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

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation
THE BONFIRE FOUNDATION
C/O HEATHER DIVER, EXECUTIVE DIRECTOR

A Employer identification number
13-4039331

Number and street (or P O box number if mail is not delivered to street address)
26 HIDDEN OAK DRIVE
Room/suite

B Telephone number
(800) 923-3516

City or town, state, and ZIP code
FARMINGTON, CT 06032-2734

C If exemption application is pending, check here ▶☐

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

D 1. Foreign organizations, check here ▶☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 1,565,154.

J Accounting method: ☐ Cash ☐ Accrual ☒ Other (specify) MODIFIED CASH
(Part I, column (d) must be on cash basis.)

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

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Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue 1 Contributions, gifts, grants, etc., received			N/A	
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	37,302.	31,691.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-410,682.			
b Gross sales price for all assets on line 6a 581,016.				
7 Capital gain net income (from Part IV, line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 **Total.** Add lines 1 through 11	-373,380.	31,691.		
Operating and Administrative Expenses 13 Compensation of officers, directors, trustees, etc	56,000.	33,600.		22,400.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	6,691.	0.		6,691.
c Other professional fees STMT 3	1,986.	1,986.		0.
17 Interest	32,148.	25,782.		0.
18 Taxes STMT 4	711.	12.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	4,117.	2,568.		1,199.
24 **Total operating and administrative expenses.** Add lines 13 through 23	101,653.	63,948.		30,290.
25 Contributions, gifts, grants paid	55,835.			55,835.
26 **Total expenses and disbursements.** Add lines 24 and 25	157,488.	63,948.		86,125.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-530,868.			
b **Net investment income** (if negative, enter -0-)		0.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

	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	49,390.	86,653.	86,653.
	2 Savings and temporary cash investments	-316,669.	-470,618.	-470,618.
	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			
	7 Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	2,195,717.	2,314,062.	1,819,663.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	113,850.	100,000.	129,456.
	14 Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2,042,288.	2,030,097.	1,565,154.
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			
	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	2,042,288.	2,030,097.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	2,042,288.	2,030,097.	
	31 **Total liabilities and net assets/fund balances**	2,042,288.	2,030,097.	

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	2,042,288.
2	Enter amount from Part I, line 27a	2	-530,868.
3	Other increases not included in line 2 (itemize) ▶ FMV TO BOOK VALUE ADJUSTMENT	3	518,677.
4	Add lines 1, 2, and 3	4	2,030,097.
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	2,030,097.

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	FIDELITY (SEE ATTACHMENT A)	P		
b	CONSTELLATION #438 (SEE ATTACHMENT A)	P		
c	CONSTELLATION #970 (SEE ATTACHMENT A)	P		
d	K-1 ACTIVITY POLYGON CONVERTIBLE OPPORT FD			
e	LP			

	(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	165,234.		202,953.	-37,719.
b	103,859.		125,000.	-21,141.
c	311,923.		664,855.	-352,932.
d				
e				1,110.

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				-37,719.
b				-21,141.
c				-352,932.
d				
e				1,110.

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	-410,682.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	130,102.	1,989,375.	.065398
2009	149,980.	1,874,475.	.080012
2008	157,700.	1,719,859.	.091694
2007	164,848.	3,331,709.	.049479
2006	168,068.	2,120,149.	.079272

2	**Total** of line 1, column (d)	2	.365855
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	.073171
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,783,338.
5	Multiply line 4 by line 3	5	130,489.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	0.
7	Add lines 5 and 6	7	130,489.
8	Enter qualifying distributions from Part XII, line 4	8	86,125.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			1	0.
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 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,711.		
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	4,711.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,711.
11 Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 4,711. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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 instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.TEAMBONFIRE.COM

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (800) 923-3516

Located at ▶ 26 HIDDEN OAK DRIVE, FARMINGTON, CT ZIP+4 ▶ 06032-2734

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2011, 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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ 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? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 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 2011.)* 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 2011?	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)? N/A **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? N/A ☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 8		56,000.	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.

Form **990-PF** (2011)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,094,281.
b	Average of monthly cash balances	1b	-283,786.
c	Fair market value of all other assets	1c	129,456.
d	**Total** (add lines 1a, b, and c)	1d	1,939,951.
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	1,939,951.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,099.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,910,852.
6	**Minimum investment return.** Enter 5% of line 5	6	95,543.

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	95,543.
2a	Tax on investment income for 2011 from Part VI, line 5 2a		
b	Income tax for 2011. (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	95,543.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	95,543.
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	95,543.

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	86,125.
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	86,125.
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	86,125.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7					95,543.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2011:					
a From 2006	71,193.				
b From 2007	6,986.				
c From 2008	71,707.				
d From 2009	56,256.				
e From 2010	29,322.				
f **Total** of lines 3a through e		235,464.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $	86,125.				
a Applied to 2010, 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 2011 distributable amount					86,125.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)		9,418.			9,418.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		226,046.			
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 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					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 2006 not applied on line 5 or line 7		61,775.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		164,271.			
10 Analysis of line 9:					
a Excess from 2007	6,986.				
b Excess from 2008	71,707.				
c Excess from 2009	56,256.				
d Excess from 2010	29,322.				
e Excess from 2011					

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 2011, 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	Prior 3 years			
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	**(e) Total**
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 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).)

TOD PARROTT

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:

HEATHER DIVER, BONFIRE FOUNDATION, (800) 923-3516
26 HIDDEN OAK DRIVE, FARMINGTON, CT 06032

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

SEE ATTACHMENT B

c Any submission deadlines:

APRIL 1ST

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

SEE ATTACHMENT B

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*				
BRIDGE POINT BOOSTER CLUB 6401 CEDAR STREET AUSTIN, TX 78746		PUBLIC	EDUCATION	1,500.
BLIND CHILDREN LEARNING CENTER 18542 VANDERLIP AVE #B SANTA ANA, CA 92705		PUBLIC	EDUCATION	500.
SAN JUAN DIEGO CATHOLIC HIGH SCHOOL 800 HERNDON LANE AUSTIN, TX 78704		PUBLIC	EDUCATION	4,200.
CHRIST CHURCH NURSERY SCHOOL 15 CHESTNUT STREET, #A-7 RYE, NY 10580		PUBLIC	GENERAL	3,900.
TUNXIS COMMUNITY COLLEGE 271 SCOTT SWAMP ROAD FARMINGTON, CT 06032		PUBLIC	GENERAL	4,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	55,835.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Form **990-PF** (2011)

123611 12-02-11

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
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities	525990	5,611.	14	31,691.	
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	-410,682.	
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)		5,611.		-378,991.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 -373,380.

(See worksheet in line 13 instructions to verify calculations.)

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

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

123621
12-02-11

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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
N/A		

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) is based on all information of which preparer has any knowledge

▶ Heather Diver | 11-12-13 ▶ Director

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID M. OLEASZ		10/23/13		P00158421

Firm's name ▶ HARPER & WHITFIELD, P.C.

Firm's EIN ▶ 06-1071692

Firm's address ▶ 314 FARMINGTON AVENUE
FARMINGTON, CT 06032

Phone no. 860-677-9188

Form **990-PF** (2011)

THE BONFIRE FOUNDATION
C/O HEATHER DIVER, EXECUTIVE DIRECTOR 13-4039331

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
DON BOSCO PREP 492 NORTH FRANKLIN TURNPIKE RAMSEY, NJ 07446		PUBLIC	EDUCATION	4,000.
UNIVERSITY OF SAN DIEGO FRNT,5998 ALCALA PARK SAN DIEGO, CA 92110		PUBLIC	EDUCATION	5,000.
ST MICHAELS PREP 144 GRAND STREET JERSEY CITY, NJ 07302		PUBLIC	EDUCATION	1,000.
GOODWILL INDUSTRIES 410 N. FAIRVIEW SANTA ANA, CA 92703		PUBLIC	GENERAL	1,000.
ISHA SCHOOLS FOUNDATION 951 ISHA LANE MCMINNVILLE, TN 37110		PUBLIC	EDUCATION	600.
ST CATHERINE OF SIENA 1042 TEMPLE TERRACE LAGUNA BEACH, CA 92651		PUBLIC	EDUCATION	1,000.
MATER DEI HIGH SCHOOL 1202 WEST EDINGER AVE SANTA ANA, CA 92707		PUBLIC	EDUCATION	4,000.
TALLER SAN JOSE 801 NORTH BROADWAY SANTA ANA, CA 92701		PUBLIC	EDUCATION	1,000.
ST LUKE SCHOOL 350 E. 143RD STREET #17C BRONX, NY 10454		PUBLIC	EDUCATION	2,600.
ST MARY'S CATHOLIC SCHOOL 1204 WAKE FOREST DRIVE ALEXANDRIA, VA 22307		PUBLIC	EDUCATION	2,134.
Total from continuation sheets				41,735.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ST THOMAS AQUINAS COLLEGE 20 GARRET AVE CONGERS, NY 10920		PUBLIC	EDUCATION	4,000.
XAVIER COLLEGE PREP 34-200 COOK STREET PALM DESERT, CA 92211		PUBLIC	EDUCATION	2,000.
WALLINGFORD YOUTH HOCKEY P.O. BOX 644 WALLINGFORD, CT 06492		PUBLIC	EDUCATION	883.
URSULINE HIGH SCHOOL 1533 RALEIGH ROAD MAMARONECK, NY 10543		PUBLIC	EDUCATION	2,000.
VILLANOVA UNIVERSITY 800 EAST LANCASTER AVE VILLANOVA, PA 19085		PUBLIC	EDUCATION	3,000.
WEST HARTFORD YOUTH HOCKEY 50 SOUTH MAIN STREET WEST HARTFORD, CT 06107		PUBLIC	GENERAL	742.
WESTCHESTER COMMUNITY COLLEGE 86 PLEASANTVILLE ROAD PLEASANTVILLE, NY 10570		PUBLIC	EDUCATION	1,500.
WESTCHESTER COMMUNITY COLLEGE 86 PLEASANTVILLE ROAD PLEASANTVILLE, NY 10570		PUBLIC	EDUCATION	2,276.
XAVIER HIGH SCHOOL 268 BEACH 140TH STREET BELLE HARBOR, NY 11694		PUBLIC	EDUCATION	3,000.
Total from continuation sheets				

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND & INTEREST INCOME	6,239.	0.	6,239.
DIVIDEND & INTEREST INCOME (UBIT)	1,992.	0.	1,992.
DIVIDEND & INTEREST INCOME THRU K-1S	25,452.	0.	25,452.
DIVIDEND & INTEREST INCOME THRU K-1S (UBIT)	3,619.	0.	3,619.
TOTAL TO FM 990-PF, PART I, LN 4	37,302.	0.	37,302.

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 FEES	6,691.	0.		6,691.
TO FORM 990-PF, PG 1, LN 16B	6,691.	0.		6,691.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	1,986.	1,986.		0.
TO FORM 990-PF, PG 1, LN 16C	1,986.	1,986.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	12.	12.		0.
FEDERAL EXCISE TAXES	199.	0.		0.
NYS UBIT	500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	711.	12.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL PROCESSING FEES	967.	0.		967.
WEBSITE	120.	0.		120.
EXPENSES THRU K-1S	2,918.	2,568.		0.
MISCELLANEOUS EXPENSES	112.	0.		112.
TO FORM 990-PF, PG 1, LN 23	4,117.	2,568.		1,199.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT A-FIDELITY	18,483.	0.
ATTACHMENT A-CONSTELLATION #970	2,266,698.	1,794,909.
ATTACHMENT A-ANDERSON STRUDWICK/MEYERS ASSOCIATES	28,881.	24,754.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,314,062.	1,819,663.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT A-POLYGON INVESTMENT PARTNERS	COST	100,000.	129,456.
TOTAL TO FORM 990-PF, PART II, LINE 13		100,000.	129,456.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
HEATHER DIVER C/O THE BONFIRE FOUNDATION, 26 HIDDEN OAK DRIVE FARMINGTON, CT 06032	EXECUTIVE DIRECTOR 20.00	56,000.	0.	0.
TOD PARROTT C/O THE BONFIRE FOUNDATION, 26 HIDDEN OAK DRIVE FARMINGTON, CT 06032	TREASURER 20.00	0.	0.	0.
KRISTEN MULVOY C/O THE BONFIRE FOUNDATION, 26 HIDDEN OAK DRIVE FARMINGTON, CT 06032	BOARD MEMBER 7.00	0.	0.	0.
PEGGIE PARROTT C/O THE BONFIRE FOUNDATION, 26 HIDDEN OAK DRIVE FARMINGTON, CT 06032	BOARD MEMBER 7.00	0.	0.	0.
TRACI DECONCINI C/O THE BONFIRE FOUNDATION, 26 HIDDEN OAK DRIVE FARMINGTON, CT 06032	BOARD MEMBER 7.00	0.	0.	0.
COLLEEN OGILVIE C/O THE BONFIRE FOUNDATION, 26 HIDDEN OAK DRIVE FARMINGTON, CT 06032	BOARD MEMBER 7.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		56,000.	0.	0.

BONFIRE FOUNDATION
2011

ATTACHMENT A
Page 1 of 5

Security Description	Beginning Balance			Purchases (Transfers)			Sales/Paydowns					Ending Balance		
	Shs/PV	Book Value	FMV	Date	Shs/PV	Cost	Date	Shs/PV	Proceeds	Cost	Gain/(Loss)	Shs/PV	Book Value	FMV
FIDELITY														
EQUITIES														
99 CENTSONLY STORES	1,000	7,451 60	15,940 00	06/10/2011	(1,000)	(7,451 60)						-	-	-
ACL SEMICONDUCTORS	30,000	14,139 88	7,800 00	06/10/2011	(30,000)	(14,139 88)						-	-	-
ADVENTRIX PHARMACEUTICALS	1,000	1,977 95	2,610 00				01/12/2011	1,000	2,582 00	1,977 95	604 05	-	-	-
AKORN INC	-	-	-	VARIOUS	5,000	31,773 19								
AKORN INC				06/10/2011	(5,000)	(31,773 19)						-	-	-
AMBASSADORS INTERNATIONAL	1	1 70	1 60				01/14/2011	1	1 61	1 70	(0 09)	-	-	-
AMPEX CORPORATIONS	2,000	15,535 85	-	06/10/2011	(2,000)	(15,535 85)						-	-	
ANNTAYLOR	500	12,650 90	13,695 00				02/11/2011	500	11,821 82	12,650 90	(829 08)	-	-	-
ARENA PHARMACEUTICALS INC	1,000	1,547 95	1,720 00				02/11/2011	1,000	1,672 01	1,547 95	124 06	-	-	-
BLACK DIAMOND INC (FMLY CLARUS CORP DEL)	10,000	70,327 79	79,100 00	06/10/2011	(10,000)	(70,327 79)						-	-	-
CELGENE CORP	-	-	-	03/30/2011	100	5,518 95								
CELGENE CORP				06/10/2011	(100)	(5,518 95)						-	-	-
CHARTER COMMUNICATIONS INC CLASS A	-	-	-	04/21/2011	100	5,505 95								
CHARTER COMMUNICATIONS INC CLASS A				06/10/2011	(100)	(5,505 95)						-	-	-
CHESAPEAKE ENERGY CORPORATION	-	-	-	01/07/2011	500	13,056 92								
CHESAPEAKE ENERGY CORPORATION				06/10/2011	(500)	(13,056 92)						-	-	-
CIBL INC	25	-	12,750 00	06/10/2011	(25)	-						-	-	-
CITIGROUP INC	-	-	-	VARIOUS	500	24,502 45								
CITIGROUP INC				06/10/2011	(500)	(24,502 45)						-	-	-
COMPLETE GENOMICS INC	-	-	-	01/19/2011	100	787 95								
COMPLETE GENOMICS INC				06/10/2011	(100)	(787 95)						-	-	-
CONTANGO OIL & GAS INC	-	-	-	03/24/2011	100	5,907 95								
CONTANGO OIL & GAS INC				06/10/2011	(100)	(5,907 95)						-	-	-
CYTORI THERAPEUTICS INC	15,000	86,541 92	103,800 00	PRIOR YEAR	5,000	38,297 68								
CYTORI THERAPEUTICS INC				06/10/2011	(20,000)	(124,839 60)						-	-	-
DIAMOND HILL INVT GROUP	-	-	-	03/24/2011	100	7,793 95								
DIAMOND HILL INVT GROUP	-	-	-	06/10/2011	(100)	(7,793 95)						-	-	-
DINEEQUITY INC	500	13,254 00	24,690 00	03/21/2011	500	26,201 30								
DINEEQUITY INC				06/10/2011	(1,000)	(39,455 30)						-	-	-
DOT HILL SYS CORP	100,000	122,168 19	175,000 00	06/10/2011	(100,000)	(122,168 19)						-	-	-
DRYSHIPS INC	5,000	28,534 36	27,450 00				VARIOUS	5,000	23,251 72	28,534 36	(5,282 64)	-	-	-
ENCANA CORPORATION	-	-	-	01/19/2011	100	3,079 85								
ENCANA CORPORATION				06/10/2011	(100)	(3,079 85)						-	-	-
EPICOR SOFTWARE	1,000	6,614 05	10,100 00				02/17/2011	1,000	10,991 83	6,614 05	4,377 78	-	-	-
FARMERS & MERCHANTS BK LONG BEACH CALIF	1	4,377 95	3,970 00	06/10/2011	(1)	(4,377 95)						-	-	-
FBR CAP MKTS CORP	1,000	3,724 73	3,820 00	06/10/2011	(500)	(1,448 40)	04/25/2011	500	1,773 46	2,276 33	(502 87)	-	-	-
GEEKNET INC	-	-	-	02/22/2011	100	2,602 95								
GEEKNET INC				06/10/2011	(100)	(2,602 95)						-	-	-
GLOBALSTAR INC	30,000	51,954 72	43,500 00	06/10/2011	(15,000)	(25,248 75)	VARIOUS	15,000	17,600 92	26,705 97	(9,105 05)	-	-	-
GOOGLE INC	50	18,471 75	29,698 50	06/10/2011	(50)	(18,471 75)						-	-	-
GSI GROUP INC F-ESCROW	1,000	-	-	03/04/2011	(1,000)	-						-	-	-
GSI GROUP INC	-	-	-	VARIOUS	100	1,055 15	03/11/2011	cash-in-lieu	6 51	-	6 51			
GSI GROUP INC				06/10/2011	(100)	(1,055 15)						-	-	-
HUNTSMAN CORP	1,000	13,707 95	15,610 00	06/10/2011	(1,000)	(13,707 95)						-	-	-
INTEROIL CORP	-	-	-	04/25/2011	100	6,396 95								
INTEROIL CORP				06/10/2011	(100)	(6,396 95)						-	-	-
ION GEOPHYSICAL CORP	2,000	7,158 58	16,960 00	06/10/2011	(2,000)	(7,158 58)						-	-	-
IRIDIUM COMMUNICATIONS INC	-	-	-	03/30/2011	200	1,789 95								
IRIDIUM COMMUNICATIONS INC				06/10/2011	(200)	(1,789 95)						-	-	-
KEMET CORP	10,000	94,188 78	145,800 00	06/10/2011	(10,000)	(94,188 78)						-	-	-
KLA-TENCOR CORP	-	-	-	VARIOUS	200	8,999 90								
KLA-TENCOR CORP				06/10/2011	(200)	(8,999 90)						-	-	-
LAM RESEARCH CORP	-	-	-	VARIOUS	200	10,243 90								
LAM RESEARCH CORP				06/10/2011	(200)	(10,243 90)						-	-	-
LEVEL 3 COMMUNICATIONS INC	1,000	3,558 00	980 00	06/10/2011	(1,000)	(3,558 00)						-	-	-
LICT CORP	25	58,657 00	66,250 00	06/10/2011	(25)	(58,657 00)						-	-	-

	Beginning Balance			Purchases (Transfers)			Sales/Paydowns					Ending Balance		
Security Description	Shs/PV	Book Value	FMV	Date	Shs/PV	Cost	Date	Shs/PV	Proceeds	Cost	Gain/(Loss)	Shs/PV	Book Value	FMV
FIDELITY, cont														
EQUITIES, cont														
LIHUA INTL INC	-	-	-	01/20/2011	1,000	10,566 63								
LIHUA INTL INC				06/10/2011	(1,000)	(10,566 63)						-	-	-
LIMELIGHT NETWORKS	5,000	21,645 95	29,050 00	06/10/2011	(5,000)	(21,645 95)						-	-	-
LOCATEPLUS HLDGS CORP	201,000	18,359 30	6,030 00	06/10/2011	(201,000)	(18,359 30)						-	-	-
LUMINEX CORP	-	-	-	03/23/2011	100	1,764 95								
LUMINEX CORP				06/10/2011	(100)	(1,764 95)						-	-	-
MAGICJACK VOCALTEC (FMLY VOCAL TEC)	100	2,688 45	2,512 00	06/10/2011	(100)	(2,688 45)						-	-	-
MICROS SYS INC	300	13,283 52	13,158 00	VARIOUS	700	32,430 02								
MICROS SYS INC				06/10/2011	(1,000)	(45,713 54)						-	-	-
MURPHY OIL CORP	-	-	-	03/29/2011	100	7,108 85								
MURPHY OIL CORP				06/10/2011	(100)	(7,108 85)						-	-	-
NET ONE UEPS TECH INC	25,000	371,131 89	306,500 00	06/10/2011	(20,000)	(303,598 79)	04/21/2011	5,000	41,734 65	67,533 10	(25,798 45)	-	-	-
NEWSTAR FINL INC	12,000	38,553 07	126,840 00	06/10/2011	(12,000)	(38,553 07)						-	-	-
NUANCE COMMUNICATIONS	1,000	5,891 38	18,180 00	06/10/2011	(1,000)	(5,891 38)						-	-	-
PETROBRAS ARGENTINA SA SPON ADR	-	-	-	01/07/2011	500	13,260 55	02/28/2011	500	11,282 82	13,260 55	(1,977 73)	-	-	-
PRESSTEK INC	1,000	6,492 00	2,220 00				03/21/2011	1,000	2,203 82	6,492 00	(4,288 18)	-	-	-
QUANTUM CORP DLT & STORAGE	22,000	51,242 01	81,840 00	06/10/2011	(20,000)	(48,338 20)	02/28/2011	2,000	5,275 94	2,903 81	2,372 13	-	-	-
SEARS HLDGS CORP	300	20,037 90	22,125 00	04/04/2011	100	8,094 95	01/14/2011	300	22,518 96	20,037 90	2,481 06			
SEARS HLDGS CORP				06/10/2011	(100)	(8,094 95)						-	-	-
SEQUENOM INC	-	2,233 40	-									-	2,233 40	-
S1 CORP	1,000	8,346 38	6,900 00	06/10/2011	(1,000)	(8,346 38)						-	-	-
SILVER WHEATON	100	3,377 95	3,904 00				01/14/2011	100	3,500 99	3,377 95	123 04	-	-	-
SIX FLAGS ENTMT CORP	-	-	-	04/21/2011	100	7,020 95								
SIX FLAGS ENTMT CORP				06/10/2011	(100)	(7,020 95)						-	-	-
STAR SCIENTIFIC	5,000	9,189 45	9,750 00	06/10/2011	(1,000)	(1,837 89)	02/11/2011	4,000	7,271 91	7,351 56	(79 65)	-	-	-
SUNSHINE PCS	325	16,250 00	-									325	16,250 00	-
SYCAMORE NETWORKS INC	1,000	23,545 90	20,590 00	06/10/2011	(1,000)	(23,545 90)						-	-	-
SYSTEMAX INC	15,000	194,335 38	211,500 00	06/10/2011	(15,000)	(194,335 38)						-	-	-
TELECOMM SYS A	1,000	4,850 00	4,670 00	06/10/2011	(1,000)	(4,850 00)						-	-	-
THQ INC	1,000	4,045 31	6,060 00	06/10/2011	(1,000)	(4,045 31)						-	-	-
TOWER SEMICONDUCTOR	5,000	6,357 95	7,050 00	06/10/2011	(5,000)	(6,357 95)						-	-	-
TUCOWS INC	100,000	86,273 53	72,700 00	06/10/2011	(100,000)	(86,273 53)						-	-	-
UNISYS CORP	1,000	35,048 97	25,890 00	06/10/2011	(1,000)	(35,048 97)						-	-	-
VALERO ENERGY CORP	100	3,506 58	2,312 00	06/10/2011	(100)	(3,506 58)						-	-	-
VIRNETX HOLDING CORP	-	-	-	04/07/2011	200	4,647 79								
VIRNETX HOLDING CORP				06/10/2011	(200)	(4,647 79)						-	-	-
VIROPHARMA INC	100	1,686 95	1,732 00				01/14/2011	100	1,743 32	1,686 95	56 37	-	-	-
VISA INC	50	2,914 47	3,519 00	06/10/2011	(50)	(2,914 47)						-	-	-
WEB COM GROUP INC	2,000	29,481 83	16,900 00	06/10/2011	(2,000)	(29,481 83)						-	-	-
WESTELL TECHNOLOGIES	1,000	2,167 86	3,270 00	03/24/2011	1,000	3,477 95								
WESTELL TECHNOLOGIES				06/10/2011	(2,000)	(5,645 81)						-	-	-
XCELERA INC	200	-	-	06/10/2011	(200)	-						-	-	-
TOTAL FIDELITY	614,677	1,619,482 98	1,806,447 10		(577,351)	(1,398,046 55)		37,001	165,234 29	202,953 03	(37,718 74)	325	18,483 40	-
CONSTELLATION WEALTH ADVISORS LLC (a/c #438)														
MUTUAL FUNDS														
KEELEY SMALL CAP VALUE FUND CL A	-	-	-	03/18/2011	4,860 031	125,000 00	10/06/2011	4,860 031	103,858 86	125,000 00	(21,141 14)	-	-	-
TOTAL CONSTELLATION #438	-	-	-		4,860 031	125,000 00		4,860 031	103,858 86	125,000 00	(21,141 14)	-	-	-
CONSTELLATION WEALTH ADVISORS LLC (a/c #970)														
EQUITIES														
99 CENTSONLY STORES	-	-	-	06/10/2011	1,000	7,451 60	07/28/2011	1,000	19,384 62	7,451 60	11,933 02	-	-	-
ACL SEMICONDUCTORS	-	-	-	06/10/2011	30,000	14,139 88						30,000	14,139 88	4,800 00

BONFIRE FOUNDATION
2011

	Beginning Balance			Purchases (Transfers)			Sales/Paydowns					Ending Balance		
Security Description	Shs/PV	Book Value	FMV	Date	Shs/PV	Cost	Date	Shs/PV	Proceeds	Cost	Gain/(Loss)	Shs/PV	Book Value	FMV
CONSTELLATION WEALTH ADVISORS LLC (a/c #970), cont.														
EQUITIES, cont														
AKORN INC	-	-	-	06/10/2011	5,000	31,773 19						5,000	31,773 19	55,600 00
BANKRATE INC DEL	-	-	-	10/06/2011	500	7,944 03						500	7,944 03	10,750 00
BIGLARI HLDGS INC CL A	-	-	-	10/09/2011	100	30,765 25						100	30,765 25	36,824 00
BLACK DIAMOND INC (FMLY CLARUS CORP DEL)	-	-	-	06/10/2011	10,000	70,327 79						10,000	70,327 79	74,700 00
CARRIZO OIL & GAS INC	-	-	-	10/06/2011	500	10,846 57						500	10,846 57	13,175 00
CELGENE CORP	-	-	-	06/10/2011	100	5,518 95						100	5,518 95	6,760 00
CHARTER COMMUNICATIONS INC CLASS A	-	-	-	06/10/2011	100	5,505 95	07/28/2011	100	5,564 23	5,505 95	58 28	-	-	-
CHESAPEAKE ENERGY CORP	-	-	-	VARIOUS	1,000	26,192 67						1,000	26,192 67	22,290 00
CIBL CORP	-	-	-	06/10/2011	25	-						25	-	15,875 00
CIMAREX ENERGY CO	-	-	-	10/06/2011	100	5,711 25						100	5,711 25	6,190 00
CITIGROUP INC	-	-	-	VARIOUS	1,000	37,557 53						1,000	37,557 53	26,310 00
COMPLETE GENOMICS INC	-	-	-	06/10/2011	100	787 95						100	787 95	293 00
CONTANGO OIL & GAS CO	-	-	-	06/10/2011	100	5,907 95						100	5,907 95	5,818 00
CYTORI THERAPEUTICS INC	-	-	-	06/10/2011	20,000	124,839 60						20,000	124,839 60	44,000 00
DIAMOND HILL INVT GROUP INC	-	-	-	06/10/2011	100	7,793 95						100	7,793 95	7,398 00
DINEEQUITY INC	-	-	-	VARIOUS	1,500	58,974 97						1,500	58,974 97	63,315 00
DOT HILL SYS CORP	-	-	-	06/10/2011	100,000	122,168 19						100,000	122,168 19	133,000 00
ENCANA CORP	-	-	-	06/10/2011	100	3,079 85						100	3,079 85	1,853 00
ESCROW AMPEX CORP (FMLY AMPEX CORPORATIONS)	-	-	-	06/10/2011	2,000	15,535 85						2,000	15,535 85	-
FARMERS & MERCHANTS BK LONG BEACH CALIF	-	-	-	06/10/2011	1	4,377 95						1	4,377 95	4,040 00
FBR CAP MKTS CORP	-	-	-	06/10/2011	500	1,448 40	07/28/2011	500	1,424 97	1,448 40	(23 43)	-	-	
GEEKNET INC	-	-	-	06/10/2011	100	2,602 95						100	2,602 95	1,705 00
GLOBALSTAR INC	-	-	-	06/10/2011	15,000	25,248 75	10/06/2011	5,000	2,301 45	8,901 98	(6,600 53)	10,000	16,346 77	5,400 00
GOOGLE INC	-	-	-	06/10/2011	50	18,471 75						50	18,471 75	32,295 00
GSI GROUP INC	-	-	-	06/10/2011	100	1,055 15	07/28/2011	100	1,089 77	1,055 15	34 62	-	-	-
HUNTSMAN CORP	-	-	-	VARIOUS	1,100	14,695 88						1,100	14,695 88	11,000 00
INTEROIL CORP	-	-	-	06/10/2011	100	6,396 95	07/28/2011	100	5,995 15	6,396 95	(401 80)	-	-	-
ION GEOPHYSICAL CORP	-	-	-	06/10/2011	2,000	7,158 58						2,000	7,158 58	12,260 00
IRIDIUM COMMUNICATIONS INC	-	-	-	06/10/2011	200	1,789 95	07/28/2011	200	1,677 00	1,789 95	(112 95)	-	-	-
KEMET CORP	-	-	-	06/10/2011	10,000	94,188 78						10,000	94,188 78	70,500 00
KLA-TENCOR CORP	-	-	-	06/10/2011	200	8,999 90						200	8,999 90	9,650 00
LAM RESEARCH CORP	-	-	-	06/10/2011	200	10,243 90						200	10,243 90	7,404 00
LAZARD LTD SHS A	-	-	-	10/06/2011	100	2,352 41						100	2,352 41	2,611 00
LEVEL 3 COMMUNICATIONS INC	-	-	-	06/10/2011	1,000	3,558 00								
LEVEL 3 COMMUNICATIONS INC				10/20/2011	(933)	-	10/20/2011	0 667	15 36	35 60	(20 24)	66	3,522 40	1,121 34
LICT CORP	-	-	-	06/10/2011	25	58,657 00						25	58,657 00	52,000 00
LIHUA INTL INC	-	-	-	06/10/2011	1,000	10,566 63						1,000	10,566 63	4,760 00
LIMELIGHT NETWORKS	-	-	-	06/10/2011	5,000	21,645 95						5,000	21,645 95	14,800 00
LOCATEPLUS HLDGS CORP	-	-	-	06/10/2011	201,000	18,359 30						201,000	18,359 30	13,668 00
LUMINEX CORP DEL	-	-	-	06/10/2011	100	1,764 95						100	1,764 95	2,123 00
MAGICJACK VOCALTEC LTD (FMLY VOCAL TEC)	-	-	-	06/10/2011	100	2,512 00	07/28/2011	100	2,121 31	2,512 00	(390 69)	-	-	-
MICROS SYS INC	-	-	-	VARIOUS	2,000	92,230 96						2,000	92,230 96	93,160 00
MURPHY OIL CORP	-	-	-	06/10/2011	100	7,108 85						100	7,108 85	5,574 00
NET ONE UEPS TECH INC	-	-	-	06/10/2011	20,000	303,598 79						20,000	303,598 79	153,400 00
NEWSTAR FINL INC	-	-	-	06/10/2011	12,000	38,553 07						12,000	38,553 07	122,040 00
NUANCE COMMUNICATIONS	-	-	-	06/10/2011	1,000	5,891 38						1,000	5,891 38	25,160 00
NYSE EURONEXT	12,000	1,053,240 00	359,760 00				VARIOUS	7,000	256,067 84	614,390 00	(358,322 16)	5,000	438,850 00	130,500 00
ORCHARD SUPPLY HARDWARE STORES CORP CL A	-	-	-	12/30/2011	22							22	-	-
ORCHARD SUPPLY HARDWARE STORES CORP PFD SER A	-	-	-	12/30/2011	22							22	-	-
OVERSTOCK COM INC DEL	-	-	-	10/06/2011	500	4,862 79						500	4,862 79	3,920 00
QUANTUM CORP DLT & STORAGE	-	-	-	06/10/2011	20,000	48,338 20						20,000	48,338 20	48,000 00
REGENERON PHARMACEUTICALS INC	-	-	-	10/06/2011	200	12,969 51						200	12,969 51	11,086 00
SEARS HLDGS CORP	-	-	-	VARIOUS	500	33,594 67						500	33,594 67	15,890 00
S1 CORP	-	-	-	06/10/2011	1,000	8,346 38	07/28/2011	1,000	9,286 01	8,346 38	939 63	-	-	-
SIX FLAGS ENTMT CORP	-	-	-	VARIOUS	200	7,020 95	07/28/2011	200	6,995 04	7,020 95	(25 91)	-	-	
STAR SCIENTIFIC	-	-	-	06/10/2011	1,000	1,837 89						1,000	1,837 89	2,180 00

BONFIRE FOUNDATION
2011

	Beginning Balance			Purchases (Transfers)			Sales/Paydowns					Ending Balance		
Security Description	Shs/PV	Book Value	FMV	Date	Shs/PV	Cost	Date	Shs/PV	Proceeds	Cost	Gain/(Loss)	Shs/PV	Book Value	FMV
CONSTELLATION WEALTH ADVISORS LLC (a/c #970), cont														
EQUITIES, cont														
SYCAMORE NETWORKS INC	-	-	-	06/10/2011	1,000	23,545 90						1,000	23,545 90	17,900 00
SYSTEMAX INC	-	-	-	06/10/2011	15,000	194,335 38						15,000	194,335 38	246,150 00
TELECOMM SYS A	-	-	-	06/10/2011	1,000	4,850 00						1,000	4,850 00	2,350 00
THQ INC	-	-	-	06/10/2011	1,000	4,045 31						1,000	4,045 31	760 00
TOWER SEMICONDUCTOR	-	-	-	06/10/2011	5,000	6,357 95						5,000	6,357 95	3,149 00
TUCOWS INC	-	-	-	06/10/2011	100,000	86,273 53						100,000	86,273 53	75,100 00
UNISYS CORP	-	-	-	06/10/2011	1,000	35,048 97						1,000	35,048 97	19,710 00
VALERO ENERGY CORP	-	-	-	06/10/2011	100	3,506 58						100	3,506 58	2,105 00
VIRNETX HLDG CORP	-	-	-	06/10/2011	200	4,647 79						200	4,647 79	4,994 00
VISA INC	-	-	-	VARIOUS	100	7,302 65						100	7,302 65	10,153 00
WEB COM GROUP INC	-	-	-	06/10/2011	2,000	29,481 83						2,000	29,481 83	22,900 00
WESTELL TECHNOLOGIES	-	-	-	06/10/2011	2,000	5,645 81						2,000	5,645 81	4,440 00
XCELERA INC	-	-	-	06/10/2011	200	-						200	-	-
TOTAL CONSTELLATION #970	12,000	1,053,240 00	359,760 00		597,412	1,878,313 24		15,301	311,922 75	664,854 91	(352,932 16)	594,111	2,266,698 33	1,794,909 34
ANDERSON STRUDWICK/MEYERS ASSOCIATES														
EQUITIES														
ACL SEMICONDUCTORS INC	99,000	9,455 94	34,650 00									99,000	9,455 94	15,840 00
ICTC GROUP INC (FMLY SUNSHINE PCS CORP)	200	4,061 75	6,440 00									200	4,061 75	6,830 00
LOCATEPLUS HOLDING CORP	30,000	15,061 75	900 00									30,000	15,061 75	2,040 00
WINLAND OCEAN SHIPPING CORP (FMLY WINLAND ONLINE SHIPPING HOLDINGS CORP)	100	301 75	270 00	03/28/2011	50	-						150	301 75	43 50
TOTAL MEYERS ASSOCIATES	129,300	28,881 19	42,260 00		50	-		-	-	-	-	129,350	28,881 19	24,753 50
POLYGON INVESTMENT PARTNERS LLP														
POLYGON CONVERTIBLE OPPORTUNITY FUND LP - CLASS B	-	100,000 00	113,849 72									-	100,000 00	129,456 00
TOTAL POLYGON INVESTMENT PARTNERS LLP	-	100,000 00	113,849 72		-	-		-	-	-	-	-	100,000 00	129,456 00
TOTAL INVESTMENTS	**755,977**	**2,801,604 17**	**2,322,316 82**		**24,971**	**605,266 69**		**57,162**	**581,015 90**	**992,807 94**	**(411,792 04)**	**723,786**	**2,414,062.92**	**1,949,118 84**
INVESTMENT INADVERTANTLY EXCLUDED ON PRIOR RETURN														
CIBL INC	25	-	12,750 00									25	-	-
TOTAL INVESTMENTS PER PRIOR RETURN	755,952	2,801,604 17	2,309,566 82											

BONFIRE FOUNDATION
2011

Security Description	Beginning Balance		Purchases (Transfers)		Sales/Paydowns				Ending Balance -	
	Book Value	FMV	Date	Cost	Date	Proceeds	Cost	Gain/(Loss)	Book Value	FMV
FIDELITY										
MONEY MARKET										
SUNAMERICA MONEY MARKET	(372,383 94)	(372,383 94)		372,383 94					-	-
TOTAL INCOME REINVESTED	10,386 18	10,386 18							316 11	316 11
TOTAL FIDELITY	(361,997 76)	(361,997 76)		372,383 94		-	-	-	316 11	316 11
ANDERSON STRUDWICK/MEYERS ASSOCIATES										
MONEY MARKET										
FEDERATED PRIME CS	10.35	10 35		0 09					10 44	10 44
TOTAL INTEREST REINVESTED	-	-							-	-
TOTAL MEYERS ASSOCIATES	10 35	10 35		0 09		-	-	-	10 44	10 44
CONSTELLATION #438										
CASH	-	-		103,957 90					103,957 90	103,957 90
TOTAL CONSTELLATION #438	-	-		103,957 90		-	-	-	103,957 90	103,957 90
CONSTELLATION #970										
MONEY MARKET										
FEDERATED MUNICIPAL TRUST	30,918 23	30,918 23		(30,918 23)					-	-
MARGIN BALANCE	-	-		(582,817 35)					(582,817 35)	(582,817 35)
TOTAL INCOME REINVESTED	14,400 42	14,400 42							7,915 00	7,915 00
TOTAL CONSTELLATION #970	45,318 65	45,318 65		(613,735 58)		-	-	-	(574,902 35)	(574,902 35)
TOTAL MONEY MARKET	**(316,668.76)**	**(316,668.76)**		**(137,393.65)**		-	-	-	**(470,617.90)**	**(470,617.90)**

BONFIRE FOUNDATION

45 THEODORE FREMD AVE RYE, NY 10580
1.800 923 3516 WWW TEAMBONFIRE COM

Application for Sponsorship: Part 1

GENERAL

Name: ______________________________

Address: ______________________________

____

Home Phone: ______________ Cell Phone: ______________

Email: ______________________________

Social Security #: ______________

Birthday (mm/dd/yy): / /

References: *please include name & phone number*

1) Education 1) ______________________

2) Personal 2) ______________________

3) Career (if applicable) 3) ______________________

EDUCATION

		Year completed:
Grammar School:	______________	________
High School:	______________	________
College:	______________	________
Selected College Major:	______________	________
Other:	______________	________

**Please include a copy of your current report card.*

ABOUT THE PROGRAM

Program/School Name: ______________________

Tuition Cost (per semester) ______________

Please circle one: Full Time Part Time

Desription of Program: (*use back side if more room is needed*)

BONFIRE FOUNDATION

45 Theodore Fremd Ave Rye, NY 10580
1 800 923 3516 www teambonfire com

Application for Sponsorship: Part II

Please use a separate sheet to answer the following questions:

1) What journalistic endeavors have you accomplished or pursued? Include all published or unpublished works that you think give an indication of your interest in this field.

2) What athletic endeavors have you accomplished or pursued? List awards, rankings and other notable activities that you deem important.

3) What qualities do you think are important for achieving your goals? Please explain why.

4) What does the word "*proactive*" mean to you?

5) Have you read the requirements for the Bonfire Scholarship?

Requirements for the scholarship are as follows:

- Monthly voicemail "update/touch-base" 1.800.923.3516
- Quarterly submission of grades
- Annual "face to face"
- Annual online meeting with all grantees
- Must re-apply each semester

Do you accept these terms?

SIGN: ________________________________

"Please consider me an applicant for the Bonfire Foundation Scholarship."

SIGN: ________________________DATE:______

Please return the completed application to:

45 Theodore Fremd Ave
Rye, NY 10580

ATTACHMENT B