST REINVESTED		16,222.00										10,384.18	10,384.18
TOTAL FIDELITY MONEY MARKET		(546,181.68)			1,218,914.43							(361,997 76)	(361,997 76)
MONEY MARKET JESUP & LAMONT													
FEDERATED PRIME CS		306.94			(301 75)							10.35	10.35
TOTAL INTEREST REINVESTED		6 16										-	
TOTAL JESUP & LAMONT		312.10			(301 75)							10.35	10.35
MONEY MARKET MERRILL LYNCH/CONSTELLATION													
ML BANK DEPOSIT PROGRAM		16,694.29			232.81							30,918.23	30,918.23
TOTAL INTEREST REINVESTED		14 456.85										14 400 42	14 400.42
TOTAL MERRILL LYNCH		31 151.14			232.81							45,318.65	45,318.65
TOTAL MONEY MARKET		(514,718.44)			1,218,845.59							(316,668.76)	(316,668.76)

Form 990 PF
EIN: 13-4039331

The Bonfire Foundation
Schedule of Grants Paid
For the Year Ended 12/31/10

Recipient	Address	Status	Purpose	Check Amount
Austin Community College	3901 Bee Cave Rd., Austin, TX 78746	Public Charity	Education	$ 711.00
Blind Children Learning Center	18542 Vanderlip Ave # B, Santa Ana, CA	Public Charity	Education	3,000.00
Bridge Point Booster Club	6401 Cedar Street Austin, TX 78746	Public Charity	Education	3,000.00
Cathedral High School	934 East 181 St., #1-B, Bronx, NY 10460	Public Charity	Education	3,000.00
Channel 3 Kids Camp	73 Times Farm Road, Andover, CT 06232	Public Charity	General	150.00
Christ Church Nursery School	15 Chestnut St. #A-7, Rye, NY 10580	Public Charity	General	4,000.00
Christ's Church Nursery School	35 Harris Road, Avon, CT 06001	Public Charity	General	3,700.00
Don Bosco Prep	492 North Franklin Turnpike, Ramsey, NJ	Public Charity	Education	5,000.00
Good Counsel	46 Rockledge Ave., White Plains, NY 10601	Public Charity	Education	7,000.00
Goodwill Industries	410 N. Fairview, Santa Ana, CA 92703	Public Charity	General	5,000.00
Isha Schools Foundation	951 Isha Lane, Mcminnville, TN 37110	Public Charity	Education	2,400.00
Los Ninos de Guatemala	1728 Chesterford Way, McLean, VA 22101	Public Charity	Education	2,000.00
Mater Dei High School	1202 West Edinger Ave., Santa Ana, CA 92707	Public Charity	Education	5,000.00
Most Holy Trinity	Trinity Church, Mamaroneck, NY 10543	Public Charity	Education	1,000.00
St Michaels Prep	144 Grand Street, Jersey City, NJ	Public Charity	Education	2,000.00
St. Luke School	350 E. 143rd St. #17C, Bronx, NY 10454	Public Charity	Education	2,600.00
St. Mary's Catholic School	1204 Wake Forest Dr., Alexandria, VA 22307	Public Charity	Education	4,000.00
St. Thomas Aquinas College	20 Garret Ave., Congers, NY 10920	Public Charity	Education	5,000.00
Taller San Jose	801 North Broadway, Santa Ana, CA	Public Charity	Education	3,000.00
The Lynn House	644 S Highland Ave, Los Angeles, CA 90043	Public Charity	Education	3,000.00
University of San Diego	Frnt, 5998 Alcala Park, San Diego, CA	Public Charity	Education	5,000.00
University of Texas	1 University Station A2701, Austin, TX 78712	Public Charity	Education	2,000.00
Ursuline High School	1533 Raleigh Rd., Mamaroneck, NY 10543	Public Charity	Education	4,000.00
Villanova University	800 East Lancaster Ave., Villanova PA	Public Charity	Education	5,000.00
West Hartford Youth Hockey	102 Cambridge St., West Hartford, CT 06110	Public Charity	General	1,640.00
Westchester Community College	50 E. 212th Street, Bronx, NY 10467	Public Charity	Education	3,000.00
Westchester Community College	86 Pleasantville Rd., Pleasntville, NY 10570	Public Charity	Education	3,000.00
Xavier College Prep	34-200 Cook Street, Palm Desert, CA	Public Charity	Education	2,000.00
Xavier High School	268 Beach 140th St., Belle Harbor, NY 11694	Public Charity	Education	5,000.00
Total Grants Paid During 2010				**$ 95,201.00**

ATTACHMENT B

BONFIRE FOUNDATION

45 THEODORE FREMD AVE RYE, NY 10580
1.800 923.3516 WWW TEAMBONFIRE.COM

Application for Sponsorship: Part 1

GENERAL

Name: ______________________________

Address: ______________________________

____

Home Phone: ______________ Cell Phone: ______________

Email: ______________________________

Social Security #: ______________

Birthday (mm/dd/yy): / /

References: *please include name & phone number*

1) Education 1) ______________________________

2) Personal 2) ______________________________

3) Career (if applicable) 3) ______________________________

EDUCATION

		Year completed:
Grammar School:	______________	________
High School:	______________	________
College:	______________	________
Selected College Major:	______________	________
Other:	______________	________

**Please include a copy of your current report card.*

ABOUT THE PROGRAM

Program/School Name: ______________________________

Tuition Cost (per semester) ______________

Please circle one: Full Time Part Time

Desription of Program: (*use back side if more room is needed*)

BONFIRE FOUNDATION

45 THEODORE FREMD AVE RYE, NY 10580
1.800 923 3516 WWW TEAMBONFIRE.COM

Application for Sponsorship: Part II

Please use a separate sheet to answer the following questions:

1) What journalistic endeavors have you accomplished or pursued? Include all published or unpublished works that you think give an indication of your interest in this field.

2) What athletic endeavors have you accomplished or pursued? List awards, rankings and other notable activities that you deem important.

3) What qualities do you think are important for achieving your goals? Please explain why.

4) What does the word "*proactive*" mean to you?

5) Have you read the requirements for the Bonfire Scholarship?

   Requirements for the scholarship are as follows:
   - Monthly voicemail "update/touch-base" 1.800.923.3516
   - Quarterly submission of grades
   - Annual "face to face"
   - Annual online meeting with all grantees
   - Must re-apply each semester

Do you accept these terms?

SIGN: ______________________________

"Please consider me an applicant for the Bonfire Foundation Scholarship."

SIGN: ______________________________DATE:_______

Please return the completed application to:

45 Theodore Fremd Ave
Rye, NY 10580

Form **8868** (Rev. January 2011) Department of the Treasury Internal Revenue Service

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* 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	Name of exempt organization	Employer identification number
	THE BONFIRE FOUNDATION	13-4039331
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 45 THEODORE FREMD AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. RYE, NY 10580-2932	

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

- The books are in the care of ▶ THE FOUNDATION 45 THEODORE FREMD AVENUE - RYE, NY 10580-2932
  Telephone No.▶ 914-921-2500 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 AUGUST 15, 2011 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 2010 or
▶ [ ] tax year beginning ______ , and ending ______ .

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	$ 6,000.
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	$ 6,000.
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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing your return See instructions	Name of exempt organization THE BONFIRE FOUNDATION	**Employer identification number** 13-4039331
	Number, street, and room or suite no. If a P O. box, see instructions 45 THEODORE FREMD AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions RYE, NY 10580-2932	

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 ▶ THE FOUNDATION 45 THEODORE FREMD AVENUE - RYE, NY 10580-2932

  Telephone No. ▶ 914-921-2500 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 NOVEMBER 15, 2011.

5 For calendar year 2010 , or other tax year beginning ____________, and ending ____________.

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUIRED TO ACCUMULATE THE NECESSARY INFORMATION NEEDED TO FILE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**8a**	$ 6,000.
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	**8b**	$ 6,000.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**8c**	$ 0.

Signature and Verification

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

Signature ▶ [illegible] Title ▶ CPA Date ▶ 8/2/11

023842
01-24-11