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

Return of Private Foundation

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

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

OMB No 1545-0052

2002

For calendar year 2002, or tax year beginning 01/01/03 , ~~2002~~, **and ending** 10/09/2003

G Check all that apply: [ ] Initial return [x] Final return [ ] Amended return [ ] Address change [ ] Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of organization: DR. ROBERT C. ATKINS FOUNDATION INC.

A Employer identification number: 13-4089952

Number and street (or P.O. box number if mail is not delivered to street address): 150 EAST 55TH STREET — Room/suite

B Telephone number (see page 10 of the instructions): (631) 738-7370

City or town, state, and ZIP code: NEW YORK, NY 10022

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

H Check type of organization: [x] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ NONE

J Accounting method [x] Cash [ ] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 10 of the instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc, received (attach schedule)	1,725.			STMT 1
	Check ▶ [x] if the foundation is not required to attach Sch B				
2	Distributions from split-interest trusts				
3	Interest on savings and temporary cash investments	2,832.	2,832.		STMT 2
4	Dividends and interest from securities				
5a	Gross rents				
b	(Net rental income or (loss))				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)				
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) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	4,557.	2,832.		
13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) STMT 3	34,799.	NONE	NONE	34,799.
b	Accounting fees (attach schedule) STMT 4	8,250.	NONE	NONE	NONE
c	Other professional fees (attach schedule) STMT 5	48,466.	NONE	NONE	48,466.
17	Interest				
18	Taxes (attach schedule) (see page 13 of the instructions) STMT 6	200.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) STMT 7	53,101.	1.		3,000.
24	**Total operating and administrative expenses.** Add lines 13 through 23	144,816.	1.	NONE	86,265.
25	Contributions, gifts, grants paid	789,860.			789,860.
26	**Total expenses and disbursements.** Add lines 24 and 25	934,676.	1.	NONE	876,125.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	-930,119.			
b	**Net investment income** (if negative, enter -0-)		2,831.		
c	**Adjusted net income** (if negative, enter -0-)				

Revenue — Operating and Administrative Expenses

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	930,119.	NONE	NONE
	2 Savings and temporary cash investments			
	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 (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see page 16 of the instructions Also, see page 1, item I)	930,119.	NONE	NONE
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 (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)			
Net Assets or Fund Balances	**Organizations that follow SFAS 117, check here ▶ ☐ 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 and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	930,119.	NONE	
	30 Total net assets or fund balances (see page 16 of the instructions)	930,119.	NONE	
	31 Total liabilities and net assets/fund balances (see page 16 of the instructions)	930,119.	NONE	

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	930,119.
2	Enter amount from Part I, line 27a	2	-930,119.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	NONE
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	NONE

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				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) . . . . . { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 12 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 3

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 page 17 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2001	453,828.	1,086,781.	0.41758919230
2000	401,251.	1,557,878.	0.25756253057
1999	208,129.	950,498.	0.21896837237
1998	NONE	82,092.	NONE
1997			

2	**Total** of line 1, column (d)	2	0.89412009524
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	0.22353002381
4	Enter the net value of noncharitable-use assets for 2002 from Part X, line 5	4	446,637.
5	Multiply line 4 by line 3	5	99,837.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	28.
7	Add lines 5 and 6	7	99,865.
8	Enter qualifying distributions from Part XII, line 4	8	876,125.

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 on page 17.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 17 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling letter: _________ (attach copy of ruling letter if necessary - see instructions)		
b	Domestic organizations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	28.
c	All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	28.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	28.
6	Credits/Payments:		
a	2002 estimated tax payments and 2001 overpayment credited to 2002 — 6a: 140.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	140.
8	Enter any penalty for underpayment of estimated tax. Check here [ ] if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ▶	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	112.
11	Enter the amount of line 10 to be: Credited to 2003 estimated tax ▶ Refunded ▶	11	112.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 18 of the instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the organization in connection with the activities.			
c	Did the organization file Form 1120-POL for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the organization. ▶ $ ______ (2) On organization managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers ▶ $ ______			
2	Has the organization engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the organization made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the organization have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5	X	
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the organization have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NEW YORK			
b	If the answer is "Yes" to line 7, has the organization furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	X	
9	Is the organization claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2002 or the taxable year beginning in 2002 (see instructions for Part XIV on page 25)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		X
11	Did the organization comply with the public inspection requirements for its annual returns and exemption application?	11	X	

Web site address ▶ N/A

12 The books are in care of ▶ JOEL SHIFF Telephone no ▶ 631-738-7370

Located at ▶ 2200 ORVILLE DR NRTH STE A RONKONKOMA NY ZIP+4 ▶ 11779

13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ [ ] and enter the amount of tax-exempt interest received or accrued during the year ▶ 13

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1 a	During the year did the organization (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 19 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the organization engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2002?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the organization was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2002, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2002? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________, ________, ________, ________			
b	Are there any years listed in 2a for which the organization is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 19 of the instructions.)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ ________, ________, ________, ________			
3 a	Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? STATEMENT 11 ☒ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2002 as a result of (1) any purchase by the organization or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the organization had excess business holdings in 2002.)*	3b		X
4 a	Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the organization make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2002?	4b		X
5 a	During the year did the organization pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	5b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d).			
6 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? *If you answered "Yes" to 6b, also file Form 8870.*	6b		X

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 20 of the instructions):

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 9		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 20 of the instructions). If none, enter "NONE."

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

Total number of other employees paid over $50,000 ▶ NONE

3 Five highest-paid independent contractors for professional services - (see page 20 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ NONE

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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 21 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See page 21 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 21 of the 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	NONE
b	Average of monthly cash balances	1b	453,439.
c	Fair market value of all other assets (see page 22 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	453,439.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	453,439.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 22 of the instructions)	4	6,802.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	446,637.
6	**Minimum investment return.** Enter 5% of line 5	6	22,332.

Part XI Distributable Amount (see page 23 of the 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	22,332.
2a	Tax on investment income for 2002 from Part VI, line 5	2a	28.		
b	Income tax for 2002. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	28.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	22,304.
4a	Recoveries of amounts treated as qualifying distributions	4a	NONE		
b	Income distributions from section 4947(a)(2) trusts	4b			
c	Add lines 4a and 4b			4c	NONE
5	Add lines 3 and 4c			5	22,304.
6	Deduction from distributable amount (see page 23 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	22,304.

Part XII Qualifying Distributions (see page 23 of the 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	876,125.
b	Program-related investments - Total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	876,125.
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 (see page 24 of the instructions)	5	28.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	876,097.

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 page 24 of the instructions)

		(a) Corpus	(b) Years prior to 2001	(c) 2001	(d) 2002
1	Distributable amount for 2002 from Part XI, line 7				22,304.
2	Undistributed income, if any, as of the end of 2001				
a	Enter amount for 2001 only			NONE	
b	Total for prior years ____, ____, ____		NONE		
3	Excess distributions carryover, if any, to 2002:				
a	From 1997 NONE				
b	From 1998 NONE				
c	From 1999 160,392.				
d	From 2000 324,083.				
e	From 2001 399,683.				
f	Total of lines 3a through e	884,158.			
4	Qualifying distributions for 2002 from Part XII, line 4: ▶ $ 876,125.				
a	Applied to 2001, but not more than line 2a			NONE	
b	Applied to undistributed income of prior years (Election required - see page 24 of the instructions)		NONE		
c	Treated as distributions out of corpus (Election required - see page 24 of the instructions)	NONE			
d	Applied to 2002 distributable amount				22,304.
e	Remaining amount distributed out of corpus	853,821.			
5	Excess distributions carryover applied to 2002 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e Subtract line 5	1,737,979.			
b	Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d	Subtract line 6c from line 6b Taxable amount - see page 24 of the instructions		NONE		
e	Undistributed income for 2001 Subtract line 4a from line 2a Taxable amount - see page 24 of the instructions			NONE	
f	Undistributed income for 2002 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2003				NONE
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see page 24 of the instructions)	NONE			
8	Excess distributions carryover from 1997 not applied on line 5 or line 7 (see page 25 of the instructions)	NONE			
9	Excess distributions carryover to 2003. Subtract lines 7 and 8 from line 6a	1,737,979.			
10	Analysis of line 9:				
a	Excess from 1998 NONE				
b	Excess from 1999 160,392.				
c	Excess from 2000 324,083.				
d	Excess from 2001 399,683.				
e	Excess from 2002 853,821.				

Part XIV Private Operating Foundations (see page 25 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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 2002, 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)

	Tax year	Prior 3 years			
	(a) 2002	(b) 2001	(c) 2000	(d) 1999	(e) Total
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 . . .					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - Enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year - see page 25 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))

N/A

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.

N/A

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 (see page 25 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

N/A

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

N/A

c Any submission deadlines·

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: MUST BE A 501(C)(3) ORGANIZATION IN FIELDS OF HEALTH AND PHYSIOLOGY.

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 8				
Total . . . . . . ▶ 3a				789,860.
b *Approved for future payment*				
Total . . . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 26 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	2,832.	
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				2,832.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 2,832.

(See worksheet in line 13 instructions on page 26 to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 26 of the instructions)
	NOT APPLICABLE

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting organization to a noncharitable exempt organization of.			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other Transactions·			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2 a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

[redacted] ncluding accompanying schedules and statements, and to the best of my knowledge and [redacted] n taxpayer or fiduciary) is based on all information of which preparer has any knowledge

[redacted] 12-16-'03 ▶ [signature]

[redacted]

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

NAME AND ADDRESS	DATE	DIRECT PUBLIC SUPPORT
AMERICAN FATS & OILS ASSOCIATION P.O. BOX 11035 COLUMBIA, SC 29211		1,000.
MISCELLANEOUS CONTRIBUTION		725.
TOTAL CONTRIBUTION AMOUNTS		1,725.

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INTEREST INCOME	2,832.	2,832.
TOTAL	2,832.	2,832.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
RUSKIN, MUSCOU, & FALTISCHEK	9,799.	NONE	NONE	9,799.
PERLMAN & PERLMAN, ESQ.	25,000.	NONE	NONE	25,000.
TOTALS	34,799.	NONE	NONE	34,799.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
DELOITTE & TOUCHE LLP	8,250.	NONE	NONE	NONE
TOTALS	8,250.	NONE	NONE	NONE

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ABBY BLOCH-SERVICES	48,466.	NONE	NONE	48,466.
TOTALS	48,466.	NONE	NONE	48,466.

FORM 990PF, PART I - TAXES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
IRS TAXES		200.
	TOTALS	200.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK FEES	1.	1.	
NYS DEPARTMENT OF LAW	100.		
ASBP OBSESITY COURSE SPEAKER	3,000.		3,000.
MARSH USA INC. LIABILITY INS.	50,000.		
TOTALS	53,101.	1.	3,000.

DR. ROBERT C. ATKINS FOUNDATION INC. 13-4089952

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED STATEMENT 10	501(C)(3) ORGANIZATIONS	FOR MEDICAL RESEARCH	789,860.
		TOTAL CONTRIBUTIONS PAID	789,860.

DR. ROBERT C. ATKINS FOUNDATION, INC., 10/9/2003
EIN : 13-4089952

ATTACHMENT TO FORM990-PF
PART VIII

PART VIII INFORMATION ABOUT OFFICERS, DIRECTORS, TRUSTEES, FOUNDATION MANAGERS AND CONTRACTORS

Robert C. Atkins, M.D.	Chair (Deceased)	20 Sutton Place South New York, NY 10022
Veronica Atkins	Vice-Chair; President	20 Sutton Place South New York, NY 10022
Paul Wolff	President	77 Mile Common Easton, CT 06612
Scott W. Kabak	Vice-President	25 Hofstra Drive Plainview, NY 11803
Joel Shiff	Treasurer	59 Merrall Drive Lawrence, NY 11559
Janette Payne	Secretary	27 Buttonwood Drive Dix Hills, NY 11746
Paul Puskas	Director	P.O. Box 901 West Chatham, MA 02669
John. P. Corrigan, Esq.	Secretary	70 West Red Oak Lane White Plains, NY 10604
John J. Mezzanotte	Treasurer	P.O. Box 817 350 Center St. Wallingford, CT 06492

ALL OFFICERS LISTED IN THIS STATEMENT SERVE ON A "NEED TO " BASIS AND RECEIVE NO COMPENSATION, CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS OR EXPENSE ACCOUNTS

STATEMENT 9

DR. ROBERT C. ATKINS FOUNDATION, INC., 10/9/2003

			Mailed to
Albert Einstein College of Medicine Controlled Carbohydrate Assessment	$	183,983	CJ Segal-Isaacson EdD, RD Division of Health, Behavior and Nutrition Epidemiology and Social Medicine Albert Einstein College of Medicine Room 1308A Belfer Building 1300 Morris Park Avenue Bronx, NY 10461
University of Connecticut Eucaloric and Hypocaloric Ketogenic Diet	$	159,116	University of Connecticut Office for Sponsored Programs 438 Whitney Road Extn, Unit 1133 Storrs, CT 06269-1133
Albert Einstein College of Medicine Metabolic Impact Study	$	28,090	CJ Segal-Isaacson EdD, RD Division of Health, Behavior and Nutrition Epidemiology and Social Medicine Albert Einstein College of Medicine Room 1308A Belfer Building 1300 Morris Park Avenue Bronx, NY 10461
Albert Einstein College of Medicine Diabetes Grant	$	223,513	Judith Wylie-Rosett, EdD, RD Division of Health, Behavior & Nutrition Epidemiology & Social Medicine Albert Einstein College of Medicine Belfer Building 1300 Morris Park Avenue Bronx, NY 10461
VAEFPBC	$	1,018	
University of Kansas Continuing Education	$	25,000	Joseph E Donnelly, Ed D, FACSM Professor/Director Energy Balance Laboratory & The Center for Physical Activity & Weight Management The Schiefelbush Institute of Lifespan Studies The University of Kansas 1302 Sunnyside Ave , Robinson Center RM 100 Lawrence, Kansas 66045
New York Academy of Medicine Continuing Education	$	60,000	Donald Morcone, CME Coordinator New York Academy of Medicine 1216 Fifth Avenue New York, NY 10029
NPT Donor Fund Transfer of residual assets for future disbursement for medical research See statement regarding dissolution	$	109,140	Eileen R Heisman (President) & Bruce Boucher (CFO) National Philanthropic Trust 165 Township Line Road, Suite 150 Jenkintown, PA 19046
	$	789,860	

PART VII-B STATEMENTS REGARDING ACTIVITIES FOR WHICH FORM 4720 MAY BE REQUIRED
QUESTIONS 3A, 3B

THE FOUNDATION HAS AN EXPECTANCY IN THE ESTATE OF DR. ROBERT C. ATKINS, WHICH HOLDS A SIGNIFICANT POSITION IN ATKINS NUTRITIONALS INC. HOWEVER, SINCE DR. ATKINS DIED ON APRIL 17, 2003, THE FOUNDATION IS STILL WITHIN THE PERMITTED FIVE-YEAR HOLDING PERIOD.

SUMMARY OF FOUNDATION DISSOLUTION

1. The *Dr. Robert C. Atkins Foundation, Inc.* ("Foundation") was a New York non-profit corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and as a private foundation under Section 509(a) of the Code.

2. *NPT Donor Fund Number Two* ("Fund") is a Pennsylvania non-profit corporation that is exempt from federal income tax under Section 501(c)(3) of the Code, and as a supporting organization to the *National Philanthropic Trust* ("NPT") under Section 509(a)(3) of the Code.

3. Pursuant to a certain Grant Assumption and Assignment Agreement dated August 14, 2003, Foundation irrevocably distributed all of its remaining net assets and expectancies (under the Last Will and Testament of Dr. Robert C. Atkins) to the Fund. The transfer of assets and expectancies was also subject to certain obligations assumed by the Fund (collectively, the "Transaction").

4. The parties believe that this Transaction falls within the provisions of IRS Revenue Ruling 2003-13.

5. After consummating the Transaction, Foundation immediately filed a Certificate of Dissolution with the New York Supreme Court.

6. After obtaining a "No Objection" stamp from the New York Attorney General's Office on September 22, 2003, the Supreme Court issued the order approving the dissolution of the Foundation.

7. After receiving tax clearance from the New York Department of Taxation and Finance on September 30, 2003, the New York Secretary of State officially dissolved the Foundation, effective October 9, 2003.

8. The Fund amended its Articles of Incorporation to change its name to the Dr. Robert C. Atkins Foundation, Inc.

9. The Fund contracted with NPT for the provision of various services, including, but not limited to, investment management, accounting, tax preparation and similar administrative services.

State of New York }
Department of State } *ss:*

I hereby certify that the annexed copy has been compared with the original document filed by the Department of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

October 09, 2003

Secretary of State

DOS-200 (Rev. 03/02)

F031009000687

t-30.5 (3/02) New York State Department of Taxation and Finance - Corporation Tax
Albany NY 12227

: Secretary of State Date: October 6, 2003

lame of corporation

DR. ROBERT C. ATKINS FOUNDATION, INC. 13-4089952 KK3

ırsuant to provisions of section 1003 of the Not for Profit Corporation Law, the Commissioner of Taxation and Finance ıreby consents to the dissolution the above named corporation.

ıe certificate and fee are attached.

led by: CT Corp.

Director, Taxpayer Services & Revenue Division

By Esther Rockenstire

py 1 for Department of State

R-30.5 (3/02) New York State Department of Taxation and Finance - Corporation Tax
Albany NY 12227

: Secretary of State Date: October 6, 2003

Name of corporation

DR. ROBERT C. ATKINS FOUNDATION, INC. 13-4089952 KK3

ırsuant to provisions of section 1003 of the Not for Profit Corporation Law, the Commissioner of Taxation and Finance ıreby consents to the dissolution the above named corporation.

ıe certificate and fee are attached.

led by: CT Corp.

Director, Taxpayer Services & Revenue Division

By Esther Rockenstire

py 2 for Department of State

CT-07 F 031009000 687

CERTIFICATE OF DISSOLUTION OF THE DR. ROBERT C. ATKINS FOUNDATION, INC.

Under Section 1003 of the Not For Profit Corporation Law

I, John P. Corrigan, the Corporate Secretary of the Dr. Robert C. Atkins Foundation, Inc., hereby certify

SEP 30 2003
Corporation Tax
Dissolution Unit

1. The name of this corporation is the Dr. Robert C. Atkins Foundation, Inc. (the "Foundation").

2. The Certificate of Incorporation of the Foundation was filed by the Department of State of the State of New York on November 9, 1999.

3. The names and address of each of the directors of the Foundation are as follows:

   a. Mrs. Veronica Atkins: 20 Sutton Place South, New York, NY 10022

   b. John P. Corrigan, Esq.: 70 West Red Oak Lane, White Plains, NY 10604

   c. Mr. John J. Mezzanotte, CPA: P.O. Box 817, 350 Center Street, Wallingford, Connecticut 06492

4. The names and titles of each of the officers of the Foundation are as follows:

   a. Mrs. Veronica Atkins: President

   b. John P. Corrigan, Esq.: Secretary

   c. Mr. John J. Mezzanotte, CPA: Treasurer

5. At the time of dissolution, the Foundation is a Type B corporation.

6. The Foundation does not hold any assets that are legally required to be used for a particular purpose pursuant to the Not-for-Profit Corporation Law.

7. The Foundation has, pursuant to NPCL Section 1003(b)(2), duly filed with the New York Attorney General a certified copy of its Plan of Dissolution that contains a statement that the Foundation has no assets to distribute. Approval of the plan by the Attorney General or the Court is not required.

8. The Foundation elects to dissolve.

9. Dissolution of the Foundation was authorized by a unanimous vote of the Board.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Dissolution this 26th day of August, 2003.

John P. Corrigan

John P. Corrigan
Secretary

~~At a Term, Part ___, of the Supreme~~ Court of the State of New York, held in and for the County of New York, at the Courthouse thereof, located at 60 Centre Street, New York, New York on the ____ day ~~of ________, 2003~~

PRESENT: MARTIN SCHOENFELD

Hon. ____________________, Justice

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

IAS No.

Index No. 116696/03

In the Matter of the Application of

DR. ROBERT C. ATKINS FOUNDATION, INC.,

Petitioner,

For an Order approving Certificate of Dissolution pursuant to Section 1003(b) of Article 10 of the Not-for-Profit Corporation Law.

ORDER APPROVING CERTIFICATE OF DISSOLUTION OF NEW YORK NOT-FOR-PROFIT CORPORATION

Petitioner Dr. Robert C. Atkins Foundation, Inc. (the "Foundation"), having duly made an application, pursuant to Section 1003(b) of Article 10 of the Not-for-Profit Corporation Law, for an Order approving the Certificate of Dissolution of the Foundation, as well as a certain Grant, Assumption, and Assignment Agreement dated August 14, 2003, and said application having regularly come on to be heard,

Now, upon reading and filing the Verified Petition for an Order Approving the Certificate of Dissolution of the Foundation, duly verified by its Secretary, John P. Corrigan, on September 22, 2003, and the exhibits annexed thereto, with the appropriate approvals of governmental agencies endorsed thereon or annexed thereto, in accordance with Section 1003 of the Not-for-Profit Corporation Law, and after due deliberation having been held thereon, and it appearing that the interests of the Foundation and the public interest will not be adversely affected, and it appearing that the Attorney General of the State of New York has no objection to approval of the Certificate of Dissolution of the Foundation, and it appearing that the Foundation has no assets for distribution; it is

ORDERED, that the Certificate of Dissolution of the Foundation be and it hereby is approved for filing; and it is further

ORDERED, that the Grant, Assumption, and Assignment Agreement entered into by the Foundation and NPT Donor Fund Number Two, dated August 14, 2003, is hereby approved nunc pro tunc; and it is further

ORDERED, that NPT Donor Fund Number Two, whose name is being changed to the Dr. Robert C. Atkins Foundation, Inc. pursuant to the provisions of the Grant, Assumption, and Assignment Agreement, shall be deemed the successor to the Foundation pursuant to Section 1005 of the Not-for-Profit Corporation Law; and it is further

ORDERED that, in addition to any registration and filing obligations which it has in the State of Pennsylvania, NPT Donor Fund Number Two shall, for at least ten years through December 31, 2013, register and file annual reports with the Charities Bureau of the Attorney General of the State of New York pursuant to Section 8-1.4 of the Estates, Powers and Trusts Law; and it is further

ORDERED that if, after December 31, 2013, National Philanthropic Trust seeks to file a combined annual financial report with the Attorney General which includes financial information with respect to NPT Donor Fund Number Two, such a combined annual financial report may only be filed upon prior written authorization of an individual designated by the Assistant Attorney General-in-Charge of the Charities Bureau of the New York State Department of Law pursuant to the rules and regulations for registration of charitable trustees of the New York State Department of Law; and it is further

ORDERED, that the Foundation provide a copy of this signed Order to the Charities Bureau of the New York State Department of Law.

~~ENTER~~,

SEP 26 2003 J.S.C.

JUSTICE
SUPREME COURT OF THE STATE OF NY
FIRST JUDICIAL DISTRICT

MARTIN SCHOENFELD

THE ATTORNEY GENERAL HEREBY APPEARS HEREIN, HAS NO OBJECTION TO THE GRANTING OF JUDICIAL APPROVAL HEREON, ACKNOWLEDGES RECEIPT OF STATUTORY NOTICE AND DEMANDS SERVICE OF ALL PAPERS SUBMITTED HEREIN INCLUDING ALL ORDERS, JUDGMENTS AND ENDORSEMENTS OF THE COURT. SAID NO OBJECTION IS CONDITIONED ON SUBMISSION OF THE MATTER TO THE COURT WITHIN 30 DAYS HEREAFTER.

Robert R Molic September 22, 2003
Special ASSISTANT ATTORNEY GENERAL DATE

F 031009000 687

CERTIFICATE OF DISSOLUTION
OF
DR. ROBERT C. ATKINS FOUNDATION, INC.

UNDER SECTION 1003 OF THE NOT FOR PROFIT CORPORATION LAW

1cc

STATE OF NEW YORK
DEPARTMENT OF STATE
FILED OCT 09 2003
TAX $
BY: SAC 2

SAC

FILED
2003 OCT -9 PM 1:54

SIMPSON THACHER & BARTLETT LLP
425 LEXINGTON AVENUE
NEW YORK, NY 10017

RECEIVED
2003 OCT -9 PM 1:35

7

710

DR. ROBERT C. ATKINS FOUNDATION, INC., **EIN : 13-4089952**
1/1/2003-10/9/2003

THE ENCLOSED 990-PF IS FOR THE DR, ROBERT C. ATKINS FOUNDATION, INC. FOR THE SHORT PERIOD 1/1/2003-10/9/2003. AS THERE IS NO 2003 FORM 990-PF CURRENTLY AVAILABLE, THE ENCLOSED RETURN HAS BEEN PREPARED ON THE 2002 FORM. THEREFORE ALL REFERENCES TO YEARS SHOULD BE ADJUSTED BY ONE YEAR.