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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.	HERBERT SMILOWITZ PRIVATE FOUNDATION PO BOX 511 EAST RUTHERFORD, NJ 07073	A Employer identification number 13-7171363
		B Telephone number (see the instructions) (973) 285-5500
		C If exemption application is pending, 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		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 2,542,846.	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)	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"/>

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).)	(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)	211,175.			
2 Ck <input type="checkbox"/> if the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	172.	172.	172.	
4 Dividends and interest from securities	37,244.	37,244.	37,244.	
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	-1,298.			
b Gross sales price for all assets on line 6a				
7 Capital gain net income (from Part II, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (at sch)				
11 Other income (attach schedule) See Statement 1	165.			
12 Total. Add lines 1 through 11	247,458.	37,416.	37,416.	
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)				
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see instr)				
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) See Statement 2	34,500.			
24 Total operating and administrative expenses. Add lines 13 through 23	34,500.			
25 Contributions, gifts, grants paid Stmt 3	179,553.			179,553.
26 Total expenses and disbursements. Add lines 24 and 25	214,053.	0.	0.	179,553.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	33,405.			
b Net investment income (if negative, enter -0-)		37,416.		
c Adjusted net income (if negative, enter -0-)			37,416.	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	20,486.	16,156.	16,156.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see 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 – US and state government obligations (attach schedule)	3,386,822.	3,424,557.	2,526,690.
	b Investments – corporate stock (attach schedule)			
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers – see instructions Also, see page 1, item I)	3,407,308.	3,440,713.	2,542,846.	
LIABILITIES	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)	0.	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 and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	3,407,308.	3,440,713.	
	30 Total net assets or fund balances (see the instructions)	3,407,308.	3,440,713.	
	31 Total liabilities and net assets/fund balances (see the instructions)	3,407,308.	3,440,713.	

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	3,407,308.
2 Enter amount from Part I, line 27a	2	33,405.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	3,440,713.
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	3,440,713.

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)
1 a N/A			
b			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss) [If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]	2	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see 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	456,488.	2,548,198.	0.179141
2007	330,326.	2,832,780.	0.116608
2006	390,933.	2,342,198.	0.166909
2005	445,216.	2,110,712.	0.210932
2004	348,592.	1,955,325.	0.178278

2 Total of line 1, column (d)	2	0.851868
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.170374
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,025,445.
5 Multiply line 4 by line 3	5	345,083.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	374.
7 Add lines 5 and 6	7	345,457.
8 Enter qualifying distributions from Part XII, line 4	8	179,553.

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. Date of ruling or determination letter _____ (attach copy of letter if necessary - see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	748.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	748.
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	748.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6 a	6,398.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d		7	6,398.
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	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	5,650.
11 Enter the amount of line 10 to be credited to 2010 estimated tax 5,650. Refunded		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 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? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) N/A		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address		X	
14 The books are in care of ▶ <u>ARTHUR S GEIGER & CO., P.A.</u> Telephone no ▶ <u>(973) 285-5500</u> Located at ▶ <u>PO BOX 309 MORRISTOWN NJ</u> ZIP + 4 ▶ <u>07963</u>				
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		N/A	▶ <input type="checkbox"/> N/A
		▶ 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
1 a 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"/>
1 b		N/A
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?		X
1 c		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? If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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)		
2 b		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20__ , 20__ , 20__ , 20__		
3 a 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)		
3 b		N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
4 a		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?		
4 b		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

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

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? Yes 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 No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

	5b	N/A
	6b	X
	7b	N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see 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
HERBERT SMILOWITZ 52 EDMONT RD WEST ORANGE, NJ	Trustee 40.00	0.	0.	0.
MARILYN SMILOWITZ 52 EDMONT RD WEST ORANGE, NJ	Trustee 40.00	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				

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 – (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 ▶ 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 (see instructions)

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.

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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	2,042,234.
b	Average of monthly cash balances	1b	14,055.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,056,289.
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	2,056,289.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	30,844.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,025,445.
6	Minimum investment return. Enter 5% of line 5	6	101,272.

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	101,272.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	748.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	748.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	100,524.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	100,524.
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	100,524.

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	179,553.
b	Program-related investments — total from Part IX-B	1b	
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	179,553.
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)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	179,553.

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.

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Form 990-PF (2009)

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				100,524.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years. 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	21,998.			
b From 2005	98,411.			
c From 2006	170,289.			
d From 2007	330,811.			
e From 2008	329,880.			
f Total of lines 3a through e	951,389.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 179,553.				
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				100,524.
e Remaining amount distributed out of corpus	79,029.			
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	1,030,418.			
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 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)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	21,998.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,008,420.			
10 Analysis of line 9				
a Excess from 2005	98,411.			
b Excess from 2006	170,289.			
c Excess from 2007	330,811.			
d Excess from 2008	329,880.			
e Excess from 2009	79,029.			

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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))
See Statement 4

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

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	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>				
Total				▶ 3a
<i>b Approved for future payment</i>				
Total				▶ 3b

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

2009

Name of the organization

HERBERT SMILOWITZ PRIVATE FOUNDATION

Employer identification number

13-7171363

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

Employer identification number

HERBERT SMILOWITZ PRIVATE FOUNDATION

13-7171363

Part I Contributors (see instructions)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	HERBERT SMILOWITZ ----- 52 EDGEMONT RD ----- WEST ORANGE, NJ 07052 -----	\$ 211,175.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
-----	----- ----- -----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization HERBERT SMILOWITZ PRIVATE FOUNDATION	Employer identification number 13-7171363
---	---

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	NYSE LISTED STOCK 5000 SHS VENTAS	\$ 211,175.	11/23/09
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

HERBERT SMILOWITZ PRIVATE FOUNDATION

Employer identification number

13-7171363

Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete cols (a) through (e) and the following line entry)

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of \$1,000 or less for the year (Enter this information once - see instructions) ▶ \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	

Transaction - Last year:4

1/1/2009 through 12/31/2009

Date	Description	Category	Amount
1/5/2009	Jewish National Fund	Charity	-72.00
1/12/2009	Jewish National Fund	Charity	-36.00
1/13/2009	Amit	Charity	-200.00
1/14/2009	Anti-Defamation League	Charity	-180.00
1/14/2009	TALMUDIC UNIVERSITY OF FLORIDA	Charity	-100.00
1/14/2009	American Society For Yad Vashem	Charity	-108.00
1/14/2009	ACWIS	Charity	-500.00
1/14/2009	P'TACH	Charity	-180.00
1/14/2009	GUSH ETZION FOUNDATION	Charity	-500.00
1/14/2009	CANFEI NESHARIM	Charity	-500.00
1/14/2009	B'NAI BRITH INTERNATIONAL	Charity	-200.00
1/14/2009	Friends Of Kishinev Jewry	Charity	-72.00
1/14/2009	JWV OF THE U.S.A.	Charity	-62.00
1/14/2009	Veterans Of Foreign Wars	Charity	-50.00
1/14/2009	United States Holocaust Memorial Museum	Charity	-100.00
1/14/2009	National Yiddish Book Center	Charity	-72.00
1/14/2009	THE HEBREW IMMIGRANT AID SOCIETY	Charity	-100.00
1/14/2009	Honest Reporting	Charity	-100.00
1/14/2009	NATIONAL JEWISH OUTREACH PROGRAM	Charity	-180.00
1/14/2009	AMERICAN FRIENDS OF RABIN MEDICAL CENTER	Charity	-180.00
1/14/2009	Gesher Foundation	Charity	-200.00
1/22/2009	Chabad Of The Ocean	Charity	-100.00
1/23/2009	Congregation Ahavat Shalom	Charity	-100.00
1/29/2009	CONGREGATION ETZ AHAIM	Charity	-100.00
1/30/2009	Congregation Ahavat Shalom	Charity	-50.00
2/3/2009	Orthodox Union	Charity	-24.00
2/4/2009	Jewish National Fund	Charity	-36.00
2/9/2009	Aish Jerusalem Fellowships	Charity	-100.00
2/9/2009	Orthodox Union	Charity	-100.00
2/9/2009	HIAS	Charity	-100.00
2/9/2009	Mishkan Israel Day Camp	Charity	-100.00
2/9/2009	Torah Umesorah	Charity	-64.00
2/9/2009	American Friends Of Magen David Adom - AFMDI	Charity	-100.00
2/12/2009	Amit	Charity	-36.00
2/12/2009	Shaare Zedek	Charity	-180.00
2/15/2009	Toras Chaim	Charity	-200.00

Transaction - Last year:4
1/1/2009 through 12/31/2009

Date	Description	Category	Amount
2/27/2009	Deborah Hospital Foundation	Charity	-180.00
3/24/2009	Yeshiva Karlin-Stolin	Charity	-180.00
3/24/2009	ESSEX COUNTY RITUALARIUM	Charity	-250.00
3/24/2009	Rabbi Jacob Joseph School	Charity	-1,000.00
3/24/2009	Jewish Home Foundation	Charity	-100.00
3/24/2009	Friends Of THE IDF	Charity	-180.00
3/24/2009	SINAI SCHOOL	Charity	-360.00
3/24/2009	Yeshivas Ohr Yosef	Charity	-180.00
3/24/2009	Jewish Family Service Of MetroWest	Charity	-180.00
3/24/2009	ZIONIST ORGANIZATION OF AMERICA (ZOA)	Charity	-180.00
3/24/2009	Israel Purim Fund	Charity	-75.00
3/24/2009	United Charity Institutions Of Jerusalem	Charity	-100.00
3/24/2009	Religious Zionists Of America	Charity	-500.00
3/24/2009	CHAI LIFELINE	Charity	-180.00
3/24/2009	MUSEUM OF JEWISH HERITAGE	Charity	-100.00
3/24/2009	Jewish Historical Society Of Metrowest	Charity	-100.00
3/24/2009	JKHA	Charity	-1,000.00
3/24/2009	World Jewish Congress Foundation	Charity	-100.00
3/24/2009	Sisterhood Cong AABJ&D	Charity	-40.00
3/24/2009	Amit	Charity	-100.00
3/25/2009	ISRALIGHT	Charity	-1,000.00
3/25/2009	CANFEI NESHARIM	Charity	-500.00
3/26/2009	Gateway Organization	Charity	-8,000.00
4/1/2009	JEWISH FAMILY SERVICE OF CENTRAL NEW JE...	Charity	-500.00
4/1/2009	Barnard College	Charity	-100.00
4/7/2009	JEWISH PARTISAN EDUCATION FOUNDATION	Charity	-100.00
4/20/2009	Gateway Organization	Charity	-2,500.00
4/22/2009	Chabad Of Montville	Charity	-1,000.00
4/24/2009	National Council Of Jewish Women	Charity	-45.00
4/28/2009	OHEL CHILDREN'S HOME & FAMILY SERVICES	Charity	-180.00
4/28/2009	Paamonim	Charity	-180.00
4/28/2009	American Friends Of Tsfat	Charity	-360.00
4/28/2009	Koby Mandell Foundation	Charity	-50.00
4/28/2009	National Jewish Medical And Research Center	Charity	-36.00
4/29/2009	SHARSHERET	Charity	-250.00
4/29/2009	NJ AUDOBON SOCIETY	Charity	-39.00
4/29/2009	THE NEWARK MUSEUM	Charity	-60.00

Transaction - Last year:4

1/1/2009 through 12/31/2009

Date	Description	Category	Amount
5/6/2009	Amit	Charity	-36.00
5/7/2009	NCSY	Charity	-25.00
5/7/2009	QUEENS HATZOLAH	Charity	-180.00
5/11/2009	Joint Chaplaincy Committee - UJC Of MetroWest NJ	Charity	-180.00
5/11/2009	Camera	Charity	-100.00
5/11/2009	Aish International	Charity	-1,800.00
5/28/2009	P.E.F.	Charity	-400.00
6/4/2009	JEWISH EDUCATIONAL CENTER - RTMA	Charity	-36.00
6/10/2009	Lubavitch Center Of Essex County	Charity	-500.00
6/21/2009	OHR YAAKOV OF AMERICA	Charity	-180.00
6/24/2009	UJA METRO WEST	Charity	-25,000.00
6/25/2009	JNF	Charity	-144.00
6/25/2009	NCJW	Charity	-45.00
6/30/2009	Fiat Rock Brook	Charity	-45.00
6/30/2009	WEST ORANGE P.B.A. LOCAL #25	Charity	-36.00
7/12/2009	YOUNG ISRAEL OF HOLLYWOOD BEACH	Charity	-100.00
7/14/2009	HATZALAH OF UNION	Charity	-1,800.00
7/16/2009	Chabad Ocean Synagogue	Charity	-120.00
7/16/2009	Veterans Of Foreign Wars	Charity	-25.00
7/28/2009	YOUNG ISRAEL OF HOLLYWOOD BEACH	Charity	-180.00
7/31/2009	Adath Israel	Charity	-180.00
8/10/2009	Congregation AABJ&D	Charity	-3,000.00
8/11/2009	SHAAREI SHOMAYIM CONGREGATION	Charity	-180.00
8/31/2009	Jewish Educational Center	Charity	-72.00
8/31/2009	CONGREGATION ETZ AHAIM	Charity	-150.00
9/2/2009	American Committee For Melabev	Charity	-250.00
9/4/2009	Jewish Educational Center - AI	Charity	-1,000.00
9/4/2009	Beth Israel Synagogue	Charity	-200.00
9/4/2009	One Family Fund	Charity	-250.00
9/8/2009	Torah Education In Israel	Charity	-1,800.00
9/8/2009	Yeshiva Karlin-Stolin	Charity	-180.00
9/9/2009	Rabbi Jacob Joseph School	Charity	-1,000.00
9/10/2009	Jewish National Fund	Charity	-36.00
9/17/2009	Congregation Mt. Sinai	Charity	-100.00
9/22/2009	Amit	Charity	-1,800.00
9/29/2009	Jewish National Fund	Charity	-72.00
9/29/2009	Jewish National Fund	Charity	-36.00

Transaction - Last year:4

1/1/2009 through 12/31/2009

Date	Description	Category	Amount
10/1/2009	Congregation Adath Israel	Charity	-360.00
10/6/2009	RABBINICAL COLLEGE OF AMERICA	Charity	-5,000.00
10/7/2009	Congregation AABJ&D	Charity	-6,000.00
10/12/2009	Bnc	Charity	-60.00
10/19/2009	Maryland Hillel	Charity	-365.00
10/19/2009	Jewish Federation Of Central New Jersey	Charity	-3,600.00
10/20/2009	RIMON CENTER-JEWISH LEARNING	Charity	-360.00
10/21/2009	Daughters Of Miriam Center	Charity	-3,600.00
10/26/2009	Chabad Ocean Synagogue	Charity	-100.00
11/2/2009	Fiat Rock Brook	Charity	-250.00
11/8/2009	JEC ADATH ISRAEL	Charity	-250.00
11/8/2009	YOUNG ISRAEL OF HOLLYWOOD BEACH	Charity	-100.00
11/8/2009	Congregation AABJ&D	Charity	-80.00
11/10/2009	ATID SOCIETY JKHA/RKYHS	Charity	-1,000.00
11/11/2009	Jewish Educational Center	Charity	-10,000.00
11/11/2009	Chabad Of South Broward	Charity	-200.00
11/11/2009	Yeshiva University	Charity	-75,000.00
11/17/2009	Congregation Beth Israel	Charity	-200.00
12/1/2009	Yeshivas Be'er Yitzchok	Charity	-360.00
12/1/2009	D.A.F	Charity	-180.00
12/4/2009	Chabad Ocean Synagogue	Charity	-50.00
12/4/2009	JNF	Charity	-36.00
12/4/2009	Daughters Of Miriam Center	Charity	-25.00
12/4/2009	West Orange First Aid Squad	Charity	-36.00
12/14/2009	JNF	Charity	-36.00
12/29/2009	Congregation AABJ&D	Charity	-6,000.00
11/2009 - 12/31/2009			-179,553.00
TOTAL INFLOWS			0.00
TOTAL OUTFLOWS			-179,553.00
NET TOTAL			-179,553.00

Capital Gains - Last year:13
1/1/2009 through 12/31/2009

Account	Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/L.
SHORT TERM							
j)HS FOUNDATION	1ST CONSTITUTION BANK	0.100	2/2/2009	2/2/2009	3.20	0.00	3.20
j)HS FOUNDATION	BANCO SANTANDER AS	0.090	2/5/2009	2/5/2009	4.89	0.00	4.89
TOTAL SHORT TERM					8.09	0.00	8.09
LONG TERM							
j)HS FOUNDATION	VALLEY NAT'L BANK	0.600	5/18/2006	5/23/2009	12.83	12.83	0.00
j)HS FOUNDATION	SCHERING PLOUGH/MERCK	1,000.000	5/14/2001	11/5/2009	10,500.00	15,809.82	-5,309.82
j)HS FOUNDATION	MERCK/SCHERING	0.700	5/14/2001	11/12/2009	22.18	26.14	-3.96
j)HS FOUNDATION	Ventas, Inc	2,000.000	12/17/2002	12/11/2009	88,477.72	84,470.00	4,007.72
TOTAL LONG TERM					99,012.73	100,318.79	-1,306.06
OVERALL TOTAL					99,020.82	100,318.79	-1,297.97

Value	Name	Ticker Symbol	Shares	Quote/Price	Cost Basis	Market Value	Gain/Loss
	J)HS FOUNDATION				3,424,557.01	2,526,690.27	-897,866.74
	1ST CONSTITUTION BANK	FCCY	16,411	6.25	173,492.99	102,568.75	-70,924.24
	3COM X	COMS	5,000	7.50	22,800.40	37,500.00	14,699.60
	AMKOR CORP	AMKR	5,000	7.16	106,235.40	35,800.00	-70,435.40
	APPLIED MATERIALS X	AMAT	4,000	13.94	91,726.45	55,760.00	-35,966.45
	BANCO SANTANDER AS	STD	336	16.44	22,375.00	5,523.84	-16,851.16
	BERKSHIRE BANCORP INC	BERK	16,450	6	177,498.60	98,700.00	-78,798.60
	BP PLC	BP	1,000	57.97	50,958.95	57,970.00	7,011.05
	CATERPILLAR INC X	CAT	1,000	56.99	61,511.00	56,990.00	-4,521.00
	CIENA	CIEA	3,428	10.84	287,538.55	37,159.52	-250,379.03
	COOPER COMPANIES, INC	COO	15,400	38.12	568,215.50	587,048.00	18,832.50
	CORNING GLASS X	GLW	3,000	19.31	63,325.00	57,930.00	-5,395.00
	COVIDIEN LTD	COV	1,250	47.89	44,023.28	59,862.50	15,839.22
	DOW CHEMICAL X	DOW	2,000	27.63	67,185.00	55,260.00	-11,925.00
	EMC CORP X	EMC	3,000	17.47	46,980.00	52,410.00	5,430.00
	FRONTIER COMMUNICATIONS C.	FTR	5,000	7.81	56,300.00	39,050.00	-17,250.00
	GRAHAM FIELD D081507 9.75% C		200,000	e	57,516.70	0.00	-57,516.70
	graham field health prod defaulted ...		69,000	e	0.00	0.00	0.00
	GRAHAM FIELD HEALTH PRODU		2,000	e	0.00	0.00	0.00
	HALLIBURTON	HAL	2,000	30.09	62,305.00	60,180.00	-2,125.00
	LSI LOGIC CORP	LSI	2,000	6.01	59,570.25	12,020.00	-47,550.25
	LSI LOGIC/AGERE	LSI	2,160	6.01	61,408.95	12,981.60	-48,427.35
	MERCK/SCHERING X	MRK	576	36.54	21,512.99	21,047.04	-465.95
	NOKIA CORP X	NOK	3,000	12.85	69,068.95	38,550.00	-30,518.95
	OCEANFIRST FINANCIAL CORP	OCFC	10,000	11.29	164,250.00	112,900.00	-51,350.00
	SOUTHERN UNION CO X	SUG	4,000	22.70	102,690.00	90,800.00	-11,890.00
	SUNCOR ENERGY INC	SU	6,000	35.31	300,045.00	211,860.00	-88,185.00
	TRICOM SA-SPONS ADR CLA	TRICY	5,000	e	40,908.95	0.00	-40,908.95
	TYCO ELECTRONICS X	TEL	1,250	24.55	40,129.15	30,687.50	-9,441.65
	TYCO INTERNATIONAL LTD NEW	TYC	1,250	35.68	54,103.57	44,600.00	-9,503.57
	VALLEY NAT'L BANK	VLY	5,787	14.13	123,790.17	81,770.31	-42,019.86
	Ventis, Inc	VTR	3,000	43.74	126,705.00	131,220.00	4,515.00
	WELLPOINT X	WLP	4,000	56.29	195,005.00	233,160.00	38,155.00
	Cash				105,381.21	105,381.21	
	Totals				3,424,557.01	2,526,690.27	-897,866.74

A=avg cost

Portfolio

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*

Type or print <small>File by the due date for filing your return. See instructions</small>	Name of Exempt Organization	Employer identification number
	HERBERT SMILOWITZ PRIVATE FOUNDATION	13-7171363
	Number, street, and room or suite number. If a P.O. box, see instructions	
	PO BOX 511	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	EAST RUTHERFORD, NJ 07073	

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

- | | | |
|---|--|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

• The books are in the care of ▶ ARTHUR S GEIGER & CO., P.A.

Telephone No ▶ (973) 285-5500 FAX No ▶ (973) 285-1335

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension will cover

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for

- ▶ calendar year 2009 or
- ▶ tax year beginning _____, 20____, and ending _____, 20____

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 748.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 6,398.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

BAA For Privacy Act and Paperwork Reduction Act Notice, see instructions.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Type or print File by the extended due date for filing the return. See instructions.	Name of Exempt Organization HERBERT SMILOWITZ PRIVATE FOUNDATION	Employer identification number 13-7171363
	Number, street, and room or suite number. If a P O box, see instructions Arthur S. Geiger & Co PA 66 Macculloch Avenue	For IRS use only
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Morristown, NJ 07963-0309	

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

- | | | | |
|--------------------------------------|--|--------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990 | <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 6069 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (section 401(a) or 408(a) trust) | <input type="checkbox"/> Form 4720 | <input type="checkbox"/> Form 8870 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 5227 | |

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

- The books are in care of **ARTHUR S GEIGER & CO., P.A.**
Telephone No **(973) 285-5500** FAX No **(973) 285-1335**
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

- I request an additional 3-month extension of time until 11/15, 2010
- For calendar year 2009, or other tax year beginning _____, 20____, and ending _____, 20____
- If this tax year is for less than 12 months, check reason Initial return Final return Change in accounting period
- State in detail why you need the extension Taxpayer respectfully requests additional time to gather information necessary to file a complete and accurate tax return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$	748.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$	6,398.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instrs	8c \$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature _____ Title _____ Date _____

Client HSPF

HERBERT SMILOWITZ PRIVATE FOUNDATION

13-7171363

10/27/10

09 31AM

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Total	\$ 165.	\$ 0.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BANK CHARGES	\$ 50.			
FEDERAL TAXES	2,400.			
MANAGEMENT FEE	31,800.			
NJ FILING FEE	250.			
Total	\$ 34,500.	\$ 0.	\$ 0.	\$ 0.

Statement 3
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Cash Grants and Allocations

Class of Activity:

Donee's Name:

SEE ATTACHED LISTING

Donee's Address:

Relationship of Donee:

Organizational Status of Donee:

Amount Given:

\$ 179,553.

Total \$ 179,553.

Statement 4
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

HERBERT SMILOWITZ
 MARILYN SMILOWITZ

Client HSPF

HERBERT SMILOWITZ PRIVATE FOUNDATION

13-7171363

10/27/10

09 31AM

Contributions, Gifts, and Grants
Other contributions, gifts, grants, etc.

NYSE LISTED STOCK 5000SHS VENTAS

Total \$ 211,175.
 Total \$ 211,175.

Other Income Producing Activities
Interest on savings & cash investments

BANK OF AMERICA
OPPENHEIMER

\$ 33.
 139.
 Total \$ 172.

Other Income Producing Activities
Dividends/interest from securities.

OPPENHEIMER

\$ 37,244.
 Total \$ 37,244.

Other Income Producing Activities
Gain (loss) from asset sales-non inventory [O]

GAIN/LOSS NON INVENTORY ASSETS

\$ -1,298.
 Total \$ -1,298.

Other Revenue
Related or exempt function income

SECURITIES LITIGATION

\$ 165.
 Total \$ 165.

Grants and Allocations (990-PF)
Cash amount given
SEE ATTACHED LISTING

VARIOUS ORGANIZED CHARITIES SEE ATTACHED LISTING

\$ 179,553.
 Total \$ 179,553.