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

2010

Department of the Treasury  
Internal Revenue Service

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

For calendar year 2010, or tax year beginning 4/01, 2010, and ending 3/31, 2011

G Check all that apply  Initial return  Initial Return of a former public charity  Final return  
 Amended return  Address change  Name change

BORGENICHT FOUNDATION, INC.  
392 FAIRVIEW AVENUE  
LONG VALLEY, NJ 07853

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, column (c), line 16) **► \$ 4,336,676.** J Accounting method  Cash  Accrual  
 Other (specify) *(Part I, column (d) must be on cash basis.)*

A Employer identification number  
**20-0051444**

B Telephone number (see the instructions)  
**(908) 876-3430**

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 ►

<b>Part I Analysis of Revenue and Expenses</b> <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions))</i>		<b>(a) Revenue and expenses per books</b>	<b>(b) Net investment income</b>	<b>(c) Adjusted net income</b>	<b>(d) Disbursements for charitable purposes (cash basis only)</b>
<b>REVENUE</b>	1 Contributions, gifts, grants, etc, received (att sch)				
	2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	17,198.	17,198.	17,198.	
	4 Dividends and interest from securities	94,805.	94,805.	94,805.	
	<b>5a Gross rents</b>				
	<b>b Net rental income or (loss)</b>				
	6a Net gain/(loss) from sale of assets not on line 10	33,586.			
	<b>b Gross sales price for all assets on line 6a</b>	2,322,897.			
	7 Capital gain net income (from Part IV, line 2)		33,586.		
	8 Net short-term capital gain			24,977.	
	9 Income modifications				
	<b>10a Gross sales less returns and allowances</b>				
	<b>b Less Cost of goods sold</b>				
	<b>c Gross profit/(loss) (att sch)</b>				
	11 Other income (attach schedule)				
	<b>RECEIVED</b>				
	311 OCT 17 2011 RSC				
	12 Total. Add lines 1 through 11	145,589.	145,589.	136,980.	
<b>OPERATING EXPENSES</b>	13 Compensation of officers, directors, trustees, etc	0.			
2010	14 Other employee salaries and wages				
ADMINISTRATIVE EXPENSES	15 Pension plans, employee benefits				
	<b>16a Legal fees (attach schedule)</b> SEE ST 1	1,040.			
	<b>b Accounting fees (attach sch)</b> SEE ST 2	3,906.			
	<b>c Other prof fees (attach sch)</b> SEE ST 3	22,550.	22,550.	22,550.	
	17 Interest				
	18 Taxes (attach schedule) (see instr) SEE STM 4	19.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) SEE STATEMENT 5	1,954.	1,954.	1,954.	
	<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	29,469.	24,504.	24,504.	
	25 Contributions, gifts, grants paid <b>PART XV</b>	602,400.			602,400.
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	631,869.	24,504.	24,504.	602,400.
	<b>27 Subtract line 26 from line 12:</b>				
	<b>a Excess of revenue over expenses and disbursements</b>	-486,280.			
	<b>b Net investment income</b> (if negative, enter -0-)		121,085.		
	<b>c Adjusted net income</b> (if negative, enter -0-)			112,476.	

2G18

<b>Part II</b> <b>Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	<b>Beginning of year</b>	<b>End of year</b>
			<b>(a) Book Value</b>	<b>(b) Book Value</b>
<b>ASSETS</b>	1 Cash — non-interest-bearing			
	2 Savings and temporary cash investments	201,404.	46,438.	46,438.
	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 the instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S. and state government obligations (attach schedule)	246,071.		
	b Investments — corporate stock (attach schedule) <b>STATEMENT 6</b>	3,950,767.	1,497,762.	1,803,408.
	c Investments — corporate bonds (attach schedule) <b>STATEMENT 7</b>		2,367,762.	2,486,830.
	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 ► )				
<b>16 Total assets</b> (to be completed by all filers — see instructions. Also, see page 1, item 1)	4,398,242.	3,911,962.	4,336,676.	
<b>LIABILITIES</b>	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ► )	0.	0.	
	<b>23 Total liabilities</b> (add lines 17 through 22)			
<b>NET FUND BALANCES</b>	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	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	4,398,242.	3,911,962.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	<b>30 Total net assets or fund balances</b> (see the instructions)	4,398,242.	3,911,962.	
	<b>31 Total liabilities and net assets/fund balances</b> (see the instructions)	4,398,242.	3,911,962.	

**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	4,398,242.
2 Enter amount from Part I, line 27a	2	-486,280.
3 Other increases not included in line 2 (itemize) ►	3	
4 Add lines 1, 2, and 3	4	3,911,962.
5 Decreases not included in line 2 (itemize) ►	5	
<b>6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30</b>	6	3,911,962.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
<b>1a PUBLICLY TRADED SECURITIES-SEE ATTACHED</b>			D	VARIOUS	VARIOUS
<b>b CAPITAL GAIN DIVIDENDS</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>		<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
a 2,314,288.		2,289,311.		24,977.	
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(I) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))	
<b>(i) Fair Market Value as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of column (i) over column (j), if any</b>			
a				24,977.	
b				8,609.	
c					
d					
e					
<b>2 Capital gain net income or (net capital loss)</b>	— If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 —		<b>2</b>	<b>33,586.</b>	
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).</b>	If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8 —		<b>3</b>	<b>24,977.</b>	

**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 the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	600,000.	2,160,442.	0.277721
2008			
2007	1,000,000.		
2006			
2005			

- 2 Total of line 1, column (d) 2 0.277721
- 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 0.138861
- 4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 4 4,296,255.
- 5 Multiply line 4 by line 3 5 596,582.
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 1,211.
- 7 Add lines 5 and 6 7 597,793.
- 8 Enter qualifying distributions from Part XII, line 4 8 602,400.

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)**1 a Exempt operating foundations described in section 4940(d)(2), check here ►  and enter 'N/A' on line 1.

Date of ruling or determination letter: \_\_\_\_\_ (attach copy of letter if necessary – see instr.)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ►  and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)

5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-

6 Credits/Payments

a 2010 estimated tax pmts and 2009 overpayment credited to 2010

b Exempt foreign organizations – tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments Add lines 6a through 6d

8 Enter any **penalty** for underpayment of estimated tax Check here  if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be Credited to 2011 estimated tax ►

Refunded

6a  
6b  
6c  
6d

1	1,211.
2	0.
3	1,211.
4	0.
5	1,211.
7	0.
8	1.
9	1,212.
10	
11	

**Part VII-A Statements Regarding Activities**

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes  
1a X

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

Yes  
1b X

If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file **Form 1120-POL** for this year?Yes  
1c X

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year

(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.

e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

Yes  
2 X

If 'Yes,' attach a detailed description of the activities

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

Yes  
3 X

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

Yes  
4a Xb If 'Yes,' has it filed a tax return on **Form 990-T** for this year?Yes  
4b N/A

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

Yes  
5 X

If 'Yes,' attach the statement required by General Instruction T.

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

Yes  
6 X

• By language in the governing instrument, or

Yes  
7 X

• 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?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

Yes  
8b X

8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) ►

Yes  
9 X

N/A

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

SEE STATEMENT 8

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

Yes  
10 X

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.

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

11		X
12		X
13	X	
14	FRANCES BORGENICHT 392 FAIRVIEW AVENUE LONG VALLEY NJ	Telephone no. (908) 876-3430 ZIP + 4 07853
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	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
1b If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	N/A
1c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .		
b Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer 'No' and attach statement – see the instructions.)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If 'Yes,' did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

**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))?

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

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

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

(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 Yes  No Yes  No Yes  No Yes  Nob 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)?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?

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

N/A  Yes  No

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?

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

5b N/A

6b X

7b

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

## 1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

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

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

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

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

►

0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

**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

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

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

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

**Amount**

Describe the two largest program-related investments made by the foundation during the last year on lines 1 and 2.	
1	N/A
2	
All other program-related investments See instructions	
3	
<b>Total.</b> Add lines 1 through 3	► 0.

All other program-related investments See instructions

3

---

**Total.** Add lines 1 through 3

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Form 990-PF (2010)

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:

a Average monthly fair market value of securities

b Average of monthly cash balances

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

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

e Reduction claimed for blockage or other factors reported on lines 1a and 1c  
(attach detailed explanation)

1e 0.

2 Acquisition indebtedness applicable to line 1 assets

3 Subtract line 2 from line 1d

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

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

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

1a	4,361,680.
1b	
1c	
1d	4,361,680.
2	0.
3	4,361,680.
4	65,425.
5	4,296,255.
6	214,813.

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

1 Minimum investment return from Part X, line 6

1 214,813.

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

2a 1,211.

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

2b

c Add lines 2a and 2b

2c 1,211.

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

3 213,602.

4 Recoveries of amounts treated as qualifying distributions

4

5 Add lines 3 and 4

5 213,602.

6 Deduction from distributable amount (see instructions)

6

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

7 213,602.

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

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

1a 602,400.

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

1b

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

2

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

3a

3 Amounts set aside for specific charitable projects that satisfy the

3b

a Suitability test (prior IRS approval required)

4

b Cash distribution test (attach the required schedule)

5

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

602,400.

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income.  
Enter 1% of Part I, line 27b (see instructions)

5

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

1,211.

6

601,189.

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

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				213,602.
2 Undistributed income, if any, as of the end of 2010:			0.	
a Enter amount for 2009 only		0.		
b Total for prior years. 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e		1,491,997.		
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 602,400.			0.	
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				213,602.
e Remaining amount distributed out of corpus		388,798.		
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		1,880,795.		
b Prior years' undistributed income Subtract line 4b from line 2b			0.	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.	
d Subtract line 6c from line 6b. Taxable amount — see instructions			0.	
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount — see instructions				0.
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.		
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)		0.		
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a		1,880,795.		
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007		1,000,000.		
c Excess from 2008				
d Excess from 2009		491,997.		
e Excess from 2010		388,798.		

BAA

Form 990-PF (2010)

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

N/A

1 a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling.				►	
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or	<input checked="" type="checkbox"/> 4942(j)(5)
2 a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	'Assets' alternative test – enter					
(1)	Value of all assets					
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c	'Support' alternative test – enter					
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3)	Largest amount of support from an exempt organization					
(4)	Gross investment income					

**Part XV** Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

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

Recipient	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)				
<i>a Paid during the year</i>				
SEE STATEMENT 10				
<b>Total</b>			► 3a	602,400.
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					17,198.
4 Dividends and interest from securities					94,805.
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					33,586.
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)					145,589.
13 Total. Add line 12, columns (b), (d), and (e)					145,589.
(See worksheet in line 13 instructions to verify calculations.)					

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

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



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

Department of the Treasury  
Internal Revenue Service

OMB No. 1545 0047

**Schedule of Contributors**

► Attach to Form 990, 990-EZ, or 990-PF

**2010**

Name of the organization

BORGENICHT FOUNDATION, INC.

Employer identification number

20-0051444

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

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 (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 their 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)

**BAA** For Paperwork Reduction Act Notice, see the Instructions for Form 990,  
990EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

BORGENICHT FOUNDATION, INC.

Employer identification number

20-0051444

**Part I** **Contributors** (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>
		\$	<b>Person</b> <input type="checkbox"/> <b>Payroll</b> <input type="checkbox"/> <b>Noncash</b> <input type="checkbox"/> <small>(Complete Part II if there is a noncash contribution.)</small>

Name of organization

BORGENICHT FOUNDATION, INC.

Employer identification number

20-0051444

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

BAA

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**Name of organization**

**Employer identification number**

20-0051444

**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 cols (a) through (e) and the following line entry

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **\$1,000 or less** for the year (Enter this information once See instructions )

5

N/A

2010

## FEDERAL STATEMENTS

PAGE 1

BORGENICHT FOUNDATION, INC.

20-0051444

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 16A**  
**LEGAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GEBHARDT & KEIFER	\$ 1,040.			
TOTAL	<u>\$ 1,040.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DEO, LAMANNA, DEO & CO	\$ 3,906.			
TOTAL	<u>\$ 3,906.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 16C**  
**OTHER PROFESSIONAL FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ACCOUNT FEES	\$ 22,550.	\$ 22,550.	\$ 22,550.	
TOTAL	<u>\$ 22,550.</u>	<u>\$ 22,550.</u>	<u>\$ 22,550.</u>	<u>\$ 0.</u>

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IRS Y/E 3/31/2010	\$ 19.			
TOTAL	<u>\$ 19.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

2010

## FEDERAL STATEMENTS

PAGE 2

BORGENICHT FOUNDATION, INC.

20-0051444

**STATEMENT 5**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADJUSTMENT	\$ 1,954.	\$ 1,954.	\$ 1,954.	
TOTAL	<u>\$ 1,954.</u>	<u>\$ 1,954.</u>	<u>\$ 1,954.</u>	<u>\$ 0.</u>

**STATEMENT 6**  
**FORM 990-PF, PART II, LINE 10B**  
**INVESTMENTS - CORPORATE STOCKS**

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	MKT VAL	\$ 1,497,762.	\$ 1,803,408.
	TOTAL	<u>\$ 1,497,762.</u>	<u>\$ 1,803,408.</u>

**STATEMENT 7**  
**FORM 990-PF, PART II, LINE 10C**  
**INVESTMENTS - CORPORATE BONDS**

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	MKT VAL	\$ 2,367,762.	\$ 2,486,830.
MUTUAL FUNDS/CORPORATE BONDS	TOTAL	<u>\$ 2,367,762.</u>	<u>\$ 2,486,830.</u>

**STATEMENT 8**  
**FORM 990-PF, PART VII-A, LINE 8B**  
**COPIES OF FORM 990-PF TO STATE OFFICIALS**

NOT REQUIRED

**STATEMENT 9**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
FRANCES BORGENICHT 392 FAIRVIEW AVENUE LONG VALLEY, NJ 07853	TRUSTEE 0	\$ 0.	\$ 0.	\$ 0.

**STATEMENT 9 (CONTINUED)**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP &amp; DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
JAMES H. KNOX 190 MIDDLE VALLEY ROAD LONG VALLEY, NJ 07853	TRUSTEE 0	\$ 0.	\$ 0.	\$ 0.
DAVID BENNETT 4036 REEVE DRIVE BETHLEHEM, PA 18020	TRUSTEE 0	0.	0.	0.
YOEL BORGENICHT 205 WEST 54TH STREET #42 NEW YORK, NY 10019	TRUSTEE 0	0.	0.	0.
BERTA KERR 903 OVERBROOK ROAD WILMINGTON, DE 19807	TRUSTEE 0	0.	0.	0.
JAN SCHWARTZ BADEN 15966 CERRO VISTA COURT LOS GATOS, CA 95032	TRUSTEE 0	0.	0.	0.
<b>TOTAL</b>		<b>\$ 0.</b>	<b>\$ 0.</b>	<b>\$ 0.</b>

**STATEMENT 10**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
DELAWARE CENTER FOR CONTEMPORARY ARTS 200 SOUTH MADISON STREET WILMINGTON, DE 19801	NONE		GENERAL FUND	\$ 15,000.
FOSTER AND ADOPTIVE FAMILY SERVICES 4301 ROUTE 1 SOUTH MONMOUTH JUNCTION, NJ 08852	NONE		GENERAL FUND	20,000.
GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD BALTIMORE, MD 21204	NONE		GENERAL FUND	25,000.
THE ABRAHAM FUND INITIATIVES 9 EAST 45TH STREET NEW YORK, NY 10017	NONE		GENERAL FUND	182,400.

**STATEMENT 10 (CONTINUED)**  
**FORM 990-PF, PART XV, LINE 3A**  
**RECIPIENT PAID DURING THE YEAR**

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE SWAIN SCHOOL 1100 S. 24TH STREET ALLENTOWN, PA 18103	NONE		GENERAL FUND	\$ 25,000.
TRITON MUSEUM OF ART 1505 WARBURTON AVENUE SANTA CLARA, CA 95050	NONE		GENERAL FUND	20,000.
PUBLIC ALLIES DELAWARE 100 W 10TH STREET, SUITE 812 WILMINGTON, DE 19801	NONE		GENERAL FUND	20,000.
AMERICANS UNITED FOR SEPARATION CHURCH	NONE		GENERAL FUND	45,000.
THE WEEKDAY SCHOOL	NONE		GENERAL FUND	65,000.
THE PARKS & PEOPLE FOUNDATION	NONE		GENERAL FUND	5,000.
WATERSHED CENTER FOR THE CERAMIC ARTS	NONE		GENERAL FUND	5,000.
P, E, F, ISRAEL ENDOWMENT NEGEV INSTITUTE	NONE		GENERAL FUND	75,000.
UN WATCH	NONE		GENERAL FUND	100,000.
TOTAL				\$ <u>602,400.</u>

2010

**FEDERAL SUPPORTING DETAIL**

**PAGE 1**

**BORGENICHT FOUNDATION, INC.**

**20-0051444**

**OTHER INCOME PRODUCING ACTIVITIES**  
**INTEREST ON SAVINGS & CASH INVESTMENTS**

BANK INTEREST	\$ 5,801.
US SAVINGS BOND INTEREST	2,766.
TAX EXEMPT BOND INTEREST	8,631.
<b>TOTAL</b>	<b>\$ <u>17,198.</u></b>

**Realized Gains and Losses**  
From 04/01/2010 to 03/31/2011

*RegentAtlantic Capital, LLC*

Borgenicht Foundation, Inc Acct # 926039040

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Sell Gains</u>	<u>Account Number</u>
Absolute Strategies Fund	03/18/2010	01/21/2011	4,214.652	46,000.00	44,801.75	1,198.25		1,198.25	Average Cos 926039040
Absolute Strategies Fund	03/18/2010	03/07/2011	2,300.000	25,000.00	24,449.00	551.00		551.00	Average Cos 926039040
			6,514.652	71,000.00	69,250.75	1,749.25		1,749.25	
Ace Ltd-Ord	01/31/2011	03/08/2011	305.000	19,066.36	18,814.27	252.09		252.09	High Cost 926039040
Amgen	01/31/2011	03/08/2011	745.000	39,081.46	40,990.38	-1,908.92		-1,908.92	High Cost 926039040
Anadarko Petroleum Corp	03/18/2010	08/24/2010	305.000	13,963.81	21,636.70	-7,672.89		-7,672.89	High Cost 926039040
Aperam	03/18/2010	02/02/2011	0.750	30.38	30.57	-0.19		-0.19	High Cost 926039040
AT&T New	03/18/2010	01/31/2011	15.000	401.34	390.90	10.44		10.44	High Cost 926039040
AT&T New	03/18/2010	01/31/2011	1,305.000	35,614.07	34,008.30	1,605.77		1,605.77	High Cost 926039040
			1,320.000	36,015.41	34,399.20	1,616.21		1,616.21	
Barrick Gold Corp	03/18/2010	08/24/2010	175.000	7,522.25	6,961.50	560.75		560.75	High Cost 926039040
Barrick Gold Corp	03/18/2010	08/24/2010	360.000	15,474.36	14,320.80	1,153.56		1,153.56	High Cost 926039040
			535.000	22,996.61	21,282.30	1,714.31		1,714.31	
Caterpillar	03/18/2010	06/30/2010	175.000	10,628.32	10,459.75	168.57		168.57	High Cost 926039040
Caterpillar	03/18/2010	08/24/2010	200.000	13,107.77	11,954.00	1,153.77		1,153.77	High Cost 926039040
			375.000	23,736.09	22,413.75	1,322.34		1,322.34	
Cephalon Inc	11/03/2010	12/20/2010	380.000	24,520.62	25,247.56	-726.94		-726.94	High Cost 926039040
Coca-Cola	03/18/2010	05/10/2010	555.000	29,911.60	29,942.25	-30.65		-30.65	High Cost 926039040

**Realized Gains and Losses**  
 From 04/01/2010 to 03/31/2011

Borgenicht Foundation, Inc Acct # 926039040

**Realized Gains and Losses**

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains	Total Long Gains	Total Sell Gains	Method	Account Number
Coca-Cola	03/18/2010	08/26/2010	225 000	12,382.56	12,138.75	243.81		243.81	High Cost	926039040
			780 000	42,294.16	42,081.00	213.16		213.16		
Constellation Energy Co	08/24/2010	12/20/2010	405 000	11,676.09	11,655.80	20.29		20.29	High Cost	926039040
Covidien PLC	03/18/2010	09/17/2010	440 000	17,345.34	22,374.00	-5,028.66		-5,028.66	High Cost	926039040
Dell Computer Corp	03/18/2010	11/03/2010	1,020 000	14,720.55	14,841.00	-120.45		-120.45	High Cost	926039040
DFA International Small Cap Value F	03/18/2010	05/04/2010	4,523.514	70,000.00	71,200.11	-1,200.11		-1,200.11	Average Cos	926039040
DFA International Small Cap Value F	03/18/2010	03/08/2011	890 222	16,000.00	14,870.37	1,129.63		1,129.63	Average Cos	926039040
			5,413.736	86,000.00	86,070.48	-70.48		-70.48		
DFA International Small Company Fu	03/18/2010	03/07/2011	1,283.389	23,000.00	20,000.74	2,999.26		2,999.26	Average Cos	926039040
DFA US Micro Cap Fund	01/25/2011	03/08/2011	692.744	10,000.00	9,450.50	549.50		549.50	Average Cos	926039040
E II International Property Fund	03/18/2010	04/28/2010	654.308	10,000.00	10,272.63	-272.63		-272.63	Average Cos	926039040
E II International Property Fund	03/18/2010	01/21/2011	324.235	5,934.70	5,090.49	844.21		844.21	Average Cos	926039040
E II International Property Fund	03/18/2010	01/21/2011	1,147.586	21,005.06	18,017.10	2,987.96		2,987.96	Average Cos	926039040
			1,471.821	26,939.76	23,107.59	3,832.17		3,832.17		
			2,126.129	36,939.76	33,380.22	3,559.54		3,559.54		
Encana Corp	12/20/2010	01/31/2011	665 000	21,550.95	18,789.31	2,761.64		2,761.64	High Cost	926039040
Encana Corp	12/20/2010	03/08/2011	1,000 000	31,631.49	28,254.61	3,376.88		3,376.88	High Cost	926039040
			1,665 000	53,182.44	47,043.92	6,138.52		6,138.52		
First American Real Estate Securities	03/18/2010	04/28/2010	3,984.550	66,000.00	63,434.03	2,565.97		2,565.97	Average Cos	926039040

**Realized Gains and Losses**  
From 04/01/2010 to 03/31/2011

Borgenicht Foundation, Inc Acct # 926039040

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Gains</u>	<u>Sell Method</u>	<u>Account Number</u>
First American Real Estate Securities	03/18/2010	01/21/2011	2,443.746	44,598.80	38,904.44	5,694.36				5,694.36 Average Cos 926039040
			6,428.296	110,598.80	102,338.47	8,260.33				8,260.33
Forward Frontier Markets Fund	06/17/2010	03/08/2011	2,000.348	23,000.00	22,751.24	248.76				248.76 Average Cos 926039040
Frontier Communications Corp	03/18/2010	07/01/2010	0.600	0.00	4.66	-4.66				-4.66 High Cost 926039040
Frontier Communications Corp	03/18/2010	08/24/2010	123.000	935.39	955.19	-19.80				-19.80 High Cost 926039040
			123.600	935.39	959.85	-24.46				-24.46
General Mills Inc	03/18/2010	03/08/2011	600.000	22,275.63	22,092.00	183.63				183.63 High Cost 926039040
Halliburton Co Hldg	03/18/2010	06/30/2010	655.000	16,379.89	20,684.90	-4,305.01				-4,305.01 High Cost 926039040
Halliburton Co Hldg	03/18/2010	08/24/2010	135.000	3,739.53	4,263.30	-523.77				-523.77 High Cost 926039040
			790.000	20,119.42	24,948.20	-4,828.78				-4,828.78
Hewlett-Packard Company	12/20/2010	01/31/2011	345.000	15,644.37	14,492.00	1,152.37				1,152.37 High Cost 926039040
Hewlett-Packard Company	03/18/2010	03/08/2011	50.000	2,122.13	2,636.50	-514.37				-514.37 High Cost 926039040
Hewlett-Packard Company	12/20/2010	03/08/2011	1,010.000	42,867.06	42,425.86	441.20				441.20 High Cost 926039040
			1,060.000	44,989.19	45,062.36	-73.17				-73.17
			1,405.000	60,633.56	59,554.36	1,079.20				1,079.20
Hormel Foods Corp	12/20/2010	01/31/2011	410.000	20,102.15	21,241.32	-1,139.17				-1,139.17 High Cost 926039040
Johnson & Johnson	03/18/2010	05/10/2010	610.000	39,159.49	39,686.60	-527.11				-527.11 High Cost 926039040
JP Morgan Alerian Index ETN	03/18/2010	10/27/2010	257.000	8,986.87	7,828.22	1,158.65				1,158.65 High Cost 926039040

**Realized Gains and Losses**  
From 04/01/2010 to 03/31/2011

Borgenicht Foundation, Inc Acct # 926039040

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Sell Gains</u>	<u>Method</u>	<u>Account Number</u>
JP Morgan Alerian Index ETN	03/18/2010	01/21/2011	4,010,000	145,672.50	122,144.60	23,527.90		23,527.90	High Cost	926039040
			4,267,000	154,659.37	129,972.82	24,686.55				24,686.55
JPMorgan Highbridge Stat	03/18/2010	04/28/2010	1,431.526	22,570.70	22,875.79	-305.09		-305.09	Average Cos	926039040
JPMorgan Highbridge Stat	03/18/2010	04/28/2010	6,272.034	98,830.44	100,227.10	-1,336.66		-1,336.66	Average Cos	926039040
			7,703.560	121,461.14	123,102.89	-1,641.75				-1,641.75
JPMorgan Strategic Income Opportun	03/18/2010	06/17/2010	2,760.690	32,000.00	32,189.65	-189.65		-189.65	Average Cos	926039040
JPMorgan Strategic Income Opportun	03/18/2010	03/07/2011	6,252.000	75,000.00	72,898.32	2,101.68		2,101.68	Average Cos	926039040
JPMorgan Strategic Income Opportun	03/18/2010	03/08/2011	7,085.333	85,000.00	82,614.98	2,385.02		2,385.02	Average Cos	926039040
			16,098.023	192,000.00	187,702.95	4,297.05				4,297.05
JPMorgan Tax Aware Real Return Fu	03/18/2010	06/17/2010	3,732.258	37,000.00	37,507.26	-507.26		-507.26	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/07/2011	9,006	90.79	90.17	0.62		0.62	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/07/2011	9,645	97.23	96.56	0.67		0.67	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/07/2011	9,975	100.56	99.87	0.69		0.69	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/07/2011	10,900	109.88	109.13	0.75		0.75	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/27/2011	24,023	242.17	240.51	1.66		1.66	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/07/2011	588.189	5,929.36	5,888.84	40.52		40.52	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/07/2011	1,927.449	19,430.01	19,297.26	132.75		132.75	Average Cos	926039040
			2,579.187	26,000.00	25,822.34	177.66				177.66
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/08/2011	9,396	94.91	94.07	0.84		0.84	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/08/2011	22,269	224.96	222.95	2.01		2.01	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/08/2011	26,085	263.51	261.16	2.35		2.35	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/08/2011	893.134	9,022.36	8,941.89	80.47		80.47	Average Cos	926039040
JPMorgan Tax Aware Real Return Fu	03/18/2010	03/08/2011	2,018.849	20,394.26	20,212.35	181.91		181.91	Average Cos	926039040
			2,969.733	30,000.00	29,732.42	267.58				267.58
	9,281.178		93,000.00		93,062.02	-62.02				-62.02

**Realized Gains and Losses**  
From 04/01/2010 to 03/31/2011

Borgneight Foundation, Inc Acct # 926039040

**Realized Gains and Losses**

Description	Date Acquired	Date Sold	Quantity	Proceeds	Cost	Short Term Gains	Total Long Gains	Total Sell Gains	Sell Method	Account Number
Kraft Foods Inc CL A	01/31/2011	03/08/2011	910 000	28,520 04	27,590 01	930 03	930 03	930 03	High Cost	926039040
Lazard Emerging Markets Equity Fund	03/18/2010	03/08/2011	288 368	6,000 00	5,383 23	616 77	616 77	616 77	Average Cos	926039040
Lockheed Martin Corp	03/18/2010	11/03/2010	255 000	18,219 12	21,914 70	-3,695 58	-3,695 58	-3,695 58	High Cost	926039040
Magyar Telekom Tel Adr	03/18/2010	08/26/2010	900 000	13,224 07	17,658 00	-4,433 93	-4,433 93	-4,433 93	High Cost	926039040
Merger Fund	03/18/2010	01/21/2011	3,213 611	51,000 00	50,871 46	128 54	128 54	128 54	Average Cos	926039040
Metropolitan West High	09/14/2010	02/24/2011	1,900 666	20,769 29	20,000 00	769 29	769 29	769 29	Average Cos	926039040
Microsoft	03/18/2010	03/08/2011	1,090 000	28,179 94	32,274 90	-4,094 96	-4,094 96	-4,094 96	High Cost	926039040
NRG Energy Inc	08/26/2010	12/20/2010	445 000	8,349 40	9,045 91	-696 51	-696 51	-696 51	High Cost	926039040
Pimco Commodity Real Return Fund	03/18/2010	09/21/2010	1,105 547	8,863 17	8,766 99	96 18	96 18	96 18	Average Cos	926039040
Pimco Commodity Real Return Fund	03/18/2010	09/21/2010	6,885 759	55,203 10	54,604 07	599 03	599 03	599 03	Average Cos	926039040
			7,991 306	64,066 27	63,371 06	695 21	695 21	695 21		
Pimco Low Duration Fund	11/04/2010	03/07/2011	369 174	3,822 79	4,000 00	-177 21	-177 21	-177 21	Average Cos	926039040
Procter & Gamble Co	03/18/2010	12/20/2010	630 000	41,061 06	40,149 90	911 16	911 16	911 16	High Cost	926039040
Procter & Gamble Co	03/18/2010	03/08/2011	144 000	8,937 10	9,177 12	-240 02	-240 02	-240 02	High Cost	926039040
			774 000	49,998 16	49,327 02	671 14	671 14	671 14		
Raytheon Company New	03/18/2010	12/20/2010	90 000	4,044 34	5,115 60	-1,071 26	-1,071 26	-1,071 26	High Cost	926039040
Raytheon Company New	03/18/2010	12/20/2010	270 000	12,133 02	15,346 80	-3,213 78	-3,213 78	-3,213 78	High Cost	926039040
			360 000	16,177 36	20,462 40	-4,285 04	-4,285 04	-4,285 04		
RBC Funds Microcap Value Fund	03/18/2010	01/21/2011	4,498 480	74,000 00	66,892 30	7,107 70	7,107 70	7,107 70	Average Cos	926039040
Rice Hall James Micro Cap Fund	03/18/2010	09/14/2010	905 563	12,043 99	13,012 94	-968 95	-968 95	-968 95	Average Cos	926039040
Rice Hall James Micro Cap Fund	03/18/2010	09/14/2010	1,366 788	18,178 28	19,640 74	-1,462 46	-1,462 46	-1,462 46	Average Cos	926039040
			2,272 351	30,222 27	32,653 68	-2,431 41	-2,431 41	-2,431 41		

**Realized Gains and Losses**  
 From 04/01/2010 to 03/31/2011

Borgenicht Foundation, Inc Acct # 926039040

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Sell Gains</u>	<u>Method</u>	<u>Account Number</u>
SAIC Corp	03/18/2010	12/20/2010	1,985 000	31,215 52	37,992 90	-6,777 38				-6,777 38 High Cost 926039040
Steelpath MLP Select 40 Fund	04/28/2010	03/08/2011	1,169 120	13,000 00	12,045 11	954 89				954 89 Average Cos 926039040
TFS Market Neutral Fund	03/18/2010	01/21/2011	2,429 130	36,000 00	37,748 68	-1,748 68				-1,748 68 Average Cos 926039040
TFS Market Neutral Fund	03/18/2010	03/08/2011	974 951	15,000 00	15,150 74	-150 74				-150 74 Average Cos 926039040
			3,404 081	51,000 00	52,899 42	-1,899 42				-1,899 42
Turner Spectrum Fund	04/28/2010	09/14/2010	1,860 967	20,000 00	20,734 68	-734 68				-734 68 Average Cos 926039040
Turner Spectrum Fund	04/28/2010	10/27/2010	643 223	7,000 00	7,166 72	-166 72				-166 72 Average Cos 926039040
			2,504 190	27,000 00	27,901 40	-901 40				-901 40
U S X-Marathon Group	05/10/2010	08/24/2010	435 000	13,650 76	13,572 00	78 76				78 76 High Cost 926039040
US Treasury Infl-Indexed N/B 07/15/2015 1 875%	03/18/2010	08/11/2010	208,000 000	253,061 84	246,324 42	6,737 42				6,737 42 First In First 926039040
Vanguard Emerging Markets ETF Par 0 00	03/18/2010	03/07/2011	106 000	4,939 99	4,420 20	519 79				519 79 High Cost 926039040
Vanguard Emerging Markets ETF Par 0 00	03/18/2010	03/08/2011	300 000	14,205 75	12,510 00	1,695 75				1,695 75 High Cost 926039040
			406 000	19,145 74	16,930 20	2,215 54				2,215 54
Vanguard Int'l Explorer	03/18/2010	05/04/2010	3,050 728	42,960 76	43,381 35	-420 59				-420 59 Average Cos 926039040
Vanguard Short-Term Investment-Gra	12/21/2010	03/07/2011	2,597 586	27,977 98	28,000 00	-22 02				-22 02 Average Cos 926039040
Verizon Communications	03/18/2010	11/03/2010	170 000	5,586 62	4,815 55	771 07				771 07 High Cost 926039040

**Realized Gains and Losses**

From 04/01/2010 to 03/31/2011

Borgnecht Foundation, Inc Acct # 926039040

**Realized Gains and Losses**

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Quantity</u>	<u>Net Proceeds</u>	<u>Cost</u>	<u>Short Term Gains</u>	<u>Total Long Gains</u>	<u>Total Sell Gains</u>	<u>Method</u>	<u>Account Number</u>
Wal-Mart	03/18/2010	03/08/2011	260 000	13,626 16	15,627 73	-2,001 57				-2,001 57 High Cost
Short Term Gains				2,314,288 12	2,289,310 61	24,977 51				
Total Long Gains				2,314,288 12	2,289,310 61	24,977 51				24,977 51
Total (Sales)										
<b>Total Gains</b>						<b>24,977.51</b>				<b>24,977.51</b>

*The above individual account statement has been compiled solely by RegentAtlantic Capital, LLC and has not been independently verified. In calculating account performance, RegentAtlantic Capital, LLC has relied upon information provided by the account custodian. You should compare account statements received from RegentAtlantic Capital, LLC to account statements received from the account custodian for accuracy. Please remember to contact RegentAtlantic Capital, LLC if there are any changes in your personal, financial situation or investment objectives for the purpose of reviewing our recommendations and services. A copy of our current written disclosure statement discussing our advisory services and fees continues to remain available for your review upon request.*

Application for Extension of Time To File an  
Exempt Organization Return

OMB No 1545-1709

Department of the Treasury  
Internal Revenue Service

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box. ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only. ► 

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns

Type or print	Name of exempt organization  <b>BORGENICHT FOUNDATION, INC.</b>	Employer identification number  <b>20-0051444</b>
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P O box, see instructions  <b>392 FAIRVIEW AVENUE</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.  <b>LONG VALLEY, NJ 07853</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► FRANCES BORGENICHT

Telephone No. ► (908) 876-3430FAX No ► 

- If the organization does not have an office or place of business in the United States, check this box

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN)  If this is for the whole group, check this box ►  If it is for part of the group, check this box ►  and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 11/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- calendar year 20 or
- tax year beginning 4/01, 20 10, and ending 3/31, 20 11

2 If the tax year entered in line 1 is for less than 12 months, check reason  Initial return  Final return  
 Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$ <input type="text"/> 0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b \$ <input type="text"/> 0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$ <input type="text"/> 0.

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

BAA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)