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

2010

Department of the Treasury
Internal Revenue Service

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

For calendar year 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 BROOKS FOUNDATION		A Employer identification number 22-3761279
Number and street (or P O box number if mail is not delivered to street address) C/O UNTRACHT EARLY, 325 COLUMBIA TPKE	Room/suite 202	B Telephone number 973-408-6700
City or town, state, and ZIP code FLORHAM PARK, NJ 07932		C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4,052,260. (Part I, column (d) must be on cash basis.)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,500.		N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		11.	11.		STATEMENT 1
4 Dividends and interest from securities		1,641.	1,641.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		274,304.			
b Gross sales price for all assets on line 6a	454,139.				
7 Capital gain net income (from Part IV, line 2)			274,304.		
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		-94,535.	-94,535.		STATEMENT 3
12 Total Add lines 1 through 11		182,921.	181,421.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	1,500.	0.		1,500.
c Other professional fees					
17 Interest					
18 Taxes					
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 5	38,688.	34,030.		0.
24 Total operating and administrative expenses Add lines 13 through 23		40,188.	34,030.		1,500.
25 Contributions, gifts, grants paid		110,226.			110,226.
26 Total expenses and disbursements. Add lines 24 and 25		150,414.	34,030.		111,726.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		32,507.			
b Net investment income (if negative, enter -0-)			147,391.		
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	31,595.	18,068.	18,068.
	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 6	1,617,643.	1,663,677.	4,034,192.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,649,238.	1,681,745.	4,052,260.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,649,238.	1,681,745.	
	30 Total net assets or fund balances	1,649,238.	1,681,745.	
	31 Total liabilities and net assets/fund balances	1,649,238.	1,681,745.	

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	1,649,238.
2 Enter amount from Part I, line 27a	2	32,507.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,681,745.
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	1,681,745.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENT				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 454,139.		179,835.	274,304.	
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) 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				
b				
c				
d				
e			274,304.	
2 Capital gain net income or (net capital loss)		2		274,304.
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	147,386.	2,397,591.	.061473
2008	159,288.	2,805,515.	.056777
2007	139,135.	3,403,808.	.040876
2006	125,483.	2,788,270.	.045004
2005	87,537.	2,629,942.	.033285
2 Total of line 1, column (d)		2	.237415
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	.047483
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5		4	3,469,095.
5 Multiply line 4 by line 3		5	164,723.
6 Enter 1% of net investment income (1% of Part I, line 27b)		6	1,474.
7 Add lines 5 and 6		7	166,197.
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.		8	111,726.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	2,948.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	2,948.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	2,948.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	4,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,500.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	38.	
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	1,514.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax	11	0.	

STATEMENT 9

1,473. Refunded

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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>WY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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)? 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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>UNTRACHT EARLY</u> Telephone no. ► <u>973-408-6700</u> Located at ► <u>325 COLUMBIA TURNPIKE, SUITE 202, FLORHAM PARK, N</u> ZIP+4 ► <u>07932</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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? 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 ►	16	Yes	No
				X

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> N/A	1b	
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? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," list the years ► <u>2009</u>		
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.)	2b	X
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? <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"/> 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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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
T. ANTHONY BROOKS C/O UNTRACHT EARLY, 325 COLUMBIA TPKE FLORHAM PARK, NJ 07932	TRUSTEE 2.00	0.	0.	0.
LINDA LEITH BROOKS C/O UNTRACHT EARLY, 325 COLUMBIA TPKE FLORHAM PARK, NJ 07932	TRUSTEE 2.00	0.	0.	0.

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

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

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

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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	0.
b	Average of monthly cash balances	1b	72,428.
c	Fair market value of all other assets	1c	3,449,496.
d	Total (add lines 1a, b, and c)	1d	3,521,924.
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	3,521,924.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	52,829.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,469,095.
6	Minimum investment return. Enter 5% of line 5	6	173,455.

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	173,455.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,948.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,948.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	170,507.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	170,507.
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	170,507.

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	111,726.
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	111,726.
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	111,726.

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.

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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				170,507.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			114,299.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 111,726.				
a Applied to 2009, but not more than line 2a			111,726.	
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				0.
e Remaining amount distributed out of corpus	0.			
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	0.			
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.			2,573.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				170,507.
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	0.			
9 Excess distributions carryover to 2011 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 11				
Total			▶ 3a	110,226.
b <i>Approved for future payment</i>				
NONE				
Total			▶ 3b	0.

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.

(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.

X V. Ha Phung-Bui
Signature of officer or trustee

7-20-11
Date

TRUSTEE
Title

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

**Paid
Preparer
Use Only**

TRACEY B. EARLY

TRACEY B. EARLY

06/29/11

Firm's name ► UNTRACHT EARLY LLC

Firm's EIN ▶

Firm's address ► 325 COLUMBIA TURNPIKE, SUITE 202
FLORHAM PARK, NJ 07932

Phone no. 973-408-6700

Form **990-PF** (2010)

FORM 990-PF

CORPORATE STOCK

STATEMENT

6

DESCRIPTIONBOOK VALUEFAIR MARKET
VALUE

NEUBERGER BERMAN

1,663,677.

4,034,192.

TOTAL TO FORM 990-PF, PART II, LINE 10B

1,663,677.

4,034,192.

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	ENTERPRISE PRODUCT PARTNERS, LP	P		01/21/10
b	NATURAL RESOURCE PARTNERS, LP	P		02/05/10
c	ONEOK PARTNERS, LP	P		05/28/10
d	SPECTRA ENERGY PARTNERS, LP	P		03/12/10
e	TEEKAY LNG PARTNERS, LP	P		09/08/10
f	BOARDWALK PIPELINE PARTNERS LP	P		12/10/10
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 127,078.		4,930.	122,148.
b 28,834.		34,779.	-5,945.
c 117,774.		29,311.	88,463.
d 48,941.		31,597.	17,344.
e 91,880.		61,704.	30,176.
f 39,632.		17,514.	22,118.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) 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			122,148.
b			-5,945.
c			88,463.
d			17,344.
e			30,176.
f			22,118.
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	274,304.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

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

SOURCE	AMOUNT
JACKSON STATE BANK	11.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	11.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NEUBERGER BERMAN	1,641.	0.	1,641.
TOTAL TO FM 990-PF, PART I, LN 4	1,641.	0.	1,641.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ORDINARY LOSS FROM K-1 CEDAR FAIR, L.P.	-32,153.	-32,153.	
ORDINARY INCOME FROM K-1 ENTERPRISE PRODUCTS PARTNERS, L.P.	8,826.	8,826.	
ORDINARY LOSS FROM K-1 NUSTAR ENERGY GP HOLDINGS	-2,011.	-2,011.	
ORDINARY LOSS FROM K-1 WESTERN GAS PARTNERS	-3,437.	-3,437.	
ORDINARY INCOME FROM K-1 PLAINS ALL AMERICA	1,372.	1,372.	
ORDINARY LOSS FROM K-1 ENERGY TRANSFER	-36,694.	-36,694.	
ORDINARY LOSS FROM K-1 BLUEKNIGHT ENERGY PARTNERS LP	-9,109.	-9,109.	
ORDINARY LOSS FROM K-1 BOARDWALK PIPELINE PARTNERS LP	-1,431.	-1,431.	
ORDINARY INCOME FROM K-1 NATURAL RESOURCE PARTNERS LP	375.	375.	
ORDINARY LOSS FROM K-1 ONEOK PARTNERS, L.P.	-1,485.	-1,485.	
ORDINARY LOSS FROM K-1 TEEKAY LNG PARTNERS LP	17.	17.	
ORDINARY LOSS FROM K-1 REGENCY ENERGY	-11,861.	-11,861.	

ORDINARY LOSS FROM K-1 PENN VIRGINIA GP HOLDINGS LP	-3,040.	-3,040.
ORDINARY LOSS FROM K-1 SPECTRA ENERGY PARTNERS	-2,895.	-2,895.
ORDINARY LOSS FROM K-1 EL PASO PIPELINE	-2,242.	-2,242.
ORDINARY LOSS FROM K-1 ALLIANCE HOLDINGS CP,LP	-870.	-870.
ORDINARY INCOME FROM INERGY HOLDINGS LP	2,219.	2,219.
ORDINARY INCOME FROM INERGY, LP	983.	983.
ORDINARY INCOME FROM ALLIANCEBERSTEIN HOLDINGS, LP	518.	518.
ORDINARY LOSS FROM K-1 CHESAPEAKE MIDSTREAM PARTNERS	-1,617.	-1,617.
TOTAL TO FORM 990-PF, PART I, LINE 11	-94,535.	-94,535.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,500.	0.		1,500.
TO FORM 990-PF, PG 1, LN 16B	1,500.	0.		1,500.

FORM 990-PF	OTHER EXPENSES		STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROKERAGE FEES	34,030.	34,030.		0.
NON-DEDUCTIBLE EXPENSES FROM K-1'S	4,658.	0.		0.
TO FORM 990-PF, PG 1, LN 23	38,688.	34,030.		0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

T. ANTHONY BROOKS
LINDA LEITH BROOKS

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ADIRONDACK COUNCIL 103 HAND AVE, SUITE 3 ELIZABETHTOWN, NY 12932	NONE GENERAL UNRESTRICTED	PUBLIC	250.
AMERICAN CANCER SOCIETY PO BOX 22718 OKLAHOMA CITY, OK 73123	NONE GENERAL UNRESTRICTED	PUBLIC	1,250.
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS, TX 75231	NONE GENERAL UNRESTRICTED	PUBLIC	1,250.
AMERICAN RED CROSS 410 E GRAND AVE, STE 105 LARAMIE, WY 82072	NONE GENERAL UNRESTRICTED	PUBLIC	1,500.
ANDREW K DWYER FOUNDATION 756 GUARD HILL ROAD BEDFORD, NY 10508	NONE GENERAL UNRESTRICTED	PUBLIC	500.
APAWAMIS FOUNDATION 2 CLUB ROAD RYE, NY 10580	NONE GENERAL UNRESTRICTED	PUBLIC	100.

THE BROOKS FOUNDATION

22-3761279

APPALACHIAN TRAIL CONSERVANCY 799 WASHINGTON STREET, PO BOX 807 HARPERS FERRY, WV 25425	NONE GENERAL UNRESTRICTED	PUBLIC	200.
ASPCA 424 E. 92ND STREET NEW YORK, NY 10128	NONE GENERAL UNRESTRICTED	PUBLIC	500.
CENTER FOR THE ARTS 240 SOUTH GLENWOOD, PO BOX 860 JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	500.
CLEARWATER 112 LITTLE MARKET ST POUGHKEEPSIE, NY 12601	NONE GENERAL UNRESTRICTED	PUBLIC	200.
CLIMB WYOMING 1001 W. 31ST STREET CHEYENNE, WY 82001	NONE GENERAL UNRESTRICTED	PUBLIC	750.
COMMUNITY FOUNDATION OF JACKSON HOLE P.O. BOX 574 JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	15,600.
COVENANT HOUSE 611 NORTH RAMPART STREET NEW ORLEANS, LA 70112	NONE GENERAL UNRESTRICTED	PUBLIC	3,500.
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD, 2ND FLOOR BETHESDA, MD 20814	NONE GENERAL UNRESTRICTED	PUBLIC	500.
DUCKS UNLIMITED ONE WATERFOWL WAY MEMPHIS, TN 38120	NONE GENERAL UNRESTRICTED	PUBLIC	550.
EAST HARLEM SCHOOL 309 EAST 103RD ST. NEW YORK, NY 10029	NONE GENERAL UNRESTRICTED	PUBLIC	1,500.

THE BROOKS FOUNDATION			22-3761279
EPISCOPAL RELIEF & DEVELOPMENT 815 SECOND AVENUE NEW YORK, NY 10017	NONE GENERAL UNRESTRICTED	PUBLIC	1,750.
FIVER CHILDREN'S FOUNDATION 240 WEST 35TH STREET, STE 305 NEW YORK, NY 10001	NONE GENERAL UNRESTRICTED	PUBLIC	2,000.
GRAND TETON MUSIC FESTIVAL 4015 WEST LAKE CREEK DR. WILSON, WY 83014	NONE GENERAL UNRESTRICTED	PUBLIC	1,500.
GREATER YELLOWSTONE COALITION PO BOX 1874, 13 S. WILLSON, STE 2 BOZEMAN, MO 59771	NONE GENERAL UNRESTRICTED	PUBLIC	250.
HABITAT FOR HUMANITY 121 HABITAT STREET AMERICUS, GA 31709	NONE GENERAL UNRESTRICTED	PUBLIC	500.
JACKSON HOLE HISTORICAL SOCIETY 105 MERCILL AVENUE JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	350.
JACKSON HOLE LAND TRUST 555 E BROADWAY #228 JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	5,000.
KENT SCHOOL ANNUAL FUND PO BOX 2006 KENT, CT 06757	NONE GENERAL UNRESTRICTED	PUBLIC	6,250.
KING ANNUAL FUND 19303 FREMONT AVENUE NORTH SEATTLE, WA 98133	NONE GENERAL UNRESTRICTED	PUBLIC	500.
LAND TRUST ALLIANCE 1331 H. STREET NW STE 400 WASHINGTON, DC 20005	NONE GENERAL UNRESTRICTED	PUBLIC	2,500.

MANHATTAN COUNCIL-BSA 350 5TH AVENUE, SUITE 530 NEW YORK, NY 10118	NONE GENERAL UNRESTRICTED	PUBLIC	250.
MEMORIAL SLOANE KETTERING CANCER CENTER 1275 YORK AVE NEW YORK, NY 10021	NONE GENERAL UNRESTRICTED	PUBLIC	750.
NATURAL MUSEUM OF WILDLIFE ART 2820 RUNGIUS ROAD JACKSON HOLE, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	250.
NRDC 40 WEST 20TH STREET NEW YORK, NY 10011	NONE GENERAL UNRESTRICTED	PUBLIC	750.
OFF SQUARE THEATRE CO. 240 SOUTH GLENWOOD JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	900.
PAWS OF JACKSON HOLE 250 WEST PEARL STREET JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	600.
RAILS TO TRAILS CONSERVANCY 2121 WARD CT., NW 5TH FLOOR WASHINGTON, DC 20037	NONE GENERAL UNRESTRICTED	PUBLIC	400.
RCDS ANNUAL FUND CEDAR STREET RYE, NY 10580	NONE GENERAL UNRESTRICTED	PUBLIC	250.
RTA INCORPORATED - C/O HENRY P. DAVISON, BESSEMER TRUST CO., 630 FIFTH AVE. NEW YORK, NY 10111	NONE GENERAL UNRESTRICTED	PUBLIC	6,000.
SALVATION ARMY 615 SLATERS LANE PO BOX 269 ALEXANDRIA, VA 22313	NONE GENERAL UNRESTRICTED	PUBLIC	250.

THE BROOKS FOUNDATION

22-3761279

ST. JOHN'S EPISCOPAL CHURCH 170 N GLENWOOD JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	17,671.
ST. JOHN'S MEDICAL CENTER FDN 625 E BROADWAY ST JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	1,500.
ST. JOHN'S DIABETES FUND 625 E BROADWAY ST JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	250.
ST. JOHN'S HOSPICE 555 EAST BROADWAY JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	100.
TETON RAPTOR CENTER PO BOX 1805 545 WEST HIGHWAY 22 WILSON, WY 83014	NONE GENERAL UNRESTRICTED	PUBLIC	1,000.
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE, SUITE 100 ARLINGTON, VA 22203	NONE GENERAL UNRESTRICTED	PUBLIC	1,500.
THE WILDERNESS SOCIETY 1615 M STREET, NW WASHINGTON, DC 20036	NONE GENERAL UNRESTRICTED	PUBLIC	250.
UNCF 8260 WILLOW OAKS CORPORATE DRIVE FAIRFAX, VA 22031	NONE GENERAL UNRESTRICTED	PUBLIC	250.
US SKI & SNOWBOARD TEAM FOUNDATION 1500 KEARNS BLVD, BOX 100 PARK CITY, UT 84060	NONE GENERAL UNRESTRICTED	PUBLIC	1,000.
USOC PO BOX 7010 ALBERT LEA, MN 56007	NONE GENERAL UNRESTRICTED	PUBLIC	1,000.

THE BROOKS FOUNDATION

22-3761279

WORLD WILDLIFE FUND 1250 24TH STREET, NW WASHINGTON, DC 20037	NONE GENERAL UNRESTRICTED	PUBLIC	250.
WOUNDED WARRIOR PROJECT 7020 AC SKINNER PKWY, SUITE 100 JACKSONVILLE, FL 32256	NONE GENERAL UNRESTRICTED	PUBLIC	200.
TROUT UNLIMITED 250 N. 1ST STREET LANDER, WY 82520	NONE GENERAL UNRESTRICTED	PUBLIC	700.
WYOMING PUBLIC RADIO P.O. BOX 3984 LARAMIE, WY 82071	NONE GENERAL UNRESTRICTED	PUBLIC	2,250.
WYOMING STOCK GROWERS AGRICULTURAL LAND TRUST PO BOX 206 113 E. 20TH CHEYENNE, WY 82003	NONE GENERAL UNRESTRICTED	PUBLIC	250.
YALE UNIVERSITY 254 COLLEGE ST NEW HAVEN, CT 06510	NONE GENERAL UNRESTRICTED	PUBLIC	7,750.
YELLOWSTONE PARK FOUNDATION 222 EAST MAIN ST, STE 301 BOZEMAN, MT 59715	NONE GENERAL UNRESTRICTED	PUBLIC	250.
CITIZENS AGAINST GOVERNMENT WASTE 1301 PENNSYLVANIA AVENUE, NW, SUITE 1075 WASHINGTON, DC 20004	NONE GENERAL UNRESTRICTED	PUBLIC	275.
AMERICAN PRAIRE FOUNDATION PO BOX 908 BOZEMAN, MT 59771	NONE GENERAL UNRESTRICTED	PUBLIC	500.
BIG DOG CLASSIC 39 ISLAND DRIVE RYE, NY 10580	NONE GENERAL UNRESTRICTED	PUBLIC	300.

CONNECTICUT CHALLENGE 860 CANAL STREET, 3RD FLOOR STAMFORD, CT 06902	NONE GENERAL UNRESTRICTED	PUBLIC	150.
DUKE UNIVERSITY BOX 90581 DURHAM, NC 27708	NONE GENERAL UNRESTRICTED	PUBLIC	500.
EARTHJUSTICE 426 17TH STREET OAKLAND, CA 94612	NONE GENERAL UNRESTRICTED	PUBLIC	250.
ENVIRONMENTAL DEFENSE FUND 257 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE GENERAL UNRESTRICTED	PUBLIC	100.
IC EUGENE L. SCOTT SCHOLARSHIP FUND 7020 HEATHERHILL ROAD BETHESDA, MD 20817	NONE GENERAL UNRESTRICTED	PUBLIC	250.
FRIENDS OF MORY'S 306 YORK STREET NEW HAVEN, CT 06511	NONE GENERAL UNRESTRICTED	PUBLIC	100.
FRIENDS OF PATHWAY 335 SOUTH MILLWARD, PO BOX 2062 JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	250.
GREENWICH ACADEMY ANNUAL GIVING 200 NORTH MAPLE AVENUE GREENWICH , CT 06830	NONE GENERAL UNRESTRICTED	PUBLIC	250.
HONOR FLIGHT WYOMING PO BOX 1143 CHEYENNE, WY 82003	NONE GENERAL UNRESTRICTED	PUBLIC	100.
HONORING OUR VETERANS PO BOX 526 MORAN, WY 83013	NONE GENERAL UNRESTRICTED	PUBLIC	200.

THE BROOKS FOUNDATION

22-3761279

ISHA 230 E. OHIO STREET, SUITE 400 CHICAGO, IL 60611	NONE GENERAL UNRESTRICTED	PUBLIC	250.
JACKSON HOLE CARES PO BOX 1249 JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	250.
JACKSON HOLE SKI & SNOWBOARD CLUB PO BOX 461 JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	500.
JH HOUSING TRUST PO BOX 4498, 250 VERONICA LANE, SUITE 104 JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	250.
KATHERINE DELMAR BURKE SCHOOL 7070 CALIFORNIA STREET SAN FRANCISCO, CA 94121	NONE GENERAL UNRESTRICTED	PUBLIC	1,500.
MOTHER PHI FOUNDATION PO BOX 7007 ALBERT LEA, MN 56007	NONE GENERAL UNRESTRICTED	PUBLIC	250.
NATIONAL CHRISTIAN FOUNDATION 11625 RAINWATER DRIVE, SUITE 500 ALPHARETTA, GA 30009	NONE GENERAL UNRESTRICTED	PUBLIC	200.
NATIONAL MS SOCIETY 733 THIRD AVENUE, 3RD FLOOR NEW YORK, NY 10017	NONE GENERAL UNRESTRICTED	PUBLIC	500.
NATIONAL RIGHT TO WORK FOUNDATION 8001 BRADDOCK ROAD SPRINGFIELD, VA 22160	NONE GENERAL UNRESTRICTED	PUBLIC	100.
NCF/HAITI RENEWAL FUND 11625 RAINWATER DRIVE, SUITE 500 ALBERT LEA, GA 30009	NONE GENERAL UNRESTRICTED	PUBLIC	250.

PROCTOR ACADEMY 204 MAIN STREET ANDOVER, NH 03216	NONE GENERAL UNRESTRICTED	PUBLIC	500.
RED TAIL PROJECT 310 AIRPORT ROAD, HANGAR 3 SOUTH ST. PAUL, MN 55075	NONE GENERAL UNRESTRICTED	PUBLIC	100.
RIVER GUARDIAN SOCIETY 1 DANKER AVENUE ALBANY, NY 12206	NONE GENERAL UNRESTRICTED	PUBLIC	250.
STEADMAN PHILIPPON RESEARCH INST. 181 WEST MEADOW DR., STE 100 VAIL, CO 81657	NONE GENERAL UNRESTRICTED	PUBLIC	500.
SWIM ACROSS AMERICA ONE INTERNATIONAL PLACE, SUITE 4600 BOSTON, MA 02110	NONE GENERAL UNRESTRICTED	PUBLIC	200.
TETON COUNTY FREE CLINIC 557 E. BROADWAY JACKSON, WY 83002	NONE GENERAL UNRESTRICTED	PUBLIC	550.
TETON COUNTY LIBRARY 125 VIRGINIAN LANE, PO BOX 1629 JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	1,000.
TETON COUNTY SEARCH & RESCUE PO BOX 1885 JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	1,500.
TETON LITERACY PROGRAM 1715 HIGH SCHOOL RD JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	750.
TETON SCIENCE SCHOOL 700 COYOTE CANYON RD JACKSON, WY 83001	NONE GENERAL UNRESTRICTED	PUBLIC	1,000.

THE BROOKS FOUNDATION

22-3761279

WHPA . PO BOX 22718 ELK MOUNTAIN , WY 82324	NONE GENERAL UNRESTRICTED	PUBLIC	50.
WOUNDED WARRIOR FAMILY SUPPORT 4899 BELFORD ROAD, SUITE 300 JACKSONVILLE, FL 32256	NONE GENERAL UNRESTRICTED	PUBLIC	150.
WYOMING OUTDOOR COUNCIL 262 LINCOLN STREET LANDER, WY 82520	NONE GENERAL UNRESTRICTED	PUBLIC	250.
SISTERS OF IHM 2300 ADAMS AVE. SCRANTON, PA 18509	NONE GENERAL UNRESTRICTED	PUBLIC	250.
ANIMAL ADOPTION CENTER PO BOX 8532 JACKSON, WY 83002	NONE GENERAL UNRESTRICTED	PUBLIC	80.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

110,226.