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

2000

Department of the Treasury
Internal Revenue Service

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

For calendar year 2000, or tax year beginning **DEC 1, 2000**, and ending **NOV 30, 2001**

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

Use the IRS label Otherwise, print or type See Specific Instructions	Name of organization HERMAN AND FREIDA L. MILLER FOUNDATION	A Employer identification number 13-7131926
	Number and street (or P.O. box number if mail is not delivered to street address) Room/suite C/O GRANTS MGT ASSOC 77 SUMMER ST	B Telephone number 617-426-7172
	City or town, state, and ZIP code BOSTON, MA 02110-1006	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 40,486,603. (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</i>	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received	29,829,035.			STATEMENT 2
2 Distributions from split-interest trusts				
3 Interest on savings and temporary cash investments	23,626.	23,626.		STATEMENT 3
4 Dividends and interest from securities	1,994,648.	1,994,648.		STATEMENT 4
5a Gross rents				
b (Net rental income or loss)				
6a Net gain or (loss) from sale of assets not on line 10	<311,949.>			STATEMENT 1
b Gross sales price for all assets on line 6a	4,630,203.			
7 Capital gain net income (from Part IV line 2)		0.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	0.	229,081.		STATEMENT 5
12 Total Add lines 1 through 11	31,535,360.	2,247,355.	0.	
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	0.			0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 6	13,197.			13,197.
c Other professional fees				
17 Interest				
18 Taxes STMT 7	14,453.	0.	0.	0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 8	225.	100.	0.	125.
24 Total operating and administrative expenses Add lines 13 through 23	27,875.	100.	0.	13,322.
25 Contributions, gifts, grants paid	378,500.			378,500.
26 Total expenses and disbursements Add lines 24 and 25	406,375.	100.	0.	391,822.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	31,128,985.			
b Net Investment Income (if negative, enter -0-)		2,247,255.		
c Adjusted net Income (if negative enter -0-)			0.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	41,205.	83,982.	83,982.
	2	Savings and temporary cash investments		262,198.	262,198.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 9	879,167.	30,591,737.	30,591,737.
	b	Investments - corporate stock STMT 10	994,635.	4,397,098.	4,397,098.
	c	Investments - corporate bonds STMT 11	1,419,952.	2,649,321.	2,649,321.
11	Investments - land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 12	1,058,238.	2,502,267.	2,502,267.	
14	Land, buildings, and equipment basis ▶				
	Less accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers)	4,393,197.	40,486,603.	40,486,603.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	and complete lines 24 through 26 and lines 30 and 31				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Organizations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
27	Capital stock, trust principal, or current funds	4,393,197.	35,086,060.		
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	0.	5,400,543.		
30	Total net assets or fund balances	4,393,197.	40,486,603.		
31	Total liabilities and net assets/fund balances	4,393,197.	40,486,603.		

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	4,393,197.
2	Enter amount from Part I, line 27a	2	31,128,985.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS	3	4,964,421.
4	Add lines 1, 2, and 3	4	40,486,603.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	40,486,603.

Part IV: Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b CORPORATE STOCK	P		
c CORPORATE STOCK	P		
d SOUTHPORT MANAGEMENT L.P.	P		

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0.
b 503,728.		481,729.	21,999.
c 3,422,455.		3,469,370.	<46,915.>
d 704,020.		991,053.	<287,033.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (j) over col (k), if any	
a			0.
b			21,999.
c			<46,915.>
d			<287,033.>

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	<311,949.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the organization liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
1999	260,139.	4,952,316.	.0525288
1998	219,089.	5,279,700.	.0414965
1997	1,651.	4,860,474.	.0003397
1996			
1995			

2 Total of line 1, column (d)	2	.0943650
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.0314550
4 Enter the net value of noncharitable-use assets for 2000 from Part X, line 5	4	34,718,583.
5 Multiply line 4 by line 3	5	1,092,073.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	22,473.
7 Add lines 5 and 6	7	1,114,546.
8 Enter qualifying distributions from Part XII, line 4	8	391,822.

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 instructions)

Table with 11 rows for excise tax calculation. Includes sub-rows 6a-6d for credits and payments. Total tax based on investment income is 44,945. Total credits and payments is 65,000. Overpayment is 19,969.

Part VII-A Statements Regarding Activities

Table with 11 rows for activity statements. Columns: Question, Yes, No. Includes questions about political campaigns, unrelated business income, and substantial contributors. Includes 'N/A' for some items.

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

Table with columns for question text, Yes/No checkboxes, and a grid for Yes/No responses. Includes questions 1a through 6b regarding disqualifying activities, disaster assistance, and business holdings.

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MYRON MILLER 43 SUMNER RD BROOKLINE, MA 02445-5825	TRUSTEE AS NEEDED	 0.	 0.	 0.

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	

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	32,649,668.
b Average of monthly cash balances	1b	596,504.
c Fair market value of all other assets	1c	2,001,120.
d Total (add lines 1a, b, and c)	1d	35,247,292.
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	35,247,292.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	528,709.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	34,718,583.
6 Minimum investment return Enter 5% of line 5	6	1,735,929.

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	1,735,929.
2a Tax on investment income for 2000 from Part VI, line 5	2a	44,945.	
b Income tax for 2000 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c	44,945.	
3 Distributable amount before adjustments Subtract line 2c from line 1	3	1,690,984.	
4a Recoveries of amounts treated as qualifying distributions	4a	0.	
b Income distributions from section 4947(a)(2) trusts	4b	0.	
c Add lines 4a and 4b	4c	0.	
5 Add lines 3 and 4c	5	1,690,984.	
6 Deduction from distributable amount (see instructions)	6	0.	
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,690,984.	

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	391,822.
b Program-related investments - total of lines 1-3 of Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	391,822.
5 Organizations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions Subtract line 5 from line 4	6	391,822.

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 1999	(c) 1999	(d) 2000
1 Distributable amount for 2000 from Part XI, line 7				1,690,984.
2 Undistributed income, if any, as of the end of 1999				
a Enter amount for 1999 only			232,550.	
b Total for prior years 19 98, 19 , 19		0.		
3 Excess distributions carryover if any to 2000				
a From 1995				
b From 1996				
c From 1997				
d From 1998				
e From 1999				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2000 from Part XII, line 4 ▶ \$ 391,822.				
a Applied to 1999, but not more than line 2a			232,550.	
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 2000 distributable amount				159,272.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2000 (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	0.			
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5				
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 1999 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2000 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2001				1,531,712.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3)	0.			
8 Excess distributions carryover from 1995 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2001 Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 1996				
b Excess from 1997				
c Excess from 1998				
d Excess from 1999				
e Excess from 2000				

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 2000, enter the date of the ruling

b Check box to indicate whether the organization is a private operating foundation described in section 4942(j)(3) or 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			(e) Total
	(a) 2000	(b) 1999	(c) 1998	
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)(ii)				
(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 page 26 of the instructions)

1 Information Regarding Foundation Managers

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

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 organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization makes gifts, grants, etc , 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

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
<p><i>a</i> Paid during the year</p> <p>SEE ATTACHED SCHEDULE</p>		PUBLIC CHARITIES	GENERAL PURPOSE	378,500.
Total				▶ 3a 378,500.
<p><i>b</i> Approved for future payment</p> <p>NONE</p>				
Total				▶ 3b 0.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD		
CORPORATE STOCK	PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.		
(F) GAIN OR LOSS	503,728.	481,729.	0.	0.	21,999.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD		
CORPORATE STOCK	PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.		
(F) GAIN OR LOSS	3,422,455.	3,469,370.	0.	0.	<46,915.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD		
SOUTHPORT MANAGEMENT L.P.	PURCHASED				
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.		
(F) GAIN OR LOSS	704,020.	991,053.	0.	0.	<287,033.>

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	<u><311,949.></u>

FORM 990-PF	NONCASH CONTRIBUTIONS OF \$5000 OR MORE INCLUDED ON PART I, LINE 1A	STATEMENT	2
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<u>CONTRIBUTOR'S NAME</u>	<u>CONTRIBUTOR'S ADDRESS</u>		
MYRON MILLER	43 SUMNER ROAD, BROOKLINE, MA 02445-5825		
<u>PROPERTY DESCRIPTION</u>	<u>DATE OF GIFT</u>		<u>FMV OF GIFT</u>
US TREASURY BONDS	12/07/00		28,829,035.
TOTAL INCLUDED ON LINE 1A			28,829,035.

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	3
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<u>SOURCE</u>	<u>AMOUNT</u>
RMA MONEY MARKET	23,626.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	23,626.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	4
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<u>SOURCE</u>	<u>GROSS AMOUNT</u>	<u>CAPITAL GAINS DIVIDENDS</u>	<u>COLUMN (A) AMOUNT</u>
DOMESTIC DIVIDENDS	162,351.	0.	162,351.
DOMESTIC INTEREST	1,832,297.	0.	1,832,297.
TOTAL TO FM 990-PF, PART I, LN 4	1,994,648.	0.	1,994,648.

FORM 990-PF	OTHER INCOME	STATEMENT	5
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<u>DESCRIPTION</u>	<u>AMOUNT</u>
SOUTHPORT MGT LP	229,081.
TOTAL TO FORM 990-PF, PART I, LINE 11, COLUMN A	229,081.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GRANTS MANAGEMENT	13,197.	0.	0.	13,197.
TO FORM 990-PF, PG 1, LN 16B	13,197.	0.	0.	13,197.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	14,453.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	14,453.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REGISTRATION FEES	100.	100.	0.	0.
STATE FILING FEES	125.	0.	0.	125.
TO FORM 990-PF, PG 1, LN 23	225.	100.	0.	125.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	9
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<u>DESCRIPTION</u>	<u>U.S. GOV'T</u>	<u>OTHER GOV'T</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
	X		30,591,737.	30,591,737.
TOTAL U.S. GOVERNMENT OBLIGATIONS			30,591,737.	30,591,737.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			30,591,737.	30,591,737.

FORM 990-PF	CORPORATE STOCK	STATEMENT	10
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<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
VARIOUS PUBLICLY TRADED SECURITIES	4,397,098.	4,397,098.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,397,098.	4,397,098.

FORM 990-PF	CORPORATE BONDS	STATEMENT	11
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<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
VARIOUS PUBLICLY TRADED SECURITIES	2,649,321.	2,649,321.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,649,321.	2,649,321.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	12
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<u>DESCRIPTION</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
GLENVIEW, L.P.	2,502,267. ^{0.}	2,502,267. ^{0.}
TOTAL TO FORM 990-PF, PART II, LINE 13	2,502,267.	2,502,267.

Date	Name	Memo	Amount
Grants			
6/25/2001	Boston Women's Fund		40,000.00
11/27/2001	Alternatives for Community & Environment	Challenge Grant	30,000.00
11/27/2001	Artists for Humanity		50,000.00
11/27/2001	The Boston Foundation		37,500.00
11/27/2001	Chelsea Green Space & Recreation Committee	f/b/o Boston Schoolyard Initiative	15,000.00
11/27/2001	Conservation Law Foundation		45,000.00
11/27/2001	Families First		20,000.00
11/27/2001	The Food Project, Inc		20,000.00
11/27/2001	Greater Boston Interfaith Organization		45,000.00
11/27/2001	Historic Boston, Inc.		25,000.00
11/27/2001	On the Rise		10,000.00
11/27/2001	Little Sisters of the Assumption		25,000.00
11/27/2001	Carmey Hospital		1,000.00
11/27/2001	Zumix, Inc	f/b/o Women of Color Breast Health...	15,000.00
Total Grants			378,500.00
TOTAL			378,500.00

Underpayment of Estimated Tax by Corporations

Department of the Treasury
Internal Revenue Service

▶ Instructions are separate See page 4 for Paperwork Reduction Act Notice
▶ Attach to the corporation's tax return **FORM 990-PF**

2000

Name HERMAN AND FREIDA L. MILLER FOUNDATION	Employer identification number 13-7131926
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Note In most cases, the corporation does not need to file Form 2220 (See Part I below for exceptions) The IRS will figure any penalty owed and bill the corporation. If the corporation does not need to file Form 2220, it may still use it to figure the penalty. Enter the amount from line 34 on the estimated tax penalty line of the corporation's income tax return, but do not attach Form 2220.

Part I Reasons For Filing - Check the boxes below that apply to the corporation. If any boxes are checked, the corporation must file Form 2220, even if it does not owe the penalty. If the box on line 1 or line 2 applies, the corporation may be able to lower or eliminate the penalty. See page 1 of the instructions.

- 1 The corporation is using the annualized income installment method
- 2 The corporation is using the adjusted seasonal installment method
- 3 The corporation is a "large corporation" figuring its first required installment based on the prior year's tax

Note The corporation also must file Form 2220 if it has a research credit allowed for the current year. See the instructions for line 4 on page 2.

Part II Figuring the Underpayment

4 Total tax (see page 2 of the instructions)					4 44,945.
5a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 4	5a				
b Interest included on line 4 due under the look-back method of section 460(b)(2) for completed long-term contracts or of section 167(g) for property depreciated under the income forecast method	5b				
c Credit for Federal tax paid on fuels	5c				
d Total. Add lines 5a through 5c					5d
6 Subtract line 5d from line 4. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty.					6 44,945.
7 Enter the tax shown on the corporation's 1999 income tax return. Caution See page 2 of the instructions before completing this line.					7 8,073.
8 Enter the smaller of line 6 or line 7. If the corporation must skip line 7, enter the amount from line 6 on line 8.					8 8,073.
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Enter 5th month), 6th, 9th, and 12th months of the corporation's tax year.	(a)	(b)	(c)	(d)	
9	04/15/01	05/15/01	08/15/01	11/15/01	
10 Required installments. If the box on line 1 and/or line 2 above is checked, enter the amounts from Schedule A, line 41. If the box on line 3 (but not 1 or 2) is checked, see page 3 of the instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 8 above in each column.	10 2,018.	2,019.	2,018.	2,018.	
11 Estimated tax paid or credited for each period (see page 3 of the instructions). For column (a) only, enter the amount from line 11 on line 15.	11 3,000.				
12 Enter amount, if any, from line 18 of the preceding column.		982.			
13 Add lines 11 and 12.		982.			
14 Add amounts on lines 16 and 17 of the preceding column.			1,037.	3,055.	
15 Subtract line 14 from line 13. If zero or less, enter -0-.	15 3,000.	982.	0.	0.	
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-.		0.	1,037.		
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.		1,037.	2,018.	2,018.	
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.	18 982.				

Complete Part III on page 2 to figure the penalty. If there are no entries on line 17, no penalty is owed.

Part III 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 page 3 of the instructions) (Form 990-PF and Form 990-T filers Use 5th month instead of 3rd month)				
20 Number of days from due date of installment on line 9 to the date shown on line 19				
21 Number of days on line 20 after 4/15/00 and before 1/1/01				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21}}{366} \times 9\%$	\$	\$	\$	\$
23 Number of days on line 20 after 12/31/00 and before 4/1/01				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23}}{365} \times 9\%$	\$	\$	\$	\$
25 Number of days on line 20 after 3/31/01 and before 7/1/01				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25}}{365} \times 9\%$	\$	\$	\$	\$
27 Number of days on line 20 after 6/30/01 and before 10/1/01	SEE ATTACHED WORKSHEET			
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27}}{365} \times 9\%$	\$	\$	\$	\$
29 Number of days on line 20 after 8/30/01 and before 1/1/02				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29}}{365} \times 9\%$	\$	\$	\$	\$
31 Number of days on line 20 after 12/31/01 and before 2/15/02				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31}}{365} \times 9\%$	\$	\$	\$	\$
33 Add lines 22, 24, 26, 28, 30 and 32	\$	\$	\$	\$
34 Penalty Add columns (a) through (d), of line 33 Enter the total here and on Form 1120, line 33, Form 1120-A, line 29, or the comparable line for other income tax returns				\$ 86.

* For underpayments paid after March 31, 2001 For lines 26, 28, 30, and 32 use the penalty interest rate for each calendar quarter that 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 Web Site at www.irs.gov. You can also call 1-800-829-1040 to get interest rate information.

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

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

Note: Form 990-T corporations requesting an automatic 6-month extension - check this box and complete Part I only
 All other corporations (including Form 990-C filers) must use Form 7004 to request an extension of time to file income tax returns. Partnerships, REMICs and trusts must use Form 8736 to request an extension of time to file Form 1065, 1066, or 1041

Type or print	Name of Exempt Organization	Employer identification number
	HERMAN AND FREIDA L. MILLER FOUNDATION	13-7131926
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P O box, see instructions	
	C/O GRANTS MGT ASSOC 77 SUMMER ST	
	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	BOSTON, MA 02110-1006	

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 (sec 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 |

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a **Group Return** enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3 month (6-month, for 990-T corporation) extension of time until JULY 15, 2002 to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ► calendar year _____ or
 ► tax year beginning DEC 1, 2000, and ending NOV 30, 2001

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 \$ 65,000.

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. \$ 8,500.

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. \$ 56,500.

Signature and Verification

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

Signature ► *Joel Amman* Title ► *CIA* Date ► *4/11/02*

LHA For Paperwork Reduction Act Notice, see instruction Form 8868 (12-2000)