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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning

, 2009, 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 Julius H. Caplan Charity Foundation		A Employer identification number 13-6067379	
	Number and street (or P O box number if mail is not delivered to street address) c/o LH Dubrow, 261 Old York Rd.		Room/suite 514	B Telephone number (see the instructions) (215) 886-1234
	City or town Jenkintown		State ZIP code PA 19046-3720	C If exemption application is pending, check here ► <input type="checkbox"/> D 1 Foreign organizations, check here ► <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► \$ 7,778,356.		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 the instructions).)

REVENUE	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc, received (att sch)	199,385.			
2 Ck ► <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	119,225.	119,225.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10				
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part IV, line 2)		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/(loss) (att sch)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	318,610.	119,225.		
<div style="border: 1px solid black; padding: 5px; display: inline-block;"> RECEIVED 015 AUG 17 2010 SC IRS OGDEN, UT </div>				
RECEIVED 015 AUG 17 2010 SC IRS OGDEN, UT				
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc			
	14 Other employee salaries and wages			
	15 Pension plans, employee benefits			
	16a Legal fees (attach schedule) L-16a Stmt	18,000.	9,000.	9,000.
	b Accounting fees (attach sch)			
	c Other prof fees (attach sch) L-16c Stmt	170,346.	85,173.	85,173.
	17 Interest			
	18 Taxes (attach schedule)(see instr) See Line 18 Stmt	1,602.	801.	801.
	19 Depreciation (attach sch) and depletion			
	20 Occupancy			
	21 Travel, conferences, and meetings			
	22 Printing and publications			
	23 Other expenses (attach schedule) See Line 23 Stmt	85.	43.	42.
	24 Total operating and administrative expenses. Add lines 13 through 23	190,033.	95,017.	95,016.
	25 Contributions, gifts, grants paid	402,770.		402,770.
	26 Total expenses and disbursements. Add lines 24 and 25	592,803.	95,017.	497,786.
	27 Subtract line 26 from line 12:			
	a Excess of revenue over expenses and disbursements	-274,193.		
	b Net investment income (if negative, enter -0-)		24,208.	
	c Adjusted net income (if negative, enter -0-)			

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
A S S E T S	1	Cash – non-interest-bearing	36,252.	5,762.	5,762.
	2	Savings and temporary cash investments	1,591,091.	1,339,572.	1,339,572.
	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 the instructions)			
	7	Other notes and loans receivable (attach sch)			
		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 (attach schedule)			
	b	Investments – corporate stock (attach schedule)	5,906,081.	5,787,665.	6,428,022.
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
L I A B I L I T I E S	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)	Fixed income	29,382.	0.
	14	Land, buildings, and equipment: basis			
		Less accumulated depreciation (attach schedule)			
	15	Other assets (describe ► <u>Estimated Tax</u> ▶)	5,500.	5,000.	5,000.
	16	Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	7,568,306.	7,137,999.	7,778,356.
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► ▶)			
	23	Total liabilities (add lines 17 through 22)			
N F E U T N D A S B S A S E L T A S N C O R E S		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	► <input type="checkbox"/>		
	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	7,568,306.	7,137,999.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see the instructions)	7,568,306.	7,137,999.	
	31	Total liabilities and net assets/fund balances (see the instructions)	7,568,306.	7,137,999.	

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	7,568,306.
2	Enter amount from Part I, line 27a	2	-274,193.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	7,294,113.
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	7,294,113.

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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a See UBS Rider #Y1 00649			P	various	various
b See UBS Rider #Y1 00650			P	various	various
c See UBS Rider #Y1 02676			P	various	various
d Powershares K-1 -- Sec. 1256 gain				N/A	N/A
e U.S. Oil Fund K-1 -- Sec. 1256 gain				N/A	N/A
(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 400,427.		516,710.	-116,283.		
b 350,129.		341,550.	8,579.		
c 90,646.		94,111.	-3,465.		
d 0.		251.	-251.		
e 3,763.		0.	3,763.		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Column (h)) gain minus column (k), but not less than -0- or Losses (from column (h))		
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any			
a			-116,283.		
b			8,579.		
c			-3,465.		
d			-251.		
e			3,763.		
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	-107,657.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6).	If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8		3		

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank.

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	533,072.	7,564,294.	0.070472
2007	515,727.	8,525,001.	0.060496
2006	469,877.	8,502,032.	0.055266
2005	409,503.	7,570,163.	0.054094
2004	362,659.	6,885,901.	0.052667

- 2 Total of line 1, column (d)
- 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
- 4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5
- 5 Multiply line 4 by line 3
- 6 Enter 1% of net investment income (1% of Part I, line 27b)
- 7 Add lines 5 and 6
- 8 Enter qualifying distributions from Part XII, line 4

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 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	
1 b Date of ruling or determination letter _____ (attach copy of letter if necessary – see instr.)	1 242.
1 c 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	2 0.
1 d All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	3 242.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4 0.
3 Add lines 1 and 2	5 242.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	
6 Credits/Payments:	
6 a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a 9,024.
6 b Exempt foreign organizations – tax withheld at source	6b
6 c Tax paid with application for extension of time to file (Form 8868)	6c
6 d Backup withholding erroneously withheld	6d
7 Total credits and payments. Add lines 6a through 6d	7 9,024.
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
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10 8,782.
11 Enter the amount of line 10 to be Credited to 2010 estimated tax ► 8,782. Refunded	11

Part VII-A Statements Regarding Activities

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?

	Yes	No
1a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?

	1b	X
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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

	1c	X
--	----	---

c Did the foundation file Form 1120-POL for this year?

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	X
--	---	---

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.

	3	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

	4a	X
--	----	---

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

	4b	
--	----	--

b If 'Yes,' has it filed a tax return on Form 990-T for this year?

	5	X
--	---	---

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

	6	X
--	---	---

If 'Yes,' attach the statement required by General Instruction T.

	7	X
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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?

	8b	X
--	----	---

7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV

	9	X
--	---	---

8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) ►

	10	X
--	----	---

PA – Pennsylvania

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

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

10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.

Part VII-A Statements Regarding Activities Continued

- | | | |
|--|---|---|
| 11 | | X |
| 12 | | X |
| 13 | X | |
| Website address ► <u>N/A</u> | | |
| 14 The books are in care of ► <u>Lowell H. Dubrow, Esq.</u> Telephone no ► <u>(215) 886-1234</u>
Located at ► <u>261 Old York Rd., Ste 514 Jenkintown PA</u> ZIP + 4 ► <u>19046-3720</u> | | |
| 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here ► <input checked="" type="checkbox"/>
and enter the amount of tax-exempt interest received or accrued during the year ► <u>15</u> | | |

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 type="checkbox"/> Yes | <input checked="" 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 the instructions)?
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> | | |
| 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? | | |
| 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? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| If 'Yes,' list the years ► <u>20__ , 20__ , 20__ , 20__</u> | | |
| 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 the instructions.) | | |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20__ , 20__ , 20__ , 20__</u> | | |
| 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 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.) | | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | | |
| 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? | | |

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))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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 instructions)
- (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 Yes No Yes No Yes No Yes Nob If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here >

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

 Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If 'Yes' to 6b, file Form 8870.

6b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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 (see 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
Eli Caplan 13 Woodland Estates Lebanon PA 17042	Director 1.00	0.	0.	0.
Perry Caplan 4977 Ore Bank Road York PA 17406	Director 1.00	0.	0.	0.
Sloan Caplan 1530 Miller Street Lebanon PA 17042	Director 1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see 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				
0				
0				
0				
0				

Total number of other employees paid over \$50,000

>

None

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 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	<u>None</u>	
2		0.
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1	<u>None</u>	
2		0.

All other program-related investments. See instructions

3 None _____

Total. Add lines 1 through 3

Form 990-PF (2009)

BAA

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

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d Total (add lines 1a, b, and c)

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

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3
(for greater amount, see instructions)

5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4

6 Minimum investment return. Enter 5% of line 5

1a	7,673,331.
1b	0.
1c	
1d	7,673,331.
2	
3	7,673,331.
4	115,100.
5	7,558,231.
6	377,912.

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

1 377,912.

2a Tax on investment income for 2009 from Part VI, line 5

2a 242.

b Income tax for 2009 (This does not include the tax from Part VI)

2b

c Add lines 2a and 2b

2c 242.

3 Distributable amount before adjustments Subtract line 2c from line 1

3 377,670.

4 Recoveries of amounts treated as qualifying distributions

4

5 Add lines 3 and 4

5 377,670.

6 Deduction from distributable amount (see instructions)

6

7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1

7 377,670.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:

1a 497,786.

a Expenses, contributions, gifts, etc – total from Part I, column (d), line 26

1b 0.

b Program-related investments – total from Part IX-B

2

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

3

3 Amounts set aside for specific charitable projects that satisfy the:

3a

a Suitability test (prior IRS approval required)

3b

b Cash distribution test (attach the required schedule)

4 497,786.

4 Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

5

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 instructions)

6 242.

6 Adjusted qualifying distributions. Subtract line 5 from line 4

6 497,544.

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				377,670.
2 Undistributed income, if any, as of the end of 2009			0.	
a Enter amount for 2008 only		163,243.		
b Total for prior years: 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009:				
a From 2004	0.			
b From 2005	0.			
c From 2006	0.			
d From 2007	0.			
e From 2008	125,961.			
f Total of lines 3a through e	125,961.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$ 497,786.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required – see instructions)				
c Treated as distributions out of corpus (Election required – see instructions)				
d Applied to 2009 distributable amount				377,670.
e Remaining amount distributed out of corpus	120,116.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	246,077.			
b Prior years' undistributed income Subtract line 4b from line 2b		163,243.		
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 instructions		163,243.		
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount – see instructions			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) (see instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	246,077.			
10 Analysis of line 9:				
a Excess from 2005	0.			
b Excess from 2006	0.			
c Excess from 2007	0.			
d Excess from 2008	125,961.			
e Excess from 2009	120,116.			

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

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

None

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 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

Lowell H. Dubrow

261 Old York Road, Suite 514

Jenkintown

PA

19046-3720

(215) 886-1234

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

N/A

c Any submission deadlines:

N/A

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

N/A

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

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i> See Schedule Attached		None	General Fund	402,770.
Total				► 3a 402,770.
<i>b Approved for future payment</i>				
Total				► 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion 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		
4 Dividends and interest from securities			14	119,225.	
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	-107,657.	
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)				11,568.	
13 Total Add line 12, columns (b), (d), and (e)					11,568.

(See worksheet in the instructions for line 13 to verify calculations.)

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

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

- 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
 - (2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization .
 - (2) Purchases of assets from a noncharitable exempt organization
 - (3) Rental of facilities, equipment, or other assets
 - (4) Reimbursement arrangements .
 - (5) Loans or loan guarantees
 - (6) Performance of services or membership or fundraising solicitation

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
1a (1)		X
1a (2)		X
1b (1)		X
1b (2)		X
1b (3)		X
1b (4)		X
1b (5)		X
1b (6)		X
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

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

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.

Signature of officer or trustee		8/13/10	Director
		Date	Title
Paid Pre- parer's Use Only	Preparer's signature	Lowell H. Dubrow	Date
	Firm's name (or yours if self- employed), address, and ZIP code	Dubrow, P.C. 261 Old York Road, Suite 514 Jenkintown	08/11/10
		PA 19046	Check if self- employed
			Preparer's Identifying number (See Signature in the instrs)
			<input type="checkbox"/> 173-30-7960
			EIN
			Phone no
			(215) 886-1234

BAA

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

OMB No. 1545-0047

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF

2009

Name of the organization

Julius H. Caplan Charity Foundation

Employer identification number

13-6067379

Organization type (check one):

Filers of:

Form 990 or 990-EZ

Section:

- 501(c)(____) (enter number) organization
 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
 4947(a)(1) nonexempt charitable trust treated as a private foundation
 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule —

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

Special Rules —

- For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year

► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

**BAA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.**

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Julius H. Caplan Charity Foundation

Employer identification number

13-6067379

Part I **Contributors** (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Helen Caplan Charitable Lead Unitrust c/o LH Dubrow, 261 Old York Rd, Ste. 514 Jenkintown PA 19046	\$ 199,385	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

JULIUS CAPLAN CHARITY FOUNDATION
EIN: 13-6067379
Contributions Made in 2009

<u>Date</u>	<u>Check #</u>	<u>Payee</u>	<u>Location</u>	<u>Amount</u>
2/1/09	1122	American Heart Association	Lebanon, PA	1,000
3/16/09	1123	Lebanon Community Library	Lebanon, PA	150
3/16/09	1124	Breast Cancer 3-Day	Lebanon, PA	100
3/16/09	1125	Boys Scouts of America	Lebanon, PA	1,000
5/11/09	1126	March of Dimes	Lebanon, PA	250
5/12/09	1127	Avalon Volunteer Fire Department	Avalon, NJ	500
5/12/09	1128	Congregation Beth Israel	Lebanon, PA	180
5/12/09	1129	F&M Diplomat Athletic Club	Lancaster, PA	1,000
5/12/09	1130	Falcon Foundation	Morrisville, PA	1,000
5/12/09	1131	American Cancer Society	Lebanon, PA	100
5/12/09	1132	Lebanon YMCA Campaign for Kids	Lebanon, PA	250
5/13/09	1133	Salvation Army	Lebanon, PA	500
5/13/09	1134	Lebanon Lions Club	Lebanon, PA	100
5/15/09	1135	American Heart Association	Lebanon, PA	1,000
6/1/09	1136	American Cancer Society	Lebanon, PA	100
6/1/09	1137	Breast Cancer Research Foundation	Lebanon, PA	1,100
6/2/09	1138	LHS Alumni Fund	Lebanon, PA	500
6/2/09	1139	World Blindness Outreach	Lebanon, PA	2,000
6/2/09	1140	Lebanon Alumni Fund	Lebanon, PA	500
6/3/09	1141	Avalon Rescue Squad	Avalon, NJ	500
6/3/09	1142	Pink Out Fund	Hanover, PA	100
Subtotal:				11,930

Julius Caplan Charity Foundation**EIN: 13-6067379****Contributions Made in 2009****Page 2**

<u>Date</u>	<u>Check #</u>	<u>Payee</u>	<u>Location</u>	<u>Amount</u>
6/3/09	1143	Avalon Museum	Avalon, NJ	250
7/7/09	1144	Lebanon Valley Sertoma	Lebanon, PA	100
7/20/09	1145	Congregation Beth Israel	Lebanon, PA	50
7/23/09	1146	Rotary Club	Lebanon, PA	500
7/23/09	1147	Lebanon Family YMCA	Lebanon, PA	110
7/23/09	1148	Philadelphia University	Philadelphia, PA	500
8/11/09	1149	York Jewish Community Center	York, PA	250
9/13/09	1150	Congregation Beth Israel	Lebanon, PA	6,000
9/13/09	1151	Beth Israel Sisterhood	Lebanon, PA	50
9/28/09	1152	Lebanon Community Library	Lebanon, PA	1,000
9/28/09	1153	RMHC of Central Pennsylvania	Lebanon, PA	250
9/28/09	1154	Lebanon Rescue Mission	Lebanon, PA	500
9/29/09	1155	Franklin & Marshall University	Lancaster, PA	15,000
9/30/09	1156	DDS Foundation	Lebanon, PA	410
10/9/09	1157	American Cancer Society	Lebanon, PA	500
10/12/09	1158	Children's Miracle Network	Hershey, PA	250
10/30/09	1159	UNA Centennial Gala	Lebanon, PA	200
11/11/09	1160	Avon Zion UMC – Foundation	Lebanon, PA	3,000
11/14/09	1161	Gretna Music	Mt. Gretna, PA	15,000
11/17/09	1162	American Heart Association	Lebanon, PA	1,500

Subtotal: 45,420

Julius Caplan Charity Foundation**EIN: 13-6067379****Contributions Made in 2009****Page 3**

<u>Date</u>	<u>Check #</u>	<u>Payee</u>	<u>Location</u>	<u>Amount</u>
11/17/09	1163	DDS Foundation	Lebanon, PA	10,000
12/4/09	1164	Lebanon Family Health Services	Lebanon, PA	100
12/11/09	1165	Auerbach Central Agency	Elkins Park, PA	17,000
12/11/09	1166	Gratz College	Elkins Park, PA	8,700
12/11/09	1167	Jewish Outreach Partnership	Elkins Park, PA	17,000
12/11/09	1168	Fox Chase Cancer Center	Philadelphia, PA	5,000
12/11/09	1169	Jewish Theological Seminary	New York, NY	4,500
12/11/09	1170	Aish HaTorah	Bala Cynwyd, PA	5,000
12/11/09	1171	Etz Chaim Center for Jewish Studies	Philadelphia, PA	5,000
12/11/09	1172	Chabad of the Main Line	Merion Station, PA	1,000
12/11/09	1173	Philadelphia Community Kollel	Merion Station, PA	1,000
12/11/09	1174	Salvation Army	Lebanon, PA	2,000
12/11/09	1175	Agape Family Shelter	Lebanon, PA	3,000
12/11/09	1176	University of Pennsylvania, Health Systems	Philadelphia, PA	25,000
12/11/09	1177	Hospital of University of Pennsylvania	Philadelphia, PA	25,000
12/11/09	1178	Hospital of University of Pennsylvania	Philadelphia, PA	50,000
12/11/09	1179	Hospital of University of Pennsylvania	Philadelphia, PA	25,000
12/11/09	1180	Hospital of University of Pennsylvania	Philadelphia, PA	25,000
12/11/09	1181	Philadelphia University	Philadelphia, PA	5,000
12/11/09	1182	Lebanon Valley Health Services	Lebanon, PA	2,500
12/11/09	1183	Wetlands Institute	Stone Harbor, NJ	2,500
Subtotal:				239,300

Julius Caplan Charity Foundation**EIN: 13-6067379****Contributions Made in 2009****Page 4**

<u>Date</u>	<u>Check #</u>	<u>Payee</u>	<u>Location</u>	<u>Amount</u>
12/11/09	1184	Good Samaritan Hospital	Lebanon, PA	10,000
12/11/09	1185	Duke University for Genetic Research	Durham, NC	25,000
12/11/09	1186	Cape Shore Regional Hospital	Cape May Courthouse, NJ	10,000
12/11/09	1187	Volunteers in Medicine	Cape May Courthouse, NJ	2,500
12/11/09	1188	American Cancer Research	Lebanon, PA	1,000
12/11/09	1189	Penn State Hershey Cancer Society	Hershey, PA	10,000
12/11/09	1190	Hospital of University of Pennsylvania	Philadelphia, PA	25,000
12/12/09	1191	Humane Society	Lebanon, PA	500
12/22/09	1192	Jack & Jill School	Lebanon, PA	120
12/22/09	1193	Falcon Foundation	Morrisville, PA	1,000
12/22/09	1194	Franklin & Marshall University	Lancaster, PA	1,000
12/28/09	1195	Johns Hopkins Medical Center	Baltimore, MD	20,000
				Subtotal: <u>106,120</u>
				Total: <u>402,770</u>

2009 Year End Summary



UBS Financial Services Inc
299 PARK AVENUE
25TH FLOOR
NEW YORK NY 10171-0002
CPP1001055995 1209 X1 Y1 0

Account name: JULIUS H CAPLAN CHARITY
FOUNDATION

Account number: Y1 00649 PD

Your Financial Advisor:
THE ROSENAU/PAUL GROUP
Phone 212-821-7000

JULIUS H CAPLAN CHARITY
FOUNDATION
ATTN: LOWELL H DUBROW
261 OLD YORK ROAD, SUITE 514
JENKINTOWN PA 19046-3720

Summary of gains and losses

	Amount (\$)
Short term	0.00
Long term	-116,282.73
Total	\$-116,282.73

Realized gains and losses

Estimated 2009 gains and losses for transactions with trade dates through 12/31/09 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order. See *Important information about your statement* on the last page of this statement for more information

Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Purchase amount (\$)	Sale amount (\$)	Gain (\$)	Loss (\$)	Net gain or loss (\$)
RTS MORGAN STANLEY INDIA INV FD EXP 07/22/2009	LIFO	2,225 000	Jul 01, 09	Aug 05, 09	0 00	0 00	0 00	0 00	0 00



Account name
JULIUS H CAPLAN CHARITY
Y1 00649 PD

Account number
00649

Realized gains and losses (continued)

Long-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
GENL ELECTRIC CO	FIFO	3,125 000	Sep 21, 04	Jun 09, 09	42,189 23	107,536 25	-65,347 02		1
	FIFO	3,125 000	Jan 13, 05	Jun 09, 09	42,189 23	111,312 50	-69,123 27		1
LORILLARD INC	FIFO	4,050 000	Jun 05, 08	Nov 09, 09	316,025 40	297,850 77		18,174 63	
THE DIRECTV GROUP CL A	LIFO	0 724	Jan 13, 05	Nov 25, 09	23 29	10 36		12 93	
Total					\$400,427.15	\$516,709.88	-\$134,470.29	\$18,187.56	-\$116,282.73
Net capital gains/losses:									-\$116,282.73

¹ Indicates that the cost basis information has been provided by a source other than UBS Financial Services Inc

2009 Year End Summary



UBS Financial Services Inc
299 PARK AVENUE
25TH FLOOR
NEW YORK NY 10171-0002
CPP1000684713 1209 X1 Y1 0

Account name: JULIUS H CAPLAN CHARITY
FOUNDATION (NEW)

Account number: Y1 00650 PP

Your Financial Advisor:
THE ROSENAU/PAUL GROUP
Phone: 212-821-7000

JULIUS H CAPLAN CHARITY
FOUNDATION (NEW)
ATTN LOVELL H DUBROW
261 OLD YORK ROAD, SUITE 514
JENKINTOWN PA 19046-3720

Summary of gains and losses

	Amount (\$)
Short term	9,707.73
Long term	-1,128.87
Total	\$8,578.86

Realized gains and losses

Estimated 2009 gains and losses for transactions with trade dates through 12/31/09 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order. See *Important information about your statement* on the last page of this statement for more information.

Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Gain (\$)	Loss (\$)	Net gain or loss (\$)
ALTERA CORP	FIFO	700,000	May 28, 09	Sep 23, 09	14,636.19	11,623.69	3,012.50		
DELL INC	FIFO	1,010,000	Apr 17, 09	Aug 20, 09	14,668.15	10,918.10	3,750.05		

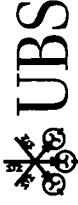
continued next page



Member SIPC 00009058

CPP10002000684713 PP1000030277 00005 1209 X1 006654297 Y1 PP

Page 1 of 4



Account name: JUJUS H CAPLAN CHARITY
Account number: Y1 00650 PP

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
FREEPORT-MCMORAN COPPER & GOLD INC	FIFO	70 000	Jul 22, 08	May 06, 09	3,688.72	6,923.16	-3,234.44		
GOLDCORP INC NEW	FIFO	150 000	Jun 04, 08	Feb 05, 09	4,545.89	5,886.63	-1,340.74		
MOSAIC CO	FIFO	370 000	Jun 04, 08	Feb 05, 09	11,213.20	14,378.66	-3,165.46		
SYMANTEC CORP	FIFO	260,000	Jun 19, 09	Aug 21, 09	14,155.44	12,104.65	2,050.79		
TAIWAN SEMICONDUCTOR MFG CO LTD ADR	FIFO	700 000	Apr 02, 09	Oct 29, 09	12,165.35	10,925.05	1,240.30		
WENDYS ARBY'S GROUP INC	FIFO	650,000	Apr 03, 09	Oct 29, 09	11,296.40	10,601.96	694.44		
ISHARES FTSE/XINHUA CHINA 25 INDEX FUND	FIFO	416 000	Jan 14, 09	Aug 04, 09	17,673.88	10,562.24	7,111.64		
WENDYS ARBY'S GROUP INC	FIFO	2,650,000	Oct 02, 09	Oct 20, 09	11,880.70	12,490.25	-609.55	1,943.71	
POWERSHARES DB MULTI SECTOR COMMODITY TR DB AGRICULTURE FUND	FIFO	420 000	May 21, 09	Oct 02, 09	10,344.33	11,401.12	-1,056.79		
SPDR GOLD TRUST	FIFO	140,000	Aug 31, 09	Oct 13, 09	14,550.97	13,027.64	1,523.33		
STANDARD&POORS DEP RCPTS UNIT SER 1 (SPDR TR)	FIFO	110 000	Jul 11, 08	Apr 15, 09	9,227.66	13,628.39	-4,400.73		
UNITED STATES OIL FUND LP	FIFO	110,000	Jul 08, 08	Mar 26, 09	9,112.02	13,715.57	-4,603.55		
Total					\$193,420.79	\$183,713.06	-\$18,411.26	\$28,118.99	\$9,707.73
Long-term capital gains and losses									
Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
FREEPORT-MCMORAN COPPER & GOLD INC	FIFO	70 000	Jul 22, 08	Aug 20, 09	4,432.52	6,923.16	-2,490.64		
LORILLARD INC	FIFO	100 000	Jun 18, 08	Nov 09, 09	7,803.09	7,129.90	673.19		
	FIFO	200,000	Jun 24, 08	Nov 09, 09	15,606.19	14,083.31	1,522.88		
	FIFO	200,000	Jun 05, 08	Oct 20, 09	16,127.59	14,708.68	1,418.91		
	FIFO	100,000	Jun 18, 08	Oct 20, 09	8,063.79	7,129.90	933.89		
									continued next page



Portfolio Management Program

Account name:
Account number:JULIUS H CAPLAN CHARITY
Y1 00650 PPYour Financial Advisor:
THE ROSENTHAL/PAUL GROUP
212-821-7000

Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
MEDTRONIC INC	FIFO	250 000	Jul 06, 06	Oct 14, 09	9,257.88	11,875.00	-2,617.12		1
	FIFO	300 000	Aug 15, 06	Oct 14, 09	11,109.46	12,780.00	-1,670.54		1
PROCTER & GAMBLE CO	FIFO	410 000	Jan 24, 07	Apr 02, 09	20,100.38	26,771.38	-6,671.00		
SOUTHN ENERGY CO	FIFO	340 000	Jul 22, 08	Oct 14, 09	15,639.31	13,528.30		2,111.01	
CURRENCYSHARES JAPANESE YEN TRUST SHS	FIFO	160 000	Mar 09, 07	Jan 14, 09	17,874.00	13,539.20		4,334.80	
	FIFO	190 000	May 07, 07	Jan 14, 09	21,225.37	15,843.24		5,382.13	
SPDR RUSSELL/NOMURA S/C JAPAN ETF	FIFO	260 000	Jan 25, 07	Nov 20, 09	9,468.95	13,525.33	-4,056.38		
Total					\$156,708.53	\$157,837.40	-\$17,505.68	\$16,376.81	-\$1,128.87
Net capital gains/losses:									\$8,578.86

¹ Indicates that the cost basis information has been provided by a source other than UBS Financial Services Inc

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2009 Year End Summary



UBS Financial Services Inc
299 PARK AVENUE
25TH FLOOR
NEW YORK NY 10171-0002
CPZ6004478777 1209 X1 Y1 0

Account name: JULIUS H CAPLAN CHARITY

FOUNDATION II

Account number: Y1 02676 PD

Your Financial Advisor:

THE ROSENAU/PAUL GROUP

Phone 212-821-7000

JULIUS H CAPLAN CHARITY
FOUNDATION II
ATTN LOWELL H. DUBROW
261 OLD YORK ROAD, SUITE 514
JENKINTOWN PA 19046-3720

Summary of gains and losses

	Amount (\$)
Short term	15,423.84
Long term	-18,888.85
Total	\$-3,465.01

Realized gains and losses

Estimated 2009 gains and losses for transactions with trade dates through 12/31/09 have been incorporated into this statement. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order. See *Important information about your statement* on the last page of this statement for more information

Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
ASSURED GUARANTY LTD	FIFO	58 000	Mar 16, 09	Nov 20, 09	1,428 34	289 43	289 43	1,138 91	
	FIFO	113 000	Mar 17, 09	Nov 20, 09	2,782 80	569 33	569 33	2,213 47	
	VSP	6 000	Dec 09, 08	Nov 18, 09	154 55	84 40	84 40	70 15	

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Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
COMMERCE BANCSHARES	VSP	21 000	Dec 12, 08	Nov 18, 09	540 93	254 94	285 99		
	VSP	172 000	Mar 16, 09	Nov 18, 09	4,430 48	858 31		3,572 17	
DIGITAL REALTY TRUST INC	VSP	25 000	Oct 07, 08	Aug 26, 09	1,067 24	963 27			103 97
REIT	VSP	51 000	Nov 12, 08	Aug 26, 09	2,177 17	1,511 41			665 76
F5 NETWORKS INC	VSP	15 000	Nov 12, 08	Aug 26, 09	640 34	442 44			197 90
	VSP	19 000	Oct 07, 08	Aug 06, 09	840 83	732 09			108 74
NII HOLDINGS INC CL B	FIFO	30 000	Dec 18, 08	Oct 22, 09	1,427 38	676 65			750 73
PEROT SYSTEMS CORP	VSP	19 000	Jan 26, 09	Oct 22, 09	904 01	456 95			447 06
** MERGER EFF 11/03/09** CL A	VSP	41 000	Dec 12, 08	Oct 16, 09	1,745 94	923 51			822 43
RESMED INC	FIFO	22 000	Dec 01, 08	Jul 02, 09	876 18	753 29			122 89
SEI INVESTMENTS CO	VSP	43 000	Nov 17, 08	Jun 22, 09	1,673 15	1,507 65			165 50
WHOLE FOODS MARKET INC	VSP	50 000	May 26, 09	Jul 02, 09	1,128 41	992 97			135 44
	VSP	117 000	Apr 09, 09	Jun 25, 09	2,056 40	1,595 37			461 03
	VSP	76 000	May 26, 09	Jun 25, 09	1,335 78	1,132 61			203 17
	VSP	83 000	Aug 22, 08	Jun 17, 09	1,540 03	1,546 94	-6 91		
					\$36,700.49	\$21,276.65	-\$6.91	\$15,430.75	\$15,423.84
									Total



ACCESS

Account name
Account numberJULIUS H CAPAN CHARITY
Y1 02676 PDYour Financial Advisor.
THE ROSENAU/PAL GROUP
212-821-7000

Realized gains and losses (continued)

Long-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
ASSURED GUARANTY LTD	VSP	12,000	Dec 18, 07	Nov 18, 09	309 10	310 80	-1 70		
	VSP	76,000	Jun 25, 08	Nov 18, 09	1,957 65	1,622 38			355 27
	VSP	8,000	Dec 18, 07	Aug 28, 09	157 92	207 20	-49 28		
	VSP	68,000	Dec 18, 07	Aug 27, 09	1,309 69	1,761 21	-451 52		
COMMERCIAL METALS CO	VSP	86,000	Oct 03, 07	Mar 20, 09	936 75	2,776 08	-1,839 33		
DIGITAL REALTY TRUST INC REIT	VSP	60,000	Jun 03, 08	Aug 06, 09	2,655 29	2,461 12			194 17
ENCORE ACQUISITION CO	VSP	41,000	Oct 03, 07	Dec 28, 09	1,982 30	1,342 75			639 55
	VSP	66,000	Oct 03, 07	Dec 01, 09	3,006 00	2,161 50			844 50
	VSP	111,000	Oct 03, 07	Nov 03, 09	4,944 38	3,635 25			1,309 13
GAIAM INC CLA	VSP	93,000	Oct 03, 07	Mar 03, 09	236 10	2,363 13	-2,127 03		
	VSP	28,000	Oct 03, 07	Mar 02, 09	82 93	711 48	-628 55		
	VSP	35,000	Oct 03, 07	Feb 27, 09	106 80	889 35	-782 55		
	VSP	7,000	Oct 03, 07	Feb 26, 09	21 63	177 87	-156 24		
GENESEE & WYO INC CLA	VSP	35,000	Oct 03, 07	May 13, 09	932 74	1,022 07	-89 33		
	VSP	56,000	Oct 03, 07	May 12, 09	1,573 61	1,635 31	-61 70		
GREEN MTN COFFEE ROASTERS INC	FIFO	0 500	Oct 03, 07	Jun 09, 09	30 47	12 20			18 27
	VSP	49,000	Oct 03, 07	May 06, 09	3,711 39	1,792 78			1,918 61
HEALTHWAYS INC	VSP	47,000	Oct 16, 07	Mar 18, 09	392 50	2,557 08	-2,164 58		
HERMAN MILLER INC	VSP	4,000	Oct 03, 07	Mar 27, 09	46 91	113 68	-66 77		
IDEXX LABS	VSP	35,000	Oct 03, 07	Dec 15, 09	1,843 89	1,916 43	-72 54		
	VSP	26,000	Oct 03, 07	Jul 13, 09	1,141 63	1,423 63	-282 00		
	VSP	55,000	Oct 03, 07	Jul 10, 09	2,433 01	3,011 53	-578 52		
	VSP	26,000	Oct 03, 07	Jun 25, 09	1,155 11	1,423 63	-268 52		
INTERFACE INC CLASS A	VSP	57,000	Oct 03, 07	Feb 26, 09	117 99	1,080 72	-962 73		
KADANT INC	VSP	16,000	Oct 03, 07	Mar 30, 09	171 79	458 56	-286 77		
	VSP	6,000	Oct 03, 07	Mar 27, 09	67 00	171 96	-104 96		
	VSP	17,000	Oct 03, 07	Mar 26, 09	193 30	487 22	-293 92		
LANDAUER INC	VSP	43,000	Oct 03, 07	Jan 27, 09	2,782 52	2,204 06			578 46
MET PRO CORP	VSP	32,000	Oct 18, 07	Mar 26, 09	283 99	430 22	-146 23		

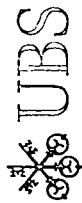
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Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)	
NATCO GROUP INC ** MERGER EFF 11/09** CL A	VSP FIFO	57 000 66 000	Oct 18, 07 Jun 24, 08	Mar 25, 09 Jul 28, 09	510 52 2,320 94	766 33 3,655 06	-255 81 -1,334 12		8 85	
NEW JERSEY RESOURCES CRP	VSP	2 000	Oct 03, 07	Jan 07, 09	75 52	66 67				
PARKWAY PROPERTIES INC MD	VSP VSP VSP	2 000 42 000 60 000	Oct 03, 07 Oct 03, 07 Oct 03, 07	Mar 26, 09 Mar 25, 09 Mar 23, 09	22 01 477 20 693 51	92 19 1,936 03 2,765 75	-70 18 -1,458 83			
POWER INTEGRATIONS INC	VSP VSP VSP	12 000 27 000 26 000	Oct 03, 07 Oct 03, 07 Oct 03, 07	Aug 06, 09 Aug 05, 09 Aug 04, 09	355 92 810 67 787 44	365 28 821 88 791 44	-9 36 -11 21		-2,072 24	
RADVISION LTD ORD	FIFO FIFO VSP VSP VSP	25 000 94 000 187 000 20 000 35 000	Apr 25, 08 Apr 30, 08 Oct 23, 07 Apr 24, 08 Apr 25, 08	Oct 02, 09 Oct 02, 09 Oct 01, 09 Oct 01, 09 Oct 01, 09	146 42 550 55 1,111 27 118 85 207 99	165 97 658 00 2,500 19 132 99 232 36	-19 55 -107 45 -1,388 92			
RENAISSANCE LEARNING INC	VSP	141 000 3 000 27 000 28 000 14 000 8 000 37 000 4 000 53 000 9 000 7 000 19 000 29 000 54 000 20 000	Oct 03, 07	Jun 17, 09 Jan 29, 09 Jan 28, 09 Jan 26, 09 Jan 23, 09 Jan 22, 09 Jan 21, 09 Jan 20, 09 Jan 16, 09 Jan 07, 09 Jan 06, 09 Jan 05, 09 Jan 02, 09 Apr 08, 09 Apr 07, 09	1,267 55 24 16 221 51 214 26 105 33 60 71 281 31 30 46 402 22 81 55 67 51 185 73 272 02 891 57 333 84	1,796 35 38 22 343 98 356 72 178 36 101 92 471 38 50 96 675 23 114 66 89 18 242 06 369 46 1,916 08 709 66	-528 80 -14 06 -122 47 -142 46 -73 03 -41 21 -190 07 -20 50 -273 01 -33 11 -21 67 -56 33 -97 44 -1,024 51 -375 82			
SCHOLASTIC CORP	VSP VSP	54 000 20 000	Oct 03, 07 Oct 03, 07	Apr 08, 09 Apr 07, 09						

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ACCESS

Account name:
Account number.JULIUS H CAPLAN CHARITY
Y1 02676 PDYour Financial Adviser:
THE ROSENAY/PAL GROUP
212-821-7000

Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
SCHOOL SPECIALTY INC	VSP	22 000	Oct 03, 07	Mar 30, 09	378 06	779 68	-401 62		
WISCONSIN	VSP	13 000	Oct 03, 07	Mar 27, 09	234 81	460 72	-225 91		
SOUTH JERSEY IND INC	VSP	14 000	Oct 03, 07	Mar 12, 09	452 80	497 69	-44 89		
STRAYER EDUCATION INC	VSP	5 000	Oct 03, 07	Dec 28, 09	1,076 01	853 85	222 16		
	VSP	4 000	Oct 03, 07	Dec 23, 09	882 35	683 08	199 27		
	VSP	10 000	Oct 03, 07	Nov 02, 09	2,045 93	1,707 70	338 23		
SUNOPTA INC	VSP	294 000	Oct 03, 07	Feb 24, 09	339 09	4,428 46	-4,089 37		
WHOLE FOODS MARKET INC	VSP	46 000	Aug 22, 08	Aug 25, 09	1,323 25	857 34	465 91		
Total		\$53,945.23			\$72,834.08	-\$25,961.23	\$7,072.38	-\$18,888.85	-\$3,465.01

Net capital gains/losses:

An asterisk (*) indicates that we have calculated the realized gain or loss based on an adjustment to the cost basis

Julius H. Caplan Charity Foundation as of 12/31/09
Part II Balance Sheets -- Assets

Acct #	UBS # Y100649	UBS # Y100650	UBS # Y100651	UBS # Y102676	TOTALS
Cash on hand			\$5,299	\$463	\$5,762
Temp. cash investments	\$621,335	\$182,219	\$524,858	\$11,160	\$1,339,572
Equities FMV	\$5,292,508	\$484,428	\$222,070	\$429,016	\$6,428,022
Fixed Income FMV				\$0	
Estimated tax paid					\$5,000
Total Account FMV	\$5,913,843	\$666,646	\$752,227	\$440,640	\$7,773,356
Misc. assets -- est. tax paid					\$5,000
Total Foundation FMV					\$7,778,356
Equities - book value	\$4,605,932	\$474,928	\$250,000	\$456,805	\$5,787,665
Fixed Income - book value				\$0	

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes (see the instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Excise Tax 2008	1,476.	738.		738.
Foreign Tax Paid	126.	63.		63.
Total	<u>1,602.</u>	<u>801.</u>		<u>801.</u>

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Bank Charges	24.	12.		12.
Total	<u>85.</u>	<u>43.</u>		<u>42.</u>

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Dubrow, P.C.	Legal Services	18,000.	9,000.		9,000.
Total		<u>18,000.</u>	<u>9,000.</u>		<u>9,000.</u>

Form 990-PF, Page 1, Part I

Line 16c - Other Professional Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
UBS Finl Svcs	Investment Advisory	170,346.	85,173.		85,173.
Total		<u>170,346.</u>	<u>85,173.</u>		<u>85,173.</u>