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Return of Private Foundation

OMB No 1545-0052

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 PROFESSIONAL ATHLETES FOUNDATION		A Employer identification number 52-1205920
Number and street (or P.O. box number if mail is not delivered to street address) 1133 20TH STREET, NW	Room/suite	B Telephone number (202) 756-9100
City or town, state, and ZIP code WASHINGTON, DC 20036		C If exemption application is pending, check here ☐
H Check type of organization. ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 20,796,660.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(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)
1 Contributions, gifts, grants, etc., received		4,116,745.			
2 Check ☐ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		360,672.	360,672.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		483,396.			
b Gross sales price for all assets on line 6a	7,680,778.				
7 Capital gain net income (from Part IV, line 2)			483,396.		
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					
12 Total. Add lines 1 through 11		4,960,813.	844,068.		
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages		4,366.	0.	0.	0.
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 2	6,766.	0.	0.	0.
c Other professional fees	STMT 3	215,021.	0.	0.	0.
17 Interest					
18 Taxes	STMT 4	14,000.	14,000.	0.	0.
19 Depreciation and depletion		1,920.	0.	0.	
20 Occupancy					
21 Travel, conferences, and meetings		20,725.	0.	0.	0.
22 Printing and publications					
23 Other expenses	STMT 5	119,009.	106,677.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		381,807.	120,677.	0.	0.
25 Contributions, gifts, grants paid		1,513,470.			1,513,470.
26 Total expenses and disbursements. Add lines 24 and 25		1,895,277.	120,677.	0.	1,513,470.
27 Subtract line 26 from line 12		3,065,536.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			723,391.		
c Adjusted net income (if negative, enter -0-)				0.	

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		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	4,293,425.	4,311,534.	4,311,534.
	3 Accounts receivable ▶ 2,554,100.			
	Less: allowance for doubtful accounts ▶	15,066.	2,554,100.	2,554,100.
	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 STMT 7	3,154,997.	4,077,681.	4,077,681.
	b Investments - corporate stock STMT 8	8,217,517.	8,772,104.	8,772,104.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 9	865,561.	1,073,561.	1,073,561.	
14 Land, buildings, and equipment: basis ▶ 9,600.				
Less: accumulated depreciation STMT 10 ▶ 1,920.	9,600.	7,680.	7,680.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	16,556,166.	20,796,660.	20,796,660.	
Liabilities	17 Accounts payable and accrued expenses		224,281.	
	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.	224,281.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	16,556,166.	20,572,379.	
	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	16,556,166.	20,572,379.		
31 Total liabilities and net assets/fund balances	16,556,166.	20,796,660.		

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	16,556,166.
2 Enter amount from Part I, line 27a	2	3,065,536.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	950,677.
4 Add lines 1, 2, and 3	4	20,572,379.
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	20,572,379.

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 GAIN/LOSS ON SALE OF ASSETS			P		
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 7,680,778.		7,197,382.	483,396.
b			
c			
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			483,396.
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** 483,396.

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	1,847,541.	15,180,500.	.121705
2008	1,658,499.	16,346,034.	.101462
2007	1,363,023.	14,226,650.	.095808
2006	1,546,512.	12,552,092.	.123208
2005	1,496,179.	11,007,401.	.135925

2 Total of line 1, column (d) **2** .578108

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** .115622

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 **4** 19,645,796.

5 Multiply line 4 by line 3 **5** 2,271,486.

6 Enter 1% of net investment income (1% of Part I, line 27b) **6** 7,234.

7 Add lines 5 and 6 **7** 2,278,720.

8 Enter qualifying distributions from Part XII, line 4 **8** 1,513,470.

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	14,468.
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	14,468.
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	14,468.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	3,000.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	15,250.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	18,250.
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	3,782.
11	Enter the amount of line 10 to be credited to 2011 estimated tax ☐ 3,782. 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?		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) ☐ DC		
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

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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 ► N/A	13	X	
14	The books are in care of ► NFL PLAYERS ASSOCIATION Telephone no ► (202) 756-9100 Located at ► 1133 20TH STREET, NW, WASHINGTON, DC ZIP+4 ► 20036			
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?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	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
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? If "Yes," list the years ►	☐ Yes ☒ No	
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.)		3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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

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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)?

5b

X

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 11		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 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 13,080,711.
b	Average of monthly cash balances	1b 4,302,480.
c	Fair market value of all other assets	1c 2,561,780.
d	Total (add lines 1a, b, and c)	1d 19,944,971.
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 19,944,971.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 299,175.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 19,645,796.
6	Minimum investment return. Enter 5% of line 5	6 982,290.

Part XI Distributable Amount (see instructions) (Section 4942(i)(3) and (i)(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	1 982,290.
2a	Tax on investment income for 2010 from Part VI, line 5	2a 14,468.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b
c	Add lines 2a and 2b	2c 14,468.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 967,822.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 967,822.
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	7 967,822.

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 1,513,470.
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 1,513,470.
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 1,513,470.

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				967,822.
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	953,867.			
b From 2006	939,047.			
c From 2007	662,876.			
d From 2008	849,256.			
e From 2009	1,094,466.			
f Total of lines 3a through e	4,499,512.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,513,470.				
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				967,822.
e Remaining amount distributed out of corpus	545,648.			
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	5,045,160.			
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	953,867.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	4,091,293.			
10 Analysis of line 9:				
a Excess from 2006	939,047.			
b Excess from 2007	662,876.			
c Excess from 2008	849,256.			
d Excess from 2009	1,094,466.			
e Excess from 2010	545,648.			

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 Paid during the year SEE STATEMENT 14	NONE	NA	GRANTS IN AID	1,140,439.
SEE STATEMENT 14	NONE	NA	EDUCATION GRANTS	63,531.
SEE STATEMENT 14	NONE	NA	CHARITABLE CONTRIBUTIONS	227,000.
SEE STATEMENT 14	NONE	NA	SCHOLARSHIPS	82,500.
Total				3a 1,513,470.
b Approved for future payment NONE				
Total				3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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			14	360,672.	
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			18	483,396.	
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)		0.		844,068.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	844,068.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII 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? | | Yes | No |
| 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
NATIONAL FOOTBALL LEAGUE PLAYERS ASSOCIATION	501(C)(5) LABOR ORG	SEE STATEMENT 13

**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

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐
self-employed

PTIN

Paid
Prep
Use

JOANN WOODSON

Firm's name ▶ CALIBRE CPA GROUP PLLC

Firm's address ► 1850 K STREET, N.W.
WASHINGTON, DC 20006

Phone no (202) 331-9880

Form **990-PF** (2010)

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

PROFESSIONAL ATHLETES FOUNDATION

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Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

PROFESSIONAL ATHLETES FOUNDATION

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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	NATIONAL FOOTBALL LEAGUE PLAYERS ASSOCIATION 1133 20TH STREET, NW WASHINGTON, DC 20036	\$ 500,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

PROFESSIONAL ATHLETES FOUNDATION

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Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

PROFESSIONAL ATHLETES FOUNDATION

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Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST FROM INVESTMENTS	360,672.	0.	360,672.
TOTAL TO FM 990-PF, PART I, LN 4	360,672.	0.	360,672.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	6,766.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	6,766.	0.	0.	0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING FEES	215,021.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	215,021.	0.	0.	0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	14,000.	14,000.	0.	0.
TO FORM 990-PF, PG 1, LN 18	14,000.	14,000.	0.	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	
INVESTMENT FEES	106,677.	106,677.	0.	0.	
MISC	12,332.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	119,009.	106,677.	0.	0.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES			STATEMENT	6
DESCRIPTION					AMOUNT
UNREALIZED APPRECIATION IN INVESTMENTS					950,677.
TOTAL TO FORM 990-PF, PART III, LINE 3					950,677.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
GOVERNMENT OBLIGATIONS	X		4,077,681.	4,077,681.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,077,681.	4,077,681.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,077,681.	4,077,681.	

FORM 990-PF	CORPORATE STOCK			STATEMENT	8
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE	
INVESTMENT IN NFL PLAYERS, INC.			365,172.	365,172.	
COMMON STOCKS			8,406,932.	8,406,932.	
TOTAL TO FORM 990-PF, PART II, LINE 10B			8,772,104.	8,772,104.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUND	FMV	1,073,561.	1,073,561.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,073,561.	1,073,561.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
COMPUTER SOFTWARE	9,600.	1,920.	7,680.
TOTAL TO FM 990-PF, PART II, LN 14		1,920.	7,680.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	11
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DEMAURICE SMITH 1133 20TH STREET, NW WASHINGTON, DC 20036	PRES. 2.00	0.	0.	0.
MARVIN ZIMMERMAN 1133 20TH STREET, NW WASHINGTON, DC 20036	V PRES 2.00	0.	0.	0.
BEVERLEY PITTS BALL STATE UNIVERSITY MUNCIE, IN 47306	V PRES 2.00	0.	0.	0.
CHARLES ROSS 1133 20TH STREET, NW WASHINGTON, DC 20036	TREAS 2.00	0.	0.	0.
DELINDA RAUCH-BECKER 1133 20TH STREET, NW WASHINGTON, DC 20036	SEC 2.00	0.	0.	0.

PROFESSIONAL ATHLETES FOUNDATION

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DEWEY MCCLAIN 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
CHARLES SWISHER 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
ANDRE COLLINS 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
TOM DEPASO 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
EMERY MOOREHEAD 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
NED EHRLICH 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
KEN JOLLY 1133 20TH STREET, NW WASHINGTON, DC 20036	DIRECTOR 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

990-PF	INVOLVEMENT WITH NONCHARITABLE ORGANIZATIONS	STATEMENT	12
	PART XVII, LINE 1, COLUMN (D)		

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

NATIONAL FOOTBALL LEAGUE PLAYERS ASSOCIATION

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

PROVIDED MANAGEMENT SERVICES

NAME OF NONCHARITABLE EXEMPT ORGANIZATION

NATIONAL FOOTBALL LEAGUE PLAYERS ASSOCIATION

DESCRIPTION OF TRANSFERS, TRANSACTIONS, AND SHARING ARRANGEMENTS

SHARING FACILITIES

990-PF	AFFILIATION WITH TAX-EXEMPT ORGANIZATIONS	STATEMENT	13
	PART XVII, LINE 2, COLUMN (C)		

NAME OF AFFILIATED OR RELATED ORGANIZATION

NATIONAL FOOTBALL LEAGUE PLAYERS ASSOCIATION

DESCRIPTION OF RELATIONSHIP WITH AFFILIATED OR RELATED ORGANIZATION

PHILANTHROPIC ARM OF NFLPA

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	COMPUTER SOFTWARE	12/31/09	SL	5.00	16	9,600.			9,600.			1,920.
	* TOTAL 990-PF PG 1 DEPR					9,600.		0.	9,600.	0.	0.	1,920.

PROFESSIONAL ATHLETES FOUNDATION

FORM 990PF

DECEMBER 31, 2010

EIN - 52-1205920

STATEMENT 14

Applicant	City, State, Zip	Total Amount	Type
ABELL, HARRY	Panama City, FL 32405	14416.30	GRANTS IN AID
ADAMS, VASHONE	Aurora, CO 80016	6788.88	GRANTS IN AID
ALIPATE, TUINEAU	Bloomington, MN 55420	14150.47	GRANTS IN AID
ALLEN, IAN	Niskayung, NY 12309	3510.00	GRANTS IN AID
BANKS, FREDERICK	College Park, GA 30349	7004.00	GRANTS IN AID
BARNETT, FRED	Philadelphia, PA 19107	13698.00	GRANTS IN AID
BARNETT, TIM	Kansas City, MO 64138	3741.82	GRANTS IN AID
BELLINGER, RODNEY	South Miami, FL 33155	6967.00	GRANTS IN AID
BLACKSHEAR, JEFFERY	Owings Mills, MD 21117	10847.76	GRANTS IN AID
BLACKSHEAR, JEFFREY	Owings Mills, MD 21117	2159.44	GRANTS IN AID
BOOTY, JOHN	Crofton, MD 21114	21950.00	GRANTS IN AID
BORGELLA, JOCELYN	Miami, FL 33137	4714.57	GRANTS IN AID
BOUCHER, SCOTT	Houston, TX 77083	12304.54	GRANTS IN AID
BRADLEY, HENRY	Temecula, CA 92592	8903.27	GRANTS IN AID
BRAGGS, STEPHEN	Cedar Park, IL 78613	4274.25	GRANTS IN AID
BROADNAX, JERRY	Grand Prairie, TX 75052	14966.91	GRANTS IN AID
BROOKS, BOBBY	Dallas, TX 75249	4505.05	GRANTS IN AID
BROWN, HENRY J	St. Cloud, FL 34769	6294.53	GRANTS IN AID
BRYANT, DOMINGO	Crosby, TX 77532	3959.86	GRANTS IN AID
BYNER, ERNEST	Franklin, TN 37064	25460.42	GRANTS IN AID
CALLICUTT, KEN	White Lake, MI 48386	10860.00	GRANTS IN AID
CAMPBELL, RICHARD	Jensen Beach, FL 34957	368.71	GRANTS IN AID
CAMPFIELD, BILLY	Westerville, OH 43082	2850.00	GRANTS IN AID
CLARK, REGINALD	Charlotte, NC 28204	3457.77	GRANTS IN AID
DAVIS, TRAVIS	Indianapolis, IN 46214	3658.65	GRANTS IN AID
DAWSON, DALE	Palm Beach Gardens, FL 33410	4671.03	GRANTS IN AID
DOWNING, ERIC	Montclair, NJ 07082	5216.78	GRANTS IN AID
ELLIS, GERRY	DePere, WI 54115	2235.26	GRANTS IN AID

PROFESSIONAL ATHLETES FOUNDATION

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EIN - 52-1205920

STATEMENT 14

Applicant	City, State, Zip	Total Amount	Type
EMODI, IKE	Durham, NC 27704	3566.00	GRANTS IN AID
ESKRIDGE, JOHN	Riverview, FL 33569	4504.63	GRANTS IN AID
FOSTER, LARRY	Baton Rouge, LA 70802	1000.00	GRANTS IN AID
FRAZIER, WILLIE	Houston, TX 77096	7832.22	GRANTS IN AID
GAINES, LAWRENCE	West Bloomfield, MI 48324	2556.26	GRANTS IN AID
GANT, KENNY	Tampa, FL 33617	8792.75	GRANTS IN AID
GILES, JIMMIE	Lutz, FL 33558	8208.75	GRANTS IN AID
GOLDEN, JACK	Frankfurt, TN 60423	11646.62	GRANTS IN AID
GOODSON, TYRONE	Mascotte, FL 34753	7614.66	GRANTS IN AID
GOODWIN, DOUGLAS	N. Charleston, SC 29418	1470.99	GRANTS IN AID
GORDON, LAMAR	Milwaukee, WI 53209	8764.80	GRANTS IN AID
GREENE, EARNEST	Los Angeles, CA 90044	2100.00	GRANTS IN AID
GRIFFIN, JOHN	Lakeland, TN 38002	17738.83	GRANTS IN AID
GUY, DANIEL	Lawrenceville, GA 30044	4106.53	GRANTS IN AID
HALL, DAVON	Los Angeles, CA 90016	102.12	GRANTS IN AID
HARRAWAY, CHARLEY	Sarasota, FL 34240	15561.79	GRANTS IN AID
HARRIS, BERNADO	Chapel Hill, NC 27516	1000.00	GRANTS IN AID
HAYES, FREDERICK	Kappa, HI 96746	20000.00	GRANTS IN AID
HAYNES, JAMES	Axawachie, TX 75165	2185.00	GRANTS IN AID
HENDERSON, ZAC	Edmond, OK 73013	3177.25	GRANTS IN AID
HILL, JD	Chandler, AZ 85286	15000.00	GRANTS IN AID
HILL, KENT	Fayetteville, GA 30214	7650.00	GRANTS IN AID
HILLS, KENO	Tampa, FL 33612	5000.00	GRANTS IN AID
HOLLOWAY, GLEN	Tucson, AZ 85712	3568.00	GRANTS IN AID
HOUSE, KEVIN	Tampa, FL 33624	14304.24	GRANTS IN AID
HOYTE, OLIVER	Tampa, FL 33617	6238.00	GRANTS IN AID
HURT, ERIC	Santa Monica, CA 90404	3300.00	GRANTS IN AID
JACKSON, LADAIRIS	Dallas, TX 75251	2837.76	GRANTS IN AID

PROFESSIONAL ATHLETES FOUNDATION

FORM 990PF

DECEMBER 31, 2010

EIN - 52-1205920

STATEMENT 14

Applicant	City, State, Zip	Total Amount	Type
JACKSON, WAVERLY	South Hill, VA 23970	13748.53	GRANTS IN AID
JAMES, LYNN	Mabank, TX 75147	11200.00	GRANTS IN AID
JEFFERSON, ROY	Annandale, VA 22003	9746.82	GRANTS IN AID
JOHNSON, ANDRE	Leesburg, VA 20176	6816.98	GRANTS IN AID
JONES, CLINTON	Lake Balboa, CA 91406	16182.41	GRANTS IN AID
JONES, REGINALD	Cordova, TN 38018	4950.00	GRANTS IN AID
LAAKSO, ERIC	Pompano Beach, FL 33069	13178.16	GRANTS IN AID
LEE, JOHN	Red Bank, NJ 07701	76.75	GRANTS IN AID
LEWIS, DAVID	Portland, OR 97220	2037.62	GRANTS IN AID
LEWIS, PATSY	Spring, TX 77379	6275.58	GRANTS IN AID
LOCKHART, EUGENE	Carrollton, TX 75007	8502.25	GRANTS IN AID
LORD, JAMMAL	Fresno, TX 77545	4934.69	GRANTS IN AID
LOWERY, DOMINIC	Scottsdale, AZ 85258	50690.96	GRANTS IN AID
MADDOX, ANTHONY	Hattiesburg, MS 39401	4326.34	GRANTS IN AID
MANLEY, JOSEPH	Rogersville, AL 35652	5740.83	GRANTS IN AID
MARCOL, CHESTER	Dollar Bay, MI 49922	5135.56	GRANTS IN AID
MATHIS, WENDELL	Chowchilla, CA 93610	7240.93	GRANTS IN AID
MAXWELL, VERNON	Tempe, AZ 85824	1281.00	GRANTS IN AID
MAYES, ALONZO	Oklahoma City, OK 73135	3700.00	GRANTS IN AID
MAYS, DAMON	Glendale, AZ 85304	9685.02	GRANTS IN AID
MCCANTS, KEITH	Eight Mile, AL 36613	20706.70	GRANTS IN AID
MCCLOVER, STANLEY	Lauderhill, FL 33319	5182.90	GRANTS IN AID
MCDONALD DWIGHT	Escondido, CA 92025	2758.53	GRANTS IN AID
MCDONALD, DWIGHT	Escondido, CA 92025	2666.08	GRANTS IN AID
MCDONALD, QUINTUS	Montclair, NJ 07042	18600.00	GRANTS IN AID
MCLEOD, KEVIN	Atlanta, GA 30302	1460.10	GRANTS IN AID
MCNEIL, FREEMAN	Huntington, NY 11743	7854.90	GRANTS IN AID
MCNEILL, RODNEY	West Covina, CA 91791	3182.91	GRANTS IN AID

PROFESSIONAL ATHLETES FOUNDATION

FORM 990PF

DECEMBER 31, 2010

EIN - 52-1205920

STATEMENT 14

Applicant	City, State, Zip	Total Amount	Type
METCALF, TERRANCE	Seattle, WA 98178	21740.82	GRANTS IN AID
MILLER, BRONZELL	Oconomowoc, WI 53066	6484.00	GRANTS IN AID
MILLER, JAMIR	Paradise Valley, AZ 85253	20000.00	GRANTS IN AID
MILLIGAN, HANIK	St Louis, MO 63110	20049.02	GRANTS IN AID
MITCHELL, FREDDIE	El Paso, TX 79931	11571.74	GRANTS IN AID
MITCHELL, JOHNNIE	Boca Raton, FL 33433	460.96	GRANTS IN AID
MORRIS, LARRY	Flowery Branch, GA 30542	4930.26	GRANTS IN AID
MORROW, HAROLD	Cape Coral, FL 33909	11935.04	GRANTS IN AID
NED, DERRICK	Baton Rouge, LA 70815	3720.22	GRANTS IN AID
PHILYAW, RAYMOND	Shreveport, LA 71106	7613.92	GRANTS IN AID
QUEEN, JEFFREY	Oceanside, CA 92056	520.00	GRANTS IN AID
RADLOFF, WAYNE	Hilton Head, SC 29926	2221.79	GRANTS IN AID
RANDALL, GREGORY	Webster, TX 77598	6520.81	GRANTS IN AID
RATLIFF, DON	Orlando, FL 32819	27038.09	GRANTS IN AID
ROBINSON, GREG	Lewisville, TX 75077	1590.00	GRANTS IN AID
ROBINSON, JIMMY	Mount Juliet, TN 37122	861.02	GRANTS IN AID
ROUNDTREE, ALPHONSO	Houston, TX 77077	66.98	GRANTS IN AID
RUSSELL, LEONARD	Riverside, CA 92508	9591.50	GRANTS IN AID
RUSSELL, WILLIAM	Orlando, FL 32812	10000.00	GRANTS IN AID
SANDERS, RICKY	Houston, TX 77004	14332.85	GRANTS IN AID
SCHWAGER, BRUCE	Sugar Land, TX 77478	156780.73	GRANTS IN AID
SCOTT, GARI	Charlotte, NC 28270	1889.00	GRANTS IN AID
SERWANGA, KATO	San Francisco, CA 94122	1200.00	GRANTS IN AID
SHEFFIELD, CHRISTOPHER	Thomasville, GA 31799	5813.64	GRANTS IN AID
SHELTON, DAIMON	Elk Grove, CA 95624	2962.32	GRANTS IN AID
SIMS, DOUGLAS	Berkeley, CA 94706	5496.68	GRANTS IN AID
STAGGERS, JONATHAN	Hayward, CA 94542	2652.00	GRANTS IN AID
TAYLOR, JAMES	Columbia, MO 65203	6080.00	GRANTS IN AID

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THOMPSON, CRAIG	Charlotte, NC 28277	8126.88	GRANTS IN AID
THOMPSON, MICHAEL	Flowery Branch, GA 30452	251.63	GRANTS IN AID
TOWNS, LESTER	Waxhaw, NC 28173	7608.00	GRANTS IN AID
VAUGHN, CLARENCE	Ashburn, VA 20147	11653.35	GRANTS IN AID
WALKER, KEVIN	Loveland, OH 45140	10000.00	GRANTS IN AID
WALTON, TIM	Detroit, MI 48214	829.45	GRANTS IN AID
WALTON, TIMOTHY	Detroit, MI 48214	61.40	GRANTS IN AID
WEATHERLEY, JAMES	San Diego, CA 92109	4438.63	GRANTS IN AID
WEEKS, MARQUIS	Philadelphia, PA 19120	2041.00	GRANTS IN AID
WHEELER, LEONARD	Charlotte, NC 28277	5750.00	GRANTS IN AID
WILLIAMS, BRANDON	Florissant, MO 63033	3774.00	GRANTS IN AID
WILLIAMS, GRANT	Chesterfield, MO 63017	7029.15	GRANTS IN AID
WILLIAMS, TODD	Baradenton, FL 34208	5945.84	GRANTS IN AID
WILLIAMS, TONY	New York, NY 10005	7500.00	GRANTS IN AID
WILLIAMS, WILLIE	Conley, GA 30288	10203.00	GRANTS IN AID
WINANS, JEFF	St. Petersburg, FL 33703	774.43	GRANTS IN AID
WOODBURY, TORY	Charlotte, NC 28277	2262.00	GRANTS IN AID
WOODBURY, TORY	Charlotte, NC 28277	635.14	GRANTS IN AID
WOODS, ICKEY	Cincinnati, OH 45205	9960.68	GRANTS IN AID
WORD, MARK	North Royalton, OH 44133	3900.00	GRANTS IN AID
YARBOROUGH, RYAN	Matteson, IL 60443	1757.37	GRANTS IN AID
YOUNG, RYAN	Colleyville, TX 76034	10189.00	GRANTS IN AID
		1140439.36	
BISHOP, MICHAEL	Willis, TX 77378	3855.78	EDUCATION GRANTS
BONNER, SHEDRICK	Lakewood, CO 80228	9582.00	EDUCATION GRANTS
EMODI, IKE	Durham, NC 27704	3709.00	EDUCATION GRANTS
FOSTER, BARRY	Colleyville, TX 76034	7714.00	EDUCATION GRANTS

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HESTER, RON	Jacksonville, FL 32225	10000.00	EDUCATION GRANTS
HICKS, MICHAEL	Suwanee, GA 30024	10000.00	EDUCATION GRANTS
MAYES, ALONZO	Oklahoma City, OK 73135	1750.00	EDUCATION GRANTS
MILLER, MICHAEL	Ashtabula, OH 44004	3059.00	EDUCATION GRANTS
MONTGOMERY, TYRONE	Fontana, CA 92336	619.00	EDUCATION GRANTS
STEPHENS, DARNELL	Monee, IL 60449	463.63	EDUCATION GRANTS
STEPHENSON, DARNELL	Monee, IL 60449	781.00	EDUCATION GRANTS
VANOVER, TAMARICK	Tallahassee, FL 32311	1997.38	EDUCATION GRANTS
CORDOVA, JORGE	Marietta, GA 92562	10000.00	EDUCATION GRANTS
		63530.79	
ALL SPORTS COMMUNITY FOUNDATION	Tampa, FL 33688	15000.00	CHARITABLE CONTRIBUTION
BETTER BOYS FOUNDATION	Chicago, IL 60623	15000.00	CHARITABLE CONTRIBUTION
CAPITOL MOVEMENT INC	Washington, DC 20011	15000.00	CHARITABLE CONTRIBUTION
CONCENTRATE ON YOU	Atascadero, CA 93422	15000.00	CHARITABLE CONTRIBUTION
CROSS TRAINING FOOTBALL INC	Bowmansville, NY 14026	7500.00	CHARITABLE CONTRIBUTION
GOALS FOR LIFE	Norwalk, CA 90650	12500.00	CHARITABLE CONTRIBUTION
GOODIE TWO SHOES FOUNDATION	Las Vegas, NV 89141	15000.00	CHARITABLE CONTRIBUTION
HOUSE OF ISIAH	Mabank, TX 75147	10000.00	CHARITABLE CONTRIBUTION
JOHNS HOPKINS UNIVERSITY	Baltimore, MD 21205	15000.00	CHARITABLE CONTRIBUTION
KOREY STRINGER INSTITUTE	Storrs, CT 06269	10000.00	CHARITABLE CONTRIBUTION
MAKING OF A CHAMPION YOUTH PROGRAM INC	Opalocka, FL 33054	15000.00	CHARITABLE CONTRIBUTION
MEFIYI FOUNDATION	Gardnerville, NV 89410	6000.00	CHARITABLE CONTRIBUTION
MICHIGAN PRO ATHLETES CHARITY	Canton, MI 48187	10000.00	CHARITABLE CONTRIBUTION
PYRAMID ATLANTIC ART CENTER	Silver Spring, MD 20910	6000.00	CHARITABLE CONTRIBUTION
SUPER LEADERS, INC	Washington, DC 20052	5000.00	CHARITABLE CONTRIBUTION
THE KENNARD LANG FOUNDATION	Orlando, FL 32868	5000.00	CHARITABLE CONTRIBUTION
THE UPSIDE DOWN FOUNDATION	Sarasota, FL 34276	10000.00	CHARITABLE CONTRIBUTION

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THE WILLIAM E. PROUDFORD SICKLE CELL FUND II	Baltimore, MD 21284	5000.00	CHARITABLE CONTRIBUTION
TONY SEMPLE FOUNDATION FOR HOPE	Lansing, MI 48906	5000.00	CHARITABLE CONTRIBUTION
VSA ARTS OF FLORIDA	Tampa, FL 33613	10000.00	CHARITABLE CONTRIBUTION
YES FOUNDATION OF WHITE CENTER	Seattle, WA 98146	10000.00	CHARITABLE CONTRIBUTION
YOUNG PLAYWRIGHTS THEATRE	Washington, DC 20009	10000.00	CHARITABLE CONTRIBUTION
		227000.00	
SPERSCHNEIDER, KRISTEN	New Franken, WI 54229	2500.00	SCHOLARSHIPS
TARASEK, STEVEN	Buffalo, NY 14210	2500.00	SCHOLARSHIPS
TINARI, PAOLA	King Of Prussia, PA 19406	2500.00	SCHOLARSHIPS
ENGSTROM, DANIKA	Las Vegas, NV 89110	2500.00	SCHOLARSHIPS
UHLMAN, ANDREW J	Worthington, OH 43085	2500.00	SCHOLARSHIPS
SPIGAROLO, BRIAN WALTER	Norfolk, MA 02056	2500.00	SCHOLARSHIPS
BYARS, AMANDA D	Plant City, FL 33566	2500.00	SCHOLARSHIPS
GAVIN, JENNIFER	Windermere, FL 34786	2500.00	SCHOLARSHIPS
NESBITT, MATTHEW	Savillaville, MD 21780	2500.00	SCHOLARSHIPS
PAYNE, ROMOND DANIEL	Chicago, IL 60643	2500.00	SCHOLARSHIPS
WEST, SYDNEY LEIGH	Indianapolis, IN 46234	2500.00	SCHOLARSHIPS
HULL, JONATHAN	Madisonville, TN 37354	2500.00	SCHOLARSHIPS
SCHROEDER, AUDRA	Sarahsville, OH 43779	2500.00	SCHOLARSHIPS
DAVIS, BRIDGET ANN	Newark, OH 43055	2500.00	SCHOLARSHIPS
COBB, HAMILTON	Cosby, TN 37722	2500.00	SCHOLARSHIPS
TURNER, JESSICA	Decatur, GA 30032	2500.00	SCHOLARSHIPS
GROVE, BRIAN W.	Reno, NV 89523	2500.00	SCHOLARSHIPS
HOTLOSZ, RYAN PATRICK	Bridgeport, OH 43912	2500.00	SCHOLARSHIPS
HEDTLER, SARA	Wrentham, MA 02093	2500.00	SCHOLARSHIPS
WHITFIELD, BRITTANY	Chicago, IL 60628	2500.00	SCHOLARSHIPS
SHELTON, JOHN ALTON	Johns Creek, GA 30097	2500.00	SCHOLARSHIPS

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HANSMAN, NICHOLAS	Vandalia, OH 45377	2500.00	SCHOLARSHIPS
BURSTINER, LOGAN	Wesley Chapel, FL 33543	2500.00	SCHOLARSHIPS
CHAMBERS, CHASE	Keystone Heights, FL 32656	2500.00	SCHOLARSHIPS
MCDONNELL, SHANNON	Buffalo, NY 14214	2500.00	SCHOLARSHIPS
WHITE, AARON B.	Edmond, OK 73012	2500.00	SCHOLARSHIPS
JOHNSON, KRISTEN N.	Jacksonville, FL 32244	2500.00	SCHOLARSHIPS
MULBERG, NATHANIEL LOUIS	Cherry Hill, NJ 08003	2500.00	SCHOLARSHIPS
DAVIDSON, HUNTER	Las Vegas, NV 89117	2500.00	SCHOLARSHIPS
ANDERSON, ADRIANN	Bartlesville, OK 74006	2500.00	SCHOLARSHIPS
CAMPBELL, JUSTIN	New London, WI 54961	2500.00	SCHOLARSHIPS
HEPLER, CHRISTIAN A.	Orlando, FL 32819	2500.00	SCHOLARSHIPS
BERRY, JESSICA	Huber Heights, OH 34575	2500.00	SCHOLARSHIPS
		82500.00	