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

2009

For calendar year 2009, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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

Name of foundation
THE LOMBARDO FOUNDATION, INC.
C/O CUMMINGS & LOCKWOOD

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
4 STAMFORD PLAZA

City or town, state, and ZIP code
STAMFORD, CT 06904

A Employer identification number
06-1512354

B Telephone number
(203)327-1700

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) ▶$ 489,370.

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).)

		(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	4,609.	4,609.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<162,889.>			
	b Gross sales price for all assets on line 6a 223,774.				
	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	88.	88.		STATEMENT 2
	12 Total. Add lines 1 through 11	<158,192.>	4,697.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	997.	0.		997.
	c Other professional fees STMT 4	4,283.	4,283.		0.
	17 Interest				
	18 Taxes STMT 5	53.	53.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	435.	0.		435.
	24 Total operating and administrative expenses. Add lines 13 through 23	5,768.	4,336.		1,432.
	25 Contributions, gifts, grants paid	31,190.			31,190.
	26 Total expenses and disbursements. Add lines 24 and 25	36,958.	4,336.		32,622.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<195,150.>			
	b Net investment income (if negative, enter -0-)		361.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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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	108.	4,278.	4,278.
	2	Savings and temporary cash investments	32,261.	187,938.	187,938.
	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 7	367,298.	274,274.	274,274.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	71,763.	22,880.	22,880.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	471,430.	489,370.	489,370.
Liabilities	17	Accounts payable and accrued expenses	1,253.		
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	1,253.	0.	
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 ▶ [X] and complete lines 27 through 31			
	27	Capital stock, trust principal, or current funds	470,177.	489,370.	
	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**	470,177.	489,370.	
	31	**Total liabilities and net assets/fund balances**	471,430.	489,370.	

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	470,177.
2	Enter amount from Part I, line 27a	2	<195,150.>
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS ON INVESTMENTS	3	214,343.
4	Add lines 1, 2, and 3	4	489,370.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	489,370.

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 ATTACHED SCH	P		
b	SEE ATTACHED SCH	P		
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	37,171.			<6,231.>
b	186,603.			<156,658.>
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				<6,231.>
b				<156,658.>
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	<162,889.>
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 X 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))
2008	61,593.	675,791.	.091142
2007	79,635.	886,908.	.089789
2006	38,205.	785,893.	.048613
2005	34,716.	761,888.	.045566
2004	40,354.	736,710.	.054776

2 Total of line 1, column (d)	2	.329886
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	.065977
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	454,693.
5 Multiply line 4 by line 3	5	29,999.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4.
7 Add lines 5 and 6	7	30,003.
8 Enter qualifying distributions from Part XII, line 4	8	32,622.

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 or determination letter: ________ **(attach copy of 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	4.
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	4.
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	4.
6 Credits/Payments.				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	957.		
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	957.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	953.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 953. **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)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
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?	2		X
If "Yes," attach a detailed description of the activities			
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) ▶ CT			
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 2009 or the taxable year beginning in 2009 (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 ▶ N/A

14 The books are in care of ▶ CUMMINGS & LOCKWOOD Telephone no. ▶ (203) 327-1700
Located at ▶ 4 STAMFORD PLAZA, STAMFORD, CT ZIP+4 ▶ 06904

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 X 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		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 2009?	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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes X 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 X No			
b	If "Yes," did it have excess business holdings in 2009 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 2009.)* N/A	3b		
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 2009?	4b		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 X 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 [X] No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes [X] 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 X 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 [X] 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)? N/A **5b**

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 X No

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes X 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
PHILIP J. LOMBARDO C/O CITADEL COMMUNICATIONS CO, LTD 44 BRONXVILLE, NY 10708	CHAIRMAN 1.00	0.	0.	0.
MARILYN A. LOMBARDO C/O CITADEL COMMUNICATIONS CO, LTD 44 BRONXVILLE, NY 10708	DIRECTOR 1.00	0.	0.	0.
DEAN P. LOMBARDO C/O CITADEL COMMUNICATIONS CO, LTD 44 BRONXVILLE, NY 10708	DIRECTOR 1.00	0.	0.	0.
JEFFREY J. LOMBARDO C/O CITADEL COMMUNICATIONS CO, LTD 44 BRONXVILLE, NY 10708	DIRECTOR 1.00	0.	0.	0.

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

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

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

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
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
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	295,853.
b	Average of monthly cash balances	1b	165,764.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	461,617.
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	461,617.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,924.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	454,693.
6	**Minimum investment return** Enter 5% of line 5	6	22,735.

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	22,735.
2a	Tax on investment income for 2009 from Part VI, line 5 2a 4.		
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	4.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	22,731.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	22,731.
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	22,731.

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	32,622.
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	32,622.
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	4.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	32,618.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				22,731.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007 8,458.				
e From 2008 27,889.				
f Total of lines 3a through e	36,347.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 32,622.				
a Applied to 2008, 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 2009 distributable amount				22,731.
e Remaining amount distributed out of corpus	9,891.			
5 Excess distributions carryover applied to 2009 (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	46,238.			
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 2008. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				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 2004 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	46,238.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007 8,458.				
d Excess from 2008 27,889.				
e Excess from 2009 9,891.				

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 2009, 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) 2009	(b) 2008	(c) 2007	(d) 2006	(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).)

PHILIP J. LOMBARDO

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:

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				
BROADCASTERS' FOUNDATION, INC. 296 OLD CHURCH RD. GREENWICH, CT 06830	N/A	PUBLIC CHARITY	GENERAL CONTRIBUTION, UNRESTRICTED TO PURPOSE	25,000.
KING LOW-HEYWOOD THOMAS 1450 NEWFIELD AVE STAMFORD, CT 06914	N/A	PUBLIC CHARITY	GENERAL CONTRIBUTION, UNRESTRICTED TO PURPOSE	2,000.
JANSEN MEMORIAL HOSPICE 69 MAIN STREET TUCKAHOE, NY 10707	N/A	PUBLIC CHARITY	GENERAL CONTRIBUTION, UNRESTRICTED TO PURPOSE	1,000.
MOTE MARINE LABORATORY 1600 KEN THOMPSON PARKWAY SARASOTA, FL 342361096	N/A	PUBLIC CHARITY	GENERAL CONTRIBUTION, UNRESTRICTED TO PURPOSE	250.
NAB EDUCATION FOUNDATION 1771 N. STREET, NW WASHINGTON, DC 20036	N/A	PUBLIC CHARITY	GENERAL CONTRIBUTION, UNRESTRICTED TO PURPOSE	1,940.
RINGLING COLLEGE OF ART/DESIGN 2700 NORTH TAMIAMI TRAIL SARASOTA, FL 34234	N/A	PUBLIC CHARITY	GENERAL CONTRIBUTION, UNRESTRICTED TO PURPOSE	1,000.
Total			▶ 3a	31,190.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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					
4 Dividends and interest from securities			14	4,609.	
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			14	88.	
8 Gain or (loss) from sales of assets other than inventory			18	<162,889.>	
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.		<158,192.>	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 <158,192.>

(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).

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

Colleen Yaeger | 5-13-10 | Chief Financial Officer

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	Josef K. Bogdan, CPA	Date 5/12/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	O'CONNOR DAVIES MUNNS & DOBBINS, LLP ONE BARKER AVE WHITE PLAINS, NY 10601		EIN	
			Phone no. 914-421-5600	

923622
02-02-10

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	4,609.	0.	4,609.
TOTAL TO FM 990-PF, PART I, LN 4	4,609.	0.	4,609.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER	88.	88.	
TOTAL TO FORM 990-PF, PART I, LINE 11	88.	88.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	997.	0.		997.
TO FORM 990-PF, PG 1, LN 16B	997.	0.		997.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINSTRATION FEES-INVESTMENTS	4,283.	4,283.		0.
TO FORM 990-PF, PG 1, LN 16C	4,283.	4,283.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	53.	53.		0.
TO FORM 990-PF, PG 1, LN 18	53.	53.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL FILING FEES	330.	0.		330.
BANK FEES	45.	0.		45.
PROGRAM EXPENSE - ENTERTAINMENT	60.	0.		60.
TO FORM 990-PF, PG 1, LN 23	435.	0.		435.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT B - CORPORATE STOCK	274,274.	274,274.
TOTAL TO FORM 990-PF, PART II, LINE 10B	274,274.	274,274.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ATTACHMENT B - MUTUAL FUNDS	FMV	22,880.	22,880.
TOTAL TO FORM 990-PF, PART II, LINE 13		22,880.	22,880.

The Lombardo Foundation, Inc
Summary of stock activity 2009

Company	SOLD # shares	SOLD Price Per	SOLD Gross	SOLD Commission	SOLD Total	Net Gain/Loss	SOLD Date	# of Days Owned
Advance Med Optics	200 00	22 0000	4,400 00	0 00	4,400 00	-2,708 00	24-Feb-09	790
Advance Med Optics	200 00	22 0000	4,400 00	0 00	4,400 00	-292 88	24-Feb-09	364
Advance Med Optics	400 00	22 0000	8,800 00	0 00	8.800 00	119 16	24-Feb-09	43
American Express	300 00	13 3400	4 002 00	-0 03	4.001 97	-12,513 03	19-Mar-09	1,326
Brinks Home Security	200 00	24 6782	4,935 64	-8 03	4,927 61	1,019 01	04-Feb-09	55
Brinks Home Security	300 00	29 4710	8,841 30	-12 23	8,829 07	2,966 17	19-May-09	159
CableVision	300 00	12 8200	3,846 00	-0 02	3.845 98	-14,014 79	19-Mar-09	3.391
Cablevision	100 00	12 8200	1,282 00	-0 01	1.281 99	-1,717 34	19-Mar-09	2,670
CBS Corp merge with ViaCOM 1/06	50 00	3 9400	197 00	0 00	197 00	-2.577 27	20-Mar-09	3,825
CBS Corp merge with ViaCOM 1/06	200 00	3 9400	788 00	-0 01	787 99	787 99	20-Mar-09	3,635
Champion Enterprises	1,000 00	0 1772	177 20	-0 01	177 19	-9,724 91	19-Mar-09	1,010
Champion Enterprises	500 00	0 1772	88 60	0 00	88 60	-1,703 10	19-Mar-09	239
Champion Enterprises	400 00	0.1600	64 00	0 00	64 00	-1,369 36	20-Mar-09	240
Champion Enterprises	600 00	0 1600	96 00	-0 01	95 99	-2,092 57	20-Mar-09	239
Churchill Downs, Inc	100 00	28 5400	2,854 00	-0 02	2,853 98	-877 96	19-Mar-09	1,282
Churchill Downs, Inc	300 00	28 5400	8,562 00	-0 05	8,561 95	-1,502 71	19-Mar-09	1,254
Churchill Downs, Inc.	200 00	39 6078	7,921 56	-32 71	7,888 85	1,179 08	08-May-09	1,304
Churchill Downs, Inc	200 00	39 6078	7,921 56	-32 70	7,888 86	1,179 09	08-May-09	1,304
Cinn Bell Inc New exch Broadwing 1,000 sha	1,000 00	2 2000	2,200 00	-0 01	2,199 99	-7,281 31	19-Mar-09	2,681
Cinn Bell Inc	1,000 00	2 2000	2,200 00	-0 03	2,199 97	-2,999 43	19-Mar-09	1,966
CNH Global NV	200 00	10 0100	2,002 00	-0 02	2,001 98	-1,822 38	19-Mar-09	1.738
Crane Company	300 00	16 0500	4,815 00	-0 03	4,814 97	-9,187 89	20-Mar-09	624
Crane Company	200 00	21 4979	4,299 58	-8 12	4,291 46	-5,043 78	22-Apr-09	657
Crazy Woman Creek Bank	400 00	13 0000	5,200 00	-0 03	5,199 97	-2,813 03	19-Mar-09	647
DirecTV Group	200 00	21 9000	4,380 00	-0 03	4,379 97	-684 17	19-Mar-09	532
DirecTV Group	300 00	24 9703	7,491 09	-65 20	7,425 89	-170 32	22-Apr-09	566
Dish Network	200 00	10 7000	2,140 00	-0 02	2,139 98	-4,101 38	19-Mar-09	412
Fairchild Corp	500 00	0 0250	12 50	0 00	12 50	-3,700 25	19-Mar-09	3,417
Fairchild Corp	1,500 00	0 0250	37 50	-0 01	37 49	-6,817 51	19-Mar-09	2,009
Gabelli Growth Fund	215 557	19 1100	4,119 30	0 00	4,119 30	-4,272 32	19-Mar-09	3,661
Gabelli Growth Fund	412 386	19 1100	7,880 70	0 00	7,880 70	-9,080 74	19-Mar-09	3,432
Gabelli Growth Fund	195 4430	18 7100	3,656 73	0 00	3,656 73	-4,381 84	20-Mar-09	3,433
Gabelli Growth Fund	71 7940	18 7100	1,343 27	0 00	1,343 27	-1,929 82	20-Mar-09	3.369
Gabelli Growth Fund	142 3690	20 1600	2,870 16	0 00	2,870 16	-3,620 44	23-Mar-09	3.372
Gabelli Growth Fund	105 65	20 1600	2,129 84	0 00	2,129 84	-1,904 82	23-Mar-09	3,006
Gabelli International growth Fund	1,075 660	12 8000	13,768 45	0 00	13,768 45	-3,173 24	19-Mar-09	3 661
Gabelli International growth Fund	486 84	12 8000	6,231 55	0 00	6,231 55	-2,482 88	19-Mar-09	3.432
Gabelli International growth Fund	396 1970	12 6200	5,000 00	0 00	5,000 00	-2,091 93	20-Mar-09	3.433
Gabelli International growth Fund	374 25	13 3600	5,000 00	0 00	5,000 00	-1,699 09	23-Mar-09	3,436
Gaylord entertainment	300 00	11 3967	3,419 01	-12 09	3,406 92	-997 44	22-Apr-09	166
Groupe Danone	500 000	9 1500	4,575 00	-0 03	4,574 97	-776 03	19-Mar-09	1,177
Hawk Corp	200 000	11 2050	2,241 00	-0 02	2,240 98	-1,365 28	19-Mar-09	293
Hawk Corp	100 000	10 1700	1,017 00	-0 01	1,016 99	-786 14	23-Mar-09	297
Herley Industries	200 000	12 9818	2,596 36	-0 02	2,596 34	-612 68	19-Mar-09	232
Lin TV Corp	100 000	0 9385	93 85	0 00	93 85	-1,727 03	19-Mar-09	-246
Lin TV Corp	300 000	0 9385	281 55	-0 01	281 54	-1,813 54	19-Mar-09	932
Media general Inc	100 000	2 1919	219 19	0.00	219 19	-4,536 14	19-Mar-09	3,971
Media general Inc	300 000	2 1919	657 57	-0 01	657 56	-5,321 86	19-Mar-09	409
Media general Inc	200 000	2 3350	467 00	-0 01	466 99	-3,304 71	23-Mar-09	391
Nashua Corp	500 00	7 5070	3,753 50	-65 10	3,688 40	340 90	01-Sep-09	3 543
PepsiAmericas (formerly Whitmans Corp)	200 000	16 1600	3,232 00	-0 02	3,231 98	799 98	19-Mar-09	3,332
PepsiAmericas (formerly Whitmans Corp)	200 00	24 4757	4,895 14	-8 13	4 887 01	2,455 01	22-Apr-09	3.366
Rolls Royce PLC Ordinary 20P	600 000	4 2000	2,520 00	-0 02	2 519 98	-1,994 96	19-Mar-09	1,155
SL Industries	300 000	4 2575	1,277 25	-0 01	1,277 24	-837 76	19-Mar-09	2,486
SL Industries	100 000	4 2575	425 75	0 00	425 75	-240 25	19-Mar-09	2 142
Scripps EW Co Ohio (reverse Split)Scripps E '	100 000	1 6344	163 44	-0 01	163 43	-563 56	19-Mar-09	2,879
Scripps EW Co Ohio (reverse Split)Scripps E '	100 000	1 6344	163 44	0 00	163 44	-563 55	19-Mar-09	1,645
Sprint Corp FON Group	500 000	3 7200	1 860 00	-0 01	1,859 99	-9,274 51	19-Mar-09	2,893
Sprint Corp FON Group	500 000	3 7200	1 860 00	-0 01	1 859 99	-11,233 01	19-Mar-09	1,080
Sprint Nextel	500 000	3 7200	1,860 00	-0 02	1,859 98	-2,192 52	19-Mar-09	385
Telephone & Data Systems Inc delaware (Spi	200 000	24 3000	4,860 00	-0 03	4,859 97	4,859 97	19-Mar-09	1,403
Thomas & Betts Corp	300 0000	23 3800	7,014 00	-0 04	7,013 96	1,369 85	20-Mar-09	2,948
Tredegar Corporation	400 000	16 8750	6,750 00	-0 04	6 749 96	1,004 24	19-Mar-09	1,010
United States Cellular Corp	200 000	35 5140	7,102 80	-0 04	7,102 76	-2,806 06	19-Mar-09	1,478
ZEP Inc	300 00	13 1200	3,936 00	-12 11	3 923 89	-281 51	22-Apr-09	537
Various In Lieu & Redemptions			610 77	0 00	610 77	610 77		
			223,806 15	-257 12	223,549 03	-162,889 81		
Pending Purchase								
		Short Term	37,203 53	-32 41	37,171 12	-6 231 37		
		Long Term	186,602 62	-224 71	186,377 91	-156,658 44		
			223 806 15	-257 12	223 549 03	-162,889 81		

The Lombardo Foundation, Inc
Summary of stock activity 2009

Company	Month end # shares	12/31/2009 Price	FMV
Alberto Culver (New)	200 00	29 2900	5,858 00
American Express	200 00	40 5200	8,104 00
Ascent Media	200 00	25 5300	5,106 00
CTS Corp	800 00	9 6200	7,696 00
Cablevision	200 00	25 8200	5,164 00
Cablevision	400 00	25 8200	10,328 00
Cablevision	200 00	25 8200	5,164 00
Cadbury Schweppes (merger distribution Dr Pe|	192 00	51 3900	9,866 88
Canterbury Park Holdings	200 00	7 2300	1,446 00
Chem ed Corp (Stock Split 5/12/05)	200 00	47 9700	9,594 00
Cinn Bell Inc	2,000 00	3 4500	6,900 00
CNH Global NV	300 00	24 9800	7,494 00
Cooper Industries	100 00	42 6400	4,264 00
Cooper Industries (stock distribution)	200 00	42 6400	8,528 00
Crazy Woman Creek Bank	1,600 00	14 2500	22,800 00
Danone (stock split) Name change from Groupe	500 00	12 1900	6,095 00
DirecTC	248 00	33 3500	8,270 80
Dish Network	200 00	20 7700	4,154 00
Dr Pepper Snapples (merger distribution Dr Pe	144 00	28 3000	4,075 20
Dr Pepper Snapple group	256 00	28 3000	7,244 80
Gabelli Growth Fund	106 42	28 5000	3,033 03
Gabelli Growth Fund	0 34	28 5000	9 63
Gabelli International growth Fund	139 36	19 3900	2,702 19
Gabelli International growth Fund	201 00	19 3900	3,897 45
Gabelli International growth Fund	199 90	19 3900	3,876 14
Gabelli International growth Fund	76 43	19 3900	1,481 92
Gabelli International growth Fund	4 34	19 3900	84 17
Gabelli International growth Fund	4 23	19 3900	82 06
Gabelli International growth Fund	14 57	19 3900	282 49
Gabelli International growth Fund	19 27	19 3900	373 66
Gabelli International growth Fund	66 27	19 3900	1,284 92
Gabelli International growth Fund	81 60	19 3900	1,582 26
Gabelli International growth Fund	41 15	19 3900	797 94
Gabelli International growth Fund	73 19	19 3900	1,419 15
Gabelli International growth Fund	96 61	19 3900	1,873 17
Gabelli International growth Fund	5 15	19 3900	99 92
Graftech International	1,000 00	15 5500	15,550 00
Griffon Corp	500 00	12 2200	6,110 00
Herley Industries	200 00	13 8900	2,778 00
Liberty Media Cap A (Formerly Liberty Medi	62 00	23 8800	1,480 56
Liberty Media Corp Starz com Series A	24 00	46 1500	1,107 60
Lin TV Corp	200 00	4 4600	892 00
Rolls Royce PLC Ordinary 20P	900 00	7 7000	6,930 00
SJW Corporation (Stock split)	200 00	22 5700	4,514 00
SL Industries	400 00	8 3800	3,352 00
Scripps Network Interactive (Spin cripps E W C	300 00	41 5000	12,450 00
Sensient Technologies	300 00	26 3000	7,890 00
Sprint Nextel	500 00	3 6600	1,830 00
Sprint Nextel	2,000 00	3 6600	7,320 00
Telephone & Data Systems Inc delaware (Spin	200 00	30 2000	6,040 00
Telephone & Data Systems Inc delaware	200 00	33 9200	6,784 00
Tootsie Roll Ind Inc	300 00	27 3800	8,214 00
Tootsie Roll Ind Inc stock dividend 4-9-09	9 00	27 3800	246 42
Tredegar Corporation	200 00	15 8200	3,164 00
United States Cellular Corp	200 00	42 4100	8,482 00
Viacom merge with CBS 1/06	50 00	31 5000	1,575 00
Viacom merge with CBS 1/06	200 00	31 5000	6,300 00
Watts	200 00	30 9200	6,184 00
ZEP Inc	200 00	17 3200	3,464 00
ZEP Inc	200 00	17 3200	3,464 00
			297,154 36
Pending Purchase			
			297,154 36
			0 00

28 50	Gabelli Growth	3,042 66
19 39	lli International	19,837 44
	All Other	274,274 26
		297,154 36