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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2010

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

For calendar year 2010, or tax year beginning

, 2010, and ending

, 20

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

Name of foundation

THE RIFKIN FOUNDATION

A Employer identification number

74-2557691

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

360 SOUTH MONROE STREET

Room/suite

600

B Telephone number (see page 10 of the instructions)

(303) 333-1215

City or town, state, and ZIP code

DENVER, CO 80209

H Check type of organization Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end

of year (from Part II, col (c), line

16) ▶ \$ 3,175,188.

J Accounting method Cash Accrual

Other (specify)

(Part I, column (d) must be on cash basis)

C If exemption application is pending, check here

D 1 Foreign organizations, check here

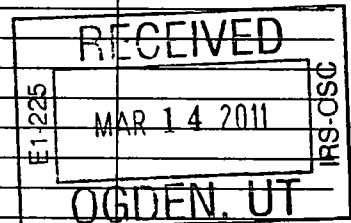
2 Foreign organizations meeting the 85% test, check here and attach computation

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (attach schedule)	0.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	3.	3.		ATCH 1
4 Dividends and interest from securities	96,753.	96,753.		ATCH 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	96,756.	96,756.		
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATCH 3	2,600.	2,600.	0.	0.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)				
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 4	87.	87.		
24 Total operating and administrative expenses. Add lines 13 through 23	2,687.	2,687.	0.	0.
25 Contributions, gifts, grants paid	300,202.			300,202.
26 Total expenses and disbursements. Add lines 24 and 25	302,889.	2,687.	0.	300,202.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-206,133.			
b Net investment income (if negative, enter -0-)		94,069.		
c Adjusted net income (if negative, enter -0-)				



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

JSA

Form 990-PF (2010)

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PAGE 1

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	1,138,039.	928,122.	928,122.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 5	390,576.	390,576.	507,043.
	c Investments - corporate bonds (attach schedule) ATCH 6	2,250,453.	2,254,237.	1,740,023.
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	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 the instructions Also, see page 1, item I)	3,779,068.	3,572,935.	3,175,188.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)		0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	2,500,000.	2,500,000.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	1,279,068.	1,072,935.		
30 Total net assets or fund balances (see page 17 of the instructions)	3,779,068.	3,572,935.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	3,779,068.	3,572,935.		

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	3,779,068.
2 Enter amount from Part I, line 27a	2	-206,133.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	3,572,935.
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	3,572,935.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2		
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.	}		3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of nonchangible-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	191,786.	3,018,756.	0.063531
2008	146,311.	3,345,173.	0.043738
2007	163,604.	2,745,556.	0.059589
2006	137,336.	2,165,260.	0.063427
2005	144,185.	2,133,409.	0.067584
2 Total of line 1, column (d)			2 0.297869
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.059574
4 Enter the net value of nonchangible-use assets for 2010 from Part X, line 5			4 3,197,320.
5 Multiply line 4 by line 3			5 190,477.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 941.
7 Add lines 5 and 6			7 191,418.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 300,202.

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

Table with 11 rows and 2 columns. Rows include: 1a Exempt operating foundations, b Domestic foundations, 2 Tax under section 511, 3 Add lines 1 and 2, 4 Subtitle A (income) tax, 5 Tax based on investment income, 6 Credits/Payments (6a-6d), 7 Total credits and payments, 8 Enter any penalty, 9 Tax due, 10 Overpayment, 11 Enter the amount of line 10 to be credited to 2011 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (1a-10, Yes, No). Rows include: 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation... 1b Did it spend more than \$100 during the year... 1c Did the foundation file Form 1120-POL... 2 Has the foundation engaged in any activities... 3 Has the foundation made any changes... 4a Did the foundation have unrelated business gross income... 4b If "Yes," has it filed a tax return... 5 Was there a liquidation, termination, dissolution... 6 Are the requirements of section 508(e)... 7 Did the foundation have at least \$5,000 in assets... 8a Enter the states to which the foundation reports... 8b If the answer is "Yes" to line 7... 9 Is the foundation claiming status as a private operating foundation... 10 Did any persons become substantial contributors...

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address NONE
14 The books are in care of MONROE RIFKIN Telephone no 303-333-1215
Located at 360 SOUTH MONROE ST., STE 600 DENVER CO ZIP + 4 80209
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
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

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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).
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
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?
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
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)
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?
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)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
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?

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... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

Table with 5 columns: (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. Row 1: ATTACHMENT 7, 0, 0, 0.

Table with 5 columns: (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. Row 1: NONE.

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1 NONE	

2	

3	

4	

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

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

Amount

1 NONE	

2	

All other program-related investments See page 24 of the instructions	
3 NONE	

Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	2,150,016.
b	Average of monthly cash balances	1b	1,095,994.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	3,246,010.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,246,010.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	48,690.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,197,320.
6	Minimum investment return. Enter 5% of line 5	6	159,866.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	159,866.
a	Tax on investment income for 2010 from Part VI, line 5	2a	941.
b	Income tax for 2010. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	941.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	158,925.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	158,925.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	158,925.

Part XII Qualifying Distributions(see page 25 of the 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	300,202.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	300,202.
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 page 26 of the instructions)	5	941.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	299,261.

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

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributions for 2010 from Part XI, line 7				158,925.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20 08, 20 07, 20 06		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	40,111.			
b From 2006	32,225.			
c From 2007	29,391.			
d From 2008	18,472.			
e From 2009	41,946.			
f Total of lines 3a through e	162,145.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 300,202.				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				158,925.
e Remaining amount distributed out of corpus	141,277.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	303,422.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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.				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	40,111.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	263,311.			
10 Analysis of line 9				
a Excess from 2006	32,225.			
b Excess from 2007	29,391.			
c Excess from 2008	18,472.			
d Excess from 2009	41,946.			
e Excess from 2010	141,277.			

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

MONROE M. RIFKIN

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

N/A

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

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

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

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE ATTACHMENT 8				300,202.
Total ▶ 3a				300,202.
b <i>Approved for future payment</i>				
Total ▶ 3b				

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
INTEREST INCOME - CHECKING	3.
TOTAL	<u>3.</u>

ATTACHMENT 2

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
DIVIDENDS - CHARLES SCHWAB	96,753.
TOTAL	<u>96,753.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	2,600.	2,600.		
TOTALS	<u>2,600.</u>	<u>2,600.</u>	<u>0.</u>	<u>0.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MISCELLANEOUS BANK/INV FEES	87.	87.
TOTALS	<u>87.</u>	<u>87.</u>

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
PREFERRED STOCK	359,687.	155,025.
COMMON STOCK	30,889.	352,018.
TOTALS	<u>390,576.</u>	<u>507,043.</u>

ATTACHMENT 6

FORM 990PF, PART II -- CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE BONDS	160,210.	300,000.
LORD ABBOTT BOND FUND	2,094,027.	1,440,023.
TOTALS	<u>2,254,237.</u>	<u>1,740,023.</u>

THE RIFKIN FOUNDATION

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

ATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MONROE M. RIFKIN 360 SOUTH MONROE ST, SUITE 600 DENVER, CO 80209	PRESIDENT 1.00	0.	0.	0.
RELLA S. RIFKIN 360 SOUTH MONROE ST, SUITE 600 DENVER, CO 80209	VICE PRES. 1.00	0.	0.	0.
STUART G. RIFKIN 360 SOUTH MONROE ST., SUITE 600 DENVER, CO 80209	SECRETARY 1.00	0.	0.	0.
BRUCE A. RIFKIN 360 SOUTH MONROE ST., SUITE 600 DENVER, CO 80209	VICE PRES. 1.00	0.	0.	0.
RUTH RIFKIN BENNIS 360 SOUTH MONROE ST., SUITE 600 DENVER, CO 80209	TREASURER 1.00	0.	0.	0.
<u>GRAND TOTALS</u>		<u>0.</u>	<u>0.</u>	<u>0.</u>

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Form 990PF, Part XV - Grants and Contributions Paid During the Year

Recipient Name and Address	Relationship to Substantial Contributor and Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Adopt A Platoon P O Box 9570 Pueblo, CO 81008	None Public Charity	Unrestricted General Purpose of the Grantee	448
Alliance for Choice in Education 1201 E Colfax Ave Suite 302 Denver, CO 80218	None Public Charity	Unrestricted General Purpose of the Grantee	500
Allied Jewish Federation of Colorado 300 S Dahlia St , Suite 300 Denver, CO 80246	None Public Charity	Unrestricted General Purpose of the Grantee	100,000
Alzheimer's Women's Association for Resources and Education Plano, TX	None Public Charity	Unrestricted General Purpose of the Grantee	500
American Committee for the Weizmann Institute of Science Church St Station PO Box 19002 New York, NY 10277-0672	None Public Charity	Unrestricted General Purpose of the Grantee	1,000
American Israel Friendship League 134 E 39th St New York, NY 10016	None Public Charity	Unrestricted General Purpose of the Grantee	500
American Jewish Committee 165 East 56th Street New York, NY 10022	None Public Charity	Unrestricted General Purpose of the Grantee	5,000
Anti-Defamation League 1120 Lincoln St Suite 1301 Denver, CO 80203	None Public Charity	Unrestricted General Purpose of the Grantee	20,000
Barbara Sinatra Children's Center 39000 Bob Hope Dr Rancho Mirage, CA 92270	None Public Charity	Unrestricted General Purpose of the Grantee	2,000
Beit T'Shuvah 8831 Venice Blvd Los Angeles, CA 90034	None Public Charity	Unrestricted General Purpose of the Grantee	2,000
Betty Ford Center Foundation 41990 Cook St , Suite C-301 Palm Desert, CA 92211	None Public Charity	Unrestricted General Purpose of the Grantee	5,000
Catholic Charities Samantan House 4045 Pecos Street Denver, CO 80211	None Public Charity	Unrestricted General Purpose of the Grantee	3,000
Coalition to Salute America's Heroes Washington, D C 20090	None Public Charity	Unrestricted General Purpose of the Grantee	1,500
Congregation Emanuel 51 Grape Denver, CO 80220	None Public Charity	Unrestricted General Purpose of the Grantee	5,500
Colorado College 14 E Cache LaPoudre St Colorado Springs, CO 80903	None Public Charity	Unrestricted General Purpose of the Grantee	1,874
Craig Hospital Foundation 3425 S Clarkson St Englewood, CO 80113	None Public Charity	Unrestricted General Purpose of the Grantee	2,000
Denver Art Museum 100 W 14th Ave Parkway	None Public Charity	Unrestricted General Purpose of the Grantee	5,000

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Form 990PF, Part XV - Grants and Contributions Paid During the Year

Denver Center for Performing Arts 1245 Champa Denver, CO 80204	None Public Charity	Unrestricted General Purpose of the Grantee	1,000
Denver Dumb Friends League 2080 S Quebec St Denver, CO 80231	None Public Charity	Unrestricted General Purpose of the Grantee	7,500
Desert Community Foundation Indian Wells, CA 92210	None Public Charity	Unrestricted General Purpose of the Grantee	500
Desert Forum c/o Pacific Western Bank 74-750 Highway 111 Indian Wells, CA 92210	None Public Charity	Unrestricted General Purpose of the Grantee	2,000
Eisenhower Medical Center Foundaution 39000 Bob Hope Drive Rancho Mirage, CA 92270	None Public Charity	Unrestricted General Purpose of the Grantee	1,000
Fund for Cancer Research and Screening 7009 S Potomac Centennial, CO 80112	None Public Charity	Unrestricted General Purpose of the Grantee	10,000
Graland Country Day School 30 Birch Street Denver, CO 80220	None Public Charity	Unrestricted General Purpose of the Grantee	15,000
Guide Dogs of the Desert PO Box 1692 Palm Springs, CO 92263	None Public Charity	Unrestricted General Purpose of the Grantee	1,500
Heritage Foundation Washington, DC 20077	None Public Charity	Unrestricted General Purpose of the Grantee	-
Independence Institute 13952 Denver West Parkway Golden, CO 80401	None Public Charity	Unrestricted General Purpose of the Grantee	200
Isreal Children's Centers 3275 W Hillsboro Blvd Deerfield Beach, FL 33442	None Public Charity	Unrestricted General Purpose of the Grantee	1,000
Jewish Family Service of the Desert Palm Springs, CA	None Public Charity	Unrestricted General Purpose of the Grantee	750
Jewish Federation of Palm Springs & Desert Area 69-930 Highway 111, Suite 204 Rancho Mirage, CA 92270	None Public Charity	Unrestricted General Purpose of the Grantee	30,250
Kent Denver School 4000 E Quincy Avenue Cherry Hills Village, CO 80113	None Public Charity	Unrestricted General Purpose of the Grantee	11,000
KNJW Seeds 300 S Race St Denver, CO 80206	None Public Charity	Unrestricted General Purpose of the Grantee	3,000
LaQuinta Arts Foundation PO Box 777 LaQuinta, CA 92253	None Public Charity	Unrestricted General Purpose of the Grantee	500
McCallum Theatre for the Performing Arts 73-000 Fred Waring Drive Palm Desert, CA 92260	None Public Charity	Unrestricted General Purpose of the Grantee	11,530

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Form 990PF, Part XV - Grants and Contributions Paid During the Year

Mizel Museum 400 South Kearney Street Denver, CO 80224	None Public Charity	Unrestricted General Purpose of the Grantee	2,500
Museum of Contemporary Art 1485 Delgany St Denver, CO 80202	None Public Charity	Unrestricted General Purpose of the Grantee	500
National Multiple Sclerosis Society PO Box 44279 Denver, CO 80201	None Public Charity	Unrestricted General Purpose of the Grantee	1,000
Operation Smile 6435 Tidewater Drive Norfolk, VA 23509	None Public Charity	Unrestricted General Purpose of the Grantee	1,000
Pacific Legal Foundation Sacramento, CA	None Public Charity	Unrestricted General Purpose of the Grantee	200
Palm Springs Art Museum 101 N Museum Dr Palm Springs, CA 92262	None Public Charity	Unrestricted General Purpose of the Grantee	4,900
Palm Springs Friends of the Philharmonic PO Box 12770 Palm Desert, CA 92255-2770	None Public Charity	Unrestricted General Purpose of the Grantee	2,300
The Actor's Fund 729 Seventh Ave New York, NY 10019	None Public Charity	Unrestricted General Purpose of the Grantee	250
The Living Desert Palm Desert, CA 92260	None Public Charity	Unrestricted General Purpose of the Grantee	1,000
The Smile Train 245 Fifth Ave, Suite 2201 New York, NY 10016	None Public Charity	Unrestricted General Purpose of the Grantee	500
Tools for Tomorrow 777 E Tahquitz Canyon Way, No 200 Palm Springs, CA 92262	None Public Charity	Unrestricted General Purpose of the Grantee	200
United Jewish Appeal-Tamansk Rancho Mirage, CA	None Public Charity	Unrestricted General Purpose of the Grantee	900
University of California Los Angeles Jules Stein Eye Institute Los Angeles, CA 90099-4973	None Public Charity	Unrestricted General Purpose of the Grantee	250
University of Colorado Hospital Foundation 12401 E 17th Ave Mail Stop F485 Aurora, CO 80208	None Public Charity	Unrestricted General Purpose of the Grantee	3,000
University of Denver - Center for Judaic Studies 2000 E Asbury Ave Denver, CO 80208	None Public Charity	Unrestricted General Purpose of the Grantee	500
University of Denver - Holocaust Awareness Institute 2000 E Asbury Ave Denver, CO 80208	None Public Charity	Unrestricted General Purpose of the Grantee	20,000
US Holocaust Memorial Museum PO Box 1852 Highland Park, IL 60035	None Public Charity	Unrestricted General Purpose of the Grantee	1,800
Vail Valley Foundation PO Box 309 Vail, CO 81658	None Public Charity	Unrestricted General Purpose of the Grantee	5,000

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Vista Del Mar 3200 Motor Ave Los Angeles, CA 90034	None Public Chanty	Unrestricted General Purpose of the Grantee	1,000
Smaller Items not Detailed			850
TOTAL			300,202