

Extended Return

Return of Private Foundation

OMB No 1545-0052

Form **990-PF**

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 , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Messengers of Healing Winds Foundation	A Employer identification number 86-0910220
	Number and street (or P.O. box number if mail is not delivered to street address) PO Box 32360	B Telephone number 505-954-4702
	City or town, state, and ZIP code Santa Fe, NM 87594-2360	C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	J Accounting method. ☐ Cash ☐ Accrual ☒ Other (specify) Modified Cash	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 43,454,663. (Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	165,851.	165,851.		Statement 2
	4 Dividends and interest from securities	382,332.	382,332.		Statement 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<197,741.>			Statement 1
	b Gross sales price for all assets on line 6a 2,964,801.				
	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				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	213,209.	213,209.		Statement 4
	12 Total. Add lines 1 through 11	563,651.	761,392.		
	13 Compensation of officers, directors, trustees, etc	173,334.	17,333.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	29,452.	2,905.		0.
	16a Legal fees Stmt 5	11,434.	355.		0.
	b Accounting fees Stmt 6	33,091.	0.		0.
	c Other professional fees Stmt 7	130,686.	130,686.		0.
	17 Interest	11,626.	11,626.		0.
	18 Taxes Stmt 8	42,067.	18,897.		0.
19 Depreciation and depletion	208,163.	208,163.			
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 9	422,407.	223,354.		103,223.	
24 Total operating and administrative expenses. Add lines 13 through 23	1,062,260.	613,319.		103,223.	
25 Contributions, gifts, grants paid	2,567,764.			2,567,764.	
26 Total expenses and disbursements. Add lines 24 and 25	3,630,024.	613,319.		2,670,987.	
27 Subtract line 26 from line 12	<3,066,373.>				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		148,073.			
c Adjusted net income (if negative, enter -0-)			N/A		

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	44,055.	25,975.	25,975.
	2 Savings and temporary cash investments	3,800,639.	393,169.	393,169.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock Stmt 10	2,781,087.	2,561,790.	2,266,995.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 11	38,265,719.	37,823,240.	39,630,968.	
14 Land, buildings, and equipment: basis ▶ 6,560.				
Less: accumulated depreciation Stmt 12 ▶ 6,560.				
15 Other assets (describe ▶ Statement 13)	118,301.	1,137,556.	1,137,556.	
16 Total assets (to be completed by all filers)	45,009,801.	41,941,730.	43,454,663.	
Liabilities	17 Accounts payable and accrued expenses		914.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ Statement 14)	3,644.	1,032.	
23 Total liabilities (add lines 17 through 22)	3,644.	1,946.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	45,006,157.	41,939,784.	
30 Total net assets or fund balances	45,006,157.	41,939,784.		
31 Total liabilities and net assets/fund balances	45,009,801.	41,941,730.		

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	45,006,157.
2 Enter amount from Part I, line 27a	2	<3,066,373.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	41,939,784.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	41,939,784.

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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				
b See Attached Statements				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 2,964,801.		3,162,542.	<197,741.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0- or Losses (from col. (h)))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			<197,741.>	
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	<197,741.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }			3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2007	3,756,286.	53,817,395.	.069797
2006	2,181,087.	44,233,657.	.049308
2005	2,565,466.	40,951,014.	.062647
2004	1,762,595.	36,175,599.	.048723
2003	1,612,819.	33,033,427.	.048824
2 Total of line 1, column (d)			2 .279299
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 .055860
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 53,083,891.
5 Multiply line 4 by line 3			5 2,965,266.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,481.
7 Add lines 5 and 6			7 2,966,747.
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			8 2,670,987.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling 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 ☐ and enter 1% of Part I, line 27b	1	2,961.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	2,961.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,961.
6	Credits/Payments		
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a	54,839.
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	54,839.
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	51,878.
11	Enter the amount of line 10 to be Credited to 2009 estimated tax ☐ 51,878. Refunded ☐	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0. (2) On foundation managers. ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NM, DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses Stmt 15	X	

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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 instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Donald W. Stout, CPA Located at ▶ PO Box 32360, Santa Fe, NM	Telephone no ▶	505-954-4702	ZIP+4 ▶ 87594-2360
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
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? If "Yes," list the years ▶	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If you answered "Yes" to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 16		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Steven Rasmussen PO Box 32240, Santa Fe, NM 87594	Exec Dir 40.00	173,333.	29,052.	31,000.

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



0

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Part VIII

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

(continued)

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	51,918,826.
b Average of monthly cash balances	1b	1,973,449.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	53,892,275.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	53,892,275.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	808,384.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	53,083,891.
6 Minimum investment return. Enter 5% of line 5	6	2,654,195.

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

1 Minimum investment return from Part X, line 6	1	2,654,195.
2a Tax on investment income for 2008 from Part VI, line 5	2a	2,961.
b Income tax for 2008 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	2,961.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	2,651,234.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	2,651,234.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,651,234.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	2,670,987.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,670,987.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,670,987.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				2,651,234.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2008				
a From 2003				
b From 2004				
c From 2005	624,489.			
d From 2006	52,966.			
e From 2007	1,324,612.			
f Total of lines 3a through e	2,002,067.			
4 Qualifying distributions for 2008 from Part XII, line 4. $\blacktriangleright$ \$ 2,670,987.				
a Applied to 2007, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2008 distributable amount				2,651,234.
e Remaining amount distributed out of corpus	19,753.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	2,021,820.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2007 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	2,021,820.			
10 Analysis of line 9				
a Excess from 2004				
b Excess from 2005	624,489.			
c Excess from 2006	52,966.			
d Excess from 2007	1,324,612.			
e Excess from 2008	19,753.			

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 #18	None	Public Charity		2,567,764.
Total				▶ 3a 2,567,764.
b Approved for future payment None				
Total				▶ 3b 0.

(See worksheet in line 13 instructions to verify calculations)

2008.04020 Messengers of Healing Winds 57004 1

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

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

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

- b If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here

**Paid
Preparer's
Use Only**Preparer's
signature

Firm's name (or yours
if self-employed),
address, and ZIP code

Billie Jean Thompson
REDW LLC
Post Office Box 93656
Albuquerque, New Mexico

RBS Equity Corporation	1,665,316
Rehabilitation Institute of Chicago	555,105
Retraites Populaires Vie	333,063
Ridgefield, LP	7,771,475
Ron & Carol Moore Family Limited Partnership LLLP	555,105
S D Bechtel Jr Foundation	555,105
Sahara Investments, LLC	2,220,421
SARCO & Company LLC	333,063
Shell Pensions Trust Ltd, as Trustee of Shell Contributory Pension Fund	4,440,843
Shell Trust (Bermuda) Ltd, as Trustee of Shell Overseas Contributory Pension Fund	1,665,316
McAuley Portfolio Management Company	888,169
SJGC 99 General Partnership	222,042
SK Family Investors II, LLC	555,105
SPF US Buyouts, L P	555,105
Starling Ventures Ltd	1,665,316
State General Reserve Fund of the Sultanate Oman	2,775,527
State Street Bank and Trust Company as Trustee of the Chrysler LLC Master Retirement Trust	5,551,053
State Universities Retirement System Private Equity Trust I	1,113,497
Sterling Private Equity Partners, L P	277,553
Stichting Pensioenfond Metaal en Techniek	8,326,580
SunTrust Equity Funding, LLC	1,110,211
TD Capital/TD Pension Plan Private Equity Holdings Ltd	555,105
TD Capital Private Equity Investors Partnership	1,110,211
TD Capital Private Equity Investors Partnership II	1,110,211
Teachers Insurance and Annuity Association of America	2,220,422
ASF IV Central Ltd	2,220,421
Teachers Retirement System of the City of New York	3,330,632
Tekku Shodan Limited Partnership	1,110,211
The 2004 Primary Bnson Partnership Fund Offshore Series Company Ltd	111,687
The Bank of Tokyo-Mitsubishi UFJ, Ltd	2,220,421
The Colorado College	1,110,211
The Denver Art Museum Foundation	333,063
The Denver Foundation	1,110,211
The Elizabeth Gamble Deaconess Home Assoc	1,110,211
The Ford Foundation	4,995,948
The Hamilton Companies LLC	333,063
The James Irvine Foundation	1,110,211
The Northwestern Mutual Life Insurance Company for its Group Annuity Separate Account	555,105
The President & Trustees of Williams College	2,220,421
The Retirement System of the American National Red Cross	666,126
The Robertson Foundation	1,287,844
The Vanderbilt University	2,220,421
Tredje AP-fonden	3,330,632
Trustee Under the Will of W Strong for the Benefit of Margaret W Strong Museum	166,532
Trustees of Amherst College	2,775,527
Tundra Investors SA	5,551,053
UBS Global Asset Management Trust Company as Trustee of the Bnson Partnership Fund Trust – 2004 Primary Fund	347,063
United States Steel and Carnegie Pension Fund, as Trustee for Marathon Oil Group Trust	144,327
United States Steel and Carnegie Pension Fund, as Trustee for RMI Retirement Plan	11,102
United States Steel and Carnegie Pension Fund, as Trustee for U.S Steel Retirement Plan	954,781
University of Colorado Foundation	2,220,421
University of Denver (Colorado Seminary)	555,105
University of Rochester	2,220,421
University of Wyoming Foundation	888,169
UPS Retirement Plan, Mellon Trust of New England, N A as Trustee	3,330,632
Vesey Street Employee Fund III, L P	117,425
Vesey Street Employee Fund III (B), L P	147,738
Vesey Street Fund II, L P	902,879
Vesey Street Fund III (Ensa), L P	212,445
Vesey Street Portfolio II, L P	961,720
Westport Trading Corp	555,105
West Virginia University Foundation, Incorporated	555,105
West Virginia University Hospitals, Inc	555,105
William Marsh Rice University	2,220,421
William Randolph Hearst Foundation and The Hearst Foundation	2,220,421
Willock Partnership LP	555,105
Woodberry Forest School	555,105
Yale University	13,766,612
ZG Investments III Ltd	2,775,527
Total	439,865,905

Clayton Dubilier and Rice Fund VII (Credit), LP
EIN: 98-0568319

<u>Name of Transferors</u>	<u>Amount</u>
CD&R Parallel Fund VII	46,418
522 Fifth Avenue Fund, L P	696,273
Acquisition Fund Five L P	1,398,159
Adams Street Partnership Fund – 2002 U S Fund, L P	1,260,302
Adams Street Partnership Fund – 2003 U S Fund, L P	970,864
Adams Street Partnership Fund – 2004 U S Fund, L P	928,364
Adams Street Partnership Fund – 2005 U S Fund, L P	2,228,075
AFA Sjukforsäkningsaktiebolag	557,019
AFA Trygghetsförsäkningsaktiebolag	928,364
AIG PEP IV U S Buyout, L P	185,673
AAF Offshore Corporation 2005	557,019
American National Red Cross	92,836
Anschutz Land & Livestock Co LLC	278,509
Antelope Company LLLP	360,206
Arthur Street Fund II, L P	136,237
Arthur Street Portfolio II, L P	561,660
Athena CDR VII LLC	185,673
Avon Investments, LP	1,392,546
AXA Equitable Life Insurance Company	4,641,821
BA/CDR VII LLC	4,641,821
Conversus Investor III, L P	1,856,729
Berco Limited	1,856,729
BNP Paribas, Georgetown Branch, by BNP Paribas N Y Branch	464,182
Boettcher Foundation	139,200
Bnson Partnership Fund – 2004 Primary Fund, L P	1,856,729
British Airways Pension Trustees Limited	3,713,457
Bundora Associates, Inc	4,641,821
Caisse de depot et placement du Quebec	510,600
Caisse de pensions de L'Etat de Vaud	139,254
Caisse Intercommunale de Pensions	928,364
California Institute of Technology	9,283,644
California State Teachers' Retirement System	464,182
Caring for Colorado Foundation, Inc	1,392,546
Castle Private Equity (International) Ltd	928,364
CDR Investment Partners, L P	15,327,294
CD&R Fund VII Private Investors Offshore, L P	9,738,543
CD&R Fund VII Private Investors, LLC	751,975
CGR/PE, LLC	278,509
Charles & Lynn Schusterman Family Foundation	4,641,821
Citigroup Pension Plan	1,022,965
Citigroup Private Equity Partners L P	833,764
Citigroup Private Equity Partners Offshore L P	1,335,628
Citigroup Private Equity Partners II, L P	521,100
Citigroup Private Equity Partners Offshore II, L P	928,364
The Cleveland Museum of Art	464,182
Colorado School of Mines Foundation, Inc	557,019
Colorado State University Foundation	5,570,186
Commonfund Capital Private Equity Partners V, L P	3,713,457
Daniels Fund	464,182
Desaba, LLC	4,641,821
Caledonian Trust (Cayman) Limited as Trustee for Deutsche Bank Private Equity Global Select Master Fund III	843,468
DivPEP Holdings III (A-L), L P	128,161
DTC Private Equity II, L P	336,021
DTC Private Equity II-Q, L P	951,122
EDS Retirement Plan Trust	1,856,729
Emirates Property Holdings Limited	1,392,546
Fiducie globale des Regimes de retraite de la Societe de transport de Montreal (Montreal Transit Society)	1,856,729
FIMA Finance Management Inc	3,249,275
First Plaza Group Trust Pool PMI 109	6,034,369
First Plaza Group Trust Pool PMI 110	232,091
Foundation Investments of Ohio, Ltd	928,364
GDG CDR Investment LLC	6,962,733
General Electric Pension Trust	9,283,644
Georgia-Pacific Corporation Master Trust for Employee Benefit Plans (State Street Bank & Trust Co , as Trustee)	1,392,546
Georgia Tech Foundation, Inc	928,364
GF Private Equity Group, LLC	2,050,756
Goldman Sachs Private Equity Partners 2004 – Manager Fund, L P	403,838
Goldman Sachs Private Equity Partners 2004 Employee Fund, L P	1,761,107
Goldman Sachs Private Equity Partners 2004 Offshore Holdings, L P	382,486
Goldman Sachs Private Equity Partners 2004 US-Focused (KP) Offshore Holdings, L P	220,023
Goldman Sachs Private Equity Partners 2004, L P	92,836

Goodmeasure Inc	1,856,729
Hearst Corporation Master Trust for Pension & Profit Sharing Plans	4,641,821
Howard Hughes Medical Institute	4,641,821
HSBC Bank plc	1,856,729
The J Paul Getty Trust	928,364
The CD&R-Davy L P	2,785,093
Japan Trustee Services Bank, Ltd As Trustee of Fund No 08361-4701	464,182
JPMorgan Trust Company (Jersey) Limited as Trustee of the GS Trust	4,421,335
JPMorgan U S Pooled Corporate Finance Institutional Investors II LLC	174,069
JPMorgan U S Pooled Corporate Finance Private Investors II LLC	1,856,729
Kamil Holdings Limited	928,364
Kelham Holdings Corp	3,713,457
KF-CDR Holdings Limited (Kuwait Fund)	696,273
KK/CD&R LLC	1,856,729
Korea Life Insurance	464,182
The Kresge Foundation	2,320,911
Lehman Brothers PEP Investments I, L P	464,182
Lexington Capital Partners V, L P	928,364
LGT Capital Invest Limited	928,364
LGT Capital Invest (SC2) Limited	1,856,729
Private Equity Secondary Opportunities, L P	696,273
Lise Partner Ltd , B V I	928,364
Lynn Schusterman Irrevocable Trust	371,346
MAF Investments Ltd	1,253,292
Manbro P E II, LP	92,836
Messengers of Healing Winds Foundation	2,320,911
Metropolitan Life Insurance Company, on behalf of its Separate Account 285	278,509
Michael Reese Health Trust	185,673
MJH Private Equity Fund, LLC	3,249,275
MLC Limited	783,457
Blackrock Private Equity Holdings III, LLC	464,182
Montalcino Holdings Limited	278,509
Montana State University Foundation, Inc	2,320,911
Morgan Stanley Private Equity Access Fund LP	513,385
Multi-Strategy Holdings, L P	928,364
Natexis Investment Corp	928,364
National City Equity Partners, Inc	278,509
National Industries Group Holding	8,355,280
National Treasury Management Agency Acting for and on Behalf of the National Pensions Reserve Fund Commission	3,713,457
National Union Fire Insurance Company of Pittsburgh, PA	928,364
NEC VIII LLC	3,094,547
New Mexico State Investment Council Land Grant Permanent Fund	1,547,274
New Mexico State Investment Council Severance Tax Permanent Fund	4,177,639
New York City Employees' Retirement System	464,182
New York City Fire Department Pension Fund	1,856,729
New York City Police Pension Fund	3,481,366
New York Life Insurance Company	1,160,456
New York Life Insurance Company Private Equity Separate Account no 39-001	1,856,729
Nordcapital Private Equity Fonds 6 GmbH & Co KG	278,509
Northern Trust Private Equity Fund, L P	206,639
Northern Trust Private Equity Fund II, L P	721,726
Northern Trust Private Equity Fund (QP) II, L P	1,671,056
Northwestern Memorial Hospital & Affiliates	185,673
Northwestern Memorial Hospital Employees' Pension Plan	1,856,729
Northwestern Mutual Life Insurance Company	2,785,093
Northwestern University	464,182
Partners Group Private Equity Performance Holding Limited	265,280
Passage Portfolio II, L P	294,609
Passage Portfolio III, L P	928,364
Pearl Holding Limited	1,392,546
Pension Master Trust of Key Span Corporation (The Bank of New York, as Trustee)	928,364
Peter Bang Holding APS	1,392,546
Cayvest Private Equity Inc	2,785,093
PH Investments, LLC	800,250
Pomona ING (US) Holdings, LP	-
Pomona ING (US) Holding, L P Series E	128,114
Pomona Partnership Holdings IV, LP	928,364
Princess Private Equity Subholding Limited	17,490,383
The Trustees of Princeton University	324,927
ProSA-Feuer Beteiligungsgesellschaft GmbH	603,437
ProSA-Leben Beteiligungsgesellschaft GmbH	1,392,546
RBC Capital Partners	1,392,546
RBS Equity Corporation	464,182
Rehabilitation Institute of Chicago	278,509
Retraites Populaires Vie	6,498,551
Ridgefield, LP	464,182

Ron & Carol Moore Family Limited Partnership LLLP	464,182
S D Bechtel Jr Foundation	1,856,729
Sahara Investments, LLC	278,509
SARCO & Company LLC	3,713,457
Shell Pensions Trust Ltd, as Trustee of Shell Contributory Pension Fund	1,392,546
Shell Trust (Bermuda) Ltd, as Trustee of Shell Overseas Contributory Pension Fund	388,492
Sisters of Mercy Health System	354,200
McAuley Portfolio Management Company	185,673
SJGC 99 General Partnership	464,182
SK Family Investors II, LLC	464,182
SPF US Buyouts, L P	1,392,546
Starling Ventures Ltd	2,320,911
State General Reserve Fund of the Sultanate Oman	4,641,821
State Street Bank and Trust Company as Trustee of the Chrysler LLC Master Retirement Trust	931,112
State Universities Retirement System Private Equity Trust I	232,091
Sterling Private Equity Partners, L P	6,962,733
Stichting Pensioenfonds Metaal en Techniek	928,364
SunTrust Equity Funding, LLC	464,182
TD Capital/TD Pension Plan Private Equity Holdings Ltd	928,364
TD Capital Private Equity Investors Partnership	928,364
TD Capital Private Equity Investors Partnership II	3,713,457
Teachers Insurance and Annuity Association of America	-
ASF IV Central Ltd	2,785,093
Teachers Retirement System of the City of New York	928,364
Tekki Shodan Limited Partnership	93,393
The 2004 Primary Brnson Partnership Fund Offshore Series Company Ltd	1,856,729
The Bank of Tokyo-Mitsubishi UFJ, Ltd	928,364
The Colorado College	278,509
The Denver Art Museum Foundation	928,364
The Denver Foundation	928,364
The Elizabeth Gamble Deaconess Home Assoc	4,177,639
The Ford Foundation	278,509
The Hamilton Companies LLC	928,364
The James Irvine Foundation	464,182
The Northwestern Mutual Life Insurance Company for its Group Annuity Separate Account	1,856,729
The President & Trustees of Williams College	557,019
The Retirement System of the American National Red Cross	1,076,902
The Robertson Foundation	1,856,729
The Vanderbilt University	2,785,093
Tredje AP-fonden	139,254
Trustee Under the Will of W Strong for the Benefit of Margaret W Strong Museum	2,320,911
Trustees of Amherst College	4,641,821
Tundra Investors SA	290,216
UBS Global Asset Management Trust Company as Trustee of the Brnson Partnership Fund Trust – 2004 Primary Fund	120,687
United States Steel and Carnegie Pension Fund, as Trustee for Marathon Oil Group Trust	9,283
United States Steel and Carnegie Pension Fund, as Trustee for RMI Retirement Plan	798,394
United States Steel and Carnegie Pension Fund, as Trustee for U S Steel Retirement Plan	1,856,729
University of Colorado Foundation	464,182
University of Denver (Colorado Seminary)	1,856,729
University of Rochester	742,692
University of Wyoming Foundation	2,785,093
UPS Retirement Plan, Mellon Trust of New England, N A. as Trustee	98,191
Vesey Street Employee Fund III, L P	123,540
Vesey Street Employee Fund III (B), L P	754,992
Vesey Street Fund II, L P	177,647
Vesey Street Fund III (Ensa), L P	804,196
Vesey Street Portfolio II, L P	464,182
Westport Trading Corp	464,182
West Virginia University Foundation, Incorporated	464,182
West Virginia University Hospitals, Inc	1,856,729
William Marsh Rice University	1,856,729
William Randolph Hearst Foundation and The Hearst Foundation	464,182
Willock Partnership LP	464,182
Woodberry Forest School	11,511,718
Yale University	2,320,911
ZG Investments III Ltd	2,618,209

Total

369,700,874

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 Lowry Hill #5101 - see attached		P	Various	Various
b Lowry Hill #5101 - see attached		P	Various	Various
c Chilton International Ltd		P	Various	Various
d Swiftcurrent Class C - Conversion to Class A		P	Various	Various
e Clayton, Dubilier & Rice VII, LP		P	Various	Various
f MHR Institutional Partners II LP		P	Various	Various
g MHR Institutional Partners II LP		P	Various	Various
h MHR Institutional Partners III LP		P	Various	Various
i MHR Institutional Partners III LP		P	Various	Various
j Newport Asia Institutional Fund, LP		P	Various	Various
k Newport Asia Institutional Fund, LP		P	Various	Various
l Palo Alto Fund II, LP		P	Various	Various
m Palo Alto Fund II, LP		P	Various	Various
n TCW Energy Fund XC - NL		P	Various	Various
o TCW Energy Fund XC - NL		P	Various	Various

(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 429,817.		618,968.	<189,151.>
b 860,078.		767,199.	92,879.
c 1,136,948.		946,805.	190,143.
d 8,501.			8,501.
e		184.	<184.>
f		7.	<7.>
g 14,106.			14,106.
h 956.			956.
i 4,000.			4,000.
j		58,323.	<58,323.>
k		30,651.	<30,651.>
l		13,401.	<13,401.>
m		23,472.	<23,472.>
n 4,182.			4,182.
o 55,943.			55,943.

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<189,151.>
b			92,879.
c			190,143.
d			8,501.
e			<184.>
f			<7.>
g			14,106.
h			956.
i			4,000.
j			<58,323.>
k			<30,651.>
l			<13,401.>
m			<23,472.>
n			4,182.
o			55,943.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain, also enter in Part I, line 8, column (c)
If (loss), enter "-0-" in Part I, line 8

3

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	TCW Energy Fund XIV-A	P	Various	Various
b	UBTI Free, LP	P	Various	Various
c	VCFA Venture Parnters III, LP	P	Various	Various
d	VCFA Venture Parnters III, LP	P	Various	Various
e	WTC - CTF Research Equity Portfolio	P	Various	Various
f	WTC - CTF Research Equity Portfolio	P	Various	Various
g	Yorktown Energy Partners VII LP	P	Various	Various
h	Yorktown Energy Partners VII LP	P	Various	Various
i	Yorktown Energy Partners VII LP	P	Various	Various
j	WTC - CTF Research Equity Portfolio	P	Various	Various
k	MHR Institutional Partners III LP	P	Various	Various
l	Capital Gains Dividends			
m				
n				
o				

(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 29,246.			29,246.
b		57,706.	<57,706.>
c 536.			536.
d 12,448.			12,448.
e		620,277.	<620,277.>
f 109,954.			109,954.
g		2,099.	<2,099.>
h		396.	<396.>
i 159,133.			159,133.
j		23,054.	<23,054.>
k 2,498.			2,498.
l 136,455.			136,455.
m			
n			
o			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col. (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			29,246.
b			<57,706.>
c			536.
d			12,448.
e			<620,277.>
f			109,954.
g			<2,099.>
h			<396.>
i			159,133.
j			<23,054.>
k			2,498.
l			136,455.
m			
n			
o			

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	<197,741.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

990-PF

816261
04-25-08

#	Current year section 179	(D) - Asset disposed
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Form 990-PF Gain or (Loss) from Sale of Assets Statement 1

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Lowry Hill #5101 - see attached			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
429,817.	618,968.	0.	0.	<189,151.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Lowry Hill #5101 - see attached			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
860,078.	767,199.	0.	0.	92,879.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Chilton International Ltd			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
1,136,948.	946,805.	0.	0.	190,143.	

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
Swiftcurrent Class C - Conversion to Class A	8,501.	0.	0.	Purchased	Various	Various
				(e) Deprec.	(f) Gain or Loss	
	8,501.	0.	0.	0.	8,501.	

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
Clayton, Dubilier & Rice VII, LP	0.	184.	0.	Purchased	Various	Various
				(e) Deprec.	(f) Gain or Loss	
	0.	184.	0.	0.	<184.>	

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
MHR Institutional Partners II LP	0.	7.	0.	Purchased	Various	Various
				(e) Deprec.	(f) Gain or Loss	
	0.	7.	0.	0.	<7.>	

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired	Date Acquired	Date Sold
MHR Institutional Partners II LP	14,106.	0.	0.	Purchased	Various	Various
				(e) Deprec.	(f) Gain or Loss	
	14,106.	0.	0.	0.	14,106.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
MHR Institutional Partners III LP			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
956.	0.	0.	0.	956.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
MHR Institutional Partners III LP			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
4,000.	0.	0.	0.	4,000.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Newport Asia Institutional Fund, LP			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	58,323.	0.	0.	<58,323.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Newport Asia Institutional Fund, LP			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	30,651.	0.	0.	<30,651.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Palo Alto Fund II, LP			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	13,401.	0.	0.	<13,401.>	

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
Palo Alto Fund II, LP		Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	23,472.	0.	0.	<23,472.>

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
TCW Energy Fund XC - NL			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
4,182.	0.	0.	0.		4,182.

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
TCW Energy Fund XC - NL			Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
55,943.	0.	0.	0.	55,943.	

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
TCW Energy Fund XIV-A	Purchased		Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
29,246.	0.	0.	0.	29,246.

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
UBTI Free, LP	Purchased		Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	57,706.	0.	0.	<57,706.>

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
VCFA Venture Parnters III, LP	Purchased		Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
536.	0.	0.	0.	536.

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
VCFA Venture Parnters III, LP	Purchased		Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
12,448.	0.	0.	0.	12,448.

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
Yorktown Energy Partners VII LP		Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	396.	0.	0.	<396.>

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
Yorktown Energy Partners VII LP	159,133.	0.	0.	Purchased	Various	Various

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
WTC - CTF Research Equity Portfolio	0.	23,054.	0.	Purchased	Various	Various

(a) Description of Property	(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired (e) Deprec.	Date Acquired (f) Gain or Loss	Date Sold
MHR Institutional Partners III LP	2,498.	0.	0.	Purchased	Various	Various

Capital Gains Dividends from Part IV	136,455.
Total to Form 990-PF, Part I, line 6a	<197,741.>

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 2

Source	Amount
Clayton, Dubilier & Rice VII, LP	60.
Lime Rock Resources C, LP	1,044.
MHR Institutional Partners II LP	7,519.
MHR Institutional Partners III LP	1,072.
Newport Asia Institutional Fund, LP	1,002.
Palo Alto Fund II, LP	3,012.

Messengers of Healing Winds Foundation

86-0910220

TCW Energy Fund XC - NL	45,927.
TCW Energy Fund XIV-A	78,431.
UBTI Free, LP	4,835.
VCFA Venture Parnters III, LP	268.
WTC - CTF Research Equity Portfolio	21,024.
Yorktown Energy Partners VII LP	1,423.
Yorktown Energy Partners VIII LP	234.

Total to Form 990-PF, Part I, line 3, Column A	165,851.
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Form 990-PF	Dividends and Interest from Securities	Statement	3
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Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
Clayton, Dubilier & Rice VII Intermed Holdco, Ltd	7,434.	0.	7,434.
Clayton, Dubilier & Rice VII, LP	1,170.	0.	1,170.
Europacific Growth Fund	227,106.	136,273.	90,833.
GSEP Realty Corp Preferred Dividend	295.	0.	295.
Lowry Hill #5000-Dividends	54,771.	0.	54,771.
Lowry Hill #5000-US Govt Int	273.	0.	273.
Lowry Hill #5101-Dividends	20,962.	0.	20,962.
Lowry Hill #5101-US Govt Int	119.	0.	119.
MHR Institutional Partners II LP	1,398.	0.	1,398.
MHR Institutional Partners III LP	140.	0.	140.
Newport Asia Institutional Fund, LP	81,868.	0.	81,868.
Palo Alto Fund II, LP	2.	0.	2.
Pimco Short Term Fund	1,064.	182.	882.
UBTI Free, LP	637.	0.	637.
VCFA Venture Parnters III, LP	149.	0.	149.
WTC - CTF Research Equity Portfolio	120,814.	0.	120,814.
Yorktown Energy Partners VII LP	577.	0.	577.
Yorktown Energy Partners VIII LP	8.	0.	8.
Total to Fm 990-PF, Part I, ln 4	518,787.	136,455.	382,332.

Form 990-PF	Other Income		Statement	4
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
TCW Energy Fund XIV	14,102.	14,102.		
Securities Litigation	5,172.	5,172.		
Other Income	2,180.	2,180.		
Clayton, Dubilier & Rice VII, LP	391.	391.		
Lime Rock Resources C, LP - Royalties	199,059.	199,059.		
Lime Rock Resources C, LP - Hedging Income	<5,267.>	<5,267.>		
MHR Institutional Partners II LP	6,148.	6,148.		
MHR Institutional Partners III LP	15,092.	15,092.		
New Mexico Community Capital Fund	<2,849.>	<2,849.>		
Newport Asia Institutional Fund, LP	<19,925.>	<19,925.>		
Palo Alto Fund II, LP	<1.>	<1.>		
TCW Energy Fund XC - NL	3,703.	3,703.		
TCW Energy Fund XC - NL	636.	636.		
TCW Energy Fund XIV-A	<32.>	<32.>		
TCW Energy Fund XIV-A	2,305.	2,305.		
TCW Energy Fund XIV-A	7,137.	7,137.		
UBTI Free, LP	<28.>	<28.>		
VCFA Venture Partners III, LP	<53.>	<53.>		
VCFA Venture Partners III, LP	1.	1.		
WTC - CTF Research Equity Portfolio	<45.>	<45.>		
Yorktown Energy Partners VII LP	<22,784.>	<22,784.>		
Yorktown Energy Partners VII LP	8,233.	8,233.		
Yorktown Energy Partners VIII LP	34.	34.		
Total to Form 990-PF, Part I, line 11	213,209.	213,209.		

Form 990-PF	Legal Fees		Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	11,079.	0.		0.
Partnership Pass-Through (TCW Energy Fund XIV-A)	355.	355.		0.
To Fm 990-PF, Pg 1, ln 16a	11,434.	355.		0.

Form 990-PF

Accounting Fees

Statement

6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	33,091.	0.		0.
To Form 990-PF, Pg 1, ln 16b	33,091.	0.		0.

Form 990-PF

Other Professional Fees

Statement

7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Mgmt/Advisory Fees	122,982.	122,982.		0.
Partnership Pass-Through (MHR Institutional)	515.	515.		0.
Partnership Pass-Through (UBTI Free)	0.	0.		0.
Partnership Pass-Through (VCFA Venture Ptns)	82.	82.		0.
Partnership Pass-Through (TCW XC-NL Energy Fund)	1,868.	1,868.		0.
Partnership Pass-Through (Clayton, Dubilier & Rice Fund VII, LP)	4,204.	4,204.		0.
Partnership Pass-Through (Lime Rock Resources C, LP)	0.	0.		0.
Partnership Pass-Through (Newport Asia Institutional Fund, LP)	0.	0.		0.
Partnership Pass-Through (Palo Alto Fund II, LP)	0.	0.		0.
Partnership Pass-Through (MHR Institutional Partners III)	731.	731.		0.
Partnership Pass-Through (WTC - CTF Research Equity Portfolio)	0.	0.		0.
Partnership Pass-Through (Yorktown Energy Partners)	162.	162.		0.
Partnership Pass-Through (Yorktown Energy Partners VIII)	142.	142.		0.
To Form 990-PF, Pg 1, ln 16c	130,686.	130,686.		0.

Form 990-PF

Taxes

Statement

8

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Payroll Taxes	9,054.	884.		0.
Foreign Taxes	14,492.	14,492.		0.
990PF Taxes	15,000.	0.		0.
Partnership Pass-Through (VCFA Venture Partners III)	10.	10.		0.
Partnership Pass-Through (Newport Asia Institutional Fund, LP)	2,281.	2,281.		0.
Partnership Pass-Through (WTC - CTF Research Equity Portfolio)	1,230.	1,230.		0.
To Form 990-PF, Pg 1, ln 18	42,067.	18,897.		0.

Form 990-PF

Other Expenses

Statement

9

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Directors Stipends	31,000.	0.		0.
Postage and Shipping	1,140.	0.		0.
Meals	5,776.	0.		0.
Office Supplies	934.	0.		0.
Public Relations	9,392.	0.		0.
Dues, Fees, Subscriptions	12,040.	0.		0.
Insurance	5,883.	0.		0.
Software Maintenance	1,683.	0.		0.
Telephone	899.	0.		0.
Travel	18,960.	0.		0.
Program Expenses	103,223.	0.		103,223.
Partnership Passthrough (NM Community Capital Fund I, LP)	3,584.	0.		0.
Partnership Passthrough (VCFA Venture Partners III, LP)	3,209.	3,209.		0.
Partnership Pass-Through (Lime Rock Resources C, LP)	20,477.	20,477.		0.
Partnership Pass-Through (Clayton, Dubilier & Rice Fund VII)	4.	4.		0.

Partnership Pass-Through (MHR Institutional)	12,597.	12,597.	0.
Partnership Pass-Through (MHR Institutional III)	20,430.	20,430.	0.
Partnership Pass-Through (Palo Alto Fund II, LP)	16,715.	16,715.	0.
Partnership Pass-Through (TCW Energy Fund XC-NL)	12,475.	12,475.	0.
Partnership Pass-Through (TCW Energy Fund XIV-A)	16,117.	16,117.	0.
Partnership Pass-Through (Newport Asia Institutional Fund, LP)	30,549.	30,549.	0.
Partnership Pass-Through (UBTI Free, LP)	35,750.	35,750.	0.
Partnership Pass-Through (WTC - CTF Research Equity Portfolio)	3,474.	3,474.	0.
Partnership Pass-Through (Yorktown Energy Partners)	45,191.	45,191.	0.
Partnership Pass-Through (Yorktown Energy Partners VIII)	10,905.	10,905.	0.
Yorktown VIII Non-Deductible Loss	0.	<4,539.>	0.
To Form 990-PF, Pg 1, ln 23	422,407.	223,354.	103,223.

Form 990-PF	Corporate Stock	Statement 10
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Description	Book Value	Fair Market Value
Lowry Hill #5101 (Daruma)	2,561,790.	2,266,995.
Total to Form 990-PF, Part II, line 10b	2,561,790.	2,266,995.

Form 990-PF	Other Investments	Statement 11
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Description	Valuation Method	Book Value	Fair Market Value
Lowry Hill #5000 (VCFA Venture)	FMV	50,069.	94,361.
Europacific Growth Fund	FMV	3,193,345.	2,972,483.
OZ Overseas Fund, Ltd	FMV	1,000,000.	1,641,470.
Palo Alto UBTI Free LP	FMV	2,162,450.	1,561,081.
Chilton International BVI Ltd	FMV	0.	0.
Maverick Fund Ltd	FMV	1,500,000.	1,958,502.

Indus Asia Pacific Fund Ltd	FMV	500,000.	973,507.
Indus Japan Fund Ltd	FMV	500,000.	775,765.
MHR Institutional Partners II	FMV	792,634.	972,562.
Swiftcurrent Offshore Ltd - Class A	FMV	1,940,994.	2,930,121.
Tremblant Partners, Ltd.	FMV	1,000,000.	1,184,043.
Viking Global Equities	FMV	2,000,000.	4,054,015.
GSEP Realty Corp	FMV	3,000.	3,000.
Pimco Short Term Fund	FMV	20,461.	18,889.
Perry Partners International	FMV	1,000,000.	1,135,168.
Sowood Alpha Fund Ltd	FMV	505,395.	42,814.
TCW Energy Fund XC	FMV	936,440.	839,828.
Palo Alto Fund II	FMV	870,109.	741,029.
NM Community Capital Fund	FMV	27,557.	27,641.
Newport Asia Institutional Fund	FMV	2,374,363.	2,125,577.
Lime Rock Resources LP	FMV	657,363.	906,517.
Clayton Dubilier & Rice VII LP	FMV	782,168.	665,500.
Convexity Capital Offshore LP	FMV	5,001,848.	6,350,364.
Indus Structured Finance Fund	FMV	632,121.	449,513.
MHR Institutional Partners III	FMV	896,464.	583,979.
Swiftcurrent Offshore Ltd - Class C	FMV	0.	0.
Swiftcurrent Offshore Ltd - Class D	FMV	32,734.	33,970.
Wellington Trust Company	FMV	7,291,724.	4,398,709.
Yorktown Energy Partners VII	FMV	780,118.	806,016.
Swiftcurrent Offshore Ltd - Class E	FMV	101,633.	97,698.
TCW Energy XIV	COST	988,245.	996,866.
Clayton Dubilier & Rice VII (Credit)LP	COST	100,270.	104,080.
Yorktown Energy Partners VIII	COST	181,735.	185,900.
Total to Form 990-PF, Part II, line 13		37,823,240.	39,630,968.

Form 990-PF	Depreciation of Assets Not Held for Investment		Statement 12
Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Software	5,000.	5,000.	0.
Software	1,560.	1,560.	0.
Total To Fm 990-PF, Part II, ln 14	6,560.	6,560.	0.

Form 990-PF	Other Assets	Statement	13
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Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
Investment Income Receivable	118,301.	1,137,556.	1,137,556.
To Form 990-PF, Part II, line 15	118,301.	1,137,556.	1,137,556.

Form 990-PF	Other Liabilities	Statement	14
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Description	BOY Amount	EOY Amount
Payroll Taxes Payable	3,103.	1,032.
Simple IRA Payable	541.	0.
Total to Form 990-PF, Part II, line 22	3,644.	1,032.

Form 990-PF	List of Substantial Contributors Part VII-A, Line 10	Statement	15
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Name of Contributor	Address
Andrea Waitt Carlton	PO Box 32240, Santa Fe, NM 87594-2240

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 16

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan	Expense Contrib Account
Andrea Waitt Carlton PO Box 32240 Santa Fe, NM 87594-2240	President/Director 4.00	0.	0.	0.
Donald Poppen 3730 E. Colonial Dr. Chandler, AZ 85249	Vice President/Director 2.00	0.	0.	0.
Jennifer Kronebusch 8320 Alpinview Way Colorado Springs, CO 80919	Secretary/Treasurer/Dirctr 2.00	0.	0.	0.
Jacque Roberts 684 Callecita Jicarilla Santa Fe, NM 87505	Assistant Secretary 1.00	0.	0.	0.
Charles Mosley 635 Cedar Wood Eagle Point, OR 97524	Director 1.00	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Form 990-PF	Grant Application Submission Information	Statement 17
	Part XV, Lines 2a through 2d	

Name and Address of Person to Whom Applications Should be Submitted

Steven Rasmussen
PO Box 32360
Santa Fe, NM 87594-2360

Telephone Number

505-954-4702

Form and Content of Applications

Written applications should include: an overview of the organization; goals & needs for the project or program; proposed activities and relationship to project or program; dollar amount requested, with detailed budget; list of Board of Directors members; copy of IRS determination letter indicating 501(c)(3) status; contact person's name, phone and fax numbers.

Any Submission Deadlines

Proposals may be submitted at any time and are reviewed on a revolving basis. Funding requests are usually considered within 60 days of receipt.

Restrictions and Limitations on Awards

Major grants are usually limited to Santa Fe, NM and the southwest, the lake region of northwest Iowa, Florida and South and North Dakota. Proposals related to environmental concerns will be considered on a national basis. To encourage others to participate, challenge grants and matching gift proposals will receive special consideration. Only requests from IRC 501(c)(3) tax exempt charitable organizations and institutions are accepted.

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MESSENGERS HEALING WINDS - DARUMA 11115101
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
1700. APOGEE ENTERPRISES INC	08/05/2003	04/10/2008	34,027.51	17,170.00	16,857.51
1700. APOGEE ENTERPRISES INC	08/05/2003	04/17/2008	34,019.52	17,170.00	16,849.52
400. BRADY CORP	07/20/2007	11/13/2008	10,508.10	14,875.68	-4,367.58
2300. CHECKPOINT SYS INC COM	08/05/2005	12/02/2008	23,192.14	50,109.18	-26,917.04
2600. CHECKPOINT SYS INC COM	02/26/2007	12/12/2008	26,451.99	49,787.08	-23,335.09
300. COVANCE INC COM	03/01/2002	09/15/2008	28,564.27	5,253.00	23,311.27
800. DENTSPLY INTL INC COM	11/09/2001	01/10/2008	37,057.83	11,848.00	25,209.83
700. DEVRY INC DEL COM	01/22/2003	01/10/2008	39,703.67	11,759.51	27,944.16
100. DEVRY INC DEL COM	01/22/2003	05/01/2008	5,851.29	1,679.93	4,171.36
100. DEVRY INC DEL COM	01/22/2003	11/20/2008	4,997.48	1,679.93	3,317.55
400. DEVRY INC DEL COM	01/22/2003	12/16/2008	21,925.35	6,719.72	15,205.63
1300. DIEBOLD INC	09/23/2005	01/03/2008	37,151.74	46,405.84	-9,254.10
400. IMMUCOR INC	12/17/2003	01/07/2008	13,327.47	2,253.04	11,074.43
2400. IMMUCOR INC	12/17/2003	03/12/2008	43,586.39	13,518.23	30,068.16
700. MINE SAFETY APPLIANCES CO	06/28/2007	09/16/2008	25,581.84	30,771.30	-5,189.46
3100. 99 CENTS ONLY STORES COM	06/20/2007	10/17/2008	31,567.74	41,485.69	-9,917.95
1200. 99 CENTS ONLY STORES COM	06/20/2007	10/31/2008	14,641.71	15,248.28	-606.57
1400. 99 CENTS ONLY STORES COM	06/20/2007	11/03/2008	15,871.71	17,789.66	-1,917.95
800. 99 CENTS ONLY STORES COM	06/20/2007	11/20/2008	8,471.55	10,165.52	-1,693.97
1400. PHARMANET DEVELOPMENT GROUP IN	09/26/2006	09/15/2008	13,836.68	27,235.90	-13,399.22
1700. PHARMANET DEVELOPMENT GROUP IN	09/26/2006	09/18/2008	13,471.57	31,819.41	-18,347.84
400. PHARMANET DEVELOPMENT GROUP IN	09/26/2006	09/19/2008	3,207.30	7,486.92	-4,279.62
1100. QUICKSILVER RESOURCES INC	07/23/2002	02/13/2008	36,415.09	15,232.14	21,182.95
500. QUICKSILVER RESOURCES INC	07/23/2002	03/18/2008	17,126.01	1,636.77	15,489.24
800. QUICKSILVER RESOURCES INC	07/23/2002	05/06/2008	34,631.48	2,618.83	32,012.65
1800. REPUBLIC SERVICES INC CL A COMM	11/09/2001	01/23/2008	50,403.36	20,518.25	29,885.11
1350. REPUBLIC SERVICES INC CL A COMM	11/09/2001	01/24/2008	38,911.26	15,370.75	23,540.51
Totals					

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8F0970 1 000

MESSENGERS HEALING WINDS - DARUMA 11115101
Schedule D Detail of Long-term Capital Gains and Losses

[illegible]

MESSENGERS OF HEALING WINDS FOUNDATION
SCHEDULE OF GRANTS MADE
For the Twelve Months ended December 31, 2008

	Current Month	Year to Date
American Bird Conservancy	\$	\$ 15,000
American Cancer Society		1,500
Amigos Bravos		15,000
Animal Protection of New Mexico	10,000	10,000
Assistance Dogs of the West		15,000
The Bosque School		10,000
Bramble Park Zoo		75,000
Caldera Action		10,000
Care Share Food Bank		1,000
Center for Great Apes		20,000
Central UMC	500	1,500
Cheyenne Mountain Zoo		34,500
Childrens Home Foundation		3,000
The Coming Home Connection		5,000
Conservation Foundation of Dickinson County		101,000
Coro de Camara	500	500
The Cougar Fund		15,000
Crazy Horse Memorial		100,000
Discovery Museum		40,000
Earth's Birthday Project		2,500
Earth Care International		10,000
El Paso County Search and Rescue		1,500
Emmanuel Baptist Church	1,000	1,000
Espanola Valley Humane Society		30,000
Espanola Wildlife Center		30,000
Fine Arts for Children and Teens		15,000
First Tee - Santa Fe		500
The Food Depot	3,000	3,000
Food for Santa Fe	5,000	5,500
Forest Guardians		10,000
Friends of Twin City Animal Shelter	1,000	1,000
Gila Conservation Coalition		5,000
Girls Inc		500
Historic Arnold's Park Inc		3,014
Historic Homestake Opera House	2,000	2,000
The Horse Shelter		5,000
Human Rights Alliance	10,000	10,000
Iowa Natural Heritage Foundation		35,000
Institute and Range of the American Mustang		50,000
Iowa Great Lakes Chamber of Commerce		1,000
Jungle Friends		15,000
Lensic Performing Arts Center		25,000
Lodestar Dog Ranch Inc	1,500	1,500
Many Mothers		5,000
Arthur R. Marshall Foundation		15,000
Mercy Health Foundation		100,000
Museum of New Mexico Foundation		500,000
National Dance Institute		25,000

SCHEDULE OF GRANTS MADE, continued

	Current Month	Year to Date
National Indian Youth Leadership		30,000
New Energy Economy		25,000
New Mexico Academy for Science and Mathematics		50,000
New Mexico Association for Grantmakers		10,000
New Mexico Bearwatch		5,000
New Mexico Coalition for the Homeless	2,500	2,500
New Mexico Community Capital Corp	25,000	25,000
New Mexico Community Foundation		9,000
New Mexico Environmental Law Center		7,500
New Mexico Heritage Preservation		1,000
New Mexico Wild Horse Rescue	5,000	5,000
New Mexico Wilderness Alliance		15,000
New Mexico Wildlife Federation	20,000	20,000
Northern Hills Family YMCA		7,000
Operation Gratitude	5,000	5,000
PB&J Family Services		10,000
Pearson Lakes Art Center		106,000
Pecos PAWS		8,750
Quivira Coalition		25,000
Randall Davey Audubon Center		25,000
Rio Grande Return		5,000
Rio Grande School		100,000
Rivers and Birds		10,000
St Elizabeth's Shelter	8,000	8,000
St John's Soup Kitchen	2,000	2,000
St John's TLC and Preschool	3,500	3,500
St Michael's High School	3,000	6,000
St Vincent Hospital Foundation		250,000
The Salvation Army	7,000	7,000
San Isidro Church	4,000	4,000
Sanibel-Captiva Conservation Foundation		60,000
Santa Fe Community Foundation	6,000	31,000
Santa Fe Conservation Trust		15,000
Santa Fe Desert Chorale		12,500
Santa Fe Preparatory School		60,000
Santa Fe Raptor Center		1,000
Santa Fe Symphony & Chorus		7,500
SCORE Santa Fe		2,500
Shakespeare Garden Society of Wessington Springs		1,000
South Dakota Humanities Council	25,000	25,500
Southwest Environmental Center		15,000
Sun Lakes United Methodist Church	10,000	10,000
Think New Mexico		25,000
Trails and Open Space Coalition		1,500
Trust for Public Land		25,000
United Church of Santa Fe		1,000
University of Iowa Foundation		100,000
The Vietnam Project		2,000
Villa Therese Clinic	3,000	3,000
Wood Gormley PTC	1,000	1,000
	<u>\$ 164,500</u>	<u>\$ 2,567,764</u>

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

STMT 18

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
American Bird Conservancy 4249 Loudoun Ave. P.O. Box 249 The Plains, VA 20198	General Operations	\$15,000	2/27/2008 4050
American Cancer Society 1445 N. Union Blvd. Colorado Springs, CO 80909	American Cancer Society--Eastside Relay & Transplant Team	\$1,500	5/15/2008 4108
Amigos Bravos P.O. Box 238 Taos, NM 87571	--Operations --Strategic Planning Retreat --Endowment	\$15,000	5/15/2008 4109
Animal Protection of New Mexico, Inc. P. O. Box 11395 Albuquerque, NM 87192	Custody Campaign of the Chimps at Charles Rivers Labs	\$10,000	12/18/2008 4283
Arthur R. Marshall Foundation 2806 S. Dixie Highway West Palm Beach, FL 33405	New Executive Director	\$15,000	11/4/2008 4257
Assistance Dogs of the West P.O. Box 31027 Santa Fe, NM 87594	--General Operating Support --Emergency Vet Fund --Youth Board Leadership Development	\$15,000	11/4/2008 4245
Bosque School 4000 Learning Road NW Albuquerque, NM 87120	--Bosque Ecosystem Monitoring Program --Endowment Gift	\$10,000	11/4/2008 4247
Caldera Action P.O. Box 32373 Santa Fe, NM 87594	Operating Support for Action Group of the Valles Caldera National Preserve	\$10,000	2/27/2008 4052
Care & Share Food Bank 2520 Aviation Way, Suite 130 Colorado Springs, CO 80916	Care and Share Food Bank--general operations	\$1,000	11/4/2008 4248
Center for Contemporary Arts 1050 Old Pecos Trail Santa Fe, NM 87505	Feasibility Study Expenses of Chris Mekal	\$9,000	2/27/2008 4061
Center for Great Apes P.O. Box 488 Wauchula, FL 33873	General Operating Support	\$20,000	2/27/2008 4053

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
Central United Methodist Church 1501 Massachusetts Lawrence, KS 66044-4273	Central United Methodist Church--Haiti Project	\$500	5/30/2008 4141
Central United Methodist Church 1501 Massachusetts Lawrence, KS 66044-4273	Central United Methodist Church--Haiti Project	\$500	5/30/2008 4142
Central UMC 1501 Massachusetts Lawrence, KS 66044-4273	Central United Methodist Church-- Sponsorship of 2 students re: college and vocational school tuition in Port Au Prince Haiti	\$500	12/18/2008 4284
Cheyenne Mountain Zoo 4250 Cheyenne Mt. Zoo Rd Colorado Springs, CO 80906	Endowment	\$33,000	8/12/2008 4174
Cheyenne Mountain Zoo 4250 Cheyenne Mountain Zoo Road Colorado Springs, CO 80906	Cheyenne Mountain Zoo--Operations	\$1,500	11/4/2008 4249
Children's Home Society of SD 801 N. Sycamore P.O. Box 1749 Sioux Falls, SD 57101-1749	Children's Home Society of SD-- Christmas presents for kids in the Black Hills Facilities	\$3,000	11/4/2008 4250
Coming Home Connection, Inc. 634 Garcia Street, #25 Santa Fe, NM 87505	General Operating Support	\$5,000	10/17/2008 4221
Conservation Fdn of Dickinson County P.O. Box 973 Okoboji, IA 51355	Renovations on Nature Center Building	\$100,000	8/12/2008 4175
Conservation Fdn of Dickinson County PO Box 973 Okoboji, IA 51355	Conservation Fdn of Dickinson County-- Nature Center Playground	\$1,000	5/30/2008 4132
Coro de Camara PO Box 159 Los Alamos, NM 87544	Coro De Camara--Operational Expenses of Coro de Camara	\$500	12/18/2008 4285
Cougar Fund, The P.O. Box 122 Jackson, WY 83001	Support Communications, Education & Public Awareness Initiative	\$15,000	2/27/2008 4054

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
Crazy Horse Memorial Avenue of the Chiefs Crazy Horse, SD 57730-9506	Endowment Challenge Grant	\$100,000	2/11/2008 4042
Durango Discovery Museum 1099 Main Avenue #316 Durango, CO 81301	Study for the Proposed Discovery Museum	\$40,000	5/15/2008 4112
Earth Care International P.O. Box 885 Santa Fe, NM 87504	Teacher Institute in Sustainability Education	\$10,000	11/4/2008 4252
Earth's Birthday Project P.O. Box 1536 Santa Fe, NM 87504-1536	River Otter Project	\$2,500	11/4/2008 4251
El Paso County Search & Rescue 3905 Interpark Drive Colorado Springs, CO 80907	El Paso County Search and Rescue--Operations	\$1,500	11/4/2008 4253
Emmanuel Baptist Church 405 South Mable Avenue Sioux Falls, SD 57103	Emmanuel Baptist Church -- Lunch is Served Program	\$1,000	12/18/2008 4286
Espanola Wildlife Center, Inc., The P.O. Box 246 Espanola, NM 87532	--Full-Time Assistant --Retail Manager	\$30,000	5/15/2008 4114
Fine Arts for Children and Teens, Inc. P.O. Box 22363 Santa Fe, NM 87502	--ARTreach Program at Tesuque School --Development Director	\$15,000	8/12/2008 4176
The First Tee Santa Fe 223 North Guadalupe, P.O. Box 501 Santa Fe, NM 87501	First Tee Santa Fe--children's activities taking place in New Mexico	\$500	5/30/2008 4140
The Food Depot 1222 Siler Road Santa Fe, NM 87507	The Food Depot--Food Distribution Program	\$3,000	12/18/2008 4288
Food for Santa Fe P.O. Box 31086 Santa Fe, NM 87954	Food Distribution	\$5,000	12/18/2008 4287

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
Food for Santa Fe PO Box 31086 Santa Fe, NM 87594	Food for Santa Fe--food distribution purposes	\$500	5/30/2008 4134
Friends of Twin City Animal Shelter 722 East Main Street Lead, SD 57754	Friends of Twin City Animal Shelter--Operational Expenses	\$1,000	12/18/2008 4289
Gila Conservation Coalition P.O. Box 878 Silver City, NM 88062	General Operations	\$5,000	11/4/2008 4254
Girls, Inc. 301 Hillside Avenue Santa Fe, NM 87501	Purchase of Van	\$500	4/17/2008 4096
Historic Arnold's Park, Inc. 37 Lake Street P.O. Box 609 Arnolds Park, IA 51331	BandShell Construction on Preservation Plaza	\$3,014	10/17/2008 4226
Historic Homestake Opera House PO Box 412 309 Main Street Lead, SD 57754	Historic Homestake Opera House--renovation purposes	\$2,000	12/18/2008 4290
Horse Shelter, The 100 A-B Old Cash Ranch Road Cerrillos, NM 87010	General Operating Support	\$5,000	8/22/2008 4186
Human Rights Alliance PO Box 8640 Santa Fe, NM 87594	Human Rights Alliance--Operational Expenses	\$10,000	12/18/2008 4291
Institute of Range and the American Mustang P.O. Box 998 Hot Springs, SD 57747	Andrea's Award for Organizational Excellence --Commemorating MHW 10th Anniversary	\$50,000	2/27/2008 4055
Iowa Belin-Blank Center University of Iowa Foundation P.O. Box 4550 Iowa City, IA 52244-4550	Enhance Services to Aspergers Syndrome Students	\$100,000	5/15/2008 4125
Iowa Great Lakes Area Chamber of Commerce P.O. Box 9 Arnold's Park, IA 51331	Annual 4th of July fireworks at Arnold's Park, Iowa	\$1,000	5/30/2008 4143

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
Iowa Natural Heritage Foundation Insurance Exchange Bldg., Suite 444 505 Fifth Avenue Des Moines, IA 50309	The Anglers Bay Project	\$35,000	8/12/2008 4177
Jungle Friends Primate Sanctuary 13915 N State Rd 121 Gainesville, FL 32653	Purchase Outdoor Habitats	\$15,000	5/15/2008 4116
Lake Area Zoological Society (Bramble Park Zoo) Post Office Box 484 Watertown, SD 57201-0484	Andrea's Award for Organizational Excellence —Commemorating MHW 10th Anniversary	\$50,000	2/27/2008 4051
Lake Area Zoological Society (Bramble Park Zoo) Post Office Box 484 Watertown, SD 57201-0484	Educational Programming, Internships, Zoo Operations, Workshops and Conferences	\$25,000	2/27/2008 4051
Lensic Performing Arts Center 211 W. San Francisco St. Santa Fe, NM 87501	Operational & Operational Reserve	\$25,000	5/15/2008 4117
Lodestar Dog Ranch, Inc. 17 Anne Court Tijeras, NM 87059	Lodestar Dog Ranch, Inc.—Operational Expenses	\$1,500	12/18/2008 4292
Many Mothers P.O. Box 23222 Santa Fe, NM 87502	General Operating Support	\$5,000	11/4/2008 4256
Mercy Health Foundation 1010 Three Springs Blvd. Durango, CO 81301	Construction of New Regional Medical Center	\$100,000	2/27/2008 4058
Museum of New Mexico P.O. Box 2065 Santa Fe, NM 87504-2065	New Mexico History Museum	\$500,000	2/11/2008 4043
National Dance Institute 1140 Alto Street Santa Fe, NM 87501	—Construction of New Studio Expansion —Vocal Program	\$25,000	11/4/2008 4258
National Indian Youth Leadership Project PO Box 2140 Gallup, NM 87305	New Native Roots & Shoots Program Coordinator	\$30,000	8/12/2008 4178

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
New Mexico Academy for Science & Math 7300 Old Santa Fe Trail Santa Fe, NM 87505	Operational Support	\$25,000	1/25/2008 4036
New Mexico Academy for Science & Math 7300 Old Santa Fe Trail Santa Fe, NM 87505	Operational Support	\$25,000	2/27/2008 4060
New Mexico Association of Grantmakers P.O. Box 9280 Santa Fe, NM 87504-9280	Operations and Water Resiliency Mini-Conference	\$10,000	5/15/2008 4110
New Mexico Bearwatch P.O. Box 591 Tijeras, NM 87059	Co-Exist with Bears	\$5,000	5/15/2008 4119
New Mexico Coalition for the Homeless P.O. Box 865 Santa Fe, NM 87502	Year-end gift (for an organization that cares for homeless veterans)	\$2,500	12/18/2008 4293
New Mexico Community Capital Corp P.O. Box 1302 Bernalillo, NM 87004	Operations & Expand Services	\$25,000	12/18/2008 4294
New Mexico Environmental Law Center 1405 Luisa Street, Suite 5 Santa Fe, NM 87505	Water Issues in New Mexico	\$7,500	5/15/2008 4120
New Mexico Heritage Preservation Alliance Post Office Box 2490 Santa Fe, NM 87504-2490	Conference Support for Preservation	\$1,000	3/20/2008 4079
New Mexico Wilderness Alliance P.O. Box 25464 Albuquerque, NM 87125	Preservation & Restoration of Kiowa Grasslands	\$15,000	5/15/2008 4121
New Mexico Wildlife Federation 2610 San Mateo, NE, Suite A Albuquerque, NM 87110	Develop fundraising capabilities & statewide conservation program	\$20,000	12/18/2008 4295
Northern Hills Family YMCA 845 Miners Avenue Lead, SD 57754	Northern Hills Family YMCA--general operations	\$7,000	11/4/2008 4259

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
Northern New Mexico Animal Protection Society 108 Hamm Parkway Espanola, NM 87532	Endowment & Part-time Vet	\$30,000	5/15/2008 4113
Operation Gratitude 16444 Refugio Road Encino, CA 91436	Care Package Distribution	\$5,000	12/18/2008 4297
PB&J Family Services, Inc Heeling Hearts Program 1101 Lopez Road, S.W. Albuquerque, NM 87105	Heeling Hearts Program	\$10,000	2/27/2008 4063
Pearson Lakes Art Center Post Office Box 255 Okoboji, IA 51355	Golf Fundraiser for Pearson Art Center	\$6,000	7/3/2008 4163
Pearson Lakes Art Center Post Office Box 255 Okoboji, IA 51355	Endowment	\$50,000	11/4/2008 4255
Pearson Lakes Art Center Post Office Box 255 Okoboji, IA 51355	Updating & Enhancing ARTSMART Gallery	\$50,000	2/27/2008 4057
Pecos PAWS P.O. Box 704 Pecos, NM 87552	Spay/Neuter Week/Day in New Mexico Emissions	\$8,750	2/27/2008 4062
Project for a New Energy Economy 1522 Cerro Gordo Road Santa Fe, NM 87501	--Policy recommendations-NM Climate Advisory Group --New Bio Fuel Stations in NM	\$25,000	5/15/2008 4118
Quivira Coalition, The 1412 Second Street, Suite #1 Santa Fe, NM 87505	Support--'Land and Water Fund'	\$25,000	5/15/2008 4122
Randall Davey Audubon Center PO Box 9314 Santa Fe, NM 87504	--Endowment Gift --Restoring Randall Davey Home	\$25,000	2/27/2008 4065
Rio Grande Return 1704B Llano Street, #347 Santa Fe, NM 87505	--Buckman Restoration Plan --Artisanal Grain Mentoring Program --Rio Grande Agricultural Land Trust	\$5,000	11/4/2008 4260

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
Rio Grande School 715 Camino Cabra Santa Fe, NM 87501	Matching Grant and Building Performing Arts Space	\$100,000	2/27/2008 4066
Rivers and Birds PO Box 820 Arroyo Seco, NM 87514	Fund Raiser Staff Person	\$10,000	5/15/2008 4123
St. Elizabeth Shelter 804 Alarid Street Santa Fe, NM 87505	St. Elizabeth's Shelter--Service Activities for the Homeless	\$3,000	12/18/2008 4310
St. Elizabeth Shelter 804 Alarid Street Santa Fe, NM 87505	Year-end Gift--operational costs	\$5,000	12/18/2008 4302
St. John's Soup Kitchen St. John's Catholic Church 1301 Osage Avenue Santa Fe, NM 87505	St John's Soup Kitchen--Food Program	\$2,000	12/18/2008 4303
St. John's TLC and Preschool 1200 Old Pecos Trail Santa Fe, NM 87505	St John's TLC and Preschool-- Purchase of Selected Items	\$3,500	12/18/2008 4304
St. Michael's High School 100 Siringo Road Santa Fe, NM 87505	St. Michael's High School--Warm Up Suits for the Swim	\$3,000	12/18/2008 4305
St. Michael's High School 100 Siringo Road Santa Fe, NM 87505	St Michael's High School--Traveling Expenses for Girls' Basketball & Softball Programs & Ludzia's Social Justice Class Field Trips	\$3,000	11/4/2008 4265
St. Vincent Hospital Foundation 455 St. Michael's Drive Santa Fe, NM 87505	Expansion and Redesign of the Emergency Center	\$250,000	2/11/2008 4044
Santa Fe Corps Community Center 525 West Alameda P.O. Box 9918 Santa Fe, NM 87504	Year-end Gift	\$5,000	12/18/2008 4298
Salvation Army PO Box 9918 Santa Fe, NM 87504	Salvation Army -- Angel Tree Program	\$2,000	12/18/2008 4309

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
San Isidro Catholic Church 3552 Agua Fria Santa Fe, NM 87507	San Isidro-San Jose Parish--Office Equipment	\$4,000	12/18/2008 4299
Sanibel-Captiva Conservation Foundation P.O. Box 839 Sanibel, FL 33957-0839	Preserve the Land, Protect the Water Campaign	\$50,000	5/15/2008 4124
Sanibel-Captiva Conservation Foundation P.O. Box 839 Sanibel, FL 33957-0839	Annual Fund Drive	\$10,000	5/15/2008 4128
Santa Fe Community Foundation P O. Box 1827 Santa Fe, NM 87504 Santa Fe	--Empty Stocking Fund --Non-Profit Workshop	\$6,000	12/18/2008 4301
Santa Fe Community Foundation P.O. Box 1827 Santa Fe, NM 87504 Santa Fe	Continuing Endowment Workshops	\$15,000	11/4/2008 4262
Santa Fe Community Foundation P O Box 1827 Santa Fe, NM 87504 Santa Fe	Health & Human Services Week benefiting Santa Fe non-profits	\$10,000	2/27/2008 4068
Santa Fe Conservation Trust P.O. Box 23985 Santa Fe, NM 87505	Support New Staff Infrastructure	\$15,000	2/27/2008 4069
Santa Fe Desert Chorale 811 St. Michael's Drive #208 Santa Fe, NM 87505	Santa Fe Desert Chorale-- Development year-end efforts	\$5,000	11/4/2008 4263
Santa Fe Desert Chorale 811 St. Michael's Drive, Suite 208 Santa Fe, NM 87505	Santa Fe Desert Chorale--Operational Budget	\$2,500	5/30/2008 4138
Santa Fe Desert Chorale 811 St. Michael's Drive, Suite 208 Santa Fe, NM 87505	New Mexico Merry Christmas Sponsorship	\$5,000	3/20/2008 4080
Santa Fe Preparatory School 1101 Camino de la Cruz Blanca Santa Fe, NM 87501-4596	Santa Fe Prep Extraordinary Year Campaign	\$50,000	2/27/2008 4067

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
Santa Fe Preparatory School 1101 Camino de la Cruz Blanca Santa Fe, NM 87501-4596	Santa Fe Prep Annual Gala	\$10,000	2/27/2008 4067
Santa Fe Raptor Center P.O. Box 32021 Santa Fe, NM 87594	Santa Fe Raptor Center--emergency needs	\$1,000	6/27/2008 4157
Santa Fe Symphony & Chorus P.O. Box 9692 Santa Fe, NM 87504	Co-Sponsor for the Fall Performance of Handel's Messiah	\$7,500	3/20/2008 4081
Service Corps of Retired Executives Association 120 Federal Place, Room 307 Santa Fe, NM 87501	Technical Assistance Workshops	\$2,500	11/4/2008 4261
Shakespeare Garden Society of WS PO Box 44 Wessington Springs, SD 57382	Shakespeare Garden Society of Wessington Springs-General Operations	\$1,000	1/25/2008 4037
South Dakota Humanities Council 1215 Trail Ridge Road, Suite A Brookings, SD 57006	--Endowment --Operations for the Center for the Book Program	\$25,000	12/18/2008 4300
South Dakota Humanities Council 1215 Trail Ridge Rd, Suite A Brookings, SD 57006	South Dakota Humanities Council--busing of students to Smithsonian Exhibit	\$500	5/30/2008 4137
Southwest Environmental Center 275 North Downtown Mall Las Cruces, NM 88001	General Operating support and Challenge Match	\$15,000	2/27/2008 4070
Sun Lake United Methodist Church 9248 E. Riggs Road Sun Lakes, AZ 85248	Sun Lakes United Methodist Church--New Multi-Purpose Education Building	\$10,000	12/18/2008 4306
Think New Mexico 1227 Paseo de Peralta Santa Fe, NM 87501	- Decreasing the high dropout rate of NM - Increasing access to homeownership by reforming title insurance.	\$25,000	8/12/2008 4179
Trails & Open Space Coalition 1426 N. Hancock Ave., #4 North Colorado Springs, CO 80903	Trails and Open Space Coalition--Operations	\$1,500	11/4/2008 4266

2008 GRANTS PAID
Messengers of Healing Winds Foundation
86-0910220

<u>Grantee Organization</u>	<u>Project Title</u>	<u>Amount</u>	<u>Payment Date/</u> <u>Check #</u>
Trust for Public Land 1600 Lena Street, Suite C Santa Fe NM 87505	Construction and Stewardship Program for the Railyard Park PProject	\$25,000	8/12/2008 4180
United Church of Santa Fe 1804 Arroyo Chamiso Santa Fe, NM 87505	In Honor of Talitha Arnold's Participation re: October 8, 2008 Guest Speakers	\$1,000	11/4/2008
Vietnam Project, The 60 Ravens Ridge Road Santa Fe, NM 87505	Operating Support	\$2,000	11/4/2008 4268
Villa Therese Clinic 219 Cathedral Place Santa Fe, NM 87501	Sisters of Chanty, Villa Therese Clinic-- services and medicine	\$3,000	12/18/2008 4307
Walking N Circles Ranch, Inc. P.O. Box 626 198 Wiemer Road, N Edgewood, NM 87105	Operational Support	\$5,000	12/18/2008 4296
Wild Earth Guardians 312 Montezuma Avenue Santa Fe, NM 87501	Prairie Dog Work	\$10,000	5/15/2008 4115
Wood Gormley Elementary 141 East Booth Santa Fe, NM 87505	Wood Gormley Elementary --library books and physical education program	\$1,000	12/18/2008 4308
		\$2,567,764.00	

CLAYTON, DUBILIER & RICE FUND VII, L. P.
CLAYTON, DUBILIER & RICE FUND VII, L. P.

98-0443676

FORM 8865, PAGE 2 DETAIL

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SCHEDULE A-2 - AFFILIATION SCHEDULE

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NAME	ADDRESS	ID NUMBER	TOTAL ORDINARY INCOME OR LOSS	FOR PSHIP
CDR CCMG CO-INVESTOR, L. P. C/O CLAYTON, DUBILIER & RICE, INC.	375 PARK AVENUE 18TH FLOOR NEW YORK NY 10152	98-0474696		X
CDR SVM CO-INVESTOR NO. 2 L. P. C/O CLAYTON, DUBILIER & RICE, INC.	375 PARK AVENUE 18TH FLOOR NEW YORK NY 10152	98-0547737		X
CDR USF CO-INVESTOR L. P. C/O CLAYTON, DUBILIER & RICE, INC.	375 PARK AVENUE 18TH FLOOR NEW YORK NY 10152	98-0539665		X
CDR SVM CO-INVESTOR L. P. C/O CLAYTON, DUBILIER & RICE, INC.	375 PARK AVENUE 18TH FLOOR NEW YORK NY 10152	75-3243684		X
RAY INVESTMENT S. A. R. L.	10, AVENUE DE LA LIBERTE LUXEMBOURG LU L-1930	98-0532852		X

CDR Tabasco Netherlands B.V.

<u>Name of Transferors</u>	<u>Amount</u>
CD&R Associates VII, L P.	879,732
522 Fifth Avenue Fund, L P.	55,511
Acquisition Fund Five L P	832,658
Adams Street Partnership Fund – 2002 U S Fund, L P	1,672,028
Adams Street Partnership Fund – 2003 U S Fund, L P	1,507,167
Adams Street Partnership Fund – 2004 U S Fund, L P	1,161,036
Adams Street Partnership Fund – 2005 U S Fund L P	1,110,211
AFA Sjukförsäkningsaktiebolag	2,664,506
AFA Trygghetsförsäkningsaktiebolag	666,126
AlG PEP IV U S Buyout, L P	1,110,211
AAF Offshore Corporation 2005	222,042
American National Red Cross	666,126
Anschutz Land & Livestock Co LLC	111,021
Antelope Company LLLP	333,063
Arthur Street Fund II, L P	430,762
Arthur Street Portfolio II, L P	162,923
Athena CDR VII LLC	671,677
Avon Investments, LP	222,042
AXA Equitable Life Insurance Company	1,665,316
BA/CDR VII LLC	5,551,053
Conversus Investor III, L P.	5,551,053
Berco Limited	2,220,421
BNP Paribas, Georgetown Branch, by BNP Paribas N Y Branch	2,220,421
Boettcher Foundation	555,105
Brnson Partnership Fund – 2004 Pnmary Fund, L P	166,466
Bntish Airways Pension Trustees Limited	2,220,421
Bundora Associates, Inc	4,440,843
Caisse de depot et placement du Quebec	5,551,053
Caisse de pensions de L'Etat de Vaud	610,616
Caisse Intercommunale de Pensions	166,532
California Institute of Technology	1,110,211
California State Teachers' Retirement System	11,102,107
Canng for Colorado Foundation, Inc	555,105
Castle Pnvate Equity (International) Ltd	1,665,316
CDR Investment Partners, L P	1,110,211
CD&R Fund VII Pnvate Investors Offshore, L P	18,329,578
CD&R Fund VII Pnvate Investors, LLC	11,646,110
CGR/PE, LLC	899,271
Charles & Lynn Schusterman Family Foundation	333,063
Citigroup Pension Plan	5,551,053
Citigroup Pnvate Equity Partners L.P	1,223,341
Citigroup Pnvate Equity Partners Offshore L P	997,080
Citigroup Pnvate Equity Partners II, L P	1,597,249
Citigroup Pnvate Equity Partners Offshore II, L P	623,172
The Cleveland Museum of Art	1,110,211
Colorado School of Mines Foundation, Inc	555,105
Colorado State University Foundation	666,126
Commonfund Capital Pnvate Equity Partners V, L P	6,661,264
Daniels Fund	4,440,843
Desaba, LLC	555,105
Caledonian Trust (Cayman) Limited as Trustee for Deutsche Bank Pnvate Equity Global Select Master Fund III	5,551,053
DivPEP Holdings III (A-L), L P.	1,008,685
DTC Pnvate Equity II, L.P	153,265
DTC Pnvate Equity II-Q, L P	401,841
EDS Retirement Plan Trust	1,137,426
Emirates Property Holdings Limited	2,220,421
Fiducie globale des Regimes de retraite de la Societe de transport de Montreal (Montreal Transit Society)	1,665,316
FIMA Finance Management Inc	2,220,421
First Plaza Group Trust Pool PMI 109	3,885,737
First Plaza Group Trust Pool PMI 110	7,216,369
Foundation Investments of Ohio, Ltd	277,553
GDG CDR Investment LLC	1,110,211
General Electnc Pension Trust	8,326,580
Georgia-Pacific Corporation Master Trust for Employee Benefit Plans (State Street Bank & Trust Co , as Trustee)	11,102,107
Georgia Tech Foundation, Inc	1,665,316
GF Pnvate Equity Group, LLC	1,110,211
Goldman Sachs Pnvate Equity Partners 2004 – Manager Fund, L.P	2,452,455
Goldman Sachs Pnvate Equity Partners 2004 Employee Fund, L P	482,942
Goldman Sachs Pnvate Equity Partners 2004 Offshore Holdings, L P	2,106,070

Goldman Sachs Private Equity Partners 2004 US-Focused (KP) Offshore Holdings, L P	457,407
Goldman Sachs Private Equity Partners 2004, L P	263,120
Goodmeasure Inc	111,021
Hearst Corporation Master Trust for Pension & Profit Sharing Plans	2,220,421
Howard Hughes Medical Institute	5,551,053
HSBC Bank plc	5,551,053
The J Paul Getty Trust	2,220,421
The CD&R-Davy L P	1,110,211
Japan Trustee Services Bank, Ltd As Trustee of Fund No 08361-4701	3,330,632
JPMorgan Trust Company (Jersey) Limited as Trustee of the GS Trust	555,105
JPMorgan U S Pooled Corporate Finance Institutional Investors II LLC	5,287,378
JPMorgan U S Pooled Corporate Finance Private Investors II LLC	208,164
Kamil Holdings Limited	2,220,421
Kelham Holdings Corp	1,110,211
KF-CDR Holdings Limited (Kuwait Fund)	4,440,843
KK/CD&R LLC	832,658
Korea Life Insurance	2,220,421
The Kresge Foundation	555,105
Lehman Brothers PEP Investments I, L P	2,775,527
Lexington Capital Partners V, L P	555,105
LGT Capital Invest Limited	1,110,211
LGT Capital Invest (SC2) Limited	1,110,211
Private Equity Secondary Opportunities, L P	2,220,421
Lise Partner Ltd , B V I	832,658
Lynn Schusterman Irrevocable Trust	1,110,211
MAF Investments Ltd	444,084
Manbro P E II, LP	1,498,784
Messengers of Healing Winds Foundation	111,021
Metropolitan Life Insurance Company, on behalf of its Separate Account 285	2,775,527
Michael Reese Health Trust	333,063
MJH Private Equity Fund, LLC	222,042
MLC Limited	3,885,737
Blackrock Private Equity Holdings III, LLC	936,919
Montalcino Holdings Limited	555,105
Montana State University Foundation, Inc.	333,063
Morgan Stanley Private Equity Access Fund LP	2,775,527
Multi-Strategy Holdings, L P	613,946
Natexis Investment Corp	1,110,211
National City Equity Partners, Inc	1,110,211
National Industries Group Holding	333,063
National Treasury Management Agency Acting for and on Behalf of the National Pensions Reserve Fund Commission	9,991,896
National Union Fire Insurance Company of Pittsburgh, PA	4,440,843
NEC VIII LLC	1,110,211
New Mexico State Investment Council Land Grant Permanent Fund	3,700,702
New Mexico State Investment Council Severance Tax Permanent Fund	1,850,351
New York City Employees' Retirement System	4,995,948
New York City Fire Department Pension Fund	555,105
New York City Police Pension Fund	2,220,421
New York Life Insurance Company	4,163,290
New York Life Insurance Company Private Equity Separate Account no 39-001	1,387,763
Nordcapital Private Equity Fonds 6 GmbH & Co KG	2,220,421
Northern Trust Private Equity Fund, L P.	333,063
Northern Trust Private Equity Fund II, L P	247,114
Northern Trust Private Equity Fund (QP) II, L P	863,097
Northwestern Memorial Hospital & Affiliates	1,998,379
Northwestern Memorial Hospital Employees' Pension Plan	222,042
Northwestern Mutual Life Insurance Company	2,220,421
Northwestern University	3,330,632
Partners Group Private Equity Performance Holding Limited	555,105
Passage Portfolio II, L P	317,243
Passage Portfolio III, L P	352,316
Pearl Holding Limited	1,110,211
Pension Master Trust of Key Span Corporation (The Bank of New York, as Trustee)	1,665,316
Peter Bang Holding APS	1,110,211
Cayvest Private Equity Inc	1,665,316
PH Investments, LLC	3,330,632
Pomona ING (US) Holdings, LP	957,002
Pomona Partnership Holdings IV, LP	153,209
Princess Private Equity Subholding Limited	1,110,211
The Trustees of Princeton University	20,916,369
ProSA-Feuer Beteiligungsgesellschaft GmbH	388,574
ProSA-Leben Beteiligungsgesellschaft GmbH	721,637
RBC Capital Partners	1,665,316

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

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

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

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the extended due date for filing the return See instructions	Name of Exempt Organization Messengers of Healing Winds Foundation	Employer identification number 86-0910220
	Number, street, and room or suite no. If a P.O. box, see instructions. PO Box 32360	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Santa Fe, NM 87594-2360	

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

- ☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

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

Donald W. Stout, CPA

- The books are in the care of **PO Box 32360, Santa Fe, NM - 87594-2360**

Telephone No. **505-954-4702**

FAX No.

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

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

4 I request an additional 3-month extension of time until **November 15, 2009.**

5 For calendar year **2008**, or other tax year beginning , and ending .

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

7 State in detail why you need the extension

Taxpayer has not yet received partnership K-1's that are needed in order to prepare an accurate and complete return

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 3,500.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 54,839.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification

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

Signature **Donald W. Stout** Title **CPA**

Date **8/2/09**

Form **8868** (Rev 4-2009)