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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning 10-01-2010 , and ending 09-30-2011

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
TORTUGA FOUNDATION

A Employer identification number
51-0245279

Number and street (or P O box number if mail is not delivered to street address) Room/suite
C/O SACKS PRESS 600 THIRD AVENUE

B Telephone number (see page 10 of the instructions)
(212) 682-6640

City or town, state, and ZIP code
NEW YORK, NY 10016

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 ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 24,804,638

J Accounting method ☐ Cash ☑ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	4,083,125			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities.	326,347	326,347		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,724,901			
	b	Gross sales price for all assets on line 6a 9,696,784				
	7	Capital gain net income (from Part IV, line 2) . . .		3,338,771		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	7,134,373	3,665,118		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	2,500	2,500		0
	c	Other professional fees (attach schedule)	173,538	173,538		0
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	25,340	278		0
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	201,378	176,316		0
	25	Contributions, gifts, grants paid	1,896,400			1,896,400
	26	**Total expenses and disbursements.** Add lines 24 and 25	2,097,778	176,316		1,896,400
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	5,036,595			
	b	**Net investment income** (if negative, enter -0-)		3,488,802		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	300,502	107,260	107,260
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	16,559,208	21,789,045	24,697,378
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	16,859,710	21,896,305	24,804,638
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	16,859,710	21,896,305	
	30 Total net assets or fund balances (see page 17 of the instructions)	16,859,710	21,896,305	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	16,859,710	21,896,305	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	16,859,710
2	Enter amount from Part I, line 27a	2	5,036,595
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	21,896,305
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	21,896,305

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	See Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

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

	(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	3,338,771
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	941,938	22,270,700	0 042295
2008	765,000	22,469,173	0 034047
2007	1,135,308	22,506,807	0 050443
2006	1,060,000	26,616,834	0 039824
2005	980,000	23,421,137	0 041843

2	**Total** of line 1, column (d).	2	0 208452
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 041690
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	23,521,236
5	Multiply line 4 by line 3.	5	980,600
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	34,888
7	Add lines 5 and 6.	7	1,015,488
8	Enter qualifying distributions from Part XII, line 4.	8	1,896,400

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 on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	34,888
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	34,888
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	34,888
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a — 16,000		
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	16,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	18,888
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** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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 on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶SACKS PRESS LACHER PC Telephone no ▶(212) 682-6640

Located at ▶600 THIRD AVENUE NEW YORK NY ZIP+4 ▶10016

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 |

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. | | Yes | No |

1a During the year did the foundation (either directly or indirectly)

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**

			Yes	No
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No

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? ☐ **Yes** ☑ **No**

If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____

			Yes	No
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 20 of the instructions)	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

▶ 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? ☐ **Yes** ☑ **No**

			Yes	No
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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)? (see page 22 of the instructions) ☐ 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 page 22 of the instructions)?	**5b**		
	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? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**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?	**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 page 22 of the 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
MILDRED SICELOFF C/O SACKS 600 THIRD AVENUE NEW YORK, NY 10016	PRES 5 00	0	0	0
PATRICIA LIVINGSTON C/O SACKS 600 THIRD AVENUE NEW YORK, NY 10016	SEC'Y 5 00	0	0	0

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the 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 page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3. . . . . ▶	0

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	23,675,546
b	Average of monthly cash balances	1b	203,881
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	23,879,427
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	23,879,427
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	358,191
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	23,521,236
6	**Minimum investment return.** Enter 5% of line 5	6	1,176,062

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

1	Minimum investment return from Part X, line 6	1	1,176,062
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 34,888		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	34,888
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,141,174
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,141,174
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,141,174

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	1,896,400
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,896,400
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 page 26 of the instructions)	5	34,888
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,861,512

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,141,174
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			390,695	
b Total for prior years 20___ , 20___ , 20___		0		
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.	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 1,896,400				
a Applied to 2009, but not more than line 2a			390,695	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .	0			
d Applied to 2010 distributable amount.				1,141,174
e Remaining amount distributed out of corpus	364,531			
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	364,531			
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 page 27 of the instructions . . .		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			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 page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	364,531			
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. . . . 364,531				

Part XIV **Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	
2a 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 page 27 of the instructions.)**

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				1,896,400
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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 page 28 of the instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	326,347	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	2,724,901	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		3,051,248	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 3,051,248

(See worksheet in line 13 instructions on page 28 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 organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	**1a(1)**		**No**
	(2) Other assets	**1a(2)**		**No**
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		**No**
	(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		**No**
	(3) Rental of facilities, equipment, or other assets	**1b(3)**		**No**
	(4) Reimbursement arrangements	**1b(4)**		**No**
	(5) Loans or loan guarantees	**1b(5)**		**No**
	(6) Performance of services or membership or fundraising solicitations	**1b(6)**		**No**
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

****** | 2011-11-03 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature ▶ STEVEN L SACKS	Date	Check if self-employed ▶ ☐	PTIN
Firm's name ▶ SACKS PRESS & LACHER PC		Firm's EIN ▶
Firm's address ▶ 600 THIRD AVENUE NEW YORK, NY 100161901		Phone no (212) 682-6640

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491307001031

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 organization	**Employer identification number**
TORTUGA FOUNDATION	51-0245279

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

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

Name of organization
TORTUGA FOUNDATION

Employer identification number
51-0245279

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOAN O TWEEDY C/O SACKS PRESS LACHER 600 THIRD AV NEW YORK, NY 10016	$ 4,083,125	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization
TORTUGA FOUNDATION

Employer identification number
51-0245279

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
1	47,000 SHARES 3M COMPANY	$ 4,083,125	2010-12-29

(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
		$	

Name of organization
TORTUGA FOUNDATION

Employer identification number
51-0245279

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

Additional Data

Software ID:
Software Version:
EIN: 51-0245279
Name: TORTUGA FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
A	PRICELINE COM INC - 252 SHS	P	2009-11-16	2010-11-03
B	PRICELINE COM INC - 169 SHS	P	2009-11-16	2010-11-04
C	APPLE - 149 SHS	P	2010-05-21	2010-11-05
D	DIRECTV COM CL A - 1445 SHS	P	2010-09-20	2011-01-12
E	DIRECTV COM CL A - 282 SHS	P	2010-09-15	2011-01-12
F	DIRECTV COM CL A - 165 SHS	P	2010-09-16	2011-01-12
G	DIRECTV COM CL A - 223 SHS	P	2010-09-16	2011-01-13
H	DIRECTV COM CL A - 336 SHS	P	2010-06-21	2011-01-13
I	DIRECTV COM CL A - 12 SHS	P	2010-06-18	2011-01-13
J	DIRECTV CON CL A - 934 SHS	P	2010-06-18	2011-01-18
K	DIRECTV COM CL A - 34 SHS	P	2010-06-22	2011-01-18
L	AMERICAN EXPRESS CO - 2235 SHS	P	2010-04-15	2011-01-21
M	DIRECTV COM CL A - 504 SHS	P	2010-06-22	2011-01-21
N	DIRECTV COM CL A - 935 SHS	P	2010-03-18	2011-01-21
O	DIRECTV COM CL A - 330 SHS	P	2010-06-29	2011-01-21
P	DIRECTV COM CL A - 431 SHS	P	2010-03-19	2011-01-21
Q	AMERICAN EXPRESS CO - 24 SHS	P	2010-04-15	2011-01-24
R	AMERICAN EXPRESS CO - 2019 SHS	P	2010-04-14	2011-01-24
S	DIRECTV COM CL A - 761 SHS	P	2010-03-19	2011-01-24
T	DIRECTV CON CL A - 430 SHS	P	2010-06-30	2011-01-24
U	DIRECTV CON CL A - 890 SHS	P	2010-03-22	2011-01-24
V	DIRECTV CON CL A - 654 SHS	P	2010-03-23	2011-01-24
W	DIRECTV COM CL A - 345 SHS	P	2010-02-22	2011-01-24
X	AMERICAN EXPRESS CO - 4205 SHS	P	2010-04-14	2011-01-25
Y	DIRECTV COM CL A - 2261 SHS	P	2010-02-22	2011-01-25
Z	DIRECTV COM CL A - 299 SHS	P	2010-03-19	2011-01-25
AA	DIRECTV COM CL A - 251 SHS	P	2010-03-19	2011-01-25
AB	DIRECTV COM CL A - 791 SHS	P	2010-02-23	2011-01-25
AC	AMERICAN EXPRESS CO - 539 SHS	P	2010-04-14	2011-01-26
AD	AMERICAN EXPRESS CO - 1837 SHS	P	2010-04-16	2011-01-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AE	AMERICAN EXPRESS CO - 63 SHS	P	2010-04-13	2011-01-26
AF	DIRECTV COM CL A - 1654 SHS	P	2010-02-23	2011-01-26
AG	DIRECTV COM CL A - 479 SHS	P	2010-02-24	2011-01-26
AH	AMERICAN EXPRESS CO - 936 SHS	P	2010-04-13	2011-01-27
AI	AMERICAN EXPRESS CO - 236 SHS	P	2010-07-13	2011-01-27
AJ	AMERICAN EXPRESS CO - 627 SHS	P	2010-05-11	2011-01-27
AK	DIRECTV COM CL A - 853 SHS	P	2010-02-24	2011-01-27
AL	AMERICAN EXPRESS CO - 877 SHS	P	2010-05-11	2011-01-28
AM	DIRECTV COM CL A - 706 SHS	P	2010-02-24	2011-01-28
AN	DIRECTV COM CL A - 1108 SHS	P	2010-02-19	2011-01-28
AO	AMERICAN EXPRESS CO - 246 SHS	P	2010-05-11	2011-01-31
AP	AMERICAN EXPRESS CO - 970 SHS	P	2010-05-13	2011-01-31
AQ	AMERICAN EXPRESS CO - 455 SHS	P	2010-05-13	2011-01-31
AR	AMERICAN EXPRESS CO - 765 SHS	P	2010-05-12	2011-01-31
AS	AMERICAN EXPRESS CO - 1051 SHS	P	2010-09-21	2011-01-31
AT	AMERICAN EXPRESS CO - 161 SHS	P	2010-07-12	2011-01-31
AU	AMERICAN EXPRESS CO - 77 SHS	P	2010-07-12	2011-01-31
AV	AMERICAN EXPRESS CO - 740 SHS	P	2010-09-22	2011-01-31
AW	AMERICAN EXPRESS CO - 215 SHS	P	2010-09-23	2011-01-31
AX	AMERICAN EXPRESS CO - 18 SHS	P	2010-07-15	2011-01-31
AY	AMERICAN EXPRESS CO - 166 SHS	P	2010-07-09	2011-01-31
AZ	DIRECTV COM CL A - 1217 SHS	P	2010-02-19	2011-01-31
BA	DIRECT TV COM - 1495 SHS	P	2010-02-18	2011-01-31
BB	AMERICAN EXPRESS CO - 310 SHS	P	2010-07-09	2011-02-01
BC	AMERICAN EXPRESS CO - 632 SHS	P	2010-06-24	2011-02-01
BD	AMERICAN EXPRESS CO - 454 SHS	P	2010-07-01	2011-02-01
BE	RESEARCH IN MOTION - 1440 SHS	P	2010-04-08	2011-03-15
BF	RESEARCH IN MOTION - 1553 SHS	P	2010-12-17	2011-03-15
BG	RESEARCH IN MOTION - 1486 SHS	P	2010-12-17	2011-03-15
BH	RESEARCH IN MOTION - 646 SHS	P	2010-07-15	2011-03-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
BI	RESEARCH IN MOTION - 2176 SHS	P	2010-07-15	2011-03-29
BJ	AMAZON COM INC - 261 SHS	P	2011-03-15	2011-07-11
BK	AMAZON COM INC - 240 SHS	P	2011-03-15	2011-07-12
BL	INTUITIVE SURGICAL INC - 84 SHS	P	2010-11-09	2011-07-28
BM	INTUITIVE SURGICAL INC - 74 SHS	P	2010-11-09	2011-07-28
BN	INTUITIVE SURGICAL INC - 102 SHS	P	2010-11-05	2011-07-28
BO	APPLE INC - 293 SHS	P	2011-03-15	2011-08-29
BP	NATIONAL OILWELL VARCO INC - 1050 SHS	P	2011-03-29	2011-08-31
BQ	NATIONAL OILWELL VARCO INC - 421 SHS	P	2011-03-28	2011-08-31
BR	NATIONAL OILWELL VARCO INC - 793 SHS	P	2011-01-31	2011-08-31
BS	NATIONAL OILWELL VARCO INC - 915 SHS	P	2011-02-01	2011-08-31
BT	NATIONAL OILWELL VARCO INC - 1597 SHS	P	2011-01-26	2011-08-31
BU	NATIONAL OILWELL VARCO INC - 1334 SHS	P	2011-01-27	2011-08-31
BV	NATIONAL OILWELL VARCO INC - 326 SHS	P	2011-01-28	2011-08-31
BW	NATIONAL OILWELL VARCO INC - 884 SHS	P	2011-01-21	2011-08-31
BX	NATIONAL OILWELL VARCO INC - 2144 SHS	P	2011-01-25	2011-08-31
BY	NATIONAL OILWELL VARCO INC - 163 SHS	P	2011-01-24	2011-08-31
BZ	NATIONAL OILWELL VARCO INC - 1722 SHS	P	2011-08-10	2011-08-31
CA	NATIONAL OLLWELL VARGO INC - 1242 SHS	P	2011-08-09	2011-08-31
CB	SOUTHWESTERN ENERGY CO - 2476 SHS	P	2011-01-24	2011-08-31
CC	SOUTHWESTERN ENERGY CO - 764 SHS	P	2011-01-25	2011-08-31
CD	SOUTHWESTERN ENERGY CO - 1021 SHS	P	2011-01-25	2011-08-31
CE	SOUTHWESTERN ENERGY CO - 890 SHS	P	2011-01-21	2011-08-31
CF	SOUTHWESTERN ENERGY CO - 2610 SHS	P	2011-08-09	2011-08-31
CG	GENZYME CORP - 524 SHS	P	2000-03-08	2010-10-21
CH	GENZYME CORP - 732 SHS	P	2000-03-08	2010-10-22
CI	GENZYME CORP - 367 SHS	P	2000-03-08	2010-10-22
CJ	GENZYME CORP - 971 SHS	P	2000-03-08	2010-10-22
CK	GENZYME CORP - 1099 SHS	P	2001-03-08	2010-10-25
CL	GENZYME CORP - 1123 SHS	P	2010-03-08	2010-10-26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
CM	GENZYME CORP - 538 SHS	P	2000-03-08	2010-10-27
CN	GENZYME CORP - 571 SHS	P	2000-03-08	2010-10-27
CO	COGNIZANT TECHNLGY - 285 SHS	P	2006-01-30	2010-11-03
CP	COGNIZANT TECHNLGY - 709 SHS	P	2006-01-30	2010-11-04
CQ	APPLE INC - 318 SHS	P	2008-12-01	2010-11-05
CR	COGNIZANT TECHNLGY - 1329 SHS	P	2006-01-30	2010-11-05
CS	APPLE INC - 132 SHS	P	2008-12-01	2010-11-08
CT	COGNIZANT TECHNLGY - 594 SHS	P	2006-01-30	2010-11-08
CU	PRAXAIR INC - 145 SHS	P	2009-10-15	2010-12-08
CV	PRAXAIR INC - 480 SHS	P	2009-10-20	2010-12-08
CW	PRAXAIR INC - 24 SHS	P	2009-10-20	2010-12-08
CX	PRAXAIR INC - 10 SHS	P	2009-09-22	2010-12-08
CY	PRAXAIR INC - 489 SHS	P	2009-09-22	2010-12-09
CZ	PRAXAIR INC - 174 SHS	P	2009-09-30	2010-12-09
DA	APPLE INC - 339 SHS	P	2008-12-01	2010-12-17
DB	QUALCOMM INC - 1632 SHS	P	2009-11-12	2010-12-17
DC	QUALCOMM INC - 325 SHS	P	2005-01-21	2010-12-17
DD	RESEARCH IN MOTION - 1982 SHS	P	2009-11-03	2011-03-15
DE	PRAXAIR INC - 369 SHS	P	2009-09-30	2011-03-16
DF	PRAXAIR INC - 389 SHS	P	2009-09-23	2011-03-16
DG	PRAXAIR INC - 65 SHS	P	2009-09-23	2011-03-16
DH	PRAXAIR INC - 71 SHS	P	2009-09-23	2011-03-17
DI	PRAXAIR INC - 275 SHS	P	2009-09-29	2011-03-17
DJ	RESEARCH IN MOTION - 221 SHS	P	2009-11-03	2011-03-28
DK	RESEARCH IN MOTION - 415 SHS	P	2009-02-11	2011-03-29
DL	RESEARCH IN MOTION - 1764 SHS	P	2009-02-11	2011-03-29
DM	PRICELINE COM INC - 24 SHS	P	2009-11-16	2011-04-27
DN	PRICELINE COM INC - 178 SHS	P	2010-02-09	2011-04-27
DO	PRICELINE COM INC - 18 SHS	P	2010-02-04	2011-04-27
DP	RESEARCH IN MOTION - 2255 SHS	P	2009-02-11	2011-04-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
DQ	RESEARCH IN MOTION - 2615 SHS	P	2008-10-27	2011-04-29
DR	RESEARCH IN MOTION - 560 SHS	P	2006-05-02	2011-04-29
DS	RESEARCH IN MOTION - 6330 SHS	P	2006-07-31	2011-04-29
DT	FIRST SOLAR INC COM - 363 SHS	P	2008-11-03	2011-07-06
DU	PRICELINE COM INC - 50 SHS	P	2010-02-04	2011-07-11
DV	PRICELINE COM INC - 149 SHS	P	2010-02-04	2011-07-13
DW	VISA INC COM CL A - 121 SHS	P	2010-02-17	2011-07-20
DX	AMAZON COM INC - 244 SHS	P	2010-07-26	2011-07-28
DY	SOUTHWESTERN ENERGY - 1262 SHS	P	2009-12-01	2011-07-28
DZ	SOUTHWESTERN ENERGY - 709 SHS	P	2009-11-25	2011-07-28
EA	SOUTHWESTERN ENERGY - 212 SHS	P	2009-12-02	2011-07-28
EB	PRICELINE CON INC - 209 SHS	P	2010-02-04	2011-08-09
EC	PRICELINE CON INC - 51 SHS	P	2010-02-08	2011-08-09
ED	PRICELINE CON INC - 133 SHS	P	2010-02-05	2011-08-09
EE	PRICELINE CON INC - 540 SHS	P	2009-11-13	2011-08-09
EF	PRICELINE COM INC - 607 SHS	P	2010-05-21	2011-08-09
EG	PRICELINE COM INC - 215 SHS	P	2010-05-21	2011-08-10
EH	CELGENE CORP - 1451 SHS	P	2010-04-07	2011-08-15
EI	CELGENE CORP - 871 SHS	P	2010-04-06	2011-08-15
EJ	CELGENE CORP - 458 SHS	P	2010-04-08	2011-08-15
EK	FIRST SOLAR INC COM - 63 SHS	P	2008-11-03	2011-08-19
EL	FIRST SOLAR INC COM - 555 SHS	P	2009-07-07	2011-08-19
EM	FIRST SOLAR INC COM - 27 SHS	P	2009-07-06	2011-08-19
EN	FIRST SOLAR INC COM - 375 SHS	P	2009-07-06	2011-08-22
EO	FIRST SOLAR INC CON - 59 SHS	P	2008-10-21	2011-08-22
EP	FIRST SOLAR INC COM - 313 SHS	P	2008-10-31	2011-08-22
EQ	FIRST SOLAR INC COM - 129 SHS	P	2008-10-30	2011-08-22
ER	FIRST SOLAR INC COM - 80 SHS	P	2008-10-22	2011-08-22
ES	FIRST SOLAR INC COM - 91 SHS	P	2009-12-03	2011-08-22
ET	FIRST SOLAR INC COM - 206 SHS	P	2009-12-03	2011-08-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
EU	APPLE INC - 500 SHS	P	2008-12-01	2011-08-29
EV	APPLE INC - 321 SHS	P	2008-12-01	2011-08-30
EW	SOUTHWESTERN ENERGY CO - 514 SHS	P	2009-12-02	2011-08-31
EX	SOUTHWESTERN ENERGY CO - 1773 SHS	P	2009-11-30	2011-08-31
EY	SOUTHWESTERN ENERGY CO - 887 SHS	P	2009-11-27	2011-08-31
EZ	SOUTHWESTERN ENERGY CO - 496 SHS	P	2009-11-24	2011-08-31
FA	SOUTHWESTERN ENERGY CO - 713 SHS	P	2009-11-23	2011-08-31
FB	SOUTHWESTERN ENERGY CO - 2771 SHS	P	2009-11-18	2011-08-31
FC	SOUTHWESTERN ENERGY CO - 1864 SHS	P	2009-11-19	2011-08-31
FD	SOUTHWESTERN ENERGY CO - 937 SHS	P	2009-11-20	2011-08-31
FE	3M COMPANY	P		
FF	SECURITIES LITIGATION SETTLEMENTS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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	95,649		52,037	43,612
B	65,278		34,839	30,439
C	47,436		35,705	11,731
D	60,269		60,245	24
E	11,762		11,586	176
F	6,882		6,752	130
G	9,347		9,126	221
H	14,084		12,642	1,442
I	503		451	52
J	39,756		35,066	4,690
K	1,447		1,268	179
L	102,519		103,805	-1,286
M	21,140		18,798	2,342
N	39,218		32,392	6,826
O	13,842		11,372	2,470
P	18,078		14,828	3,250
Q	1,102		1,115	-13
R	92,700		93,073	-373
S	32,276		26,181	6,095
T	18,237		14,785	3,452
U	37,747		30,246	7,501
V	27,737		22,218	5,519
W	14,632		11,660	2,972
X	187,409		193,845	-6,436
Y	96,453		76,418	20,035
Z	12,755		10,099	2,656
AA	10,708		8,478	2,230
AB	33,744		26,641	7,103
AC	24,012		24,847	-835
AD	81,837		83,642	-1,805

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
AE	2,807		2,832	-25
AF	70,470		55,708	14,762
AG	20,408		16,126	4,282
AH	41,487		42,076	-589
AI	10,461		10,466	-5
AJ	27,791		27,402	389
AK	36,434		28,718	7,716
AL	38,281		38,327	-46
AM	29,738		23,769	5,969
AN	46,671		37,111	9,560
AO	10,734		10,751	-17
AP	42,324		42,298	26
AQ	19,802		19,841	-39
AR	33,293		33,323	-30
AS	45,739		45,243	496
AT	7,007		6,889	118
AU	3,333		3,295	38
AV	32,027		31,593	434
AW	9,305		9,177	128
AX	779		765	14
AY	7,184		7,044	140
AZ	51,251		40,762	10,489
BA	62,958		49,410	13,548
BB	13,528		13,155	373
BC	27,579		26,303	1,276
BD	19,811		17,952	1,859
BE	88,098		100,330	-12,232
BF	95,011		94,587	424
BG	90,912		90,104	808
BH	36,303		35,697	606

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
BI	122,812		120,241	2,571
BJ	55,420		43,062	12,358
BK	51,491		39,597	11,894
BL	33,029		23,316	9,713
BM	29,097		20,532	8,565
BN	40,107		28,278	11,829
BO	114,254		100,929	13,325
BP	71,030		85,741	-14,711
BQ	28,480		34,311	-5,831
BR	53,644		58,358	-4,714
BS	61,897		67,179	-5,282
BT	108,033		113,538	-5,505
BU	90,242		94,437	-4,195
BV	22,053		23,047	-994
BW	59,800		59,695	105
BX	145,036		144,654	382
BY	11,027		10,990	37
BZ	116,489		111,707	4,782
CA	84,018		78,825	5,193
CB	94,623		96,670	-2,047
CC	29,197		29,440	-243
CD	39,019		39,293	-274
CE	34,012		33,985	27
CF	99,744		93,441	6,303
CG	37,768		14,885	22,883
CH	52,822		20,793	32,029
CI	26,483		10,425	16,058
CJ	70,105		27,582	42,523
CK	79,630		31,218	48,412
CL	80,975		31,900	49,075

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
CM	38,725		15,283	23,442
CN	41,139		16,220	24,919
CO	18,283		7,351	10,932
CP	45,565		18,286	27,279
CQ	101,239		28,704	72,535
CR	84,199		34,278	49,921
CS	42,080		11,915	30,165
CT	37,421		15,320	22,101
CU	13,560		12,123	1,437
CV	44,889		40,108	4,781
CW	2,244		2,005	239
CX	935		816	119
CY	45,836		39,905	5,931
CZ	16,310		14,176	2,134
DA	108,804		30,599	78,205
DB	80,669		73,360	7,309
DC	16,065		12,311	3,754
DD	121,257		116,498	4,759
DE	35,407		30,063	5,344
DF	37,326		31,596	5,730
DG	6,289		5,280	1,009
DH	6,842		5,767	1,075
DI	26,501		22,273	4,228
DJ	12,420		12,990	-570
DK	23,422		20,009	3,413
DL	100,196		85,052	15,144
DM	12,915		4,947	7,968
DN	95,783		36,520	59,263
DO	9,686		3,668	6,018
DP	110,171		108,725	1,446

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
DQ	127,760		115,983	11,777
DR	27,360		13,847	13,513
DS	309,261		138,905	170,356
DT	47,925		56,892	-8,967
DU	26,943		10,189	16,754
DV	80,326		30,363	49,963
DW	10,676		10,436	240
DX	54,990		28,570	26,420
DY	60,574		56,425	4,149
DZ	34,031		31,658	2,373
EA	10,176		9,420	756
EB	107,003		42,590	64,413
EC	26,111		10,284	15,827
ED	68,093		26,399	41,694
EE	276,468		106,714	169,754
EF	310,770		114,721	196,049
EG	107,914		40,634	67,280
EH	80,562		92,345	-11,783
EI	48,360		55,311	-6,951
EJ	25,429		28,734	-3,305
EK	5,905		9,874	-3,969
EL	52,017		81,881	-29,864
EM	2,531		3,980	-1,449
EN	33,364		55,274	-21,910
EO	5,249		8,391	-3,142
EP	27,848		44,190	-16,342
EQ	11,477		17,781	-6,304
ER	7,118		10,805	-3,687
ES	8,096		11,565	-3,469
ET	18,713		26,179	-7,466

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
EU	194,973		45,132	149,841
EV	124,988		28,975	96,013
EW	19,643		22,840	-3,197
EX	67,757		77,990	-10,233
EY	33,898		38,909	-5,011
EZ	18,955		21,054	-2,099
FA	27,248		30,160	-2,912
FB	105,897		117,084	-11,187
FC	71,235		77,276	-6,041
FD	35,809		38,807	-2,998
FE	1,459,352		15	1,459,337
FF	5,379			5,379

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				43,612
B				30,439
C				11,731
D				24
E				176
F				130
G				221
H				1,442
I				52
J				4,690
K				179
L				-1,286
M				2,342
N				6,826
O				2,470
P				3,250
Q				-13
R				-373
S				6,095
T				3,452
U				7,501
V				5,519
W				2,972
X				-6,436
Y				20,035
Z				2,656
AA				2,230
AB				7,103
AC				-835
AD				-1,805

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) 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	
AE				-25
AF				14,762
AG				4,282
AH				-589
AI				-5
AJ				389
AK				7,716
AL				-46
AM				5,969
AN				9,560
AO				-17
AP				26
AQ				-39
AR				-30
AS				496
AT				118
AU				38
AV				434
AW				128
AX				14
AY				140
AZ				10,489
BA				13,548
BB				373
BC				1,276
BD				1,859
BE				-12,232
BF				424
BG				808
BH				606

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) 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	
BI				2,571
BJ				12,358
BK				11,894
BL				9,713
BM				8,565
BN				11,829
BO				13,325
BP				-14,711
BQ				-5,831
BR				-4,714
BS				-5,282
BT				-5,505
BU				-4,195
BV				-994
BW				105
BX				382
BY				37
BZ				4,782
CA				5,193
CB				-2,047
CC				-243
CD				-274
CE				27
CF				6,303
CG				22,883
CH				32,029
CI				16,058
CJ				42,523
CK				48,412
CL				49,075

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) 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	
CM				23,442
CN				24,919
CO				10,932
CP				27,279
CQ				72,535
CR				49,921
CS				30,165
CT				22,101
CU				1,437
CV				4,781
CW				239
CX				119
CY				5,931
CZ				2,134
DA				78,205
DB				7,309
DC				3,754
DD				4,759
DE				5,344
DF				5,730
DG				1,009
DH				1,075
DI				4,228
DJ				-570
DK				3,413
DL				15,144
DM				7,968
DN				59,263
DO				6,018
DP				1,446

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) 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	
DQ				11,777
DR				13,513
DS				170,356
DT				-8,967
DU				16,754
DV				49,963
DW				240
DX				26,420
DY				4,149
DZ				2,373
EA				756
EB				64,413
EC				15,827
ED				41,694
EE				169,754
EF				196,049
EG				67,280
EH				-11,783
EI				-6,951
EJ				-3,305
EK				-3,969
EL				-29,864
EM				-1,449
EN				-21,910
EO				-3,142
EP				-16,342
EQ				-6,304
ER				-3,687
ES				-3,469
ET				-7,466

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
EU				149,841
EV				96,013
EW				-3,197
EX				-10,233
EY				-5,011
EZ				-2,099
FA				-2,912
FB				-11,187
FC				-6,041
FD				-2,998
FE				1,459,337
FF				5,379

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ALASKA CONSERVATION ALLIANCE PO BOX 100660 ANCHORAGE,AK 99510	NONE		GENERAL CHARITABLE PURPOSES	70,000
ALASKA WILDERNESS LEAGUE 122 C STREET NW WASHINGTON,DC 20001	NONE		GENERAL CHARITABLE PURPOSES	95,000
AMERICA'S WILDERNESS 901 E STREET NW WASHINGTON,DC 20004	NONE		GENERAL CHARITABLE PURPOSES	60,000
BADLANDS CONSERVATION ALLIANCE 801 N 10TH STREET BISMARCK,ND 58501	NONE		GENERAL CHARITABLE PURPOSES	30,000
CAMPAIGN FOR AMERICA'S WILDERNESS 901 E STREET NW WASHINGTON,DC 20004	NONE		GENERAL CHARITABLE PURPOSES	60,000
CATSKILL ANIMAL SANCTUARY 316 OLD STAGE ROAD SAUGERTIES,NY 12477	NONE		GENERAL CHARITABLE PURPOSES	15,000
CONNECTICUT FUND FOR THE ENVIRONMENT 142 TEMPLE STREET 3RD FLOOR NEW HAVEN,CT 06510	NONE		GENERAL CHARITABLE PURPOSES	80,000
CONSERVATION LAND FOUNDATION 160 EAST 12TH STREET 2 DURANGO,CO 81301	NONE		GENERAL CHARITABLE PURPOSES	100,000
ENVIRONMENT AND HUMAN HEALTH 1191 RIDGE ROAD NORTH HAVEN,CT 06473	NONE		GENERAL CHARITABLE PURPOSES	90,000
ESPERANZA SHELTER FOR BATTERED WOMEN PO BOX 5701 SANTA FE,NM 87502	NONE		GENERAL CHARITABLE PURPOSES	30,000
FINDING SPECIES PO BOX 5289 TAKOMA PARK,MD 20913	NONE		GENERAL CHARITABLE PURPOSES	75,000
GREENPEACE FUND 702 H STREET NM SUITE 300 WASHINGTON,DC 20001	NONE		GENERAL CHARITABLE PURPOSES	65,000
HABITAT FOR HUMANITY 270 PEACHTREE STREET NW SUITE 1300 ATLANTA,GA 30303	NONE		GENERAL CHARITABLE PURPOSES	11,400
HUMANE EDUCATION ADVOCATES REACHING TEACHERS PO BOX 738 MAMARONECK,NY 10543	NONE		GENERAL CHARITABLE PURPOSES	40,000
LEAGUE OF CONSERVATION VOTERS 1920 L STREET NM SUITE 800 WASHINGTON,DC 20036	NONE		GENERAL CHARITABLE PURPOSES	70,000
Total . . . . ▶ 3a				1,896,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK,NY 10065	NONE		GENERAL CHARITABLE PURPOSES	15,000
MOUNT GRACE LAND CONSERVATION TRUST 1461 OLD KEENE ROAD ATHOL,MA 01331	NONE		GENERAL CHARITABLE PURPOSES	45,000
NEVADA WILDERNESS PROJECT 333 FLINT STREET RENO,NV 89501	NONE		GENERAL CHARITABLE PURPOSES	75,000
NEW MEXICO WILDERNESS ALLIANCE PO BOX 25464 ALBUQUERQUE,NM 87125	NONE		GENERAL CHARITABLE PURPOSES	60,000
NEW YORK PUBLIC INTEREST RESEARCH 9 MURRAY STREET 3RD FLOOR NEW YORK,NY 10007	NONE		GENERAL CHARITABLE PURPOSES	40,000
OREGON NATURAL DESERT ASSOCIATION 50 SW BOND AVENUE BEND,OR 97702	NONE		GENERAL CHARITABLE PURPOSES	80,000
PEOPLE FOR THE PUGET SOUND 911 WESTERN AVENUE SUITE 580 SEATTLE,WA 98104	NONE		GENERAL CHARITABLE PURPOSES	5,000
PLANNED PARENTHOOD OF CONNECTICUT 230 HARTFORD TPKE VERNON ROCKVILLE,CT 06066	NONE		GENERAL CHARITABLE PURPOSES	100,000
RAILS TO TRAILS CONSERVANCY 2121 WARD CT NW 5TH FLOOR WASHINGTON,DC 20037	NONE		GENERAL CHARITABLE PURPOSES	70,000
SCENIC HUDSON ONE CIVIC CENTER PLAZA SUITE 200 POUGHKEEPSIE,NY 12601	NONE		GENERAL CHARITABLE PURPOSES	15,000
SMART GROWTH AMERICA 1707 L STREET NW SUITE 1050 WASHINGTON,DC 20036	NONE		GENERAL CHARITABLE PURPOSES	25,000
ST LUKE'S LIFEWORKS 141 FRANKLIN STREET STAMFORD,CT 06905	NONE		GENERAL CHARITABLE PURPOSES	15,000
SUSTAINABLE MARKETS FOUNDATION 45 W 36TH STREET 6TH FLOOR NEW YORK,NY 10018	NONE		GENERAL CHARITABLE PURPOSES	110,000
WASHINGTON TOXICS COALITION 4649 SUNNYSIDE AVENUE N SUITE 540 SEATTLE,WA 98103	NONE		GENERAL CHARITABLE PURPOSES	10,000
WASHINGTON WILDERNESS COALITION 305 NORTH 83RD STREET SEATTLE,WA 98103	NONE		GENERAL CHARITABLE PURPOSES	20,000
Total . . . . ▶ 3a				1,896,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE WILDERNESS SOCIETY 1615 M STREET NW WASHINGTON,DC 20036	NONE		GENERAL CHARITABLE PURPOSES	190,000
WOODSTOCK LAND CONSERVANCY PO BOX 864 WOODSTOCK,NY 12498	NONE		GENERAL CHARITABLE PURPOSES	5,000
WYOMING WILDERNESS ASSOCIATION 224 SOUTH MAIN SUITE B-1 SHERIDAN,WY 82801	NONE		GENERAL CHARITABLE PURPOSES	125,000
Total . . . . ▶ **3a**				1,896,400

TY 2010 Accounting Fees Schedule

Name: TORTUGA FOUNDATION

EIN: 51-0245279

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	2,500	2,500		0

TY 2010 Investments Corporate Stock Schedule

Name: TORTUGA FOUNDATION

EIN: 51-0245279

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	21,789,045	24,697,378

TY 2010 Other Professional Fees Schedule

Name: TORTUGA FOUNDATION

EIN: 51-0245279

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY	103,397	103,397		0
GRANT CONSULTING FEE	60,000	60,000		0
CUSTODY FEE	10,141	10,141		0

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TY 2010 Taxes Schedule

Name: TORTUGA FOUNDATION

EIN: 51-0245279

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE	25,062	0		0
FOREIGN TAX WITHHELD	278	278		0