

**Short Form  
Return of Organization Exempt From Income Tax**

**2009**

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

▶ Sponsoring organizations of donor advised funds and controlling organizations as defined in section 512(b)(13) must file Form 990. All other org- anizations with gross receipts less than \$1,000,000 and total assets less than \$2,500,000 at the end of the year may use this form

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

**Open to Public Inspection**

Department of the Treasury  
Internal Revenue Service

**A** For the 2008 calendar year, or tax year beginning 1/1/2009 and ending 5/30/2009

<b>B</b> Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input checked="" type="checkbox"/> Termination <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	Please use IRS label or print or type. See Specific Instructions.	<b>C</b> Name of organization WE REMEMBER FOUNDATION		<b>D</b> Employer identification number 55-0870622
		Number and street (or P O box, if mail is not delivered to street address) Room/suite 3312 ROWLAND PLACE, NW		<b>E</b> Telephone number (202) 986-1949
		City or town, state or country, and ZIP + 4 WASHINGTON DC 20008		<b>F</b> Group Exemption Number .. . . . ▶

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

**G** Accounting method:  Cash  Accrual  
Other (specify) ▶

**I** Website: ▶ www.ciwr.org

**H** Check  if the organization is not required to attach Schedule B (Form 990, 990-EZ, or 990-PF).

**J** Organization type (check only one) —  501(c) ( 3 ) ◀ (insert no.)  4947(a)(1) or  527

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

**L** Add lines 5b, 6b, and 7b, to line 9 to determine gross receipts; if \$1,000,000 or more, file Form 990 instead of Form 990-EZ ▶ \$ 2,154.

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

<b>1</b>	Contributions, gifts, grants, and similar amounts received .. . . .	<b>1</b>	2,048.
<b>2</b>	Program service revenue including government fees and contracts .. . . .	<b>2</b>	
<b>3</b>	Membership dues and assessments .. . . .	<b>3</b>	
<b>4</b>	Investment income .. . . .	<b>4</b>	106.
<b>5a</b>	Gross amount from sale of assets other than inventory .. . . .	<b>5a</b>	
<b>5b</b>	Less: cost or other basis and sales expenses .. . . .	<b>5b</b>	
<b>5c</b>	c Gain or (loss) from sale of assets other than inventory (Subtract line 5b from line 5a) (att sch) .. . . .	<b>5c</b>	
<b>6</b>	Special events and activities (complete applicable parts of Schedule G). If any amount is from gaming, check here .. . . . <input type="checkbox"/>		
<b>6a</b>	a Gross revenue (not including \$ _____ of contributions reported on line 1) .. . . .	<b>6a</b>	
<b>6b</b>	b Less direct expenses other than fundraising expenses .. . . .	<b>6b</b>	
<b>6c</b>	c Net income or (loss) from special events and activities (Subtract line 6b from line 6a) .. . . .	<b>6c</b>	
<b>7a</b>	a Gross sales of inventory, less returns and allowances .. . . .	<b>7a</b>	
<b>7b</b>	b Less: cost of goods sold .. . . .	<b>7b</b>	
<b>7c</b>	c Gross profit or (loss) from sales of inventory (Subtract line 7b from line 7a) .. . . .	<b>7c</b>	
<b>8</b>	Other revenue (describe ▶ _____) .. . . .	<b>8</b>	
<b>9</b>	<b>Total revenue</b> (add lines 1, 2, 3, 4, 5c, 6c, 7c, and 8) .. . . .	<b>9</b>	2,154.
<b>10</b>	Grants and similar amounts paid (attach schedule) .. . . . SEE ATTACHED	<b>10</b>	146,640.
<b>11</b>	Benefits paid to or for members .. . . .	<b>11</b>	
<b>12</b>	Salaries, other compensation, and employee benefits .. . . .	<b>12</b>	
<b>13</b>	Professional fees and other payments to independent contractors .. . . .	<b>13</b>	6,858.
<b>14</b>	Occupancy, rent, utilities, and maintenance .. . . .	<b>14</b>	
<b>15</b>	Printing, publications, postage, and shipping .. . . .	<b>15</b>	
<b>16</b>	Other expenses (describe ▶ See Other Expenses Statement) .. . . .	<b>16</b>	1,080.
<b>17</b>	<b>Total expenses</b> (add lines 10 through 16) .. . . .	<b>17</b>	154,578.
<b>18</b>	Excess or (deficit) for the year (Subtract line 17 from line 9) .. . . .	<b>18</b>	-152,424.
<b>19</b>	Net assets or fund balances at beginning of year (from line 27, column (A)) (must agree with end-of-year figure reported on prior year's return) .. . . .	<b>19</b>	152,424.
<b>20</b>	Other changes in net assets or fund balances (attach explanation) .. . . .	<b>20</b>	
<b>21</b>	Net assets or fund balances at end of year Combine lines 18 through 20 .. . . .	<b>21</b>	0.

**Part II Balance Sheets.** If Total assets on line 25, column (B) are \$2,500,000 or more, file Form 990 instead of Form 990-EZ

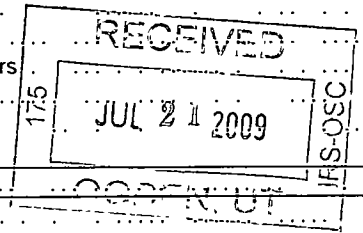
(See the instructions for Part II)

	(A) Beginning of year	(B) End of year
<b>22</b> Cash, savings, and investments .. . . .	127,424.	<b>22</b> 0.
<b>23</b> Land and buildings .. . . .	0.	<b>23</b> 0.
<b>24</b> Other assets (describe ▶ LOAN TO OFFICER) .. . . .	25,000.	<b>24</b> 0.
<b>25</b> Total assets .. . . .	152,424.	<b>25</b> 0.
<b>26</b> Total liabilities (describe ▶ _____) .. . . .	0.	<b>26</b> 0.
<b>27</b> Net assets or fund balances (line 27 of column (B) must agree with line 21) .. . . .	152,424.	<b>27</b> 0.

**BAA** For Privacy Act and Paperwork Reduction Act Notice, see the instructions for Form 990.

Form 990-EZ (2008)

SCANNED AUG 11 2009



P 14

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

**Expenses**

What is the organization's primary exempt purpose? **SEE ATTACHED**

(Required for 501(c)(3) and (4) organizations and 4947(a)(1) trusts; optional for others.)

Describe what was achieved in carrying out the organization's exempt purposes. In a clear and concise manner, describe the services provided, the number of persons benefited, or other relevant information for each program title.

<p><b>28 TO SUPPORT THE WEBSITE FOR THE CIVIL INITIATIVE WE REMEMBER PROGRAM.</b></p> <p>(Grants \$ 0 . ) If this amount includes foreign grants, check here <input type="checkbox"/></p>	<p><b>28a</b></p>	<p>4,000.</p>
<p><b>29 SEE ATTACHED</b></p> <p>(Grants \$ 146,640 . ) If this amount includes foreign grants, check here <input type="checkbox"/></p>	<p><b>29a</b></p>	<p>147,922.</p>
<p><b>30</b></p> <p>(Grants \$ ) If this amount includes foreign grants, check here <input type="checkbox"/></p>	<p><b>30a</b></p>	
<p><b>31 Other program services (attach schedule)</b></p> <p>(Grants \$ ) If this amount includes foreign grants, check here <input type="checkbox"/></p>	<p><b>31a</b></p>	
<p><b>32 Total program service expenses (add lines 28a through 31a)</b></p>	<p><b>32</b></p>	<p>151,922.</p>

**Part IV List of Officers, Directors, Trustees, and Key Employees.** (List each one even if not compensated. See the instrs )

(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 and other allowances
<p>IRINA KRASOVSKAYA 3312 ROWLAND PLACE, NW WASHINGTON, DC 20008</p>	<p>PRESIDENT 30.00</p>	<p>0.</p>	<p>0.</p>	<p>0.</p>
<p>BRUCE P. JACKSON 3312 ROWLAND PLACE, NW WASHINGTON DC 20008</p>	<p>TREASURER 2.00</p>	<p>0.</p>	<p>0.</p>	<p>0.</p>
<p>ARKADY CHEREPANSKY 3312 ROWLAND PLACE, NW WASHINGTON, DC 20008</p>	<p>SECRETARY 1.00</p>	<p>0.</p>	<p>0.</p>	<p>0.</p>
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**Part V Other Information** (Note the statement requirement in General Instruction V.)

		Yes	No
<b>33</b>	Did the organization engage in any activity not previously reported to the IRS? If 'Yes,' attach a detailed description of each activity		X
<b>34</b>	Were any changes made to the organizing or governing documents but not reported to the IRS? If 'Yes,' attach a conformed copy of the changes		X
<b>35</b>	If the organization had income from business activities, such as those reported on lines 2, 6a, and 7a (among others), but not reported on Form 990-T, attach a statement explaining your reason for not reporting the income on Form 990-T		
<b>35a</b>	a Did the organization have unrelated business gross income of \$1,000 or more or 6033(e) notice, reporting, and proxy tax requirements?		X
<b>35b</b>	b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?		
<b>36</b>	Was there a liquidation, dissolution, termination, or substantial contraction during the year? If 'Yes,' complete applicable parts of Schedule N	X	
<b>37a</b>	Enter amount of political expenditures, direct or indirect, as described in the instructions		
	▶ <b>37a</b>   0.		
<b>37b</b>	b Did the organization file <b>Form 1120-POL</b> for this year?		X
<b>38a</b>	Did the organization borrow from, or make any loans to, any officer, director, trustee, or key employee or were any such loans made in a prior year and still unpaid at the start of the period covered by this return?	X	
<b>38b</b>	b If 'Yes,' complete Schedule L, Part II and enter the total amount involved		
	▶ <b>38b</b>   0.		
<b>39</b>	501(c)(7) organizations Enter		
<b>39a</b>	a Initiation fees and capital contributions included on line 9		
<b>39b</b>	b Gross receipts, included on line 9, for public use of club facilities		
<b>40a</b>	501(c)(3) organizations. Enter amount of tax imposed on the organization during the year under section 4911 ▶ 0.; section 4912 ▶ 0.; section 4955 ▶ 0.		
<b>40b</b>	b 501(c)(3) and (4) organizations Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If 'Yes,' complete Schedule L, Part I		X
<b>40c</b>	c Enter amount of tax imposed on organization managers or disqualified persons during the year under sections 4912, 4955, and 4958		
	▶ 0.		
<b>40d</b>	d Enter amount of tax on line 40c reimbursed by the organization		
	▶ 0.		
<b>40e</b>	e All organizations At any time during the tax year, was the organization a party to a prohibited tax shelter transaction? If 'Yes,' complete Form 8886-T		X
<b>41</b>	List the states with which a copy of this return is filed ▶		

**42a** The books are in care of ▶ IRINA KRASOVSKAYA Telephone no. ▶ (202) 986-1949  
 Located at ▶ 3312 ROWLAND PLACE, NW WASHINGTON DC ZIP + 4 ▶ 20008

		Yes	No
<b>42b</b>	b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If 'Yes,' enter the name of the foreign country ▶		X
<b>42c</b>	c At any time during the calendar year, did the organization maintain an office outside of the U.S.? If 'Yes,' enter the name of the foreign country: ▶		X

See the instructions for exceptions and filing requirements for **Form TD F 90-22.1, Report of a Foreign Bank and Financial Accounts.**

**43** Section 4947(a)(1) nonexempt charitable trusts filing Form 990-EZ in lieu of **Form 1041** — Check here and enter the amount of tax-exempt interest received or accrued during the tax year ▶  **43** |

		Yes	No
<b>44</b>	Did the organization maintain any donor advised funds? If 'Yes,' Form 990 must be completed instead of Form 990-EZ		X
<b>45</b>	Is any related organization a controlled entity of the organization within the meaning of section 512(b)(13)? If 'Yes,' Form 990 must be completed instead of Form 990-EZ		X

**Part VI Section 501(c)(3) organizations only.** All section 501(c)(3) organizations must answer questions 46-49 and complete the tables for lines 50 and 51.

- 46 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? If 'Yes,' complete Schedule C, Part I
- 47 Did the organization engage in lobbying activities? If 'Yes,' complete Schedule C, Part II
- 48 Is the organization operating a school as described in section 170(b)(1)(A)(ii)? If 'Yes,' complete Schedule E
- 49a Did the organization make any transfers to an exempt non-charitable related organization?  
b If 'Yes,' was the related organization(s) a section 527 organization?

	Yes	No
46		X
47		X
48		X
49a		X
49b		

50 Complete this table for the five highest compensated employees (other than officers, directors, trustees and key employees) who each received more than \$100,000 of compensation from the organization. If there is none, enter 'None.'

(a) Name and address of each employee paid more than \$100,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account and other allowances
NONE				
Total number of other employees paid over \$100,000				

51 Complete this table for the five highest compensated independent contractors who each received more than \$100,000 of compensation from the organization. If there is none, enter 'None.'

(a) Name and address of each independent contractor paid more than \$100,000	(b) Type of service	(c) Compensation
NONE		
Total number of other independent contractors receiving over \$100,000		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on information furnished by filer.

Sign Here

Signature of officer: *[Handwritten Signature]*  
Type or print name and title: Iryna Kravousky

Paid Preparer's Use Only

Preparer's signature: *[Handwritten Signature]*  
Firm's name (or yours if self-employed), address, and ZIP + 4: Lane & Company, CPA's  
1920 N Street NW, Suite 320  
Washington

May the IRS discuss this return with the preparer shown above? See instructions BAA

**SCHEDULE A**  
**(Form 990 or 990-EZ)**

**Public Charity Status and Public Support**

To be completed by all section 501 (c)(3) organizations and section 4947(a)(1) nonexempt charitable trusts.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No 1545-0047

2009

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

Name of the organization

WE REMEMBER FOUNDATION

Employer identification number

55-0870622

**Part I Reason for Public Charity Status** (All organizations must complete this part.) (see instructions)

The organization is not a private foundation because it is (Please check only one organization.)

- 1  A church, convention of churches or association of churches described in **section 170(b)(1)(A)(i)**.
- 2  A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3  A hospital or cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**. (Attach Schedule H.)
- 4  A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state.
- 5  An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6  A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7  An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8  A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9  An organization that normally receives: (1) more than 33-1/3 % of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions – subject to certain exceptions, and (2) no more than 33-1/3 % of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10  An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**. (see instructions)
- 11  An organization organized and operated exclusively for the benefit of, to perform the functions of, or carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
  - a  Type I
  - b  Type II
  - c  Type III – Functionally integrated
  - d  Type III – Other
- e  By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that is a Type I, Type II or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?
  - (i) a person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?
  - (ii) a family member of a person described in (i) above?
  - (iii) a 35% controlled entity of a person described in (i) or (ii) above?

	Yes	No
<b>11 g (i)</b>		
<b>11 g (ii)</b>		
<b>11 g (iii)</b>		

**h Provide the following information about the organizations the organization supports**

(i) Name of Supported Organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col (i) listed in your governing document?		(v) Did you notify the organization in col (i) of your support?		(vi) Is the organization in col (i) organized in the U.S.?		(vii) Amount of Support
			Yes	No	Yes	No	Yes	No	
<b>Total</b>									

BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions for Form 990. Schedule A (Form 990 or 990-EZ) 2008

**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
1 Gifts, grants, contributions and membership fees received. (Do not include 'unusual grants'.)	370,794.	32,681.	28,385.	35,000.	2,048.	468,908.
2 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf						
3 The value of services or facilities furnished to the organization by a governmental unit without charge. Do not include the value of services or facilities generally furnished to the public without charge.						
4 Total. Add lines 1-3	370,794.	32,681.	28,385.	35,000.	2,048.	468,908.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						310,747.
6 Public support. Subtract line 5 from line 4						158,161.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2005	(b) 2006	(c) 2007	(d) 2008	(e) 2009	(f) Total
7 Amounts from line 4	370,794.	32,681.	28,385.	35,000.	2,048.	468,908.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	178.	5,040.	5,799.	1,284.	106.	12,407.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						481,315.
12 Gross receipts from related activities, etc. (see instructions)					12	0.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2008 (line 6, column (f) divided by line 11, column (f))	14	32.86%
15 Public support percentage for 2008 Schedule A, Part IV-A, line 26f	15	37.46%
16a 33-1/3 support test - 2008. If the organization did not check the box on line 13, and the line 14 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization.	<input type="checkbox"/>	
b 33-1/3 support test - 2008. If the organization did not check a box on line 13, or 16a, and line 15 is 33-1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization.	<input checked="" type="checkbox"/>	
17a 10%-facts-and-circumstances test - 2008. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization.	<input type="checkbox"/>	
b 10%-facts-and-circumstances test - 2007. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the 'facts-and-circumstances' test, check this box and stop here. Explain in Part IV how the organization meets the 'facts-and-circumstances' test. The organization qualifies as a publicly supported organization.	<input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>	

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I.)

**Section A. Public Support**

Calendar year (or fiscal yr beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
<b>1</b> Gifts, grants, contributions and membership fees received (Do not include 'unusual grants'.)						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in a activity that is related to the organization's tax-exempt purpose						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1-5						
<b>7a</b> Amounts included on lines 1, 2, 3 received from disqualified persons						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of 1% of the total of lines 9, 10c, 11, and 12 for the year or \$5,000						
<b>c</b> Add lines 7a and 7b						
<b>8 Public support</b> (Subtract line 7c from line 6.)						

**Section B. Total Support**

Calendar year (or fiscal yr beginning in) ▶	(a) 2004	(b) 2005	(c) 2006	(d) 2007	(e) 2008	(f) Total
<b>9</b> Amounts from line 6						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV)						
<b>13 Total support.</b> (add lns 9, 10c, 11, and 12)						

**14 First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2008 (line 8, column (f) divided by line 13, column (f))	<b>15</b>	%
<b>16</b> Public support percentage from 2007 Schedule A, Part IV-A, line 27g	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2008 (line 10c, column (f) divided by line 13, column (f))	<b>17</b>	%
<b>18</b> Investment income percentage from 2007 Schedule A, Part IV-A, line 27h	<b>18</b>	%

**19a 33-1/3 support tests – 2008.** If the organization did not check the box on line 14, and line 15 is more than 33-1/3%, and line 17 is not more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

**b 33-1/3 support tests – 2007.** If the organization did not check a box on line 14 or 19a, and line 16 is more than 33-1/3%, and line 18 is not more than 33-1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

**Part IV Supplemental Information.** Complete this part to provide the explanation required by Part II, line 10; Part II, line 17a or 17b; or Part III, line 12. Provide any other additional information. (see instructions)

[Area with horizontal dashed lines for supplemental information]



**SCHEDULE L**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Transactions with Interested Persons**

▶ Attach to Form 990 or Form 990-EZ.  
▶ To be completed by organizations that answered  
'Yes' on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c,  
or Form 990-EZ, Part V, line 38a or 40b.

OMB No 1545-0047

2009

Open to Public  
Inspection

Name of the organization: **WE REMEMBER FOUNDATION** Employer identification number: **55-0870622**

**Part I Excess Benefit Transactions** (section 501(c)(3) and section 501(c)(4) organizations only).  
To be completed by organizations that answered 'Yes' on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b.

1	(a) Name of disqualified person	(b) Description of transaction	(c) Corrected?	
			Yes	No

2 Enter the amount of tax imposed on the organization managers or disqualified persons during the year under section 4958 ▶ \$ \_\_\_\_\_

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization ▶ \$ \_\_\_\_\_

**Part II Loans to and/or From Interested Persons.**  
To be completed by organizations that answered 'Yes' on Form 990, Part IV, line 26 or Form 990-EZ, Part V, line 38a.

(a) Name of interested person and purpose	(b) Loan to or from the organization?		(c) Original principal amount	(d) Balance due	(e) In default?		(f) Approved by board or committee?		(g) Written agreement?	
	To	From			Yes	No	Yes	No	Yes	No
	BRUCE JACKSON HOME OFFICE CONSTRUCTION				X	25,000.	0.		X	X
<b>Total</b>				▶ \$	0.					

**Part III Grants or Assistance Benefitting Interested Persons.**  
To be completed by organizations that answered 'Yes' on Form 990, Part IV, line 27.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of grant or type of assistance

**Part IV Business Transactions Involving Interested Persons.**  
To be completed by organizations that answered 'Yes' on Form 990, Part IV, line 28a, 28b, or 28c.

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction \$	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No

**SCHEDULE N**  
**(Form 990 or 990-EZ)**

Department of the Treasury  
Internal Revenue Service

**Liquidation, Termination, Dissolution, or Significant Disposition of Assets**

To be completed by organizations that answer 'Yes' to Form 990, Part IV, lines 31 or 32; or Form 990-EZ, line 36.  
 ▶ Attach certified copies of any articles of dissolution, resolutions, or plans.  
 ▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2009

Open to Public  
Inspection

Name of the organization <b>WE REMEMBER FOUNDATION</b>	Employer identification number <b>55-0870622</b>
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**Part I** **Liquidation, Termination, or Dissolution.** Complete this part if the organization answered 'Yes' to Form 990, Part IV, line 31, or Form 990-EZ, line 36. Use Schedule N-1 if additional space is needed.

1	(a) Description of asset(s) distributed or transaction expenses paid	(b) Date of distribution	(c) Fair market value of asset(s) distributed or amount of transaction expenses	(d) Method of determining FMV for asset(s) distributed or transaction expenses	(e) EIN of recipient	(f) Name and address of recipient	(g) IRC Code section of recipient(s) (if tax-exempt) or type of entity
	CASH	05/27/09	146,640.	VALUE PER BANK STMT	03-0426277	PTD, 3312 ROWLAND PL, NW WASHINGTON DC 20008	501 (C) 3

<b>2</b> Did or will any officer, director, trustee, or key employee of the organization: <b>a</b> Become a director or trustee of a successor or transferee organization? <b>b</b> Become an employee of, or independent contractor for, a successor or transferee organization? <b>c</b> Become a direct or indirect owner of a successor or transferee organization? <b>d</b> Receive, or become entitled to, compensation or other similar payments as a result of the organization's liquidation, termination, or dissolution? <b>e</b> If the organization answered 'Yes' to any of the questions in this line, provide the name of the person involved and explain in Part III. SEE SCHEDULE N, PAGE 3	<b>Yes</b>	<b>No</b>	
	<b>2a</b>	X	
	<b>2b</b>		X
	<b>2c</b>		X
	<b>2d</b>		X

**Part I Liquidation, Termination, or Dissolution (continued)**

**Note.** If the organization distributed all of its assets during the tax year, then Form 990, Part X, column (B) should equal -0-.

- 3** Did the organization distribute its assets in accordance with its governing instrument(s)? If 'No,' describe in Part III
- 4a** Did the organization request or receive a determination letter from EO Determinations that the organization's exempt status was terminated?  
 b (If 'Yes,' provide the date of the letter ► \_\_\_\_\_)
- 5a** Is the organization required to notify the attorney general or other appropriate state official of its intent to dissolve, liquidate, or terminate? . . .  
 b If 'Yes,' did the organization provide such notice? . . . .
- 6** Did the organization discharge or pay all liabilities in accordance with state laws?
- 7a** Did the organization have any tax-exempt bonds outstanding during the year?  
 b Did the organization discharge or defease tax-exempt bond liabilities in accordance with the Internal Revenue Code and state laws?  
 c If 'Yes,' describe in Part III how the organization defeased or otherwise settled these liabilities. If 'No,' explain in Part III

	Yes	No
<b>3</b>	X	
<b>4a</b>		X
<b>5a</b>		X
<b>5b</b>		
<b>6</b>	X	
<b>7a</b>		X
<b>7b</b>		

**Part II Sale, Exchange, Disposition, or Other Transfer of More than 25% of the Organization's Assets.** Complete this part if the organization answered 'Yes' to Form 990, Part IV, line 32, or Form 990-EZ, line 36. Use Schedule N-1 if additional space is needed.

<b>1</b>	<b>(a)</b> Description of asset(s) distributed or transaction expenses paid	<b>(b)</b> Date of distribution	<b>(c)</b> Fair market value of asset(s) distributed or amount of transaction expenses	<b>(d)</b> Method of determining FMV for asset(s) distributed or transaction expenses	<b>(e)</b> EIN of recipient	<b>(f)</b> Name and address of recipient	<b>(g)</b> IRC Code section of recipient(s) (if tax-exempt) or type of entity

- 2** Did or will any officer, director, trustee, or key employee of the organization.
  - a** Become a director or trustee of a successor or transferee organization? . . . .
  - b** Become an employee of, or independent contractor for, a successor or transferee organization? . . . .
  - c** Become a direct or indirect owner of a successor or transferee organization? . . . .
  - d** Receive, or become entitled to, compensation or other similar payments as a result of the organization's significant disposition of assets?
  - e** If the organization answered 'Yes' to any of the questions in this line, provide the name of the person involved and explain in Part III.

	Yes	No
<b>2a</b>		
<b>2b</b>		
<b>2c</b>		
<b>2d</b>		

**Part III** **Supplemental Information.** Complete this part to provide the information required by Part I, lines 2e, 7c; or Part II, line 2e; and any additional information.

Part I, Line 2e IRINA KRASOVSKAYA, THE PRESIDENT OF THE WE REMEMBER FOUNDATION,  
IS A BOARD MEMBER OF THE PROJECT ON TRANSITIONAL DEMOCRACIES (PTD),  
WHO RECEIVED THE REMAINING ASSETS OF WE REMEMBER FOUNDATION  
UPON THEIR TERMINATION.

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**Additional Information**

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Form 990, Part V-A, line 75(b)

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THE PRESIDENT (IRINA KRASOVSKAYA) AND TREASURER (BRUCE JACKSON)  
ARE MARRIED.

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Form 990-EZ, Part I, Line 16

**Other Expenses Statement**

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Other expenses (describe)

<u>BANK FEES</u>	<u>80.</u>
<u>TRAVEL</u>	<u>1,000.</u>
Total	<u><u>1,080.</u></u>

We Remember Foundation  
2009 Form 990-EZ  
Page 1, Line 10

EIN #: 55-0870622

**Grants and Similar Amounts Paid**

A grant was paid in the amount of \$146,640 to the Project on Transitional Democracies (PTD), a publicly supported 501(c)(3) organization, located at 3312 Rowland Place NW, Washington, DC 20008. This grant was given because We Remember Foundation terminated in May 2009 and all remaining assets were transferred to PTD (as instructed in the articles of termination that are attached to this document).

Statement of Primary Exempt Purpose

To educate the public about human rights crimes and abuses in Belarus and the need for international cooperation and support to create and maintain a civil society in Belarus.

*2009 Form 990-EZ, Page 2, Part III, line 31*

Statement of Program Service Accomplishments

b. A grant in the amount of \$146,640 was given to the Project on Transitional due to the termination of the We Remember Foundation.

The work of WRF served to demonstrate that effective civic society advocacy can play a significant role in bringing justice, the rule of law and democratic change to Belarus.

Grant Expenses: \$146,640

Program Expenses: \$147,922



**WE REMEMBER FOUNDATION**  
**Plan of Dissolution and Distribution**

1. We Remember Foundation, a corporation organized under the District of Columbia Nonprofit Corporation Act (the "Corporation"), will be dissolved in accordance with § 29-301.47 of the D.C. Code, 2001 Ed., and distribute its assets in accordance with the following Plan.
2. In accordance with § 29-301.49(2) of the D.C. Code, 2001 Ed., this Plan shall be adopted by a majority of the entire Board of Directors.
3. Upon adoption of this Plan, the Corporation shall cease to conduct its affairs except as is necessary for the winding up thereof.
4. Notice shall be mailed to each known creditor, if any, of the Corporation.
5. The Corporation shall collect and marshal all of its assets and apply and distribute them as provided in paragraph 6 of this Plan.
6. The assets of the Corporation shall be applied and distributed as follows:
  - a. All liabilities and obligations of the Corporation, including any fees incurred or to be incurred in connection with its dissolution, shall be paid, satisfied, and discharged, or adequate provision shall be made therefor.
  - b. All remaining assets, if any, of the Corporation, if any, shall be transferred to The Project on Transitional Democracies, a nonprofit corporation formed under the laws of the District of Columbia and exempt from tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, to be used in furtherance of the purposes for which the Corporation was formed.

**CONSENT TO ACTION TAKEN  
IN LIEU OF MEETING  
OF THE WE REMEMBER FOUNDATION**

The undersigned, being all of the directors of We Remember Foundation (the "Corporation"), acting pursuant to D.C. Code, 2001 Ed. §§29-301.47 and 2-301.99 do hereby approve, adopt and consent to the following resolutions as the acts of the Board of Directors of the Corporation:

WHEREAS, the Corporation was formed for charitable and educational purposes, and, more particularly, to "educate the public about human rights crimes and abuses in Belarus and the need for international cooperation and support to create and maintain a civil society in Belarus;" and

WHEREAS, Article SIXTH E of the Corporation's Articles of Incorporation provides that in the event of the dissolution of the Corporation, all of the remaining assets and property of the Corporation, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and necessary expenses thereof, must be distributed to an organization organized and operated for charitable and educational purposes and exempt from tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"); and

WHEREAS, the Board believes that the purposes of the Corporation can best be carried out and fulfilled if its assets and operations were transferred to the Project on Transitional Democracies, a nonprofit corporation organized under the laws of the District of Columbia and exempt from tax under Section 501(c)(3) of the Code.

NOW, THEREFORE, it is:


RESOLVED, that the Board hereby approves and authorizes the dissolution of the Corporation in accordance with § 29-301.47 of the D.C. Code, 2001 Ed.;

FURTHER RESOLVED, that the Plan of Dissolution and Distribution attached hereto be, and hereby is, approved and adopted;

FURTHER RESOLVED, that effective as of the adoption of this resolution, the Corporation shall cease to conduct its affairs except insofar as may be necessary for the winding up thereof, shall immediately cause a notice of the proposed dissolution to be mailed to each known creditor, if any, of the Corporation, and shall collect its assets and apply and distribute them in accordance with the Plan of Dissolution and Distribution; and

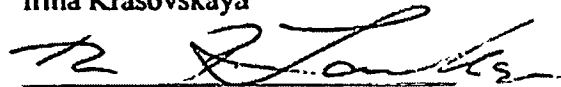
FURTHER RESOLVED, that the proper officers and directors of the Corporation be, and hereby are, authorized to execute and deliver all documents and do all other things deemed necessary or desirable in order to carry out the orderly winding up of the affairs and dissolution of the Corporation.

Date: May 20, 2009

  
\_\_\_\_\_

Irina Krasovskaya

Date: May 26, 2009

  
\_\_\_\_\_

Bruce P. Jackson

Date: May 22, 2009

  
\_\_\_\_\_

Arkady Cherepansky

Dated: May 20, 2009

**ARTICLES OF DISSOLUTION OF  
WE REMEMBER FOUNDATION**

We Remember Foundation, a nonprofit a corporation organized and existing under the District of Columbia Nonprofit Corporation Act, D. C. Code §§ 29-301.01 et seq. (the "Corporation"), does hereby certify as follows:

1. The name of the Corporation is We Remember Foundation.
2. The Corporation has no members, and the dissolution of the Corporation was authorized on May 20, 2009 by the unanimous written consent of its Board of Directors.
3. All debts, liabilities, and obligations of the Corporation have been paid and discharged or adequate provision has been made therefor.
4. All the remaining property and assets of the Corporation have been transferred, conveyed or distributed in accordance with the provisions of Subchapter I, Chapter 3 of Title 29 of the D.C. Code.
5. There are no suits pending against the Corporation in any court.

In witness whereof, the Corporation has caused these Articles of Dissolution to be executed by its President , this 20th day of May, 2009, and attested to by its Secretary.

  
\_\_\_\_\_  
Irina Kravoskaya, President

Corporate Seal:  
We Remember Foundation  
District of Columbia

Attest:  
  
\_\_\_\_\_  
Arkady Cherepansky, Secretary