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Exempt Organization Business Income Tax Return
(and proxy tax under section 6033(e))

OMB No 1545-0047

2008

Department of the Treasury
Internal Revenue Service

For calendar year 2008 or other tax year beginning _____, 2008,
and ending _____, _____

Open to Public Inspection for
501(c)(3) Organizations Only

▶ See separate instructions.

<p>A <input type="checkbox"/> Check box if address changed</p> <p>B Exempt under section</p> <p><input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 220(e)</p> <p><input type="checkbox"/> 408(e) <input type="checkbox"/> 530(a)</p> <p><input type="checkbox"/> 408A <input type="checkbox"/> 529(a)</p>	<p>Print or Type</p>	<p>Lumina Foundation for Education 30 S Meridian Street #700 Indianapolis, IN 46204</p>	<p>D Employer identification number (Employees trust, see instructions for Block D.)</p> <p>351813228</p> <p>E Unrelated business activity codes (See instructions for Block E.)</p> <p>900000</p>
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C Book value of all assets at end of year: **989,619,698.**

F Group exemption number (See instructions for Block F.) ▶

G Check organization type: 501(c) corporation 501(c) trust 401(a) trust Other trust

H Describe the organization's primary unrelated business activity
▶ Investments in real estate partnerships

I During the tax year, was the corporation a subsidiary in an affiliated group or a parent-subsidary controlled group? Yes No
If 'Yes,' enter the name and identifying number of the parent corporation ▶

J The books are in care of ▶ David A. Brown Telephone number ▶ 317-951-5300

Part I	Unrelated Trade or Business Income	(A) Income	(B) Expenses	(C) Net
1a	Gross receipts or sales			
b	Less returns and allowances			
c	Balance ▶			
2	Cost of goods sold (Schedule A, line 7)			
3	Gross profit Subtract line 2 from line 1c			
4a	Capital gain net income (attach Schedule D)			
b	Net gain (loss) (Form 4797, Part II, line 17) (attach Form 4797)			
c	Capital loss deduction for trusts			
5	Income (loss) from partnerships and S corporations (attach statement) St 1	-980,048.		
6	Rent income (Schedule C)			
7	Unrelated debt-financed income (Schedule E)			
8	Interest, annuities, royalties, and rents from controlled organizations (Schedule F)			
9	Investment income of a section 501(c)(7), (9), or (17) organization (Sch G)			
10	Exploited exempt activity income (Schedule I)			
11	Advertising income (Schedule J)			
12	Other income (See instructions, attach schedule.)			
13	Total. Combine lines 3 through 12	-980,048.	0.	-980,048.

Part II Deductions Not Taken Elsewhere (See instructions for limitations on deductions.)
(Except for contributions, deductions must be directly connected with the unrelated business income.)

14	Compensation of officers, directors, and trustees (Schedule K)			
15	Salaries and wages			
16	Repairs and maintenance			
17	Bad debts			
18	Interest (attach schedule)			
19	Taxes and licenses			
20	Charitable contributions (See instructions for limitation rules)			
21	Depreciation (attach Form 4562)			
22	Less depreciation claimed on Schedule A and elsewhere on return			
23	Depreciation			
24	Contributions to deferred compensation plans			
25	Employee benefit programs			
26	Excess exempt expenses (Schedule I)			
27	Excess leadership costs (Schedule J)			
28	Other deductions (attach schedule)			
29	Total deductions. Add lines 14 through 28			
30	Unrelated business taxable income before net operating loss deduction Subtract line 29 from line 13			-980,048.
31	Net operating loss deduction (limited to the amount on line 30)			
32	Unrelated business taxable income before specific deduction Subtract line 31 from line 30			-980,048.
33	Specific deduction (Generally \$1,000, but see line 33 instructions for exceptions)			
34	Unrelated business taxable income. Subtract line 33 from line 32. If line 33 is greater than line 32, enter the smaller of zero or line 32			-980,048.

**Lumina Foundation For Education
Tax Return for Year Ending**

Tax ID 35-1813228

December 31, 2008

Statement Number 1

Form 990T

Part 1

Line 5

Income (Loss) from Partnership and S Corporations

Partnership Name		Gross Income	Gross Expenses	Reported Net
ArcLight	20-8419824	\$ -	\$ 461,155	\$ (461,155)
Baupost Limited	26-2208448	1,180		1,180
Berkshire	98-0540468	(453)		(453)
Blackstone RGIS Capital Partners	20-8866363	(2,336)		(2,336)
Blackstone Capital Partners (Cayman II)	98-0578154		28	(28)
FIA Timber	74-3105424	(24,563)	74,758	(99,321)
Great Hill Equity Partners IV	26-2787568		1,544	(1,544)
Highfield Capital IV	11-3841276	(24)		(24)
H. I. G. Capital Partners IV	20-5466741	3,582		3,582
H. I. G. Europe Capital Partners	98-0533386	980		980
Natural Gas Partners IX	26-0632609	(212,257)	6,265	(218,522)
OCM Real Estate	01-0709496	412,187	553,097	(140,910)
OCM Principal Opportunities	95-4833215		15,588	(15,588)
Venture Investments Associates	20-5196244	(5,337)	756	(6,093)
Walton Street Real Estate	20-3719884	(38,527)	1,289	(39,816)
				-
				-
Current Year Totals Line 5		<u>\$ 134,432</u>	<u>\$ 1,114,480</u>	<u>\$ (980,048)</u>

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)

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).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only

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 a corporation 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 Lumina Foundation for Education	Employer identification number 351813228
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. 30 S Meridian Street #700	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Indianapolis, IN 46204	

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

- | | | |
|--------------------------------------|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input checked="" 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 type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

• The books are in the care of ▶ David A. Brown -----

Telephone No. ▶ 317-951-5300 ----- FAX No ▶ -----

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 11/16, 2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ▶ calendar year 2008 or
- ▶ tax year beginning _____, 20____, and ending _____, 20____

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	\$	0.
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	\$	83,417.
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	\$	0.

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

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Lumina Foundation for Education
Form 990-T, Exempt Organization Business Income Tax Return

35-1813228

NET OPERATING LOSS CARRYFORWARD

<u>GENERATED</u>	<u>AMOUNT</u>	<u>EXPIRES</u>	<u>UTILIZED</u>	<u>EXPIRED</u>	<u>REMAINING</u>
12/31/2007	(425,816)	12/31/2027			(425,816)
12/31/2008	<u>(980,048)</u>	12/31/2028			<u>(980,048)</u>
NOL CARRYFORWARD	(1,405,864)		-	-	(1,405,864)
EXPIRED	-				
REMAINING NOL	<u>\$ (1,405,864)</u>				<u>\$ (1,405,864)</u>

**Attachment to be made part of
Form 990-PF Return of Private Foundation
and Form 5471, Information Return of U.S. Persons with
Respect To Certain Foreign Corporations**

Transferee Name: Lumina Foundation For Education
Transferee ID No.: 35-1813228
Transferee Address: 30 S Meridian Street #700
Indianapolis, IN 46204

Statement pursuant to §1.351-3(a) by Lumina Foundation For Education (35-1813228), a significant transferor, and statement pursuant to §1.351-3(b) by SCHF I-3 Investor L, L.P., a transferee corporation.

This statement is filed in accordance with Regulation 1.351-3(b) and Regulation 1.351-3(a) to disclose the details of the asset transfer to the above controlled corporation (transferee) and the below controlled corporation (significant transferor).

Date of Transfer: 11/1/2008

Property received from significant transferors:

Significant Transferor Name	Significant Transferor ID No.	Cost or Adjusted Basis	FMV
Lumina Foundation For Education	35-1813228	N/A	\$322,400

The items listed above appear in detail in the taxpayer's permanent book of accounts.

No private letter rulings have been issued by the IRS in connection with the §351 exchange.

Part III Tax Computation

35 Organizations Taxable as Corporations. See instructions for tax computation.
 Controlled group members (sections 1561 and 1563) check here . See instructions and.
 a Enter your share of the \$50,000, \$25,000, and \$9,925,000 taxable income brackets (in that order).
 (1) \$ _____ (2) \$ _____ (3) \$ _____
 b Enter organization's share of (1) Additional 5% tax (not more than \$11,750) \$ _____
 (2) Additional 3% tax (not more than \$100,000) \$ _____
 c Income tax on the amount on line 34 **35 c** 0.

36 Trusts Taxable at Trust Rates. See instructions for tax computation. Income tax on the amount on line 34 from: Tax rate schedule or Schedule D (Form 1041) **36**

37 Proxy tax. See instructions **37**

38 Alternative minimum tax **38**

39 Total. Add lines 37 and 38 to line 35c or 36, whichever applies **39** 0.

Part IV Tax and Payments

40 a Foreign tax credit (corporations attach Form 1118, trusts attach Form 1116) **40 a**

b Other credits (see instructions) **40 b**

c General business credit. Check here and indicate which forms are attached.
 Form 3800 Form(s) (specify) **40 c**

d Credit for prior year minimum tax (attach Form 8801 or 8827) **40 d**

e Total credits. Add lines 40a through 40d **40 e** 0.

41 Subtract line 40e from line 39 **41** 0.

42 Other taxes. Check if from Form 4255 Form 8611 Form 8697 Form 8866
 Other (attach schedule) **42**

43 Total tax. Add lines 41 and 42 **43** 0.

44 a Payments: A 2007 overpayment credited to 2008. **44 a** 83,417.

b 2008 estimated tax payments **44 b**

c Tax deposited with Form 8868 **44 c**

d Foreign organizations. Tax paid or withheld at source (see instructions) **44 d**

e Backup withholding (see instructions) **44 e**

f Other credits and payments: Form 2439 Form 4136 Other _____ **Total** **44 f**

45 Total payments. Add lines 44a through 44f **45** 83,417.

46 Estimated tax penalty (see instructions). Check if Form 2220 is attached **46**

47 Tax due. If line 45 is less than the total of lines 43 and 46, enter amount owed **47**

48 Overpayment. If line 45 is larger than the total of lines 43 and 46, enter amount overpaid. **48** 83,417.

49 Enter the amount of line 48 you want: Credited to 2009 estimated tax **83,417.** **Refunded** **49** 0.

Part V Statements Regarding Certain Activities and Other Information (see instructions)

1 At any time during the 2008 calendar year, did the organization have an interest in or a signature or other authority over a financial account (bank, securities, or other) in a foreign country? If YES, the organization may have to file Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts. If YES, enter the name of the foreign country here _____ **Yes** **No**

2 During the tax year, did the organization receive a distribution from, or was it the grantor of, or transferor to, a foreign trust? If YES, see the instructions for other forms the organization may have to file _____ **Yes** **No**

3 Enter the amount of tax-exempt interest received or accrued during the tax year **\$** 0. **Yes** **No**

Schedule A - Cost of Goods Sold. Enter method of inventory valuation **▶**

1 Inventory at beginning of year 1	6 Inventory at end of year 6
2 Purchases 2	7 Cost of goods sold. Subtract line 6 from line 5. Enter here and in Part I, line 2 7
3 Cost of labor 3	
4 a Additional section 263A costs (attach schedule) 4 a	8 Do the rules of section 263A (with respect to property produced or acquired for resale) apply to the organization? Yes No
4 b Other costs (attach sch) 4 b	
5 Total. Add lines 1 through 4b 5	

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

Sign Here
 Signature of officer: *[Signature]* Date: 11/16/09 Title: President & CEO
 May the IRS discuss this return with the preparer shown below (see instructions)? **Yes** **No**

Paid Preparer's Use Only
 Preparer's signature: *[Signature]* Date: 11/16/09 Check if self-employed Preparer's SSN or PTIN: 800756195
 Firm's name (or yours if self-employed), address, and ZIP code: Crowe Horwath LLP, 3815 River Crossing Parkway, Suite 300, Indianapolis, IN 46240-0977
 EIN: 35-0921680
 Phone no: 317-569-8989

Attachment to Form 5471
Information Return of U.S. Persons
With Respect to Certain Foreign Corporations
Category 3 Filer Statement

AMOUNT OF INDEBTEDNESS	TYPE OF INDEBTEDNESS	NAME	ADDRESS	ID NUMBER	NUMBER OF SHARES
\$1,038,626	INTERCOMPANY	LUMINA FOUNDATION FOR EDUCATION	30 S MERIDIAN ST #700, INDIANAPOLIS, IN 46204	35-1813228	100

LUMINA FOUNDATION FOR EDUCATION

Chart Attached to and Made a Part of Form 5471
Information Return of U.S. Persons with Respect to Certain Foreign Corporations

