EXTENSION ATTACHED

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 foundation may be able to use a copy of this return to satisfy state reporting requirements.

OMB No 1545-0052

2008

For calendar year 2008, or tax year beginning APR 1, 2008 , and ending MAR 31, 2009

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 foundation: DOROT FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: C/O MARKS PANETH ET AL - 622 THIRD AVE

City or town, state, and ZIP code: NEW YORK, NY 10017-6701

A Employer identification number: 13-6116927

B Telephone number: 212-503-8800

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) ▶$ 39,527,025.

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))

		(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	2,683,356.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	47,510.	47,510.		STATEMENT 2
	4 Dividends and interest from securities	1,078,378.	1,078,378.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-14006168.			STATEMENT 1
	b Gross sales price for all assets on line 6a				
	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				
	12 **Total.** Add lines 1 through 11	-10196924.	1,125,888.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	254,043.	0.		254,043.
	14 Other employee salaries and wages	220,751.	0.		220,751.
	15 Pension plans, employee benefits	46,752.	0.		46,752.
	16a Legal fees STMT 4	8,575.	4,288.		4,287.
	b Accounting fees STMT 5	80,500.	40,250.		40,250.
	c Other professional fees STMT 6	660,108.	654,843.		5,265.
	17 Interest				
	18 Taxes STMT 7	135,258.	52,115.		43,608.
	19 Depreciation and depletion	4,543.	0.		
	20 Occupancy	61,153.	0.		61,153.
	21 Travel, conferences, and meetings	58,770.	0.		58,770.
	22 Printing and publications				
	23 Other expenses STMT 8	418,540.	7,078.		411,462.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	1,948,993.	758,574.		1,146,341.
	25 Contributions, gifts, grants paid	2,695,583.			2,695,583.
	26 **Total expenses and disbursements.** Add lines 24 and 25	4,644,576.	758,574.		3,841,924.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-14841500.			
	b **Net investment income** (if negative, enter -0-)		367,314.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form **990-PF** (2008)

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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	196,338.	730,892.	730,892.
	2 Savings and temporary cash investments	2,669,934.	5,967,130.	5,967,130.
	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			
	b Investments - corporate stock STMT 10	64,093,868.	45,424,031.	32,814,692.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 88,367.			
	Less accumulated depreciation STMT 11▶ 75,556.	13,130.	12,811.	12,811.
	15 Other assets (describe ▶ SECURITY DEPOSIT)	1,500.	1,500.	1,500.
	16 **Total assets** (to be completed by all filers)	66,974,770.	52,136,364.	39,527,025.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	2,543,572.	3,138,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 12)	14,861.	17,955.	
	23 **Total liabilities** (add lines 17 through 22)	2,558,433.	3,155,955.	
Net Assets or Fund Balances	**Foundations 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			
	Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	64,416,337.	48,980,409.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	64,416,337.	48,980,409.	
	31 **Total liabilities and net assets/fund balances**	66,974,770.	52,136,364.	

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	64,416,337.
2 Enter amount from Part I, line 27a	2	-14,841,500.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	49,574,837.
5 Decreases not included in line 2 (itemize) ▶ NET INCREASE IN OUTSTANDING PLEDGES	5	594,428.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	48,980,409.

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	SCHEDULE C ATTACHED		VARIOUS	VARIOUS
b	SCHEDULE C ATTACHED		VARIOUS	VARIOUS
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				-3,912,446.
b				-10,093,722.
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				-3,912,446.
b				-10,093,722.
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 -14,006,168.

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 foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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))
2007	7,040,542.	82,582,399.	.085255
2006	6,507,102.	76,398,165.	.085174
2005	6,221,253.	72,089,387.	.086299
2004	4,051,272.	60,859,095.	.066568
2003	3,970,976.	48,062,083.	.082622

2	**Total** of line 1, column (d)	2	.405918
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	.081184
4	Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	56,781,607.
5	Multiply line 4 by line 3	5	4,609,758.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,673.
7	Add lines 5 and 6	7	4,613,431.
8	Enter qualifying distributions from Part XII, line 4	8	3,841,924.

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)

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 foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	7,346.
c	All other domestic foundations 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	0.
3	Add lines 1 and 2		3	7,346.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	7,346.
6	Credits/Payments:			
a	2008 estimated tax payments and 2007 overpayment credited to 2008	6a 92,955.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	92,955.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	85,609.
11	Enter the amount of line 10 to be: **Credited to 2009 estimated tax** ▶ 85,609. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*	1b		X
c	Did the foundation 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 foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation 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? N/A	4b		
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 foundation 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 instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? *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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ DOROT.ORG

14 The books are in care of ▶ STEVEN BAUM - DOROT FOUNDATION Telephone no. ▶212-503-8800
Located at ▶C/O MARKS ET AL - 622 THIRD AVE, NEW YORK, NY ZIP+4 ▶10017

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ 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 foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ 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 20 of the instructions)? — 1b — No: X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2008? — 1c — No: X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? ☐ Yes ☒ No

If "Yes," list the years ▶ ________, ________, ________, ________

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A — 2b

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.
▶ ________, ________, ________, ________

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No

b If "Yes," did it have excess business holdings in 2008 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008.)* N/A — 3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? — 4a — No: X

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008? — 4b — No: X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☒ Yes ☐ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? — 5b: X (No)

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? — 6b: X (No)

If you answered "Yes" to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A — 7b

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
SEE STATEMENT 13		254,043.	29,438.	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
ROSE ADDISON C/O MARKS ET AL 622 THIRD AVENUE, NEW	40.00	69,295.	7,440.	
STEVEN JACOBSON C/O MARKS ET AL 622 THIRD AVENUE, NEW	40.00	101,362.	8,540.	

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
MARKS PANETH & SHRON LLP 622 THIRD AVENUE, NEW YORK, N.Y. 10017	ACCOUNTING	80,500.
FIRST MANHATTAN 437 MADISON AVENUE, NEW YORK, N.Y. 10022	ADVISORY FEES	195,203.
NEUBERGER & BERMAN 605 THIRD AVENUE, NEW YORK, N.Y. 10158	ADVISORY FEES	266,627.
GREENHAVEN 3 MANHATTANVILLE ROAD, PURCHASE, N.Y. 10577	ADVISORY FEES	193,013.
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 NONE	0.
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	54,214,966.
b	Average of monthly cash balances	1b	3,431,336.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	57,646,302.
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	57,646,302.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	864,695.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	56,781,607.
6	**Minimum investment return**. Enter 5% of line 5	6	2,839,080.

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	2,839,080.
2a	Tax on investment income for 2008 from Part VI, line 5 — 2a: 7,346.		
b	Income tax for 2008. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	7,346.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,831,734.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,831,734.
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	2,831,734.

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	3,841,924.
b	Program-related investments - total from 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	3,841,924.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	3,841,924.

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 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				2,831,734.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2008:				
a From 2003 1,721,292.				
b From 2004 1,201,168.				
c From 2005 6,195,501.				
d From 2006 2,856,116.				
e From 2007 3,053,088.				
f **Total** of lines 3a through e	15,027,165.			
4 Qualifying distributions for 2008 from Part XII, line 4: ▶ $ 3,841,924.				
a Applied to 2007, but not more than line 2a			0.	
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 2008 distributable amount				2,831,734.
e Remaining amount distributed out of corpus	1,010,190.			
5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	16,037,355.			
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 2007. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7	1,721,292.			
9 **Excess distributions carryover to 2009** Subtract lines 7 and 8 from line 6a	14,316,063.			
10 Analysis of line 9:				
a Excess from 2004 1,201,168.				
b Excess from 2005 6,195,501.				
c Excess from 2006 2,856,116.				
d Excess from 2007 3,053,088.				
e Excess from 2008 1,010,190.				

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 2008, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(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 foundation had $5,000 or more in assets at any time during the year-see 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).)

JEANE UNGERLEIDER

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

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

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:

N/A

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 14				
Total			▶ 3a	2695583.
b *Approved for future payment*				
Total SEE STATEMENT 15			▶ 3b	3138000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
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		47,510.
4 Dividends and interest from securities			14		1,078,378.
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			18		-14,006,168.
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)		0.		0.	-12,880,280.

13 Total. Add line 12, columns (b), (d), and (e) 13 -12,880,280.

(See worksheet in line 13 instructions 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 foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

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01-02-09

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 foundation 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 foundation. If the foundation 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
		N/A	

2a Is the foundation 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
N/A		

Sign Here

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 or fiduciary) is based on all information of which preparer has any knowledge

Steven Bar — 2/2/2010 — ~~PRESIDENT~~ Secy/treasurer

Signature of officer or trustee — Date — Title

Paid Preparer's Use Only

Preparer's signature: Robert J Hughes — Date: February 2, 2010 — Check if self-employed ☐ — Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code: MARKS PANETH & SHRON LLP, 622 THIRD AVENUE, NEW YORK, NY 10017

EIN ▶

Phone no. 212 503-8800

Form 990-PF (2008)

823622 01-02-09

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, and 990-PF.**

OMB No 1545-0047

2008

Name of the organization	**Employer identification number**
DOROT FOUNDATION	13-6116927

Organization type (check one).

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule. (Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.)

General Rule

☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on Form 990, Part VIII, line 1h or 2% of the amount on Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not aggregate to more than $1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc , contributions of $5,000 or more during the year) ▶ $ ____________

Caution. Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** answer "No" on Part IV, line 2 of their Form 990, or check the box in the heading of their Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization

DOROT FOUNDATION

Employer identification number

13-6116927

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	YESOD FUND C/O MARKS ET AL - 622 THIRD AVENUE NEW YORK, NY 10017	$ 2,683,356.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

2008 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE & FIXTURES	071595	200DB	7.00	17	1,020.			1,020.	1,020.		0.
2	FURNITURE & FIXTURES	101595	200DB	7.00	17	2,740.			2,740.	2,740.		0.
3	FURNITURE & FIXTURES	011596	200DB	7.00	17	3,786.			3,786.	3,786.		0.
4	EQUIPMENT	071095	200DB	5.00	17	850.			850.	850.		0.
5	EQUIPMENT	081595	200DB	5.00	17	726.			726.	726.		0.
6	EQUIPMENT	090195	200DB	5.00	17	3,991.			3,991.	3,991.		0.
7	EQUIPMENT	100395	200DB	5.00	17	10,360.			10,360.	10,360.		0.
8	EQUIPMENT	031596	200DB	5.00	17	477.			477.	477.		0.
9	SOFTWARE	021496	SL	3.00	16	11,500.			11,500.	11,500.		0.
10	EQUIPMENT	090196	200DB	5.00	17	10,483.			10,483.	10,483.		0.
11	EQUIPMENT	090197	200DB	5.00	17	3,490.			3,490.	3,490.		0.
12	EQUIPMENT	051603	200DB	5.00	17	6,632.			6,632.	6,249.		383.
13	SOFTWARE	040904	SL	3.00	16	3,645.			3,645.	3,645.		0.
14	SOFTWARE	081104	SL	3.00	16	8,080.			8,080.	8,080.		0.
15	FURNITURE & FIXTURES	072005	200DB	7.00	17	2,375.			2,375.	1,504.		297.
16	SOFTWARE	062606	SL	3.00	16	1,488.			1,488.	868.		496.
17	LEASEHOLD IMPROVEMENT	092206	SL	15.00	16	6,000.			6,000.	600.		400.
18	LEASEHOLD IMPROVEMENT	092906	SL	15.00	16	6,000.			6,000.	600.		400.

828102
04-25-08

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

2008 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	LEASEHOLD IMPROVEMENT	112806	SL	15.00	16	500.			500.	44.		33.
20	COMPUTER EQUIPMENT	102208	200DB	5.00	19B	4,224.		2,112.	2,112.			2,534.
	* TOTAL 990-PF PG 1 DEPR					88,367.		2,112.	86,255.	71,013.	0.	4,543.

828102
04-25-08

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

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

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCHEDULE C ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-3,912,446.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SCHEDULE C ATTACHED	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	-10,093,722.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-14,006,168.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
CHASE MANHATTAN	472.
FIRST MANHATTAN	3,593.
GREENHAVEN	8,145.
NEUBERGER & BERMAN	25,437.
RI SAVINGS	731.
VISTA FUND	9,132.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	47,510.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST MANHATTAN	284,315.	0.	284,315.
GREENHAVEN	519,446.	0.	519,446.
NEUBERGER & BERMAN	274,617.	0.	274,617.
TOTAL TO FM 990-PF, PART I, LN 4	1,078,378.	0.	1,078,378.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	8,575.	4,288.		4,287.
TO FM 990-PF, PG 1, LN 16A	8,575.	4,288.		4,287.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	80,500.	40,250.		40,250.
TO FORM 990-PF, PG 1, LN 16B	80,500.	40,250.		40,250.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	654,843.	654,843.		0.
CONSULTING FEE	5,265.	0.		5,265.
TO FORM 990-PF, PG 1, LN 16C	660,108.	654,843.		5,265.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	52,115.	52,115.		0.
PAYROLL FICA	26,204.	0.		26,204.
FEDERAL TAXES	39,535.	0.		0.
PAYROLL/MEDICARE	6,734.	0.		6,734.
RHODE ISLAND UNEMPLOYMENT	1,876.	0.		1,876.
REAL ESTATE TAXES	8,794.	0.		8,794.
TO FORM 990-PF, PG 1, LN 18	135,258.	52,115.		43,608.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REPAIRS & MAINTENANCE	2,512.	0.		2,512.
BOOKKEEPER	14,157.	7,078.		7,079.
PAYROLL SERVICE	2,097.	0.		2,097.
NYS FILING FEES	1,500.	0.		1,500.
BANK CHARGES	1,867.	0.		1,867.
DUES & SUBSCRIPTIONS	8,864.	0.		8,864.
INSURANCE	79,534.	0.		79,534.
OFFICE EXPENSE	45,874.	0.		45,874.
POSTAGE	1,567.	0.		1,567.
COMPUTER EXPENSES	15,980.	0.		15,980.
MEALS	1,696.	0.		1,696.
PENSION ADMINISTRATION	350.	0.		350.
DFI- AWARDS	5,000.	0.		5,000.
DFI- ALUMNI NETWORK	74,896.	0.		74,896.
SEMINARS	110,474.	0.		110,474.
DFI- ADMINISTRATIVE	52,172.	0.		52,172.
TO FORM 990-PF, PG 1, LN 23	418,540.	7,078.		411,462.

FOOTNOTES STATEMENT 9

PART VII-B STATEMENT REGARDING ACTIVIES
QUESTION 5C - STATEMENT REQUIRED BY REGULATION SECTION
53.4945-5D
1)JUSTICE FOR ATHLETES
66 CLUB ROAD SUITE 370
EUGENE OREGON 97401

2) DATE OF GRANT: 11/10/04 AMOUNT OF GRANT: $200,000
3) PURPOSE OF THE GRANT IS TO SUPPORT GENERAL GRANTMAKING
4) AMOUNT SPENT AS OF MARCH 31,2006: $137,550
5) THE GRANTEE HAS NOT DIVERTED ANY FUNDS FROM THE PURPOSE OF THE GRANT
6) DATE OF REPORT RECEIVED FROM GRANTEE: 9/15/05
7) THE FOUNDATION HAS NOT VERIFIED THE RESULTS YET.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE A	45,424,031.	32,814,692.
TOTAL TO FORM 990-PF, PART II, LINE 10B	45,424,031.	32,814,692.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	1,020.	1,020.	0.
FURNITURE & FIXTURES	2,740.	2,740.	0.
FURNITURE & FIXTURES	3,786.	3,786.	0.
EQUIPMENT	850.	850.	0.
EQUIPMENT	726.	726.	0.
EQUIPMENT	3,991.	3,991.	0.
EQUIPMENT	10,360.	10,360.	0.
EQUIPMENT	477.	477.	0.
SOFTWARE	11,500.	11,500.	0.
EQUIPMENT	10,483.	10,483.	0.
EQUIPMENT	3,490.	3,490.	0.
EQUIPMENT	6,632.	6,632.	0.
SOFTWARE	3,645.	3,645.	0.
SOFTWARE	8,080.	8,080.	0.
FURNITURE & FIXTURES	2,375.	1,801.	574.
SOFTWARE	1,488.	1,364.	124.
LEASEHOLD IMPROVEMENT	6,000.	1,000.	5,000.
LEASEHOLD IMPROVEMENT	6,000.	1,000.	5,000.
LEASEHOLD IMPROVEMENT	500.	77.	423.
COMPUTER EQUIPMENT	4,224.	2,534.	1,690.
TOTAL TO FM 990-PF, PART II, LN 14	88,367.	75,556.	12,811.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE	14,861.	17,955.
TOTAL TO FORM 990-PF, PART II, LINE 22	14,861.	17,955.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JEANE UNGERLEIDER C/O MARKS ET AL - 622 THIRD AVE NEW YORK, N.Y. 10017	PRESIDENT 1.50	0.	0.	0.
STEVEN UNGERLEIDER C/O MARKS ET AL - 622 THIRD AVE NEW YORK, N.Y. 10017	VICE PRESIDENT 1.50	0.	0.	0.
STEVEN C. BAUM C/O MARKS ET AL - 622 THIRD AVE NEW YORK, N.Y. 10017	SECRETARY/TREASURER 1.50	0.	0.	0.
ERNEST S. FRERICHS C/O MARKS ET AL - 622 THIRD AVE NEW YORK, N.Y. 10017	DIRECTOR 40.00	120,681.	17,840.	0.
MICHAEL HILL C/O MARKS ET AL - 622 THIRD AVE NEW YORK, N.Y. 10017	EXEC V.P. 40.00	133,362.	11,598.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		254,043.	29,438.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
92ND STREET Y, 1395 LEXINGTON AVE., NEW YORK, NY 10128	TO SUPPORT ARTIST IN RESIDENCE PROGRAM	PUBLIC CHARITY	20,000.
ALLIANCE FOR JUSTICE, 11 DUPONT CIRCLE NW, WASHINGTON, DC 20036	TO SUPPORT TWO DOROT FELLOWSHIPS	PUBLIC CHARITY	50,000.

ALMA HEBREW COLLEGE, 4 BEZALEL YAFE STREET, TEL AVIV, ISRAEL 67776	TO SUPPORT EDUCATION OF JEWISH HERITAGE	PUBLIC CHARITY	20,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM P.O. BOX 71117, JERUSALEM, ISRAEL 91710	SUPPORT THE DIRECTOR'S FUND &SHRINE OF THE BOOK INFO	PUBLIC CHARITY	15,000.
AMERICAN JEWISH WORLD SERVICE, 45 W. 36 STREET, NEW YORK, NY 10018	TO SUPPORT INTL JEWISH COLLEGE CORPS & TSUNAMI RELIE	PUBLIC CHARITY	40,000.
ASSOCIATION FOR JEWISH STUDIES, 15 WEST 16TH ST , NEW YORK, NY 10011	TO SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	5,000.
AVODAH: THE JEWISH SERVICE CORPS, 116 EAST 27TH STREET, NEW YORK, NY 10016	TO SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	50,000.
BOSTON JEWISH FILM FESTIVAL, 1001 WATERTOWN STREET, 3RD FLOOR, WEST NEWTON,	SUPPORT THE ENCORE SERIES	PUBLIC CHARITY	5,000.
BUILDING EDUCATED LEADERS FOR LIFE 60 CLAYTON STREET, DORCHESTER, MA 02122	TO SUPPORT EXPANSION OF AFTER SCHOOL & SUMMER PROGRA	PUBLIC CHARITY	40,000.
CAMBRIDGE COLLEGE, 1000 MASSACHUSETTS AVE., CAMBRIDGE, MA 02138	SUPPORT SCHOLARSHIPS	PUBLIC CHARITY	40,000.

CITIZEN SCHOOLS, MUSEUM WHARF, 308 CONGRESS STREET, BOSTON, MA 02210	SUPPORT TEACHING FELLOWS PROGRAM	PUBLIC CHARITY	100,000.
SHATIL, 171 W. 85 STREET, NEW YORK, NY 10024	SUPPORT FELLOWSHIP/INTERNSHIP AND COLLEGE VOLUNTEER	PUBLIC CHARITY	25,000.
DOROT FELLOWSHIP PROGRAM-INFORMATION AVAILABLE UPON REQUEST VARIOUS	TO SUPPORT DOROT FELLOWSHIP PROGRAM	INDIVIDUALS	608,083.
DOROT, INC., 171 W. 85 STREET, NEW YORK, NY 10024	SUPPORT FELLOWSHIP/INTERNSHIP AND COLLEGE VOLUNTEER	PUBLIC CHARITY	25,000.
ELIL COMMUNICATION LTD., 60 NACHMANI STREET, TEL AVIV, ISRAEL 67776	TO SUPPORT THE TRUDE DOTHAN FILM	PUBLIC CHARITY	30,000.
ENCOUNTER, 520 8TH AVENUE, 20TH FLOOR, NEW YORK, NY 10018	SUPPORT JEWISH LEADERS' EXPOSURE TO PALESTINIAN LIFE	PUBLIC CHARITY	20,000.
FRIENDS OF KOL HANESHAMA, P.O. BOX 1970, NEW YORK, NY 10025	SUPPORT FELLOWSHIP	PUBLIC CHARITY	75,000.
HABITUS, 1101 14 STREET NW, WASHINGTON DC 20005	SUPPORT JEWISH NEWSPAPER	PUBLIC CHARITY	20,000.

FOUNDATION OF JEWISH CULTURE, 330 SEVENTH AVE. 21RST FL, PO BOX 1342, NEW YO	TO SUPPORT A DOCTORAL DISSERTATION FELLOWSHIP NAMED IN HONOR OF JOY	PUBLIC CHARITY	25,000.
HAZON, 829 THIRD AVENUE, NEW YORK, NY 10022	SUPPORT NY JEWISH ENVIRONMENTAL BIKE RIDE	PUBLIC CHARITY	65,000.
ISABELLA FREEDMAN JEWISH RETREAT CENTER 116 JOHNSON ROAD, FALLS VILLAGE, CT 06031	SUPPORT ADAMAH FELLOWSHIP	PUBLIC CHARITY	45,000.
ISRAEL EXPLORATION SOCIETY, P.O. BOX 7041, 5 AVIDA STREET, JERUSALEM, ISRAEL	SUPPORT IES JOURNAL, ENCYCLOPEDIA, & TRANSLATIONS AN	PUBLIC CHARITY	40,000.
JERUSALEM CINEMATHEQUE, DERECH HEBRON, P.O. BOX 8561, JERUSALEM, ISRAEL 9108	SUPPORT JEWISH FILM FESTIVAL	PUBLIC CHARITY	20,000.
JEWISH BOOK COUNCIL, 15 E. 26 STREET, NEW YORK, NY 10010	SUPPORT NATIONAL JEWISH BOOK AWARDS	PUBLIC CHARITY	2,500.
JEWISH ORGANIZING INITIATIVE, 99 CHAUNCEY STREET, SUITE 600, BOSTON, MA 0211	SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	40,000.
JUMPSTART, 308 CONGRESS STREET 6TH FLOOR, BOSTON, MA 02110	SUPPORT THE TUFTS' ELIOT-PEARSON DEPT OF CHILD DEVEL	PUBLIC CHARITY	34,000.

JUST VISION, 123 SEVENTH AVENUE PMB#226, BROOKLYN, NY 11215	SUPPORT SALARIES	PUBLIC CHARITY	50,000.
KESHET, 284 AMORY STREET, JAMAICA PLAIN, MA 02130	SUPPORT COMMUNITY BUILDING PROGRAM	PUBLIC CHARITY	50,000.
MECHON HADAR, 111 8TH AVENUE,11TH FLOOR, NEW YORK, NY 10011	SUPPORT REVITILIZATION OF COMMUNCAL LIFE	PUBLIC CHARITY	15,000.
NATIONAL ASSOCIATION FOR PROFESSORS OF HEBREW, UNIVERSITY OF WISCONSIN 1346 VAN HISE HALL, 1220 LINDEN DRIVE, MADISON, WI 53706-1558	TO SUPPORT GRADUATE STUDENT PARTICIPATIONIN ANNUAL CONFERENCE	PUBLIC CHARITY	5,000.
NEW ISRAEL FUND, 1101 14 STREET NW, WASHINGTON, DC 20005	SUPPORT SOCIAL CHANGE IN ISRAEL	PUBLIC CHARITY	250,000.
NEW PROFIT, 2 CANAL PARK, CAMBRIDGE, MA 02141	SUPPORT DEVELOPMENT OF THE ACTION TANK	PUBLIC CHARITY	40,000.
PANIM, 6101 MONTROSE RD. SUITE 200, ROCKVILLE, MD 20852	SUPPORT POST-GRADUATE FELLOWSHIP	PUBLIC CHARITY	20,000.
PROJECT FOR GLOBAL HARMONY, 30 SPRUCE STREET, CONCORD, NH 03301	TO SUPPORT PROGRAM DEVELOPMENT	PUBLIC CHARITY	20,000.
RABBIS FOR HUMAN RIGHTS OF NORTH AMERICA P.O. BOX 1539, WEST TISBURY, MA 02575	SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	20,000.

SCHECTER INSTITUTE, P.O. BOX 8600, JERUSALEM, ISRAEL 91083	SUPPORT THE CENTER FOR WOMEN AND JEWISH LAW	PUBLIC CHARITY	35,000.
SURVIVORS CORPS, 2100 M STREET, NW, SUITE#302, WASHINGTON, DC 20037	SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	25,000.
STAND FOR CHILDREN, 26 SMITH PLACE, 2ND FLOOR, CAMBRIDGE, MA 02138	SUPPORT WORK IN LOWELL, MA	PUBLIC CHARITY	31,000.
THE FAMILY CENTER, 366 SOMERVILLE AVE., SOMERVILLE, MA 02143	SUPPORT PARENTING JOURNEY	PUBLIC CHARITY	60,000.
THE JEWISH MUSEUM, 1109 FIFTH AVENUE, NEW YORK, NY 10128	SUPPORT MUSEUM TRAINING INITIATIVE	PUBLIC CHARITY	25,000.
UNION FOR REFORM JUDAISM, 2027 MASSACHUSETTS AVENUE, NW, WASHINGTON DC 20036	SUPPORT "JUST CONGREGATION INITIATIVE"	PUBLIC CHARITY	105,000.
UNIVERSITY OF MICHIGAN, DEPT. OF CLASSICS 2160 ANGELL HALL, ANN ARBOR, MI 48109	SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	5,000.
UNIVERSITY OF OREGON HILLEL, 1059 HILYARD, EUGENE, OR 97401	SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	100,000.

UNIVERSITY OF TEXAS AT AUSTIN, P.O. BOX T, AUSTIN, TX 78713	SUPPORT SCHOLARS AND INTERNSHIPS	PUBLIC CHARITY	250,000.
W.F. ALBRIGHT INSTITUTE OF ARCHAELOGICAL RESEARCH 26 SALAH ED-DIN STREET, PO BOX 19096, JERUSALEM, ISRAEL 91190	SUPPORT FELLOWSHIPS AND DIRECTOR'S FUND	PUBLIC CHARITY	130,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			2,695,583.

FORM 990-PF GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
JERUSALEM CINEMATHEQUE, DERECH HEBRON, P.O. BOX 8561, JERUSALEM, ISRAEL 9107	SUPPORT JEWISH FILM FESTIVAL	PUBLIC CHARITY	200,000.
BET TZDEK LEGAL SERVICES,	TO SUPPORT SOCIAL JUSTICE PROGRAM	PUBLIC CHARITY	75,000.
BROWN UNIVERSITY,	TO SUPPORT FELLOWSHIP	PUBLIC CHARITY	125,000.
ISRAEL MUSEUM,	SUPPORT THE DIRECTORS FUND AND SHRINE OF THE BOOK	PUBLIC CHARITY	878,000.
UCLA,	SUPPORT ANNUAL LECTURESHIP	PUBLIC CHARITY	20,000.
ELIL COMMUNICATION ,	TO SUPPPORT THE TRUDE DOTHAN FILM	PUBLIC CHARITY	30,000.
NEW YORK PUBLIC LIBRARY- DOROT DIVISION	TO SUPPORT RENOVATION OF DOROT JEWISH DIVISION	PUBLIC CHARITY	1,000,000.

W.F. ALBRIGHT INSTITUTE OF ARCHAELOGICAL RESEARCH	SUPPORT FELLOWSHIP AND DIRECTORS FUND	PUBLIC CHARITY	810,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3B			3,138,000.

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization 990-PF
(Including Information on Listed Property)

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

OMB No 1545-0172

2008

Attachment Sequence No 67

Name(s) shown on return	Business or activity to which this form relates	Identifying number
DOROT FOUNDATION	FORM 990-PF PAGE 1	13-6116927

Part I **Election To Expense Certain Property Under Section 179** **Note:** *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount. See the instructions for a higher limit for certain businesses	1	250,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	800,000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6 (a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction. Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2007 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2009 Add lines 9 and 10, less line 12 ▶	13	

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

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

14	Special depreciation for qualified property (other than listed property) placed in service during the tax year	14	2,112.
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	1,329.

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

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2008	17	680.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B - Assets Placed in Service During 2008 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property		2,112.	5 YRS.	HY	200DB	422.
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27 5 yrs	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2008 Tax Year Using the Alternative Depreciation System

(a)	(b)	(c)	(d)	(e)	(f)	(g)
20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs.	MM	S/L	

Part IV **Summary** (See instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr.	22	4,543.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

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11-08-08 LHA **For Paperwork Reduction Act Notice, see separate instructions.** Form **4562** (2008)

Part V **Listed Property** (Include automobiles, certain other vehicles, cellular telephones, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A - Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.***)**

24a Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use						25		
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%				S/L -		
		%				S/L -		
		%				S/L -		
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1							29	

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (**do not** include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year. Add lines 30 through 32												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons.

	Yes	**No**
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: *If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles*

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2008 tax year					
43 Amortization of costs that began before your 2008 tax year				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report				44	

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED MARCH 31, 2009

INVESTMENTS

No. of Shares or Amount of Bonds	Security	Cost or Other Basis	Market Price 3/31/09	Market Value	Increase (Decrease)
30,000	3M COMPANY	2,346,718	49.72	1,491,600	(855,118)
45,000	AGILENT TECHNOLOGIES	748,673	15.37	691,650	(57,023)
17,500	AIR PRODUCTS & CHEMICALS INC CMN	806,854	56.25	984,375	177,521
25,000	BAKER HUGHES INC	842,678	28.55	713,750	(128,928)
22,500	BOEING CO COM	1,407,171	35.58	800,550	(606,621)
10,000	BURLINGTON NRTHN SANTA COM	488,976	60.15	601,500	112,524
45,000	CITIGROUP INC. CMN	1,821,729	2.53	113,850	(1,707,879)
10,000	CSX CORPORATION	245,515	25.85	258,500	12,986
17,500	DEVON ENERGY CORP NEW COM	1,035,670	44.69	782,075	(253,595)
4,000	EQT CORP COM	125,606	31.33	125,320	(286)
22,000	EQUITABLE CORPORATION	697,243	31.33	689,260	(7,983)
25,000	FEDEX CORP COM	2,383,942	44.49	1,112,250	(1,271,692)
22,500	HARTFORD FINANCIAL SRVCS GROUP CMN	1,821,894	7.85	176,625	(1,645,269)
7,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	184,625	23.70	177,750	(6,875)
12,500	NORFOLK SOUTHERN CORP	389,028	33.75	421,875	32,847
10,000	ROCKWELL COLLINS INC	499,393	32.64	326,400	(172,993)
12,500	TOYOTA MTR CO SPON ADR	1,087,657	63.30	791,250	(296,407)
25,000	UNION PACIFIC CORP COM	808,462	41.11	1,027,750	219,288
27,500	WILLIAMS COMPANIES INC. (THE) CMN	344,604	11.38	312,950	(31,654)
55,000	XEROX CORP	719,813	4.55	250,250	(469,563)
7,500	CANADIAN NATURAL RES LTD	418,498	38.56	289,200	(129,298)
21,905	DISCOVERY COMMUNICATIONS, INC SER A	310,691	16.02	350,918	40,227
21,905	DISCOVERY COMMUNICATIONS, INC SER C	278,963	14.65	320,908	41,946
19,400	DREW INDUSTRIES INC.	401,712	8.68	168,392	(233,320)
8,000	EOG RESOURCES INC CMN	106,141	54.76	438,080	331,939
14,500	ERSTE BANK DER OESTERREICHISCHEN	1,085,205	16.93	245,422	(839,784)
15,400	FOREST OIL CORP COM	530,388	13.15	202,510	(327,878)
46,600	KIMCO REALTY CORP	505,853	7.62	355,092	(150,761)
24,000	LEUCADIA NATL CORP COM	302,893	14.89	357,360	54,467
20,900	LIBERTY GLOBAL INC COM SER A	367,540	14.56	304,304	(63,236)
20,900	LIBERTY GLOBAL INC COM SER C	336,997	14.13	295,317	(41,680)

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED MARCH 31, 2009

INVESTMENTS (Continued)

No. of Shares or Amount of Bonds	Security	Cost or Other Basis	Market Price 3/31/09	Market Value	Increase (Decrease)
6,605	LIBERTY MEDIA CAPITAL GRP SER A	70,150	6.98	46,103	(24,047)
26,420	LIBERTY MEDIA CORP NEW ENT COM SER A	394,028	19.95	527,079	133,051
20,000	MARINER ENERGY INC.	377,036	7.75	155,000	(222,036)
29,750	NESTLE SA SPONSORED ADRS REGISTERED	706,736	33.55	998,113	291,377
10,000	NOVARTIS AG	468,949	37.83	378,300	(90,649)
24,000	RECKITT BENCKISER GROUP PLC SHS	371,676	37.53	900,789	529,114
11,700	ROCKWELL COLLINS INC	415,237	32.64	381,888	(33,349)
72,400	SANDVIK AB	1,057,771	5.70	412,615	(645,157)
20,000	SCRIPPS NETWORKS INTERACT INC CL A COM	827,930	22.51	450,200	(377,730)
45,200	SKF FRUEHER AB SVENSKA	837,348	8.62	389,681	(447,668)
1,900	AMERICAN NATL INS CO	130,617	52.41	99,579	(31,038)
34,100	ANADARKO PETROLEUM CORP	717,851	38.89	1,326,149	608,298
3,800	APACHE CORP	472,530	64.09	243,542	(228,988)
15,000	AXIS CAPITAL HOLDINGS LTD	406,572	22.54	338,100	(68,472)
17,100	BABCOCK & BROWN AIR LTD SPONSD ADR	392,548	4.26	72,846	(319,702)
5,800	BROOKFIELD HOMES CORP	227,414	3.45	20,010	(207,404)
6,800	DEVON ENERGY CORP NEW COM	567,023	44.69	303,892	(263,131)
20,000	ENSCO INT'L INC.	1,043,219	26.40	528,000	(515,219)
15,000	HEWLETT-PACKARD CO. CMN	542,031	32.06	480,900	(61,131)
12,600	INGERSOLL RAND CO LTD CLASS A (BERMUDA)	540,447	13.80	173,880	(366,567)
14,700	INTL BUSINESS MACHINES CORP CMN	929,032	96.89	1,424,283	495,251
21,800	LOEWS CORP	901,556	22.10	481,780	(419,776)
30,700	ORACLE CORPORATION	577,660	18.07	554,749	(22,911)
18,400	PIONEER NATURAL RESOURCES INC	751,333	16.47	303,048	(448,285)
18,800	ROWAN COS INC	695,735	11.97	225,036	(470,699)
38,600	TALISMAN ENERGY INC	632,883	10.50	405,300	(227,583)
20,500	WILLIS GROUP HOLDINGS LTD	467,524	22.00	451,000	(16,524)
80,500	XEROX CORP	1,280,019	4.55	366,275	(913,744)
400,000	UNITED STATES TREAS DT 10/23/08	399,919	99.99	399,966	46
500,000	UNITED STATES TREAS DT 11/13/08-05/14/09	497,962	99.98	499,900	1,938

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED MARCH 31, 2009

INVESTMENTS (Continued)

No. of Shares or Amount of Bonds	Security	Cost or Other Basis	Market Price 3/31/09	Market Value	Increase (Decrease)
800,000	UNITED STATES TREAS BILL 05/21/09	798,122	99.98	799,832	1,710
3,500,000	UNITED STATES TREAS DT 10/16/08	3,474,041	99.99	3,499,825	25,784
		$ 45,424,031		$ 32,814,692	$ (12,609,339)

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED MARCH 31, 2009

GAINS AND LOSSES ON SALES OF INVESTMENTS
(See Accountants' Compilation Report)

No. of Shares or Amount of Bonds	Security	Cost Basis	Sales Proceeds	Gain (loss)
6,000	3M COMPANY	475,336	359,784	(115,552)
1,500	3M COMPANY	118,537	89,946	(28,591)
2,500	3M COMPANY	197,562	156,082	(41,480)
750	ADVANCED AUTO PTS INC	17,547	30,429	12,882
3,000	ADVANCED AUTO PTS INC	70,189	120,628	50,439
7,500	ADVANCED AUTO PTS INC	175,473	313,621	138,149
7,500	ADVANCED AUTO PTS INC	175,473	317,607	142,135
3,000	ADVANCED AUTO PTS INC	70,194	118,028	47,833
2,250	ADVANCED AUTO PTS INC	52,646	91,288	38,642
11,700	ALCOA INC	495,197	136,448	(358,749)
2,800	ALCOA INC	118,509	21,494	(97,015)
5,600	ALCOA INC	192,927	42,988	(149,940)
16,900	ALCOA INC	633,520	129,730	(503,790)
6,000	AMERICAN EXPRESS CO COM	227,970	244,350	16,380
10,000	AMERICAN INTERNATIONAL GROUP INC	581,579	49,796	(531,783)
5,000	AMERICAN INTERNATIONAL GROUP INC	302,762	24,898	(277,864)
6,000	AMERICAN INTERNATIONAL GROUP INC	355,215	29,877	(325,338)
12,000	AMERICAN INTERNATIONAL GROUP INC	702,811	59,755	(643,056)
9,500	AMERICAN INTERNATIONAL GROUP INC	571,036	47,306	(523,730)
12,500	AMERICAN INTERNATIONAL GROUP INC	755,090	28,962	(726,128)
5,000	AMERICAN INTERNATIONAL GROUP INC	306,729	11,585	(295,144)
12,500	AMERICAN INTERNATIONAL GROUP INC	835,504	28,962	(806,541)
5,000	AMERICAN INTERNATIONAL GROUP INC	331,668	11,585	(320,083)
7,500	AMERICAN INTERNATIONAL GROUP INC	518,078	17,377	(500,701)
5,000	AMERICAN INTERNATIONAL GROUP INC	330,939	11,585	(319,354)
2,500	AMERICAN INTERNATIONAL GROUP INC	181,695	5,792	(175,902)
5,000	AMERICAN INTERNATIONAL GROUP INC	295,391	11,585	(283,806)
800	AMERICAN NATL INS CO	54,997	51,971	(3,025)
100	AMERICAN NATL INS CO	6,951	6,496	(455)
9,910	ANADARKO PETROLEUM CORP	244,479	265,352	20,872
5,990	ANADARKO PETROLEUM CORP	168,791	160,389	(8,402)
1,700	APACHE CORP	211,395	110,484	(100,911)
0	ASCENT MEDIA CORP COM SER A	12	14	2
250	ASCENT MEDIA CORP COM SER A	6,166	5,826	(339)
880	ASCENT MEDIA CORP COM SER A	20,956	20,509	(447)
1,060	ASCENT MEDIA CORP COM SER A	23,937	24,704	767

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED MARCH 31, 2009

GAINS AND LOSSES ON SALES OF INVESTMENTS (Continued)
(See Accountants' Compilation Report)

No. of Shares or Amount of Bonds	Security	Cost Basis	Sales Proceeds	Gain (loss)
40,000	AVIS BUDGET GRP INC.	453,720	231,931	(221,789)
7,000	AXIS CAPITAL HOLDINGS LTD	189,734	154,917	(34,816)
7,900	BABCOCK & BROWN AIR LTD SPONSD ADR	181,352	50,490	(130,862)
25,000	BANCO SANTANDER CENTRAL HISPANO SA ADR	445,373	456,052	10,680
9,500	BANK OF AMERICA CORP CMN	406,645	286,972	(119,672)
9,500	BANK OF AMERICA CORP CMN	405,428	286,972	(118,455)
10,000	BANK OF AMERICA CORP CMN	422,739	302,076	(120,663)
6,500	BROOKFIELD HOMES CORP	254,860	84,674	(170,187)
2,700	BROOKFIELD HOMES CORP	105,865	20,760	(85,105)
1,500	BURLINGTON NRTHN SANTA COM	48,389	148,651	100,262
5,000	BURLINGTON NRTHN SANTA COM	237,865	478,923	241,058
10,000	BURLINGTON NRTHN SANTA COM	474,065	957,846	483,781
2,500	BURLINGTON NRTHN SANTA COM	118,516	240,946	122,429
2,500	BURLINGTON NRTHN SANTA COM	118,516	247,751	129,235
14,900	COLUMBIA SPORTSWEAR CO COM	703,610	539,650	(163,960)
3,200	DEVON ENERGY CORP NEW COM	266,835	184,837	(81,998)
5,103	DONNELLEY R R & SONS CO COM	130,892	80,388	(50,504)
1,512	DONNELLEY R R & SONS CO COM	37,451	23,819	(13,632)
4,851	DONNELLEY R R & SONS CO COM	116,576	76,418	(40,158)
9,300	ENSCO INT'L INC.	515,061	320,322	(194,739)
6,000	EOG RESOURCES INC CMN	510,473	823,032	312,559
5,000	EXTERRAN HLDGS INC.	199,698	84,994	(114,704)
10,000	EXTERRAN HLDGS INC.	203,771	169,987	(33,784)
15,000	GENERAL ELECTRIC CO COM	529,464	290,796	(238,668)
5,500	GENERAL ELECTRIC CO COM	194,972	130,954	(64,017)
9,500	GENERAL ELECTRIC CO COM	336,769	179,245	(157,524)
8,000	GENERAL ELECTRIC CO COM	282,797	150,943	(131,854)
7,000	GENERAL ELECTRIC CO COM	264,821	161,586	(103,235)
3,000	GENERAL ELECTRIC CO COM	109,869	69,251	(40,618)
4,500	GENERAL ELECTRIC CO COM	164,804	112,320	(52,484)
3,000	GENERAL ELECTRIC CO COM	109,338	74,880	(34,458)
7,000	GENERAL ELECTRIC CO COM	255,122	166,669	(88,453)
7,500	GENERAL ELECTRIC CO COM	268,269	178,574	(89,695)
10,000	GENERAL ELECTRIC CO COM	345,943	149,684	(196,259)
10,000	GENERAL ELECTRIC CO COM	350,284	149,684	(200,600)
2,500	GENERAL ELECTRIC CO COM	87,620	48,466	(39,154)

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED MARCH 31, 2009

GAINS AND LOSSES ON SALES OF INVESTMENTS (Continued)
(See Accountants' Compilation Report)

No. of Shares or Amount of Bonds	Security	Cost Basis	Sales Proceeds	Gain (loss)
7,500	GENERAL ELECTRIC CO COM	262,859	112,263	(150,596)
2,500	HARTFORD FINANCIAL SRVCS GROUP CMN	224,186	38,522	(185,664)
7,500	HARTFORD FINANCIAL SRVCS GROUP CMN	654,147	104,825	(549,322)
1,500	HARTFORD FINANCIAL SRVCS GROUP CMN	151,876	23,113	(128,763)
7,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	184,625	163,250	(21,374)
3,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	99,529	82,500	(17,029)
1,700	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	48,343	37,460	(10,883)
4,800	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	136,497	104,480	(32,017)
2,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	71,216	58,593	(12,623)
3,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	99,702	79,200	(20,502)
6,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	185,162	143,230	(41,932)
7,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	223,382	175,779	(47,603)
5,000	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	174,577	112,613	(61,964)
12,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	431,515	287,477	(144,038)
2,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	86,303	58,593	(27,710)
5,900	INGERSOLL RAND CO LTD CLASS A (BERMUDA)	253,066	112,039	(141,027)
5,400	INTL BUSINESS MACHINES CORP CMN	500,513	470,804	(29,709)
1,400	INTL BUSINESS MACHINES CORP CMN	133,803	122,060	(11,742)
12,525	LIBERTY MEDIA INT GRP SER A	261,548	144,919	(116,629)
20,500	LIBERTY MEDIA INT GRP SER A	374,722	237,193	(137,529)
3,200	LOEWS CORP	132,339	78,106	(54,233)
7,000	LOEWS CORP	295,240	170,857	(124,383)
9,700	LOWES COS INC	260,028	267,068	7,040
9,700	LOWES COS INC	260,028	182,473	(77,555)
3,350	MARINER ENERGY INC.	65,706	90,485	24,779
16,650	MARINER ENERGY INC.	326,567	449,522	122,955
7,300	METLIFE INC	378,805	208,145	(170,660)
12,700	METLIFE INC	659,016	152,817	(506,199)
3,000	METLIFE INC	152,024	36,099	(115,925)
21,700	MGIC INVESTMENT CORP WISC	409,543	129,907	(279,636)
30,000	NEWS CORP LTD CL A	350,224	203,414	(146,811)
12,000	NEWS CORP LTD CL A	161,810	81,366	(80,444)
4,400	NEWS CORP LTD CL A	66,741	29,834	(36,907)
4,300	NEWS CORP LTD CL A	67,060	36,567	(30,493)
16,700	NEWS CORP LTD CL A	260,444	113,234	(147,210)
25,000	NEWS CORP LTD CL A	552,970	212,601	(340,369)

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED MARCH 31, 2009

GAINS AND LOSSES ON SALES OF INVESTMENTS
(See Accountants' Compilation Report)

No. of Shares or Amount of Bonds	Security	Cost Basis	Sales Proceeds	Gain (loss)
10,400	NOKIA CORP SPONSORED ADR	293,087	157,155	(135,932)
22,100	NOKIA CORP SPONSORED ADR	622,809	271,076	(351,733)
1,200	NOVARTIS AG	56,274	59,091	2,817
2,400	NOVARTIS AG	136,331	118,183	(18,148)
45,000	OLD REP INTERNATIONAL CORP	811,218	410,472	(400,745)
11,100	OLD REP INTERNATIONAL CORP	166,483	101,250	(65,233)
14,300	ORACLE CORPORATION	269,073	228,668	(40,405)
3,600	PIONEER NATURAL RESOURCES INC	147,735	109,166	(38,569)
5,000	PIONEER NATURAL RESOURCES INC	215,930	151,619	(64,310)
34,300	PMI GROUP INC COM	468,059	71,124	(396,935)
27,300	PMI GROUP INC COM	80,344	56,609	(23,736)
30,800	POPULAR INC	425,959	371,009	(54,950)
1,185	POPULAR INC	24,885	14,274	(10,611)
1,000	ROCKWELL AUTOMATION INC	61,533	48,417	(13,115)
800	ROCKWELL AUTOMATION INC	49,226	20,754	(28,472)
1,700	ROCKWELL AUTOMATION INC	104,606	39,730	(64,876)
8,700	ROWAN COS INC	321,963	144,390	(177,573)
0	SCRIPPS E W CO OHIO CL A	0	9	9
6,100	SCRIPPS E W CO OHIO CL A	57,825	29,294	(28,532)
1,900	SCRIPPS E W CO OHIO CL A	17,545	9,124	(8,421)
4,000	SCRIPPS NETWORKS INTERACT INC CL A COM	166,816	118,764	(48,052)
30,000	SMURFIT STONE CONTAINER CORP	392,550	675	(391,875)
90,000	SMURFIT STONE CONTAINER CORP	785,403	198,902	(586,501)
45,200	SVENSKA KULLAGERFABRIKEN AB REDEMPTION CL	65,992	37,742	(28,250)
17,900	TALISMAN ENERGY INC	319,664	145,360	(174,304)
500	TOYOTA MTR CO SPON ADR	37,839	30,158	(7,681)
2,000	TOYOTA MTR CO SPON ADR	151,357	128,532	(22,826)
2,500	TOYOTA MTR CO SPON ADR	189,108	160,665	(28,443)
3	TOYOTA MTR CO SPON ADR	227	164,861	164,634
3,500	TOYOTA MTR CO SPON ADR	425,530	232,144	(193,386)
4,000	TOYOTA MTR CO SPON ADR	486,320	263,602	(222,718)
1,000	TOYOTA MTR CO SPON ADR	120,820	65,901	(54,919)
1,500	TOYOTA MTR CO SPON ADR	181,229	90,475	(90,754)
1,500	UNION PACIFIC CORP COM	85,880	225,061	139,181
2,000	UNION PACIFIC CORP COM	57,254	151,679	94,425
3,000	UNION PACIFIC CORP COM	85,590	227,518	141,928

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

FOR THE YEAR ENDED MARCH 31, 2009

GAINS AND LOSSES ON SALES OF INVESTMENTS
(See Accountants' Compilation Report)

No. of Shares or Amount of Bonds	Security	Cost Basis	Sales Proceeds	Gain (loss)
1,000	UNION PACIFIC CORP COM	28,530	79,177	50,647
2,500	UNION PACIFIC CORP COM	70,720	197,943	127,223
5,000	UNUM GRP CO.(Formerly UnumProvident)	72,151	127,410	55,259
10,000	UNUM GRP CO.(Formerly UnumProvident)	144,302	218,254	73,952
5,000	UNUM GRP CO.(Formerly UnumProvident)	70,655	121,217	50,562
5,000	UNUM GRP CO.(Formerly UnumProvident)	70,655	109,127	38,472
5,000	UNUM GRP CO.(Formerly UnumProvident)	64,686	121,217	56,531
5,000	UNUM GRP CO.(Formerly UnumProvident)	104,236	127,410	23,175
15,000	VALERO ENERGY CORP	132,787	772,011	639,224
15,100	VALERO ENERGY CORP	133,672	739,702	606,030
19,500	XEROX CORP	334,848	149,711	(185,137)
18,000	XEROX CORP	309,712	138,195	(171,516)
1,000,000	UNITED STATES TREAS BILLS 04/24/2008	982,605	1,000,000	17,395
500,000	UNITED STATES TREAS BILL 10/23/08	495,804	499,124	3,321
200,000	UNITED STATES TREAS BILL 10/23/08	198,322	199,819	1,497
500,000	UNITED STATES TREAS BILL 10/23/08	495,804	499,993	4,189
100,000	UNITED STATES TREAS BILL 10/23/08	99,161	99,999	838
700,000	UNITED STATES TREAS BILL 10/23/08	694,125	700,000	5,875
500,000	UNITED STATES TREAS BILL 11/13/08	495,397	500,000	4,603
500,000	UNITED STATES TREAS BILL 01/08/09	498,825	499,979	1,154
1,000,000	UNITED STATES TREAS BILL 01/08/09	997,649	999,978	2,328
200,000	UNITED STATES TREAS BILL 01/15/09	199,808	199,999	191
200,000	UNITED STATES TREAS DT 03/19/09	199,171	199,967	796
300,000	UNITED STATES TREAS DT 08/07/08-02/05/09	299,793	299,995	202
800,000	UNITED STATES TREAS DT 08/21/08	797,363	799,958	2,595
700,000	UNITED STATES TREAS BILL 03/05/09	693,391	700,000	6,609
1,400,000	UNITED STATES TREAS BILLS 04/17/2008	1,372,548	1,400,000	27,452
50,000	UNITED STATES TREAS BILL 07/10/08	49,466	49,922	456
275,000	UNITED STATES TREAS BILL 07/10/08	270,797	274,571	3,774
400,000	UNITED STATES TREAS BILL 07/10/08	393,886	400,000	6,114
1,800,000	UNITED STATES TREAS BILL 10/16/08	1,785,049	1,800,000	14,951
100,000	UNITED STATES TREAS DT 10/16/08	99,912	99,977	65
25,000	UNITED STATES TREAS DT 10/16/08	24,894	25,000	106
135,000	UNITED STATES TREAS DT 10/16/08	134,425	134,996	571
15,000	UNITED STATES TREAS DT 10/16/08	14,889	15,000	111
		49,343,374	35,337,206	(14,006,168)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print	Name of Exempt Organization DOROT FOUNDATION	**Employer identification number** 13-6116927
File by the extended due date for filing the return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. C/O MARKS PANETH ET AL - 622 THIRD AVE	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10017-6701	

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

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ STEVEN BAUM - DOROT FOUNDATION C/O MARKS ET AL - 622 THIRD AVE - NEW YORK, NY 10017

  Telephone No. ▶ 212-503-8800 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 is for

4 I request an additional 3-month extension of time until FEBRUARY 15, 2010.

5 For calendar year ______ , or other tax year beginning APR 1, 2008 , and ending MAR 31, 2009 .

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

7 State in detail why you need the extension
INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE

8a	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.	8a	$ 90,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 92,955.
c	**Balance Due.** Subtract line 8b from line 8a. 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.	8c	$ 0.

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 ▶ Title ▶ CPA Date ▶

Form **8868** (Rev. April 2009) Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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	Employer identification number
File by the due date for filing your return. See instructions.	DOROT FOUNDATION	13-6116927
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O MARKS PANETH et al - 622 THIRD AVE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10017-6701	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ Dorot Foundation c/o Marks et al - 622 Third Ave - New York, NY 10017

Telephone No. ▶ 212-503-8800 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 November 15, 2009, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [ ] calendar year ______ or
▶ [X] tax year beginning APR 1, 2008, and ending MAR 31, 2009.

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	$ 90,000.
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.	3b	$ 92,955.
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.

● If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

● **If you are filing for an Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print	Name of Exempt Organization	Employer identification number
	DOROT FOUNDATION	13-6116927
File by the extended due date for filing the return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. C/O MARKS PANETH et al - 622 THIRD AVE	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10017-6701	

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

[ ] Form 990 [ ] Form 990-EZ [ ] Form 990-T (sec. 401(a) or 408(a) trust) [ ] Form 1041-A [ ] Form 5227 [ ] Form 8870
[ ] Form 990-BL [X] Form 990-PF [ ] Form 990-T (trust other than above) [ ] Form 4720 [ ] Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

● The books are in the care of ▶ Dorot Foundation c/o Marks et al - 622 Third Ave - New York, NY 10017
Telephone No.▶ 212-503-8800 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 is for.

4 I request an additional 3-month extension of time until February 15, 2010.

5 For calendar year ______, or other tax year beginning APR 1, 2008, and ending MAR 31, 2009.

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

7 State in detail why you need the extension
information necessary to prepare a complete and accurate return is not yet available

8a	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.	8a	$ 90,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 92,955.
c	**Balance Due.** Subtract line 8b from line 8a. 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.	8c	$ 0.

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 ▶ Title ▶ cpa Date ▶

623832
05-26-09