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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing				
	2 Savings and temporary cash investments	7,491.	7,133.	7,133.	
	3 Accounts receivable	778.			
	Less allowance for doubtful accounts		2.	778.	
	4 Pledges receivable				
	Less allowance for doubtful accounts				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)				
	7 Other notes and loans receivable (attach sch)				
	Less. allowance for doubtful accounts				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments – U S. and state government obligations (attach schedule)				
	b Investments – corporate stock (attach schedule) Statement 5	234,059.	240,190.	332,318.	
	c Investments – corporate bonds (attach schedule)				
	11 Investments – land, buildings, and equipment: basis				
Less. accumulated depreciation (attach schedule)					
12 Investments – mortgage loans					
13 Investments – other (attach schedule) Statement 6	191,161.	183,822.	208,333.		
14 Land, buildings, and equipment basis					
Less accumulated depreciation (attach schedule)					
15 Other assets (describe ▶)					
16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	432,713.	431,923.	548,562.		
LIABILITIES	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, & other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶ See Statement 7)		7,899.		
	23 Total liabilities (add lines 17 through 22)	0.	7,899.		
NET ASSETS/DEFICIENCIES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		X		
	27 Capital stock, trust principal, or current funds	502,941.	502,941.		
	28 Paid-in or capital surplus, or land, building, and equipment fund	-70,228.	-78,917.		
	29 Retained earnings, accumulated income, endowment, or other funds	432,713.	424,024.		
	30 Total net assets or fund balances (see the instructions)	432,713.	431,923.		
	31 Total liabilities and net assets/fund balances (see the instructions)	432,713.	431,923.		

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	432,713.
2 Enter amount from Part I, line 27a	2	-8,689.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	424,024.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	424,024.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)	
1a HARRIS BANK-L.T.-SCHEDE ATT.		P	Various	Various	
b					
c					
d					
e					
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	33,927.		32,194.	1,733.	
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))	
(i) Fair Market Value as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any		
a				1,733.	
b					
c					
d					
e					
2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	1,733.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8		3	0.

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

N/A

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009			
2008			
2007			
2006			
2005			

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

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter. (attach copy of letter if necessary – see instr.)	1	190.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b		
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3 Add lines 1 and 2	3	190.
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	190.
6 Credits/Payments		
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	402.
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	402.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	212.
11 Enter the amount of line 10 to be Credited to 2011 estimated tax ► 212. Refunded ► 11	11	0.

Part VII-A | Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the 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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If 'Yes,' has it filed a tax return on Form 990-T for this year?	4a	X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T.	4b	N/A
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?	5	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	6	X
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) IL	7	X
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

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?	13	X
Website address ► <u>N/A</u>			
14	The books are in care of ► <u>TAXPAYER</u> Telephone no ► Located at ► <u>630 PARK AVENUE NEW YORK NY</u> ZIP + 4 ► <u>10065</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	N/A	► <u>15</u> 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?	16	Yes X No
See 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

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 the instructions)?	1b N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c X	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If 'Yes,' list the years ► <u>20__ , 20__ , 20__ , 20__</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 the instructions)	2b N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20__ , 20__ , 20__ , 20__</u>		
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)	3b N/A	
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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Form 990-PF (2010)

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?			5b	N/A
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>			
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 <input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RITCHIE GOODWIN 630 PARK AVENUE NEW YORK, NY 10065	PRESIDENT 7.00	0.	0.	0.
FONTAINE CHRISTENSEN 21709 N. 78TH STREET SCOTTSDALE, AZ 85255	VICE PRESIDE 7.00	0.	0.	0.
DAVENIE FABER 4176 CARNELLIA AVENUE STUDIO CITY, CA 91604	SEC./TREASUR 7.00	0.	0.	0.
RITCHIE HOWE 45 E. 72ND STREET NEW YORK, NY 10021	DIRECTOR 7.00	0.	0.	0.

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

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

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 (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

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.

organizations and other beneficiaries served, conferences convened, research papers produced, etc	
1	N/A
2	
3	
4	

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

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

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

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Form 990-PF (2010)

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	478,366.
1b	7,995.
1c	778.
1d	487,139.

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d **Total** (add lines 1a, b, and c)

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 | 487,139.

4 Cash deemed held for charitable activities Enter 1-1/2% of line 3
 (for greater amount, see instructions)

4 | 7,307.

5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4

5 | 479,832.

6 **Minimum investment return.** Enter 5% of line 5

6 | 23,992.

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 | 23,992.

2a Tax on investment income for 2010 from Part VI, line 5

2a | 190.

b Income tax for 2010 (This does not include the tax from Part VI)

2b |

c Add lines 2a and 2b

2c | 190.

3 Distributable amount before adjustments Subtract line 2c from line 1

3 | 23,802.

4 Recoveries of amounts treated as qualifying distributions

4 |

5 Add lines 3 and 4

5 | 23,802.

6 Deduction from distributable amount (see instructions)

6 |

7 **Distributable amount as adjusted** Subtract line 6 from line 5 Enter here and on Part XIII, line 1

7 | 23,802.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes

1a | 18,179.

a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26

1b |

b Program-related investments – total from Part IX-B

2 |

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

3 |

3 Amounts set aside for specific charitable projects that satisfy the

3a |

a Suitability test (prior IRS approval required)

3b |

b Cash distribution test (attach the required schedule)

4 | 18,179.

4 **Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

5 |

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 (see instructions)

6 | 18,179.

6 **Adjusted qualifying distributions.** Subtract line 5 from line 4

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				
2 Undistributed income, if any, as of the end of 2010:				23,802.
a Enter amount for 2009 only				
b Total for prior years: 20____, 20____, 20____			16,760.	
3 Excess distributions carryover, if any, to 2010:			0.	
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: ► \$ 18,179.				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)			16,760.	
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				1,419.
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 instructions		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) (see instructions)				22,383.
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:	0.			
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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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 <input type="checkbox"/> 4942(j)(3) or <input checked="" type="checkbox"/> 4942(j)(5)				
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 organization had \$5,000 or more in assets at any time during the year – see 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))

None

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

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

c Any submission deadlines

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

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
<i>a Paid during the year</i> See Statement 8				
Total			► 3a	15,180.
<i>b Approved for future payment</i>				
Total			► 3b	
BAA	TEEA0501L 07/23/10			Form 990-PF (2010)

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) Related or exempt function income (see the instructions)	
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount
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				9,303.
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				505.
8 Gain or (loss) from sales of assets other than inventory				1,733.
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue				
a				
b				
c				
d				
e				
12 Subtotal. Add columns (b), (d), and (e)				11,541.
13 Total. Add line 12, columns (b), (d), and (e)				11,541.

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

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

Part XVI: Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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.

- ② Other assets
 - o Other transactions.
 - (1) Sales of assets to a noncharitable exempt organization
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicita

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

	Yes	No
1a (1)	X	
1a (2)	X	
1b (1)	X	
1b (2)	X	
1b (3)	X	
1b (4)	X	
1b (5)	X	
1b (6)	X	
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		

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

Sign
Here

Ritchey & Goodwin
ture of officer or trustee

5/9/11

president

Signature of officer or trustee		Date	Title	
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date
			<i>John S. Weiss</i>	5/10/11
				Check if <input checked="" type="checkbox"/> if self-employed
Firm's name	► DAVID WEISS CPA, PLLC			Firm's EIN ► N/A
Firm's address	► 183 MADISON AVE SUITE 803 NEW YORK, NY 10016-4403			Phone no (212) 695-5771

BAA

ROBERT V.RASMUSSEN FOUNDATION

36-6061918

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Other Investment Income			
Total	\$ 505.	\$ 505.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 2,825.	\$ 0.		\$ 2,825.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES PAID				
Total	\$ 236.	\$ 236.		\$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FILING FEE	\$ 174.			\$ 174.
INVESTMENT MANAGEMENT FEES	\$ 1,815.	\$ 1,815.		
Total	\$ 1,989.	\$ 1,815.		\$ 174.

ROBERT V.RASMUSSEN FOUNDATION

36-6061918

Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
COMMON STOCK-SCHED. ATTACHED	Cost	\$ 240,190.	\$ 332,318.
	Total	\$ 240,190.	\$ 332,318.

Statement 6
Form 990-PF, Part II, Line 13
Investments - Other

<u>Other Publicly Traded Securities</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
325 ISHARES RUSSEL 2000 INDEX FUND	Cost	\$ 19,592.	\$ 25,428.
2225 T. ROWE PRICE EMERGING MARKETS	Cost	\$ 59,320.	\$ 78,495.
833 FIDELITY DIVERSIFIED INTL FUND	Cost	\$ 30,642.	\$ 25,118.
741 DODGE & COX INTL STOCK FUND	Cost	\$ 30,948.	\$ 26,456.
950 TEMPLETON INST.FOREIGN	Cost	\$ 13,072.	\$ 16,796.
3879 PIMCO COMMODITY	Cost	\$ 30,248.	\$ 36,040.
	Total	\$ 183,822.	\$ 208,333.

Statement 7
Form 990-PF, Part II, Line 22
Other Liabilities

LOAN-HARRIS BANK	\$ 7,898.
Rounding	1.
	Total \$ 7,899.

Statement 8
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

<u>Name and Address</u>	<u>Donee Relationship</u>	<u>Found- ation Status</u>	<u>Purpose of Grant</u>	<u>Amount</u>
TREE PEOPLE			CONSERVATION	\$ 1,000.
PARENTS FOR CARPENTER			SUPPORT FOR ELEMENTARY SCHOOL EDUCATION	7,000.

ROBERT V.RASMUSSEN FOUNDATION

36-6061918

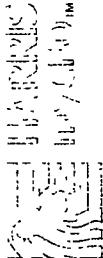
Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
NATIONAL VETERANS SERVICES			AID TO VETERANS AND THEIR FAMILIES.	\$ 100.
DAMON RUNYAN FUND			MEDICAL RESEARCH	506.
PHILLIPS ACADEMY			EDUCATIONAL	1,778.
BOYS CLUB OF NEW YORK			YOUTH RECREATION AND EDUCATIONAL PROGRAMS	2,000.
WSS PTG			PROMOTE WELL BEING OF THE STUDENTS AT THE WEST SIDE SCHOOL.	220.
NORTH SHORE LIJ HOSPITAL			MEDICAL RESEARCH	1,000.
DAMON RUNYAN CANCER RESEARCH			MEDICAL RESEARCH	1,576.
			Total \$	<u>15,180.</u>

RASMUSSEN ROBERT V FDTN I/A 110010827691
 Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
L.T. CAPITAL GAINS (LOSSES)					
100. ARCELLORMITTAI ADR	09/13/2007	06/02/2010	2,947.65	6,743.12	-3,795.47
300. CITIGROUP INC COMMON STOCK	01/30/1995	04/28/2010	1,325.97	2,301.95	-975.98
149.343 DODGE & COX INTL STOCK FUND	12/28/2007	09/27/2010	4,983.58	6,589.16	-1,605.58
50. EXXON MOBIL CORP COMMON STOCK	04/06/1993	01/04/2010	3,456.48	669.99	2,786.49
215 EXXON MOBIL CORP COMMON STOCK	07/01/2003	07/14/2010	12.65	2.89	9.76
50. FEDEX CORP COMMON STOCK	02/27/2002	06/02/2010	4,113.43	2,900.84	1,212.59
176.056 FIDELITY INVESTMENT TRUST DIVERSIFIED INTERNAT	12/07/2007	09/27/2010	4,987.67	6,717.52	-1,729.85
180.375 ROWE T PRICE INTL FDS					
INC EMERGING MKTS STK FD	05/25/2006	02/10/2010	5,000.00	4,837.66	162.34
100. XTO ENERGY INC COMMON	07/01/2003	01/14/2010	4,772.53	954.16	3,818.37
50. XTO ENERGY INC COMMON	07/01/2003	02/02/2010	2,327.32	477.08	1,850.24
Total L.T. CAPITAL GAINS (LOSSES)			33,927.19	32,194.37	1,732.91
Totals			33,927.19	32,194.37	1,732.91





RASMUSSEN ROBERT V FDTN II A

Account 110010827691 / Page 6 of 18
December 1, 2010 to December 31, 2010

• Details of assets in your account

DESCRIPTION OF ASSET	QUANTITY	CURRENT UNIT VALUE	CURRENT TOTAL = MARKET VALUE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS =	ANNUAL INCOME	ESTIMATED YIELD	YIELD
CASH & SHORT-TERM								
CASH	79.140	1.0000	79.14	79.14	0.00	0.00	0.00%	
TOTAL CASH & SHORT-TERM			\$79.14	\$79.14			\$0.00	.00%
CASH & SHORT-TERM								
VIRTUS INSIGHT MONEY MARKET FUND I	7,054.840	1.0000	7,054.84	7,054.84	0.00	8.20	0.12%	
TOTAL CASH & SHORT-TERM			\$7,054.84	\$7,054.84			\$8.20	.12%
EQUITY/HIGH VOLATILITY								
U.S. equity								
ACCENTURE PLC CL A	ACN	300.000	48.4900	14,547.00	8,966.46	5,580.54	270.00	1.86%
AMERICAN DEPOSITORY RECEIPT								
Information technology								
AMERICA MOVIL S.A.B DE C.V.	AMX	100.000	57.3400	5,734.00	4,880.19	853.81	51.00	0.89%
AMERICAN DEPOSITORY RECEIPT								
Telecommunication services								
AMGEN INC	AMGN	100.000	54.9000	5,490.00	5,910.56	-420.56	0.00	0.00%
Health care								
BANK AMERICA CORP	BAC	250.000	13.3400	3,335.00	7,639.89	-4,304.89	10.00	0.30%
Financials								
BECKMAN COULTER INC	BEC	100.000	75.2300	7,523.00	6,844.62	678.38	76.00	1.01%
Health care								
CISCO SYSTEMS INC	CSCO	450.000	20.2300	9,103.50	18,123.44	-9,019.94	0.00	0.00%
Information technology								
COSTCO WHOLESALE CORP NEW	COST	225.000	72.2100	16,247.25	9,509.22	6,738.03	184.50	1.14%
Consumer staples								
CVS CAREMARK CORP	CVS	200.000	34.7700	6,954.00	8,271.44	-1,317.44	70.00	1.01%
Consumer staples								



RASMUSSEN ROBERT V FDTN II A

Account 110010827691 / Page 7 of 18
December 1, 2010 to December 31, 2010

• *Details of assets in your account (continued)*

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	CURRENT TOTAL = MARKET VALUE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS =	ESTIMATED ANNUAL INCOME	YIELD
ENSCO PLC SPONSORED AMERICAN DEPOSITORY RECEIPT Energy	ESV	200.000	53.3800	10,676.00	8,435.00	2,241.00	215.00	2.01%
EXXON MOBIL CORPORATION Energy	XOM	252.000	73.1200	18,426.24	3,382.06	15,044.18	443.52	2.41%
FEDEX CORPORATION Industrials	FDX	100.000	93.0100	9,301.00	5,801.67	3,499.33	48.00	0.52%
FINANCIAL SELECT SPDR SHS BEN INT-FINANCIAL Financials	XLF	1,375.000	15.9500	21,931.25	15,318.60	6,612.65	214.50	0.98%
GENERAL ELECTRIC CORP Industrials	GE	500.000	18.2900	9,145.00	3,755.00	5,390.00	280.00	3.06%
GENZYME CORP-GENERAL COMMON STOCK GENL DIV Health care	GENZ	250.000	71.2000	17,800.00	8,249.77	9,550.23	0.00	0.00%
INTEL CORP Information technology	INTC	600.000	21.0300	12,618.00	2,667.19	9,950.81	378.00	3.00%
INTERNATIONAL BUSINESS MACHINES CORP CAPITAL STOCK Information technology	IBM	100.000	146.7600	14,676.00	12,438.25	2,237.75	260.00	1.77%
ISHARES DOW JONES U.S. TELECOMMUNICATIONS SECTOR INDEX FUND Telecommunication services	IYZ	375.000	23.3700	8,763.75	5,956.50	2,807.25	263.25	3.00%
LIFE TECHNOLOGIES CORP Health care	LIFE	300.000	55.5000	16,650.00	11,428.07	5,221.93	0.00	0.00%



• Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	CURRENT TOTAL = MARKET VALUE	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
MATERIALS SELECT SPDR SECTOR INDEX FUND Materials	XLB	350,000	38.4100	13,443.50	8,822.05		4,621.45	412.30	3.07%
NATIONAL-OILWELL INC Energy	NOV	100,000	67.2500	6,725.00	7,396.86		-671.86	44.00	0.65%
NEWFIELD EXPLORATION CO Energy	NFX	100,000	72.1100	7,211.00	5,316.45		1,894.55	0.00	0.00%
ORACLE CORPORATION Information technology	ORCL	450,000	31.3000	14,085.00	9,685.53		4,399.47	90.00	0.64%
PETSMART INC Consumer discretionary	PETM	100,000	39.8200	3,982.00	3,139.34		842.66	50.00	1.26%
PRECISION CASTPARTS CORP Industrials	PCP	75,000	139.2100	10,440.75	10,463.87		-23.12	9.00	0.09%
REPUBLIC SERVICES INC COMMON STOCK CL-A Industrials	RSG	375,000	29.8600	11,197.50	4,722.25		6,475.25	300.00	2.68%
STAPLES INC Consumer discretionary	SPLS	300,000	22.7700	6,831.00	5,542.60		1,288.40	108.00	1.58%
TEVA PHARMACEUTICAL IND'S LTD AMERICAN DEPOSITORY RECEIPT Health care	TEVA	200,000	52.1300	10,426.00	8,697.02		1,728.98	133.40	1.28%
TEXAS INSTRUMENTS INC Information technology	TXN	175,000	32.5000	5,687.50	15,399.56		-9,712.06	91.00	1.60%
UNITED TECHNOLOGIES CORP Industrials	UTX	150,000	78.7200	11,808.00	3,012.37		8,795.63	255.00	2.16%
WELLS FARGO & CO Financials	WFC	300,000	30.9900	9,297.00	7,254.00		2,043.00	60.00	0.64%



Account 110010827691 / Page 9 of 18
December 1, 2010 to December 31, 2010

• Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	CURRENT UNIT VALUE	CURRENT TOTAL MARKET VALUE	FEDERAL TAX COST	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
YUM! BRANDS INC Consumer discretionary	250.000	49.0500	12,262.50	3,160.00	9,102.50	250.00	2.04%
Total U.S. equity			\$332,317.74	\$240,189.83	\$92,127.91	\$4,566.47	1.37%
U.S. equity funds							
ISHARES RUSSELL 2000 INDEX FUND Small cap diversified equity	325.000	78.2400	25,428.00	19,591.72	5,836.28	290.55	1.14%
Total U.S. equity funds			\$25,428.00	\$19,591.72	\$5,836.28	\$290.55	1.14%
International							
DODGE & COX INTERNATIONAL STOCK FUND Developed large cap	740.847	35.7100	26,455.65	30,947.61	-4,491.96	366.72	1.39%
FIDELITY DIVERSIFIED INTERNATIONAL FUND Developed large cap	833.104	30.1500	25,118.09	30,642.07	-5,523.98	385.73	1.54%
T ROWE PRICE EMERGING MARKETS STOCK FUND Emerging	2,224.906	35.2800	78,494.68	59,319.56	19,175.12	222.49	0.28%
TEMPLETON INSTITUTIONAL FOREIGN SMALLER COMPANY FUND Developed small cap	950.000	17.6800	16,796.00	13,072.00	3,724.00	126.35	0.75%
Total International Commodities			\$146,864.42	\$133,981.24	\$12,883.18	\$1,101.29	.75%
PIMCO COMMODITY REALRETURN STRATEGY FUND Commodities	3,879.430	9.2900	36,039.90	30,247.83	5,792.07	3,227.69	8.96%
Total Commodities			\$36,039.90	\$30,247.83	\$5,792.07	\$3,227.69	8.96%
TOTAL EQUITY/HIGH VOLATILITY			\$540,650.06	\$424,010.62	\$116,639.44	\$9,186.00	1.70%