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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 **JUL 1, 2010**, and ending **JUN 30, 2011**

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 ENGINE 27 C/O SJM & ASSO, PC		A Employer identification number 13-4108296
Number and street (or P O box number if mail is not delivered to street address) 173 FRANKLIN STREET	Room/suite 255	B Telephone number 212-431-7466
City or town, state, and ZIP code NEW YORK, NY 10013		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input checked="" type="checkbox"/> Other taxable private foundation		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 132,197.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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	358,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities				
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)		0.		
8 Net short-term capital gain				
9 Income tax payments				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit (loss)				
11 Other income	3,839.	0.		STATEMENT 1
12 Total. Add lines 1 through 11	361,839.	0.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages	92,000.	0.		0.
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	4,465.	0.		0.
c Other professional fees				
17 Interest				
18 Taxes				
19 Depreciation and depletion	21,121.	0.		
20 Occupancy	66,000.	0.		0.
21 Travel, conferences, and meetings	5,060.	0.		0.
22 Printing and publications				
23 Other expenses STMT 3	60,200.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	248,846.	0.		0.
25 Contributions, gifts, grants paid	0.			0.
26 Total expenses and disbursements. Add lines 24 and 25	248,846.	0.		0.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	112,993.			
b Net investment income (if negative, enter -0-)		0.		
c Adjusted net income (if negative, enter -0-)			N/A	

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 Operating and Administrative Expenses
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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	11,716.	22,975.	22,975.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 30,297.			
	Less: allowance for doubtful accounts ▶		30,297.	30,297.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	633.	631.	631.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶ 173,034.				
Less accumulated depreciation STMT 4 ▶ 94,740.	96,868.	78,294.	78,294.	
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	109,217.	132,197.	132,197.	
Liabilities	17 Accounts payable and accrued expenses	95,543.	5,530.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	95,543.	5,530.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	13,674.	126,667.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31 ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	13,674.	126,667.		
31 Total liabilities and net assets/fund balances	109,217.	132,197.		

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	13,674.
2 Enter amount from Part I, line 27a	2	112,993.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	126,667.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	126,667.

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	NONE			
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))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				

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). 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 instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	0.	11,326.	.000000
2008	0.	926.	.000000
2007	0.	1,381.	.000000
2006	0.	4,519.	.000000
2005	317,877.	9,625.	33.026182

2 Total of line 1, column (d)	2	33.026182
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	6.605236
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	17,055.
5 Multiply line 4 by line 3	5	112,652.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7 Add lines 5 and 6	7	112,652.
8 Enter qualifying distributions from Part XII, line 4	8	0.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	0.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	0.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6		X
7	X	
8a		
8b	X	
9		X
10		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13		X
14	The books are in care of ► <u>ORGANIZATION</u> Telephone no. ► <u>212-431-7466</u> Located at ► <u>173 FRANKLIN STREET, NEW YORK, NY</u> ZIP+4 ► <u>10013</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> <u>N/A</u> <input type="checkbox"/>			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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 instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
Organizations relying on a current notice regarding disaster assistance check here N/A

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? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d) N/A

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? Yes No
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? Yes No

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JACK WEISBERG 173 FRANKLIN STREET NEW YORK, NY 10013	PRESIDENT/ DIRECTOR 5.00	0.	0.	0.
ARTHUR WEISBERG 17832 BONIELLO DRIVE BOCA RATON, FL 33496	SECRETARY/ DIRECTOR 1.00	0.	0.	0.
JOE RAI 122 DUANE STREET LOFT 2C NEW YORK, NY 10007	TREASURER/DIRECTOR 20.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	17,315.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	17,315.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	17,315.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	260.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,055.
6	Minimum investment return. Enter 5% of line 5	6	853.

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	853.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	853.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	853.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	853.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	0.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	0.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	0.

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				853.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	316,497.			
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	316,497.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$	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				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	853.			853.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	315,644.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	315,644.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

Part 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 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 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).)

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)				
<p>a <i>Paid during the year</i></p> <p style="text-align: center;">NONE</p>				
<p>Total</p>			▶ 3a	0.
<p>b <i>Approved for future payment</i></p> <p style="text-align: center;">NONE</p>				
<p>Total</p>			▶ 3b	0.

Schedule B

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

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No 1545-0047

2010

Name of the organization

ENGINE 27
C/O SJM & ASSO, PC

Employer identification number

13-4108296

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).**LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)**

Name of organization

ENGINE 27
C/O SJM & ASSO, PC

Employer identification number

13-4108296

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JACK WEISBERG FOUNDATION 173 FRANKLIN STREET NEW YORK, NY 10013	\$ 358,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

ENGINE 27
C/O SJM & ASSO, PC

13-4108296

Part II Noncash Property (see instructions)

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

Name of organization ENGINE 27 C/O SJM & ASSO, PC	Employer identification number 13-4108296
--	---

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

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

Application for Extension of Time To File an Exempt Organization Return

▶ **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 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 ENGINE 27 C/O SJM & ASSO, PC	Employer identification number 13-4108296
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 173 FRANKLIN STREET, NO. 255	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10013	

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

0 4

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 (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

ORGANIZATION

- The books are in the care of ▶ **173 FRANKLIN STREET - NEW YORK, NY 10013**
 Telephone No. ▶ **212-431-7466** FAX 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 **FEBRUARY 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year _____ or
 ▶ tax year beginning **JUL 1, 2010**, and ending **JUN 30, 2011**

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	\$	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	\$	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	\$	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.

LHA For Paperwork Reduction Act Notice, see Instructions.

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

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Asset No	Description	Date Acquired	Method	Life	Conv No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	WARES AUDIO SOFTWARE	06/14/02	SL	5.00	HVL6	1,920.				1,920.	1,920.		0.	1,920.
2	COMPUTER HARD DRIVES FOR GALLERY	06/18/02	SL	5.00	HVL6	1,408.				1,408.	1,408.		0.	1,408.
3	OFFICE AND STUDIO MAC COMPUTERS	06/20/02	SL	5.00	HVL6	3,283.				3,283.	3,283.		0.	3,283.
4	LIGHTING FIXTURES	11/22/02	SL	5.00	HVL6	1,720.				1,720.	1,720.		0.	1,720.
5	DIMMER PACK	12/20/02	SL	5.00	HVL6	1,516.				1,516.	1,516.		0.	1,516.
6	TAPE MACHINE	03/20/03	SL	5.00	HVL6	4,000.				4,000.	4,000.		0.	4,000.
7	BROTHER LABEL MACHINE	07/20/02	SL	5.00	HVL6	238.				238.	238.		0.	238.
8	MUSIC SOFTWARE	07/30/02	SL	3.00	HVL6	1,710.				1,710.	1,710.		0.	1,710.
9	CABINET ENCLOSURES	08/02/02	SL	5.00	HVL6	879.				879.	879.		0.	879.
11	CPIC PA - 3000	06/22/04	SL	3.00	HVL6	2,815.				2,815.	2,815.		0.	2,815.
12	SCULPTURE STAND	07/13/04	SL	3.00	HVL6	1,520.				1,520.	1,520.		0.	1,520.
13	CIRCUIT BOARD HYDROLIC LIFT A/D CARD	09/28/05	SL	3.00	HVL6	1,928.				1,928.	1,928.		0.	1,928.
14	SCSI CABLE	11/29/04	SL	3.00	HVL6	200.				200.	200.		0.	200.
15	BEAM SHARPER LIGHTS	12/27/04	SL	3.00	HVL6	1,179.				1,179.	1,179.		0.	1,179.
16	FIRE WIRE CAMERA	03/02/05	SL	3.00	HVL6	541.				541.	541.		0.	541.
17	NARROW FOCUS LIGHTS NEC PROJECTOR & ACCESSORIES	04/04/05	SL	3.00	HVL6	3,987.				3,987.	3,987.		0.	3,987.
18	ACCOSSERIES	05/23/05	SL	5.00	HVL6	2,967.				2,967.	2,967.		0.	2,967.
19	LIGHTING GRID	10/20/04	SL	3.00	HVL6	666.				666.	666.		0.	666.

028111 05-01-10

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
20	FULL COMPUTER SYSTEM	06/22/05	SL	3.00		HVL6	4,612.				4,612.	4,612.	0.	0.	4,612.
21	CANNON EOS 5D CAMERA & ACCESSORIES	06/19/06	SL	3.00		HVL6	4,611.				4,611.	4,611.	0.	0.	4,611.
22	LIGHTING FIXTURES	03/21/06	SL	3.00		HVL6	2,710.				2,710.	2,710.	0.	0.	2,710.
23	CAMCORDER	07/06/06	SL	3.00		HVL6	1,769.				1,769.	1,769.	0.	0.	1,769.
24	SONY BWEB	01/12/07	SL	3.00		HVL6	950.				950.	950.	0.	0.	950.
25	GALLERY LIGHTS	05/18/07	SL	3.00		HVL6	1,861.				1,861.	1,861.	0.	0.	1,861.
26	COMPUTER PROCESSOR	03/28/07	SL	3.00		HVL6	620.				620.	620.	0.	0.	620.
27	MONITOR	04/09/07	SL	5.00		HVL6	1,616.				1,616.	1,050.	323.	323.	1,373.
28	PRECISION MACHINE	03/21/07	SL	3.00		HVL6	548.				548.	548.	0.	0.	548.
29	CONSOLE TABLE	04/25/07	SL	7.00		HVL6	695.				695.	314.	99.	99.	413.
30	SOUND EQUIPMENT	05/01/07	SL	5.00		HVL6	683.				683.	434.	137.	137.	571.
31	CABLES	05/08/07	SL	5.00		HVL6	792.				792.	500.	158.	158.	658.
32	SCULPTURE STAND	09/28/07	SL	5.00		HVL6	520.				520.	286.	104.	104.	390.
33	SPEAKERPHONE	12/03/07	SL	5.00		HVL6	528.				528.	274.	106.	106.	380.
34	SOFTWARE APITDM	01/11/08	SL	5.00		HVL6	1,810.				1,810.	905.	362.	362.	1,267.
35	MIDI CONTROLLER	04/17/08	SL	5.00		HVL6	663.				663.	288.	133.	133.	421.
36	SONY EQUIPMENT	04/09/08	SL	5.00		HVL6	1,035.				1,035.	466.	207.	207.	673.
37	SOFTWARE	03/28/08	SL	5.00		HVL6	868.				868.	391.	174.	174.	565.

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05-01-10

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2010 DEPRECIATION AND AMORTIZATION REPORT

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Asset No	Description	Date Acquired	Method	Life	Conv No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
38	COMPUTER INTEL	08/15/07	SL	5.00	HYL6	1,489.				1,489.	869.		298.	1,167.
39	TOOL BOX	04/07/08	SL	5.00	HYL6	583.				583.	263.		117.	380.
40	DATATON SOFTWARE	08/20/07	SL	5.00	HYL6	4,050.				4,050.	2,295.		810.	3,105.
41	DIGIDESIGN HD ACCEL COMPUTER EQUIP	02/29/08	SL	5.00	HYL6	1,714.				1,714.	800.		343.	1,143.
42	PHOTOSMART PRINTER & ACCS	05/05/08	SL	5.00	HYL6	1,065.				1,065.	462.		213.	675.
43	CABLING FOR AUDIO SYSTEM	07/01/08	SL	5.00	HYL6	687.				687.	274.		137.	411.
44	AUDIO SYSTEM	07/07/08	SL	5.00	HYL6	2,899.				2,899.	1,160.		580.	1,740.
45	STEREO SYSTEM	07/01/08	SL	5.00	HYL6	1,098.				1,098.	440.		220.	660.
46	CABLING FOR AUDIO SYSTEM	07/01/08	SL	3.00	HYL6	1,143.				1,143.	762.		381.	1,143.
47	GALLERY LIGHTIG	07/01/08	SL	3.00	HYL6	815.				815.	544.		271.	815.
48	MT TOWER PCLE WORKSTATION	07/01/08	SL	5.00	HYL6	3,257.				3,257.	1,302.		651.	1,953.
49	CAMERA	02/01/09	SL	3.00	HYL6	2,721.				2,721.	1,285.		907.	2,192.
50	KEYBOARD	02/09/09	SL	3.00	HYL6	1,799.				1,799.	850.		600.	1,450.
51	XI COMPUTER	03/30/09	SL	5.00	HYL6	2,858.				2,858.	715.		572.	1,287.
52	PERF FOR COMPUTER HARDDRIVE	04/20/09	SL	5.00	HYL6	881.				881.	205.		176.	381.
53	KEYBOARD AUDIO SYSTEM	03/13/09	SL	5.00	HYL6	1,200.				1,200.	320.		240.	560.
54	SOFTWARE FOR LIGHTING	03/13/09	SL	5.00	HYL6	1,140.				1,140.	304.		228.	532.
55	MAC COMPUTER-BROOK PRO	06/30/09	SL	5.00	HYL6	2,616.				2,616.	523.		523.	1,046.

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05-01-10

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2010 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

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Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
56	AC RIGHT ARM APPOLLO	02/15/09	SL	10.00		HYL6	942.				942.	94.		94.	188.
57	COMPUTER-LIGHTING SYSTEM	04/28/09	SL	5.00		HYL6	2,199.				2,199.	440.		440.	880.
58	64 TRACK SWQUENCER	07/21/09	SL	5.00		HYL6	1,623.				1,623.	298.		325.	623.
59	COMPUTER MONOTOR	10/16/09	SL	5.00		HYL6	1,250.				1,250.	167.		250.	417.
60	UU MERCURY+STUDIO CLASSICS	11/30/09	SL	5.00		HYL6	2,041.				2,041.	238.		408.	646.
61	EQUIPMENT FROM FIREHOUSE	01/01/10	SL	7.00		HYL6	55,203.				55,203.	3,943.		7,886.	11,829.
62	HARD DRIVE & RAM	10/12/10	SL	5.00		HYL6	2,679.				2,679.			402.	402.
63	17.3 MULTI DRIVE	08/25/10	SL	5.00		HYL6	1,872.				1,872.			312.	312.
64	MAC PRO	10/13/10	SL	5.00		HYL6	5,326.				5,326.			799.	799.
65	LIGHTS	11/12/10	SL	5.00		HYL6	8,516.				8,516.			1,135.	1,135.
* TOTAL 990-PF PG 1 DEPR							173,034.				173,034.	73,619.		21,121.	94,740.

FORM 990-PF	OTHER INCOME		STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
MISCELLANEOUS	3,839.	0.		
TOTAL TO FORM 990-PF, PART I, LINE 11	3,839.	0.		

FORM 990-PF	ACCOUNTING FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & BOOKKEEPING	4,465.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	4,465.	0.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	1,600.	0.		0.
TECH SUPPORT RESEARCH & DEVELOPMENT	2,940.	0.		0.
RESIDENCY SERVICES	1,183.	0.		0.
TELEPHONE & INTERNET	4,287.	0.		0.
OFFICE SUPPLIES & EXPENSES	4,399.	0.		0.
EQUIPMENT	9,144.	0.		0.
TOOLS & HARDWARE	15,130.	0.		0.
COMPUTER COST	6,907.	0.		0.
MISCELLANEOUS	2,021.	0.		0.
DUES & MEMBERSHIP LICENSES	2,441.	0.		0.
ADMISSIONS	2,126.	0.		0.
BOOKS & TICKETS	4,162.	0.		0.
LIGHTING DESIGN	3,220.	0.		0.
ARTIST EXPENSE	640.	0.		0.
TO FORM 990-PF, PG 1, LN 23	60,200.	0.		0.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 4

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
WARES AUDIO SOFTWARE	1,920.	1,920.	0.
COMPUTER HARD DRIVES FOR GALLERY	1,408.	1,408.	0.
OFFICE AND STUDIO MAC COMPUTERS	3,283.	3,283.	0.
LIGHTING FIXTURES	1,720.	1,720.	0.
DIMMER PACK	1,516.	1,516.	0.
TAPE MACHINE	4,000.	4,000.	0.
BROTHER LABEL MACHINE	238.	238.	0.
MUSIC SOFTWARE	1,710.	1,710.	0.
CABINET ENCLOSURES	879.	879.	0.
CPIC PA - 3000	2,815.	2,815.	0.
SCULPTRE STAND	1,520.	1,520.	0.
CIRCUIT BOARD SYDROLIC LIFT A/D CARD	1,928.	1,928.	0.
SCSI CABLE	200.	200.	0.
BEAM SHARPER LIGHTS	1,179.	1,179.	0.
FIRE WIRE CAMERA	541.	541.	0.
NARROW FOCUS LIGHTS NEC PROJECTOR & ACCISSORIES	3,987.	3,987.	0.
ACCOSSERIES	2,967.	2,967.	0.
LIGHTING GRID	666.	666.	0.
FULL COMPUTER SYSTEM	4,612.	4,612.	0.
CANNON EOS 5D CAMERA & ACCOSSERIES	4,611.	4,611.	0.
LIGHTING FIXTURES	2,710.	2,710.	0.
CAMCORDER	1,769.	1,769.	0.
SONY BWEB	950.	950.	0.
GALLERY LIGHTS	1,861.	1,861.	0.
COMPUTER PROCESSOR	620.	620.	0.
MONITOR	1,616.	1,373.	243.
PRECISION MACHINE	548.	548.	0.
CONSOLE TABLE	695.	413.	282.
SOUND EQUIPMENT	683.	571.	112.
CABLES	792.	658.	134.
SCULPTURE STAND	520.	390.	130.
SPEAKERPHONE	528.	380.	148.
SOFTWARE APITDM	1,810.	1,267.	543.
MIDI CONTROLLER	663.	421.	242.
SONY EQUIPMENT	1,035.	673.	362.
SOFTWARE	868.	565.	303.
COMPUTER INTEL	1,489.	1,167.	322.
TOOL BOX	583.	380.	203.
DATATON SOFTWARE	4,050.	3,105.	945.
DIGIDESIGN HD ACCEL COMPUTER EQUIP	1,714.	1,143.	571.
PHOTOSMART PRINTER & ACCS	1,065.	675.	390.

CABLING FOR AUDIO SYSTEM	687.	411.	276.
AUDIO SYSTEM	2,899.	1,740.	1,159.
STEREO SYSTEM	1,098.	660.	438.
CABLING FOR AUDIO SYSTEM	1,143.	1,143.	0.
GALLERY LIGHTIG	815.	815.	0.
MT TOWER PCLE WORKSTATION	3,257.	1,953.	1,304.
CAMERA	2,721.	2,192.	529.
KEYBOARD	1,799.	1,450.	349.
XI COMPUTER	2,858.	1,287.	1,571.
PERF FOR COMPUTER HARDDRIVE	881.	381.	500.
KEYBOARD AUDIO SYSTEM	1,200.	560.	640.
SOFTWARE FOR LIGHTING	1,140.	532.	608.
MAC COMPUTER-BROOK PRO	2,616.	1,046.	1,570.
AC RIGHT ARM APPOLLO	942.	188.	754.
COMPUTER-LIGHTING SYSTEM	2,199.	880.	1,319.
64 TRACK SWQUENCER	1,623.	623.	1,000.
COMPUTER MONOTOR	1,250.	417.	833.
UU MERCURY+STUDIO CLASSICS	2,041.	646.	1,395.
EQUIPMENT FROM FIREHOUSE	55,203.	11,829.	43,374.
HARD DRIVE & RAM	2,679.	402.	2,277.
17.3 MULTI DRIVE	1,872.	312.	1,560.
MAC PRO	5,326.	799.	4,527.
LIGHTS	8,516.	1,135.	7,381.
TOTAL TO FM 990-PF, PART II, LN 14	173,034.	94,740.	78,294.