

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

2008

Department of the Treasury
Internal Revenue Service

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

For calendar year **2008**, or tax year beginning **JULY 1**, 2008, and ending **JUNE 30**, 2009

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Harris Foundation		A Employer identification number 34-6520425
	Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see page 10 of the instructions) 321-727-9100
	City or town, state, and ZIP code Melbourne FL 32919		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1. Foreign organizations, check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 5,238,166			D 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) stmt. #4	800,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities				
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 (5,282,703) stmt. #3	(5,282,703)			
	b Gross sales price for all assets on line 6a 999,355				
	7 Capital gain net income (from Part IV, line 2)		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)	0				
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	(4,482,703)	0	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) 5,428	5,428			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) 29,853 stmt. #1	29,853			29,853	
24 Total operating and administrative expenses. Add lines 13 through 23	35,281	0	0	29,853	
25 Contributions, gifts, grants paid	1,798,901			1,792,016	
26 Total expenses and disbursements. Add lines 24 and 25	1,834,182	0	0	1,821,869	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(6,316,885)				
b Net investment income (if negative, enter -0-)		0			
c Adjusted net income (if negative, enter -0-)			0		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	49,061	20,144	20,144
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ 4,877,372 Less: allowance for doubtful accounts ▶ _____	1,205,124	4,877,372	4,877,372
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) Stmt. # 2	6,857,089	340,650	340,650
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment, basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	15,743			
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	8,127,017	5,238,166	5,238,166	
Liabilities	17	Accounts payable and accrued expenses	9,833		
	18	Grants payable	1,205,124	4,877,372	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	1,214,957	4,877,372	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	6,912,060	360,794	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	6,912,060	360,794	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,127,017	5,238,166		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	6,912,060
2	Enter amount from Part I, line 27a	2	(6,316,885)
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	595,175
5	Decreases not included in line 2 (itemize) ▶ <u>UNREALIZED LOSS ON INVESTMENTS</u>	5	234,381
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	360,794

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g. real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Statement # 3				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b				
c				
d				
e				
(i) F M V as of 12/31/69			(j) Adjusted basis as of 12/31/69	
(k) Excess of col (i) over col (j), if any			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2 (5,282,703)
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8				3

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2007	1,953,651	913,752	2.1381
2006	2,365,164	1,373,065	1.7225
2005	2,280,706	1,822,757	1.2512
2004	1,994,484	1,578,114	1.2638
2003	728,793	1,045,812	0.6969
2 Total of line 1, column (d)			2 7.0725
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 1.4145
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 2,369,003
5 Multiply line 4 by line 3			5 3,350,955
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7 3,350,955
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 1,821,869

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	0
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	0
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	0
6	Credits/Payments:		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	5,200
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	5,200
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,200
11	Enter the amount of line 10 to be Credited to 2009 estimated tax Refunded	11	5,200

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14	The books are in care of ▶ HARRIS CORPORATION Telephone no. ▶ 321-727-9100 Located at ▶ 1025 W. NASA BLVD., MELBOURNE, FL ZIP+4 ▶ 32919-0001		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15		N/A

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 __, 20 __, 20 __, 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 __, 20 __, 20 __, 20 __		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.</i>)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
(3) Provide a grant to an individual for travel, study, or other similar purposes?
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?
6b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?
7b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 23 of the instructions).

Table with 5 columns: (a) Name and address, (b) Title, and average hours per week devoted to position, (c) Compensation (If not paid, enter -0-), (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances. Row 1: See Statement # 5

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

Table with 5 columns: (a) Name and address of each employee paid more than \$50,000, (b) Title, and average hours per week devoted to position, (c) Compensation, (d) Contributions to employee benefit plans and deferred compensation, (e) Expense account, other allowances. Row 1: NONE

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 HARRIS FOUNDATION DONATES MONEY TO VARIOUS EDUCATIONAL, HEALTH, CIVIC, AND CULTURAL ORGANIZATIONS.	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,055,639
b	Average of monthly cash balances	1b	301,835
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,357,474
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,357,474
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	35,362
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,322,112
6	Minimum investment return. Enter 5% of line 5	6	116,106

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

1	Minimum investment return from Part X, line 6	1	116,106
2a	Tax on investment income for 2008 from Part VI, line 5	2a	
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	0
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	116,106
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	116,106
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	116,106

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,821,869
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,821,869
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,821,869

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

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

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				116,106
2 Undistributed income, if any, as of the end of 2008:				
a Enter amount for 2007 only				
b Total for prior years 20____,20____,20____				
3 Excess distributions carryover, if any, to 2007:				
a From 2003	677,482			
b From 2004	1,920,406			
c From 2005	2,192,746			
d From 2006	2,300,511			
e From 2007	1,908,039			
f Total of lines 3a through e	8,999,184			
4 Qualifying distributions for 2008 from Part XII, line 4: ► \$ <u>1,821,869</u>				
a Applied to 2007, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2008 distributable amount				
e Remaining amount distributed out of corpus	1,705,763			
5 Excess distributions carryover applied to 2008. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	10,704,947			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2007. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				116,106
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	677,482			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	10,027,465			
10 Analysis of line 9:				
a Excess from 2004	1,920,406			
b Excess from 2005	2,192,746			
c Excess from 2006	2,300,511			
d Excess from 2007	1,908,039			
e Excess from 2008	1,705,763			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling ▶ N/A

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See Statement # 6				1,792,016
Total				▶ 3a 1,792,016
b Approved for future payment				
Pearl Harbor Memorial Fund			Civic & Cultural	50,000
Georgia Institute of Technology			Educational	2,050,000
University of Florida			Educational	3,008,000
NYS University Leadership			Educational	50,000
Other Commitments			Educational/Civic	28,000
Total				▶ 3b 5,186,000

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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash, (2) Other assets, b Other transactions: (1) Sales of assets to a noncharitable exempt organization, (2) Purchases of assets from a noncharitable exempt organization, (3) Rental of facilities, equipment, or other assets, (4) Reimbursement arrangements, (5) Loans or loan guarantees, (6) Performance of services or membership or fundraising solicitations, c Sharing of facilities, equipment, mailing lists, other assets, or paid employees, d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

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

Under penalties of perjury, I declare that I have examined this return, including attachments, and all information reported thereon, and believe it is true, correct, and complete. Declaration of preparer (other than tax practitioner) Signature of officer or trustee: [Signature] Preparer's signature: [Signature] Firm's name (or yours if self-employed), address, and ZIP code: [Blank]

Sign Here

HARRIS FOUNDATION
EIN: 34-6520425
FORM 990-PF
FISCAL YEAR ENDED 6/30/09

STATEMENT 1

Part I, Line 18 - Taxes

Taxes paid relating to the current year's return	5,200
Taxes paid relating to the prior year's return	13,000
Refund prior year return	(13,862)
Prepaid tax adjustment	1,090
Total Taxes	5,428

Part I, Line 23 - Other Expenses

Audit Fees	8,000
Bank Charges	15
Filing Fees	60
Foundation Supplies	774
Software Expense	6,950
Sales Fees	14,054
Total Other Expenses	29,853

HARRIS FOUNDATION
EIN: 34-6520425
FORM 990-PF
FISCAL YEAR ENDED 6/30/09

STATEMENT 2

<u>Part II, Line 10 - Investments</u>	<u>(b) Book Value</u>	<u>(c) FMV</u>
Authentic Shares - Morgan Stanley	<u>340,650</u>	<u>340,650</u>
Total Equity Investments - Line 10b	<u>340,650</u>	<u>340,650</u>

Harris Foundation
EIN: 34-6520425
FORM 990-PF
FISCAL YEAR ENDED 6/30/09

STATEMENT 3

and Losses for Tax on Investment Income

	(a) List and Describe Property Sold	(b) How Acquired	(c) Date Acquired	(d) Date Sold	(e) Gross Sales Price	(f) Depr. Allowed	(g) Basis Plus Sales Expense	(h) Gain or (Loss)
1 a	Authentic Shares (22,500 Shares)	P	Various	8/13/2008	\$ 201,782		\$ 302,175	(\$100,393)
b	Authentic Shares (3,000 Shares)	P	Various	3/27/2009	4,852		40,290	(35,438)
c	Authentic Shares (10,000 Shares)	P	Various	4/2/2009	15,948		134,300	(118,352)
d	Authentic Shares (10,200 Shares)	P	Various	4/3/2009	17,183		136,986	(119,803)
e	Authentic Shares (9,100 Shares)	P	Various	4/6/2009	16,088		122,213	(106,125)
f	Authentic Shares (25,300 Shares)	P	Various	4/7/2009	45,601		339,779	(294,178)
g	Authentic Shares (11,000 Shares)	P	Various	4/8/2009	20,578		147,730	(127,152)
h	Authentic Shares (10,400 Shares)	P	Various	4/9/2009	19,726		139,672	(119,946)
i	Authentic Shares (2,600 Shares)	P	Various	4/13/2009	4,965		34,918	(29,953)
j	Authentic Shares (3,400 Shares)	P	Various	4/14/2009	6,584		45,662	(39,078)
k	Authentic Shares (5,600 Shares)	P	Various	4/15/2009	10,645		75,208	(64,563)
l	Authentic Shares (3,600 Shares)	P	Various	4/16/2009	6,905		48,348	(41,443)
m	Authentic Shares (3,700 Shares)	P	Various	4/17/2009	7,064		49,691	(42,627)
n	Authentic Shares (100 Shares)	P	Various	4/23/2009	190		1,343	(1,153)
o	Authentic Shares (498 Shares)	P	Various	4/24/2009	946		6,688	(5,742)
p	Authentic Shares (1,300 Shares)	P	Various	4/29/2009	2,470		17,459	(14,989)
q	Authentic Shares (1,300 Shares)	P	Various	4/30/2009	2,489		17,459	(14,970)
r	Authentic Shares (100 Shares)	P	Various	5/1/2009	190		1,343	(1,153)
s	Authentic Shares (4,500 Shares)	P	Various	5/4/2009	8,641		60,435	(51,794)
t	Authentic Shares (13,500 Shares)	P	Various	5/5/2009	25,906		181,305	(155,399)
u	Authentic Shares (10,800 Shares)	P	Various	5/6/2009	20,955		145,044	(124,089)
v	Authentic Shares (3,000 Shares)	P	Various	5/7/2009	5,779		40,290	(34,511)
w	Authentic Shares (6,500 Shares)	P	Various	5/8/2009	12,913		87,295	(74,382)
x	Authentic Shares (6,200 Shares)	P	Various	5/11/2009	12,549		83,266	(70,717)
y	Authentic Shares (5,400 Shares)	P	Various	5/13/2009	10,527		72,522	(61,995)
z	Authentic Shares (1,900 Shares)	P	Various	5/14/2009	3,632		25,517	(21,885)
aa	Authentic Shares (6,400 Shares)	P	Various	6/3/2009	11,346		85,952	(74,606)
bb	Authentic Shares (9,267 Shares)	P	Various	6/4/2009	16,816		124,456	(107,640)
cc	Authentic Shares (42,668 Shares)	P	Various	6/5/2009	78,381		573,031	(494,650)
dd	Authentic Shares (4,600 Shares)	P	Various	6/8/2009	8,376		61,778	(53,402)
ee	Authentic Shares (7,800 Shares)	P	Various	6/9/2009	14,346		104,754	(90,408)
ff	Authentic Shares (25,000 Shares)	P	Various	6/10/2009	44,903		335,751	(290,847)
gg	Authentic Shares (18,300 Shares)	P	Various	6/11/2009	32,605		245,769	(213,164)
hh	Authentic Shares (13,321 Shares)	P	Various	6/12/2009	23,168		178,901	(155,733)
ii	Authentic Shares (9,200 Shares)	P	Various	6/15/2009	16,234		123,556	(107,322)
jj	Authentic Shares (12,936 Shares)	P	Various	6/16/2009	23,034		173,731	(150,697)
kk	Authentic Shares (15,900 Shares)	P	Various	6/17/2009	28,970		213,537	(184,567)
ll	Authentic Shares (16,200 Shares)	P	Various	6/18/2009	29,084		217,566	(188,482)
mm	Authentic Shares (16,100 Shares)	P	Various	6/19/2009	27,439		216,223	(188,784)
nn	Authentic Shares (24,000 Shares)	P	Various	6/22/2009	40,020		322,320	(282,300)
oo	Authentic Shares (38,373 Shares)	P	Various	6/23/2009	63,220		515,350	(452,130)
pp	Authentic Shares (17,900 Shares)	P	Various	6/24/2009	31,030		240,397	(209,367)
qq	Authentic Shares (14,300 Shares)	P	Various	6/25/2009	25,275		192,049	(166,774)
					<u>\$ 999,355</u>		<u>\$ 6,282,059</u>	<u>\$ (5,282,703)</u>

HARRIS FOUNDATION
EIN: 34-6520425
FORM 990-PF
FISCAL YEAR ENDED 6/30/09

STATEMENT 4

Part I, Schedule of Contributions Received - Line 1
Part VII-A, Statements Regarding Activities - Line 10

Harris Corporation (EIN: 34-0276860), 1025 W. NASA Blvd., Melbourne, FL 32919 is the sole contributor into the Harris Foundation. Contributions into the Harris Foundation for the year ending 6/30/09 were \$800,000

Harris Foundation
EIN: 34-6520425
FORM 990-PF
FISCAL YEAR ENDED 6/30/09

STATEMENT 5

Part VIII, Line 1 - Officers, Directors, and Trustees

(A) Name & Address	(B) Title	Time Devoted	(C) Compensation	(D) Contributions to Plans	(E) Expense Account
H L Lance 1025 W. NASA Blvd. Melbourne, FL 32919	President & Trustee	As Required	None	None	None
J. S. Shuman 1025 W. NASA Blvd Melbourne, FL 32919	Vice President & Trustee	As Required	None	None	None
G. L. McArthur 1025 W NASA Blvd. Melbourne, FL 32919	Treasurer & Trustee	As Required	None	None	None
B. M. Morrish 1025 W. NASA Blvd Melbourne, FL 32919	Trustee	As Required	None	None	None
S. T Mikuen 1025 W. NASA Blvd Melbourne, FL 32919	Secretary & Trustee	As Required	None	None	None

HARRIS FOUNDATION
EIN: 34-6520425
FORM 990-PF
FISCAL YEAR ENDED 6/30/09

STATEMENT 6

Part XV, Line 3a - Grants and Contributions Paid During the Year

Name of Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Purpose of grant or contribution	Amount
AFCEA Educational Foundation	N/A	General Use	5,000
Actions for a Better Community	N/A	General Use	1,000
Aerospace Industries Association	N/A	General Use	10,000
Alternatives for Battered Women	N/A	General Use	1,000
Alzheimers Association	N/A	General Use	3,108
American Cancer Society	N/A	General Use	12,302
American Diabetes Association	N/A	General Use	330
American Heart Association	N/A	General Use	21,463
American Lung Association	N/A	General Use	125
American Red Cross	N/A	General Use	3,325
Antique Wireless Association	N/A	General Use	1,000
Arthritis Foundation	N/A	General Use	1,400
Artisan Works	N/A	General Use	1,000
Auburn University	N/A	General Use	3,000
Australian Red Cross	N/A	General Use	3,450
Big Brothers/Big Sisters	N/A	General Use	760
Boy Scouts of America	N/A	General Use	13,318
Boys & Girls Clubs of America	N/A	General Use	1,000
Brevard Alzheimers Foundation	N/A	General Use	300
Brevard County Sheriff's Office PAL	N/A	General Use	830
Brevard Neighborhood Development Coalition	N/A	General Use	1,150
Brevard Art Museum	N/A	General Use	2,500
Brevard Museum of Art and Science	N/A	General Use	1,045
Brevard Symphony Orchestra	N/A	General Use	11,450
Brevard Zoo	N/A	General Use	11,656
Camp Good Days and Special Times	N/A	General Use	1,000
Canandaigua VA Medical Hospital	N/A	General Use	5,000
Children's Miracle Network	N/A	General Use	5,500
Children's Home Society Of Florida	N/A	General Use	6,943
Clemson University	N/A	General Use	5,000
Club Esteem	N/A	General Use	200
Continuing Development Services	N/A	General Use	1,500
CURE Childhood Center	N/A	General Use	1,000
Cystic Fibrosis Foundation	N/A	General Use	4,100
Daily Bread	N/A	General Use	3,400
Daytona Beach International Festival	N/A	General Use	44,000
Democrat & Chronicle's Newspaper in Education	N/A	General Use	1,500
Devereux Florida	N/A	General Use	250
Downstairs Cabaret Theatre	N/A	General Use	1,500
Easter Seal Society of East Central Florida.	N/A	General Use	10
Eastman Commons	N/A	General Use	1,000
FAMU-FSU College of Engineering	N/A	General Use	1,000

HARRIS FOUNDATION
EIN: 34-6520425
FORM 990-PF
FISCAL YEAR ENDED 6/30/09

STATEMENT 6

Part XV, Line 3a - Grants and Contributions Paid During the Year

Name of Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Purpose of grant or contribution	Amount
Florida Future Problems Solvers	N/A	General Use	5,000
Florida State University Foundation	N/A	General Use	1,000
Foundation for Excellence in Education	N/A	General Use	25,000
FoodLink	N/A	General Use	1,000
Genesis House, Inc.	N/A	General Use	1,775
Genessee Country Village & Museum	N/A	General Use	2,000
George Eastman House	N/A	General Use	5,000
Georgia Tech Foundation	N/A	General Use	80,000
GEVA Theatre Center	N/A	General Use	2,500
Gift Matching - Higher Education	N/A	General Use	119,391
Girl Scouts	N/A	General Use	150
Habitat for Humanity	N/A	General Use	4,470
Haven	N/A	General Use	3,000
Henry Hudson School No. 28	N/A	General Use	4,000
Jess Parrish Medical Foundation	N/A	General Use	3,500
JFK Center for the Performing Arts	N/A	General Use	5,000
Junior Achievement of East Central Florida.	N/A	General Use	10,400
Junior League of South Brevard	N/A	General Use	2,212
Juvenile Diabetes Research Foundation	N/A	General Use	1,129
Lead Brevard	N/A	General Use	4,784
Leukemia & Lymphoma Society	N/A	General Use	9,220
Lifespan	N/A	General Use	1,000
Literacy Volunteers of Rochester	N/A	General Use	2,000
March of Dimes	N/A	General Use	1,000
Melbourne Police Foundation	N/A	General Use	200
Memorial Art Gallery	N/A	General Use	5,000
Mercy Flight Central, Inc.	N/A	General Use	1,000
Monroe County Sheriff's Foundation	N/A	General Use	1,500
National Down Syndrome Society	N/A	General Use	795
National Multiple Sclerosis Society	N/A	General Use	3,003
National Society of Black Engineers - TSU Chapter	N/A	General Use	1,000
North Carolina State University	N/A	General Use	33,500
Open Door Mission	N/A	General Use	1,500
Pearl Harbor Memorial Fund	N/A	General Use	50,000
Pennsylvania State University	N/A	General Use	10,000
PREVENT! of Brevard, Inc.	N/A	General Use	3,300
PRISM	N/A	General Use	2,000
Purdue University Foundation	N/A	General Use	47,500
Reaching Out Holiday Fund	N/A	General Use	1,000
Rochester Institute of Technology	N/A	General Use	105,000
Rochester Museum & Science Center	N/A	General Use	5,000
Salvation Army	N/A	General Use	3,195

HARRIS FOUNDATION
EIN: 34-6520425
FORM 990-PF
FISCAL YEAR ENDED 6/30/09

STATEMENT 6

Part XV, Line 3a - Grants and Contributions Paid During the Year

Name of Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Purpose of grant or contribution	Amount
Seneca Park Zoo	N/A	General Use	1,000
Society of Hispanic Professional Engineers - MESH	N/A	General Use	4,000
Society of Hispanic Professional Engineers - UPRM	N/A	General Use	2,500
Society of Protection and Care of Children	N/A	General Use	1,000
Sojourner House	N/A	General Use	1,500
Soldier's Angels	N/A	General Use	3,000
South Brevard Sharing Center	N/A	General Use	4,000
South Brevard Women's Center	N/A	General Use	7,640
Space Coast Early Intervention Center, Inc.	N/A	General Use	8,302
Space Coast Odyssey of the Mind	N/A	General Use	5,000
Space Coast Marine Institute	N/A	General Use	5,850
Special Olympics New York	N/A	General Use	1,000
Strong Museum	N/A	General Use	5,000
Susan B Kormen Breast Cancer Foundation	N/A	General Use	895
Tennessee State University	N/A	General Use	800
Tennis Professionals Charities Foundation	N/A	General Use	10,000
The Haven	N/A	General Use	4,240
United Way	N/A	General Use	74,100
University of Central Florida Foundation	N/A	General Use	617,500
University of Florida Foundation	N/A	General Use	240,500
University of Maryland	N/A	General Use	8,000
University of Michigan	N/A	General Use	5,500
University of South Florida Foundation	N/A	General Use	5,000
University of West Florida Foundation	N/A	General Use	5,000
Veterans Outreach Center, Inc.	N/A	General Use	5,000
Visiting Nurse Service	N/A	General Use	1,000
Women's Executive Leadership	N/A	General Use	1,250
TOTAL			1,792,016