

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

2007

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 2007, or tax year beginning 9/01, 2007, and ending 8/31, 2008

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.	THE DIETRICH W. BOTSTIBER FOUNDATION 200 E. STATE STREET STE 308-A MEDIA, PA 19063	A Employer identification number <u>23-7807828</u> B Telephone number (see the instructions) <u>(610) 566-3375</u> C If exemption application is pending, check here. <input type="checkbox"/> G D 1 Foreign organizations, check here. <input type="checkbox"/> G 2 Foreign organizations meeting the 85% test, check here and attach computation. <input type="checkbox"/> G E If private foundation status was terminated under section 507(b)(1)(A), check here. <input type="checkbox"/> G F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. <input type="checkbox"/> G
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, column (c), line 16) G\$ 29,042,360.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)	
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)					
R E V E N U E	1 Contributions, gifts, grants, etc., received (att sch)				
	2 Ck G <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	16,768.	16,768.	N/A	
	4 Dividends and interest from securities	973,470.	973,470.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	1,971,497.			
	b Gross sales price for all assets on line 6a	8,962,925.			
	7 Capital gain net income (from Part IV, line 2)		1,971,497.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)	371,203.	371,203.			
	SEE STATEMENT 1				
12 Total. Add lines 1 through 11	3,332,938.	3,332,938.			
A D M I N I S T R A T I V E O P E R A T I N G A N D E X P E N S E S	13 Compensation of officers, directors, trustees, etc.	63,506.	36,753.	26,753.	
	14 Other employee salaries and wages	11,878.	5,939.	5,939.	
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	14,604.	14,604.		
	b Accounting fees (attach sch)	46,670.	27,730.	18,940.	
	c Other prof fees (attach sch)	112,409.	91,629.	20,780.	
	17 Interest				
	18 Taxes (attach schedule)	36,930.	9,509.		
	19 Depreciation (attach sch) and depletion	836.	836.		
	20 Occupancy				
	21 Travel, conferences, and meetings	22,796.	2,280.	20,516.	
	22 Printing and publications				
	23 Other expenses (attach schedule)	12,305.	6,641.	5,664.	
		SEE STATEMENT 6			
	24 Total operating and administrative expenses. Add lines 13 through 23	321,934.	195,921.		98,592.
25 Contributions, gifts, grants paid PART XV	1,475,211.			1,475,211.	
26 Total expenses and disbursements. Add lines 24 and 25	1,797,145.	195,921.		1,573,803.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,535,793.				
b Net investment income (if negative, enter -0-)		3,137,017.			
c Adjusted net income (if negative, enter -0-)					

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash * non-interest-bearing		1.	
	2	Savings and temporary cash investments	1,199,922.	571,042.	571,042.
	3	Accounts receivable <u>G</u>			
		Less: allowance for doubtful accounts <u>G</u>			
	4	Pledges receivable <u>G</u>			
		Less: allowance for doubtful accounts <u>G</u>			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch) <u>G</u>			
		Less: allowance for doubtful accounts <u>G</u>			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments * U.S. and state government obligations (attach schedule)	393,185.		
	b	Investments * corporate stock (attach schedule) STATEMENT 7	11,931,908.	14,443,899.	16,227,100.
	c	Investments * corporate bonds (attach schedule) STATEMENT 8	4,684,320.	3,721,167.	3,487,334.
	11	Investments * land, buildings, and equipment: basis <u>G</u>			
	Less: accumulated depreciation (attach schedule) <u>G</u>				
12	Investments * mortgage loans	936.			
13	Investments * other (attach schedule) STATEMENT 9	8,503,162.	9,844,837.	8,753,308.	
14	Land, buildings, and equipment: basis <u>G</u> 4,412.				
	Less: accumulated depreciation (attach schedule) SEE STMT. 10 <u>G</u> 836.		3,576.	3,576.	
15	Other assets (describe <u>G</u>)				
16	Total assets (to be completed by all filers * see instructions. Also, see page 1, item I)	26,713,433.	28,584,522.	29,042,360.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe <u>G</u>)			
	23	Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <u>G</u> <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <u>G</u> <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	26,713,433.	28,584,522.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see the instructions)	26,713,433.	28,584,522.		
31	Total liabilities and net assets/fund balances (see the instructions)	26,713,433.	28,584,522.		

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	26,713,433.
2	Enter amount from Part I, line 27a	2	1,535,793.
3	Other increases not included in line 2 (itemize) <u>G</u> SEE STATEMENT 11	3	335,296.
4	Add lines 1, 2, and 3	4	28,584,522.
5	Decreases not included in line 2 (itemize) <u>G</u>	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) * Part II, column (b), line 30	6	28,584,522.

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 shares MLC Company)	(b) How acquired P Purchase D Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS	P	VARIOUS	VARIOUS
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 8,320,623.		6,991,428.	1,329,195.
b 642,302.			642,302.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			1,329,195.
b			642,302.
c			
d			
e			

2 Capital gain net income or (net capital loss). [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	1,971,497.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see the instructions). If (loss), enter -0- in Part I, line 8.]	3	0.

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 the instructions before making any entries.			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2006	1,462,350.	31,821,552.	0.045955
2005	581,960.	29,612,398.	0.019653
2004	319,836.	20,180,544.	0.015849
2003	138,741.	5,762,490.	0.024077
2002	143,545.	2,421,706.	0.059274
2 Total of line 1, column (d)			0.164808
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			0.032962
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5.			31,761,493.
5 Multiply line 4 by line 3			1,046,922.
6 Enter 1% of net investment income (1% of Part I, line 27b)			31,370.
7 Add lines 5 and 6			1,078,292.
8 Enter qualifying distributions from Part XII, line 4.			1,573,803.

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.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see the instructions)	
1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> G <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary - see instructions)	
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input checked="" type="checkbox"/> G <input type="checkbox"/> and enter 1% of Part I, line 27b	1 31,370.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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 31,370.
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 31,370.
6 Credits/Payments:	
a 2007 estimated tax pmts and 2006 overpayment credited to 2007	6a 15,506.
b Exempt foreign organizations' tax withheld at source	6b
c Tax paid with application for extension of time to file (Form 8868)	6c 17,200.
d Backup withholding erroneously withheld	6d
7 Total credits and payments. Add lines 6a through 6d	7 32,706.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> X if Form 2220 is attached	8 19.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	G 9 0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	G 10 1,317.
11 Enter the amount of line 10 to be: Credited to 2008 estimated tax <input checked="" type="checkbox"/> G 1,317. Refunded <input checked="" type="checkbox"/> G 11 0.	

Part VII-A Statements Regarding Activities			
	Yes	No	
1 a 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?			X
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.			
c 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. <input checked="" type="checkbox"/> G \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> G \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> G \$ 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
4 a 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?			N/A
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?			
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV.			X
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) <input checked="" type="checkbox"/> G PA			
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 2007 or the taxable year beginning in 2007 (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.			X

Part VII-A Statements Regarding Activities Continued

11 a	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 a		X
b	If 'Yes', did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, an annuities described in the attachment for line 11a?.....	11 b	N/A	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?.....	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?..... Website address.....	13	X	
G N/A				
14	The books are in care of G <u>TERRANCE KLINE, ADMINISTRATOR</u> Telephone no. G <u>(610) 566-3375</u> Located at G <u>200 E. STATE STREET STE 308-A MEDIA PA</u> ZIP + 4 G <u>19063</u>			
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.....	N/A	G	<input type="checkbox"/> N/A
G 15				

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			Yes	No
1 a	During the year did the foundation (either directly or indirectly):			
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?..... Organizations relying on a current notice regarding disaster assistance check here.....	1 b	N/A	
G <input type="checkbox"/>				
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 2007?.....	1 c		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 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years G 20__ , 20__ , 20__ , 20__ .			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement ' see the instructions.).....	2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. G 20__ , 20__ , 20__ , 20__ .			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?..... <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If 'Yes,' did it have excess business holdings in 2007 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 2007.).....	3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?.....	4 a		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 2007?.....	4 b		X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
- (4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

5b X

Organizations relying on a current notice regarding disaster assistance check here G

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? Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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? Yes No

7b N/A

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

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DOROTHY BOYLAN C/O 200 E. STATE ST., STE. 308 MEDI A, PA 19063	CO-TRUSTEE 1.00	5,000.	0.	0.
TERRANCE KLINE C/O 200 E. STATE ST., STE 308 MEDI A, PA 19063	CO-TRUSTEE 1.00	5,000.	0.	0.
TERRANCE KLINE C/O 200 E. STATE ST., STE 308 MEDI A, PA 19063	ADMINISTRATO 20.00	53,506.	0.	0.

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

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

Total number of other employees paid over \$50,000 G 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

Total number of others receiving over \$50,000 for professional services		G 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 (see instructions)

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.		G 0.

BAA

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	30,965,133.
	b Average of monthly cash balances	1b	1,280,038.
	c Fair market value of all other assets (see instructions)	1c	
	d Total (add lines 1a, b, and c)	1d	32,245,171.
	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	32,245,171.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	483,678.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	31,761,493.
6	Minimum investment return. Enter 5% of line 5	6	1,588,075.

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	1,588,075.
2a	Tax on investment income for 2007 from Part VI, line 5	2a	31,370.
	b Income tax for 2007. (This does not include the tax from Part VI.)	2b	
	c Add lines 2a and 2b	2c	31,370.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,556,705.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,556,705.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,556,705.

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	1,573,803.
	b Program-related investments ' total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
	a Suitability test (prior IRS approval required)	3a	
	b Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,573,803.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	31,370.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,542,433.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7.....				1,556,705.
2 Undistributed income, if any, as of the end of 2006:				
a Enter amount for 2006 only.....			1,527,017.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2007:				
a From 2002.....				
b From 2003.....				
c From 2004.....				
d From 2005.....				
e From 2006.....				
f Total of lines 3a through e.....	0.			
4 Qualifying distributions for 2007 from Part XII, line 4: G \$ <u>1,573,803.</u>				
a Applied to 2006, but not more than line 2a....			1,527,017.	
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 2007 distributable amount.....				46,786.
e Remaining amount distributed out of corpus....	0.			
5 Excess distributions carryover applied to 2007..... (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.....	0.			
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 2006. Subtract line 4a from line 2a. Taxable amount * see instructions.....			0.	
f Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008.....				1,509,919.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).....	0.			
8 Excess distributions carryover from 2002 not applied on line 5 or line 7 (see instructions)....	0.			
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a.....	0.			
10 Analysis of line 9:				
a Excess from 2003.....				
b Excess from 2004.....				
c Excess from 2005.....				
d Excess from 2006.....				
e Excess from 2007.....				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling	G				
b Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test ' enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test ' enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test ' enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

FOR PUBLIC DISCLOSURE

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 12				
Total G 3a				1,475,211.
b Approved for future payment				
Total G 3b				

Department of the Treasury
Internal Revenue Service

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

2007

Name THE DI ETRICH W. BOTSTIBER FOUNDATION	Employer identification number 23-7807828
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Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 34 on the estimated tax penalty line of the corporation's income tax return, but *do not* attach Form 2220.

Part I Required Annual Payment			
1 Total tax (see instructions)		1	31,370.
2a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2 a		
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2 b		
c Credit for federal tax paid on fuels (see instructions)	2 c		
d Total. Add lines 2a through 2c		2 d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty		3	31,370.
4 Enter the tax shown on the corporation's 2006 income tax return (see instructions). Caution: <i>If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5.</i>		4	16,307.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3.		5	16,307.

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

- 6 The corporation is using the adjusted seasonal installment method.
- 7 The corporation is using the annualized income installment method.
- 8 The corporation is a 'large corporation' figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

		(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	9	1/15/08	2/15/08	5/15/08	8/15/08
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Schedule A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column	10	4,076.	4,077.	4,077.	4,077.
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	11	9,879.	2,500.		3,127.
<i>Complete lines 12 through 18 of one column before going to the next column.</i>					
12 Enter amount, if any, from line 18 of the preceding column	12		5,803.	4,226.	149.
13 Add lines 11 and 12	13		8,303.	4,226.	3,276.
14 Add amounts on lines 16 and 17 of the preceding column	14				
15 Subtract line 14 from line 13. If zero or less, enter -0-	15	9,879.	8,303.	4,226.	3,276.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-	16		0.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18	17				801.
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	18	5,803.	4,226.	149.	

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

Part IV Figuring the Penalty

		(a)	(b)	(c)	(d)
19	Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). (Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)	19			1/15/09
20	Number of days from due date of installment on line 9 to the date shown on line 19.	20			153
21	Number of days on line 20 after 4/15/2007 and before 1/1/2008.	21			
22	Underpayment on line 17 X $\frac{\text{Number of days on line 21}}{365}$ X 8%.	22			
23	Number of days on line 20 after 12/31/2007 and before 4/1/2008.	23			
24	Underpayment on line 17 X $\frac{\text{Number of days on line 23}}{366}$ X 7%.	24			
25	Number of days on line 20 after 3/31/2008 and before 7/1/2008.	25			
26	Underpayment on line 17 X $\frac{\text{Number of days on line 25}}{366}$ X %.	26			
27	Number of days on line 20 after 6/30/2008 and before 10/1/2008.	27			46
28	Underpayment on line 17 X $\frac{\text{Number of days on line 27}}{366}$ X 5 %.	28			5.03
29	Number of days on line 20 after 9/30/2008 and before 1/1/2009.	29			92
30	Underpayment on line 17 X $\frac{\text{Number of days on line 29}}{366}$ X 6 %.	30			12.08
31	Number of days on line 20 after 12/31/2008 and before 2/16/2009.	31			15
32	Underpayment on line 17 X $\frac{\text{Number of days on line 31}}{365}$ X 5 %.	32			1.65
33	Add lines 22, 24, 26, 28, 30, and 32.	33			18.76
34	Penalty. Add columns (a) through (d) of line 33. Enter the total here and on Form 1120, line 33; or the comparable line for other income tax returns.			34	19.

*For underpayments paid after March 31, 2008: For lines 26, 28, 30, and 32, use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

Depreciation and Amortization
(Including Information on Listed Property)

2007

Department of the Treasury
Internal Revenue Service

G See separate instructions. G Attach to your tax return.

Attachment
Sequence No. **67**

Name(s) shown on return

THE DIETRICH W. BOTSTIBER FOUNDATION

Identifying number

23-7807828

Business or activity to which this form relates

FORM 990/990-PF

Part I Election To Expense Certain Property Under Section 179

Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	\$125,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	\$500,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2006 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2008. Add lines 9 and 10, less line 12	G 13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.) (See instructions.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (Do not include listed property.) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2007	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>	G <input type="checkbox"/>	

Section B Assets Placed in Service During 2007 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property		212.	3	HY	200DB	71.
b 5-year property		2,873.	5	HY	200DB	575.
c 7-year property		1,327.	7	HY	200DB	190.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

Section C Assets Placed in Service During 2007 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (see instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions	22	836.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

THE DIETRICH W. BOTSTIBER FOUNDATION

23-7807828

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	BUS. PCT.	COST/BASIS	CUR 179 BONUS	SPECIAL DEPR. ALLOW.	PRIOR 179 BONUS/SP. DEPR.	PRIOR DEC. BAL. DEPR.	SALVAGE /BASIS REDUCT.	DEPR. BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.
FORM 990/990-PF																
FURNITURE AND FIXTURES																
2	FILE CABINET	5/27/08			678						678		200DB HY	7	.14290	97
4	OFFICE CHAIRS	7/29/08			649						649		200DB HY	7	.14290	93
	TOTAL FURNITURE AND FIXTURE				1,327	0	0	0	0	0	1,327	0				190
MACHINERY AND EQUIPMENT																
1	DELL COMPUTER & PRINTER	12/29/07			2,250						2,250		200DB HY	5	.20000	450
3	COMPUTER & PRINTER	7/19/08			623						623		200DB HY	5	.20000	125
	TOTAL MACHINERY AND EQUIPME				2,873	0	0	0	0	0	2,873	0				575
MISCELLANEOUS																
5	SOFTWARE QB 08	7/25/08			212						212		200DB HY	3	.33330	71
	TOTAL MISCELLANEOUS				212	0	0	0	0	0	212	0				71
	TOTAL DEPRECIATION				4,412	0	0	0	0	0	4,412	0				836
	GRAND TOTAL DEPRECIATION				4,412	0	0	0	0	0	4,412	0				836



Department of the Treasury
Internal Revenue Service
OGDEN UT 84201-0074

For assistance, call:
1-877-829-5500

Notice Number: CP211A
Date: March 2, 2009

Taxpayer Identification Number:
23-7807828
Tax Form: 990PF
Tax Period: August 31, 2008

046145.584884.0137.004 1 AT 0.346 370
[Barcode]



046145

THE DIETRICH W BOTSTIBER FOUNDATION
% TERRY KLINE
200 E STATE ST STE 308-A
MEDIA PA 19063-3434818

APPLICATION FOR EXTENSION OF TIME TO FILE AN EXEMPT ORGANIZATION RETURN - APPROVED

We have received your Form 8868, Application for Extension of Time to File an Exempt Organization Return, for the return (form) and tax period identified above.

We have approved your request and have extended the due date to file your return to April 15, 2009.

If you have any questions, please call us at the number shown above, or you may write us at the address shown at the top left of this letter.

Reminder - You May Be Required to File Electronically

Exempt organizations may be required to file certain returns electronically. For tax years ending on or after December 31, 2006, the electronic filing requirement applies to exempt organizations with \$10 million or more in total assets if the organization files at least 250 returns in a calendar year, including income, excise, employment tax and information returns. Private foundations and charitable trusts will be required to file Forms 990-PF electronically regardless of their asset size, if they file at least 250 returns annually. For more information, go to www.irs.gov. Click "Charities and Non-Profits" and look for the "e-file for Charities and Non-Profits" tab.

For tax forms, instructions and information visit www.irs.gov. (Access to this site will not provide you with your specific taxpayer account information.)

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

G File a separate application for each return.

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

? If you are filing for an Additional (not automatic) 3-Month Extension, complete only Part II (on page 2 of this form).

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

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

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

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

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

Type or print	Name of Exempt Organization THE DIETRICH W. BOTSTIBER FOUNDATION	Employer identification number 23-7807828
File by the due date for filing your return. See instructions.	Number, street, and room or suite number. If a P.O. box, see instructions. 200 E. STATE STREET STE 308-A	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MEDIA, PA 19063	

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

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

? The books are in the care of G TERRANCE KLINE, ADMINISTRATOR

Telephone No. G (610) 566-3375 FAX No. G

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

? 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 G. If it is for part of the group, check this box G and attach a list with the names and EINs of all members the extension will cover.

1 I request an automatic 3-month (6 months for a section 501(c) corporation required to file Form 990-T) extension of time until 4/15, 20 09, to file the exempt organization return for the organization named above.
The extension is for the organization's return for:

- G calendar year 20__ or
G tax year beginning 9/01, 20 07, and ending 8/31, 20 08.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 28,684.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 11,484.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 17,200.

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

THE DIETRICH W. BOTSTIBER FOUNDATION

23-7807828

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

OTHER INVESTMENT INCOME		\$	371,145.
ROYALTY			58.
	TOTAL	\$	<u>371,203.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	\$ 14,604.	\$ 14,604.		
	TOTAL	\$ 14,604.		\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	\$ 46,670.	\$ 27,730.		\$ 18,940.
	TOTAL	\$ 46,670.		\$ 18,940.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING	\$ 22,089.	\$ 1,309.		\$ 20,780.
INVESTMENT BROKER FEE	90,320.	90,320.		
	TOTAL	\$ 112,409.		\$ 20,780.

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL	\$ 27,421.			
FOREIGN TAX WITHHELD ON INVESTMENTS	9,494.	\$ 9,494.		

THE DIETRICH W. BOTSTIBER FOUNDATION

23-7807828

STATEMENT 5 (CONTINUED)
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
STATE.....	\$ 15.	\$ 15.		
TOTAL	<u>\$ 36,930.</u>	<u>\$ 9,509.</u>		<u>\$ 0.</u>

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE.....	\$ 3,579.	\$ 3,579.		
BANK CHARGES.....	126.	82.		\$ 44.
DUES - COUNCIL ON FOUNDATIONS.....	3,530.	500.		3,030.
INSURANCE.....	1,653.	827.		826.
POSTAGE.....	492.	190.		302.
RENT.....	2,925.	1,463.		1,462.
TOTAL	<u>\$ 12,305.</u>	<u>\$ 6,641.</u>		<u>\$ 5,664.</u>

STATEMENT 7
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CHARLES SCHWAB 5099-4377	COST	\$ 1,604,695.	\$ 1,276,675.
CHARLES SCHWAB 6156-6560	COST	1,703,030.	1,558,028.
SMITH BARNEY 70143	COST	1,463,801.	1,515,368.
VANGUARD	COST	9,672,373.	11,877,029.
TOTAL		<u>\$ 14,443,899.</u>	<u>\$ 16,227,100.</u>

STATEMENT 8
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SMITH BARNEY 70144	COST	\$ 0.	\$ 0.
VANGUARD	COST	3,721,167.	3,487,334.
TOTAL		<u>\$ 3,721,167.</u>	<u>\$ 3,487,334.</u>

THE DIETRICH W. BOTSTIBER FOUNDATION

23-7807828

STATEMENT 9
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
SMITH BARNEY 70144 - CLOSED END MUTUAL F	COST	\$ 0.	\$ 0.
SMITH BARNEY 70144 - ALTERNATIVE INVEST	COST	1,713,914.	990,072.
SMITH BARNEY 70145 - MUTUAL FUNDS	COST	8,076,199.	7,719,690.
CHARLES SCHWAB 6156-6560 - HOSP PPTY TR	COST	54,724.	43,546.
	TOTAL	<u>\$ 9,844,837.</u>	<u>\$ 8,753,308.</u>

STATEMENT 10
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
FURNITURE AND FIXTURES	\$ 1,327.	\$ 190.	\$ 1,137.	\$ 1,137.
MACHINERY AND EQUIPMENT	2,873.	575.	2,298.	2,298.
MISCELLANEOUS	212.	71.	141.	141.
TOTAL	<u>\$ 4,412.</u>	<u>\$ 836.</u>	<u>\$ 3,576.</u>	<u>\$ 3,576.</u>

STATEMENT 11
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

NET INCREASE IN ALTERNATIVE INV COST	\$ 335,296.
TOTAL	<u>\$ 335,296.</u>

STATEMENT 12
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
DELAWARE VALLEY SCIENCE FAIRS INC 3141 CHESTNUT ST PHILADELPHIA, PA 19104	N/A	PUBLIC	SEE ATTACHED STATEMENT	\$ 18,000.
LEHIGH UNIVERSITY 27 MEMORIAL DRIVE WEST BETHLEHEM, PA 18015	N/A	PUBLIC	SEE ATTACHED STATEMENT	648,579.

THE DIETRICH W. BOTSTIBER FOUNDATION

23-7807828

STATEMENT 12 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CARE USA PO BOX 1871 MERRIFIELD, VA 22116	N/A	PUBLIC	SEE ATTACHED STATEMENT	\$ 151,066.
MAE TAO CLINIC PO BOX 67 MAE SOT, TAK 63110 THAILAND	N/A	SEE AT	SEE ATTACHED STATEMENT	200,000.
AUSTRIAN CULTURAL FORUM 11 EAST 52ND STREET NEW YORK, NY 10022	N/A	PUBLIC	SEE ATTACHED STATEMENT	40,000.
UNIVERSITY OF MINNESOTA 101 PLEASANT STREET, S. E. MINNEAPOLIS, MN 55455	N/A	PUBLIC	SEE ATTACHED STATEMENT	114,066.
UNIVERSITY OF NEW ORLEANS METROPOLITAN COLLEGE ED 128 NEW ORLEANS, LA 70148	N/A	PUBLIC	SEE ATTACHED STATEMENT	61,000.
RUTGERS UNIVERSITY 172 COLLEGE AVENUE NEW BRUNSWICK, NJ 08901	N/A	PUBLIC	SEE ATTACHED STATEMENT	25,000.
INTERNATIONAL ORTHODOX CHRISTIAN CHARITY 110 WEST ROAD, SUITE 360 BALTIMORE, MD 21204	N/A	PUBLIC	SEE ATTACHED STATEMENT	2,500.
DELAWARE COUNTY SPCA 555 SANDY BANK ROAD MEDIA, PA 19063	N/A	PUBLIC	SEE ATTACHED STATEMENT	125,000.
ST JOSEPH'S UNIVERSITY 6500 CITY AVE., SCIENCE CTR, RM 219 PHILADELPHIA, PA 19131	N/A	PUBLIC	SEE ATTACHED STATEMENT	10,000.
HOPE INTERNATIONAL DEVELOPMENT AGENCY 55 EAST MONROE, 40TH FLOOR CHICAGO, IL 60603	N/A	PUBLIC	SEE ATTACHED STATEMENT	80,000.

TOTAL \$ 1,475,211.

THE DIETRICH W. BOTSTIBER FOUNDATION
RIDER TO FORM 990-PF
EXPENDITURE RESPONSIBILITY REPORT
PURSUANT TO SECTION 4945(h)(3)

2007 Mae Tao Clinic Grant

Pursuant to an Agreement between the Dietrich W. Botstiber Foundation and Dr. Cynthia Maung, Director of the Mae Tao Clinic, Mae Sot, Thailand, dated May 16, 2007 (the "Agreement") the Foundation contributed \$200,000 to the Mae Tao Clinic on June 8, 2007 (the "2007 grant"). The purpose of the grant was to provide humanitarian medical assistance in Thailand for the very poor who might otherwise not receive medical assistance.

At the close of the fiscal year ending on August 31, 2007, approximately 67% of the 2007 grant had been spent and accounted for by the Mae Tao Clinic. The balance of the funds, consisting of approximately 33% of the 2007 grant, were spent by the Mae Tao Clinic between September 1, 2007 and December 31, 2007, being the Foundation's current fiscal year and therefore subject to this expenditure responsibility report.

The Mae Tao Clinic issued financial and narrative reports for 2007 showing that all of the 2007 grant was used pursuant to the terms of the Agreement. During the fiscal year, representatives of the Foundation visited the Mae Tao Clinic to review the Clinic's activities and financial reporting mechanisms and found them to be satisfactory. The accounting firm of Deloitte Touche Tohmatsu was retained by the Foundation to review the expenditures of the Mae Tao Clinic for 2007. The accountant's report dated May 7, 2008 showed no irregularities. The Foundation reviewed a formal audit dated March 10, 2008 of the Mae Tao Clinic's financial operations for the 2007 calendar year prepared by Nalinee Suwan, CPA, and found the audit to be satisfactory. Accordingly, to the knowledge, information and belief of the Foundation, no portion of the 2007 grant has been diverted from the purpose of the grant as set forth in the Agreement.

2008 Mae Tao Clinic Grant

Pursuant to an Agreement between the Dietrich W. Botstiber Foundation and Dr. Cynthia Maung, Director of the Mae Tao Clinic, Mae Sot, Thailand, dated July 16, 2008 (the "Agreement") the Foundation contributed \$200,000 to the Mae Tao Clinic in July, 2008 (the "2008 grant"). The purpose of the grant was to provide humanitarian medical assistance in Thailand for the very poor who might otherwise not receive medical assistance.

At the close of the fiscal year ending on August 31, 2008, the grant had not been spent. However, the grant was spent by the Mae Tao Clinic after the end of the current fiscal year and will be reported on the Foundation's 990-PF for the fiscal year ending August 31, 2009.

The Foundation reviewed narrative reports for Mae Tao Clinic for the periods January-June 2008 and July-December 2008 and found the reports to be consistent with the purposes for which the grant was given. Mae Tao Clinic and its auditor are currently finalizing a financial report and an audit for 2008 which will be reported on the Foundation's 990-PF for its fiscal year ending August 31, 2009. To the knowledge, information and belief of the Foundation, no portion of the 2008 grant has been diverted from the purpose of the grant as set forth in the Agreement.

Statement on Travel, Conferences and Meetings
Part 1, Line 21

Most of the travel, conference and meeting expenses incurred by the Foundation during the fiscal year were directly related to the annual Botstiber Scholars Conference held in New York City for the benefit of Botstiber scholars at Lehigh University. Other travel expenses were incurred in connection with the implementation of the Foundation's humanitarian program in Myanmar.

Statement 12
Form 990-PF, Part XV, Line 3A
Recipient Paid During Year

Purpose of Grants

Delaware Valley Science Fairs, Inc:

The Foundation provided a four-year, \$8000 scholarship to a student selected by the Delaware Valley Science Fairs, and also donated \$10,000 to the Science Fairs for general operating expenses.

Lehigh University:

The Foundation provided funds for tuition, room and board, and expenses for twelve international students who studied, during the fiscal year, at Lehigh University in the Botstiber Scholars Program. The Botstiber Scholars Program is a collaborative effort of the Botstiber Foundation and Lehigh University, both of which work together to carry out Dietrich Botstiber's mandate to provide scholarships in science, technology and commerce to talented individuals of good moral character. For more information on the Botstiber Scholars Program, please visit www.botstiber.org.

CARE USA:

In connection with its humanitarian mission which currently focuses on health and food security issues in Myanmar, the Foundation distributed funds to CARE USA to support in full a Community Managed Water and Sanitation Project in Lashio, which is situated in the northern Shan State of Myanmar. For more information on the Botstiber project to aid vulnerable people, please visit www.botstiber.org.

Mae Tao Clinic:

Also in connection with its humanitarian mission, the Foundation provided funds to Dr. Cynthia Maung for the operation of the Mae Tao Clinic, situated in Mae Sot, Thailand, for poor people who might otherwise not receive treatment for serious medical conditions.

Austrian Cultural Forum; the University of Minnesota; the University of New Orleans; Rutgers University:

Grants were made to the foregoing organizations for research, writing, seminars and scholarships relating to Austrian-American studies in connection with the Botstiber Institute for Austrian-American Studies. For more information about the Botstiber Institute, please visit www.botstiber.org.

International Orthodox Christian Charities:

In connection with the Foundation's program to aid vulnerable people, a grant was made to IOCC to defray the costs of medical supplies sent to Albania.

Delaware County SPCA:

The Foundation made a grant to the Delaware County SPCA to implement a media campaign to educate the public about ways of preventing cruelty to animals. A portion of the grant was for the SPCA's general uses.

St. Joseph's University:

A grant was made to St. Joseph's University, Philadelphia, Pennsylvania, to rescue turtles from Asian food markets, and to feed and house the turtles in special tanks in the Biodiversity Laboratory.

HOPE International:

Funds were distributed to HOPE International in connection with the Foundation's program for aid to vulnerable people. The grant was used in Myanmar for humanitarian projects and cyclone Nargis relief.