

Form **990**
 Department of the Treasury
 Internal Revenue Service

Return of Organization Exempt From Income Tax
 Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)
 The organization may have to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0047
2007
Open to Public Inspection

A For the 2007 calendar year, or tax year beginning 01-01-2007 and ending 12-31-2007

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

Please use IRS label or print or type. See Specific Instructions.

C Name of organization
 Boys Town Jerusalem foundation of america inc
 foundation of america inc

Number and street (or P O box if mail is not delivered to street address) Room/suite
 1 Penn Plaza No 6250

City or town, state or country, and ZIP + 4
 New York, NY 10001

D Employer identification number
 11-5324002

E Telephone number
 (800) 469-2697

F Accounting method Cash Accrual
 Other (specify) _____

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

G Web site: www.boystownjerusalem.org

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

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

H and I are not applicable to section 527 organizations

H(a) Is this a group return for affiliates? Yes No

H(b) If "Yes" enter number of affiliates _____

H(c) Are all affiliates included? Yes No
 (If "No," attach a list. See instructions.)

H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No

I Group Exemption Number _____

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

L Gross receipts. Add lines 6b, 8b, 9b, and 10b to line 12: 14,762,415

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

1	Contributions, gifts, grants, and similar amounts received				
a	Contributions to donor advised funds	1a			
b	Direct public support (not included on line 1a)	1b		4,176,995	
c	Indirect public support (not included on line 1a)	1c			
d	Government contributions (grants) (not included on line 1a)	1d			
e	Total (add lines 1a through 1d) (cash \$ 4,176,995 noncash \$ _____)	1e			4,176,995
2	Program service revenue including government fees and contracts (from Part VII, line 93)	2			
3	Membership dues and assessments	3			
4	Interest on savings and temporary cash investments	4			9,551
5	Dividends and interest from securities	5			1,604,801
6a	Gross rents	6a			
b	Less rental expenses	6b			
c	Net rental income or (loss) subtract line 6b from line 6a	6c			
7	Other investment income (describe _____)	7			
8a	Gross amount from sales of assets other than inventory	(A) Securities		(B) Other	
			8,925,623	8a	
b	Less cost or other basis and sales expenses		8,834,639	8b	
c	Gain or (loss) (attach schedule)		90,984	8c	
d	Net gain or (loss) Combine line 8c, columns (A) and (B)	8d			90,984
9	Special events and activities (attach schedule) If any amount is from gaming, check here <input type="checkbox"/>				
a	Gross revenue (not including \$ _____ of contributions reported on line 1b) _____	9a		45,445	
b	Less direct expenses other than fundraising expenses	9b		52,019	
c	Net income or (loss) from special events Subtract line 9b from line 9a	9c			-6,574
10a	Gross sales of inventory, less returns and allowances	10a			
b	Less cost of goods sold	10b			
c	Gross profit or (loss) from sales of inventory (attach schedule) Subtract line 10b from line 10a	10c			
11	Other revenue (from Part VII, line 103)	11			
12	Total revenue Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11	12			5,875,757
13	Program services (from line 44, column (B))	13			3,656,339
14	Management and general (from line 44, column (C))	14			779,873
15	Fundraising (from line 44, column (D))	15			939,939
16	Payments to affiliates (attach schedule)	16			
17	Total expenses Add lines 16 and 44, column (A)	17			5,376,151
18	Excess or (deficit) for the year Subtract line 17 from line 12	18			499,606
19	Net assets or fund balances at beginning of year (from line 73, column (A))	19			34,737,996
20	Other changes in net assets or fund balances (attach explanation) _____	20			621,573
21	Net assets or fund balances at end of year Combine lines 18, 19, and 20	21			35,859,175

Part III Statement of Functional Expenses

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

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.

	(A) Total	(B) Program services	(C) Management and general	(D) Fundraising	
22a Grants paid from donor advised funds (attach Schedule) (cash \$ _____ noncash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>	22a				
22b Other grants and allocations (attach schedule) (cash \$ 3,656,339 noncash \$ _____) If this amount includes foreign grants, check here <input checked="" type="checkbox"/>	22b	3,656,339	3,656,339		
23 Specific assistance to individuals (attach schedule)	23				
24 Benefits paid to or for members (attach schedule)	24				
25a Compensation of current officers, directors, key employees etc Listed in Part V - A (attach schedule)	25a	659,745	178,955	480,790	
b Compensation of former officers, directors, key employees etc listed in Part V - B (attach schedule)	25b				
c Compensation and other distributions not included above to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)	25c				
26 Salaries and wages of employees not included on lines 25a, b and c	26	237,465	130,728	106,737	
27 Pension plan contributions not included on lines 25a, b and c	27	22,189	9,490	12,699	
28 Employee benefits not included on lines 25a - 27	28	9,031	3,863	5,168	
29 Payroll taxes	29	68,845	29,445	39,400	
30 Professional fundraising fees	30				
31 Accounting fees	31	118,706	118,706		
32 Legal fees	32	12,054	12,054		
33 Supplies	33	29,042	9,683	19,359	
34 Telephone	34	12,451	4,883	7,568	
35 Postage and shipping	35	60,425	20,140	40,285	
36 Occupancy	36	57,660	19,218	38,442	
37 Equipment rental and maintenance	37	8,241	2,747	5,494	
38 Printing and publications	38	127,709	42,565	85,144	
39 Travel	39	12,719	4,240	8,479	
40 Conferences, conventions, and meetings	40				
41 Interest	41				
42 Depreciation, depletion, etc (attach schedule)	42	1,780	593	1,187	
43 Other expenses not covered above (itemize)	43g				
a Professional fees	43a	173,475	173,475		
b insurance	43b	12,054	4,018	8,036	
c bank charges	43c	6,906	6,906		
d miscellaneous	43d	370	123	247	
e publicity	43e	24,126	8,041	16,085	
f Other event costs	43f	64,819		64,819	
g	43g				
44 Total functional expenses. Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	44	5,376,151	3,656,339	779,873	939,939

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

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No

If "Yes," enter (i) the aggregate amount of these joint costs \$ _____, (ii) the amount allocated to Program services \$ _____, (iii) the amount allocated to Management and general \$ _____, and (iv) the amount allocated to Fundraising \$ _____

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

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

What is the organization's primary exempt purpose? <input type="checkbox"/> Raise funds for the development of a comprehensive education program for disadvantaged boys, mainly at the large campus in Israel, Boys Town Jerusalem All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)	Program Service Expenses (Required for 501(c)(3) and (4) orgs, and 4947(a)(1) trusts, but optional for others.)
a Support of comprehensive academic, religious and technological education to over 1000 disadvantaged boys from 45 countries at the Boys Town Jerusalem School in Israel (Grants and allocations \$ 3,656,339) If this amount includes foreign grants, check here <input checked="" type="checkbox"/>	3,656,339
b (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
c (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
d (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
e Other program services (attach schedule) (Grants and allocations \$) If this amount includes foreign grants, check here <input type="checkbox"/>	
f Total of Program Service Expenses (should equal line 44, column (B), Program services) <input type="checkbox"/>	3,656,339

Part IV Balance Sheets (See the instructions.)

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

		(A)		(B)
		Beginning of year		End of year
Assets	45 Cash—non-interest-bearing	20,590	45	44,354
	46 Savings and temporary cash investments	472,624	46	2,576,329
	47a Accounts receivable	47a		
	b Less allowance for doubtful accounts	47b		47c
	48a Pledges receivable	48a 2,414,367		
	b Less allowance for doubtful accounts	48b 400,000	2,419,429	48c 2,014,367
	49 Grants receivable		49	
	50a Receivables from current and former officers, directors, trustees, and key employees (attach schedule)		50a	
	b Receivables from other disqualified persons (as defined under section 4958(c)(3)(B) (attach schedule)		50b	
	51a Other notes and loans receivable (attach schedule)	51a		
	b Less allowance for doubtful accounts	51b		51c
	52 Inventories for sale or use		52	
	53 Prepaid expenses and deferred charges	56,261	53	56,188
	54a Investments—publicly-traded securities <input type="checkbox"/> Cost <input checked="" type="checkbox"/> FMV	26,843,478	54a	25,250,533
	b Investments—other securities (attach schedule) <input type="checkbox"/> Cost <input type="checkbox"/> FMV		54b	
	55a Investments—land, buildings, and equipment basis	55a		
	b Less accumulated depreciation (attach schedule)	55b		55c
	56 Investments—other (attach schedule)	5,515,348	56 <input checked="" type="checkbox"/>	5,800,792
	57a Land, buildings, and equipment basis	57a 17,804		
	b Less accumulated depreciation (attach schedule)	57b 1,780	57c <input checked="" type="checkbox"/>	16,024
58 Other assets, including program-related investments (describe <input type="checkbox"/> _____)	950,870	58 <input checked="" type="checkbox"/>	922,370	
59 Total assets (must equal line 74) Add lines 45 through 58	36,278,600	59	36,680,957	
Liabilities	60 Accounts payable and accrued expenses	409,086	60	440,330
	61 Grants payable		61	
	62 Deferred revenue		62	
	63 Loans from officers, directors, trustees, and key employees (attach schedule)		63	
	64a Tax-exempt bond liabilities (attach schedule)		64a	
	b Mortgages and other notes payable (attach schedule)		64b	
	65 Other liabilities (describe <input type="checkbox"/> _____)	1,131,518	65 <input checked="" type="checkbox"/>	381,452
	66 Total liabilities Add lines 60 through 65	1,540,604	66	821,782
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74			
	67 Unrestricted	31,626,731	67	33,224,535
	68 Temporarily restricted	1,883,533	68	1,509,150
	69 Permanently restricted	1,227,732	69	1,125,490
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74			
	70 Capital stock, trust principal, or current funds		70	
	71 Paid-in or capital surplus, or land, building, and equipment fund		71	
	72 Retained earnings, endowment, accumulated income, or other funds		72	
	73 Total net assets or fund balances Add lines 67 through 69 or lines 70 through 72 (Column (A) must equal line 19 and column (B) must equal line 21)	34,737,996	73	35,859,175
	74 Total liabilities and net assets / fund balances Add lines 66 and 73	36,278,600	74	36,680,957

Part VI Other Information (continued)

Form 990 (2007) Part VI Other Information (continued)
82a Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?
82b If "Yes," you may indicate the value of these items here
83a Did the organization comply with the public inspection requirements for returns and exemption applications?
83b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?
84a Did the organization solicit any contributions or gifts that were not tax deductible?
84b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?
85 501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?
85b Did the organization make only in-house lobbying expenditures of \$2,000 or less?
85c Dues assessments, and similar amounts from members
85d Section 162(e) lobbying and political expenditures
85e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices
85f Taxable amount of lobbying and political expenditures (line 85d less 85e)
85g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?
85h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?
86 501(c)(7) orgs. Enter a Initiation fees and capital contributions included on line 12
86b Gross receipts, included on line 12, for public use of club facilities
87 501(c)(12) orgs. Enter a Gross income from members or shareholders
87b Gross income from other sources
88a At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3?
88b At any time during the year, did the organization directly or indirectly own a controlled entity within the meaning of section 512(b)(13)?
89a 501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911, section 4912, and section 4955
89b 501(c)(3) and 501(c)(4) orgs. Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year?
89c Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958
89d Enter Amount of tax on line 89c, above, reimbursed by the organization
89e All organizations. At any time during the tax year was the organization a party to a prohibited tax shelter transaction?
89f All organizations. Did the organization acquire direct or indirect interest in any applicable insurance contract?
89g For supporting organizations and sponsoring organizations maintaining donor advised funds. Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?
90a List the states with which a copy of this return is filed
90b Number of employees employed in the pay period that includes March 12, 2007
91a The books are in care of
91b 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?

Part VI Other Information (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? **91c** Yes No

If "Yes," enter the name of the foreign country _____

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the tax year **92** _____

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

Note: Enter gross amounts unless otherwise indicated.

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments			14	9,551	
96 Dividends and interest from securities			14	1,604,801	
97 Net rental income or (loss) from real estate					
a debt-financed property					
b non debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory			18	90,984	
101 Net income or (loss) from special events			01	-6,574	
102 Gross profit or (loss) from sales of inventory					
103 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
104 Subtotal (add columns (B), (D), and (E))				1,698,762	
105 Total (add line 104, columns (B), (D), and (E))					1,698,762

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

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

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

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

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

Part X Information Regarding Transfers Associated with Personal Benefit Contracts (See the instructions.)

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

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

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

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

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

	(A) Name and address of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

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

	(A) Name and address of each controlled entity	(B) Employer Identification Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

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

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

Please Sign Here

Signature of officer: ***** Date: 2008-11-04

Type or print name and title: Ronald Gray EXECUTIVE DIRECTOR

Paid Preparer's Use Only

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

Firm's name (or yours if self-employed), address, and ZIP + 4: LOEB & TROPER LLP
655 THIRD AVENUE 12TH FLOOR
NEW YORK, NY 10017

Preparer's SSN or PTIN (See Gen Inst W): _____ EIN: _____ Phone no: (212) 867-4000

SCHEDULE A
(Form 990 or 990EZ)

Organization Exempt Under Section 501(c)(3)

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

Supplementary Information—(See separate instructions.)

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

OMB No 1545-0047

2007

Department of the Treasury
Internal Revenue Service

Name of the organization
Boys Town Jerusalem foundation of america inc
foundation of america inc

Employer identification number

11-5324002

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 1 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans & deferred compensation	(e) Expense account and other allowances
Rabbi David Herman 1 Penn plaza Ste 6250 NY, NY 10001	Regional director 35 00	60,000	0	0
Sofya Reyfman 1 Penn plaza Ste 6250 NY, NY 10001	AdminFinancial 35 00	62,930	3,320	0
Total number of other employees paid over \$50,000	0			

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
Loeb and Troper LLP 655 Third Avenue New York, NY 10017	AccountingAudit	51,500
Total number of others receiving over \$50,000 for professional services		

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

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
Custom Graphic Services Inc 11 Broadway Suite 700 New York, NY 10004	Creative designprinting	107,748
Convio Inc PO Box 671445 Dallas, TX 75267	Website design and Admin	78,445
Total number of other contractors receiving over \$50,000 for other services		

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

Yes No

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

Part IV Reason for Non-Private Foundation Status (See pages 4 through 7 of the instructions.)I certify that the organization is not a private foundation because it is (Please check only **ONE** applicable box)

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

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

(a) Name(s) of supported organization(s)	(b) Employer identification number	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support?
			Yes	No	
Total					<input type="checkbox"/>

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

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

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

Calendar year (or fiscal year beginning in)	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants See line 28)	3,228,065	3,094,257	4,061,618	4,265,503	14,649,443
16 Membership fees received					0
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc , purpose	1,604,469				1,604,469
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975	1,434,575	1,464,194	1,222,206	1,165,463	5,286,438
19 Net income from unrelated business activities not included in line 18					0
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					0
21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					0
22 Other income Attach a schedule Do not include gain or (loss) from sale of capital assets		249,109	52,077	34,102	335,288
23 Total of lines 15 through 22	6,267,109	4,807,560	5,335,901	5,465,068	21,875,638
24 Line 23 minus line 17	4,662,640	4,807,560	5,335,901	5,465,068	20,271,169
25 Enter 1% of line 23	62,671	48,076	53,359	54,651	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					405,423
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2002 through 2005 exceeded the amount shown in line 26a Do not file this list with your return. Enter the total of all these excess amounts					1,937,084
c Total support for section 509(a)(1) test Enter line 24, column (e)					20,271,169
d Add Amounts from column (e) for lines 18 5,286,438 19 0					
22 26b 1,937,084					
e Public support (line 26c minus line 26d total)					12,712,359
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					6271 15 %
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person " Do not file this list with your return. Enter the sum of such amounts for each year (2006) (2005) (2004) (2003)					
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000 (Include in the list organizations described in lines 5 through 11b, as well as individuals) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year (2006) (2005) (2004) (2003)					
c Add Amounts from column (e) for lines 15 16 17 20 21					
d Add Line 27a total and line 27b total					
e Public support (line 27c total minus line 27d total)					
f Total support for section 509(a)(2) test Enter amount from line 23, column (e)					
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					
28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2002 through 2005, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant Do not file this list with your return. Do not include these grants in line 15					

Part V Private School Questionnaire (See page 7 of the instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

		Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?		
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?		
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement) 		
32	Does the organization maintain the following		
a	Records indicating the racial composition of the student body, faculty, and administrative staff?		
b	Records documenting that scholarships and other financial assistance are awarded on racially nondiscriminatory basis?		
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?		
d	Copies of all material used by the organization or on its behalf to solicit contributions? If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement) 		
33	Does the organization discriminate by race in any way with respect to		
a	Students' rights or privileges?		
b	Admissions policies?		
c	Employment of faculty or administrative staff?		
d	Scholarships or other financial assistance?		
e	Educational policies?		
f	Use of facilities?		
g	Athletic programs?		
h	Other extracurricular activities? If you answered "Yes" to any of the above, please explain (If you need more space, attach a separate statement) 		
34a	Does the organization receive any financial aid or assistance from a governmental agency?		
b	Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement		
35	Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4 05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation		

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 9 of the instructions.)(To be completed **ONLY** by an eligible organization that filed Form 5768)Check **a** if the organization belongs to an affiliated group Check **b** if you checked "a" and "limited control" provisions apply**Limits on Lobbying Expenditures**

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

(a)
Affiliated group
totals**(b)**
To be completed
for all electing
organizations

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

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.**4-Year Averaging Period Under Section 501(h)**(Some organizations that made a section 501(h) election do not have to complete all of the five columns below
See the instructions for lines 45 through 50 on page 11 of the instructions)**Lobbying Expenditures During 4-Year Averaging Period**

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2007	(b) 2006	(c) 2005	(d) 2004	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots nontaxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 11 of the instructions.)

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

- a** Volunteers
- b** Paid staff or management (Include compensation in expenses reported on lines **c** through **h**.)
- c** Media advertisements
- d** Mailings to members, legislators, or the public
- e** Publications, or published or broadcast statements
- f** Grants to other organizations for lobbying purposes
- g** Direct contact with legislators, their staffs, government officials, or a legislative body
- h** Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i** Total lobbying expenditures (Add lines **c** through **h**.)

Yes	No	Amount

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

Additional Data**Software ID:****Software Version:****EIN:** 11-5324002**Name:** Boys Town Jerusalem foundation of america inc
foundation of america inc**Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:**

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Rabbi Ronald Gray 1 Penn plaza Suite 6250 New York, NY 10001	Executive director 40 00	269,500	57,203	0
Lee Berinstein 1 Penn plaza Suite 6250 New York, NY 10001	National Director - Develo 40 00	103,750	19,076	0
Andrew Demchik 1 Penn plaza Suite 6250 New York, NY 10001	Exec director - regional 40 00	110,000	3,575	0
Robert Tropp 1 Penn plaza Suite 6250 New York, NY 10001	Exec director - regional 40 00	85,000	11,641	0
Michael J Scharf 1 Penn plaza Suite 6250 New York, NY 10001	President 0 50	0	0	0
Raphael Benaroya 1 Penn plaza Suite 6250 New York, NY 10001	Chairman 0 50	0	0	0
Rabbi Moshe Linchner 1 Penn plaza Suite 6250 New York, NY 10001	Vice chairman 0 50	0	0	0
Frank Beckerman 1 Penn plaza Suite 6250 New York, NY 10001	Vice president 0 50	0	0	0
Lawrence B Diener 1 Penn plaza Suite 6250 New York, NY 10001	Vice president 0 50	0	0	0
Leo Goldschmidt 1 Penn plaza Suite 6250 New York, NY 10001	Vice president 0 50	0	0	0

Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Donald L Solomon 1 Penn plaza Suite 6250 New York, NY 10001	Vice president 0 50	0	0	0
Dr Kenneth Garay 1 Penn plaza Suite 6250 New York, NY 10001	Treasurer 0 50	0	0	0
Marjorie Diener Blenden 1 Penn plaza Suite 6250 New York, NY 10001	Secretary 0 50	0	0	0
josh S Weston 1 Penn plaza Suite 6250 New York, NY 10001	honorary Chairman 0 50	0	0	0
Jay Aronowitz 1 Penn plaza Suite 6250 New York, NY 10001	Board memberexecutive com 0 25	0	0	0
Maria Finkle 1 Penn plaza Suite 6250 New York, NY 10001	Board memberexecutive com 0 25	0	0	0
Joseph Garay 1 Penn plaza Suite 6250 New York, NY 10001	Board memberexecutive com 0 25	0	0	0
Hugh Greenberg 1 Penn plaza Suite 6250 New York, NY 10001	Board memberexecutive com 0 25	0	0	0
Menahem Z Gurman 1 Penn plaza Suite 6250 New York, NY 10001	Board memberexecutive com 0 25	0	0	0
Oscar Heller 1 Penn plaza Suite 6250 New York, NY 10001	Board memberexecutive com 0 25	0	0	0

Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Gershon Rothstein 1 Penn plaza Suite 6250 New York, NY 10001	Board member executive com 0 25	0	0	0
Prof William Schwartz 1 Penn plaza Suite 6250 New York, NY 10001	Board member executive com 0 25	0	0	0
Isaac Suder 1 Penn plaza Suite 6250 New York, NY 10001	Board member executive com 0 25	0	0	0
David Yagoda 1 Penn plaza Suite 6250 New York, NY 10001	Board member executive com 0 25	0	0	0
albert j ades 1 Penn plaza Suite 6250 New York, NY 10001	Board member executive com 0 10	0	0	0
Carl Cohen 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Marc Cooper 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Sidney Cooperman 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Leslie L Dan 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Gabriel Erem 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0

Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Judge David B Follender 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Robert Goldberg 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Fred Goldsmith 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Alex Halberstein 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Hart N Hasten 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Malcolm Hoenlein 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
H Billi Ivry 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Joan Jakobovitz 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Robert Kaswell 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Ed Kerson 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0

Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Henri Levit 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
David S Mack 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Ruth Mack 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Barry Magarick 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
John J Pomerantz 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Stanley M Rosenblatt 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Robert Shamis 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Eric Singer 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Benjamin Veit 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Mayor Michael J Wildes 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0

Form 990, Part V-A - Current Officers, Directors, Trustees, and Key Employees:

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
Michael Wimpfheimer 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
Evelyn Zimmerman 1 Penn plaza Suite 6250 New York, NY 10001	Board member 0 10	0	0	0
jack a belz 1 Penn plaza Suite 6250 new York, NY 10001	board member 0 25	0	0	0

TY 2007 Cash Grants Paid Schedule

Name: Boys Town Jerusalem foundation of america inc
 foundation of america inc

EIN: 11-5324002

Class of Activity	Recipient's name	Address	Amount	Relationship
Academic religious and technological education support and Renovations	Boys Town Jerusalem Israel - Kiryat Noar	20 Harav Frank Street Bayit Vegan, Jerusalem 96386 IS	3,656,339	

TY 2007 Depreciation and Depletion Schedule

Name: Boys Town Jerusalem foundation of america inc
 foundation of america inc

EIN: 11-5324002

Asset	Amount
Equipment	1,780

TY 2007 Gain/Loss from Sale of Public Securities Schedule

Name: Boys Town Jerusalem foundation of america inc
foundation of america inc

EIN: 11-5324002

Gross Sales Price: 8,925,623

Basis: 8,834,639

Sales Expenses: 0

Total (net): 90,984

TY 2007 Investments - Other Schedule

Name: Boys Town Jerusalem foundation of america inc
 foundation of america inc

EIN: 11-5324002

Description	Book Value	Cost/FMV
limited partnership investment	5,800,792	F

TY 2007 Land etc. Schedule

Name: Boys Town Jerusalem foundation of america inc
 foundation of america inc

EIN: 11-5324002

Category/Item	Cost/Other Basis	Accumulated Depreciation	Book Value
Equipment	17,804	1,780	16,024

TY 2007 Other Assets Schedule

Name: Boys Town Jerusalem foundation of america inc
 foundation of america inc

EIN: 11-5324002

Description	Beginning of Year Amount	End of Year Amount
Beneficial Interest in Remainder Trusts	950,870	922,370

TY 2007 Other Changes in Net Assets Schedule

Name: Boys Town Jerusalem foundation of america inc
foundation of america inc

EIN: 11-5324002

Description	Amount
Unrealized loss on investments	-10,692
Change in value of trust agreements	-22,817
actuarial change in value of annuity obligations	655,082

TY 2007 Other Liabilities Schedule

Name: Boys Town Jerusalem foundation of america inc
 foundation of america inc

EIN: 11-5324002

Description	Beginning of Year Amount	End of Year Amount
Annuity obligations	1,131,518	381,452

TY 2007 Other Revenues Included Schedule

Name: Boys Town Jerusalem foundation of america inc
 foundation of america inc

EIN: 11-5324002

Description	Amount
Change in value of trust agreements	-22,817
Actuarial change in value of annuity obligations	655,082

TY 2007 Special Events Schedule

Name: Boys Town Jerusalem foundation of america inc
 foundation of america inc

EIN: 11-5324002

Event Name	Gross Receipts	Contributions	Gross Revenue	Direct Expense	Net Income (Loss)
PHiladelphia golf tournament	102,735	76,410	26,325	28,563	-2,238
Florida dinner	112,042	92,922	19,120	23,456	-4,336

TY 2007 Other Income Schedule

Name: Boys Town Jerusalem foundation of america inc
 foundation of america inc

EIN: 11-5324002

Description	2006	2005	2004	2003	Total
Special Events		249,109	52,077	34,102	335,288