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

OMB No 1545-0052

2008

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

For calendar year 2008, or tax year beginning **12/01, 2008**, and ending **11/30, 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
THE KUPFERBERG FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) Room/suite
131-38 SANFORD AVENUE

City or town, state, and ZIP code
FLUSHING, NY 11355

A Employer identification number
11-6008915

B Telephone number (see page 10 of the instructions)
(718) 461-7000

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 ☒ 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) **\$ 11,353,431.**

J Accounting method ☒ 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 11 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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule) if the foundation is not required to attach Sch. B. <input checked="" type="checkbox"/>				
	2 Check <input checked="" type="checkbox"/>				
	3 Interest on savings and temporary cash investments	92,401.	92,401.		
	4 Dividends and interest from securities	275,836.	275,836.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,269,513.			
	b Gross sales price for all assets on line 6a 8,321,641.				
	7 Capital gain net income (from Part IV, line 2)		1,258,275.		
	8 Net short-term capital gain				
	9 Income modifications				
	10 a Gross sales less returns and allowances				
Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	-40.	-40.		STMT 1
	12 Total. Add lines 1 through 11	1,637,710.	1,626,472.		
	13 Compensation of officers, directors, trustees, etc.	NONE			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	11,440.	8,580.	NONE	2,860.
	c Other professional fees (attach schedule)	37,578.	37,578.	NONE	NONE
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	6,825.	561.	NONE	NONE
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) STMT, 4	13,985.	10,398.	NONE	2,837.
	24 Total operating and administrative expenses. Add lines 13 through 23	69,828.	57,117.	NONE	5,697.
Total	25a Contributions, gifts, grants paid	628,500.			628,500.
	26 Total expenses and disbursements. Add lines 24 and 25	698,328.	57,117.	NONE	634,197.
	27 Subtract line 26 from line 12	939,382.			
Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			1,569,355.		
c Adjusted net income (if negative, enter -0-)				-0-	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions. ** STMT 3

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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	181,715.	15,141.	15,141.
	2 Savings and temporary cash investments	5,591,896.	1,511,616.	1,513,216.
	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)	1,979,023.	3,884,860.	6,422,106.
	c Investments - corporate bonds (attach schedule)	NONE	3,280,399.	3,402,968.
	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 the instructions Also, see page 1, item I)	7,752,634.	8,692,016.	11,353,431.	
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	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	430,800.	430,800.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	7,321,834.	8,261,216.	
30 Total net assets or fund balances (see page 17 of the instructions)	7,752,634.	8,692,016.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	7,752,634.	8,692,016.		

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	7,752,634.
2 Enter amount from Part I, line 27a	2	939,382.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	8,692,016.
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	8,692,016.

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 SEE PART IV SCHEDULE					
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	1,258,275.	
<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;"> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="border-left: 1px solid black; padding-left: 5px; margin-left: 10px;"> 2 </div> </div>					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
<div style="display: flex; align-items: center;"> <div style="margin-right: 10px;"> If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8. </div> <div style="border-left: 1px solid black; padding-left: 5px; margin-left: 10px;"> 3 </div> </div>					

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.

(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	625,985.	12,446,951.	0.050292
2006	577,376.	12,690,444.	0.045497
2005	562,199.	12,036,820.	0.046707
2004	619,326.	11,928,676.	0.051919
2003	530,971.	13,038,361.	0.040724
2 Total of line 1, column (d)			2 0.235139
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 0.047028
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 10,622,700.
5 Multiply line 4 by line 3			5 499,564.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 15,694.
7 Add lines 5 and 6			7 515,258.
8 Enter qualifying distributions from Part XII, line 4			8 634,197.

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 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary - see instructions)		1	15,694.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	
3 Add lines 1 and 2		3	15,694.
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	15,694.
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	6,000.	
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	6,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	9,694.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be Credited to 2009 estimated tax	11	NONE Refunded	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
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		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		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	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		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?	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	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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	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 on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the 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 ▶ <u>N/A</u>				
14	The books are in care of ▶ <u>MAX KUPFERBERG</u> Telephone no ▶ <u>718-461-7000</u>			
	Located at ▶ <u>131-38 SANFORD AVE FLUSHING, NY</u> ZIP + 4 ▶ <u>11355</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here N/A			
	and enter the amount of tax-exempt interest received or accrued during the year	15		

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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	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	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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 20 of the instructions)	2b	N/A
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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	X

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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)? (see page 22 of the instructions) ☐ 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 22 of the instructions)? **5b** ☐ Yes ☒ No **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 foundation 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)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ No **X**

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 **7b** ☐ Yes ☒ No **N/A**

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ No **N/A**

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 22 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 5		NONE	NONE	NONE

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 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**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 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 NOT APPLICABLE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 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 NOT APPLICABLE	
2	
All other program-related investments. See page 24 of the instructions.	
3 NONE	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 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	7,579,457.
b	Average of monthly cash balances	1b	3,205,010.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	10,784,467.
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	10,784,467.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	161,767.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,622,700.
6	Minimum investment return. Enter 5% of line 5	6	531,135.

Part XI Distributable Amount (see page 25 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	531,135.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	15,694.
b	Income tax for 2008 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	15,694.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	515,441.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	515,441.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	515,441.

Part XII Qualifying Distributions (see page 25 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	634,197.
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	634,197.
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 (see page 26 of the instructions)	5	15,694.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	618,503.

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 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				515,441.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			605,708.	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2008				
a From 2003	NONE			
b From 2004	NONE			
c From 2005	NONE			
d From 2006	NONE			
e From 2007	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 634,197.				
a Applied to 2007, but not more than line 2a . . .			605,708.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2008 distributable amount				28,489.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2008. (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	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2007. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009				486,952.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2004	NONE			
b Excess from 2005	NONE			
c Excess from 2006	NONE			
d Excess from 2007	NONE			
e Excess from 2008	NONE			

Part XIV Private Operating Foundations (see page 27 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 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			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
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 page 27 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))

MAX KUPFERBERG

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

NOT APPLICABLE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ 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 page 28 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

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

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 6				
Total ▶ 3a				628,500.
b Approved for future payment				
Total ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 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	92,401.	
4 Dividends and interest from securities				14	275,836.	
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	1,269,473.	
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)					1,637,710.	
13 Total. Add line 12, columns (b), (d), and (e)						1,637,710.

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

[illegible]

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2008

Name of estate or trust

THE KUPFERBERG FOUNDATION

Employer identification number

11-6008915

Note: Form 5227 filers need to complete *only* Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	195,847.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	195,847.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	1,062,428.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	1,062,428.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

Part III Summary of Parts I and II**Caution: Read the instructions before completing this part**

	(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		195,847.
14 Net long-term gain or (loss):			
a Total for year	14a		1,062,428.
b Unrecaptured section 1250 gain (see line 18 of the wrksh)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		1,258,275.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of	16	()
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20 Add lines 18 and 19	20	
21 If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22 Subtract line 21 from line 20. If zero or less, enter -0-	22	
23 Subtract line 22 from line 17. If zero or less, enter -0-	23	
24 Enter the smaller of the amount on line 17 or \$2,200	24	
25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26, go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25	
26 Subtract line 25 from line 24	26	
27 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29 Subtract line 28 from line 27	29	
30 Multiply line 29 by 15% (15)	30	
31 Figure the tax on the amount on line 23. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	31	
32 Add lines 30 and 31	32	
33 Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)	34	

Schedule D (Form 1041) 2008

Department of the Treasury
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

2008

Name of estate or trust

Employer identification number

THE KUPFERBERG FOUNDATION

11-6008915

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less[illegible]

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	195,847.
--	-----------------

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2008

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

	(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a						
	SEE STATEMENT B	VARIOUS	VARIOUS	1,961,879.	899,451.	1,062,428.
6b Total.	Combine the amounts in column (f). Enter here and on Schedule D, line 6b					1,062,428.

Schedule D-1 (Form 1041) 2008

FORM 990-PF, PART II, LINE 10B

NAME	QTY	COST PER BOOKS	MARKET VALUE
		12/31/2009	12/31/2009
ABBOTT LABORATORIES	1,500 00	65,348	81,735
ACE LTD NEW	800 00	35,665	38,968
ALCON INC	550 00	58,168	81,334
ANADARKO PETROLEUM CORP	2,000 00	75,756	119,060
APACHE CORP	600 00	47,309	57,168
ASSURANT INC	1,700 00	54,346	51,969
BAYER A G SPONSORED A/D/R	280 00	20,105	21,460
BCE INC	840 00	20,346	22,260
CABOT OIL & GAS CORP CL A	1,350 00	44,065	51,705
CANADIAN NATURAL RESOURCES LTD	750 00	31,839	50,355
CANADIAN OIL SANDS TRUST	3,200 00	83,600	88,783
CENTRAL FUND CANADA LTD CL A	1,480 00	20,432	21,919
CISCO SYSTEMS INC	2,500 00	43,671	58,500
CONSOL ENERGY INC	1,300 00	40,099	59,696
CVS/CAREMARK CORPORATION	1,000 00	26,060	31,010
DEVON ENERGY CORP	1,590 00	109,948	107,087
DIAGEO P L C SPONSORED A/D/R NEW	500 00	26,703	33,805
E M C CORP MASS	1,900 00	20,348	31,977
EOG RESOURCES INC	350 00	27,206	30,272
EVEREST RE GROUP LTD	500 00	34,594	42,555
GOLDCORP INC	1,100 00	44,565	46,200
GOOGLE INC CL A	130 00	55,399	75,790
HEWLETT-PACKARD CO	1,950 00	68,572	95,667
I SHARES FTSE/XINHUA CHINA 25 INDEX FUND	900 00	23,126	39,330
ICONIX BRAND GROUP INC	2,200 00	37,042	24,772
INTERNATIONAL BUSINESS MACHINES CORP	750 00	73,974	94,763
ISHARES MSCI JAPAN INDEX FUND	3,700 00	37,178	35,372
ISHARES S&P GLOBAL CLEAN ENERGY FUND	2,000 00	35,863	43,180
JOHNSON & JOHNSON	1,050 00	57,003	65,982
KUBOTA LTD A/D/R	800 00	34,732	35,152
LINCOLN NATIONAL CORP	1,500 00	27,430	34,365
LOEWS CORP	1,300 00	34,333	46,046
LTV CORP	2,491 00	33,940	2
MARSH & MCLENNAN COMPANIES INC	5,240 00	102,995	118,162
MC DONALDS CORP	1,100 00	60,114	69,575
MERITOR SAVINGS BANK	20,000 00	136,252	57,600
MONSANTO CO	2,006 00	23,472	161,985
NORFOLK SOUTHERN CORP	1,000 00	30,653	51,400
NSTAR	570 00	17,927	18,884
NY CMNTY BANCORP, INC	185,777 33	810,221	2,171,733
OCCIDENTAL PETROLEUM CORP	8,100 00	141,921	654,399
ORACLE CORP	3,300 00	54,909	72,864
PARTNERRE LTD BERMUDA	260 00	20,523	20,030
PETROLEO BRASILEIRO SA PETROBRAS SPONSORED A/D/R	360 00	17,926	18,461
PHILIP MORRIS INTERNATIONAL	650 00	23,699	31,259
POTASH CORP SASKATCHEWAN INC	700 00	59,928	78,694
RANGE RESOURCES CORP	1,300 00	51,610	61,269
RAYTHEON CO	400 00	18,678	20,612
REINSURANCE GROUP AMERICA	1,000 00	33,628	46,500
REPUBLIC SERVICES INC	1,800 00	30,733	50,760
SAFEWAY INC	1,800 00	34,726	40,500
SCHLUMBERGER LTD	550 00	23,164	35,140
SOCIEDAD QUIMICA MINERA DE CHILE REPSTG SER B SHS SPONSORED A/D/R	1,200 00	35,978	45,336
SOUTHWESTERN ENERGY CO	400 00	11,284	17,584
SPDR GOLD TRUST	600 00	55,070	69,384
SPECTRA ENERGY CORPORATION W/I	1,020 00	20,561	19,798
STATE STREET CORP	1,400 00	48,174	57,820
SYMANTEC CORP	1,500 00	26,296	26,625
SYNGENTA AG SPONSORED A/D/R	410 00	20,228	21,939
THE TRAVELERS COMPANIES INC	2,000 00	86,432	104,780
UNILEVER N V	950 00	22,901	29,270
UNION PACIFIC CORP	1,500 00	56,065	94,890
UNITED PARCEL SERVICE INC CL B	1,050 00	57,917	60,344
VALE SA SPONSORED A/D/R	1,500 00	20,678	43,005
VALIDUS HOLDINGS LTD	2,200 00	53,528	58,300
VERISIGN INC	1,850 00	36,902	41,514
WAL MART STORES INC	410 00	20,638	22,366
WISDOMTREE INDIA EARNINGS FUND	1,550 00	29,066	33,372
WYNN RESORTS LTD	900 00	53,155	58,086
XEROX CORP	10,000 00	48,645	77,000
YINGLI GREEN ENERGY HLDG COMPANY LTD A/D/R	3,000 00	39,496	42,630
		3,884,860	6,422,106

FORM 990-PF, PART II, LINE 10C

NAME	COST PER BOOKS 12/31/2009	MARKET VALUE 12/31/2009
BHP BILLITON FINANCE	51,451	53,829
CITIGROUP FUNDING INC	49,860	51,195
COCA COLA CO	51,572	52,561
DIAGEO CAPITAL PLC	52,177	54,343
ELI LILLY & CO	52,307	53,595
FEDERAL FARM CREDIT BANK	25,000	25,258
FEDERAL HOME LOAN BANK	24,963	25,008
GOLDMAN SACHS GROUP INC	302,887	324,350
HEWLETT-PACKARD CO	48,375	49,956
INTERNATIONAL FINANCE CORP - BRL	111,387	113,302
JPMORGAN CHASE & CO	49,662	53,412
JP MORGAN STRATEGIC INCOM	449,993	452,091
JP MORGAN TREASURY & AGENCY FUND	506,123	512,558
MICROSOFT CORP	50,549	51,575
NOVARTIS CAPITAL CORP	51,534	53,588
PEPSICO INC	51,248	52,687
SIMON PROPERTY GROUP LP	250,000	273,925
STATE STREET CORP	50,409	53,123
U S A BONDS	282,714	297,247
UNILEVER CAPITAL CORP	51,375	52,572
UNITED PARCEL SERVICE	51,562	53,098
UNITEDHEALTH GROUP INC	49,790	52,722
VALERO ENERGY CORP	263,125	273,645
VICOM INC	250,625	261,793
WAL MART STORES INC	49,596	52,079
WESTERN UNION CO	52,121	53,462
	3,280,399	3,402,968

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INVESTMENT INCOME (LOSS)	-40.	-40.
TOTALS	-40.	-40.
	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
BROKER FEES	37,578.	37,578.	NONE	NONE
TOTALS	37,578.	37,578.	NONE	NONE

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
FEDERAL EXCISE TAX	6,264.	NONE	NONE	NONE
FOREIGN TAXES	561.	561.	NONE	NONE
TOTALS	6,825.	561.	NONE	NONE
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
NYS FILING FEE	750.	NONE	NONE	NONE
OFFICE EXPENSES	11,347.	8,510.	NONE	2,837.
BANK FEES	1,876.	1,876.	NONE	NONE
INVESTMENT EXPENSES	12.	12.	NONE	NONE
TOTALS	13,985.	10,398.	NONE	2,837.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
MAX KUPFERBERG 131-38 SANFORD AVENUE FLUSHING, NY 11355	PRESIDENT 5.	NONE	NONE	NONE
MARTIN KUPFERBERG 131-38 SANFORD AVENUE FLUSHING, NY 11355	TRUSTEE 5.	NONE	NONE	NONE
SAUL KUPFERBERG 131-38 SANFORD AVENUE FLUSHING, NY 11355	TRUSTEE 5.	NONE	NONE	NONE
GRAND TOTALS		NONE	NONE	NONE

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

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

ANGEL FLIGHT NORTHEAST
492 SUTTON STREET
N. ANDOVER, MA 01845

GENERAL

10,000.

ANTI DEFAMATION LEAGUE OF B'NAI B'RITH
823 UNITED NATIONS PLAZA
NEW YORK, NY 10017

GENERAL

10,000.

BACKSTRETCH EMPLOYEE ASSISTANCE TEAM OF NY
PO BOX 66
ELMONT, NY 11003

GENERAL

1,000.

CALVARY FUND INC OF CALVARY HOSPITAL
1740 EASTCHESTER RD.
BRONX, NY 10461

GENERAL

10,000.

CONSERVATIVE SYNAGOGUE OF 5TH AVENUE
11 EAST 11 ST.
NEW YORK, NY 10003

GENERAL

3,000.

CROHNS&COLITIS FOUNDATION OF AMERICA INC-LI CHAPT.
585 STEWART AVENUE-SUITE 414
GARDEN CITY, NY 11530

RESTRICTED

10,000.

FLUSHING HOSPITAL MEDICAL CENTER
45TH AVE & PARSONS BLVD
FLUSHING, NY 11355

RESTRICTED

15,000.

LEARNING LEADERS
80 MAIDEN LANE-SUITE 11
NEW YORK, NY 10038-4729

GENERAL

2,500.

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

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

MATAN, INC
333 MARATONECK AE-SUITE 342
WHITE PLAINS, NY 10605

RESTRICTED

8,000.

NEW YORK HALL & SCIENCE
342 MADISON AVE - SUITE 1133
NEW YORK, NY 10173

RESTRICTED

220,000.

NS- LIJ HEALTH SYSTEM FOUNDATION
300 COMMUNITY DRIVE
MANHASSET, NY 11030

RESTRICTED

50,000.

QUEENS BOTANICAL GARDEN
43-50 MAINT ST
FLUSHING, NY 11355

RESTRICTED

10,000.

QUEENS COLLEGE FOUNDATION
COLDEN CENTER PERFORMING ARTS
FLUSHING, NY 11367

RESTRICTED

95,000.

QUEENS LIBRARY FOUNDATION
89-11 MERRICK AVE.
JAMAICA, NY 11432

RESTRICTED

5,000.

QUEENS MUSEUM OF ART
NYC BLDG-FLUSHING MEADOW PK
FLUSHING, NY 11368

GENERAL

5,000.

QUEENS THEATRE IN THE PARK
PO BOX 520069
FLUSHING, NY 11352

RESTRICTED

5,000.

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

 RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
 AND
 FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
QUEENSBORO COMMUNITY COLLEGE FUND 222-05 56 AVE BAYSIDE, NY 11364	RESTRICTED	20,000.
SAFE SPACE 295 LAFAYETTE ST - SUITE 920 NEW YORK, NY 10012	GENERAL	10,000.
SELF HELP COMMUNITY SERVICES, INC. 42-25 KISSENA BLVD FLUSHING, NY 11355	RESTRICTED	3,000.
SOLOMON SCHECTER SCHOOL OF MANHATTAN 50 EAST 87TH STREET NEW YORK, NY 10128	RESTRICTED	30,000.
ST. FRANCIS HOSPITAL 100 PORT WASHINGTON BLVD. ROSLYN, NY 11576	RESTRICTED	5,000.
TELECARE PO BOX 158 UNIONDALE, NY 11553-0158	GENERAL	2,000.
TEMPLE BETH SHOLOM 171-39 NORTHERN BLVD FLUSHING, NY 11358	RESTRICTED	15,000.
THE FOUNDATION FIGHTING BLINDNESS 11350 MC CORMICK RD. HUNT VALLEY, MD 21031	GENERAL	15,000.

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

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR
AND
FOUNDATION STATUS OF RECIPIENT

RECIPIENT NAME AND ADDRESS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THEODORE ROOSEVELT COUNCIL, BSA 544 BROADWAY MASSAPEQUA, NY 11758	RESTRICTED	5,000.
THIRTEEN/ WNET NEW YORK 450 WEST 33RD STREET NEW YORK, NY 10001	RESTRICTED	5,000.
VISITING NURSE SERVICE OF NY 107 EAST 70TH ST NEW YORK, NY 10021	RESTRICTED	3,000.
WLIW/ CHANNEL 21 450 WEST 33RD ST. NEW YORK, NY 10001	RESTRICTED	5,000.
AUTISM SPEAKS 181 WESTCHESTER AVE. PORT CHESTER, NY 10573	RESTRICTED	20,000.
SCHEPENS EYE RESEARCH INSTITUTE 20 STANFORD STREET BOSTON, MA 02114	RESTRICTED	10,000.
BOSTON FOUNDATION FOR SIGHT 464 HILLSIDE AVE., SUITE 205 NEEDHAM, MA 02494	RESTRICTED	10,000.

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

RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

AND

FOUNDATION STATUS OF RECIPIENT

PURPOSE OF GRANT OR CONTRIBUTION

AMOUNT

RECIPIENT NAME AND ADDRESS

ACKERMAN INSTITUTE FOR FAMILY THERAPY 149 EAST 78TH STREET NEW YORK, NY 10021	NO RELATIONSHIP PUBLIC	GENERAL	5,000.
GREAT NECK SOUTH HIGH SCHOOL 341 LAKEVILLE RD GREAT NECK, NY 11021	NO RELATIONSHIP GOVERNMENT	RESTRICTED	1,000.
CHARLEY'S FUND 20 STOCKBRIDGE RD-SUITE #3 GREAT BARRINGTON, MA 01230	NO RELATIONSHIP PUBLIC		5,000.

TOTAL CONTRIBUTIONS PAID

628,500.

NAME	QTY	COST	PROCEEDS	SHORT TERM
				CAPITAL GAIN/(LOSS)
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS	961 34	961	961	0
I SHARES FTSE/XINHUA CHINA 25 INDEX FUND	200 00	5,262	6,902	1,641
DENBURY RES INC	500 00	7,438	7,541	104
DENBURY RES INC	500 00	7,438	8,317	879
CONSTELLATION BRANDS INC A	600 00	7,787	9,252	1,464
COMPANHIA VALE DO RIO DOCE SPONSORED A/D/R	750 00	10,257	13,686	3,429
CONSTELLATION BRANDS INC A	1,000.00	12,976	16,746	3,770
POWERSHARES DB AGRICULTURE FUND	760.00	20,224	19,445	(780)
JOHN DEERE CAPITAL CORP MEDIUM TERM FLOATING RATE NOTES	20,000 00	19,850	19,928	78
FPL GROUP INC	400.00	20,333	22,523	2,190
MELCO PBL ENTERTAINMENT A/D/R	5,200 00	29,864	22,714	(7,150)
HOME DEPOT INC	1,000 00	20,690	23,025	2,335
CONSTELLATION BRANDS INC A	1,400 00	17,521	23,380	5,859
UNILEVER N V	1,000 00	18,748	24,008	5,261
FEDERAL FARM CREDIT BANK	25,000 00	24,992	25,000	8
MELCO PBL ENTERTAINMENT A/D/R	5,300.00	33,307	27,254	(6,053)
EXELON CORP	550.00	25,991	28,899	2,907
H & R BLOCK INC	2,000.00	37,151	29,753	(7,399)
CISCO SYSTEMS INC	2,000 00	29,400	34,053	4,653
E M C CORP MASS	1,900 00	21,305	34,479	13,174
VENTAS INC	1,000 00	25,563	37,963	12,400
CISCO SYSTEMS INC	1,750 00	34,091	38,429	4,338
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	39,769.58	39,770	39,770	0
VALE SA SPONSORED A/D/R	1,550.00	30,163	44,571	14,408
LABORATORY CORP AMERICAN HOLDINGS	700 00	44,104	46,909	2,805
E M C CORP MASS	3,250 00	37,768	48,660	10,892
ULTRA FINANCIALS PROSHARES	14,000 00	33,027	61,327	28,300
VENTAS INC	1,800.00	53,116	69,417	16,301
AT&T INC	3,000.00	70,280	76,964	6,684
CONSTELLATION ENERGY GROUP INC	2,750.00	44,871	89,593	44,722
J M SMUCKER CO	1,850 00	71,438	93,478	22,040
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	99,963 19	99,963	99,963	0
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	149,930.42	149,930	149,930	0
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	150,000.00	150,000	150,000	0
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	225,000 00	225,000	225,000	0
AMERICAN EXPR CENTURION FLOATING RATE NOTE	250,000.00	248,175	250,000	1,825

NAME	QTY	COST	PROCEEDS	SHORT TERM
				CAPITAL GAIN/(LOSS)
CITIGROUP FUNDING INC MEDIUM TERM FLOATING RATE NOTE	250,000 00	245,968	250,000	4,033
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	250,432 82	250,433	250,433	0
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	504,246 51	504,247	504,247	0
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	515,182 29	515,182	515,182	0
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	646,969 18	646,969	646,969	0
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	1,000,000 00	1,000,000	1,000,000	0
JPMORGAN PRIME MONEY MARKET FUND PREMIER SHARE CLASS FUND 350	1,266,739 76	1,266,740	1,266,740	0
MC DONALDS CORP	100 00	5,623	6,351	728
		6,163,915	6,359,762	195,847

NAME	QTY	COST	PROCEEDS	LONG TERM CAPITAL GAIN/(LOSS)
AMERICAN NATIONAL INSURANCE CO	1,000	56,816	42,250	(14,566)
AMERICAN NATIONAL INSURANCE CO	1,000	56,816	62,760	5,943
AMERICAN NATIONAL INSURANCE CO	2,000	113,633	128,613	14,981
FORESTAR GROUP INC	2,666	40,762	31,992	(8,770)
GUARANTY FINANCIAL GROUP INC	2,666	26,156	1,640	(24,516)
KNIGHT CAPITAL GROUP INC CL A	22,500	105,527	350,044	244,517
KNIGHT CAPITAL GROUP INC CL A	10,000	46,901	163,161	116,260
KNIGHT CAPITAL GROUP INC CL A	3,750	17,588	83,813	66,225
KNIGHT CAPITAL GROUP INC CL A	3,750	17,588	84,710	67,122
LANDMARK BANCORP INC - CASH IN LIEU			10	10
LANDMARK BANCORP INC	300	2,466	4,576	2,110
LANDMARK BANCORP INC	300	2,466	4,635	2,169
LANDMARK BANCORP INC	251	2,063	3,890	1,827
LANDMARK BANCORP INC	500	4,110	7,750	3,639
LANDMARK BANCORP INC	300	2,466	4,689	2,223
LANDMARK BANCORP INC	66	543	1,056	513
LANDMARK BANCORP INC	153	1,258	2,448	1,190
LANDMARK BANCORP INC	200	1,644	3,200	1,556
LANDMARK BANCORP INC	481	3,954	7,696	3,742
LANDMARK BANCORP INC	300	2,466	4,845	2,379
LANDMARK BANCORP INC	100	822	1,625	803
MONSANTO CO	1,766	5,621	145,338	139,717
OCCIDENTAL PETROLEUM CORP	2,500	35,534	144,647	109,112
PFIZER INC	14,494	184,298	191,320	7,022
TEMPLE INLAND INC	8,000	97,378	31,171	(66,207)
TERRA INDUSTRIES INC	927	8,362	26,512	18,151
WESTPAC BANKING CORP SPONSORED A/D/R	950	11,820	115,422	103,602
WESTPAC BANKING CORP SPONSORED A/D/R	925	11,509	114,048	102,538

NAME	QTY	COST	PROCEEDS	LONG TERM
				CAPITAL GAIN/(LOSS)
WESTPAC BANKING CORP SPONSORED A/D/R	1,250	15,553	68,634	53,082
WESTPAC BANKING CORP SPONSORED A/D/R	1,875	23,330	129,385	106,054
		899,451	1,961,879	1,062,428