

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

2006

Treated as a Private Foundation
 Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2006, or tax year beginning , 2006, and ending

G Check all that apply Initial return Final return Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: **DORIS DUKE CHARITABLE FOUNDATION**

Employer identification number: **13-7043679**

Number and street (or P.O. box number if mail is not delivered to street address): **650 FIFTH AVENUE, 19TH FLOOR**

Room/suite: _____

Telephone number (see page 11 of the instructions): **(908) 243-3619**

City or town, state, and ZIP code: **NEW YORK, NY 10019**

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) ▶ \$ **1,952,794,064.**

J Accounting method Cash Accrual
 Other (specify) _____ (Part I, column (d) must be on cash basis)

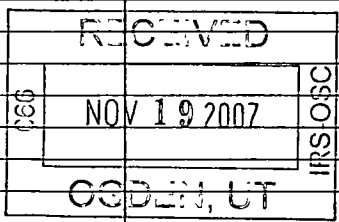
C If exemption application is pending, check here

D 1. Foreign organizations, check here
 2. Foreign organizations meeting the 85% test, check here and attach computation

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	877,264.	877,264.		
	4 Dividends and interest from securities	23,346,594.	23,346,594.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	164,957,175.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		166,535,428.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	9,262.	26,449,735.		STMT 2	
12 Total. Add lines 1 through 11	189,190,295.	217,209,021.			
Expenses	13 Compensation of officers, directors, trustees, etc.	851,469.			630,392.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) STMT 3	144,263.	NONE	NONE	160,134.
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT 4	5,683,108.	5,683,108.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) *	3,566,399.			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	25,840.			25,520.
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT 6	8,193,282.			9,063,178.
	24 Total operating and administrative expenses. Add lines 13 through 23	18,464,361.	5,683,108.	NONE	9,879,224.
	25 Contributions, gifts, grants paid STMT 7	62,663,730.			74,163,443.
26 Total expenses and disbursements. Add lines 24 and 25	81,128,091.	5,683,108.	NONE	84,042,667.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	108,062,204.				
b Net investment income (if negative, enter -0-)		211,525,913.			
c Adjusted net income (if negative, enter -0-)			-0-		



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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

	Beginning of year	End of year	
		(a) Book Value	(b) Book Value
Assets			
1 Cash - non-interest-bearing	2,798,888.	3,436,894.	3,436,894.
2 Savings and temporary cash investments	10,136,802.	6,805,924.	6,805,924.
3 Accounts receivable			
Less: allowance for doubtful accounts			
4 Pledges receivable			
Less: allowance for doubtful accounts			
5 Grants receivable	8,627,379.	10,681,320.	10,681,320.
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 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	324,198.	303,839.	303,839.
10 a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule) STMT 8.	810,796,430.	814,730,410.	814,730,410.
c Investments - corporate bonds (attach schedule) STMT 9.	246,905,343.	175,840,732.	175,840,732.
11 Investments - land, buildings, and equipment, basis			
Less: accumulated depreciation (attach schedule)			
12 Investments - mortgage loans			
13 Investments - other (attach schedule) STMT 10.	654,245,310.	923,023,389.	923,023,389.
14 Land, buildings, and equipment, basis			
Less: accumulated depreciation (attach schedule)			
15 Other assets (describe STMT 12)	187,010,772.	17,971,556.	17,971,556.
16 Total assets (to be completed by all filers - see page 17 of the instructions Also, see page 1, item I)	1,920,145,122.	1,952,794,064.	1,952,794,064.
Liabilities			
17 Accounts payable and accrued expenses	8,865,603.	10,367,436.	
18 Grants payable	55,874,853.	45,338,691.	
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 STMT 13)	188,962,938.	44,254,626.	
23 Total liabilities (add lines 17 through 22)	253,703,394.	99,960,753.	
Net Assets or Fund Balances			
Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted	1,666,441,728.	1,852,833,311.	
25 Temporarily restricted			
26 Permanently restricted			
Organizations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
27 Capital stock, trust principal, or current funds			
28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 18 of the instructions)	1,666,441,728.	1,852,833,311.	
31 Total liabilities and net assets/fund balances (see page 18 of the instructions)	1,920,145,122.	1,952,794,064.	

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	1,666,441,728.
2 Enter amount from Part I, line 27a	2	108,062,204.
3 Other increases not included in line 2 (itemize) SEE STATEMENT 14	3	78,329,379.
4 Add lines 1, 2, and 3	4	1,852,833,311.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,852,833,311.

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 PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	166,535,428.	
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 18 of the instructions) If (loss), enter -0- in Part I, line 8					

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 19 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))
2005	72,015,616.	1,620,266,506.	0.04444677202
2004	63,213,603.	1,504,347,963.	0.04202059933
2003	41,980,924.	1,308,562,833.	0.03208170287
2002	62,846,690.	1,319,426,897.	0.04763180904
2001	74,820,710.	1,221,329,710.	0.06126168011
2 Total of line 1, column (d)			2 0.22744256337
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 0.04548851267
4 Enter the net value of noncharitable-use assets for 2006 from Part X, line 5			4 1,781,506,487.
5 Multiply line 4 by line 3			5 81,038,080.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,115,259.
7 Add lines 5 and 6			7 83,153,339.
8 Enter qualifying distributions from Part XII, line 4			8 84,042,667.

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 19

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 19 of the instructions)

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 2,356,656.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, unrelated business income, and substantial contributors. Marked with 'X' for 'Yes' or 'No'.

Part VII-A Statements Regarding Activities Continued

11a 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)
11b If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a?
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address HTTP://WWW.DDCF.ORG
14 The books are in care of EILEEN OBERLANDER Telephone no. 908-243-3619
Located at 80 ROUTE 206 SOUTH HILLSBOROUGH, NJ ZIP + 4 08876-1256
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-F in lieu of Form 1041 - Check here N/A and enter the amount of tax-exempt interest received or accrues during the year 15

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2006?
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 2006, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2006? If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
b If "Yes," did it have excess business holdings in 2006 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 2006)
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2006?

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 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 23 of the instructions)? Yes No
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? SEE STATEMENT 15 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? Yes No
If you answered "Yes" to 6b, also file Form 8870
- 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No
- b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

5b		X
6b		X
7b		N/A

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 23 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
SEE STATEMENT 17		630,392.	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 24 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 NONE

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 24 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
SEE STATEMENT 18		781,239.

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 SEE EXHIBIT 4 ----- -----	154,250.
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 up by the foundation during the tax year on lines 1 and 2	Amount
1 NONE ----- -----	
2 ----- -----	
All other program-related investments See page 25 of the instructions	
3 NONE ----- -----	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 25 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	1,800,183,585.
b	Average of monthly cash balances	1b	8,452,442.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,808,636,027.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	1,808,636,027.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 26 of the instructions)	4	27,129,540.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,781,506,487.
6	Minimum investment return. Enter 5% of line 5	6	89,075,324.

Part XI Distributable Amount (see page 26 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	89,075,324.
2a	Tax on investment income for 2006 from Part VI, line 5	2a	2,115,259.
b	Income tax for 2006 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,115,259.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	86,960,065.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	86,960,065.
6	Deduction from distributable amount (see page 26 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	86,960,065.

Part XII Qualifying Distributions (see page 26 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	84,042,667.
b	Program-related investments - total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	84,042,667.
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 27 of the instructions)	5	2,115,259.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	81,927,408.

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 27 of the instructions)

	(a) Corpus	(b) Years prior to 2005	(c) 2005	(d) 2006
1 Distributable amount for 2006 from Part XI, line 7				86,960,065.
2 Undistributed income, if any, as of the end of 2005				
a Enter amount for 2005 only			69,902,474.	
b Total for prior years				
3 Excess distributions carryover, if any, to 2006				
a From 2001				
b From 2002				
c From 2003				
d From 2004				
e From 2005				
f Total of lines 3a through e				
4 Qualifying distributions for 2006 from Part XII, line 4 ▶ \$ <u>84,042,667.</u>				
a Applied to 2005, but not more than line 2a			69,902,474.	
b Applied to undistributed income of prior years (Election required - see page 27 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 27 of the instructions)				
d Applied to 2006 distributable amount				14,140,193.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2006 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2005 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2006 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2007				72,819,872.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 28 of the instructions)				
8 Excess distributions carryover from 2001 not applied on line 5 or line 7 (see page 28 of the instructions)				
9 Excess distributions carryover to 2007. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2002				
b Excess from 2003				
c Excess from 2004				
d Excess from 2005				
e Excess from 2006				

Part XIV Private Operating Foundations (see page 28 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2006, 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		(e) Total
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

SEE STATEMENT 19

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

SEE EXHIBIT 5

c Any submission deadlines

SEE EXHIBIT 5

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

SEE EXHIBIT 5

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> SEE EXHIBIT 6				74,163,443.
Total ▶ 3a				74,163,443.
b <i>Approved for future payment</i> EXHIBIT 7				47,358,582
Total ▶ 3b				47,358,582

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business Code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include categories like Program service revenue, Membership dues, Interest on savings, Dividends, Net rental income, Gain or loss from sales, and Subtotal.

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

Table with 2 columns: Line No. and 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. The table contains the text 'NOT APPLICABLE'.

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets b Other transactions (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and shannng arrangements. Row 1 contains 'N/A' for (b) and (d).

2 a 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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. All rows are empty.

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

Signature section containing fields for: Signature of officer or trustee (Edward P. Henry), Date (11-12-07), Title (COO), Preparer's signature (Handwritten), Date (11/9/07), Firm's name (GRANT THORNTON LLP), Address (2010 CORPORATE RIDGE, SUITE 400, MCLEAN, VA 22102), and Phone no (703-847-7500).

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
MISCELLANEOUS INCOME	9,262.	9,262.
COMMONFUND V LP-2005		581,276.
COMMONFUND VI LP-2005		-159,839.
AG LONG/SHORT REALTY		507,363.
AG PRINCESS		9,827,646.
BAIN CAPITAL VIII, LP		142,344.
BAIN CAPITAL IX, LP		8,028.
BAY PARTNERS, XI, LP		-84,816.
BRANDES GLOBAL		3,505,717.
CERBERUS INSTITUTIONAL PARTNERS, LP		-6,645.
DFJ ELEMENT, LP		-33,932.
FARALLON CAPITAL		6,467,389.
GMO FORESTRY FUND		142,069.
HARBOURVEST		1,105,182.
HEARTWOOD FORESTLAND		76,390.
KIRTLAND CAPITAL PARTNERS, IV		-102,863.
LYME FOREST FUND, LP		144,977.
NGEN II, LP		-66,185.
OAK HILL CAPITAL PARTNERS II		-129,106.
OAK HILL CAPITAL PARTNERS II (CAYMAN II)		-24,918.
OAK INVESTMENT PARTNERS XII, LP		-34,184.
PEQUOT ENDOWMENT		3,931,690.
RENAISSANCE INSTITUTIONAL EQUITIES FUND		121,304.
SEQUOIA CAPITAL CHINA I		-51,833.
SEQUOIA CAPITAL GROWTH FUND III, LP		-74,113.
SEQUOIA CAPITAL GROWTH FUND III AIV, LP		-348.
SEQUOIA CAPITAL INDIA GROWTH FUND I, LP		-29,911.
SEQUOIA CAPITAL XII, LP		-15,996.
SPO PARTNERS		985,737.
TPG PARTNERS V, LP		-32,199.
TPG BLUEGRASS V-AIV 1, LP		1.
TPG PARTNERS V-AIV, LP		1.

FORM 990PF, PART I - OTHER INCOME

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ASIA ALTERNATIVES CAPITAL PARTNERS, LP		-236,011.
PORTFOLIO ADVISORS PRIVATE EQUITY FUND		-23,742.
	-----	-----
TOTALS	9,262.	26,449,735.
	=====	=====

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
HOLLAND & KNIGHT	83,181.			115,628.
SHEARMAN & STERLING	61,082.			44,506.
TOTALS	144,263.	NONE	NONE	160,134.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
CUSTODY FEES	330,183.	330,183.
MANAGERS BASE FEES	3,171,954.	3,171,954.
INVESTMENT ADVISORY FEES	302,646.	302,646.
OTHER INVESTMENT EXPENSES	224,784.	224,784.
INVESTMENT EXPENSE ALLOCATED FROM DDMF	1,605,993.	1,605,993.
BANK FEES	47,548.	47,548.
	-----	-----
TOTALS	5,683,108.	5,683,108.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----
FEDERAL EXCISE TAX 990-PF	3,887,076.
STATE INCOME TAX - UBIT	-27,286.
FEDERAL UBIT TAX 990-T	-293,391.
TOTALS	----- 3,566,399. =====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
MANAGEMENT FEES	8,057,535.	9,017,331.
LESS: CHARITABLE PORTION RECOGNIZED ON DDMF		-94,304.
TEMPORARY STAFFING	3,022.	2,153.
MISCELLANEOUS EXPENSE	-19.	11.
FILING FEES	1,434.	-66.
INSURANCE	129,570.	136,313.
POSTAGE & DELIVERY	1,740.	1,740.
TOTALS	----- 8,193,282. =====	----- 9,063,178. =====

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
-----	-----	-----	-----
GRANTS PAID =====			
SEE EXHIBIT 6			74,163,443.

		TOTAL CONTRIBUTIONS PAID	74,163,443.
			=====
GRANTS ACCRUED =====			
SEE EXHIBIT 7			

		TOTAL APPROVED CONTRIBUTIONS ACCRUED	47,358,582.
			=====
		TOTAL CONTRIBUTIONS PAID AND ACCRUED	121,522,025.
			=====

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
84-NTGI S&P 500 EX-TOBACCO	-1.	-1.
97-NTGI S&P 500 ENHANCED	104,076,686.	104,076,686.
58-WESTPORT ASSET MANAGEMENT	47,676,517.	47,676,517.
60-M A WEATHERBIE & CO INC	31,514,771.	31,514,771.
99-NTGI STRUCTURED SMALL CAP	28,756,889.	28,756,889.
98-NTGI EAFE ENHANCED FUND	122,816,276.	122,816,276.
42-GMO EMG MARKETS FUND III	94,796,975.	94,796,975.
37-CAP. INT'L EMG.MKTS.GROWTH	87,900,274.	87,900,274.
36-CAPITAL GUARDIAN GLOBAL E	76,367,888.	76,367,888.
57-WALTER SCOTT & PARTNERS	80,055,700.	80,055,700.
100-BRANDES INVESTMENT PTRS	118,759,324.	118,759,324.
44-HEITMAN REAL ESTATE SECUR	22,009,111.	22,009,111.
	-----	-----
TOTALS	814,730,410.	814,730,410.
	=====	=====

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
62-BLACK ROCK CORE BOND FUND	27,475,196.	27,475,196.
63-PIMCO COREPLUS BOND FUND	41,747,773.	41,747,773.
64-PIMCO REAL RETURN	85,533,652.	85,533,652.
83-FXD INCOME GLOBAL OPP FND	21,035,403.	21,035,403.
85-NTGI GOVERNMENT BOND FUND	48,708.	48,708.
	-----	-----
TOTALS	175,840,732.	175,840,732.
	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
41-FARALLON CAP INST. PTRS	66,415,000.	66,415,000.
30-AG PRINCESS LP	64,872,890.	64,872,890.
50-OCH-ZIFF OFFSEAS FUND	62,081,049.	62,081,049.
61-GMO MULTI-STRATEGY FUND	24,700,560.	24,700,560.
74-AQR ABSOLUTE RTRN OFFSHORE	36,622,098.	36,622,098.
78-BRIDGewater PURE ALPHA FN	52,070,323.	52,070,323.
103-OLD LANE CAYMAN HFF	10,656,000.	10,656,000.
110-RENAISSANCE INSTIT EQTYS	26,024,014.	26,024,014.
48-MAVERICK FUND LTD	21,064,718.	21,064,718.
35-BROOKSIDE CAP PARTNERS	38,362,239.	38,362,239.
55-STD PAC CAP OFFSHORE FUND	3,306,878.	3,306,878.
38-CHILTON INT'L LTD CLASS A	31,477,807.	31,477,807.
52-PEQUOT ENDOWMENT FUND LP	31,955,551.	31,955,551.
45-HIGHLINE CAPITAL INT'L	30,382,404.	30,382,404.
66-NORTH RIVER PARTNERS	25,515,166.	25,515,166.
67-SOUTHPORT ENERGY PLUS OS	25,250,082.	25,250,082.
73-CHILDREN'S INVESTMENT FUND	45,970,335.	45,970,335.
77-AG LONG/SHORT REALTY FUND	38,490,760.	38,490,760.
79-MILLGATE INTERNATIONAL	27,997,427.	27,997,427.
80-OSPARIE WINGSPAN	26,511,274.	26,511,274.
87-PROSPECT HARBOR CR PTRS	22,304,500.	22,304,500.
90-CONVEXITY CAP OFFSHORE	25,487,717.	25,487,717.
104-KING STREET CAPITAL	22,106,978.	22,106,978.
112-GALLEON TECHNOLOGY FUND	10,000,000.	10,000,000.
43-HARBOURVEST IPEP I LP	8,831,415.	8,831,415.
39-COMMONFUND CAP PE V LP	13,268,767.	13,268,767.
40-COMMONFUND CAP VP VI LP	7,665,034.	7,665,034.
54-SPO PARTNERS II LP	35,296,240.	35,296,240.
65-BAIN CAPITAL FUND VIII LP	7,652,653.	7,652,653.

FORM 990PF, PART II - OTHER INVESTMENTS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
68-HEARTWOOD FORESTRY FUND V	9,663,688.	9,663,688.
69-GMO FORESTRY FUND VIII	14,202,447.	14,202,447.
70-PORTFOLIO ADVISORS	12,489,242.	12,489,242.
72-KIRTLAND CAPITAL CO LP	2,439,568.	2,439,568.
75-OAK HILL CAP PART II	4,940,313.	4,940,313.
76-SANKATY CREDIT OPP II LP	10,330,444.	10,330,444.
81-SEQUOIA CAP GROWTH FUND III	1,601,871.	1,601,871.
82-SEQUOIA CAP CHINA I	800,201.	800,201.
88-BAY PARTNERS XI, LP	805,574.	805,574.
89-LYME FOREST FUND	3,894,661.	3,894,661.
91-DFJ ELEMENT	287,450.	287,450.
92-PORTFOLIO ADVISORS PE IV	9,148,962.	9,148,962.
94-TA ASSOCIATES X LP	1,039,238.	1,039,238.
95-BAIN CAPITAL FUND IX LP	4,102,484.	4,102,484.
96-NGEN PARTNERS II	195,055.	195,055.
101-SEQUOIA CAPITAL XII	686,673.	686,673.
102-TPG PARTNERS V	543,524.	543,524.
105-OAK INVEST PTNRS XII	569,930.	569,930.
106-SEQUOIA CAP INDIA GRW I	625,449.	625,449.
107-PERMIRA IV	390,848.	390,848.
108-ASIA ALTERNATIVES CAP PTN	1,425,888.	1,425,888.
109-CERBERUS INSTIT PTNRS LP	500,000.	500,000.
TOTALS	----- 923,023,389. =====	----- 923,023,389. =====

FORM 990PF, PART II - OTHER ASSETS

=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SALES COMMITMENT RECEIVABLE	12,145,336.	12,145,336.
INTEREST RECEIVABLE	1,237,610.	1,237,610.
DIVIDENDS RECEIVABLE	622,276.	622,276.
TAX RECLAIM RECEIVABLE	22,570.	22,570.
OTHER INVESTMENT INCOME RECEIVABLE	21,202.	21,202.
DUE FROM DORIS DUKE MANAGEMENT FOUNDATION	1,445,287.	1,445,287.
DUE FROM DUKE FARMS FOUNDATION	35,273.	35,273.
DUE FROM DORIS DUKE FOUNDATION	2,232.	2,232.
DUE FROM DORIS DUKE FOUNDATION FOR ISLAMIC ART	24,039.	24,039.
OTHER RECEIVABLES	172,345.	172,345.
COLLECTIBLES	2,243,386.	2,243,386.
	-----	-----
TOTALS	17,971,556.	17,971,556.
	=====	=====

DORIS DUKE CHARITABLE FOUNDATION
EIN# 13-7043679
12/31/06

FORM 990PF, PART II - OTHER LIABILITIES

DUE TO DORIS DUKE MANAGEMENT FOUNDATION	3,437,153
DUE TO DORIS DUKE FOUNDATION FOR ISLAMIC ART	5
DUE TO DUKE FARMS FOUNDATION	192,233
PURCHASE COMMITMENTS PAYABLE	40,617,205
SECURITIES LENDING EXPENSES PAYABLE	8,030
	<u>44,254,626</u>

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES
=====

DESCRIPTION -----	AMOUNT -----
NET UNREALIZED GAIN ON SECURITIES (INCLUSIVE OF DEFERRED FED. EXCISE TAX)	76,275,438.
CHANGE IN VALUE OF BENEFICIAL INTEREST IN TRUSTS HELD BY OTHERS	2,053,941.

TOTAL	78,329,379.
	=====

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT
=====

GRANTEE'S NAME: SEE EXHIBIT 1
GRANTEE'S ADDRESS:
CITY, STATE & ZIP:
GRANT DATE:
GRANT AMOUNT:
GRANT PURPOSE:

AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS:
VERIFICATION DATE:
RESULTS OF VERIFICATION:

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

NAME AND ADDRESS -----	TITLE AND TIME DEVOTED TO POSITION -----	COMPENSATION -----	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS -----	EXPENSE ACCT AND OTHER ALLOWANCES -----
JOAN E. SPERO 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	PRESIDENT 20.00	NONE	NONE	NONE
EDWARD HENRY 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	CFO 18.00	NONE	NONE	NONE
BETSY FADER 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	SECRETARY 26.00	NONE	NONE	NONE
MARION OATES CHARLES 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 40.00	PER YEAR 126,079.	NONE	NONE
HARRY DEMOPOULOS 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 52.00	PER YEAR NONE	NONE	NONE
ANTHONY S. FAUCI 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 56.00	PER YEAR NONE	NONE	NONE
JAMES F. GILL	TRUSTEE 60.00	PER YEAR 126,079.	NONE	NONE

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

NAME AND ADDRESS -----	TITLE AND TIME DEVOTED TO POSITION -----	COMPENSATION -----	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS -----	EXPENSE ACCT AND OTHER ALLOWANCES -----
650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019				
ANNE HAWLEY 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 52.00 PER YEAR	126,078.	NONE	NONE
NANERL O. KEOHANE 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 74.00 PER YEAR	126,078.	NONE	NONE
JOHN J. MACK 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 62.00 PER YEAR	126,078.	NONE	NONE
JOHN H. T. WILSON 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 76.00 PER YEAR	NONE	NONE	NONE
JOHN ZUCCOTTI 650 FIFTH AVENUE, 19TH FLOOR NEW YORK, NY 10019	TRUSTEE 41.00 PER YEAR	NONE	NONE	NONE
	GRAND TOTALS	630,392.	NONE	NONE

*SEE EXHIBIT 2

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
=====

NAME AND ADDRESS -----	TYPE OF SERVICE -----	COMPENSATION -----
HOLLAND & KNIGHT, LLP 2115 HARDEN BLVD LAKELAND, FL 33802	LEGAL	115,628.
CAMBRIDGE ASSOCIATES LLC 100 SUMMER STREET BOSTON, MA 02110-2112	INVESTMENT FEES	268,271.
NORTHERN TRUST COMPANY 50 SOUTH LASALLE STREET CHICAGO, IL 60675	INVESTMENT FEES	135,220.
PORTFOLIO ADVISORS, LLC 9 OLD KINGS HIGHWAY SOUTH DARIEN, CT 06820	INVESTMENT FEES	120,933.
MARSH USA, INC. 1166 AVENUE OF AMERICAS NEW YORK, NY 10036	INSURANCE	141,187.
	TOTAL COMPENSATION	----- 781,239. =====

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS
=====

SEE EXHIBIT 5



August 21, 2007

Mr. Edward Henry
Chief Financial Officer
Duke Farms Foundation
80 Route 206 South
Hillsborough, New Jersey 08844

D O R I S D U K E
C H A R I T A B L E F O U N D A T I O N

Dear Mr. Henry:

The Doris Duke Charitable Foundation has made grants to Duke Farms Foundation in 2006 totaling \$10,647,602 to be used for Duke Farms Foundation's general operating expenses (referred to collectively as the "Grant"). Because Duke Farms Foundation is a private foundation, rather than a publicly supported charity, this Grant is subject to the "expenditure responsibility" requirements contained in the Treasury regulations. Under these regulations, the Doris Duke Charitable Foundation is required to obtain certain written commitments from Duke Farms Foundation before making payment of the Grant funds. By signing this letter, you agree on behalf of Duke Farms Foundation to the following specific obligations with respect to this Grant:

- (1) To repay any portion of the amount granted as well as income earned thereon which is not used for the purposes of the Grant stated above;
- (2) From the time the Grant is made or any portion of the Grant is received until it is fully expended or otherwise terminated, to submit a full and complete annual narrative and financial reports and a final report upon completion of the grant period, attested by the responsible financial officer of your organization or a certified public accountant, within a reasonable period of time after the close of your annual accounting period on the manner in which the Grant and income earned thereon are spent, compliance with the terms of the Grant, what was accomplished by the expenditure of funds (including a description of the progress made in accomplishing the purposes of the Grant);
- (3) To report the Grant separately on your books of account and to charge expenditures made in furtherance of the Grant purposes against the Grant.
- (4) To maintain written records of receipts and expenditures adequate to enable the use of the Grant funds to be checked readily and to make your books, records and other information available for the Doris Duke Charitable Foundation's inspection at reasonable times, which we believe necessary to keep us fully apprised of the status or use of the Grant or income arising therefrom, including any information regarding the ultimate effect of the Grant, whether or not required under the terms of section 4945 of the Internal Revenue code of 1986, as amended (the "Code");

Exhibit 1

- (5) To keep these records of receipts and expenditures and copies of reports submitted to the Doris Duke Charitable Foundation for at least four years after completion of the use of the Grant funds; and
- (6) Not to use any of the Grant or income arising therefrom,
 - a. To carry on propaganda, or otherwise attempt to influence legislation (within the meaning of section 4945(d)(1) of the Code),
 - b. To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Code),
 - c. To make any grant which does not comply with the individual grant requirements of section 4945(d)(3) of the Code or the organization grant requirements of section 4945(d)(4) of the Code, or
 - d. To undertake any activity for any purpose other than one that is charitable, scientific, literary, educational or for the prevention of cruelty to animals, all as defined in section 170(c)(2)(B) of the Code.

In the event that you violate the terms of this letter agreement by using any portion of this Grant or any income thereon for purposes other than the purpose of the Grant as previously set forth in this letter, you agree that you will refund to the Doris Duke Charitable Foundation the full amount of the Grant and pay over to the Doris Duke Charitable Foundation any additional amount which may be necessary to effect a correction under section 4945 of the Code.

The foregoing conditions are intended to comply with obligations under United States law to make reasonable efforts and establish adequate procedures to see that grant funds are spent solely for the purposes for which they are granted, and to obtain full and complete records on how grant funds have been expended. Changes in United States laws, or in regulations interpreting them, may require the Doris Duke Charitable Foundation to ask that more detailed reports be submitted or that other steps be taken. The Doris Duke Charitable Foundation will promptly inform you of any such changes, and by signing this letter you indicate your agreement to provide such additional information and comply with such requests.

Duke Farms Foundation also agrees that no later than the end of its first taxable year after the taxable year in which it receives the Grant, it will make a qualifying distribution out of corpus, as defined in section 4942 of the Code, equal to the value of the Grant, and, within such time period, Duke Farms Foundation agrees to provide adequate records or other sufficient evidence to the Doris Duke Charitable Foundation to demonstrate that this distribution has been made. Such records or evidence will state that the qualifying distribution has been made and will specify (i) the names and addresses of the recipients of any such qualifying distribution and the amounts paid to each, (ii) the details

Mr. Edward Henry
Page 3
August 21, 2007

concerning the payment of any operating expenses which are a part of such qualifying distribution and (iii) the details concerning any operating expenses paid during any of the preceding five years which Duke Farms Foundation elects pursuant to Treas. Reg. 53.4942(A) 3(c)(2)(iv) to treat as a current distribution of corpus in order to make such qualifying distribution. Such records or evidence will also state that the qualifying distribution would be treated as a distribution of corpus under section 4942 of the Code if Duke Farms Foundation were not an operating foundation.

If this letter and its attachment correctly set forth your understanding of the arrangements made regarding this Grant, please countersign the letter and return it to the Doris Duke Charitable Foundation.

Very truly yours,
The Doris Duke Charitable Foundation

By: Joan Spero
Joan Spero, President

Agreed to and accepted on behalf of
Duke Farms Foundation this _____
day of _____, 2007

By: Edward P. Henry
Edward Henry, Chief Financial Officer



DUKE FARMS

80 Route 206 South • Hillsborough, NJ 08844 • tel: 908 722 3700 • www.dukefarms.org
Owned and supported by the Duke Farms Foundation

August 24, 2007

Mrs. Joan Spero
President
Doris Duke Charitable Foundation
650 Fifth Avenue, 19th Floor
New York, New York 10019

Dear Mrs. Spero:

In 2006, the Doris Duke Charitable Foundation ("DDCF") made grants totaling \$10,647,602 to Duke Farms Foundation ("DFF"). By a letter dated August 21, 2007, I agreed on behalf of DFF to submit certain reports to DDCF for each year during which any grant funds remained unspent and a final report for the year in which all of the grant funds were spent. Since all of the grant funds were spent during 2006 the year in which they were granted, this is both a first and final report.

Name and address of grantee:
Duke Farms Foundation
80 Route 206 South
Hillsborough, NJ 08844

Purpose of Grants:

To be used for DFF's general operating expenses. Property owned by DFF is used for a charitable purpose since DFF maintains and operates a botanical garden, which is open to the public, and it protects endangered species of all kinds, both flora and fauna.

Mrs. Joan Spero

Page 2

August 24, 2007

The following table contains the date of payment of each part of the grant that was spent in 2006 and a description of how the grant was spent by DFF:

<u>Date of Payment</u>	<u>Amount of Grant</u>	<u>Purpose for which Grant was Used</u>
1/31/06	\$1,186,900	Employee Related Expenses; General Admin Expenses; Program Related Expenses; General Operating Expenses; Investment Expenses; Capital Expenditures.
2/28/06	\$689,439	“ “
3/31/06	\$556,156	“ “
4/30/06	\$647,869	“ “
5/31/06	\$609,608	“ “
6/30/06	\$764,088	“ “
7/31/06	\$494,280	“ “
8/31/06	\$736,327	“ “
9/30/06	\$442,688	“ “
10/31/06	\$636,951	“ “
11/30/06	\$583,483	“ “
12/31/06	3,299,813	“ “

All of the grant funds have been spent for DFF's operating expenses, and no portion of the grant funds has been diverted from such purpose.

In addition, in the letter dated August 21, 2007, I represented that before the end of 2006, DFF would make a qualifying distribution out of corpus as defined in Section 4942 of the Internal Revenue Code, in the amount of \$10,647,602 and that I would provide DDCF with adequate records or other sufficient evidence to demonstrate that this distribution has been made. As described above, all of the grant funds were spent for reasonable and necessary administration expenses to accomplish DFF's charitable purposes, which are qualifying distributions. Therefore, a qualifying distribution was made of the entire value of the grants in 2006.

Since DFF has otherwise made qualifying distributions equal to the amount of its minimum investment return, this distribution would be treated as a distribution out of corpus if DFF were not a private operating foundation.

Very truly yours,
Duke Farms Foundation

By: Edward P. Henry
Edward Henry, Chief Financial Officer

August 21, 2007



Mr. Edward Henry
Chief Financial Officer
Doris Duke Foundation for Islamic Art
650 Fifth Avenue, 19th Floor
New York, New York 10019

D O R I S D U K E
CHARITABLE FOUNDATION

Dear Mr. Henry:

The Doris Duke Charitable Foundation has made grants to the Doris Duke Foundation for Islamic Art in 2006 totaling \$4,963,489 to be used for the Doris Duke Foundation for Islamic Art's general operating expenses (referred to collectively as the "Grant"). Because the Doris Duke Foundation for Islamic Art is a private foundation, rather than a publicly supported charity, this Grant is subject to the "expenditure responsibility" requirements contained in the Treasury regulations. Under these regulations, the Doris Duke Charitable Foundation is required to obtain certain written commitments from the Doris Duke Foundation for Islamic Art before making payment of the Grant funds. By signing this letter, you agree on behalf of the Doris Duke Foundation for Islamic Art to the following specific obligations with respect to this Grant:

- (1) To repay any portion of the amount granted as well as income earned thereon which is not used for the purposes of the Grant stated above;
- (2) From the time the Grant is made or any portion of the Grant is received until it is fully expended or otherwise terminated, to submit a full and complete annual narrative and financial reports and a final report upon completion of the grant period, attested by the responsible financial officer of your organization or a certified public accountant, within a reasonable period of time after the close of your annual accounting period on the manner in which the Grant and income earned thereon are spent, compliance with the terms of the Grant, what was accomplished by the expenditure of funds (including a description of the progress made in accomplishing the purposes of the Grant);
- (3) To report the Grant separately on your books of account and to charge expenditures made in furtherance of the Grant purposes against the Grant.
- (4) To maintain written records of receipts and expenditures adequate to enable the use of the Grant funds to be checked readily and to make your books, records and other information available for the Doris Duke Charitable Foundation's inspection at reasonable times, which we believe necessary to keep us fully appraised of the status or use of the Grant or income arising therefrom, including any information regarding the ultimate effect of the Grant, whether or not required under the terms of section 4945 of the Internal Revenue code of 1986, as amended (the "Code");

Exhibit 1

Mr. Edward Henry

Page 2

August 21, 2007

- (5) To keep these records of receipts and expenditures and copies of reports submitted to the Doris Duke Charitable Foundation for at least four years after completion of the use of the Grant funds; and
- (6) Not to use any of the Grant or income arising therefrom,
 - a) To carry on propaganda, or otherwise attempt to influence legislation (within the meaning of section 4945(d)(1) of the Code),
 - b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Code),
 - c) To make any grant which does not comply with the individual grant requirements of section 4945(d)(3) of the Code or the organization grant requirements of section 4945(d)(4) of the Code, or
 - d) To undertake any activity for any purpose other than one that is charitable, scientific, literary, educational or for the prevention of cruelty to animals, all as defined in section 170(c)(2)(B) of the Code.

In the event that you violate the terms of this letter agreement by using any portion of this Grant or any income thereon for purposes other than the purpose of the Grant as previously set forth in this letter, you agree that you will refund to the Doris Duke Charitable Foundation the full amount of the Grant and pay over to the Doris Duke Charitable Foundation any additional amount which may be necessary to effect a correction under section 4945 of the Code.

The foregoing conditions are intended to comply with obligations under United States law to make reasonable efforts and establish adequate procedures to see that grant funds are spent solely for the purposes for which they are granted, and to obtain full and complete records on how grant funds have been expended. Changes in United States laws, or in regulations interpreting them, may require the Doris Duke Charitable Foundation to ask that more detailed reports be submitted or that other steps be taken. The Doris Duke Charitable Foundation will promptly inform you of any such changes, and by signing this letter you indicate your agreement to provide such additional information and comply with such requests.

The Doris Duke Foundation for Islamic Art also agrees that no later than the end of its first taxable year after the taxable year in which it receives the Grant, it will make a qualifying distribution out of corpus, as defined in section 4942 of the Code, equal to the value of the Grant, and, within such time period, the Doris Duke Foundation for Islamic Art agrees to provide adequate records or other sufficient evidence to the Doris Duke Charitable Foundation to demonstrate that this distribution has been made. Such records or evidence will state that the qualifying distribution has been made and will specify (1) the names and addresses of the recipients of any such qualifying distribution and the

Mr. Edward Henry
Page 3
August 21, 2007

amounts paid to each, (ii) the details concerning the payment of any operating expenses which are a part of such qualifying distribution and (iii) the details concerning any operating expenses paid during any of the preceding five years which the Doris Duke Foundation for Islamic Art elects pursuant to Treas. Reg. 53.4942(A)-3(c)(2)(iv) to treat as a current distribution of corpus in order to make such qualifying distribution. Such records or evidence will also state that the qualifying distribution would be treated as a distribution of corpus under section 4942 of the Code if the Doris Duke Foundation for Islamic Art were not an operating foundation.

If this letter and its attachment correctly set forth your understanding of the arrangements made regarding this Grant, please countersign the letter and return it to the Doris Duke Charitable Foundation.

Very truly yours,

The Doris Duke Charitable Foundation

By: Joan Spero
Joan Spero, President

Agreed to and accepted on behalf of the
Doris Duke Foundation for Islamic Art this _____
day of _____, 2007

By: Edward P. Henry
Edward Henry, Chief Financial Officer

August 24, 2007



Mrs. Joan Spero
President
Doris Duke Charitable Foundation
650 Fifth Avenue, 19th Floor
New York, New York 10019

D O R I S D U K E
FOUNDATION FOR ISLAMIC ART

Dear Mrs. Spero:

In 2006, the Doris Duke Charitable Foundation ("DDCF") made grants totaling \$4,963,489 to the Doris Duke Foundation for Islamic Art ("DDFIA"). By a letter dated August 21, 2007, I agreed on behalf of DDFIA to submit certain reports to DDCF for each year during which any grant funds remained unspent and a final report for the year in which all of the grant funds were spent. Since all of the grant funds were spent during 2006 the year in which they were granted, this is both a first and final report.

Name and address of grantee:
Doris Duke Foundation for Islamic Art
4055 Papu Circle
Honolulu, HI 96816

Purpose of Grants:

To be used for DDFIA's general operating expenses. Property owned by DDFIA is used for a charitable purpose since DDFIA facilitates the study and understanding of Middle Eastern Art and Culture.

Exhibit 1

Mrs. Joan Spero
Page 2
August 24, 2007

The following table contains the date of payment of each part of the grant that was spent in 2006, and a description of how the grant was spent by DDFIA:

<u>Date of Payment</u>	<u>Amount of Grant</u>	<u>Purpose for which Grant was Used</u>
1/31/06	\$699,589	Employee Related Expenses; General Admin Expenses; Program Related Expenses; General Operating Expenses; Investment Expenses; Capital Expenditures.
2/28/06	\$221,645	"
3/31/06	\$276,785	"
4/30/06	\$176,569	"
5/31/06	\$226,000	"
6/30/06	\$340,546	"
7/31/06	\$203,396	"
8/31/06	\$228,206	"
9/30/06	\$896,593	"
10/31/06	\$231,155	"
11/30/06	\$224,283	"
12/31/06	\$1,238,722	"

All of the grant funds have been spent for DDFIA's operating expenses, and no portion of the grant funds has been diverted from such purpose.

In addition, in the letter dated August 21, 2007, I represented that before the end of 2006, DDFIA would make a qualifying distribution out of corpus as defined in Section 4942 of the Internal Revenue Code, in the amount of \$4,963,489 and that I would provide DDCF with adequate records or other sufficient evidence to demonstrate that this distribution has been made.

As described above, all of the grant funds were spent for reasonable and necessary administration expenses to accomplish DDFIA's charitable purposes, which are qualifying distributions. Therefore, a qualifying distribution was made of the entire value of the grants in 2006.

Since DDFIA has otherwise made qualifying distributions equal to the amount of its minimum investment return, this distribution would be treated as a distribution out of corpus if DDFIA were not a private operating foundation.

Very truly yours,
Doris Duke Foundation for Islamic Art

By: Edward P. Henry
Edward Henry, Chief Financial Officer



August 21, 2007

Mrs. Marion Oates Charles
President
Newport Restoration Foundation
51 Touro Street
Newport, Rhode Island 02840

D O R I S D U K E
C H A R I T A B L E F O U N D A T I O N

Dear Mrs. Charles:

The Doris Duke Charitable Foundation has made grants to the Newport Restoration Foundation in 2006 totaling \$2,275,000 to be used for Rough Point's general operating expenses (referred to collectively as the "Grant"). Because the Newport Restoration Foundation is a private foundation, rather than a publicly supported charity, this Grant is subject to the "expenditure responsibility" requirements contained in the Treasury regulations. Under these regulations, the Doris Duke Charitable Foundation is required to obtain certain written commitments from the Newport Restoration Foundation before making payment of the Grant funds. By signing this letter, you agree on behalf of the Newport Restoration Foundation to the following specific obligations with respect to this Grant:

- (1) To repay any portion of the amount granted as well as income earned thereon which is not used for the purposes of the Grant stated above;
- (2) From the time the Grant is made or any portion of the Grant is received until it is fully expended or otherwise terminated, to submit a full and complete annual narrative and financial reports and a final report upon completion of the grant period, attested by the responsible financial officer of your organization or a certified public accountant, within a reasonable period of time after the close of your annual accounting period on the manner in which the Grant and income earned thereon are spent, compliance with the terms of the Grant, what was accomplished by the expenditure of funds (including a description of the progress made in accomplishing the purposes of the Grant);
- (3) To report the Grant separately on your books of account and to charge expenditures made in furtherance of the Grant purposes against the Grant.
- (4) To maintain written records of receipts and expenditures adequate to enable the use of the Grant funds to be checked readily and to make your books, records and other information available for the Doris Duke Charitable Foundation's inspection at reasonable times, which we believe necessary to keep us fully apprised of the status or use of the Grant or income arising therefrom, including any information regarding the ultimate effect of the Grant, whether or not required under the terms of section 4945 of the Internal Revenue code of 1986, as amended (the "Code");

Exhibit 1

Mrs. Marion Charles
Page 2
August 21, 2007

- (5) To keep these records of receipts and expenditures and copies of reports submitted to the Doris Duke Charitable Foundation for at least four years after completion of the use of the Grant funds; and
- (6) Not to use any of the Grant or income arising therefrom,
 - (a) To carry on propaganda, or otherwise attempt to influence legislation (within the meaning of section 4945(d)(1) of the Code),
 - (b) To influence the outcome of any specific public election, or to carry on, directly or indirectly, any voter registration drive (within the meaning of section 4945(d)(2) of the Code),
 - (c) To make any grant which does not comply with the individual grant requirements of section 4945(d)(3) of the Code or the organization grant requirements of section 4945(d)(4) of the Code, or
 - (d) To undertake any activity for any purpose other than one that is charitable, scientific, literary, educational or for the prevention of cruelty to animals, all as defined in section 170(c)(2)(B) of the Code.

In the event that you violate the terms of this letter agreement by using any portion of this Grant or any income thereon for purposes other than the purpose of the Grant as previously set forth in this letter, you agree that you will refund to the Doris Duke Charitable Foundation the full amount of the Grant and pay over to the Doris Duke Charitable Foundation any additional amount which may be necessary to effect a correction under section 4945 of the Code.

The foregoing conditions are intended to comply with obligations under United States law to make reasonable efforts and establish adequate procedures to see that grant funds are spent solely for the purposes for which they are granted, and to obtain full and complete records on how grant funds have been expended. Changes in United States laws, or in regulations interpreting them, may require the Doris Duke Charitable Foundation to ask that more detailed reports be submitted or that other steps be taken. The Doris Duke Charitable Foundation will promptly inform you of any such changes, and by signing this letter you indicate your agreement to provide such additional information and comply with such requests.

The Newport Restoration Foundation also agrees that no later than the end of its first taxable year after the taxable year in which it receives the Grant, it will make a qualifying distribution out of corpus, as defined in section 4942 of the Code, equal to the value of the Grant, and, within such time period, the Newport Restoration Foundation agrees to provide adequate records or other sufficient evidence to the Doris Duke Charitable Foundation to demonstrate that this distribution has been made. Such records or evidence will state that the qualifying distribution has been made and will specify (1) the names and addresses of the recipients of any such qualifying distribution and the amounts paid to each, (ii) the details concerning the payment of any operating expenses

Mrs. Marion Charles

Page 3

August 21, 2007

which are a part of such qualifying distribution and (iii) the details concerning any operating expenses paid during any of the preceding five years, which the Newport Restoration Foundation elects pursuant to Treas. Reg. 53.4942(A)-3(c)(2)(iv) to treat as a current distribution of corpus in order to make such qualifying distribution. Such records or evidence will also state that the qualifying distribution would be treated as a distribution of corpus under section 4942 of the Code if the Newport Restoration Foundation were not an operating foundation.

If this letter and its attachment correctly set forth your understanding of the arrangements made regarding this Grant, please countersign the letter and return it to the Doris Duke Charitable Foundation.

Very truly yours,

The Doris Duke Charitable Foundation

By: Joan E Spero
Joan Spero, President

Agreed to and accepted on behalf of the
Newport Restoration Foundation this
day of October, 2007

B¹²

By: Marion O Charles
Marion Oates Charles, President

NEWPORT RESTORATION FOUNDATION

Founded by Doris Duke, 1968



51 TOURO STREET

NEWPORT, RHODE ISLAND 02840-2932

Telephone 401.849.7300

Facsimile 401.849.0125

www.newportrestoration.org

August 21, 2007

Mrs. Joan Spero
President
Doris Duke Charitable Foundation
650 Fifth Avenue, 19th Floor
New York, New York 10019

Dear Mrs. Spero:

In 2006, the Doris Duke Charitable Foundation ("DDCF") made grants totaling \$2,275,000 to the Newport Restoration Foundation ("NRF") in support of Rough Point. By a letter dated August 21, 2007, I agreed on behalf of NRF to submit certain reports to DDCF for each year during which any grant funds remained unspent and a final report for the year in which all of the grant funds were spent. This is a report covering the portion of the grant funds spent in 2006.

Name and address of grantee:

Newport Restoration Foundation
51 Touro Street
Newport, Rhode Island 02840

Purpose of Grants:

To be used for Rough Point's general operating expenses. The Rough Point Property owned by NRF is used for a charitable purpose since it is a historic house, which is open to the public.

Mrs. Joan Spero

Page 2

August 21, 2007

The following table contains the date of payment of each grant, the amount of the grant, and a description of how the grant was spent by NRF:

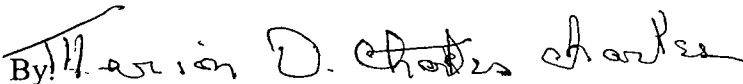
<u>Date of Payment</u>	<u>Amount of Grant</u>	<u>Purpose for which Grant was Used</u>
1/17/06	\$568,750	Employee Related Expenses; General Operating Expenses; General Administrative Expenses and Capital Expenses
3/13/06	\$568,750	“ “
6/08/06	\$568,750	“ “
9/18/06	\$568,750	“ “

All of the grant funds have been spent for Rough Point's general operating expenses, and no portion of the grant funds has been diverted from such purpose.

In addition, in the letter dated August 21, 2007, I represented that before the end of 2006, NRF would make a qualifying distribution out of corpus as defined in Section 4942 of the Internal Revenue Code, in the amount of \$2,275,000 and that I would provide DDCF with adequate records or other sufficient evidence to demonstrate that this distribution has been made.

As described above, \$2,275,000 of the grant funds were spent for reasonable and necessary administration expenses to accomplish NRF's charitable purposes, which are qualifying distributions. Therefore, a qualifying distribution was made of \$2,275,000 of the grant funds in 2006. Since NRF has otherwise made qualifying distributions equal to the amount of its minimum investment return, this distribution would be treated as a distribution out of corpus if NRF were not a private operating foundation. NRF will make a qualifying distribution out of corpus of the balance of the grant funds in 2007.

Very truly yours,
Newport Restoration Foundation

By: 
Marion Oates Charles, President

Doris Duke Charitable Foundation
EIN# 13-7043679
12/31/06

NOTES:

(1) The officers are paid compensation by the Doris Duke Management Foundation (DDMF). The hours shown are based on an allocation of time spent on matters related to the Doris Duke Charitable Foundation (DDCF) and are for informational purposes only. These officers provide services to other related entities (Doris Duke Management Foundation (DDMF), Doris Duke Foundation (DDF), Duke Farms Foundation (DFF), and Doris Duke Foundation for Islamic Art (DDFIA)) and in the aggregate hours worked on matters related to these other entities equal or exceed 40 hours per week. The allocation of compensation paid by the Doris Duke Management Foundation and allocated to Doris Duke Charitable Foundation is based on an annual survey and is shown on Exhibit 3 for informational purposes only. It should be noted that compensation includes SERP and SERP Gross up payments as well as other taxable fringe benefits for Joan Spero. Benefits include 401(k) contributions, health insurance, dental and group life insurance.

(2) The Trustees who receive compensation are paid by the Doris Duke Charitable Foundation. The hours shown are based on an allocation of time spent on matters related to the Doris Duke Charitable Foundation and are for informational purposes only. These Trustees provide services to the other related entities noted above in Note 1 and in the aggregate hours worked on matters related to these other entities equal or exceed 60 hours per year. The amount of each individual's compensation was established as part of a settlement agreement in connection with the probate of Doris Duke's will and Surrogate Court Order. The Surrogate's May 15, 1996 order capped compensation at \$900,000.

(3) Mr Fauci and Mr. Wilson serve without pay.

Doris Duke Charitable Foundation
 EIN# 13-7043679
 12/31/06

Form 990PF, Part VIII - Officers, Directors, and Trustees

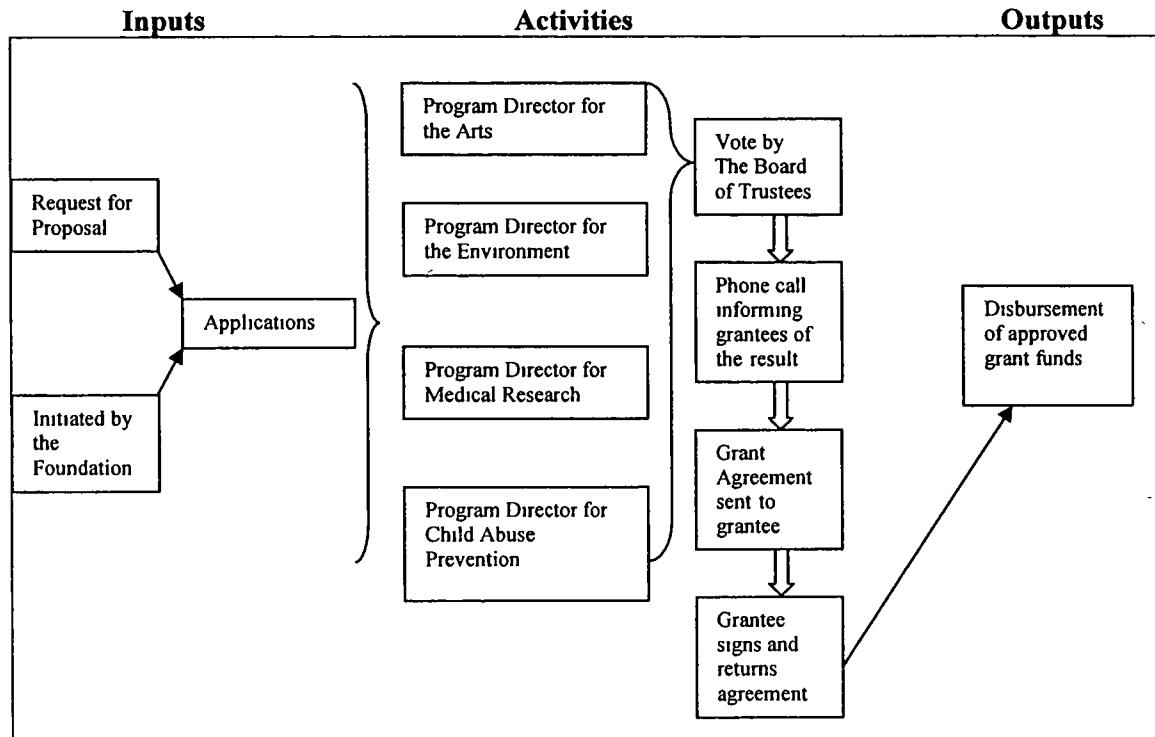
<u>Officers</u>	Allocation to Related Entities					<u>Total Compensation</u>
	<u>DDCF</u>	<u>DDMF</u>	<u>DFF</u>	<u>DDF</u>	<u>DDFIA</u>	
Joan Spero	335,031	0	201,019	0	134,012	670,062
Edward Henry	130,049	65,024	70,679	2,827	14,136	282,715
Betsy Fader	123,832	0	38,102	0	28,577	190,511
	<u>588,912</u>	<u>65,024</u>	<u>309,800</u>	<u>2,827</u>	<u>176,725</u>	<u>1,143,288</u>

<u>Officers</u>	Allocation to Related Entities					<u>Total Benefits</u>
	<u>DDCF</u>	<u>DDMF</u>	<u>DFF</u>	<u>DDF</u>	<u>DDFIA</u>	
Joan Spero	24,220	0	14,532	0	9,688	48,440
Edward Henry	23,712	11,856	12,887	515	2,577	51,547
Betsy Fader	23,213	0	7,142	0	5,357	35,712
	<u>71,145</u>	<u>11,856</u>	<u>34,561</u>	<u>515</u>	<u>17,622</u>	<u>135,699</u>

Summary of Direct Charitable Activities

DESCRIPTION	AMT	PROGRAM AREA
EXTERNAL REVIEW	23,497.69	ARTS
CHILD ABUSE PREVENTION GRANTEE MEETING	31,762.63	CHILD ABUSE
ENVIRONMENT ADVISORY COMMITTEE MEETING	14,307.34	ENVIRONMENT
CLINICAL RESEARCH FELLOWS MEETINGS	67,514.61	MEDICAL RESEARCH
CLINICAL SCIENTIST MEETING	<u>17,167.61</u>	MEDICAL RESEARCH
	<u>84,682.22</u>	
TOTAL	<u><u>154,249.88</u></u>	

**Doris Duke Charitable Foundation
Grants Process
December 31, 2006**



The mission of the Doris Duke Charitable Foundation (DDCF) is to improve the quality of people’s lives through grants supporting the performing arts, wildlife conservation, medical research and prevention of child maltreatment, and through preservation of the cultural and environmental legacy of Doris Duke’s properties.

Grant Development and Approval

Grants are either competitively awarded through Request for Proposal (RFP) processes or are initiated by the Foundation. Grants and proposed grant competitions are presented to the Board of Trustees at one of the four meetings that take place during the year. All grants must be approved by the Board of Trustees with the exception of the President’s Planning Fund, Trustee recommended grants, and grants to be selected through competitive, peer-reviewed program initiatives. In the latter case, the Board approves a total amount for the program initiative and delegates to DDCF’s President Joan Spero the authority to approve grants recommended through the peer-review selection process. Authority for President’s Planning Fund grants is sought from the Board each November for the following year. PPF grants must be for purposes that in keeping with the mission of the Foundation; the amount of these grants is limited both on a per-grant basis (\$50,000 or less) and cumulative annual basis (\$700,000 in 2006). PPF grants are developed by staff, undergo routine due diligence review, and are approved by the President. Finally, one Trustee of the Foundation recommends grants totaling up to \$100,000 annually for projects that are consistent with the mission of the Foundation; the projects and organizations must be vetted by staff and approved by the Board Chair prior to grant award.

Joan Spero (President) is actively involved in the entire grants cycle. Prior to performing all the research on a potential grantee, the Program Director will discuss the organization with Mrs. Spero. Based on this discussion, the research will begin or the project will be set aside.

Once a completed application packet is returned to DDCF, the appropriate Program Director or their designated staff members will review it to ensure that the organization meets DDCF requirements and that the program description is in line with DDCF's mission and program objectives. The application packet is also reviewed by the Grants Manager and Program Associate for Grants Administration to ensure that all the proper documentation has been received and the organization is a qualified not-for-profit. Each proposed grant is entered into GIFTS for Windows, the Foundation's grants management database.

Once all the submitted application information has been reviewed and approved, the Program Director will compile a docket for presentation to the Board of Directors that describes the potential grantee organization and its proposed use of funds. Prior to the Board meeting, the Program Director presents the information to senior management and program staff at a Program Review session and at a "practice" session for the Board meeting. During the meeting the senior staff will critique the written summary and the presentation, and the appropriate changes will be made.

At the next Board meeting, the docket will be presented to the Board for their approval. The Board's decisions regarding proposed grants are documented in the Board of Director Minutes. After a grant has been approved by the board, Grants Administration staff will record the grant as "Approved" in GIFTS and the GIFTS system assigns a grant number. Grants Administration then sends a report detailing the grants approved to Finance and the Senior Accountant/Assistant Treasurer prepares a journal entry to record the liability.

Grant Award

Once the Board approves the grant, the appropriate DDCF staff member will notify the organization by telephone. The Program Director and his or her staff then use GIFTS to generate a grant agreement (grant agreement templates are stored in GIFTS and merged with the GIFTS grant data to create the grant agreement). The Program Director and Grants Manager review and refine the grant agreement until they are satisfied that it is complete. Once the Grants Manager has approved the grant agreement and award letter and verified that all grant documentation is in order, the agreement and award letter is forwarded to the President for signature.

After the President signs the award letter and the grant agreement, the award package is sent to the grantee organization. The grant agreement specifies the total funds awarded, payment schedule, use of the funds, performance and financial reporting requirements, and various other disclosures regarding DDCF's rights (for example, to publicly announce the grant). If the grantee organization agrees to the terms of the agreement they will sign and return the agreement to the DDCF (two copies of the agreement are sent and the grantee organization retains one copy for their records). When the fully executed grant agreement is received by the Foundation, the first grant payment is initiated by Grants Administration and forwarded to Finance for processing.

Grant Payment Initiation

Once the Grants Manager has determined that all requirements for a grant payment have been met, the grant payment process is initiated.

Payment Process followed during the first three quarters of 2006: All grant payments are sent to grantees via the Bank of America Direct on-line ACH payment process. First, the Grants

Assistant asks the grantee institution to verify the ACH banking data and updates the GIFTS record accordingly. Next, Grants Management exports the grantee data from GIFTS to an Excel spreadsheet/template, which is then uploaded by the Investment Accountant to the Bank of America system. The data file contains all necessary grantee information, the amount of the payment, and the payment date. Both Grants Management and Finance can review the payment information in Bank of America Direct once the import has been successfully completed.

Grant Payment Authorization

The Grants Manager e-mails Authorized Payment Signatories and the Investment Accountant to alert them that grant payments are awaiting online authorization. The e-mail contains a link to a .pdf report detailing each payment that has been approved for payment as well as links to .pdf files of the fully executed grant agreement for each grant that is recommended for payment. The Investment Accountant is responsible for ensuring that adequate funds are currently available to cover the payments. The Grants Management department is responsible for ensuring that the payments are properly authorized on or prior to the payment date.

The authorized signers then log into Bank of America Direct to review the grant payments, together with the supporting documentation provided in the Grants Manager's e-mail. Once satisfied, the Authorized Signer will authorize/release the payment. If the payment requires a second approval, the system will not release the payment until a second authorization is obtained. Payment confirmation reports are kept in each grant file (in Grants Management) as well as in the Finance Department.

New Payment Process, effective 4th Quarter 2006:

The Grants Assistant confirms that ACH instructions are still correct and updates GIFTS record if necessary. Then, Grants Administration exports the grantee data from GIFTS to an Excel spreadsheet which is emailed to the Investment Accountant for upload to the Lawson Process Flow. Once the information is uploaded into Lawson and released (with links to the grant agreement & the payment authorization) an e-mail is sent to the applicable approvers, alerting them an invoice requires approval in the Lawson system. Once the approvals have been made, an ACH file is generated via Lawson & transmitted to Bank of America via a secured transmission website. The transmission is then verified with the bank via a phone call to an ACH automated phone system. Once the payment has been sent, the grantee and appropriate program staff are alerted by email that the ACH has been executed.

Grant signing authority requirements:

Grant Payment Amount	Requirements	Signatories
between \$0 and \$9,999.99	Require any one signer listed	Edward Henry Eileen Oberlander Joan Spero Deborah Close Jeffrey Heil Betsy Fader
between \$10,000 and \$99,999.99	Require any two signers listed	Ed Henry Eileen Oberlander Joan Spero Deborah Close Jeffrey Heil Betsy Fader

Equal to or over \$100,000*	Require two of the following individuals	Ed Henry Joan Spero Eileen Oberlander
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Grant Monitoring

Within each grant agreement the grantee agrees to provide DDCF with certain interim and final financial and program performance information. The time period for this submission varies from grant to grant. To ensure that the DDCF funds are being used in accordance with the grant agreement, the grantee is required to submit the following information:

- A narrative describing program accomplishments, challenges, and future plans
- An assessment of the project to date (have the original goals been achieved, were any program refinements necessary?)
- Copies of any literature, reports, or media coverage that was generated as a result of the grant
- A copy of the most recent audited financial statement
- A budget to actual comparison of the grant funds (indicating any budget modifications and explanations for budget overages)
- If a multi-year grant, a revised budget and budget narrative for the upcoming year (if warranted)
- The grantee is also required to notify DDCF of any changes to their board, senior staff, or tax-exempt status.

This information is required whether the grant period is one year or multi-year. If the grant is multi-year, the subsequent disbursements will not be made until this information has been received, reviewed, and approved by DDCF.

This information will be submitted to DDCF and reviewed by the Program Director and the Grants Manager to ensure that the grantee has been using DDCF's funds for the purpose outlined in their grant agreement. This includes determining if certain project milestones have been met, whether funds have been spent reasonably and within program guidelines, and whether the project has benefited the items/individuals targeted in the agreement. Additionally, the financial information will be reviewed by the Grants Manager or Program Associate for Grants Management, and either the Program Director or Program Officer – and, as necessary, by a member of the Finance Department – to ensure that the grantee is not experiencing any financial difficulties.

Once this information has been evaluated and approved by DDCF, the payment request will be prepared for multi-year grants or, for single year grants, the file will be closed.

Computer information systems

The Foundation uses GIFTS for Windows, a grants management database system purchased from MicroEdge, Inc., to track detailed information about each application for funding and each grant approved. All applications received are entered into the database and their status is tracked according to their progress through the review, approval or declination, and disbursement and reporting process. The database is also used to generate grant related documentation, including (but not limited to) grant award letters and grant agreements, payment request memoranda, and reporting review checklists. GIFTS also provides reports that enable the user to project the

upcoming disbursements, determine when financial or other reporting information is required, track grant expiration, and track activities related to each grant.

DORIS DUKE CHARITABLE FOUNDATION

13-7043679

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
<u>CASH</u>			
EXHIBIT 7	EXHIBIT 7	EXHIBIT 7	\$ 55,166,103
NEWPORT RESTORATION FOUNDATION (NRF) FOR ROUGH POINT	SEE NOTE (1)	GENERAL SUPPORT	\$ 2,275,000
DUKE FARMS FOUNDATION	RELATED ENTITY	GENERAL SUPPORT	\$ 10,647,602
DORIS DUKE FOUNDATION FOR ISLAMIC ART	RELATED ENTITY	GENERAL SUPPORT	\$ 4,963,489
<u>NON-CASH PROPERTY APPRAISED VALUE</u>			
NEWPORT RESTORATION FOUNDATION (NRF) FOR ROUGH POINT	SEE NOTE (1)	GENERAL SUPPORT	\$ 1,111,249
TOTAL			<u>\$ 74,163,443</u>

NOTE (1) MS. MARION OATES CHARLES IS A COMMON TRUSTEE, SHE IS A MEMBER OF THE NRF BOARD

2006 GRANT PAYMENTS AND FUTURE LIABILITY
Summary by Type

	Beginning Balance 2006	Approvals 2006	Amended 2006	Amount Paid 2006	Approved for Future Payment
TOTAL ARTS	19,419,068	10,858,500		16,298,584	13,978,984
TOTAL ENVIRONMENT	11,673,899	11,439,939		16,421,812	6,692,026
TOTAL MEDICAL RESEARCH	22,218,280	18,018,000	(108,000)	16,692,780	23,435,500
TOTAL CHILD ABUSE PREVENTION	5,092,848	3,766,651		5,607,427	3,252,072
TOTAL STRATEGY & PLANNING/TRUSTEE DIRECTED		145,500		145,500	
GRAND TOTAL	58,404,095	44,228,590	(108,000)	55,166,103	47,358,582
*SEE EXHIBIT 8 FOR DETAIL LISTING OF 2006 GRANTS PAID AND GRANTS APPROVED FOR FUTURE PAYMENT					

DORIS DUKE CHARITABLE FOUNDATION
 EIN# 13-7043679
 12/31/2006

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
ARTS					
American Repertory Theatre Company, Inc. 65 Brattle Street Cambridge, MA 02138 <i>Leading National Theatres Program</i> \$700,000 00 2004	501c(3)	\$0	\$0	\$325,000	Not applicable
Actors Theatre of Louisville, Inc. 316 West Main Street Louisville, KY 40202 <i>Leading National Theatres Program</i> \$400,000 00 2004	501c(3)	\$0	\$125,000	\$0	Not applicable
American Dance Festival, Inc. PO Box 90772 Durham, NC 27708-0772 <i>Annual Doris Duke Awards for New Work</i> \$2,100,000 00 2006	501c(3)	\$2,100,000	\$1,100,000	\$1,000,000	Not applicable
Asia Society 725 Park Avenue New York, NY 10021 <i>Artistic Programming and Endowment Support</i> \$1,000,000 00 2001	501c(3)	\$0	\$87,500	\$300,000	Not applicable
Asian Americans/Pacific Islanders in Philanthropy 200 Pine St, Ste 700 San Francisco, CA 94104 <i>Membership 2006</i> \$2,000 00 2006	501c(3)	\$2,000	\$2,000	\$0	Not applicable
Association of Performing Arts Presenters, Inc. 1112 16th Street NW Washington, DC 20036 <i>Ensemble Theatre Collaborations Program</i> \$1,335,000 00 2004	501c(3)	\$0	\$88,000	\$0	Not applicable
Association of Performing Arts Presenters, Inc. 1112 16th Street NW Washington, DC 20036 <i>Creative Campus Innovations</i> \$1,500,000 00 2005	501c(3)	\$0	\$0	\$1,200,000	Not applicable
Association of Performing Arts Presenters, Inc. 1112 16th Street NW Washington, DC 20036 <i>Conversations with the Field</i> \$50,000 00 2006	501c(3)	\$50,000	\$50,000	\$0	Not applicable
Baltimore School for the Arts Foundation 712 Cathedral Street Baltimore, MD 21218 <i>Endowment for Talented Students in the Arts</i> \$750,000 00 2001	501c(3)	\$0	\$150,000	\$0	Not applicable
Berkeley Repertory Theatre 2025 Addison Street Berkeley, CA 94704 <i>Leading National Theatres Program</i> \$500,000 00 2002	501c(3)	\$0	\$200,000	\$0	Not applicable
Center Stage Associates, Inc.	501c(3)	\$0	\$0	\$250,000	Not applicable

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Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
700 North Calvert Street Baltimore, MD 21202 <i>Leading National Theatres Program</i> \$600,000 00 2004					
Chamber Music America 305 Seventh Avenue New York, NY 10001 <i>Doris Duke Jazz Ensembles</i> \$2,075,000 00 2004	501c(3)	\$0	\$325,000	\$466,484	Not applicable
Circuit Network 2940 16th St., Suite 110 San Francisco, CA 94103 <i>Leading National Ensemble Theatres Program</i> \$40,000 00 2006	501c(3)	\$0	\$20,000	\$20,000	Not applicable
Creative Capital Foundation 65 Bleecker Street, 7th Floor New York, NY 10012 <i>Performing Arts Cohort 08/09</i> \$800,000 00 2006	501c(3)	\$800,000	\$700,000	\$100,000	Not applicable
Cuban Artists Fund 41 Union Square W Ste 610 New York, NY 10003 <i>Artists Awards Program</i> \$10,000 00 2006	501c(3)	\$10,000	\$10,000	\$0	Not applicable
Dance/USA 1111 16th Street, NW, Suite 300 Washington, DC 20036 <i>Planning And Research for Expansion of the Dance Service Delivery Network</i> \$50,000 00 2006	501c(3)	\$50,000	\$50,000	\$0	Not applicable
DDCF Arts Program <i>Leading Ensembles Theatre Program</i> \$300,000 2004		\$0	\$0	\$0	Not applicable
DDCF Arts Program <i>Leading University Presenting Institutions</i> \$3,000,000 2005		\$0	\$0	\$0	Not applicable
Dell-Arte, Inc. PO Box 816 Blue Lake, CA 95525 <i>Leading National Ensemble Theatres Program</i> \$30,000 00 2006	501c(3)	\$0	\$15,000	\$15,000	Not applicable
Grantmakers in the Arts 604 West Galer Street Seattle, WA 98119-3253 <i>Membership and support for Annual Conference</i> \$25,000 00 2006	501c(3)	\$25,000	\$25,000	\$0	Not applicable
Intiman Theatre 201 Mercer Street Seattle, WA 98109 <i>Leading National Theatres Program</i> \$400,000 00 2004	501c(3)	\$0	\$125,000	\$125,000	Not applicable
Japan Society, Inc. 333 East 47th Street New York, NY 10017	501c(3)	\$0	\$150,000	\$0	Not applicable

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
<i>Programming and Endowment support</i>					
\$1,000,000 00					
2001					
Los Angeles County High School for the Arts Fdn	501c(3)	\$0	\$150,000	\$0	Not applicable
Library North, Room 1034, 5151 State University Drive Los Angeles, CA 90032					
<i>Endowment for Talented Students in the Arts</i>					
\$750,000 00					
2001					
Miami-Dade Community College Foundation, Inc.	501c(3)	\$0	\$75,000	\$0	Not applicable
300 NE 2nd Avenue Miami, FL 33132					
<i>Endowment for Talented Students in the Arts</i>					
\$375,000 00					
2001					
National Association of Latino Arts and Culture	501c(3)	\$1,500	\$1,500	\$0	Not applicable
1204 Buena Vista St San Antonio, TX 78207					
<i>Membership</i>					
\$1,500 00					
2006					
National Performance Network	501c(3)	\$0	\$1,125,000	\$1,125,000	Not applicable
900 Camp St, 2nd floor New Orleans, LA 70130					
<i>Support for core re-granting programs, new national and international partnerships, and increased capacity</i>					
\$3,375,000 00					
2005					
New England Foundation for the Arts	501c(3)	\$5,800,000	\$2,800,000	\$3,000,000	Not applicable
145 Tremont St Fl 7 Boston, MA 02111-1214					
<i>National Dance Project</i>					
\$5,800,000 00					
2006					
Nonprofit Finance Fund	501c(3)	\$0	\$2,881,250	\$2,812,500	Not applicable
70 West 36th Street, 11th Floor New York, NY 10018					
<i>Mid-Size Presenting Organizations Initiative</i>					
\$7,650,000 00					
2005					
Nonprofit Finance Fund	501c(3)	\$0	\$1,800,000	\$0	Not applicable
70 West 36th Street, 11th Floor New York, NY 10018					
<i>Mid-Size Presenting Organizations Initiative</i>					
\$1,800,000 00					
2005					
Perseverance Theatre Incorporated	501c(3)	\$0	\$200,000	\$0	Not applicable
914 Third Street Douglas, AK 99824					
<i>Leading National Theatres Program</i>					
\$500,000 00					
2002					
Fiji Theater Company	501c(3)	\$0	\$20,000	\$20,000	Not applicable
47 Great Jones St New York, NY 10012					
<i>Leading National Ensemble Theatres Program</i>					
\$40,000 00					
2006					
Pregones Touring Puerto Rican Theater Collection, I	501c(3)	\$0	\$25,000	\$25,000	Not applicable
571-575 Walton Ave Bronx, NY 10451					
<i>Leading National Ensemble Theatres Program</i>					
\$50,000 00					
2006					
New York Shakespeare Festival	501c(3)	\$0	\$0	\$550,000	Not applicable

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
425 Lafayette Street New York, NY 10003 <i>Leading National Theatres Program</i> \$700,000 00 2004					
Roundabout Theatre Company, Inc. 231 West 39th Street, Suite 1200 New York, NY 10018 <i>Leading National Theatres Program</i> \$500,000 00 2002	501c(3)	\$0	\$200,000	\$0	Not applicable
Saratoga International Theater Institute, Inc. 520 8th Avenue, Suite 310, 3rd fl New York, NY 10018 <i>Leading National Ensemble Theatres Program</i> \$40,000 00 2006	501c(3)	\$0	\$20,000	\$20,000	Not applicable
South Coast Repertory, Inc. 655 Town Center Drive Costa Mesa, CA 92626 <i>Leading National Ensemble Theatres Program</i> \$750,000 00 2002	501c(3)	\$0	\$203,334	\$0	Not applicable
Steppenwolf Theatre Company 758 W North Avenue, 4th Floor Chicago, IL 60610 <i>Leading National Theatres Program</i> \$700,000 00 2004	501c(3)	\$0	\$0	\$325,000	Not applicable
Theatre Communications Group, Inc. 520 8th Avenue, 24th Floor New York, NY 10018-4156 <i>Conversations in the Field II</i> \$20,000 00 2006	501c(3)	\$20,000	\$20,000	\$0	Not applicable
Theatre Communications Group, Inc. 520 8th Avenue, 24th Floor New York, NY 10018-4156 <i>New Generations Program</i> \$2,000,000 00 2006	501c(3)	\$2,000,000	\$1,750,000	\$250,000	Not applicable
Theatre de la Jeune Lune 105 North 1st St Minneapolis, MN 55401 <i>Leading National Ensemble Theatres Program</i> \$50,000 00 2006	501c(3)	\$0	\$25,000	\$25,000	Not applicable
University Musical Society 881 North University Ave Ann Arbor, MI 48109 <i>Leading College and University Presenters Program</i> \$750,000 00 2006	501c(3)	\$0	\$250,000	\$500,000	Not applicable
University of California, Los Angeles Los Angeles, CA 90095 <i>Matching endowment for performing arts</i> \$2,054,858 43 2001	501c(3)	\$0	\$500,000	\$0	Not applicable
Board of Trustees of the University of Illinois Urbana, IL 61801 <i>Leading College and University Presenters Program</i> \$1,125,000 00 2006	501c(3)	\$0	\$375,000	\$750,000	Not applicable
University of Maryland College Park Foundation, Inc	501c(3)	\$0	\$375,000	\$750,000	Not applicable

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
College Park, MD 20742 <i>Leading College and University Presenters Program</i> \$1,125,000 00 2006					
University of Rochester Eastman School of Music Rochester, NY 14642 <i>Talented Students in the Arts Initiative</i> \$760,000 00 2002	501c(3)	\$0	\$255,000	\$0	Not applicable
Wooster Group, Inc., The PO Box 654, Canal Street Station New York, NY 10013 <i>Leading National Ensemble Theatres Program</i> \$50,000 00 2006	501c(3)	\$0	\$25,000	\$25,000	Not applicable
Total Arts		\$10,858,500	\$16,298,584	\$13,978,984	
CHILD ABUSE PREVENTION					
American Academy of Pediatrics 141 Northwest Point Blvd Elk Grove Village, IL 60007 <i>Practicing Safety Phase II</i> \$412,000 00 2006	501c(3)	\$412,000	\$412,000	\$0	Not applicable
National Fdn for the Centers for Disease Control 50 Hurt Plaza, Suite 765 Atlanta, GA 30303 <i>Innovative Uses of Technology in Existing Child Abuse Prevention Programs</i> \$3,034,885 00 2005	501c(3)	\$0	\$1,000,000	\$605,885	Not applicable
Center for the Study of Social Policy 1575 Eye Street NW, Suite 500 Washington, DC 20005 <i>Strengthening Families Initiative</i> \$1,306,000 00 2004	501c(3)	\$0	\$216,447	\$0	Not applicable
Civil Society Institute, Inc. 42 Glen Ave Newton Centre, MA 02459 <i>To Increase Awareness and Use of the Strengthening Families Strategy through the BUILD Initiative</i> \$50,000 00 2006	501c(3)	\$50,000	\$50,000	\$0	Not applicable
Erikson Institute 420 N Wabash Avenue Chicago, IL 60611 <i>Fussy Baby Network</i> \$1,156,728 00 2006	501c(3)	\$1,156,728	\$578,364	\$578,364	Not applicable
Grantmakers for Children, Youth and Families 8757 Georgia Avenue, Suite 540 Silver Spring, MD 20910 <i>Support for the Early Childhood Funders Collaborative</i> \$3,500 00 2006	501c(3)	\$3,500	\$3,500	\$0	Not applicable
Michigan Children's Trust Fund 235 S Grand Avenue, Suite 1411 Lansing, MI 48909 <i>Early Childhood Initiative</i> \$1,248,260 00 2005	501c(3)	\$0	\$370,000	\$128,260	Not applicable
National Association for the Education of Young Children 1313 L St NW	501c(3)	\$0	\$167,361	\$0	Not applicable

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
Washington, DC 20005 <i>Capacity Building and Leadership in the Early Childhood Community</i> \$961,000 00 2004					
New York State Office of Children & Family Services 501c(3) 52 Washington St Rensselaer, NY 12144 <i>Understanding the prevention of abuse and neglect</i> \$639,563 00 2006		\$639,563	\$400,000	\$239,563	Not applicable
Nurse Family Partnership 501c(3) 1900 Grant Street, Suite 750 Denver, CO 80203-4307 <i>Expansion of Nurse-Family Partnership</i> \$978,000 00 2004		\$0	\$228,000	\$0	Not applicable
Trustees of Princeton University 501c(3) Princeton, NJ 08544 <i>Support for The Future of Children Journal</i> \$793,390 00 2003		\$0	\$393,390	\$0	Not applicable
Research Foundation of the City University of New Y 501c(3) 230 West 41st St New York, NY 10036 <i>Research on Intergenerational Transmission of Neglect and Abuse</i> \$1,843,884 00 2005		\$0	\$343,884	\$1,200,000	Not applicable
Regents of the University of Minnesota 115 450 McNamara Alumni Center 200 Oak Street SE Minneapolis, MN 55455 <i>Preventing Child Maltreatment through Early Education Intervention</i> \$873,037 00 2003		\$0	\$273,037	\$0	Not applicable
University of Washington 501c(3) Seattle, WA <i>PURPLE CRYING Program to Prevent Shaken Baby Syndrome</i> \$1,200,000 00 2004		\$0	\$166,584	\$0	Not applicable
Zero to Three: National Center for Infants, Toddlers and Families 501c(3) 2000 M Street NW, Suite 200 Washington, DC 20037 <i>State Partnerships for Prevention</i> \$1,504,860 00 2006		\$1,504,860	\$1,004,860	\$500,000	Not applicable
Total Child Abuse Prevention		\$3,766,651	\$5,607,427	\$3,252,072	
ENVIRONMENT					
America's Wildlife Association for Resources Educati 501c(3) 444 North Capitol Street NW, Suite 725 Washington, DC 20001 <i>State comprehensive wildlife conservation strategies implementation campaign</i> \$600,000 00 2004		\$0	\$158,000	\$0	Not applicable
Conservation Fund 501c(3) 1655 N Fort Myer Drive, Suite 1300 Arlington, VA 22209-2156 <i>Implementing State Wildlife Action Plans in GA, NC, & TN</i> \$7,500,000 00 2006		\$7,500,000	\$6,850,000	\$650,000	Not applicable
Conservation Resources, Inc. 501c(3) 100 North Road, Suite 2, PO Box 594 Chester, NJ 07930		\$1,051,318	\$690,000	\$361,318	Not applicable

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<i>RPWHP Grasslands Plan Implementation</i>					
\$1,051,318 00					
2006					
Consultative Group on Biological Diversity Presidio Building 1016 PO Box 29361 San Francisco, CA 94129-0361 <i>Operational Support</i>	501c(3)	\$15,000	\$15,000	\$0	Not applicable
\$15,000 00					
2006					
Defenders of Wildlife 1130 Seventeenth Street NW Washington, DC 20036-4604 <i>To assist states in developing and implementing wildlife conservation strategies</i>	501c(3)	\$0	\$119,000	\$0	Not applicable
\$375,000 00					
2004					
Defenders of Wildlife 1130 Seventeenth Street NW Washington, DC 20036-4604 <i>Aligning Policies with State Wildlife Strategies</i>	501c(3)	\$0	\$143,000	\$0	Not applicable
\$450,000 00					
2004					
Environmental Defense, Incorporated 257 Park Avenue South, 16th Floor New York, NY 10010 <i>Center for Conservation Incentives</i>	501c(3)	\$0	\$1,000,000	\$500,000	Not applicable
\$5,000,000 00					
2002					
Environmental Law Institute 2000 L Street NW, Suite 620 Washington, DC 20036 <i>Leveraging Wildlife planning to Protect Biological Heritage in the US</i>	501c(3)	\$0	\$146,000	\$0	Not applicable
\$450,000 00					
2004					
President and Fellows of Harvard College Boston, MA <i>Assessment of Conservation Finance Intermediaries</i>	501c(3)	\$49,500	\$49,500	\$0	Not applicable
\$49,500 00					
2006					
Land Trust Alliance, Inc. 1660 L Street NW, Suite 1100 Washington, DC 20036 <i>Protecting the future of private land conservation in America</i>	501c(3)	\$0	\$300,000	\$0	Not applicable
\$1,000,000 00					
2004					
National Council for Science and the Environment 1707 H Street NW Suite 200 Washington, DC 20006 <i>Wildlife Habitat Policy Research Program</i>	501c(3)	\$0	\$1,055,527	\$1,338,334	Not applicable
\$3,338,334 00					
2005					
National Fish and Wildlife Foundation 1120 Connecticut Avenue NW, Suite 900 Washington, DC 20036 <i>To assist states in developing and implementing wildlife conservation strategies</i>	501c(3)	\$0	\$500,000	\$0	Not applicable
\$1,500,000 00					
2004					
National Wildlife Federation 11100 Wildlife Center Drive Reston, VA 20190 <i>Implementing comprehensive state wildlife strategies</i>	501c(3)	\$0	\$301,354	\$307,596	Not applicable
\$904,248 00					
2005					
National Wildlife Federation	501c(3)	\$50,000	\$50,000	\$0	Not applicable

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11100 Wildlife Center Drive Reston, VA 20190 <i>Informing transportation projects with state wildlife action plans</i> \$50,000 00 2006					
Nature Conservancy, Inc. 4245 North Fairfax Drive, Suite 100 Arlington, VA 22203-1606 <i>Researching public funding for SWAP strategy implementation</i> \$3,999,642 00 2005	501c(3)	\$0	\$1,064,870	\$1,743,141	Not applicable
Nature Conservancy, Inc. 4245 North Fairfax Drive, Suite 100 Arlington, VA 22203-1606 <i>To Protect the Quicksand Pond Conservation Area</i> \$100,000 00 2006	501c(3)	\$100,000	\$100,000	\$0	Not applicable
NatureServe 1101 Wilson Boulevard, 15th Floor Arlington, VA 22209 <i>Provide technical support for implementation of state wildlife strategies</i> \$342,000 00 2004	501c(3)	\$0	\$98,000	\$0	Not applicable
NatureServe 1101 Wilson Boulevard, 15th Floor Arlington, VA 22209 <i>Dissemination of the Vista Conservation planning system</i> \$450,000 00 2004	501c(3)	\$0	\$100,000	\$0	Not applicable
NatureServe 1101 Wilson Boulevard, 15th Floor Arlington, VA 22209 <i>Understanding the Role of Plants in State Wildlife Action Plans</i> \$50,000 00 2006	501c(3)	\$50,000	\$50,000	\$0	Not applicable
Rockefeller Family Fund Inc. 437 Madison Avenue New York, NY 10022-7001 <i>Environmental Grantmakers Association membership and fall retreat</i> \$16,900 00 2006	501c(3)	\$16,900	\$16,900	\$0	Not applicable
Theodore Roosevelt Conservation Partnership 555 11th Street NW, 6th Floor Washington, DC 20004 <i>Educating the public about state wildlife planning process</i> \$300,000 00 2004	501c(3)	\$0	\$100,000	\$0	Not applicable
Wildlife Conservation Society 2300 Southern Boulevard Bronx, NY 10460 <i>State Wildlife Action Plans Opportunities Fund</i> \$2,607,221 00 2006	501c(3)	\$2,607,221	\$2,185,000	\$422,221	Not applicable
Woodrow Wilson National Fellowship Foundation 5 Vaughn Drive, Suite 300 Princeton, NJ 08540 <i>Doris Duke Conservation Fellows Program</i> \$3,717,482 00 2005	501c(3)	\$0	\$1,329,661	\$1,369,416	Not applicable
Total Environment		\$11,439,939	\$16,421,812	\$6,692,026	
MEDICAL RESEARCH					
Baylor College of Medicine Houston, TX 77030 <i>Decentralization of Pediatric HIV care and Treatment in Kampala Uganda</i> \$190,000 00	501c(3)	\$0	\$142,500	\$47,500	Not applicable

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2006 Baylor College of Medicine Houston, TX 77030 <i>Chimeric T cells for Chronic Lymphocytic Leukemia</i> \$405,000 00	501c(3)	\$0	\$270,000	\$135,000	Not applicable
2006 Baystate Medical Center Springfield, MA 01199 <i>VTE Prophylaxis in Medical Patients</i> \$405,000 00	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
2006 Trustees of Boston University 715 Albany Street Boston, MA 02118 <i>HIV/AIDS in South Africa</i> \$200,000 00	501c(3)	\$0	\$150,000	\$50,000	Not applicable
2006 Brigham & Women's Hospital 75 Francis Street Boston, MA 02115 <i>Black Women's Health Study and Cardiovascular Risk</i> \$405,000 00	501c(3)	\$0	\$0	\$135,000	Not applicable
2005 Brigham & Women's Hospital 75 Francis Street Boston, MA 02115 <i>Selection of HIV-1 variants during transmission</i> \$405,000 00	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
2006 Brigham & Women's Hospital 75 Francis Street Boston, MA 02115 <i>Role of Rho/Rho kinase in human atherosclerosis</i> \$405,000 00	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
2006 Brigham & Women's Hospital 75 Francis Street Boston, MA 02115 <i>Meeting to Help Set Priorities for HIV/AIDS Operations and research in Developing Countries</i> \$38,400 00	501c(3)	\$38,400	\$38,400	\$0	Not applicable
2006 Children's Hospital Medical Center 3333 Burnet Avenue Cincinnati, OH 45229 <i>Mechanisms of altered lymphocyte cytotoxicity</i> \$405,000 00	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
2006 Trustees of Columbia University 630 W 168th Street New York, NY 10032 <i>Therapeutic Options for Women Exposed to Single Dose Nevirapine</i> \$200,000 00	501c(3)	\$0	\$0	\$50,000	DDCF President, Joan Spero is a Trustee of Columbia Univ
2005 Dana-Farber Cancer Institute 44 Binney Street Boston, MA 02115 <i>Novel strategies for treatment and prevention of melanoma</i> \$1,500,000 00	501c(3)	\$0	\$0	\$500,000	Not applicable
2004 Dana-Farber Cancer Institute 44 Binney Street Boston, MA 02115 <i>JAK-STAT signaling in Myeloproliferative Disorders</i> \$405,000 00	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
2006 Dana-Farber Cancer Institute	501c(3)	\$0	\$270,000	\$135,000	Not applicable

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44 Binney Street Boston, MA 02115 <i>Genetic determinants of prostate cancer aggressiveness</i> \$405,000 00 2006					
Dana-Farber Cancer Institute 44 Binney Street Boston, MA 02115 <i>Translational Studies Based on Tumor Suppressor Proteins</i> \$1,500,000 00 2006	501c(3)	\$0	\$1,000,000	\$500,000	Not applicable
DDCF Medical Research Program <i>Operations Research on AIDS Care & Treatment in Africa Awards</i> \$2,000,000 00 2005		\$0	\$0	\$47,500	Not applicable
DDCF Medical Research Program <i>Distinguished Clinical Scientist Development Awards - 2006</i> \$7,500,000 00 2005		\$0	\$0	\$0	Not applicable
DDCF Medical Research Program <i>Clinical Scientist Development Award, 2006</i> \$4,860,000 00 2005		\$0	\$0	\$0	Not applicable
DDCF Medical Research Program <i>Clinical Scientist Development Awards - 2006</i> \$5,670,000 00 2006		\$1,215,000	\$0	\$1,215,000	Not applicable
DDCF Medical Research Program <i>Clinical Scientist Development Awards - 2007</i> 2006		\$5,670,000	\$0	\$5,670,000	Not applicable
DDCF Medical Research Program <i>Operations Research for AIDS Care and Treatment in Africa Awards - 2007</i> 2006		\$2,000,000	\$0	\$2,000,000	Not applicable
Elizabeth Glaser Pediatric AIDS Foundation 2950 31st Street, Suite 125 Santa Monica, CA 90405 <i>Establishing the cost-effectiveness of antiretroviral treatment models</i> \$200,000 00 2005	501c(3)	\$0	\$0	\$50,000	Not applicable
Family Health International 2224 E NC Hwy 54 Durham, NC 27713 <i>ORACTA Network</i> \$450,000 00 2006	501c(3)	\$450,000	\$225,000	\$225,000	Not applicable
Foundation for the National Institutes of Health 1 Cloister Court, Ste 152 Bethesda, MD 20814 <i>Fourth Annual Clinical Investigator Student Trainee Forum</i> \$13,500 00 2006	501c(3)	\$13,500	\$13,500	\$0	Not applicable
Friends of King's College London Association, Inc. 78 Ryders Lane East Brunswick, NJ 08816 <i>Epidemiology and Immunogenetics of Immune Reconstitution Inflammatory Syndrome</i> \$85,000 00 2006	501c(3)	\$85,000	\$85,000	\$0	Not applicable
Fund for Public Health in New York 291 Broadway fl 17 New York, NY 10007 <i>General support</i> \$1,500 00 2006	501c(3)	\$1,500	\$1,500	\$0	Not applicable
Funders Concerned About AIDS 50 East 42nd Street, 19th Floor	501c(3)	\$2,000	\$2,000	\$0	Not applicable

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
New York, NY 10017 Membership \$2,000 00 2006					
Global Health Council 20 Palmer Court White River Junction, VT 05001 Membership \$3,000 00 2006	501c(3)	\$3,000	\$3,000	\$0	Not applicable
Grantmakers in Health 1100 Connecticut Ave NW, Suite 1200 Washington, DC 20036 Membership \$5,500 00 2006	501c(3)	\$5,500	\$5,500	\$0	Not applicable
President and Fellows of Harvard College Boston, MA Third International HIV/AIDS Workshop on ART Roll-out \$29,100 00 2006	501c(3)	\$29,100	\$29,100	\$0	Not applicable
Health Alliance International 1107 NE 45th St., Suite 4278 Seattle, WA 98105 HAART Delivery Models A Quasi-Experimental Study \$200,000 00 2005	501c(3)	\$0	\$0	\$50,000	Not applicable
Health Research Alliance Inc. 21 T W Alexander Dr Research Triangle Park, NC 27709 Membership and conference \$10,000 00 2006	501c(3)	\$10,000	\$10,000	\$0	Not applicable
Trustees of Indiana University Indianapolis, IN 46634 Extending HIV Care Beyond the Rural Health Center \$200,000 00 2005	501c(3)	\$0	\$0	\$50,000	Not applicable
Cornell University New York, NY VEGFR1 as a novel predictor of metastasis \$405,000 00 2006	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
Cornell University New York, NY DE-MRI Tissue Specific Detection of Post MI Thrombi \$405,000 00 2006	501c(3)	\$0	\$270,000	\$135,000	Not applicable
Johns Hopkins University Baltimore, MD 21205 Development of the first test for common cancer risk in the general population \$2,250,000 00 2005	501c(3)	\$0	\$0	\$900,000	Not applicable
Johns Hopkins University Baltimore, MD 21205 Prevention of TB mortality & HIV related hospitalization \$200,000 00 2005	501c(3)	\$0	\$150,000	\$50,000	Not applicable
Johns Hopkins University Baltimore, MD 21205 Pharmacological Modulation of Fetal Hemoglobin \$405,000 00 2005	501c(3)	\$0	\$0	\$135,000	Not applicable
Johns Hopkins University Baltimore, MD 21205 Cerebral Blood Flow in Sickle Cell Disease	501c(3)	\$0	\$0	\$135,000	Not applicable

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
\$405,000 00 2005 Johns Hopkins University Baltimore, MD 21205 <i>Do peer counselors promote adherence to ARVs?</i>	501c(3)	\$0	\$150,000	\$50,000	Not applicable
\$200,000 00 2006 Johns Hopkins University Baltimore, MD 21205 <i>AIDS Care Research in Africa (ACRIA) small grants program</i>	501c(3)	\$28,000	\$28,000	\$0	Not applicable
\$28,000 00 2006 Johns Hopkins University Baltimore, MD 21205 <i>Bench to bedside training in HIV therapeutics</i>	501c(3)	\$200,000	\$200,000	\$0	Not applicable
\$200,000 00 2006 General Hospital Corporation 55 Fruit Street Boston, MA 02114 <i>Tumor Suppressor Genes in Acute Myeloid Leukemia</i>	501c(3)	\$0	\$0	\$0	Not applicable
\$454,000 00 2000 General Hospital Corporation 55 Fruit Street Boston, MA 02114 <i>Clinical Application of Molecular Imaging to Oncology</i>	501c(3)	\$0	\$0	\$900,000	Not applicable
\$2,250,000 00 2005 General Hospital Corporation 55 Fruit Street Boston, MA 02114 <i>Impact and Value of Routine HIV Testing in South Africa</i>	501c(3)	\$0	\$0	\$135,000	Not applicable
\$405,000 00 2005 General Hospital Corporation 55 Fruit Street Boston, MA 02114 <i>Tissue-specific protective immunity against HIV-1</i>	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
\$405,000 00 2006 General Hospital Corporation 55 Fruit Street Boston, MA 02114 <i>Genetic determinants of QT interval, Sudden Death</i>	501c(3)	\$0	\$270,000	\$135,000	Not applicable
\$405,000 00 2006 General Hospital Corporation 55 Fruit Street Boston, MA 02114 <i>Capacitating Clinical Research in Africa</i>	501c(3)	\$200,000	\$200,000	\$0	Not applicable
\$200,000 00 2006 Massachusetts Institute of Technology 77 Massachusetts Avenue, Cambridge, Ma 02139 <i>Osteoprotegerin Pathway Biomarkers, Genes, & CVD</i>	501c(3)	\$0	\$0	\$135,000	Not applicable
\$405,000 00 2005 Massachusetts Institute of Technology 77 Massachusetts Avenue, Cambridge, Ma 02139 <i>Discovery and clinical application type 2 diabetes genes</i>	501c(3)	\$0	\$1,000,000	\$500,000	Not applicable
\$1,500,000 00 2006 Mayo Clinic Rochester 200 First Street SW Rochester, MN 55905 <i>Clinical Proteomics and Protein Therapeutics in Human</i>	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
\$405,000 00					

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
2006 Memorial Sloan-Kettering Cancer Center 1275 York Avenue New York, NY 10021 <i>Acquired Resistance to Targeted Therapy in Lung Cancer</i> \$405,000 00	501c(3)	\$0	\$0	\$135,000	Not applicable
2005 Michigan State University East Lansing, MI <i>ART Adherence Among People in Rural Zambian Clinics</i> \$200,000 00	501c(3)	\$0	\$0	\$50,000	Not applicable
2005 New York University 462 First Avenue New York, NY 10016 <i>Research on Viral Disconnect Phenomenon</i> \$432,000 00	501c(3)	\$0	\$0	\$0	Not applicable
2001 New York University 462 First Avenue New York, NY 10016 <i>Study of Women with ACS and Non-obstructive CAD (SWAN)</i> \$405,000 00	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
2006 Northwestern University 710 North Lake Shore Drive Chicago, IL 60611 <i>Directly observed, community-based treatment in Nigeria</i> \$200,000 00	501c(3)	\$0	\$0	\$50,000	Not applicable
2005 Board of Trustees of Stanford University Stanford, CA 94305 <i>Regulatory T cells in Bone Marrow Transplantation</i> \$1,500,000 00	501c(3)	\$0	\$0	\$500,000	Not applicable
2004 Board of Trustees of Stanford University Stanford, CA 94305 <i>Molecular Imaging of Cancer with a Voltage Sensor</i> \$1,500,000 00	501c(3)	\$0	\$0	\$500,000	Not applicable
2004 Board of Trustees of Stanford University Stanford, CA 94305 <i>Lecture series on principles and practice of drug development</i> \$20,000 00	501c(3)	\$20,000	\$20,000	\$0	Not applicable
2006 Board of Trustees of Stanford University Stanford, CA 94305 <i>Peptide Targeted Imaging of Esophageal Dysplasia</i> \$405,000 00	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
2006 Board of Trustees of Stanford University Stanford, CA 94305 <i>Microbial ecology of the human intestinal tract</i> \$1,500,000 00	501c(3)	\$0	\$0	\$1,500,000	Not applicable
2006 Tides Center 1320 18th Street NW Washington, DC 20036 <i>Membership in the Africa Grantmakers' Affinity Group</i> \$2,000 00	501c(3)	\$2,000	\$2,000	\$0	Not applicable
2006 Trustees of Columbia University New York, NY <i>An enhanced adherence support program for HAART</i> \$192,000 00	501c(3)	\$0	\$144,000	\$48,000	DDCF President, Joan Spero is a Trustee of Columbia Univ
2005					

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
Trustees of Columbia University New York, NY <i>Identifying optimal HIV care approaches in Africa</i> \$200,000 00 2006	501c(3)	\$0	\$150,000	\$50,000	DDCF President, Joan Spero is a Trustee of Columbia Univ
Trustees of Columbia University New York, NY <i>Pilot International CRF Program</i> \$130,000 00 2006	501c(3)	\$130,000	\$130,000	\$0	DDCF President, Joan Spero is a Trustee of Columbia Univ
Trustees of Tufts College Boston, MA <i>Improve HAART Adherence in a ARV Treatment Program</i> \$200,000 00 2005	501c(3)	\$0	\$0	\$50,000	Not applicable
Board of Trustees of University of Alabama, Birmingham Birmingham, AL 35233 <i>Evaluation of Antiretroviral Therapy Impact in Zambia</i> \$200,000 00 2005	501c(3)	\$0	\$0	\$50,000	Not applicable
University of California, Los Angeles Los Angeles, CA 90095 <i>Coronary disease. race, prevention and treatment</i> \$405,000 00 2006	501c(3)	\$0	\$270,000	\$135,000	Not applicable
Regents of the University of California Irvine, CA 92697 <i>A Mitochondrial Basis for Metabolic Syndrome</i> \$2,250,000 00 2005	501c(3)	\$0	\$0	\$900,000	Not applicable
Regents of the University of California 9500 Gilman Drive La Jolla, CA <i>An Integrated Program of Needle Exchange</i> \$405,000 00 2006	501c(3)	\$405,000	\$270,000	\$135,000	Not applicable
Regents of the University of California 9500 Gilman Drive La Jolla, CA <i>Regional Reentry in Atrial Fibrillation</i> \$405,000 00 2006	501c(3)	\$0	\$270,000	\$135,000	Not applicable
Regents of the University of California San Francisco, CA 94118 <i>Genomics-based Approaches to New Pathogen Discovery in Chronic Human Diseases</i> \$1,943,649 00 2003	501c(3)	\$0	\$872,530	\$0	Not applicable
Regents of the University of California San Francisco, CA 94118 <i>Translational studies of antimalarial drug resistance</i> \$1,500,000 00 2004	501c(3)	\$0	\$500,000	\$0	Not applicable
Regents of the University of California San Francisco, CA 94118 <i>Impact of ART on Sexual Behaviors in Ksumu, Kenya</i> \$200,000 00 2005	501c(3)	\$0	\$0	\$50,000	Not applicable
Regents of the University of California San Francisco, CA 94118 <i>Perfecting Targeted Therapy for Human Malignancies</i> \$405,000 00 2005	501c(3)	\$0	\$270,000	\$135,000	Not applicable
Regents of the University of California San Francisco, CA 94118	501c(3)	\$0	\$270,000	\$135,000	Not applicable

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
<i>Interactions between HIV and malaria in African Children</i> \$405,000 00 2006					
Regents of the University of California San Francisco, CA 94118 <i>Pilot International CRF Program</i> \$130,000 00 2006	501c(3)	\$130,000	\$130,000	\$0	Not applicable
University of Cape Town Fund, Inc. c/o Wachtell, Lipton, Rosen & Katz New York, NY 10019 <i>Expansion of training program for health care workers</i> \$312,428 00 2004	501c(3)	\$0	\$72,750	\$0	Not applicable
University of Cape Town Fund, Inc. c/o Wachtell, Lipton, Rosen & Katz New York, NY 10019 <i>Models of Care for Antiretroviral Service Delivery</i> \$200,000 00 2005	501c(3)	\$0	\$150,000	\$50,000	Not applicable
University of Cape Town Fund, Inc. c/o Wachtell, Lipton, Rosen & Katz New York, NY 10019 <i>Cost-Effectiveness of Public-Private Partnerships</i> \$170,500 00 2005	501c(3)	\$0	\$128,000	\$42,500	Not applicable
University of Cape Town Fund, Inc. c/o Wachtell, Lipton, Rosen & Katz New York, NY 10019 <i>Pharmacy Based Monitoring of ART Programs</i> \$200,000 00 2005	501c(3)	\$0	\$150,000	\$50,000	Not applicable
University of Chicago Chicago, IL 60637 <i>The Role of BRCA1 Methylation in Basal-like Breast Cancer</i> \$405,000 00 2006	501c(3)	\$0	\$270,000	\$135,000	Not applicable
University of Chicago Chicago, IL 60637 <i>Novel Therapeutics in Pulmonary Hypertension</i> \$405,000 00 2006	501c(3)	\$0	\$270,000	\$135,000	Not applicable
University of Chicago Chicago, IL 60637 <i>Epigenetics and Genetics of Heart Failure</i> \$1,500,000 00 2006	501c(3)	\$1,500,000	\$1,000,000	\$500,000	Not applicable
University of Chicago Chicago, IL 60637 <i>Translational Research Career Development Program</i> \$200,000 00 2006	501c(3)	\$200,000	\$200,000	\$0	Not applicable
University of Maryland, Baltimore Baltimore, MD 21201 <i>Peer Educators Impact on HIV Medication Adherence</i> \$200,000 00 2005	170(c)	\$0	\$0	\$50,000	Not applicable
University of Maryland, Baltimore Baltimore, MD 21201 <i>Genetic Diversity and Malaria Vaccine Efficacy</i> \$1,500,000 00 2006	170(c)	\$1,500,000	\$1,000,000	\$500,000	Not applicable
University of Miami Miami, FL 33136 <i>Therapies for Hormone Resistant Breast Cancer</i> \$1,500,000 00 2006	501c(3)	\$0	\$1,000,000	\$500,000	Not applicable
Regents of the University of Michigan \$1,500,000 00 2006	501c(3)	\$0	\$0	\$135,000	Not applicable

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

Recipient and/or Purpose	Tax Status	APPROVALS 2006	Amount Paid 2006	APPROVED FOR FUTURE PAYMENT	IF RECIPIENT IS AN INDIVIDUAL, SHOW ANY RELATIONSHIP TO ANY FOUNDATION MANAGER OR SUBSTANTIAL CONTRIBUTOR
Ann Arbor, MI 48109-1115 <i>Immuno-modulation by Histone Deacetylase Inhibitors</i> \$405,000 00 2005					
Regents of the University of Michigan Ann Arbor, MI 48109-1115 <i>New treatment options for childhood genetic kidney diseases</i> \$1,500,000 00 2006	501c(3)	\$0	\$1,000,000	\$500,000	Not applicable
University of North Carolina at Chapel Hill Chapel Hill, NC 27599 <i>Research on Renal Cell Carcinoma</i> \$405,000 00 2006	501c(3)	\$0	\$270,000	\$135,000	Not applicable
Trustees of the University of Pennsylvania Philadelphia, PA 19104-6082 <i>Adherence Based Viral Load Triage in Botswana</i> \$200,000 00 2005	501c(3)	\$0	\$0	\$50,000	Not applicable
University of Pittsburgh Pittsburgh, PA 15260 <i>Identification of the Genetic Determinants of ARVD</i> \$405,000 00 2006	501c(3)	\$0	\$270,000	\$135,000	Not applicable
University of Washington Seattle, WA <i>HHV-8 Replication and Progression to Malignancy in Africa</i> \$405,000 00 2005	501c(3)	\$0	\$0	\$135,000	Not applicable
University of Washington Seattle, WA <i>K7 A Gene for Hodgkin's Lymphoma Predisposition</i> \$405,000 00 2005	501c(3)	\$0	\$0	\$135,000	Not applicable
Vanderbilt University 2201 West End Ave Nashville, TN 37235 <i>Monitoring and manipulating Hh signaling in gliomas</i> \$405,000 00 2006	501c(3)	\$0	\$270,000	\$135,000	Not applicable
Washington University St Louis, MO 63110 <i>Cognition in Children with Sickle Cell Anemia</i> \$405,000 00 2005	501c(3)	\$0	\$0	\$135,000	Not applicable
Yale University New Haven, CT 06511 <i>Pilot International CRF Program</i> \$130,000 00 2006	501c(3)	\$130,000	\$130,000	\$0	Not applicable
Total Medical Research		\$18,018,000	\$16,692,780	\$23,435,500	
STRATEGY AND PLANNING					
Brookings Institution 1775 Massachusetts Ave NW Washington, DC 20036 <i>Arts and Cultural Leaders Seminar at 2006 US-Islamic World Forum</i> \$15,000 00 2006	501c(3)	\$15,000	\$15,000	\$0	DDCF President, Joan Spero is Director Emeritus of Brookings Institution
Center for Effective Philanthropy 675 Massachusetts Ave , 7th fl Cambridge, MA 02139 <i>General operating support</i> \$16,500 00 2006	501c(3)	\$16,500	\$16,500	\$0	Not applicable

PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

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Council on Foundations, Inc. 1828 L Street NW Washington, DC 20036-5168 <i>Membership for 2006</i> \$45,000 00 2006	501c(3)	\$45,000	\$45,000	\$0	Not applicable
Foundation Center 79 Fifth Avenue New York, NY 10003 <i>General operating support for 2006</i> \$25,000 00 2006	501c(3)	\$25,000	\$25,000	\$0	Not applicable
Grantmakers for Effective Organizations 1413 K Street NW, 2nd floor Washington, DC 20005 <i>Membership for 2006-07</i> \$8,000 00 2006	501c(3)	\$8,000	\$8,000	\$0	Not applicable
Independent Sector 1200 18th Street NW Suite 200 Washington, DC 20036 <i>Membership 2006</i> \$12,500 00 2006	501c(3)	\$12,500	\$12,500	\$0	Not applicable
New York Regional Association of Grantmakers 79 Fifth Avenue, Fourth Floor New York, NY 10003-3076 <i>Membership for 2007</i> \$16,000 00 2006	501c(3)	\$16,000	\$16,000	\$0	Not applicable
Nonprofit Coordinating Committee of New York 1350 Broadway New York, NY 10018 <i>Membership 2006</i> \$2,500 00 2006	501c(3)	\$2,500	\$2,500	\$0	Not applicable
Tides Foundation PO Box 29903 San Francisco, CA 94129-0903 <i>Support activities of the Technology Affinity Group</i> \$5,000 00 2006	501c(3)	\$5,000	\$5,000	\$0	Not applicable
Total Strategy and Planning		\$145,500	\$145,500	\$0	
Grand Total		\$44,228,590	\$55,166,103	\$47,358,582	

DORIS DUKE CHARITABLE FOUNDATION
 INVESTMENT SUMMARY AS OF 12/31/06
 INCOME STATEMENT ACCOUNTS

13-7043679

	DESCRIPTION	TAXABLE GAIN/(LOSS)
1	33-BGI US DEBT INDEX FUND	(337)
2	85-NTGI GOVERNMENT BOND FUND	129
3	65-BAIN CAPITAL FUND VIII LP	20,998
4	73-CHILDREN'S INVESTMENT FND	1125
5	93-NTGI RUSSELL 2000 INDX FN	(790,653)
6	40-COMMONFUND CAP VP VI LP	127,673
7	38-CHILTON INT'L LTD CLASS A	189,206
8	70-PORTFOLIO ADVISORS	193,739
9	76-SANKATY CREDIT OPP II LP	503,486
10	99-NTGI Structured Small Cap	2,119,862
11	39-COMMONFUND CAP PE V LP	662,426
12	43-HARBOUR VEST IPEP I LP	1,253,417
13	86-NTGI EAFE INDEX FUND	(10,514,067)
14	62-BLACK ROCK CORE BOND FUND	(1,059,351)
15	84-NTGI S&P 500 Ex-Tobacco	1,896,604
16	55-STD PAC CAP OFFSHORE FUND	4,656,773
17	57-WALTER SCOTT & PARTNERS	4,327,755
18	58-WESTPORT ASSET MANAGEMENT	4,789,976
19	64-PIMCO REAL RETURN	226,426
20	50-OCH-ZIFF OFFSEAS FUND	8,212,440
21	44-HEITMAN REAL ESTATE SECUR	2,991,243
22	97-NTGI S&P 500 Enhanced	2,753,340
23	60-M A WEATHERBIE & CO INC	6,414,473
24	63-PIMCO COREPLUS BOND FUND	(23,891)
25	53-FORSTMANNLEFF	12,083,477
26	36-CAPITAL GUARDIAN GLOBAL E	6,166,658
27	100-BRANDES INVESTMENT PTRS	8,483,094
28	37-CAP.INT'L EMG.MKTS.GROWTH	27,519,044
29	42-GMO EMG MARKETS FUND III	28,996,403
30	34-BRANDES INVESTMENT PTRS	54,333,960
	TOTAL	<u>166,535,428</u>

Underpayment of Estimated Tax by Corporations

OMB No 1545-0142

2006

▶ See separate instructions.
 ▶ Attach to the corporation's tax return.

Name **DORIS DUKE CHARITABLE FOUNDATION** Employer identification number **13-7043679**

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 34 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220

Part I Required Annual Payment

1	Total tax (see instructions)	1	2,115,259.
2 a	Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2 a	
b	Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2 b	
c	Credit for Federal tax paid on fuels (see instructions)	2 c	
d	Total. Add lines 2a through 2c	2 d	
3	Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	2,115,259.
4	Enter the tax shown on the corporation's 2005 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	3,749,403.
5	Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	2,115,259.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation must file Form 2220 even if it does not owe a penalty (see instructions)

<input type="checkbox"/>	The corporation is using the adjusted seasonal installment method
<input type="checkbox"/>	The corporation is using the annualized income installment method
<input checked="" type="checkbox"/>	The corporation is a "large corporation" figuring its first required installment based on the prior year's tax

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (<i>Form 990-PF filers:</i> Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	05/15/2006	06/15/2006	09/15/2006	12/15/2006
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column. Special rules apply to corporations with assets of \$1 billion or more (see instructions)	528,815.	528,815.	528,815.	528,815.
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15 <i>Complete lines 12 through 18 of one column before going to the next column.</i>	1,210,507.	1,010,000.	1,010,000.	1,010,000.
12 Enter amount, if any, from line 18 of the preceding column				
13 Add lines 11 and 12		1,010,000.	1,010,000.	1,010,000.
14 Add amounts on lines 16 and 17 of the preceding column				
15 Subtract line 14 from line 13. If zero or less, enter -0-		1,010,000.	1,010,000.	1,010,000.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-				
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18				
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column				

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed.

For Paperwork Reduction Act Notice, see separate instructions.

Form 2220 (2006)

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions) (<i>Form 990-PF and Form 990-T filers</i> : Use 5th month instead of 3rd month)				
20 Number of days from due date of installment on line 9 to the date shown on line 19.				
21 Number of days on line 20 after 4/15/2006 and before 7/1/2006				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 7\%}{365}$				
23 Number of days on line 20 after 6/30/2006 and before 4/1/2007				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 8\%}{365}$				
25 Number of days on line 20 after 3/31/2007 and before 7/1/2007				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times \%}{365}$				
27 Number of days on line 20 after 6/30/2007 and before 10/1/2007				
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times \%}{365}$				
29 Number of days on line 20 after 9/30/2007 and before 1/1/2008				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{365}$				
31 Number of days on line 20 after 12/31/2007 and before 2/16/2008				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{366}$				
33 Add lines 22, 24, 26, 28, 30, and 32				
34 Penalty. Add columns (a) through (d) of line 33. Enter the total here and on Form 1120, line 33; Form 1120-A, line 29, or the comparable line for other income tax returns				34

*For underpayments paid after March 31, 2007: For lines 26, 28, 30, and 32, use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Certified mail
5/15/07

Form **8868**

(Rev. December 2006)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.

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

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

Section 501(c)(3) corporations required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only

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

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for section 501(c)(3) corporations required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Type or print File by the due date for filing your return. See instructions.	Name of Exempt Organization DORIS DUKE CHARITABLE FOUNDATION	Employer identification number 13-7043679
	Number, street, and room or suite no. If a P.O. box, see instructions 650 FIFTH AVE, 19TH FL	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK NY 10019	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

- The books are in the care of ▶ See attached worksheet

Telephone No. ▶ (908) 243-3615 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a section 501(c)(3) corporation required to file Form 990-T) extension of time until 8/15/2007, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ calendar year 2006 or
▶ tax year beginning and ending

2 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

3 a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	4,471,915
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	4,240,507
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	231,408

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

• If you are filing for an Additional (not automatic) 3-Month Extension, complete only Part II and check this box.

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

• If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (not automatic) 3-Month Extension of Time. You must file original and one copy.

Type or print	Name of Exempt Organization DORIS DUKE CHARITABLE FOUNDATION	Employer identification number 13-7043679
	Number, street, and room or suite no. If a P.O. box, see instructions. 650 FIFTH AVENUE, 19TH FLOOR	For IRS use only
File by the extended due date for filing the return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10019	

Check type of return to be filed (File a separate application for each return):

<input type="checkbox"/> Form 990	<input checked="" type="checkbox"/> Form 990-PF	<input type="checkbox"/> Form 1041-A	<input type="checkbox"/> Form 6069
<input type="checkbox"/> Form 990-BL	<input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust)	<input type="checkbox"/> Form 4720	<input type="checkbox"/> Form 8870
<input type="checkbox"/> Form 990-EZ	<input type="checkbox"/> Form 990-T (trust other than above)	<input type="checkbox"/> Form 5227	

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

• The books are in the care of **EILEEN OBERLANDER**
 Telephone No. **908 243-3619** FAX No. **908 722-3932**

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

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

4 I request an additional 3-month extension of time until **11/15, 20 07**.

5 For calendar year **2006**, or other tax year beginning _____, 20____, and ending _____, 20____.

6 If this tax year is for less than 12 months, check reason: Initial return Final return Change in accounting period

7 State in detail why you need the extension **ADDITIONAL TIME IS REQUESTED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.**

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a \$	N/A
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b \$	
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c \$	N/A

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Margaret A. Bradshaw** Title **CPA/Agent** Date **8/10/07**

Notice to Applicant. (To Be Completed by the IRS)

- We have approved this application. Please attach this form to the organization's return.
- We have not approved this application. However, we have granted a 10-day grace period from the later of the date shown below or the due date of the organization's return (including any prior extensions). This grace period is considered to be a valid extension of time for elections otherwise required to be made on a timely return. Please attach this form to the organization's return.
- We have not approved this application. After considering the reasons stated in item 7, we cannot grant your request for an extension of time to file. We are not granting a 10-day grace period.
- We cannot consider this application because it was filed after the extended due date of the return for which an extension was requested.
- Other _____

Director _____ By _____ Date _____

Alternate Mailing Address. Enter the address if you want the copy of this application for an additional 3-month extension returned to an address different than the one entered above.

Type or print	Name GRANT THORNTON LLP - Bradshaw
	Number and street (include suite, room, or apt. no.) or a P.O. box number 2010 CORPORATE RIDGE, SUITE 400
	City or town, province or state, and country (including postal or ZIP code) MCLEAN, VA 22102