

Form **990**

Return of Organization Exempt From Income Tax

OMB No 1545-0047

2006

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2006 calendar year, or tax year beginning January 29, 2006, and ending February 3, 2007

- B Check if applicable
- Address change
- Name change
- Initial return
- Final return
- Amended return
- Application pending

| | | | |
|---|---|------------|---|
| Please use IRS label or print or type See Specific Instructions | C Name of organization Foot Locker Foundation, Inc. | | D Employer identification number 52-2348625 |
| | Number and street (or P O box if mail is not delivered to street address) | Room/suite | E Telephone number (212) 720-3961 |
| | City or town, state or country, and ZIP + 4 New York, NY 10120 | | F Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) ▶ |

• Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ)

- H and I are not applicable to section 527 organizations
- H(a) Is this a group return for affiliates? Yes No
- H(b) If "Yes," enter number of affiliates ▶ _____
- H(c) Are all affiliates included? Yes No
(If "No," attach a list See instructions)
- H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No

G Website: ▶ _____

J Organization type (check only one) ▶ 501(c) () ◀ (insert no) 4947(a)(1) or 527

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000 A return is not required, but if the organization chooses to file a return, be sure to file a complete return

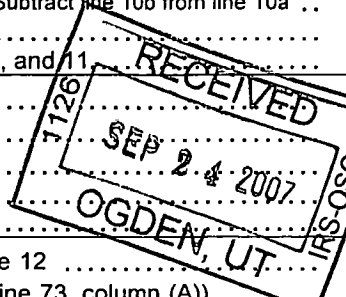
I Group Exemption Number ▶ _____

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 ▶ 1,431,770.

M Check if the organization is not required to attach Sch B (Form 990, 990-EZ, or 990-PF)

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions.)

| | | | | |
|---|--|------------|------------|--|
| Revenue | 1 Contributions, gifts, grants, and similar amounts received: | | | |
| | a Contributions to donor advised funds | 1a | 0. | |
| | b Direct public support (not included on line 1a) | 1b | 1,195,270. | |
| | c Indirect public support (not included on line 1a) | 1c | | |
| | d Government contributions (grants) (not included on line 1a) | 1d | | |
| | e Total (add lines 1a through 1d) (cash \$ _____ noncash \$ _____) | 1e | 1,195,270. | |
| | 2 Program service revenue including government fees and contracts (from Part VII, line 93) | 2 | | |
| | 3 Membership dues and assessments | 3 | | |
| | 4 Interest on savings and temporary cash investments | 4 | | |
| | 5 Dividends and interest from securities | 5 | | |
| | 6a Gross rents | 6a | | |
| | b Less: rental expenses | 6b | | |
| c Net rental income or (loss). Subtract line 6b from line 6a | 6c | 0. | | |
| 7 Other investment income (describe ▶ _____) | 7 | | | |
| 8a Gross amount from sales of assets other than inventory | (A) Securities | | (B) Other | |
| | 8a | | | |
| | b Less: cost or other basis and sales expenses | 8b | | |
| | c Gain or (loss) (attach schedule) | 8c | 0. | |
| d Net gain or (loss). Combine line 8c, columns (A) and (B) | 8d | 0. | | |
| 9 Special events and activities (attach schedule) If any amount is from gaming, check here <input type="checkbox"/> | | | | |
| a Gross revenue (not including \$ 1,002,935. of contributions reported on line 1b) | 9a | 236,500. | | |
| b Less: direct expenses other than fundraising expenses | 9b | 273,633. | | |
| c Net income or (loss) from special events. Subtract line 9b from line 9a | 9c | (37,133.) | | |
| 10a Gross sales of inventory, less returns and allowances | 10a | | | |
| b Less: cost of goods sold | 10b | | | |
| c Gross profit or (loss) from sales of inventory (attach schedule). Subtract line 10b from line 10a | 10c | 0. | | |
| 11 Other revenue (from Part VII, line 103) | 11 | | | |
| 12 Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11 | 12 | 1,158,137. | | |
| Expenses | 13 Program services (from line 44, column (B)) | 13 | 1,088,613. | |
| | 14 Management and general (from line 44, column (C)) | 14 | 0. | |
| | 15 Fundraising (from line 44, column (D)) | 15 | 190,311. | |
| | 16 Payments to affiliates (attach schedule) | 16 | | |
| | 17 Total expenses. Add lines 16 and 44, column (A) | 17 | 1,278,923. | |
| 18 Excess or (deficit) for the year. Subtract line 17 from line 12 | 18 | (120,786.) | | |
| 19 Net assets or fund balances at beginning of year (from line 73, column (A)) | 19 | 643,497. | | |
| 20 Other changes in net assets or fund balances (attach explanation) | 20 | | | |
| 21 Net assets or fund balances at end of year. Combine lines 18, 19, and 20 | 21 | 522,711. | | |



SCANNED 01109 2007

Part II Statement of Functional Expenses All organizations must complete column (A) Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others (See the instructions)

| Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I | | (A) Total | (B) Program services | (C) Management and general | (D) Fundraising |
|--|--|----------------|----------------------|----------------------------|-----------------|
| 22a | Grants paid from donor advised funds (attach schedule) (cash \$ <u>1,088,613</u> noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/> | 22a 1,088,613. | 1,088,613. | | |
| 22b | Other grants and allocations (attach schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/> | 22b | | | |
| 23 | Specific assistance to individuals (attach schedule) | 23 | | | |
| 24 | Benefits paid to or for members (attach schedule) | 24 | | | |
| 25a | Compensation of current officers, directors, key employees, etc listed in Part V-A (attach schedule) | 25a | | | |
| b | Compensation of former officers, directors, key employees, etc listed in Part V-B (attach schedule) | 25b | | | |
| c | Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule) | 25c | | | |
| 26 | Salaries and wages of employees not included on lines 25a, b, and c | 26 | | | |
| 27 | Pension plan contributions not included on lines 25a, b, and c | 27 | | | |
| 28 | Employee benefits not included on lines 25a - 27 | 28 | | | |
| 29 | Payroll taxes | 29 | | | |
| 30 | Professional fundraising fees | 30 11,942. | | | 11,942. |
| 31 | Accounting fees | 31 13,000. | | | 13,000. |
| 32 | Legal fees..... | 32 273. | | | 273. |
| 33 | Supplies | 33 158,076. | | | 158,076. |
| 34 | Telephone | 34 | | | |
| 35 | Postage and shipping..... | 35 | | | |
| 36 | Occupancy..... | 36 | | | |
| 37 | Equipment rental and maintenance | 37 | | | |
| 38 | Printing and publications | 38 | | | |
| 39 | Travel | 39 | | | |
| 40 | Conferences, conventions, and meetings ... | 40 | | | |
| 41 | Interest | 41 | | | |
| 42 | Depreciation, depletion, etc (attach schedule) | 42 | | | |
| 43 | Other expenses not covered above (itemize): | | | | |
| a | NYS Tax | 43a 295. | | | 295. |
| b | Miscellaneous | 43b 6,600. | | | 6,601. |
| c | Credit Card fees | 43c 124. | | | 124. |
| d | | 43d | | | |
| e | | 43e | | | |
| f | | 43f | | | |
| g | | 43g | | | |
| 44 | Total functional expenses. Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13-15)..... | 44 1,278,923. | 1,088,613. | 0. | 190,311. |

Joint Costs. Check if you are following SOP 98-2.

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services?.. Yes No
 If "Yes," enter (i) the aggregate amount of these joint costs \$ _____; (ii) the amount allocated to Program services \$ _____;
 (iii) the amount allocated to Management and general \$ _____, and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See the instructions)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments

| What is the organization's primary exempt purpose? ► <u>to support other 501(c)(3) organizations</u> All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.) | Program Service Expenses (Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts, but optional for others) |
|--|---|
| a The foundation is committed to supporting youth, athletics, education, and the communities in which Foot Locker, Inc. has operations. It holds an annual event for a sole beneficiary. The beneficiary for 2006 was the United Negro College Fund. Also, the foundation made contributions to other organizations. (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/> | |
| b (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/> | |
| c (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/> | |
| d (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/> | |
| e Other program services (attach schedule) (Grants and allocations \$ _____) If this amount includes foreign grants, check here ► <input type="checkbox"/> | |
| f Total of Program Service Expenses (should equal line 44, column (B), Program services) ► | 0. |

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only

| | | (A) Beginning of year | | (B) End of year | | |
|-----------------------------|--|--|----------|--------------------|----------|----------|
| Assets | 45 | Cash—non-interest-bearing | 561,489. | 45 | 343,005. | |
| | 46 | Savings and temporary cash investments | | 46 | | |
| | 47a | Accounts receivable | | 47a | | |
| | b | Less: allowance for doubtful accounts ... | | 47b | 47c | 0. |
| | 48a | Pledges receivable | 211,580. | 48a | | |
| | b | Less: allowance for doubtful accounts ... | | 48b | 48c | 211,580. |
| | 49 | Grants receivable | | 49 | | |
| | 50a | Receivables from current and former officers, directors, trustees, and key employees (attach schedule) | | 50a | | |
| | b | Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule) | | 50b | | |
| | 51a | Other notes and loans receivable (attach schedule) | | 51a | | |
| | b | Less: allowance for doubtful accounts | | 51b | 51c | 0. |
| | 52 | Inventories for sale or use | | 52 | | |
| | 53 | Prepaid expenses and deferred charges | 15,000. | 53 | | |
| | 54a | Investments—publicly-traded securities | | 54a | | |
| | b | Investments—other securities (attach schedule) | | 54b | | |
| | 55a | Investments—land, buildings, and equipment: basis | | 55a | | |
| | b | Less: accumulated depreciation (attach schedule) | | 55b | 55c | 0. |
| | 56 | Investments—other (attach schedule) | | 56 | | |
| | 57a | Land, buildings, and equipment: basis ... | | 57a | | |
| b | Less: accumulated depreciation (attach schedule) | | 57b | 57c | 0. | |
| 58 | Other assets, including program-related investments (describe ► _____) | | 58 | | | |
| 59 | Total assets (must equal line 74). Add lines 45 through 58 | 700,939. | 59 | 554,585. | | |
| Liabilities | 60 | Accounts payable and accrued expenses | 867. | 60 | 6,885. | |
| | 61 | Grants payable | | 61 | | |
| | 62 | Deferred revenue | | 62 | | |
| | 63 | Loans from officers, directors, trustees, and key employees (attach schedule) | | 63 | | |
| | 64a | Tax-exempt bond liabilities (attach schedule) | | 64a | | |
| | b | Mortgages and other notes payable (attach schedule) | | 64b | | |
| | 65 | Other liabilities (describe ► <u>Due to Foot Locker, Inc.</u>) | 56,575. | 65 | 0. | |
| 66 | Total liabilities. Add lines 60 through 65 | 57,442. | 66 | 6,885. | | |
| Net Assets or Fund Balances | Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74 | | | | | |
| | 67 | Unrestricted | 87,900. | 67 | 0. | |
| | 68 | Temporarily restricted | 555,597. | 68 | 547,700. | |
| | 69 | Permanently restricted | | 69 | | |
| | Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74. | | | | | |
| | 70 | Capital stock, trust principal, or current funds | | 70 | | |
| | 71 | Paid-in or capital surplus, or land, building, and equipment fund ... | | 71 | | |
| | 72 | Retained earnings, endowment, accumulated income, or other funds | | 72 | | |
| 73 | Total net assets or fund balances. Add lines 67 through 69 or lines 70 through 72 (Column (A) must equal line 19 and column (B) must equal line 21) | 643,497. | 73 | 547,700. | | |
| 74 | Total liabilities and net assets/fund balances. Add lines 66 and 73 | 700,939. | 74 | 554,585. | | |

Part IV-A Reconciliation of Revenue per Audited Financial Statements With Revenue per Return (See the instructions)

| | | | |
|----------|--|-----------|------------|
| a | Total revenue, gains, and other support per audited financial statements | a | 358,359. |
| b | Amounts included on line a but not on Part I, line 12: | | |
| 1 | Net unrealized gains on investments | b1 | |
| 2 | Donated services and use of facilities | b2 | 78,535. |
| 3 | Recoveries of prior year grants | b3 | |
| 4 | Other (specify) | b4 | (854,178.) |
| | Add lines b1 through b4 | b | (775,643.) |
| c | Subtract line b from line a | c | 1,134,002. |
| d | Amounts included on Part I, line 12, but not on line a: | | |
| 1 | Investment expenses not included on Part I, line 6b | d1 | |
| 2 | Other (specify): auction proceeds | d2 | 24,135. |
| | Add lines d1 and d2 | d | 24,135. |
| e | Total revenue (Part I, line 12). Add lines c and d | e | 1,158,137. |

Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

| | | | |
|----------|---|-----------|------------|
| a | Total expenses and losses per audited financial statements | a | 446,259. |
| b | Amounts included on line a but not on Part I, line 17: | | |
| 1 | Donated services and use of facilities | b1 | 78,535. |
| 2 | Prior year adjustments reported on Part I, line 20 | b2 | |
| 3 | Losses reported on Part I, line 20 | b3 | |
| 4 | Other (specify) | b4 | 273,633. |
| | Add lines b1 through b4 | b | 352,168. |
| c | Subtract line b from line a | c | 94,091. |
| d | Amounts included on Part I, line 17, but not on line a: | | |
| 1 | Investment expenses not included on Part I, line 6b | d1 | |
| 2 | Other (specify) | d2 | 1,184,832. |
| | Add lines d1 and d2 | d | 1,184,832. |
| e | Total expenses (Part I, line 17). Add lines c and d | e | 1,278,923. |

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated) (See 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 & deferred compensation plans | (E) Expense account and other allowances |
|--|--|---|---|--|
| Matthew D. Serra 112 W. 34th Street, New York, NY 10120 | Director and President 1hr. | 0. | | |
| Robert W. McHugh 112 W. 34th Street, New York, NY 10120 | Director and Senior VP 1hr | 0. | | |
| Laurie J. Petrucci 112 W. 34th Street, New York, NY 10120 | Senior VP 1hr. | 0. | | |
| John A. Maurer 112 W. 34th Street, New York, NY 10120 | Vice President and Treasurer 1hr. | 0. | | |
| Giovanna Cipriano 112 W. 34th Street, New York, NY 10120 | Vice President 1hr. | 0. | | |
| Jeremy L. Nowak 112 W. 34th Street, New York, NY 10120 | Vice President and Assistant Treasurer 1hr. | 0. | | |
| Sheilagh M. Clarke 112 W. 34th Street, New York, NY 10120 | Secretary 1hr. | 0. | | |
| Larisa Love 112 W. 34th Street, New York, NY 10120 | Assistant Secretary 1hr. | 0. | | |
| Peter D. Brown 112 W. 34th Street, New York, NY 10120 | Director 1hr. | 0. | | |
| | | 0. | | |

Part VI Other Information (continued)

| | | Yes | No |
|-----|--|-----|----|
| 82a | Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value? | X | |
| b | If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II. (See instructions in Part III) | | |
| | 82b 94,521. | | |
| 83a | Did the organization comply with the public inspection requirements for returns and exemption applications? | X | |
| b | Did the organization comply with the disclosure requirements relating to <i>quid pro quo</i> contributions? | X | |
| 84a | Did the organization solicit any contributions or gifts that were not tax deductible? | | X |
| b | If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible? | | |
| 85 | 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members? | | |
| b | Did the organization make only in-house lobbying expenditures of \$2,000 or less? | | |
| | If "Yes," was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year. | | |
| c | Dues, assessments, and similar amounts from members | | |
| d | Section 162(e) lobbying and political expenditures | | |
| e | Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices | | |
| f | Taxable amount of lobbying and political expenditures (line 85d less 85e) | | |
| g | Does the organization elect to pay the section 6033(e) tax on the amount on line 85f? | | |
| h | If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year? | | |
| 86 | 501(c)(7) orgs. Enter a Initiation fees and capital contributions included on line 12 | | |
| b | Gross receipts, included on line 12, for public use of club facilities | | |
| 87 | 501(c)(12) orgs. Enter a Gross income from members or shareholders | | |
| b | Gross income from other sources. (Do not net amounts due or paid to other sources against amounts due or received from them.) | | |
| 88a | At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX | | X |
| b | At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI | | X |
| 89a | 501(c)(3) organizations. Enter: Amount of tax imposed on the organization during the year under: section 4911 ▶ 0.; section 4912 ▶ 0.; section 4955 ▶ 0. | | |
| b | 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction | | X |
| c | Enter. Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 | | 0. |
| d | Enter: Amount of tax on line 89c, above, reimbursed by the organization. | | 0. |
| e | All organizations. At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? | | X |
| f | All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract? | | X |
| g | For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year? | | X |
| 90a | List the states with which a copy of this return is filed ▶ New York | | |
| b | Number of employees employed in the pay period that includes March 12, 2006 (See instructions.) | | 0. |
| 91a | The books are in care of ▶ Jeremy L. Nowak Telephone no. ▶ (212) 720-3961 Located at ▶ 112 W. 34th Street New York, NY ZIP + 4 ▶ 10120 | | |
| b | At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? | | X |
| | If "Yes," enter the name of the foreign country ▶ | | |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. | | |

Part VI Other Information (continued)

| | | |
|--|--------------------------|-------------------------------------|
| | Yes | No |
| c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c | <input type="checkbox"/> | <input checked="" type="checkbox"/> |
| If "Yes," enter the name of the foreign country ▶ _____ | | |
| 92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041—Check here | <input type="checkbox"/> | |
| and enter the amount of tax-exempt interest received or accrued during the tax year | 92 | 0. |

Part VII Analysis of Income-Producing Activities (See the instructions)

Note: Enter gross amounts unless otherwise indicated

| | Unrelated business income | | Excluded by section 512, 513, or 514 | | (E) Related or exempt function income |
|--|---------------------------|---------------|--------------------------------------|---------------|--|
| | (A) Business code | (B) Amount | (C) Exclusion code | (D) Amount | |
| 93 Program service revenue: | | | | | |
| a _____ | | | | | |
| b _____ | | | | | |
| c _____ | | | | | |
| d _____ | | | | | |
| e _____ | | | | | |
| f Medicare/Medicaid payments | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 94 Membership dues and assessments | | | | | |
| 95 Interest on savings and temporary cash investments | | | | | |
| 96 Dividends and interest from securities | | | | | |
| 97 Net rental income or (loss) from real estate: | | | | | |
| a debt-financed property | | | | | |
| b not debt-financed property | | | | | |
| 98 Net rental income or (loss) from personal property | | | | | |
| 99 Other investment income | | | | | |
| 100 Gain or (loss) from sales of assets other than inventory | | | | | |
| 101 Net income or (loss) from special events | | | 01 | (37,133.) | |
| 102 Gross profit or (loss) from sales of inventory | | | | | |
| 103 Other revenue: a _____ | | | | | |
| b _____ | | | | | |
| c _____ | | | | | |
| d _____ | | | | | |
| e _____ | | | | | |
| 104 Subtotal (add columns (B), (D), and (E)) | | 0. | | (37,133.) | 0. |
| 105 Total (add line 104, columns (B), (D), and (E)) | | | | | (37,133.) |

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I.

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

| Line No. | Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes). |
|----------|---|
| | |
| | |
| | |
| | |

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

| (A) Name, address, and EIN of corporation, partnership, or disregarded entity | (B) Percentage of ownership interest | (C) | (D) | (E) End of year |
|--|---|-----|-----|--------------------|
| | % | | | |
| | % | | | |
| | % | | | |
| | % | | | |

Part X Information Regarding Transfers Associated with Part VII

(a) Did the organization, during the year, receive any funds, directly or indirectly, from a taxable subsidiary or disregarded entity?

(b) Did the organization, during the year, pay premiums, directly or indirectly, for a taxable subsidiary or disregarded entity?

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions).

Part XI Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13).

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

| | |
|-----|----|
| Yes | No |
| | X |

| | (A) Name, address, of each controlled entity | (B) Employer Identification Number | (C) Description of transfer | (D) Amount of transfer |
|---------------|---|---------------------------------------|--------------------------------|---------------------------|
| a | | | | |
| b | | | | |
| c | | | | |
| Totals | | | | 0. |

107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.

| | |
|-----|----|
| Yes | No |
| | X |

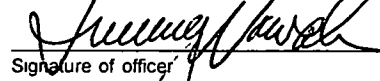
| | (A) Name, address, of each controlled entity | (B) Employer Identification Number | (C) Description of transfer | (D) Amount of transfer |
|---------------|---|---------------------------------------|--------------------------------|---------------------------|
| a | | | | |
| b | | | | |
| c | | | | |
| Totals | | | | 0. |

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?

| | |
|-----|----|
| Yes | No |
| | |

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

Please Sign Here

Signature of officer:  Date: 08/23/2007

Jeremy L. Nowak, Vice President
Type or print name and title

Paid Preparer's Use Only

Preparer's signature: _____ Date: _____ Check if self-employed:

Firm's name (or yours if self-employed), address, and ZIP + 4: _____ Preparer's SSN or PTIN (See Gen Inst X): _____

EIN: _____ Phone no: _____

SCHEDULE A
(Form 990 or 990-EZ)

Organization Exempt Under Section 501(c)(3)
(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n),
or 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0047

2006

Department of the Treasury
Internal Revenue Service

▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization: **Foot Locker Foundation, Inc.**
Employer identification number: **52-2348625**

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 2 of the instructions. List each one. If there are 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 & deferred compensation | (e) Expense account and other allowances |
|---|--|------------------|---|--|
| NONE | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms) If there are none, enter "None ")

| (a) Name and address of each independent contractor paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|----------------------------|------------------|
| Paint the Town Red 62 W 45th Street New York, NY 10022 | Catering And Entertainment | 289,253. |
| Van Wagner Sports and Entertainment 800 Third Avenue New York, NY 10022 | Athletes / Celebrities | 111,700. |
| | | |
| | | |
| | | |

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

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

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

Total number of other contractors receiving over \$50,000 for other services ... ▶

Part III Statements About Activities (See page 2 of the instructions.)

| | Yes | No |
|---|-----|----|
| <p>1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ▶ \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B)</p> <p>Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities</p> | | X |
| <p>2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions)</p> | | |
| <p>a Sale, exchange, or leasing of property?</p> | | X |
| <p>b Lending of money or other extension of credit?</p> | | X |
| <p>c Furnishing of goods, services, or facilities?</p> | | X |
| <p>d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?</p> | | X |
| <p>e Transfer of any part of its income or assets?</p> | | X |
| <p>3a Did the organization make grants for scholarships, fellowships, student loans, etc ? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments)</p> | | X |
| <p>b Did the organization have a section 403(b) annuity plan for its employees?</p> | | X |
| <p>c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement</p> | | X |
| <p>d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services? ...</p> | | X |
| <p>4a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g If "No," complete lines 4f and 4g</p> | | X |
| <p>b Did the organization make any taxable distributions under section 4966?</p> | | |
| <p>c Did the organization make a distribution to a donor, donor advisor, or related person?</p> | | |
| <p>d Enter the total number of donor advised funds owned at the end of the tax year</p> | | |
| <p>e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year</p> | | |
| <p>f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts</p> | | |
| <p>g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year</p> | | 0. |

Part IV Reason for Non-Private Foundation Status (See pages 4 through 7 of the instructions.)

I certify that the organization is not a private foundation because it is (Please check only **ONE** applicable box)

- 5 A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)
- 6 A school Section 170(b)(1)(A)(ii) (Also complete Part V)
- 7 A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit Section 170(b)(1)(A)(v)
- 9 A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii) Enter the hospital's name, city, and state ▶ _____
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A)
- 11b A community trust. Section 170(b)(1)(A)(vi). (Also complete the **Support Schedule** in Part IV-A)
- 12 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions—subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2) (Also complete the **Support Schedule** in Part IV-A)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3) Check the box that describes the type of supporting organization:
 Type I Type II Type III-Functionally Integrated Type III-Other

Provide the following information about the supported organizations. (See page 7 of the instructions)

| (a) Name(s) of supported organization(s) | (b) Employer identification number (EIN) | (c) Type of organization (described in lines 5 through 12 above or IRC section) | (d) Is the supported organization listed in the supporting organization's governing documents? | | (e) Amount of support |
|---|---|--|---|----|--------------------------|
| | | | Yes | No | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| Total | | | | | 0. |

- 14 An organization organized and operated to test for public safety. Section 509(a)(4). (See page 7 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) *Use cash method of accounting.*

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting

| Calendar year (or fiscal year beginning in) ▶ | (a) 2005 | (b) 2004 | (c) 2003 | (d) 2002 | (e) Total |
|--|------------|------------|------------|------------|-----------------------|
| 15 Gifts, grants, and contributions received (Do not include unusual grants See line 28) .. | 916,648. | 1,352,220. | 882,826. | 920,425. | 4,072,119. |
| 16 Membership fees received | | | | | 0. |
| 17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose | 247,250. | 230,750. | 255,213. | 133,650. | 866,863. |
| 18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975.... | | | | 3,278. | 3,278. |
| 19 Net income from unrelated business activities not included in line 18. | | | | | 0. |
| 20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf. | | | | | 0. |
| 21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge | | | | | 0. |
| 22 Other income Attach a schedule Do not include gain or (loss) from sale of capital assets | | | | | 0. |
| 23 Total of lines 15 through 22 | 1,163,898. | 1,582,970. | 1,138,039. | 1,057,353. | 4,942,260. |
| 24 Line 23 minus line 17. | 916,648. | 1,352,220. | 882,826. | 923,703. | 4,075,397. |
| 25 Enter 1% of line 23 | 11,639. | 15,830. | 11,380. | 10,574. | |
| 26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24 | | | | | 26a 81,508. |
| b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2002 through 2005 exceeded the amount shown in line 26a Do not file this list with your return. Enter the total of all these excess amounts ▶ | | | | | 26b 1,263,349. |
| c Total support for section 509(a)(1) test: Enter line 24, column (e) | | | | | 26c 4,075,397. |
| d Add Amounts from column (e) for lines: 18 <u>3,278.</u> 19 <u>0.</u> 22 <u>0.</u> 26b <u>1,263,349.</u> | | | | | 26d 1,266,627. |
| e Public support (line 26c minus line 26d total) | | | | | 26e 2,808,770. |
| f Public support percentage (line 26e (numerator) divided by line 26c (denominator)) | | | | | 26f 68.9202 % |
| 27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person" Do not file this list with your return. Enter the sum of such amounts for each year (2005) _____ (2004) _____ (2003) _____ (2002) _____ | | | | | |
| b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000 (Include in the list organizations described in lines 5 through 11b, as well as individuals) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year: (2005) _____ (2004) _____ (2003) _____ (2002) _____ | | | | | |
| c Add Amounts from column (e) for lines: 15 <u>0.</u> 16 <u>0.</u> 17 <u>0.</u> 20 <u>0.</u> 21 <u>0.</u> | | | | | 27c 0. |
| d Add: Line 27a total <u>0.</u> and line 27b total <u>0.</u> | | | | | 27d 0. |
| e Public support (line 27c total minus line 27d total) | | | | | 27e 0. |
| f Total support for section 509(a)(2) test: Enter amount from line 23, column (e) ... ▶ 27f 0. | | | | | |
| g Public support percentage (line 27e (numerator) divided by line 27f (denominator)) | | | | | 27g % |
| h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator)) ▶ | | | | | 27h % |
| 28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2002 through 2005, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant. Do not file this list with your return. Do not include these grants in line 15 | | | | | |

Part V Private School Questionnaire (See page 9 of the instructions)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

- 29 Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?
- 30 Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?
- 31 Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves?

| | Yes | No |
|----|-----|----|
| 29 | | |
| 30 | | |
| 31 | | |

- 32 Does the organization maintain the following
 - a Records indicating the racial composition of the student body, faculty, and administrative staff?
 - b Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?
 - c Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?
 - d Copies of all material used by the organization or on its behalf to solicit contributions?

| | | |
|-----|--|--|
| 32a | | |
| 32b | | |
| 32c | | |
| 32d | | |

If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement.)

- 33 Does the organization discriminate by race in any way with respect to
 - a Students' rights or privileges?
 - b Admissions policies?
 - c Employment of faculty or administrative staff?
 - d Scholarships or other financial assistance?
 - e Educational policies?
 - f Use of facilities?
 - g Athletic programs?
 - h Other extracurricular activities?

| | | |
|-----|--|--|
| 33a | | |
| 33b | | |
| 33c | | |
| 33d | | |
| 33e | | |
| 33f | | |
| 33g | | |
| 33h | | |

If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement.)

- 34a Does the organization receive any financial aid or assistance from a governmental agency?
 - b Has the organization's right to such aid ever been revoked or suspended?
- If you answered "Yes" to either 34a or b, please explain using an attached statement

| | | |
|-----|--|--|
| 34a | | |
| 34b | | |

- 35 Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev. Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation.....

| | | |
|----|--|--|
| 35 | | |
|----|--|--|

Part VI-A: Lobbying Expenditures by Electing Public Charities (See page 10 of the instructions.)
 (To be completed ONLY by an eligible organization that filed Form 5768)

Check a if the organization belongs to an affiliated group Check b if you checked "a" and "limited control" provisions apply

Limits on Lobbying Expenditures

(The term "expenditures" means amounts paid or incurred)

| | | (a) Affiliated group totals | (b) To be completed for all electing organizations |
|----|--|-----------------------------------|---|
| 36 | Total lobbying expenditures to influence public opinion (grassroots lobbying)..... | 36 | |
| 37 | Total lobbying expenditures to influence a legislative body (direct lobbying) | 37 | |
| 38 | Total lobbying expenditures (add lines 36 and 37)..... | 38 | 0. |
| 39 | Other exempt purpose expenditures | 39 | |
| 40 | Total exempt purpose expenditures (add lines 38 and 39)..... | 40 | 0. |
| 41 | Lobbying nontaxable amount Enter the amount from the following table— If the amount on line 40 is— The lobbying nontaxable amount is— Not over \$500,000 20% of the amount on line 40 Over \$500,000 but not over \$1,000,000 \$100,000 plus 15% of the excess over \$500,000 Over \$1,000,000 but not over \$1,500,000 .. \$175,000 plus 10% of the excess over \$1,000,000 Over \$1,500,000 but not over \$17,000,000 .. \$225,000 plus 5% of the excess over \$1,500,000 Over \$17,000,000 \$1,000,000..... | 41 | 0. |
| 42 | Grassroots nontaxable amount (enter 25% of line 41) | 42 | 0. |
| 43 | Subtract line 42 from line 36 Enter -0- if line 42 is more than line 36 | 43 | |
| 44 | Subtract line 41 from line 38 Enter -0- if line 41 is more than line 38 | 44 | |

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below
 See the instructions for lines 45 through 50 on page 13 of the instructions)

| Calendar year (or fiscal year beginning in) ▶ | Lobbying Expenditures During 4-Year Averaging Period | | | | |
|--|--|-------------|-------------|-------------|--------------|
| | (a) 2006 | (b) 2005 | (c) 2004 | (d) 2003 | (e) Total |
| 45 | Lobbying nontaxable amount..... | | | | 0. |
| 46 | Lobbying ceiling amount (150% of line 45(e)) | | | | 0. |
| 47 | Total lobbying expenditures | | | | 0. |
| 48 | Grassroots nontaxable amount | | | | 0. |
| 49 | Grassroots ceiling amount (150% of line 48(e)) | | | | 0. |
| 50 | Grassroots lobbying expenditures..... | | | | 0. |

Part VI-B: Lobbying Activity by Nonelecting Public Charities
 (For reporting only by organizations that did not complete Part VI-A) (See page 13 of the instructions.)

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of.

| | Yes | No | Amount |
|--|-----|----|--------|
| a Volunteers | | X | |
| b Paid staff or management (Include compensation in expenses reported on lines c through h.) | | X | |
| c Media advertisements | | X | |
| d Mailings to members, legislators, or the public | | X | |
| e Publications, or published or broadcast statements | | X | |
| f Grants to other organizations for lobbying purposes | | X | |
| g Direct contact with legislators, their staffs, government officials, or a legislative body..... | | X | |
| h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means..... | | X | |
| i Total lobbying expenditures (Add lines c through h.) | | | 0. |

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities.



FOOT LOCKER FOUNDATION, INC.

Financial Statements

February 3, 2007 and January 28, 2006

(With Independent Auditors' Report Thereon)



KPMG LLP
345 Park Avenue
New York, NY 10154

Independent Auditors' Report

The Board of Directors
Foot Locker Foundation, Inc.:

We have audited the accompanying statements of financial position of Foot Locker Foundation, Inc. (the Foundation) as of February 3, 2007 and January 28, 2006, and the related statements of activities and cash flows for the years then ended. These financial statements are the responsibility of the Foundation's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Foundation's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Foot Locker Foundation, Inc. as of February 3, 2007 and January 28, 2006, and the changes in its net assets and its cash flows for the years then ended in conformity with U.S. generally accepted accounting principles.

KPMG LLP

August 7, 2007

FOOT LOCKER FOUNDATION, INC.

Statements of Financial Position

February 3, 2007 and January 28, 2006

| | February 3, 2007 | January 28, 2006 |
|---------------------------------------|-----------------------------|-----------------------------|
| Assets | | |
| Cash | \$ 343,005 | 561,489 |
| Contributions receivable | 211,580 | 124,450 |
| Prepaid expenses | — | 15,000 |
| Total assets | <u>\$ 554,585</u> | <u>700,939</u> |
| Liabilities and Net Assets | | |
| Liabilities: | | |
| Accounts payable and accrued expenses | \$ 6,885 | 867 |
| Due to Foot Locker, Inc. | — | 56,575 |
| Due to beneficiaries | <u>547,700</u> | <u>555,597</u> |
| | 554,585 | 613,039 |
| Net assets – unrestricted | <u>—</u> | <u>87,900</u> |
| Total liabilities and net assets | <u>\$ 554,585</u> | <u>700,939</u> |

See accompanying notes to financial statements.

FOOT LOCKER FOUNDATION, INC.
Statements of Activities
Years ended February 3, 2007 and January 28, 2006

| | <u>February 3, 2007</u> | | | <u>January 28, 2006</u> | | |
|---|-------------------------|-----------------------------------|----------------|-------------------------|-----------------------------------|----------------|
| | <u>Unrestricted</u> | <u>Temporarily restricted</u> | <u>Total</u> | <u>Unrestricted</u> | <u>Temporarily restricted</u> | <u>Total</u> |
| Revenues: | | | | | | |
| Other contributions | \$ 263,838 | — | 263,838 | 406,668 | — | 406,668 |
| Donated goods and services | 94,521 | — | 94,521 | 104,335 | — | 104,335 |
| | <u>358,359</u> | <u>—</u> | <u>358,359</u> | <u>511,003</u> | <u>—</u> | <u>511,003</u> |
| Special event: | | | | | | |
| Contributions raised for the event | — | 1,176,061 | 1,176,061 | — | 1,210,139 | 1,210,139 |
| Contributions held for distribution to the beneficiaries | — | (728,104) | (728,104) | — | (691,861) | (691,861) |
| Contributions retained for expenses | — | (447,957) | (447,957) | — | (518,278) | (518,278) |
| | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> |
| Contributions to hurricane victims | | | | | | |
| Contributions raised | — | — | — | — | 56,575 | 56,575 |
| Contributions held for distribution | — | — | — | — | (56,575) | (56,575) |
| | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> | <u>—</u> |
| Expenses | | | | | | |
| Donated goods and services | 94,521 | — | 94,521 | 104,335 | — | 104,335 |
| Other distributions | 351,738 | — | 351,738 | 339,767 | — | 339,767 |
| | <u>446,259</u> | <u>—</u> | <u>446,259</u> | <u>444,102</u> | <u>—</u> | <u>444,102</u> |
| (Decrease) increase in net assets | (87,900) | — | (87,900) | 66,901 | — | 66,901 |
| Net assets at beginning of year | 87,900 | — | 87,900 | 20,999 | — | 20,999 |
| Net assets at end of year | <u>\$ —</u> | <u>—</u> | <u>—</u> | <u>87,900</u> | <u>—</u> | <u>87,900</u> |

See accompanying notes to financial statements

FOOT LOCKER FOUNDATION, INC.

Statements of Cash Flows

Years ended February 3, 2007 and January 28, 2006

| | <u>February 3, 2007</u> | <u>January 28, 2006</u> |
|---|-----------------------------|-----------------------------|
| Cash flows from operating activities: | | |
| (Decrease) increase in net assets | \$ (87,900) | 66,901 |
| Adjustments to reconcile (decrease) increase in net assets to net cash (used in) provided by operating activities: | | |
| Change in assets and liabilities: | | |
| (Increase) in contributions receivable | (87,130) | (26,145) |
| Decrease (increase) in prepaid expenses | 15,000 | (15,000) |
| Increase (decrease) in accounts payable and accrued expenses | 6,018 | (5,034) |
| (Decrease) increase in due to beneficiaries | (7,897) | 141,948 |
| (Decrease) increase in due to Foot Locker, Inc. | <u>(56,575)</u> | <u>56,575</u> |
| Net cash (used in) provided by operating activities | (218,484) | 219,245 |
| Cash at beginning of year | <u>561,489</u> | <u>342,244</u> |
| Cash at end of year | <u>\$ 343,005</u> | <u>561,489</u> |

See accompanying notes to financial statements.

FOOT LOCKER FOUNDATION, INC.

Notes to Financial Statements

February 3, 2007 and January 28, 2006

(1) Description of Organization

Foot Locker Foundation, Inc. (the Foundation) is a Delaware not-for-profit organization, recognized under Section 501(c)(3) of the Internal Revenue Code (the Code) established on October 23, 2001 for purposes of receiving, maintaining, and disbursing funds for sponsoring and encouraging charitable, educational, and athletic activities.

The Foundation is committed to supporting youth, athletics, education, and the communities in which Foot Locker, Inc. (FLI) has operations. The Foundation holds an annual "On Our Feet" event for a sole beneficiary. The beneficiary of the 2006 and 2005 events was the United Negro College Fund (UNCF). In addition, the Foundation made contributions to other organizations which were funded by donations from FLI.

(2) Significant Accounting Policies

(a) Basis of Presentation

The accompanying financial statements of the Foundation have been prepared on the accrual basis of accounting. The Foundation's net assets, revenues, and expenses are classified based on the existence and absence of donor-imposed restrictions. Accordingly, net assets and changes therein are classified as follows:

- Temporarily restricted net assets – net assets subject to donor-imposed stipulations that will be met either by actions of the Foundation and/or the passage of time.
- Unrestricted net assets – net assets not subject to donor-imposed stipulations.

Unconditional promises to give cash and other assets to the Foundation are reported at fair value at the date the promise is received. In the absence of a promise, unconditional contributions are reported at fair value at the date the gift is received. The gifts are reported as either temporarily or permanently restricted support if they are received with donor stipulations that limit the purpose of the donated assets or impose a time restriction. When a donor restriction expires (that is, when a stipulated time restriction ends or purpose restriction is accomplished), temporarily restricted net assets are reclassified as unrestricted net assets and reported in the statements of activities as net assets released from restrictions. Donor-restricted contributions, whose restrictions are met within the same year as received, are reported as unrestricted contributions in the accompanying financial statements.

Donors' response to the request of the Foundation to the 2006 and 2005 "On Our Feet" events indicated that the proceeds of the campaign would be distributed to UNCF as the beneficiary of these events. At February 3 2007, the Foundation owed UNCF \$547,700 for the 2006, 2005 and 2004 events. At January 28, 2006, the Foundation owed UNCF \$554,597 for the 2005 and 2004 events and Reading is Fundamental (RIF) \$1,000 for the 2003 event.

FOOT LOCKER FOUNDATION, INC.

Notes to Financial Statements

February 3, 2007 and January 28, 2006

Donated goods and services are recognized as revenue and expenses at the fair value of those goods and services provided to the Foundation. The fair value of the services received from FLI employees is calculated based on the employees' compensation. These services meet the criteria for recognition under Financial Accounting Standards Board Statement No. 116, *Accounting for Contributions Received and Contributions Made*. FLI employees performed certain administrative services, whose fair value was determined to be \$78,535 and \$77,489 in 2006 and 2005, respectively. In addition, certain third parties contributed goods for the "On Our Feet" event whose fair value was determined to be \$15,986 and \$26,846 in 2006 and 2005, respectively. The fair value ascribed to these goods was determined by calculating the difference between the market value of the goods provided and the fair value of the "On Our Feet" tickets given to the vendors in exchange for these goods.

(b) Reporting Period

The reporting period for the Foundation is the Saturday closest to the last day in January. References to years in these financial statements relate to fiscal years rather than calendar years.

(c) Accounting Estimates

The preparation of financial statements in accordance with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingencies at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

(3) Contributions receivable

Contributions receivable are expected to be collected within 12 months of the end of each year.

(4) Federal Income Taxes

The Foundation is recognized under Section 501(c)(3) of the Code and is therefore exempt from federal income taxes pursuant to Section 501(a) of the Code.

(5) Related-Party Transactions

The Foundation's board of directors is comprised of three members of FLI management. FLI donated \$263,838 and \$406,668 in 2006 and 2005, respectively, to the Foundation. These donations were distributed to various organizations. These amounts are included in other contributions on the statements of activities.

In 2005, as a response to the devastation of hurricanes Katrina, Wilma, and Rita, a solicitation was made to the associates of FLI to help their fellow associates affected by these events. The sum of \$56,575 was collected. FLI distributed monies to the affected associates. At January 28, 2006, the Foundation reflects a payable for this amount to FLI.

ON OUR FEET BENEFIT EXPENSES BY VENDOR
 October 17, 2006



| Expenses | Vendor | Check # | Check Date | Act | Fct | Total |
|---|----------------------------|---------|------------|-------------------|------------------|-------------------|
| Catering, Entertainment & Misc | Paint The Town Red | 438 | 4/6/2006 | 96,200 00 | | 96,200 00 |
| | Paint The Town Red | 463 | 10/5/2006 | 154,013 00 | | 154,013 00 |
| | Paint The Town Red | 472 | 11/9/2006 | 24,040 00 | | 24,040.00 |
| Athletes/Celebritys/Entertainment | Van Wagner Sports & Entert | 464 | 10/5/2006 | 67,500 00 | | 67,500 00 |
| | Van Wagner Sports & Entert | 473 | 12/5/2006 | 44,200 00 | | 44,200 00 |
| | Maximum Marketing | 474 | 12/5/2006 | 11,941 59 | | 11,941 59 |
| Collateral Materials - invitations, programs, signs | Medallion | 476 | 12/5/2006 | 11,809 50 | | 11,809 50 |
| Camera Rental | Technisphere | 470 | 11/9/2006 | 629 50 | | 6 3 |
| Goody Bags | Team Edition | | | 2,331 00 | | 2,331 00 |
| Petty Cash - Out of Pocket Expenses | Cheryl Schwartz | 469 | 11/9/2006 | 5,101 14 | | 5,101 14 |
| Misc Supoort | Lizbeth Summers | 471 | 11/9/2006 | 1,500 00 | | 1,500 00 |
| Audit Fee | | | | | 22,000 00 | 22,000 00 |
| Total Expenses | | | | 419,265.73 | 22,000.00 | 441,265.73 |

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Foot Locker Foundation, Inc.
On Our Feet - Donated Goods
October 17, 2006

| <u>Company</u> | | <u>Est.Value</u> | <u>Less Tickets</u> | |
|-----------------------|--|------------------|---------------------|-------------|
| Budget Rent A Car | | \$100.00 | | |
| Continental Airlines | | \$800.00 | | |
| Dell | | \$1,300.00 | | |
| Insight Direct | | \$50.00 | | |
| Microsoft Corporation | | \$750.00 | | |
| More Direct | | \$250.00 | | |
| Omaha Steaks | | \$200.00 | | |
| Florida Citrus Sports | | \$1,750.00 | | |
| Florida Citrus Sports | | \$325.00 | | |
| Top of the World | | \$5,250.00 | (500.00) | |
| ASCM | | \$5,961.00 | (250.00) | |
| Haddad | | | | |
| | | \$16,736.00 | (\$750.00) | \$15,986.00 |

FOOT LOCKER



On Our Feet - Donated Goods

October 17, 2006

| Vendor | Donated Item | Value | Donated Ticket Value |
|-----------------------|-----------------------------------|--------------|-----------------------------|
| Budget Rent a Car | 6 Free Car Rentals | 500.00 | |
| Compucon | 1 laptop | 950.00 | |
| Continental Airlines | 2 airline tickets | 1,000.00 | |
| Dell | Laptop and printer | 2,000.00 | |
| Unsiht Direct | 2 tickets to Insight Bowl | 100.00 | |
| Microsoft Corporation | Xbox Gift Basket | 1,500.00 | |
| More Direct | 1GB white Apple Nano | 100.00 | |
| Omaha Steaks | 2 gift certificates | 350.00 | |
| Top of the World | Caps in goody/gift bags | 5,250.00 | |
| ACSM | Polos in goody/gift bags | 5,961.00 | |
| ACSM | *Received 2 tickets to OOF | | 500.00 |
| Haddad | *Received 1 tickets to OOF | | 250.00 |



Foot Locker Foundation, Inc.
On Our Feet - Donated Hours
October 17, 2006

| <u>Name of Associate</u> | <u>Hours towards the</u> <u>2006 Event</u> | <u>Rate</u> | |
|--------------------------|---|-------------|--------------------|
| Stacy Cunningham | 100 | \$98.45 | \$9,845.00 |
| Lori Anne Kober | 450 | \$54.45 | \$24,502.50 |
| Manali | 250 | \$22.22 | \$5,555.00 |
| Cheryl Schwartz | 300 | \$28.62 | \$8,586.00 |
| Gabriella Citrin | 125 | \$25.18 | \$3,147.50 |
| Michelle Stuart | 300 | \$40.67 | \$12,201.00 |
| Jeanne | 100 | \$47.00 | \$4,700.00 |
| Mary | 125 | \$19.98 | \$2,497.50 |
| Accounting | | | \$4,000.00 |
| Legal | | | \$3,500.00 |
| | | | <u>\$78,534.50</u> |

6

| | | Foot Locker, Inc donations to Foot Locker Foundation, Inc for specific contributions in 2006 | | | 4 | 5 |
|---------|-------------|---|---|---------------|-------------------|-------------|
| (DEBIT) | CREDIT | | | Distributions | FLI contributions | |
| 6-Feb | (10,000 00) | Donation-01/25/06 Education Foundation for the Fashion Institute #427 | 4 | (10,000 00) | - | |
| 8-Feb | (200 00) | Donation-02/02/06 Interfaith Nutrition Network #431 | 4 | (200 00) | - | |
| 21-Feb | (500 00) | Donation-01/25/06 East Windsor Rescue Squad #429 | 4 | (500 00) | - | |
| 24-Feb | (10,000 00) | Donation-02/16/06 American Jewish Committee #433 | 4 | (10,000 00) | - | |
| 24-Feb | 41,667 00 | Monthly Contribution from FLI | 5 | - | 41,667 00 | |
| 15-Mar | (25,000 00) | Donation-02/03/06 United Way of New York City #432 | 4 | (25,000 00) | - | |
| 22-Mar | (10,000 00) | Donation-03/10/06 United Negro College Fund (Dinner) #435 | 4 | (10,000 00) | - | |
| 31-Mar | 41,667 00 | Monthly Contribution from FLI | 5 | - | 41,667 00 | |
| 19-Apr | (10,000 00) | Donation-04/12/06 American Cancer Society #441 | 4 | (10,000 00) | - | |
| 25-Apr | (10,000 00) | Donation 04/10/06 NIAF East Coast Gala #440 | 4 | (10,000 00) | - | |
| 28-Apr | (5,000 00) | Donation 04/21/06 American Heart Association #443 | 4 | (5,000 00) | - | |
| 28-Apr | 41,667 00 | Monthly Contribution | 5 | - | 41,667 00 | |
| 9-May | (300 00) | Donation-04/25/06 New Cumberland Youth Baseball Program #447 | 4 | (300 00) | - | |
| 10-May | (8,500 00) | Donation 04/21/06 Arthur Ashe Institute for Urban Health #442 | 4 | (8,500 00) | - | |
| 10-May | (500 00) | Donation-04/24/06 Make A Wish of Greater PA #445 | 4 | (500 00) | - | |
| 26-May | 36,667 00 | Monthly Contribution | 5 | - | 36,667 00 | |
| 5-Jun | (10,000 00) | Donation-05/24/06 Project Sunshine #449 | 4 | (10,000 00) | - | |
| 6-Jun | (4,000 00) | Donation-05/24/06 CDCH Foundation for Special Children #450 | 4 | (4,000 00) | - | |
| 9-Jun | (500 00) | Donation-04/24/06 Leukemia & Lymphoma Society #444 | 4 | (500 00) | - | |
| 13-Jun | (2,000 00) | Donation-06/07/06 Junior Achievement of NY #452 | 4 | (2,000 00) | - | |
| 19-Jun | (1,000 00) | Donation-06/07/06 Center of Neighbor Enterprise #453 | 4 | (1,000 00) | - | |
| 26-Jun | (5,000 00) | Donation 06/12/06 Center of Neighbor Enterprise #456 | 4 | (5,000 00) | - | |
| 27-Jun | (1,000 00) | Donation-06/07/06 Children's Memorial Hospital #451 | 4 | (1,000 00) | - | |
| 30-Jun | 41,667 00 | June Contribution | 5 | - | 41,667 00 | |
| 30-Jun | (25,000 00) | Donation 06/12/06 Reading is Fundamental #454 | 4 | (25,000 00) | - | |
| 30-Jun | (22,500 00) | Donation-06/12/06 Black Retail Action Group #457 | 4 | (22,500 00) | - | |
| 30-Jun | (10,000 00) | Donation-06/12/06 United Community Centers #455 | 4 | (10,000 00) | - | |
| 5-Jul | (10,000 00) | Donation-05/11/06 American Jewish Committee #448 | 4 | (10,000 00) | - | |
| 18-Jul | (9,473 77) | Donation-06/07/06 Foot Locker Retail #439 - Katrina funds (66,049 70-56,575 93) | 4 | (9,473 77) | * | |
| 19-Jul | (35,000 00) | Donation-04/07/06 Special Olympics #439 | 4 | (35,000 00) | - | |
| 27-Jul | 41,667 00 | July Contribution | 5 | - | 41,667 00 | |
| 10-Aug | (5,000 00) | Donation-05/11/06 American Jewish Committee #448 | 4 | (5,000 00) | - | |
| 24-Aug | (500 00) | Donation-04/24/06 Brad Behrends Memorial Fund #446 | 4 | (500 00) | - | |
| 29-Sep | (5,000 00) | Donation 09/14/06 Inner City Scholarship Fund Inc #462 | 4 | (5,000 00) | - | |
| 10-Nov | (50,000 00) | Donation-11/06/06 Two Ten Foundation #465 | 4 | (50,000 00) | - | |
| 15-Nov | (15,000 00) | Donation-11/06/06 St Francis Hospital Foundation #466 | 4 | (15,000 00) | - | |
| 21-Nov | (25,000 00) | Donation-11/06/06 American Cancer Society #468 | 4 | (25,000 00) | - | |
| 5-Jan | (25,000 00) | Donation-11/06/06 American Cancer Society #467 | 4 | (25,000 00) | - | |
| 17-Jan | (10,000 00) | Donation-01/08/07 Partnership for a Drug free American #479 | 4 | (10,000 00) | - | |
| 19-Jan | (1,000 00) | Donation-01/08/07 Manetto Hill Jewish Center #478 | 4 | (1,000 00) | - | |
| 30-Jan | (500 00) | Donation-01/23/07 Boys & Girls Club of Hartford #483 | 4 | (500 00) | - | |
| 30-Jan | 18,835 81 | January Contribution from FLI | 5 | - | 18,835 81 | |
| | (98,635.96) | | | (362,473 77) | 263,837 81 | (98,635 96) |
| | | Remaining funds of 2005 | | | | 99,135 63 |
| | | | | | | 499 67 |
| | | Checks that have not cleared the account | | | | |
| | | 428 - Smile Train -1/25/2006 | | (500 00) | | |
| | | | | | | |
| | | Less total of outstanding checks | | | | (500 00) |
| | | Foot Locker, Inc undistributed funds @ 02/03/2007 | | | | (0 33) |

- 10,700 PY deduction
351,738

Foot Locker Foundation, Inc
February 3, 2007

3:41 PM
02/23/07

| | (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) | (9) | (10) | (11) | (12) | (13) | (14) | (15) | Adjusted | Adjusted | Sum of (1-15) | | |
|--------------------------------------|----------------|------------|------------|--------------|--------------|--------------|----------|-------------|--------------|---------|-----------------|--------------|-----------------|---------|--------------|----------|----------------|----------------|----------------|----------|
| | Ledger balance | Correction | Prior year | Reclass 2005 | Adj from | 2006 Expense | Adj from | Payments | Prior yr | 2006 | Auction book ad | Check closed | Expense book ad | Opening | Donations | 2007 | Adjusted | Adjusted | Correction as | |
| | 02/03/2007 | 1/16/2004 | expense | A. 2006 | 2007 | Reclass | 2007 | on 03 event | expense | Prepays | in expense | in 2007 | on 03 event | balance | after 01/28 | Actuals | ledger balance | Cash balance | ledger balance | |
| 161823 Cash | 342,810 19 | | | | | | | | | | | | | | 152,710 00 | | 342,810 19 | 342,810 19 | 0 00 | 0 00 |
| 129390 Receivables | | | | | | | | | | | | | | | | | 0 00 | 0 00 | 0 00 | 0 00 |
| Prepays | | | | | | | | | | 0 00 | | | | | | | 0 00 | 0 00 | 0 00 | 0 00 |
| 211000 Accounts Payable | | | | | | | | | | | | | | | | | 0 00 | 0 00 | 0 00 | 0 00 |
| 230030 Loan from FLI | | | | | | | | | | | | | | | | | 0 00 | 0 00 | 0 00 | 0 00 |
| 250200 Accruals | (1,274 69) | 1,274 69 | | | | | | 0 00 | | | | | | | | | 0 00 | 0 00 | 0 00 | 0 00 |
| 308900 Net assets beginning of year | (492,247 30) | (1,274 69) | 830 43 | \$2 36 | (121,410 00) | (11,000 00) | 37 41 | 0 00 | (56,049 70) | | | (1,000 00) | (1,000 00) | 0 00 | (40 00) | 0 00 | 0 00 | 0 00 | 0 00 | 1,274 69 |
| Income | 150 641 60 | | (830 43) | (82 36) | 124 430 00 | 15,000 00 | (37 41) | | 64,049 70 | | | 1,000 00 | 1,000 00 | | (152,710 00) | 50 00 | 204,511 10 | 204,511 10 | 207,211 19 | 0 00 |
| 710491 Revenue from 2006 event | (971,190 33) | | | | | | 0 00 | 0 00 | 0 00 | | 24,133 00 | | | | (112,110 00) | | (1,099,783 33) | (1,099,783 33) | 24,133 00 | 0 00 |
| 590490 Revenue from FLI | (26,837 81) | | | | | | | 0 00 | | | | | | | | | (26,837 81) | (26,837 81) | 0 00 | 0 00 |
| 718490 Revenue for business | 218,330 00 | | | | (218,330 00) | | | | | | | | | | | | 0 00 | 0 00 | (310,210 00) | 0 00 |
| Distribution of 2006 event | | | | | | | | 300,000 00 | 56,373 93 | | | | | | | | 36,373 93 | 36,373 93 | 36,373 93 | 0 00 |
| Distribution of 2003 event | | | | | | | | | | | | | 1,000 00 | | | | 300,000 00 | 300,000 00 | 300,000 00 | 0 00 |
| Donated goods & services | | | | | | 435,000 00 | | | | | | | 1,000 00 | | | | 435,000 00 | 435,000 00 | 435,000 00 | 0 00 |
| Revenue from related activities, net | | | | | | | 0 00 | | | | (24,133 00) | | | | | | (24,133 00) | (24,133 00) | 0 00 | 0 00 |
| 720040 Interest income | | | | | | | | | | | | | | | | | 0 00 | 0 00 | 0 00 | 0 00 |
| 232030 Tax business license | 23 00 | | (23 00) | | | | | | | | | | | | | | 0 00 | 0 00 | (23 00) | 0 00 |
| 574030 Legal fees | 392 70 | | | | | | | | (292 70) | | | | | | | | 0 00 | 0 00 | (292 70) | 0 00 |
| 574040 Audit fee | 13,000 00 | | | | | | | | (13,000 00) | | | | | | | | 0 00 | 0 00 | (13,000 00) | 0 00 |
| 374490 Professional fees | | | | | | | | | | | | | | | | | 0 00 | 0 00 | 0 00 | 0 00 |
| Donated goods & services | | | | | | | | | | | | | | | | | 0 00 | 0 00 | 0 00 | 0 00 |
| 591103 Donations - FLI funds | 341,300 00 | | | | | | (17 41) | | 9,473 77 | | | 1,000 00 | | | | | 351,736 36 | 351,736 36 | 10,336 36 | 0 00 |
| 591491 Expense - 2006 event | 719,265 73 | | | 248 54 | | 28,392 70 | | 0 00 | (700,000 00) | | | | | | 50 00 | | 447,936 97 | 447,936 97 | (271,374 15) | 0 00 |
| 591490 Expense - 2003 event | 454 64 | | (125 54) | | (110 00) | | | 0 00 | | | | | | | | | 0 00 | 0 00 | (416 44) | 0 00 |
| 591492 Expense - 2005 event | 481 89 | | (631 89) | | | | | 0 00 | | | 0 00 | | | | | | 0 00 | 0 00 | (631 89) | 0 00 |
| Expense - 2007 event | | | | | | | | | | | | | | | | | 0 00 | 0 00 | 0 00 | 0 00 |
| | 150 641 60 | | (830 43) | (82 36) | 124 430 00 | 15,000 00 | (37 41) | | 64,049 70 | | | 1,000 00 | 1,000 00 | | (152,710 00) | 50 00 | 204,511 10 | 204,511 10 | 207,211 19 | 0 00 |

- (1) Accrual adjustment not booked to ledger form 2007.
- (2) Expense accrued and paid for the 2003 event. Booked to the ledger in 2003
- (3) Reclass expense book ad to wrong account
- (4) See below
- (5) Reclass of certain expense from individual accounts to expense and move 2001 prepaid to event expense
- (6) To reclass difference from Duty funds of 2001
- (7) To reflect payment from expense to payments
- (8) To reflect the payment of the business funds \$9,473.77 was contributed through FLI donations
- (9)
- (10) Auction funds book ad as expense
- (11) Closed check in 2001
- (12) Outstanding check in 2001
- (13)
- (14) Donations received for 2006 Financials for activity from 02/03/2003 to 06/03/2007
- (15) Accruals for 2006 Financials for activity from 02/03/2007 to 06/03/2007

| | |
|-------------------|-------------|
| Contribution 2001 | (17,000 00) |
| Payment on 2001 | 150,000 00 |
| | 133,000 00 |
| Contribution 2003 | (27,400 00) |
| Payment on 2003 | 215,000 00 |
| | 232,510 00 |
| Contribution 2005 | (5,000 00) |
| Contribution 2007 | (75,000 00) |
| | 310,510 00 |

2006 SCHEDULE A

18 Cash Basis Contrib 820,428 882,828 1,382,220 818,648 4,072,119
 Interest Received 3,278 3,278
 Total 823,706 886,106 1,385,498 821,926 4,075,397
 2% Limitation 18,474 17,667 27,044 18,333 81,608
 Marked if over 2% of Total

| Vendor Name | First Name | Last Name | Address1 | Address2 | City | State | Zip | 2002 | 2003 | 2004 | 2005 | TOTAL | Excess Contrib | B1,500 |
|--|------------|-------------|----------------------------------|--------------|-------------------|---------|------------|--------|--------|--------|--------|---------|----------------|--------|
| A & E Products Group Inc | | | 13335 Groden Drive | | Santa Fe Springs | CA | 90670 | | | | 500 | 500 | | n |
| A OK Security and Maintenance | | | 4290 Sunrise Highway | Suite C | Massapeque | NY | 11758 | | | 2,000 | | 2,000 | | n |
| Abaco Construction Corporation | | | 185 Leigh Avenue | Suite 8 | Lakewood | NJ | 08701 | | | | 2,500 | 2,500 | | n |
| Access Marketing | | | 4000 Eagle Point Corporate Drive | | Birmingham | AL | 35242 | | | 6,000 | | 6,000 | | n |
| Accurent | | | 136 Raspberry Court | | Mahwah | NY | 11747 | | 3,000 | 3,000 | | 6,000 | | n |
| Acme Plastics of NJ Inc | | | | | | | | | | | 250 | 250 | | n |
| Acro Display Inc | Paul | Beraneto | 3251 Fox Street | | Philadelphia | PA | 19129 | 5,000 | 5,000 | 5,000 | 5,000 | 20,000 | | n |
| ACSM Trading GmbH | | | Sierichstrasse 47 | | Hamburg | Germany | 22301 | | | | 1,983 | 2,500 | 4,483 | n |
| Adidas | Scott | Williams | 599 Broadway | | New York | NY | 10012 | 75,000 | 25,000 | 25,000 | 50,000 | 175,000 | 83,492 | y |
| Adirondack Direct | | | 31-01 Vernon Blvd | | Long Island City | NY | 11106 | | | 100 | 100 | 200 | | n |
| ADP | | | 1 Penn Plaza | 23rd Floor | New York | NY | 10119 | | | | 3,750 | 3,750 | | n |
| ADT Security Systems | | | 335 West 18th Street | 2nd Floor | New York | NY | 10011 | | 10,000 | 10,000 | | 20,000 | | n |
| Agron Inc | | | 2440 South Sepulveda Blvd | Suite 201 | Los Angeles | CA | 90064 | 5,000 | | | | 5,000 | | n |
| Alm Caribbean | | | 1350 S Powerline Road | # 107 | Pompano Beach | FL | 33069 | 2,000 | | | | 2,000 | | n |
| Alm Graphics and Signing Services Inc | Ethan | Stem | 217 Brook Avenue | | Passaic Park | NJ | 07055 | 4,000 | 5,000 | | | 9,000 | | n |
| AJB Software Design Inc | | | 185 The West Mall | Suite 1100 | Toronto | ON | M9C 5L5 | | | | 1,200 | 1,200 | | n |
| AKA Advertising | Ane | Kovant | 215 Park Avenue South | Suite 1906 | New York | NY | 10003 | 4,000 | 4,000 | 10,000 | 5,000 | 23,000 | | n |
| All American | Jeff | Rosenthal | 1203 River Road | | Edgewater | NJ | 07020 | 2,000 | | | | 2,000 | | n |
| Alliance Retail Construction, Inc | | | 2414 Lytle Road | | Bethel | PA | 15102 | | | | 500 | 500 | | n |
| Alled Waste | | | 1885 Country Crest Way | | Dacula | GA | 30019 | | 10,000 | 10,000 | | 30,000 | | n |
| Ashlye Apparel & Activewear | | | 1501 East Camino Ave | | Anaheim | CA | 92805-0400 | | | 5,000 | | 5,000 | | n |
| Ashlye Apparel Inc | | | 2500 W Bradley Place | | Chicago | IL | 60618 | 2,500 | 2,500 | 5,000 | | 10,000 | | n |
| American & Eldred Inc | | | P O Box 507 | | Mt Holly | NC | 28120 | 500 | | | | 500 | | n |
| American Express Travel Related Services Company | | | 20002 N 18th Ave | | Phoenix | AZ | 85027 | 1,000 | 1,000 | | | 2,000 | | n |
| American Image | | | 45 West Broad Street | | Bergenfield | NJ | 07621 | 250 | | 100 | | 350 | | n |
| American Sporting Goods | Mark | Fitzpatrick | 412 Gull St | | Milford | CT | 06460 | 10,000 | | | 10,000 | 20,000 | | n |
| And 1 | Randy | McKinley | 4 Industrial Blvd | | Park | PA | 19301 | | 10,000 | 10,000 | | 20,000 | | n |
| Aon Corporation | | | 1700 East Putnam Avenue | P O Box 900 | Old Greenwich | CT | 06870 | | | 5,000 | | 5,000 | | n |
| Aon Foundation | | | | | | | | | | | | | | n |
| Aon Risk Services Inc | | | 1700 East Putnam Avenue | | Old Greenwich | CT | 06870 | 1,000 | | | 5,000 | 6,000 | | n |
| APL Logistics (ACS) | John | Kazmac | 100 Central Avenue | Building 40C | South Kearny | NJ | 07932 | | 1,000 | | | 1,000 | | n |
| Arena Football League | | | 105 Madison Ave | 9th Floor | New York | NY | 10018-7418 | | 2,000 | | 2,500 | 4,500 | | n |
| Art Merchandising Inc | Stuart | Katz | 501 West 26th Street | | New York | NY | 10001 | 10,000 | | | | 10,000 | | n |
| Artistic Products Corp | | | | | | | | | 300 | | | 300 | | n |
| ASCO Inc | | | | | | | | 1,000 | | | | 1,000 | | n |
| Asset Strategies Group LLC | | | 501 W Schrock | Suite 201 | Westerville | OH | 43081 | | | 1,000 | 1,000 | 2,000 | | n |
| Associated Carpet | | | 19 West 21st Street | 8th Floor | New York | NY | 10010 | | 2,000 | 2,500 | 2,500 | 7,000 | | n |
| AT&T | | | 55 Corporate Drive | Room 13A72 | Bridgewater | NJ | 08807 | | | | | 10,000 | | n |
| Athletic Specialty Group | | | 420 C Alamance Road | | Burlington | NC | 27215 | 3,000 | 2,000 | | | 5,000 | | n |
| Atlantic Environmental Solutions | | | 5 Marine View Plaza | Suite 203 | Hoboken | NJ | 07030 | | 2,000 | 2,000 | 2,000 | 2,500 | | n |
| Avery Dennison | | | 53 McLaine Woods Road | | Groton | MA | 01450 | 2,000 | 2,000 | 2,000 | 2,000 | 8,000 | | n |
| Ayd Carpet Inc | | | 321 Northlake Blvd | Suite 216 | North Palm Beach | FL | 33408 | | 1,000 | 1,000 | | 2,000 | | n |
| Banc of America Securities | Susan | Silverstein | 9 West 57th Street | 28th Floor | New York | NY | 10019 | 10,000 | 10,000 | 10,000 | 10,000 | 40,000 | | n |
| Bank of New York | | | One Wall Street | | New York | NY | 10288 | | | 10,000 | 10,000 | 20,000 | | n |
| Bank Of Nova Scotia | Meredith | Wedeking | 1875 Broadway | 24th Floor | New York | NY | 10019 | | | | 1,000 | 1,000 | | n |
| BBC International LLC | | | 1515 N Federal Highway | Suite 206 | Boca Raton | FL | 33432 | 10,000 | 10,000 | 10,000 | 10,000 | 40,000 | | n |
| Bear Stearns | | | Three First National Plaza | | Chicago | IL | 60602 | | | 1,000 | 1,250 | 2,250 | | n |
| BearingPoint Inc | | | 108 Allen Road | | Liberty Corner | NJ | 07938 | 10,000 | 10,000 | | | 20,000 | | n |
| Berman Blake & Associates | | | 210 Crossways Park Drive | | Woodbury | NY | 11797 | | | | 1,250 | 1,250 | | n |
| Berman Blake Associates Inc | | | PO Box 9202 | | Old Bethpage | NY | 11804 | 1,000 | 1,000 | 1,000 | | 3,000 | | n |
| Best Security Industries | | | | | | | | | | 250 | | 250 | | n |
| Black Entertainment Television | | | 1515 Broadway | | New York | NY | 10036 | | | | 5,000 | 5,000 | | n |
| BlackBox | | | 2839 Timber Glen Dr | | Westford | PA | 15090 | | | | 100 | 100 | | n |
| Boston Celtics | | | 151 Merrimac Street | | Boston | MA | 02114 | | | | 2,500 | 2,500 | | n |
| Bristol Products Corporation | | | 700 Shelby Street | P O Box 158 | Bristol | TN | 37621-0158 | 500 | | | | 500 | | n |
| Broadway National Sign | | | | | | | | | | 2,000 | | 2,000 | | n |
| Buckingham Research | | | 750 Third Avenue | | New York | NY | 10017 | | | | 1,000 | 1,250 | 2,250 | n |
| Burton & Meyer | Ken | Hansen | 12995 W Lisbon Road | | Brookfield | WI | 53053 | 10,000 | 10,000 | | | 20,000 | | n |
| C & C Awards | | | 72 Park Street | Suite 211 | New Canaan | CT | 06840 | | | 1,000 | 1,250 | 2,250 | | n |
| Cambridge Security Services Corp | | | 419 Park Avenue South | | New York | NY | 10018 | | | 2,000 | | 2,000 | | n |
| Can Instaal Ve Tekstil | | | Taahud Ve Ticar AS | No 15 | Merter, Istanbul | | | 1,000 | | | | 1,000 | | n |
| Capital Light | David | Mullane | 270 Locust Street | | Hartford | CT | 06114 | 4,000 | 4,000 | 4,000 | | 12,000 | | n |
| Capital Lighting | | | 270 Locust Street | | Hartford | CT | 06114 | | | | 5,000 | 5,000 | | n |
| CARGO Magazine | | | 4 Times Square | 14th Floor | New York | NY | 10036 | | | | 10,000 | 10,000 | | n |
| Caribbean Space Planners | | | | | | | | | 1,000 | | | 1,000 | | n |
| Caribex | | | PO Box 250460 | | Agueda | PR | 00604-0460 | | | 1,000 | 1,000 | 2,000 | | n |
| Carmichael International | | | 533 Glendale Blvd | | Los Angeles | CA | 90028 | 2,000 | 2,000 | 2,000 | 2,000 | 8,000 | | n |
| Cary Wealth Limited | | | No 9 Wing Hong Street | | Kowloon Hong Kong | | | 1,000 | 1,000 | 972 | 972 | 3,944 | | n |
| Central Assets | | | 910 NW 92nd Street | | Oklahoma City | OK | 73114 | | | | 500 | 500 | | n |
| Central Notion Co Inc | | | | | | | | | 750 | | | 750 | | n |
| Century Business Systems | | | 415 Houston Street | | Manhattan | KS | 66502 | | | 100 | 100 | 200 | | n |
| Cerlogy | Sharon | Nissen | 11601 Roosevelt Boulevard | TA-06 | St. Petersburg | FL | 33716 2202 | | | | 5,000 | 5,000 | | n |

2008 SCHEDULE A

Cash Basis Contrib 929,428 882,828 1,382,228 818,648 4,872,119
 Interest Received 3,278 823,193 1,382,228 818,648 4,876,387
 Total 932,706 1,706,021 2,764,456 1,637,296 9,748,506
 2% Limitation 18,654 34,120 55,289 32,746 194,971
 Marked if over 2% of Total

| Vendor Name | First Name | Last Name | Address | Address 2 | City | State | 2002 | 2003 | 2004 | 2005 | TOTAL | Excess Contrib | 81,508 |
|--|------------|-----------|----------------------------------|--------------------------|--------------------|-------|------------|---------|---------|--------|--------|----------------|-----------|
| CFSB Butler | | | 284 Fifth Ave | Apt 2C | New York | NY | 10001 | | | 500 | | 500 | n |
| CFSB Tzokov | | | 400 E 84th Street | Apt 8C | New York | NY | 10028-5608 | | | 500 | | 500 | n |
| Champion Athleticwear | | | 802 Cokesbury Road | | Lebanon | NJ | 08833 | 10,000 | | | 5,000 | 15,000 | n |
| Chase Merchant Services | | | 3975 N W 120th Avenue | | Coral Springs | FL | 33065 | 2,000 | 2,000 | 2,000 | | 6,000 | n |
| Chase Merchant Services | | | 3975 N W 120th Avenue | | Coral Springs | FL | 33065 | | | | 2,000 | 2,000 | n |
| Checkpoint Systems | | | 101 Wolfe Drive | | Thorofare | NJ | 08086 | | | | 5,000 | 5,000 | n |
| Chessee Pictures Inc | | | 122 Hudson Street | 8th Floor | New York | NY | 10013 | | | | 5,000 | 5,000 | n |
| Chonges Enterprise Sdn Bhd | | | No 26 & 26A Jalan Lambak | | Bahru | | | | | 1,230 | | 1,230 | n |
| Clipper Express | | | 9014 Heritage Parkway | Suite 300 | Woodridge | IL | 60517 | | | 500 | | 500 | n |
| Code Resources Ltd | | | 980 Alabama Avenue | | Brooklyn | NY | 11201 | | | 500 | 500 | 1,000 | n |
| Come Long Fashion Knta Limited | | | 2/F Yick Shu Industrial Building | Sun On Street | Tuen Mun | | | | | | 1,250 | 1,250 | n |
| Compagnie Maucienne De Textile Lite | | | DBM Industrial Estate | | Mauritius | | 500 | 1,000 | 3,000 | | 4,500 | n | |
| Conference Plaza Inc | | | 1051 East Woodfield Road | | Schaumburg | IL | 60173 | | | 2,000 | 1,250 | 3,250 | n |
| Consolidated Group Inc | | | 650 E Devon Avenue | Suite 120 | Rosca | IL | 60143 | | | 1,000 | | 1,000 | n |
| Consolidated Motivational Incentives (CGI) | | | | | | | | 1,000 | | | | 1,000 | n |
| Construction One | | | 3045 Fifth Avenue | | Columbus | OH | 43219 | | | 2,000 | 2,500 | 4,500 | n |
| Converse Inc | | | One High Street | | North Andover | MA | 01845 | 50,000 | 75,000 | 50,000 | 50,000 | 275,000 | 143,492 y |
| Corporate Express | | | 372 Route West | Suite 18 | Whitehouse Station | NJ | 08889 | | | | 250 | 250 | n |
| Corporate Safe Specialists Inc | | | 1182 Paryshere Circle | | Chicago | IL | 60674 | | 75 | 100 | 100 | 275 | n |
| Cosmopolitan Magazine | | | 224 West 57th Street | | New York | NY | 10019 | | | | 3,750 | 3,750 | n |
| Cotton Tops | | | 309 Anderson Avenue | | Farmville | NC | 27828 | 100 | | | | 100 | n |
| Craftiva Realities Inc | | | 22 Audrey Place | | Fairfield | NJ | 07004 | | 2,000 | | 2,000 | 4,000 | n |
| CRS Retail Systems | | | 15 Governor Drive | | Newburgh | NY | 12550 | | | 10,000 | | 10,000 | n |
| CRS Retail Systems Inc | Kathy | Former | 15 Governor Drive | | Newburgh | NY | 12550 | 10,000 | 10,000 | 10,000 | | 30,000 | n |
| DADA | | | 929 E 2nd Street | Suite 205 | Los Angeles | CA | 90012 | 10,000 | | | | 10,000 | n |
| Daton Resources | | | 27825 Roberson Road | | Corvse | TX | 77385 | | | | 5,000 | 5,000 | n |
| Daniel Trust | | | 135 Interstate Boulevard | Suite 8 | Greenville | SC | 29615 | 4,000 | | 500 | | 4,500 | n |
| Davaco Sourcing | | | | | | | | | 2,500 | | | 2,500 | n |
| David Ziolkowski | | | 715 E Branwood Place | | Whitefish Bay | WI | 53217 | | | | 50 | 50 | n |
| DeJager Construction Company | | | 75-60th Street S W | | Wyoming | MI | 49548 | 2,500 | 2,500 | 1,500 | | 6,500 | n |
| DeLotto & Touche LLP | | | Two World Financial Center | | New York | NY | 10281 1414 | 10,000 | 3,000 | 5,000 | | 18,000 | n |
| Dependable Hawaiian Express | Brad | Dechar | 19201 S Susana Road | | Dominguez | CA | 90721 | 2,000 | 2,000 | | | 4,000 | n |
| DHX | | | 19201 Susana Road | | Rancho Dominguez | CA | 90721 | | | 2,000 | 2,500 | 4,500 | n |
| Diadora America Inc | | | 8418 South 228th Street | | Kant | WA | 98032 | 10,000 | | | | 10,000 | n |
| Direct Source Industries (HK) | | | Rd | | Kowloon Hong Kong | | | | | 1,000 | | 1,000 | n |
| Discover Card | | | 10 Spring Meadow Court | | Cranston | RI | 02921 | 1,500 | | | | 1,500 | n |
| Division Six Sports Inc | | | 17277 Ventura Blvd | Suite 204 | Encino | CA | 91316 | 2,000 | 2,000 | | 2,000 | 8,000 | n |
| DMX Music | | | 11400 West Olympic Blvd | Suite 1100 | Los Angeles | CA | 90064 | | | 1,000 | 3,000 | 4,000 | n |
| Domino's Pizza | | | 232 W 18th Street | | Junction City | KS | 66441 | | 1,000 | 100 | | 1,100 | n |
| Donahue Consulting | | | 433 West Loveland Ave | | Loveland | OH | 45140 | 2,000 | | | | 2,000 | n |
| Dorma USA | John | Messori | 800 Third Avenue | | New York | NY | 10022 | | 10,000 | | | 10,000 | n |
| Double Lights | | | | | | | 1,000 | | | | | 1,000 | n |
| Driver Bixdie & Reath LLP | Robert | Leonards | 18th & Cherry Streets | | Philadelphia | PA | 19103 | 4,000 | 1,000 | 1,250 | | 6,250 | n |
| Duffy Packaging Sales Inc | | | 12 Buckram Road | | Local Valley | NY | 11560 | 250 | 250 | 250 | | 750 | n |
| Dunbar Armored Inc | | | 50 Schuling Rd | | West Point | PA | 19486 | | | 1,250 | | 1,250 | n |
| Dynafair Corp | | | 8147 Eagle Palm Drive | | Riverview | FL | 33569 | | | 1,000 | | 1,000 | n |
| E.C.M. Office Equipment Inc | | | 12 West Mall | | Plainview | NY | 11803 | 1,500 | 2,000 | 2,000 | 1,500 | 7,000 | n |
| Elita Racing | | | 5452 Oberlin Drive | Suite B | San Diego | CA | 92121 | 2,000 | 2,000 | 1,500 | | 7,000 | n |
| EMC | | | 250 East Wisconsin Ave | 11th Floor | Milwaukee | WI | 53202 | | | | 5,000 | 5,000 | n |
| Enamsee | | | | | | | | | 1,000 | | | 1,000 | n |
| Emal & Young LLP | | | 5 Times Square | | New York | NY | 10036 | 25,000 | 25,000 | 25,000 | 25,000 | 100,000 | 18,492 y |
| ESIS | | | 140 Broadway | 40th Floor | New York | NY | 10005 | | | 1,000 | 1,000 | 2,000 | n |
| Essance | | | 1500 Broadway | | New York | NY | 10036 | 2,000 | | | | 2,000 | n |
| EURO RSCG | | | 2800 North Dallas Parkway | | Plano | TX | 75093 | | 10,000 | 10,000 | | 20,000 | n |
| Evant Inc | | | 235 Montgomery St | Suite 1300 | San Francisco | CA | 94104 | | | 2,000 | | 2,000 | n |
| Everest Worldwide Inc | | | 1350 Broadway | Suite 2300 | New York | NY | 10018 | | | 2,000 | | 2,000 | n |
| Escal Graphic Printing | | | 180 Over Avenue | | Hauspauge | NY | 11788 | | 200 | 200 | 200 | 600 | n |
| Esperien Deacid Tech | | | | | | | | | 1,000 | | | 1,000 | n |
| F.P. Duffy Inc | | | 703 East Street | P O Box 3217 | Frederick | MD | 21705 | | 500 | 500 | 500 | 1,500 | n |
| Fantasy Activewear Inc | | | | | | | | 10,000 | | | | 10,000 | n |
| FedEx Corp | Bob | Edwards | 6401 Poplar | Suite 600 | Memphis | TN | 38119 | | 2,000 | 2,000 | 2,000 | 6,000 | n |
| F&B | Angelo | Perant | 8 West 40th Street | | New York | NY | 10018 | 5,000 | | | 3,750 | 14,750 | n |
| First Albany Capital | | | 110 Penn Plaza | 42nd Floor | New York | NY | 10119-4000 | | 1,000 | 500 | | 1,500 | n |
| First Albany Corporation | | | One Penn Plaza | 42nd Floor | New York | NY | 10119 4000 | 1,000 | | | | 1,000 | n |
| Fisher Development Inc | | | 1485 Bayside Blvd | Room 8475 | San Francisco | CA | 94124 | | 5,000 | 5,000 | 5,000 | 15,000 | n |
| Flore Textile Int'l Ltd | | | 26 Pincas Street | | Afula Il Israel | | | 1,000 | | | | 1,000 | n |
| Focus (H.K.) Co Ltd | | | Road | T S T Kowloon | Hong Kong | | 1,000 | 1,000 | 2,000 | | 4,984 | 8,984 | n |
| Folger Levin & Kahn LLP | | | 275 Battery Street West | 23rd Floor | San Francisco | CA | 94111 | 3,000 | 4,000 | 8,000 | 8,000 | 19,000 | n |
| Foot Locker Inc | | | | | | | 170,544 | 247,698 | 236,678 | | | 654,920 | 573,412 y |
| Forbo Industries | | | PO BOX 667 | Humboldt Industrial Park | Hazleton | PA | 18201 | 10,000 | 10,000 | 10,000 | 10,000 | 40,000 | n |
| Forest Corporation | | | 1685 Enterprise Parkway | | Twinsburg | OH | 44087 | 4,000 | | | | 4,000 | n |
| Fourbro Inc | | | 901 E. 5th Street | | Santa Ana | CA | 92701 | | 5,000 | 10,000 | 1,250 | 16,250 | n |

2008 SCHEDULE A

Cash Basis Contrib Interest Received 829,426 3,278 882,826 1,352,220 816,648 4,072,119
 Total 832,793 3,278 882,826 1,352,220 816,648 4,076,397
 2% Limitation 18,474 17,647 27,044 18,333

Marked if over 2% of Total

| Vendor Name | First Name | Last Name | Address | City | State | Zip | 2002 | 2003 | 2004 | 2005 | TOTAL | Ex-cess Contrib | 81,508 | |
|-------------------------------------|------------|-------------|---|--------------------|----------------|-----------|------------|--------|--------|--------|--------|-----------------|--------|---|
| Frank Parsons Paper Co | | | 302 Mulberry Drive | Mechanicburg | PA | 17050 | | | 200 | | 200 | | n | |
| Frank Russell Company | Irene | Maroney | 590 Madison Avenue | 40th Floor | New York | NY | 10022 | 10,000 | | | | 10,000 | n | |
| Fujitsu | | | 2801 Network Boulevard | | Frisco | TX | 75034 | | | 5,000 | 5,000 | | n | |
| Fujitsu Transactions Solutions Inc | | | 2801 Network Boulevard | | Frisco | TX | 75034 | | | 3,000 | 3,000 | | n | |
| Gap Fze-Gap Cunaydogu Tekstil A S | | | Karalesicler Sital Fath Cad Ladin Sokak | No 17 Merter | Istanbul | Turkey | 34169 | | | 1,230 | 1,230 | | n | |
| Garment Tech International Co Ltd | | | Bangchan | Kongsamwa | Thailand | | 1,000 | 1,000 | 982 | | 2,982 | | n | |
| GC Contractors Inc | | | 333 Fifth Avenue | 5th Floor | New York | NY | 10016 | | | 500 | 500 | | n | |
| Gelcore | | | | | | | | 2,000 | | | 2,000 | | n | |
| Gemas Enterprise Co Ltd | | | | | | | 1,000 | 1,000 | | | 2,000 | | n | |
| Geo Logistics | | | Mayasc Airport Center I | 2500-A Subvan Road | College Park | GA | 30337 | 2,000 | | | 2,000 | | n | |
| Gepetto Group | | | 95 Morton Street | | New York | NY | 10014 | 2,000 | | | 2,000 | | n | |
| Ghem Uj Global Pte Ltd | | | 41 Changi South Avenue 2 | | Singapore | Singapore | 486153 | 1,000 | 3,000 | | 2,000 | 6,000 | n | |
| Gilbert East | | | 330 South Stiles Street | | Linden | NJ | 07036 | 2,000 | 2,000 | 3,000 | 5,000 | 12,000 | n | |
| Gildan Activewear SRL | | | Gildan House 34 Warrens | St Michael | Barbados | WI | | | | | 5,000 | 5,000 | n | |
| Glamour Magazine | | | 4 Times Square | | New York | NY | 10036 | 2,000 | | | 2,000 | | n | |
| Grandstand Sports & Memorabilia Inc | | | | | | | | 500 | | | 500 | | n | |
| Greenwood Construction | | | 12637 South 265 | | Draper | UT | 84020 | | | 500 | 500 | | n | |
| Greneter | | | 3110 East 12th Street | | Los Angeles | CA | 90023 | | 1,500 | | 500 | 2,000 | n | |
| Guidance | | | 4134 Del Rey Avenue | | Marina del Rey | CA | 90292 | | | | 500 | 500 | n | |
| H F Printing Solutions Inc | | | 229 W 28th Street | | New York | NY | 10001 | | | | 500 | 500 | n | |
| HAB Marketing H K Co Ltd | | | Centre 5-21 | Wan | N T | Hong Kong | | | | | 1,481 | 1,481 | n | |
| Haddad Apparel Group | | | 100 West 33rd Street | Suite 1115 | New York | NY | 10001 | | 10,000 | | | 10,000 | n | |
| Haters Press Inc | | | 2260 Landmark Place | | Manassquan | NJ | 08736 | | | 5,000 | 5,000 | | n | |
| Healy Construction Services Inc | | | 14000 S Keeler Avenue | | Crashwood | IL | 60445 | | 2,500 | 2,500 | 5,000 | | n | |
| Helshaw Associates | | | 1315 Garber Woods | | Edwardsville | IL | 62025 | | 500 | 1,000 | 1,500 | | n | |
| Heubel Material Handling Inc | | | 6311 N E Equitable Road | | Kansas City | MO | 64120 | | 150 | 150 | 300 | | n | |
| HF Printing Solutions | | | 229 W 28th Street | 3rd Floor | New York | NY | 10001 | 200 | 250 | | 450 | | n | |
| Hib Rogal & Hobbs | | | 23 Vreeland Road | Suite 242 | Floham Park | NJ | 07932 | | 5,000 | 5,000 | 10,000 | | n | |
| Hoi Polloi Inc | | | 9921 Mullen Rd SE | | Olympia | WA | 98513 | 1,000 | 1,000 | | 3,000 | | n | |
| Holland & Crosby | | | 5145 Satahke Drive | | Maassauga | OT | 144586 | | 500 | | 500 | 1,000 | n | |
| Hooked On Us Inc | | | 12570 Industry Street | | Garden Grove | CA | 92841 | | 5,000 | 5,000 | 10,000 | | n | |
| Hope Land Enterprise Co LTD | | | | | | | 1,000 | 1,000 | | | 2,000 | | n | |
| Horizon Lens | | | 5080 Mclester Street | | Elizabeth | NJ | 07207 | | 500 | | 500 | 1,000 | n | |
| Isaia.com Inc | | | 11550 North Meridian Street | Suite 250 | Carmel | IN | 46032 | | | | 500 | 500 | n | |
| IBM | Tom | Peterson | 5605 Six Forks Road | | Raleigh | NC | 27609 | 10,000 | 10,000 | 10,000 | 2,500 | 32,500 | n | |
| ICB | Michael | Faerberston | 1350 Broadway | Suite 1912 | New York | NY | 10018 | 10,000 | | | | 10,000 | n | |
| Incentive Shop | | | 2929 N California Avenue | | Chicago | IL | 60618 | | | 150 | 150 | | n | |
| Innovates MSA Incorporated | Alan | Mider | 501 Madison Avenue | | New York | NY | 10022 | 5,000 | 10,000 | 5,000 | 5,000 | 25,000 | n | |
| In-Store Sports Network | | | 130 West 29 Street | Suite 400 | New York | NY | 10001 | | | | 2,500 | 2,500 | n | |
| INT Trading | | | 8 Middle Road | | White Plains | NY | 10605 | | 2,000 | 5,000 | 7,000 | | n | |
| Integrated Display Company | | | 601 West 26th Street | | New York | NY | 10001 | | 10,000 | | 5,000 | 15,000 | n | |
| Interdean Interconex | | | 55 Hunter Lane | | Elmsford | NY | 10523-1317 | | 150 | | 150 | | n | |
| Interrex | | | 196 Route 571 | 0 | West Windsor | NJ | 08550 | | | 1,000 | 1,000 | | n | |
| Interport | | | 20 West Kinzie | Suite 1600 | Chicago | IL | 60631 | | | 1,250 | 1,250 | | n | |
| J R Jones Future Company | | | | | | | | 10,000 | | | | 10,000 | n | |
| Janmar Lighting | | | 730 W Golden Grove Way | | Covina | CA | 91722 | 1,000 | 1,000 | 1,000 | 1,250 | 4,250 | n | |
| Jeff & Nancy Dolson | | | 750 Lang Farm Drive | | Medina | OH | 44256 | | | 100 | 100 | | n | |
| Jeffries & Co | | | 520 Madison Avenue | 12th Floor | New York | NY | 10022 | 2,000 | 1,000 | | 3,000 | | n | |
| Jock Van Garment Ind Co LTD | | | | | | | 1,000 | 1,000 | | | 2,000 | | n | |
| JPM Resources (HQ) Ltd | | | Crosses Farm White Le Woods | Chorley | Lancashire | UK | | | 480 | | 480 | | n | |
| JPMorgan Chase | | | 277 Park Avenue | 47th Floor | New York | NY | 10017 | | 10,000 | 10,000 | 5,000 | 25,000 | n | |
| JPIV Design Group | | | 350 Fifth Avenue | Suite 7301 | New York | NY | 10118 0019 | 2,500 | 2,000 | 3,000 | 3,500 | 11,000 | n | |
| JR Jones Future Company | | | 3218 Winnetka Avenue North | | Minneapolis | MI | 55427 | 6,000 | | 10,000 | 10,000 | 26,000 | n | |
| JSSI Shoes | | | 155 Avenue Of The Americas | | New York | NY | 10022 | | | 5,000 | 5,000 | | n | |
| K Line America | | | 690 Mountain Avenue | | Murray Hill | NJ | 07974 | 500 | 500 | 500 | 1,500 | | n | |
| K Paul Partnership | | | 410 N Service Road East | Suite #2 | Canada | L6H 5R2 | 2,500 | 3,500 | 3,500 | 5,000 | 14,500 | | n | |
| K C Piggyback | | | 3600 Great Midwest Drive | | Kansas City | MO | 64161 | | 500 | 500 | 1,000 | | n | |
| Keen Realty | | | 60 Cullen Mill Road | Suite 407 | Great Neck | NY | 11021 3104 | 10,000 | 5,000 | | 15,000 | | n | |
| Kelley Transfer | | | 5635 Clay Ave SW | | Grand Rapids | MI | 49508 | | | 100 | 100 | | n | |
| Kelley Dye & Warren LLP | John | Callagy | 101 Park Avenue | | New York | NY | 10178 | 17,000 | 25,000 | 25,000 | 25,000 | 92,000 | 10,492 | y |
| Kerion & Kerion | | | One Broadway | | New York | NY | 10004 | | | | 10,000 | 10,000 | n | |
| Kline America | | | 690 Mountain Ave | | Murray Hill | CA | 07974 | | | 500 | 500 | | n | |
| KPMG LLP | Michael | Pienakly | 345 Park Avenue | | New York | NY | 10154 | 25,000 | | | 25,000 | | n | |
| Kriske Signs | | | 527 Westney Road | S Unit #2 | Ajax | OT | L1S6M8 | | | 382 | 382 | | n | |
| Kroll Salbin Corp | | | 1220 East Menacke Avenue | | Mesauikee | WI | 53212 | 1,000 | 10,000 | 10,000 | 21,000 | | n | |
| K Seles | | | 100 Cottage Street | 2nd Floor | Pawtucket | RI | 02860 | 10,000 | | 25,000 | 10,000 | 45,000 | n | |
| Kueckel Equipment Co Inc | | | 323 Main Street | | Belton | MO | | 1,000 | 1,000 | 1,250 | 3,250 | | n | |
| Label Systems International | | | 155 International Golf Parkway | | St Augustine | FL | 32095 | | 200 | | 200 | | n | |
| Lakeview Construction, Inc | | | 10505 Corporate Drive | Suite 2 | Pleasant Prave | WI | 53156 | 2,500 | 2,500 | 2,500 | 7,500 | | n | |
| Las Vegas L A Express | | | | | | | | 500 | | | 500 | | n | |
| Lees Carpet | | | 115 Fifth Avenue | 5th Floor | New York | NY | 10003 | 2,000 | | 2,000 | 4,000 | | n | |
| Lehman Brothers | | | 399 Park Avenue | 8th Floor | New York | NY | 10022 | | | | 500 | 500 | n | |

2004 SCHEDULE A

Cash Basis Contrib 926,426 882,826 1,382,220 818,648 4,072,119
 Interest Received 3,278
 Total 929,704 886,102 1,383,500 818,648 4,075,387
 2% Limitation 18,474 17,687 27,644 18,333 81,508

Marked # over 2% of Total

| Vendor Name | First Name | Last Name | Address1 | Address2 | City | State | Zip | 2002 | 2003 | 2004 | 2005 | TOTAL | Excess Contrib | #1 508 | |
|---|------------|-----------|---------------------------------------|--------------------------|---------------------|-------|---------|------------|--------|--------|---------|---------|----------------|--------|--|
| Lermark | | | 520 W Germantown Pk | Suite 170 | Plymouth Meeting | PA | 19482 | | 1,000 | | | 1,000 | n | | |
| Liberty Garment Co. Ltd | | | | | | | | 1,000 | | | | 1,000 | n | | |
| Liberty Group of Companies | | | 137147 Soi Phawana (41) Latphrao Road | Latphrao Jatujak | Bangkok Thailand | | 10900 | | | | 1,230 | 1,230 | n | | |
| Lightstat | | | 22 West Hill Road | | Bankhamated | CT | 06063 | | | | 2,500 | 2,500 | n | | |
| Lightstat Inc | Ron | Eigenbrod | 22 W West Hill Road | | Bankhamated | CT | 06063 | 1,000 | 2,000 | 2,000 | | 5,000 | n | | |
| Lugt | | | 155 Avenue of the Americas | | New York | NY | 10013 | 10,000 | | | 10,000 | 20,000 | n | | |
| Lyde Fisher | | | | | | | | | 1,000 | | | 1,000 | n | | |
| M&M Design Inc | | | 1981 Quality Blvd | | Huntsville | TX | 77340 | 1,000 | 3,500 | | | 4,500 | n | | |
| M Retail Engineering | | | 750 Brooks Edge Boulevard | | Westerville | OH | 43081 | 2,000 | | 2,000 | 2,500 | 6,500 | n | | |
| M.O. Collins Inc | | | | | | | | | 500 | | | 500 | n | | |
| Madison Square Garden | Neil | Brooks | 2 Penn Plaza | | New York | NY | 10121 | 5,000 | 5,000 | | 5,000 | 15,000 | n | | |
| Maersk Logistics | | | Graide Farms | PO Box 885 | Madison | NJ | 07940 | 4,000 | 2,000 | 2,980 | | 10,230 | n | | |
| Maersk Saaland | | | Graide Farms | PO Box 880 | Madison | NJ | 07940 | | 2,000 | | | 2,000 | n | | |
| Magnolia Transportation | | | PO Box 43647 | Bvd | Atlanta | GA | 30336 | | 1,000 | 1,000 | | 2,000 | n | | |
| MayaSLC Athletic | | | 100 Maystac Wky | | Bangor | PA | 18013 | 5,000 | 5,000 | 4,000 | 5,000 | 19,000 | n | | |
| Major League Baseball | | | 245 Park Avenue | | New York | NY | 10167 | | | 10,000 | 10,000 | 20,000 | n | | |
| Manhattan Associates | Alan | Dabbers | 2300 Windy Ridge Parkway | 7th Floor | Atlanta | GA | | 10,000 | 10,000 | 5,000 | 5,000 | 30,000 | n | | |
| ManPower | | | 3324 Trends Rd | | Camp Hill | PA | 17011 | 300 | 400 | 400 | 400 | 1,500 | n | | |
| Maro-Alen Associates | | | 7770 West Oakland Park Blvd | Suite 280 | Fort Lauderdale | FL | 33351 | 1,000 | 3,000 | 1,000 | 1,250 | 6,250 | n | | |
| Marie Claire Magazine | | | 1780 Broadway 18th floor | | New York | NY | 10019 | 10,000 | | | | 10,000 | n | | |
| Mark Bnc Inc | | | 4740 Chudoba Parkway | | Prince George | VA | 23875 | | 250 | 250 | 250 | 750 | n | | |
| Marktimez SAS | | | 14 Audubon Rd | | Waltham | MA | 01880 | | 10,000 | | 5,000 | 25,000 | n | | |
| Masood Textile Mills (Pvt) Ltd | | | Apparel Division Sargodah Road | | Faisalabad Pakistan | | | | | | 1,225 | 1,225 | n | | |
| Mastercard International | Robert | Cramer | 2000 Purchase Street | | Purchase | NY | 10577 | 2,500 | 2,500 | 3,000 | 5,000 | 13,000 | n | | |
| McClure Company | | | P O Box 1579 | | Harrisburg | PA | 17105 | 750 | | 100 | | 850 | n | | |
| MD Collins Inc | | | 405 Nightingale | | Dearborn | MI | 48128 | | | 500 | | 500 | n | | |
| Medalon Ltd | Terry | Daves | 37th West 20th Street | | New York | NY | 10011 | 10,000 | | 2,000 | 2,500 | 14,500 | n | | |
| Mercer Human Resource Consulting | | | 1166 Avenue of the Americas | | New York | NY | 10036 | 10,000 | | | | 5,000 | 15,000 | n | |
| Mendan IQ Services | | | 2122 York Road | Suite 300 | Oakbrook | IL | 60523 | | | | | 500 | 500 | n | |
| MetLife | | | 501 US Highway 22 | P O Box 6691 | Bridgewater | NJ | 08807 | | 2,000 | | | 5,000 | 7,000 | n | |
| Metro Door | | | 99 Swiftown Bypass | 2nd Floor | Hauspaugue | NY | 11788 | | | 400 | | 500 | 900 | n | |
| Metro Tech Service | | | 1325 Remington Road | Suite V | Schaumburg | IL | 60173 | | 1,000 | | | 1,500 | 2,500 | n | |
| Metrollogic | | | 1571 Imperial Way | Suite B | West Deptford | NJ | 08066 | | | | | 500 | 500 | n | |
| Miami Heat | | | Miami Heat & American Airlines Arena | 601 Biscayne Blvd | Miami | FL | 33132 | | | | 2,500 | 2,500 | n | | |
| Midtown Neon Sign Corp | | | 550 West 30th Street | | New York | NY | 10001 | 1,000 | 1,000 | 2,500 | 1,250 | 5,750 | n | | |
| Midwest Infrared Services | | | 14240 U S Highway 12 | | Somerset | MI | 49281 | | | 100 | | 100 | n | | |
| Molken Container Service | | | 400 North Atlantic Ave | | Kansas City | MO | 64116 | | 500 | | | 1,000 | n | | |
| Montreal Superior Packaging Inc | | | 601 Simson | Ville St Laurent | Montreal | QU | H4N 2E1 | | | | 200 | 200 | n | | |
| Mortison Security Corp | | | 12334 South Keeler Ave | | Atap | IL | 60803 | | | 10,000 | | 10,000 | n | | |
| Mr Sanford Haber | | | 30 Inverness Court | | White Plains | NY | 10605 | | | 300 | | 300 | n | | |
| M-Retail Engineering | | | | | | | | | 2,000 | | | 2,000 | n | | |
| Ms Margaret Fitzpatrick | | | One Stamford Plaza | 263 Tresser Blvd 9th Fl | Stamford | CT | 06901 | | | | 300 | 300 | n | | |
| MTV | | | 1515 Broadway | 14th Floor | New York | NY | 10036 | 4,000 | | | | 4,000 | n | | |
| Nameson Industrial Limited | | | | | | | | 1,000 | 1,000 | | | 2,000 | n | | |
| nan Kuang Fiber Ind Co Ltd | | | | | | | | 1,000 | 1,000 | | | 2,000 | n | | |
| Nashua Corporation | | | 3838 South 108th Street | | Omaha | NE | 68144 | | | 250 | 100 | 350 | n | | |
| National Basketball Association Entertainment | | | Olympic Tower | 845 Fifth Avenue | New York | NY | 10022 | 10,000 | 10,000 | 10,000 | 5,000 | 35,000 | n | | |
| National Energy Services Inc | | | 250 Hembree Park Drive | Suite 114 | Roswell | GA | 30076 | 2,000 | 2,000 | 2,000 | 4,000 | 10,000 | n | | |
| National Football League | | | 280 Park Avenue | | New York | NY | 10017 | | 25,000 | 10,000 | 10,000 | 45,000 | n | | |
| National Hanger Co | | | Water Street P O Box 818 | | North Berrington | VT | 05257 | | 500 | 200 | 250 | 950 | n | | |
| Needham Electric Supply Corp | | | 625 5th Avenue | | Patnam | NY | 10803 | | | 750 | | 750 | n | | |
| NES | | | 250 Hembree Park Dr | #114 | Roswell | GA | 30076 | | | 1,000 | | 1,000 | n | | |
| Nesco Lighting | | | 625 Fifth Avenue | | Patnam | NY | 10803 | | | | 250 | 250 | n | | |
| Network Flooring & Maintenance | | | P O Box 1331 | | Beer | DE | 19701 | | 2,000 | 1,000 | | 3,000 | n | | |
| New Balance | | | 20 Guest Street | | Brighton Landing | MA | 02135 | 10,000 | | 25,000 | | 60,000 | n | | |
| New Era Cap Company Inc | | | PO Box 208 | | 08061 Erie Road | Derby | NY | 14047-0208 | 5,000 | | 10,000 | 15,000 | n | | |
| New York Knicks | | | Madison Square Garden | Two Pennsylvania Plaza | New York | NY | 10121 | | | 5,000 | | 5,000 | n | | |
| Nice Apparel Co Ltd | | | 500 Soi Thangkarn Atakomsongkhro 10 | | Bangkok Thailand | | | 1,000 | 2,000 | 2,982 | 2,982 | 8,962 | n | | |
| Nike | | | One Bowerman Drive | | Beaverton | OR | 97005 | | 75,000 | 75,000 | 125,000 | 275,000 | 193,492 y | | |
| NJ Nets | | | 390 Murray Hill Parkway | | East Rutherford | NJ | 07073 | | | 5,000 | | 5,000 | n | | |
| Novack and Macey LLP | | | 303 West Madison Street | Suite 1500 | Chicago | IL | 60606 | 2,000 | 2,000 | | 2,500 | 6,500 | n | | |
| Ocean Place Resort & Spa | | | One Ocean Blvd | | Long Branch | NJ | 07740 | | 2,000 | 2,000 | | 4,000 | n | | |
| Ocean Sky Textile (HK) Ltd | | | Peak Roa | | Kowloon Hong Kong | | | 1,000 | 2,000 | | 1,230 | 4,230 | n | | |
| OMNI FUNDING | | | 957 Route 109 | | West Babylon | NY | 11704 | 500 | 500 | 500 | | 1,500 | n | | |
| Onix S A | | | KM 5 Highway to Puerto Cortes | Zoll Honduras Building 9 | Choloma Cortes | | | | | | 5,000 | 5,000 | n | | |
| Oster Hosun & Harcourt LLP | Leune | Barrett | 1 First Canadian Place | | Toronto | On | M5X1B8 | | 2,000 | 1,000 | 1,250 | 4,250 | n | | |
| P & O Nedloyd | Marlo | Lopez | One Meadowlands Plaza | | East Rutherford | NJ | 07073 | | 1,000 | 2,000 | | 1,250 | 4,250 | n | |
| P&O Nedloyd Liner | | | One Meadowlands Plaza | | East Rutherford | NJ | 07073 | | | | 1,250 | 1,250 | n | | |
| Pacific Handy Culler | | | 2068 Randolph Avenue | | Costa Mesa | CA | 92626 | | 50 | 100 | | 150 | n | | |
| Pacific Resources | | | 6957 Whitesand Place | | Malibu | CA | 90265 | | | 1,000 | 2,500 | 3,500 | n | | |
| Palmer Reiter and Associates P A | | | 1900 Summit Tower Boulevard | Suite 870 | Orlando | FL | 32810 | | | | 1,250 | 1,250 | n | | |
| Pam International | Don | Kraeter | 45 Mayhill Street | | Saddle Brook | NJ | 07663 | 10,000 | | | | 10,000 | n | | |

2008 SCHEDULE A

Cash Basis Contrib 920,428 882,826 1,362,228 818,648 4,072,119
 Interest Received 3,278 3,278 3,278 3,278 12,778
 Total 923,706 886,104 1,365,506 821,926 4,084,897
 2% Limitation 18,474 17,647 27,044 16,333 81,608

Marked if over 2% of Total

| Vendor Name | First Name | Last Name | Address | City | State | 2002 | 2003 | 2004 | 2005 | TOTAL | Excess Contrib | 81,508 | | |
|---|------------|-----------|-----------------------------|------------------|-----------------|-----------------|------------|------------|--------|--------|----------------|---------|---------|--------|
| Paper Dimension Inc | | | 2 Burtz Drive | Brampton | ON | 1,500 | 500 | | 5,000 | 7,000 | n | | | |
| Paragon Industries | | | | | | | 70 | | | 70 | n | | | |
| Patrol Marketing Group | | | 10441 W Jefferson Blvd | Suite 100 | Culver City | CA | 2,500 | | 2,500 | 2,500 | n | | | |
| PC Mail | | | P O Box 308 | | Menomonee Falls | WI | 5,305 | | 500 | 5,805 | n | | | |
| Pearl-Phil Garment (Far East) Ltd | | | Unit 807 B/F Riley House B8 | Chung | Kong | | | 1,000 | 1,235 | 2,235 | n | | | |
| Penguin Brands Inc | | | P O Box 1036 | | Sharon Hill | PA | 1,907 | | 10,000 | 11,907 | n | | | |
| Penguin Imaging Inc | | | 186 Princeton | | Hightstown Rd | West Windsor | NJ | 2,000 | 2,500 | 4,500 | n | | | |
| Pennington Promotions Inc | | | | | | | | 100 | | 100 | n | | | |
| Pfleger International Ltd | | | Centre, | 37 Ma Tau Wai Rd | Kowloon | Hong Kong | | 880 | 1,230 | 2,110 | n | | | |
| Phoenix Marketing | | | 100 Oak Ridge Road | | Oak Ridge | NJ | 07438 | | 100 | 100 | n | | | |
| Pittsburg Tank and Tower | | | Box 813 | | Henderson | KY | 42419-0813 | | 100 | 100 | n | | | |
| Plan Express | | | 424 West 33rd Street | | Suite 250 | New York | NY | 10001 | | 1,250 | 1,250 | n | | |
| Platinum Tag & Label Systems Inc | | | | | | | | 100 | | 100 | n | | | |
| Porter Wright Morris & Arthur LLP | | | 925 Euclid Avenue | | Suite 1700 | Cleveland | OH | 44115 | | 250 | 250 | n | | |
| POS Plus Inc | | | 8185 Upland Circle | | | Channahassen | MINN | 55317 | | 500 | 500 | n | | |
| Power Sources Inc | | | 1605 NW Jefferson Street | | | Lee Summit | MO | 64083 | | 50 | 50 | n | | |
| Premier Brands of America Inc | | | 120 Pearl Street | | | Mount Vernon | NY | 10550 | | 100 | 200 | n | | |
| Premiere Executive Search | | | 730 Rosa Drive | | | Lawrenceville | GA | 30044 | | 100 | 100 | n | | |
| Premium Knots | | | 151 Ft. Haj Adam Champer | | | New Chail | Karachi | Pakistan | 980 | 1,234 | 2,214 | n | | |
| Prestone Printing Company | | | 50 Washington Street | | | Brooklyn | NY | 10013 | 25,000 | 25,000 | 25,000 | 18,492 | | |
| PRG Schultz | | | | | | | | 500 | | 500 | n | | | |
| Primedia - Slam Magazine | | | 1115 Broadway | | | New York | NY | 10010 | | 10,000 | 10,000 | n | | |
| Priority Services | | | 1000 North Villa Ave | | | Villa Park | IL | 60181 | | 250 | 250 | n | | |
| Prizm Architects | Doug | Daves | 1833 Corporate Drive | | Suite 103 | Irving | TX | 75038 | 4,500 | 4,500 | 4,500 | 5,000 | 18,500 | |
| Product Engine | | | | | | | | 1,000 | | 1,000 | n | | | |
| Progressive Future Solutions | | | 5650 Tomken Road | | Unit #14 | Mississauga | ON | L4W 4P1 | | 5,000 | 5,000 | 4,910 | 14,910 | |
| Property Tax Services Co | | | PO Box 543185 | | | Dallas | TX | 75354 | | 1,000 | 1,000 | n | | |
| Proskauer Rose LLP | Andrea | Ratner | 1585 Broadway | | | New York | NY | 10036 | 10,000 | 10,000 | 30,000 | n | | |
| Protection Plus | | | 340 Stagg Street | | | Brooklyn | NY | 11208 | | 10,000 | 1,250 | 21,250 | | |
| Protek International Corp | | | 180 Kayland Court | | | Bohemia | NY | 11718 | | 250 | 250 | 750 | | |
| PSP Sports | | | 355 Lexington Ave | | | New York | NY | 10017 | 15,000 | 10,000 | 10,000 | 35,000 | | |
| Puma North America Inc | | | 5 Liberty Way | | | Westford | MA | 01888 | 25,000 | 25,000 | 25,000 | 75,000 | 150,000 | 68,492 |
| Quad Graphics | | | N63W23075 Hwy 74 | | | Sussex | WI | 53089 | | 10,000 | 450 | 10,450 | | |
| Rafly By Sahara Ltd and Valley Industries | | | 450 7th Ave | | Suite 835 | New York | NY | 10123 | | 500 | 1,250 | 1,750 | | |
| Reebok | Chris | St Pierre | 1895 J W Foster Blvd | | | Canton | MA | 02021 | 75,000 | 75,000 | 75,000 | 225,000 | 143,492 | |
| Reebok International Ltd | | | 1985 J W Foster Blvd | | | Canton | MA | 02021 | | 5,000 | 5,000 | n | | |
| Regions Facility Services Inc | | | 5451 West Waters Avenue | | Suite C | Tampa | FL | 33634 | | 1,000 | 1,000 | n | | |
| Renfro Corporation | Frank | Mayberry | 661 Livada Road | | | Mount Airy | NC | 27030 | 1,000 | | 1,000 | n | | |
| Retail Maintenance Mgmt, Inc | | | 3 East Deer Park Rd | | | Dix Hills | NY | 11746 | 2,000 | 2,000 | 4,000 | n | | |
| Retail Maintenance Specialists | | | 96 Glenn Drive | | | Manahawkin | NJ | 08050 | | 1,000 | 3,700 | 4,700 | | |
| Retail Permits | | | 3019 Holliswell Drive | | Suite 103 | Katy | TX | 77450 | 300 | 2,000 | 1,500 | 3,800 | | |
| Rethy Associates | | | 122 East 42nd Street | | Suite 1001 | New York | NY | 10168 | | 500 | 500 | 1,000 | | |
| RGIS - Inventory Specialists | | | 734 West Whitman Road | | Suite 200 | Manville | NY | 11747-2216 | 1,000 | 500 | 1,000 | 2,500 | | |
| Richardson & Associates Inc | | | 18 Rolling Hill Drive | | | Morrisstown | NJ | 07960 | | 2,000 | 2,000 | n | | |
| Roberta Sonnino Travel | | | 14 Penn Plaza | | | New York | NY | 10122 | | 250 | 250 | n | | |
| RR Donnelley | | | | | | | | 3,000 | | 3,000 | n | | | |
| Russco Inc | Russ | Picnette | 85 Purchase Street | | | Fall River | MA | 02720 | 10,000 | 2,000 | 2,500 | 24,500 | | |
| Russell Athletic | | | 3330 Cumberland Blvd S W | | Suite 700 | Atlanta | GA | 30339 | 1,000 | | 1,000 | n | | |
| Russell Investment Group | | | 590 Madison Avenue | | 40th Floor | New York | NY | 10022 | | 10,000 | 10,000 | 30,000 | | |
| Russell Jarzess | | | 3330 Cumberland Blvd | | | Atlanta | GA | 30339 | | 1,000 | 5,000 | 6,000 | | |
| RWI Design | | | 220 East 23rd Street | | | New York | NY | 10010 | | 1,250 | 1,250 | n | | |
| S A Kennedy Inc | | | 4255 Trotters Way | | | Alpharetta | GA | 30004 | 5,000 | 5,000 | 5,000 | 15,000 | | |
| S S T S America Corp | | | 1385 Broadway | | Suite 802A | New York | NY | 10018 | | 5,000 | 5,000 | n | | |
| San Sun Hat & Cap Co Ltd | | | | | | | | 1,000 | 1,000 | 2,000 | n | | | |
| SAP | | | 95 Morton Street | | | New York | NY | 10014 | | 2,000 | 2,000 | n | | |
| Saranac Glove | | | 999 Lombard Ave | | | Green Bay | WI | 54304 | | 1,000 | 1,000 | n | | |
| Saucony | Art | Rogers | 13 Centennial Drive | | | Peabody | MA | 01961 | 1,000 | | 1,000 | n | | |
| School Sports | | | 20 West 22nd Street | | Suite 603 | New York | NY | 10010 | | 5,000 | 5,000 | n | | |
| Scorpio Construction Inc | | | 349 U S Route Nine | | | West Creek | NJ | 08092 | 3,000 | 5,000 | 5,000 | 13,000 | | |
| Scotia Capital | | | One Liberty Plaza | | 26th Floor | New York | NY | 10006 | | 2,000 | 2,000 | n | | |
| Sea Star Line | | | 2 Yorkville Terrace | | | Allentown | NJ | 08501 | | 250 | 500 | 750 | | |
| Secure Computing | | | 4810 Harwood Road | | | San Jose | CA | 95124-5206 | | 250 | 250 | n | | |
| Securitas Security Services USA Inc | | | 2942 B S W Wannamaker | | Site 2 A | Topeka | KS | 66602 | | 250 | 250 | n | | |
| Security Source Inc | | | | | | | | 2,000 | | 2,000 | n | | | |
| SEI Investments Canada | | | 70 York Street | | Suite 1600 | Toronto Ontario | | | 3,000 | 3,000 | 6,000 | n | | |
| Senn Delaney Consulting | | | 5 Revere Drive | | Suite 202 | Northbrook | IL | 60062 | | 2,000 | 2,000 | n | | |
| Sanitech EAS Corp | | | 2843 Centarport Circle | | | Pompano Beach | FL | 33064 | | 100 | 100 | 200 | | |
| Sentry Salvage | | | 2401 Morris Ave | | 3rd Floor West | Union | NJ | 07083 | | 5,000 | 5,000 | n | | |
| Services by Reynard | | | P O Box 5273 | | | Deerford | NJ | 08098 | 4,000 | 1,000 | 5,000 | n | | |
| Shoe Store Supplies | | | 2009 Elmwood Ave | | | Sharon Hill | PA | 19079 | 5,000 | 10,000 | 15,000 | n | | |
| Shook Hardy & Bacon LLP | | | 2555 Grand Boulevard | | | Kansas City | MO | 64108-2613 | | 1,250 | 1,250 | n | | |
| Sierra Contracting Corp | | | 445 Corporate Drive | | Suite A | Eacondido | CA | 92029 | 2,000 | 2,500 | 4,500 | n | | |

2004 SCHEDULE A

Cash Basis Contrib 820 428 882 826 1,352,220 916,648 4,072,119
 Interest Received 3 278 - - - 3,278
 Total 823 702 882 826 1,352,220 916,648 4,075,397
 2% Limitation 16,474 17,667 27,044 18,333 81,808

Marked # over 2% of Total

| Vendor Name | First Name | Last Name | Address | City | State | Zip | 2002 | 2003 | 2004 | 2005 | TOTAL | Excess Contrib | 81 508 |
|---------------------------------------|------------|-----------|---------------------------------------|--------------------------|-------------------|-------|------------------|------------------|------------------|------------------|------------------|------------------|--------|
| Vacuum Systems International Inc | | | 7500 West Street | Valley View | OH | 44125 | | 1 000 | 1 500 | 1 500 | 4 000 | n | |
| Valley Industries Inc | | | 1350 Broadway | New York | NY | 10118 | | | 500 | | 500 | n | |
| Van Wagner | | | 800 Third Avenue | New York | NY | 10022 | 10 000 | | 10 000 | 10 000 | 30 000 | n | |
| Veritone | | | 700 5th Street West | Hastings | MN | 55033 | | | 200 | | 200 | n | |
| Verba Advertising Production Services | | | 1 Cape May Street | Harrison | NJ | 07029 | 2 000 | 2 000 | | | 4 000 | n | |
| VF Services Inc | | | P O Box 21647 | Greensboro | NC | 27420 | | 1 000 | | | 1 000 | n | |
| Vicunha Textil S/A | | | | | | | | 1 000 | | | 1 000 | n | |
| Vila Lighting | | | P O Box 15224 | St. Louis | MO | 63110 | | 1 000 | 1 000 | 1 000 | 3 000 | n | |
| Vira Manufacturing | | | One Buckingham Avenue | Parth Amboy | NJ | 08861 | | | 5 000 | 5 000 | 10 000 | n | |
| VISA | | | 6420 W Bryn Mawr Ave | Chicago | IL | 60631 | 3 000 | | | | 3 000 | n | |
| Visual Productions Inc | | | 24050 North Western Highway | Southfield | MI | 48075 | | 200 | 100 | 200 | 500 | n | |
| Walford Holdings Limited | | | Karesteciler atesi Sadr sok | at 1 Merter | Istanbul Turkey | | | | | 971 | 971 | n | |
| Washington Sports & Entertainment | | | 601 F Street NW | Washington | DC | 20004 | | | 1 000 | 1 000 | 2 000 | n | |
| Watson Wyatt & Company | | | 80 William Street | Wellesley Hills | MA | 02481 | 2 000 | 3 000 | 2 000 | 2 500 | 9 500 | n | |
| WebLeasing.com | | | 353 Route 46 West | Fairfield | NJ | 07004 | | | | 1 250 | 1 250 | n | |
| Webcorp Holding Co Ltd | | | Room 309 Beverly Commercial Centre | South | Kowloon Hong Kong | | | 1 000 | 980 | | 1 980 | n | |
| Wells Fargo Securities | John | Shanley | 800 California Street | San Francisco | CA | 94106 | 10 000 | 10 000 | 2 000 | 5 000 | 27 000 | n | |
| Werner Ladder | | | | | | | | 200 | | | 200 | n | |
| Western Union | | | | | | | | 1 000 | | | 1 000 | n | |
| Westrade Securities Corp | | | Karesteciler Fatih Caddesi Sadr Sokak | Saray la Merkezl No 21/1 | Istanbul Turkey | 34010 | | | | 1 225 | 1 225 | n | |
| Whelan's International | Larry | Whelan | 731 Union Parkway | Ronkonoma | NY | 11779 | | 500 | 500 | 1 000 | 2 000 | n | |
| William C. Martucci | | | 6429 Overbrook Rd | Mission Hite | KS | 66206 | | | | 2 000 | 2 000 | n | |
| Wilson Sports | | | 8700 Bryn Mawr Ave | Chicago | IL | 60631 | | | 500 | | 500 | n | |
| Winstead Sechrest & Munick | | | | | | | | 1 000 | | | 1 000 | n | |
| WIS Inventory Service | | | 9265 Sky Park Court | San Diego | CA | 92123 | | | | 1 250 | 1 250 | n | |
| WJCA Inc | William | Commer | 783 Susquehanna Avenue | Franklin Lakes | NJ | 07417 | 10 000 | 5 000 | 5 000 | 10 000 | 30 000 | n | |
| Wolf Gordon Inc | | | 33-00 47th Avenue | Long Island City | NY | 11001 | | | 1 000 | 1 250 | 2 250 | n | |
| Workflow | | | Tall Oaks Corp Ctr 100 Lenox Rd | Bigd 1 Suite 201 | Maple Shade | NJ | 08052 | | | | 300 | n | |
| World Class Business Products Inc | | | 21-33 44th Drive | Long Island City | NY | 11101 | | 500 | 500 | 500 | 1 500 | n | |
| Yellow Corp | | | 2000 S E Rice Road | Topoka | KS | 66607 | | | 250 | 500 | 750 | n | |
| Zeeq Fashion Inc | | | 734 Grand Ave | Unit E | Ridgefield | NJ | 07657 | | | 1 250 | 1 250 | n | |
| TOTAL | | | | | | | 1 101 821 | 1 233 093 | 1 285 606 | 1 180 043 | 4 810 282 | 1 263 349 | |

266

| NON-CASH | 2002 | 2003 | 2004 | 2005 | TOTAL | 81 508 |
|--------------|------------------|------------------|------------------|------------------|------------------|------------------|
| New Era | 12 000 | | | | 12 000 | n |
| Doyle/Other | | 13 750 | | | 13 750 | n |
| TOTAL | 12 000 | 13 750 | | | 25 750 | |
| | 1 113 821 | 1 246 843 | 1 285 606 | 1 180 043 | 4,836 032 | 1 283 349 |

| | | | | | | |
|-------------------|------------------|------------------|------------------|------------------|------------------|-----------|
| TOTAL | 1 113 821 | 1 246 843 | 1 285 606 | 1 180 043 | 3 648,889 | |
| Less Non-Cash | (122,680) | (288,212) | (230,780) | (247,260) | (618,812) | Line 17 ✓ |
| Total Cash | 991,141 | 958,631 | 1,054,826 | 932,783 | 3,038,077 | |
| CY Rec | 288,966 | 388,770 | 88,306 | 124,480 | 781,041 | |
| PY Rec | 227,428 | 286,866 | 396,770 | 88,308 | 819,166 | |
| Cash Basis | 820 428 | 882 826 | 1,352,220 | 916 648 | 3,118,471 | Line 16 ✓ |

FOOT LOCKER FOUNDATION INC.
 ON OUR FEET OCTOBER 17, 2006
 REIMBURSEMENT BY VENDOR (As of 6/04/2007)



| ID | Vendor | AmtPledged | AmtRec'd | Other | Bank fee | Overpayment | AmtOutst | DatetoTreasy | Comments |
|------|---|-------------|-----------|-------|----------|-------------|-----------|--------------|---|
| 1508 | A OK Security and Maintenance | \$2,500 00 | 2,500 00 | | | | - | 10/4/06 | |
| 1503 | Abaco Construction Corporation | \$2,500 00 | 2,500 00 | | | | - | 9/19/06 | 1st Choice Facillties Services Corp |
| 1397 | Access Marketing | \$5,000 00 | 5,000 00 | | | | - | 6/15/07 | |
| 1569 | Acro Display, Inc | \$5,000 00 | 5,000 00 | | | | - | 10/10/06 | |
| 1348 | adidas | \$25,000 00 | 25,000 00 | ✓ | | | - | 11/13/06 | |
| 1174 | Adirondack Chair Co | \$100 00 | 100 00 | | | | - | 7/18/06 | Adirondack Chair Company,Inc |
| 1590 | ADP | \$3,750 00 | 3,750 00 | | | | - | 10/30/06 | |
| 1379 | Ad-Vance Personnel Services | \$100 00 | 100 00 | | | | - | 6/8/07 | |
| 1386 | Advanced Mechanical Services | \$500 00 | 500 00 | | | | - | 9/1/06 | |
| 1339 | Alliance Retail Construction, Inc | \$1,000 00 | 1,000 00 | | | | - | 8/21/06 | |
| 1471 | Aistyle Apparel, Inc | \$5,000 00 | 5,000 00 | | | | - | 11/22/06 | Ennis |
| 1475 | Always Refreshing Vending Services, Inc | \$500 00 | 500 00 | | | | - | 8/27/06 | |
| 1337 | American Sporting Goods (Ryka, Avia) | \$10,000 00 | - | | | | 10,000 00 | | |
| 1540 | Anthony L&S, LLC | \$10,000 00 | 10,000 00 | | | | - | 10/18/06 | |
| 1541 | Arena Football League | \$5,000 00 | 5,000 00 | | | | - | 11/22/06 | |
| 1548 | Associated Carpet | \$1,000 00 | 1,000 00 | | | | - | 9/1/06 | Associated/ACC International, Ltd |
| 1505 | AT&T | \$10,000 00 | 10,000 00 | | | | - | 11/13/06 | |
| 1429 | Atlantic Environmental Solutions | \$5,000 00 | 5,000 00 | | | | - | 9/12/06 | #1750 |
| 1534 | Avery Dennison | \$1,250 00 | 1,250 00 | | | | - | 10/10/06 | |
| 1387 | Avid Carpet, Inc | \$500 00 | 500 00 | | | | - | 9/1/06 | Avid Floor Maintenance, Inc |
| 1485 | Banc of America Securities | \$10 000 00 | 10,000 00 | | | | - | 8/4/06 | Bank of America |
| 1491 | Bank of Nova Scotia | \$1,000 00 | 1,000 00 | | | | - | 8/28/06 | Scotlabank |
| 1574 | Barnett Associates | \$2,500 00 | 2,500 00 | | | | - | 10/18/06 | |
| 1499 | BBC International | \$10,000 00 | 10,000 00 | | | | - | 10/18/06 | |
| 1251 | Bell South | \$5,000 00 | 5,000 00 | | | | - | 10/10/06 | |
| 1370 | Berman Blake & Associates | \$1,250 00 | 1,250 00 | | | | - | 7/21/06 | Berman,Blake Associates,Inc Check# 3057 |
| 1591 | BET Networks | \$5 000 00 | 5,000 00 | | | | - | 11/13/06 | |
| 1463 | BG Mechanical | \$100 00 | 100 00 | | | | - | 10/30/06 | |
| 1624 | Blackhawk Network | \$5,000 00 | 5,000 00 | | | | - | 6/1/07 | |
| 1632 | Booma Fat Garment Limited | \$1,250 00 | 1,219 15 | | 30 85 | | - | 10/13/06 | less \$30 85 fee |
| 1252 | Bridge Partners | \$1,000 00 | 1,000 00 | | | | - | 7/1/07 | |
| 1422 | Broadway National Sign | \$1,250 00 | 1,250 00 | | | | - | 9/1/06 | Broadway Neon Sign Corp |
| 1504 | Brotman-Winter-Fried Communications | \$1,250 00 | 1,250 00 | | | | - | 11/13/06 | |
| 1515 | Burton & Mayer, Inc | \$3,750 00 | 3,750 00 | | | | - | 9/28/06 | |
| 1516 | C & C Awards | \$1,000 00 | 1,000 00 | | | | - | 11/13/06 | |
| 1255 | Callan Salvage | \$1,250 00 | 1,250 00 | | | | - | 8/11/06 | Callan Salvage & Appraisal Co ,Inc Check# 21601 |
| 1363 | Canvas Systems | \$100 00 | 100 00 | | | | - | 10/30/06 | |
| 1549 | Capitol Lighting | \$2,500 00 | 2,500 00 | | | | - | 8/24/06 | CLS |
| 1522 | Caribex | \$1,000 00 | 1,000 00 | | | | - | 10/30/06 | Caribe Express |
| 1340 | Carmichael International | \$2,500 00 | 2,500 00 | | | | - | 9/28/06 | |
| 1375 | Certegy | \$5,000 00 | 5,000 00 | | | | - | 9/1/06 | Fidelity National Info Services |
| 1354 | Champion Athleticwear | \$5,000 00 | 5,000 00 | | | | - | 6/8/07 | |
| 1448 | Checkpoint Systems, Inc | \$10,000 00 | 10,000 00 | | | | - | 10/4/06 | |
| 1619 | Chelsea Pictures, Inc | \$5,000 00 | 5,000 00 | | | | - | 10/18/06 | |
| 1523 | Clipper Exxpress | \$500 00 | 500 00 | | | | - | 10/30/06 | |
| 1201 | Coda Resources, Ltd | \$500 00 | 500 00 | | | | - | 7/24/06 | Coda Resources,LTD |
| 1421 | Come Long Fashion Knits Limited | \$1,250 00 | 1,250 00 | | | | - | 10/2/06 | |
| 1430 | Commercial Fire, Inc | \$500 00 | 500 00 | | | | - | 9/12/06 | |
| 1633 | Compagnie Mauricienne De Textile Ltee | \$1,250 00 | 1,250 00 | | | | - | 8/21/06 | wire trf |
| 1249 | Compucom | \$1,250 00 | 1,250 00 | | | | - | 6/21/06 | |
| 1468 | Computer Network Solutions | \$100 00 | - | | | | 100 00 | | |
| 1593 | Conde Nast | \$3,750 00 | 3,750 00 | | | | - | 10/10/06 | |
| 1256 | Conference Plus, Inc | \$2,500 00 | 2,500 00 | | | | - | 8/21/06 | |

| ID | Vendor | AmtPledged | AmtRec'd | Other | Bank fee | Overpayment | AmtOutst | DatetoTreasy | Comments |
|------|---|-------------|-----------|----------|----------|-------------|----------|--------------|--|
| 1373 | Connections Canada (CCi) | \$250 00 | 250.00 | | | | - | 9/1/06 | |
| 1257 | Converse | \$50,000 00 | 50,000.00 | ✓ | | | - | 11/13/06 | |
| 1445 | Cook Roos Wilbur Thompson LLP | \$5 000 00 | 5,000 00 | | | | - | 9/19/06 | |
| 1425 | Corporate Research International | \$2,500 00 | 2,500 00 | | | | - | 9/28/06 | |
| 1476 | Corporate Safe Specialists, Inc | \$100 00 | 100 00 | | | | - | 8/11/06 | |
| 1383 | Cosmopolitan Magazine | \$2,500 00 | 2,500 00 | | | | - | 9/12/06 | Hearst Magazine |
| 1507 | Creative Realities, Inc | \$2,500 00 | 2,500 00 | | | | - | 10/10/06 | |
| 1417 | Data Services Direct | \$2,500 00 | 2,500 00 | | | | - | 9/28/06 | |
| 1623 | Deloitte & Touche LLP | \$2,500 00 | 2,500 00 | | | | - | 12/20/06 | |
| 1482 | Dependable Hawaiian Express | \$2,500 00 | 2,500 00 | | | | - | 10/30/06 | DHX |
| 1181 | Dewitt Plastics, Inc | \$1,250 00 | 1,250 00 | | | | - | 8/4/06 | Dewitt Plastics,Inc |
| 1579 | DMH Construction Services, Inc | \$2,500 00 | - | | | | 2,500 00 | | |
| 1245 | DMX Music | \$2,000 00 | 2,000.00 | | | | - | 9/28/06 | |
| 1661 | Drinker Biddle & Reath LLP | \$1,250 00 | 1,250 00 | | | | - | 10/18/06 | |
| 1206 | Duffy Packaging | \$250 00 | 250 00 | | | | - | 9/1/06 | |
| 1459 | Dunbar Armored, Inc | \$1,250 00 | 1,250 00 | | | | - | 9/19/06 | |
| 1578 | Eastern, Wise Class, Hoi Pollou, Inc | \$5,000 00 | 5,000 00 | | | | - | 10/15/06 | Hoi Pollou, Inc |
| 1177 | ECM Office Equipment, Inc | \$1,250 00 | 1,250 00 | | | | - | 7/21/06 | E C M Office Equipment,Inc Check# 6727 |
| 1583 | e-Dialog | \$1,250 00 | 1,250 00 | | | | - | 11/22/06 | |
| 1497 | Elite Racing, Inc | \$1,500 00 | 1,500 00 | | | | - | 8/4/06 | |
| 1464 | EMC | \$5,000 00 | 5,000 00 | | | | - | 9/19/06 | |
| 1258 | Energy Lite | \$2,500 00 | - | 2,500 00 | | | - | 6/21/07 | error - recorded the vendor twice |
| 1594 | Enterprise Group | \$250 00 | 250 00 | | | | - | 10/10/06 | Weyerhaeuser |
| 1403 | Epicor--CRS Retail Solutions Division | \$10,000 00 | 10,000 00 | | | | - | 8/4/06 | |
| 1589 | Ernst & Young | \$10,000 00 | 2,500 00 | 7,500 00 | | | - | 10/18/06 | |
| 1189 | Esis | \$1,000 00 | 1,000 00 | | | | - | 7/18/06 | Ace American Insurance Co |
| 1621 | ESPN | \$2,500 00 | 2,500 00 | | | | - | 12/12/06 | Disney Worldwide Services,Inc |
| 1248 | Everlast Worldwide, Inc | \$5,000 00 | 5,000 00 | | | | - | 10/4/06 | |
| 1207 | Excel Graphic Printing | \$200 00 | 200 00 | | | | - | 9/28/06 | |
| 1433 | Expeditors International of Washington, Inc | \$2,500 00 | 2,500 00 | | | | - | 6/21/07 | |
| 1634 | Fair Deal Textile Pvt Ltd | \$1,250 00 | 1,232 00 | | 18 00 | | - | 10/10/06 | less \$18 fee |
| 1529 | FedEx Corporation | \$5 000 00 | 5,000 00 | | | | - | 10/30/06 | |
| 1606 | FHM Magazine | \$2,500 00 | 2,500 00 | | | | - | 10/18/06 | FHM |
| 1347 | Fila | \$5,000 00 | 5,000 00 | | | | - | 8/24/06 | |
| 1550 | Fisher Development, Inc | \$5,000 00 | 5,000 00 | | | | - | 10/4/06 | |
| 1635 | Focus (H K) Co Ltd | \$5,000 00 | 4,984 00 | | 16 00 | | - | 8/23/06 | less \$16 bank fee |
| 1450 | Folger, Levin & Kahn LLP | \$6,000 00 | 6,000 00 | | | | - | 9/19/06 | |
| 1551 | Forbo Industries | \$10,000 00 | 10,000 00 | | | | - | 10/10/06 | |
| 1622 | Fordham University | \$3,750 00 | 3,750 00 | | | | - | 3/28/07 | |
| 1372 | Forte Enterprises, LLC | \$5,000 00 | 5,000 00 | | | | - | 8/21/06 | |
| 1416 | FRC - Total Sports | \$2,500 00 | 2,500 00 | | | | - | 9/12/06 | Total Sports Resources LLC |
| 1577 | Fujitsu Transactions Solutions, Inc | \$5,000 00 | 5,000 00 | | | | - | 12/4/06 | |
| 1636 | Gap Fze-Gap Guneydogu Tekstil A S | \$1,250 00 | 1,234 00 | | 16 00 | | - | | |
| 1637 | Garment Tech International Co , Ltd | \$1,250 00 | 2,710 00 | | 20 00 | (1,480 00) | - | 9/6/06 | less \$20 fee +12/06 |
| 1637 | Garment Tech International Co , Ltd | \$0 00 | 1,480 00 | | | (1,480 00) | - | 3/6/07 | less \$20 fee |
| 1638 | Ghim Li Global Pte , Ltd | \$2,000 00 | 2,000 00 | | | | - | 10/10/06 | |
| 1528 | Gilbert East | \$5,000 00 | 5,000 00 | | | | - | 12/12/06 | |
| 1552 | Global Arch Design & Architecture | \$1,250 00 | 1,250 00 | | | | - | 10/4/06 | Peg-Park LLC |
| 1259 | Granite Telecom Communications | \$5,000 00 | 5,000 00 | | | | - | 6/15/07 | |
| 1170 | Green Bay Packaging, Inc | \$100 00 | 100 00 | | | | - | 7/21/06 | Green Bay Packaging Inc Check# 286637 |
| 1385 | Greneker | \$250 00 | 250 00 | | | | - | 8/24/06 | |
| 1350 | Guidance Solutions, Inc | \$500 00 | 500 00 | | | | - | 9/1/06 | |
| 1477 | H F Printing Solutions, Inc | \$500 00 | 500 00 | | | | - | 9/12/06 | ck #3197 |
| 1588 | Haddad Apparel Group | \$1,250 00 | 1,250 00 | | | | - | 11/13/06 | |
| 1394 | Hatteras Press, Inc | \$2,500 00 | 2,500 00 | | | | - | 9/28/06 | |
| 1553 | Healy Construction Services, Inc | \$1,250 00 | 1,250 00 | | | | - | 9/28/06 | |
| 1554 | Helhawk Associates | \$1,500 00 | 1,500 00 | | | | - | 9/19/06 | |
| 1260 | Hewlett-Packard Company | \$2,500 00 | - | | | | 2,500 00 | | |

| ID | Vendor | AmtPledged | AmtRec'd | Other | Bank fee | Overpayment | AmtOutst | DatetoTreasy | Comments |
|------|---------------------------------|-------------|-----------|-------|----------|-------------|-----------|--------------|---|
| 1442 | Hilb Rogal & Hobbs | \$5,000 00 | 5,000 00 | | | | - | 10/10/06 | |
| 1639 | Hooked On Us | \$2,500 00 | 2,500 00 | | | | - | 9/18/06 | |
| 1441 | Huebel | \$150 00 | 150 00 | | | | - | 9/19/06 | |
| 1345 | Hughes Network Systems | \$5,000 00 | 5,000 00 | | | | - | 12/12/06 | |
| 1382 | Iasta com, Inc | \$500 00 | 500 00 | | | | - | 10/4/06 | |
| 1261 | IBM | \$10,000 00 | 10,000 00 | | | | - | 9/19/06 | |
| 1247 | InComm | \$5,000 00 | 5,000 00 | | | | - | | |
| 1415 | Infinity Mechanical, Inc | \$3,750 00 | 3,750 00 | | | | - | 9/1/06 | Infinity Mechanical, Inc |
| 1262 | ING Employee Benefits | \$500 00 | 500 00 | | | | - | 12/4/06 | Tracy Trinh |
| 1488 | Innisfree M&A, Inc | \$5,000 00 | 5,000 00 | | | | - | 10/4/06 | |
| 1400 | Integrated Display Company | \$5,000 00 | 5,000 00 | | | | - | 10/4/06 | |
| 1444 | Invoice Insight | \$250 00 | 250 00 | | | | - | 10/18/06 | |
| 1392 | J R Jones Fixture Company | \$10,000 00 | 10,000 00 | | | | - | 8/24/06 | |
| 1510 | Janmar Lighting | \$1,250 00 | 1,250 00 | | | | - | 10/18/06 | |
| 1179 | Joalpe International, Inc | \$250 00 | 250 00 | | | | - | 7/21/06 | Joalpe International, Inc |
| 1192 | Joe Mach | \$100 00 | - | | | | 100 00 | | |
| 1489 | JPMorgan Chase Bank | \$5,000 00 | 5,000 00 | | | | - | 10/10/06 | |
| 1555 | JPV Design Group | \$2,500 00 | 2,500 00 | | | | - | 10/4/06 | |
| 1513 | K Line America, Inc | \$500 00 | 500 00 | | | | - | 10/30/06 | |
| 1556 | K Paul Architect | \$5,000 00 | 5,000 00 | | | | - | 10/4/06 | K Paul Partnership |
| 1524 | K C Piggyback | \$500 00 | 500 00 | | | | - | 10/30/06 | Terminal Consolidation Kansas City Piggyback Inc. |
| 1490 | Kekst and Company | \$5,000 00 | 5,000 00 | | | | - | 8/21/06 | |
| 1420 | Kelley, Drye & Warren | \$25,000 00 | 25,000 00 | | | | - | 9/12/06 | |
| 1396 | Kroll Salkin Corp | \$10,000 00 | 10,000 00 | | | | - | 10/18/06 | |
| 1346 | K-Swiss | \$10,000 00 | 10,000 00 | | | | - | 9/12/06 | |
| 1570 | L&L Retail Construction, LLC | \$2,500 00 | 2,500 00 | | | | - | 10/18/06 | |
| 1246 | Lenovo | \$1,250 00 | 1,200 00 | 50 00 | | | - | 8/24/06 | IBM |
| 1432 | Lightstat, Inc | \$2,500 00 | 2,500 00 | | | | - | 9/12/06 | |
| 1413 | Los Angeles Lakers | \$5,000 00 | 5,000 00 | | | | - | 9/12/06 | |
| 1576 | Lugz (JSSI) | \$2,500 00 | 2,500 00 | | | | - | 5/2/07 | |
| 1557 | M Retail Engineering | \$2,500 00 | 2,500 00 | | | | - | 10/30/06 | |
| 1414 | Madison Square Garden | \$5,000 00 | 5,000 00 | | | | - | 6/1/07 | |
| 1341 | Maersk, Inc | \$5,000 00 | 5,000 00 | | | | - | 9/28/06 | |
| | Maersk, Inc | | 5,000 00 | | | (5,000 00) | - | 10/13/06 | |
| 1214 | Majestic Athletic | \$5,000 00 | 5,000 00 | | | | - | 10/4/06 | |
| 1212 | Major League Baseball | \$10,000 00 | - | | | | 10,000 00 | | |
| 1195 | Mark Bric, Inc | \$250 00 | 250 00 | | | | - | 7/21/06 | Mark Bric, Inc |
| 1514 | Marketmax - SAS | \$3,750 00 | 3,750 00 | | | | - | 10/30/06 | SAS Institute Inc |
| 1462 | Martin Associates | \$200 00 | 200 00 | | | | - | 12/20/06 | Jane Martin |
| 1473 | MasterCard Worldwide | \$5,000 00 | 5,000 00 | | | | - | 12/4/06 | |
| 1660 | McClure Company | \$100 00 | 100 00 | | | | - | 10/30/06 | |
| 1547 | Medallion Ltd | \$2,500 00 | 2,500 00 | | | | - | 9/28/06 | |
| 1457 | MetLife | \$5,000 00 | 5,000 00 | | | | - | 9/28/06 | |
| 1423 | Metro Door | \$2,500 00 | 2,500 00 | | | | - | 9/19/06 | #165094 |
| 1424 | Metro Tech Service | \$1,500 00 | 1,500 00 | | | | - | 9/1/06 | |
| 1374 | Midtown Neon Sign Corporation | \$1,250 00 | 1,250 00 | | | | - | 8/21/06 | |
| 1391 | Mizuno USA | \$5,000 00 | 5,000 00 | | | | - | 10/18/06 | |
| 1447 | Morrison Security Corporation | \$10,000 00 | 10,000 00 | | | | - | 9/1/06 | 2005 donation |
| 1388 | Mr & Mrs Richard Suminski | \$100 00 | 100 00 | | | | - | 10/30/06 | |
| 1595 | Mr Rick Bullett | \$50 00 | - | | | | 50 00 | | |
| 1494 | Ms Lydia Fisher | \$1,250 00 | 1,250 00 | | | | - | 8/28/06 | Lydia L. Fisher-personal donation |
| 1640 | Multinational Export Bureau | \$1,250 00 | 1,222 00 | | 28 00 | | - | | |
| 1451 | Nashua Corporation | \$100 00 | 100 00 | | | | - | 9/28/06 | Nashua Corp. |
| 1573 | National Basketball Association | \$15,000 00 | 15,000 00 | | | | - | 11/13/06 | |
| 1267 | National Energy Services | \$3,000 00 | 3,000 00 | | | | - | 8/21/06 | |
| 1213 | National Football League | \$10,000 00 | 10,000 00 | | | | - | 10/30/06 | NFL Ventures LP |
| 1175 | National Hanger Company, Inc | \$200 00 | 200 00 | | | | - | 8/21/06 | |
| 1620 | NBC Universal | \$2,500 00 | - | | | | 2,500 00 | | |

| ID | Vendor | AmtPledged | AmtRec'd | Other | Bank fee | Overpayment | AmtOutst | DatetoTreasy | Comments |
|------|-------------------------------------|--------------|------------|-------|----------|-------------|----------|--------------|--|
| 1208 | Nesco Lighting | \$250 00 | 250 00 | | | | - | 9/12/06 | |
| 1498 | Nets Basketball | \$5,000 00 | 5,000 00 | | | | - | 10/30/06 | New Jersey Basketball, LLC |
| 1509 | Network Flooring & Maintenance | \$2,500 00 | 2,500 00 | | | | - | 10/4/06 | |
| 1268 | New Millennium Consulting | \$2,500 00 | 2,500 00 | | | | - | 6/15/07 | |
| 1530 | New York Yankees | \$10,000 00 | 10,000 00 | | | | - | 10/18/06 | |
| 1641 | Nice Apparel Company, Ltd | \$3,000 00 | 2,980 00 | | 20 00 | | - | 8/30/06 | less \$20 fee |
| 1393 | Nike, Inc | \$125,000 00 | 125,000 00 | | | | - | 5/2/07 | |
| 1483 | NSB Group | \$2,500 00 | - | | | | 2,500 00 | | |
| 1642 | Ocean Sky International, Ltd | \$1,250 00 | 1,230 00 | | 20 00 | | - | 8/23/06 | |
| 1643 | Ontex S A | \$2,500 00 | 2,500 00 | | | | - | 10/16/06 | #N/A |
| 1438 | Pacific Resources | \$6,250 00 | 5,000 00 | | | | 1,250 00 | 9/19/06 | |
| 1381 | Palmer, Reifler and Associates, P A | \$4,250 00 | 1,250 00 | | | | - | 6/15/07 | |
| 1558 | Pam International Co., Inc | \$1,250 00 | 1,250 00 | | | | - | 10/18/06 | |
| 1203 | Paper Dimension, Inc | \$500 00 | 500 00 | | | | - | 9/12/06 | canadian check |
| 1173 | Paper Systems Incorporated | \$300 00 | 300 00 | | | | - | 7/21/06 | Paper Systems Incorporated |
| 1193 | Patriot Marketing Group | \$5,000 00 | 5,000 00 | | | | - | 10/10/06 | Patriot Communications LLC |
| 1269 | Patterns Label Factory Company | \$1,250 00 | 1,232 00 | | 18 00 | | - | 10/5/06 | less \$18 fee |
| 1188 | PC Mail | \$500 00 | 500 00 | | | | - | 8/4/06 | PC Mail |
| 1644 | Pearl-Phil Garment (Far East) Ltd | \$1,250 00 | 1,235 00 | | 15 00 | | - | 8/24/06 | less \$15 fee |
| 1467 | Penguin Brands, Inc | \$5,000 00 | 5,000 00 | | | | - | 11/22/06 | |
| 1517 | Penguin Imaging, Inc | \$2,000 00 | - | | | | 2,000 00 | | |
| 1585 | Plan Express | \$1,250 00 | 1,250 00 | | | | - | 10/18/06 | |
| 1466 | Pony International | \$10,000 00 | 10,000 00 | | | | - | 10/30/06 | |
| 1440 | Porter Wright Morris & Arthur LLP | \$500 00 | 500 00 | | | | - | 9/28/06 | |
| 1270 | PowerSecure, Inc | \$2,500 00 | 2,500 00 | | | | - | 10/18/06 | |
| 1478 | Premier Brands of America, Inc | \$100 00 | 100 00 | | | | - | 8/27/06 | |
| 1645 | Premium Knits | \$1,250 00 | 1,232 00 | | 18 00 | | - | 10/16/06 | #N/A |
| 1399 | Prestone Printing Company | \$15,000 00 | 15,000 00 | | | | - | 12/12/06 | |
| 1342 | Primedia - Slam Magazine | \$10,000 00 | 10,000 00 | | | | - | 7/6/07 | |
| 1559 | Prizm Architects | \$5,000 00 | 5,000 00 | | | | - | 10/4/06 | |
| 1560 | Progressive Fixture Solutions, Inc | \$5,000 00 | 5,000 00 | | | | - | 9/28/06 | |
| 1561 | Promotion Technology Group | \$1,000 00 | - | | | | 1,000 00 | | |
| 1237 | Promotional Solutions | \$250 00 | 250 00 | | | | - | 8/4/06 | Promotional Solutions Inc |
| 1472 | Proskauer Rose LLP | \$10,000 00 | 10,000 00 | | | | - | 9/19/06 | |
| 1449 | Protection Plus | \$1,250 00 | 1,250 00 | | | | - | 6/21/07 | |
| 1496 | Puma | \$25,000 00 | 25,000 00 | | | | - | 11/22/06 | |
| 1353 | Quad Graphics | \$10,000 00 | 10,000 00 | | | | - | 7/6/07 | |
| 1646 | Rafty by Sahara | \$1,250 00 | 1,250 00 | | | | - | 8/30/06 | Victory Apparel Corp |
| 1211 | Reebok International Ltd | \$10,000 00 | 10,000 00 | | | | - | 4/13/07 | |
| 1474 | Retail Maintenance Specialists | \$2,500 00 | 2,500 00 | | | | - | 9/19/06 | |
| 1484 | Retail Permit Services | \$500 00 | 500 00 | | | | - | 9/19/06 | |
| 1384 | Rethy Associates | \$500 00 | 500 00 | | | | - | 8/21/06 | |
| 1380 | RGIS - Inventory Specialists | \$10,000 00 | 10,000 00 | | | | - | 12/20/06 | |
| 1608 | Rhode Island Textile | \$2,500 00 | 2,500 00 | | | | - | 10/10/06 | |
| 1390 | Rogers Electrical Contractors, Inc | \$1,000 00 | 1,000 00 | | | | - | 9/1/06 | Lin R Rogers Electrical Contractors, Inc |
| 1351 | RR Donnelley | \$2,500 00 | 2,500 00 | | | | - | 10/10/06 | |
| 1389 | Russco, Inc | \$2,500 00 | 2,500 00 | | | | - | 8/24/06 | |
| 1487 | Russell Investment Group | \$10,000 00 | 10,000 00 | | | | - | 8/25/06 | |
| 1647 | S S T S America Corp | \$5,000 00 | 5,000 00 | | | | - | 8/23/06 | |
| 1368 | Saucony | \$1,250 00 | 1,250 00 | | | | - | 10/18/06 | Stride Rite Corporation |
| 1512 | Scorpio Construction, Inc | \$5,000 00 | 5,000 00 | | | | - | 9/28/06 | |
| 1525 | Sea Star Line | \$500 00 | 500 00 | | | | - | 7/6/07 | |
| 1395 | Secure Computing | \$500 00 | 500 00 | | | | - | 12/12/06 | |
| 1581 | Securly Solutions | \$500 00 | 500 00 | | | | - | 10/4/06 | |
| 1502 | Sensor Switch | \$1,000 00 | 1,000 00 | | | | - | 10/30/06 | |
| 1190 | Sentry Salvage | \$5,000 00 | 5,000 00 | | | | - | 7/18/06 | Sentry Salvage |
| 1506 | Shape Magazine | \$3,750 00 | 7,500 00 | | | (3,750 00) | - | 11/13/06 | American Media Operations, Inc |
| 1562 | Shehadi Commercial Carpet | \$1,250 00 | 1,250 00 | | | | - | 9/25/06 | Shehadi Rugs & Carpet |

| ID | Vendor | AmtPledged | AmtRec'd | Other | Bank fee | Overpayment | AmtOutst | DatetoTreasy | Comments |
|------|---|-------------|-----------|-----------|----------|-------------|----------|--------------|---------------------------------|
| 1586 | Shook, Hardy & Bacon LLP | \$10,000 00 | 10,000 00 | | | | - | 10/4/06 | |
| 1271 | Sierra Contracting Corp | \$2,500 00 | 2,500 00 | | | | - | 8/21/06 | |
| 1531 | Skadden, Arps | \$10,000 00 | 10,000 00 | | | | - | 10/30/06 | |
| 1469 | Skechers USA, Inc | \$25,000 00 | 25,000 00 | | | | - | 9/19/06 | |
| 1418 | SmartReply | \$2,500 00 | 2,500 00 | | | | - | 1/4/07 | |
| 1584 | Snack Express | \$250 00 | 250 00 | | | | - | 11/13/06 | |
| 1592 | Sole Collector | \$1,250 00 | 1,250 00 | | | | - | 11/13/06 | |
| 1481 | Special Distribution of California | \$2,000 00 | 2,000 00 | | | | - | 10/18/06 | |
| 1405 | Spenco | \$5,000 00 | 5,000 00 | | | | - | 9/28/06 | |
| 1272 | Spherion | \$2,500 00 | - | | | | 2,500 00 | | |
| 1657 | Sporting Goods Intelligence | \$500 00 | 500 00 | | | | - | 11/13/06 | |
| 1610 | Sports Illustrated | \$2,500 00 | - | | | | 2,500 00 | | |
| 1495 | Stuff Magazine | \$5,000 00 | 5,000 00 | | | | - | 12/4/06 | Dennis Stuff |
| 1563 | Susquehanna Financial Group, LLLP | \$10,000 00 | 10,000 00 | | | | - | 10/10/06 | Susquehanna International Group |
| 1419 | Symbol Technologies | \$2,500 00 | 2,500 00 | | | | - | 6/21/07 | |
| 1343 | Synapse Group, Inc | \$5,000 00 | 5,000 00 | | | | - | 10/16/06 | wire-ACH trf |
| 1648 | Takson Garment Mfg Co, Ltd | \$3,000 00 | 2,972 00 | | 28 00 | | - | 9/19/06 | less \$28 fee |
| 1176 | Tape-Rite Company, Inc | \$250 00 | 250 00 | | | | - | 7/21/06 | Andrew Machover Check# 127 |
| 1564 | Tarkett USA, Inc | \$2,500 00 | 2,500 00 | | | | - | 10/30/06 | |
| 1575 | Teatom, Inc | \$10,000 00 | - | 10,000 00 | | | - | 6/21/07 | Error - money was for Two-ten |
| 1662 | Teenage Research Unlimited (TRU) | \$1,250 00 | 1,250 00 | | | | - | 10/30/06 | |
| 1274 | Teleplus Consulting | \$2,000 00 | 2,000 00 | | | | - | 10/4/06 | |
| 1486 | The Bank of New York | \$10,000 00 | 10,000 00 | | | | - | 10/18/06 | |
| 1611 | The Chesapeake Design Group | \$1,500 00 | 1,500 00 | | | | - | 10/18/06 | |
| 1458 | The Drexel Group | \$250 00 | 250 00 | | | | - | 10/18/06 | |
| 1663 | The Marketing Audit, Inc | \$200 00 | 200 00 | | | | - | 1/4/07 | |
| 1426 | The NPD Group | \$5,000 00 | 5,000 00 | | | | - | 10/10/06 | |
| 1659 | The Programming Group - In-Store Sports Network | \$2,500 00 | 2,500 00 | | | | - | 1/4/07 | |
| 1607 | The Sporting News | \$1,250 00 | 1,250 00 | | | | - | 11/22/06 | |
| 1439 | Thermal Comfort Air, Inc | \$250 00 | 250 00 | | | | - | 9/28/06 | |
| 1649 | Three Star Hoisery Mills Pvt Ltd | \$1,250 00 | 1,220 00 | | 30 00 | | - | 10/13/06 | less \$30 fee |
| 1244 | Timberland | \$25,000 00 | 25,000 00 | | | | - | 10/30/06 | |
| 1526 | Time Critical Freight | \$1,000 00 | 1,000 00 | | | | - | 7/6/07 | |
| 1565 | TNS Management Services, Inc | \$5,000 00 | 5,000 00 | | | | - | 10/18/06 | |
| 1364 | Tomorrow Now, Inc | \$5,000 00 | 5,000 00 | | | | - | 10/18/06 | |
| 1455 | Tricanco Architecture and Design PC | \$500 00 | 500 00 | | | | - | 9/1/06 | |
| 1398 | Turner Busch, Inc | \$1,000 00 | 1,000 00 | | | | - | 9/1/06 | |
| 1446 | Tyco Safety Products - ADT | \$10,000 00 | 10,000 00 | | | | - | 7/1/07 | |
| 1650 | U&I Garments Pvt Ltd | \$1,250 00 | 1,232 00 | | 18 00 | | - | 9/25/06 | less \$18 fee |
| 1605 | Umbro USA | \$5,000 00 | - | | | | 5,000 00 | | |
| 1412 | Under Armour Performance | \$5,000 00 | 5,000 00 | | | | - | 9/28/06 | |
| 1651 | Unistar Gooway Sourcing Pte, Ltd | \$2,000 00 | 2,000 00 | | | | - | 8/24/06 | |
| 1456 | United Container | \$100 00 | 100 00 | | | | - | 9/28/06 | |
| 1376 | Universal Environmental Consulting | \$2,500 00 | 2,500 00 | | | | - | 9/28/06 | |
| 1480 | UPS | \$5,000 00 | 5,000 00 | | | | - | 10/18/06 | United Parcel Service |
| 1492 | US Bank | \$2,500 00 | 2,500 00 | | | | - | 9/18/06 | |
| 1527 | USA Carriers | \$2,000 00 | 2,000 00 | | | | - | 11/22/06 | |
| 1431 | Vacuum Systems International, Inc | \$1,000 00 | 1,000 00 | | | | - | 9/12/06 | |
| 1210 | Van Wagner | \$10,000 00 | 10,000 00 | | | | - | 10/30/06 | |
| 1436 | Verizon Business | \$1,250 00 | - | | | | 1,250 00 | | |
| 1443 | Villa Lighting | \$1,250 00 | 1,250 00 | | | | - | 9/12/06 | |
| 1566 | Vira Manufacturing | \$5,000 00 | 5,000 00 | | | | - | 10/10/06 | |
| 1194 | Vision POS | \$1,250 00 | 1,250 00 | | | | - | 10/18/06 | Vision Point of Sale, Inc. |
| 1209 | Visual Productions, Inc | \$200 00 | 200 00 | | | | - | 8/4/06 | Visual Productions, Inc |
| 1543 | Vivid Products, LLC | \$5,000 00 | 5,000 00 | | | | - | 9/28/06 | |
| 1572 | Watson & Wyatt & Co | \$2,500 00 | 2,500 00 | | | | - | 11/22/06 | |
| 1571 | Weichert Relocation Resources, Inc | \$2,500 00 | - | | | | 2,500 00 | | |
| 1493 | Wells Fargo Securities, LLC | \$5,000 00 | 5,000 00 | | | | - | 12/20/06 | |

| ID | Vendor | AmtPledged | AmtRec'd | Other | Bank fee | Overpayment | AmtOutst | DatetoTreasy | Comments |
|------|------------------------------------|----------------|--------------|-----------|----------|-------------|-----------|--------------|------------------------------------|
| 1631 | Westrade Securities Corp | \$1,250.00 | 1,221.20 | | 28.80 | | - | | |
| 1511 | Whelans International | \$1,000.00 | 1,000.00 | | | | - | 10/18/06 | |
| 1470 | Wilson Sports | \$500.00 | 500.00 | | | | - | 8/24/06 | |
| 1567 | WJCA, Inc | \$5,000.00 | 5,000.00 | | | | - | 10/4/06 | |
| 1568 | Wolf Gordon, Inc | \$1,250.00 | 1,250.00 | | | | - | 9/19/06 | |
| 1479 | Workflow | \$500.00 | 500.00 | | | | - | 9/1/06 | |
| 1182 | World Class Business Products, Inc | \$500.00 | 500.00 | | | | - | 9/1/06 | |
| 1460 | Zack Painting | \$250.00 | 500.00 | | | (250.00) | - | 8/11/06 | |
| | | \$1,215,300.00 | 1,158,635.35 | 20,050.00 | 324.65 | (11,960.00) | 48,250.00 | | |
| | | | 1,158,635.35 | | | | | | |
| | Contributed directly to UNCF | (7,500.00) | | | | 3,750.00 | | | American Media - refunded |
| | Adjustments to pledge list | (12,550.00) | | | | 1,480.00 | | | Garment Tech - refunded |
| | Bank fees on foreign funds | (324.65) | | | | 1,480.00 | | | Garment Tech - refunded |
| | Overpayments (??) | 11,960.00 | | | | 6,710.00 | | | |
| | Refunds of overpayments | (6,710.00) | (6,710.00) | | | 5,000.00 | | | Marsek - should have been included |
| | | | | | | 250.00 | | | Donor gave more than pledge |
| | Total contributions | 1,200,175.35 | 1,151,925.35 | | | 11,960.00 | | | |
| | Payments | 1,151,925.35 | | | | | | | |
| | Outstanding | 48,250.00 | | | | | | | |

form 990 line 1e

$$2010 \text{ } \$ 1,195,270 = \$ 23,905.40$$

FOOT LOCKER FOUNDATION, INC.

DIRECTORS:

Peter D. Brown
Robert W. McHugh
Matthew D. Serra

OFFICERS:

| | |
|--------------------|--|
| Matthew D. Serra | President |
| Robert W. McHugh | Senior Vice President |
| Laurie J. Petrucci | Senior Vice President |
| John A. Maurer | Vice President and Treasurer |
| Giovanna Cipriano | Vice President |
| Jeremy L. Nowak | Vice President and Assistant Treasurer |
| Sheilagh M. Clarke | Secretary |
| Larisa Love | Assistant Secretary |

8868

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

April 2007) Department of the Treasury Internal Revenue Service

File a separate application for each return

If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box [X]

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) 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) 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

Table with 3 columns: Type or print, Name of Exempt Organization, Employer identification number. Row 1: Foot Locker Foundation, Inc., 52-2348625. Row 2: 112 W. 34th St. Row 3: New York, NY 10120

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

- Form 990 [X], Form 990-BL [], Form 990-EZ [], Form 990-PF [], Form 990-T (corporation) [], Form 990-T (sec 401(a) or 408(a) trust) [], Form 990-T (trust other than above) [], Form 1041-A [], Form 4720 [], Form 5227 [], Form 6069 [], Form 8870 []

The books are in the care of Robert W. McHugh

Telephone No (212) 720-3948 FAX No (212) 720-3751

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.

I request an automatic 3-month (6 months for a section 501(c) corporation required to file Form 990-T) extension of time until September 15, 2007, to file the exempt organization return for the organization named above The extension is for the organization's return for: [] calendar year 20 or [X] tax year beginning January 29, 2006, and ending February 3, 2007

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

Table with 3 rows: 3a Tentative tax less any nonrefundable credits \$; 3b Refundable credits and estimated tax payments made \$; 3c Balance Due \$ 0.00

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

For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 4-2007)

BKA

Certified mail # 7004 2890 0004 8582 5253