



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



**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 \_\_\_\_\_,

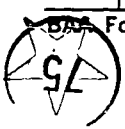
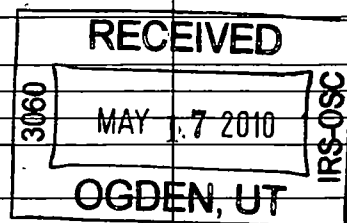
**G** Check all that apply:  Initial return  Initial Return of a former public charity  Final return  
 Amended return  Address change  Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	The Barbara Freid Gottesman Charitable Foundation 220 South Orange Ave #103 Livingston, NJ 07039	<b>A</b> Employer identification number 22-6788324
		<b>B</b> Telephone number (see the instructions) (973) 992-4952
<b>H</b> 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		<b>C</b> If exemption application is pending, check here <input type="checkbox"/> <b>D 1</b> Foreign organizations, check here <input type="checkbox"/> <b>2</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 639,758.	<b>J</b> 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.)	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> 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)
<b>1</b> Contributions, gifts, grants, etc., received (att sch)				
<b>2</b> Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
<b>3</b> Interest on savings and temporary cash investments				
<b>4</b> Dividends and interest from securities	30,779.	30,779.		
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain/(loss) from sale of assets not on line 10	-299,093.			
<b>b</b> Gross sales price for all assets on line 6a	391,582.			
<b>7</b> Capital gain net income (from Part IV, line 2)		0.		
<b>8</b> Net short-term capital gain			0.	
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold				
<b>c</b> Gross profit/(loss) (att sch)				
<b>11</b> Other income (attach schedule) See Statement 1	583.	583.		
<b>12 Total.</b> Add lines 1 through 11	-267,731.	31,362.	0.	
<b>13</b> Compensation of officers, directors, trustees, etc	0.			
<b>14</b> Other employee salaries and wages				
<b>15</b> Pension plans, employee benefits				
<b>16a</b> Legal fees (attach schedule)				
<b>b</b> Accounting fees (attach sch) See St 2	1,250.			
<b>c</b> Other prof fees (attach sch)				
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule)(see instr) See Stmt 3	550.			
<b>19</b> Depreciation (attach sch) and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings				
<b>22</b> Printing and publications				
<b>23</b> Other expenses (attach schedule)				
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23	1,800.			
<b>25</b> Contributions, gifts, grants paid Stmt 4	50,550.			50,550.
<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	52,350.	0.	0.	50,550.
<b>27 Subtract line 26 from line 12:</b>				
<b>a Excess of revenue over expenses and disbursements</b>	-320,081.			
<b>b Net investment income</b> (if negative, enter -0-)		31,362.		
<b>c Adjusted net income</b> (if negative, enter -0-)			0.	

SCANNED MAY 20 2009

ADMINISTRATIVE EXPENSES



614 15

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	15,002.	21,436.	21,436.
	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 – U S and state government obligations (attach schedule)	20,900.	20,876.	21,108.
	b	Investments – corporate stock (attach schedule)			
	c	Investments – corporate bonds (attach schedule)	62,258.	14,051.	11,588.
	11	Investments – land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)	770,169.	495,939.	584,626.	
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe <u>See Statement 5</u> )	2,496.	1,000.	1,000.	
16	<b>Total assets</b> (to be completed by all filers – see instructions Also, see page 1, item I)	870,825.	553,302.	639,758.	
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 <u>See Statement 6</u> )		1,250.	
	23	<b>Total liabilities</b> (add lines 17 through 22)	0.	1,250.	
NET FUND ASSET BALANCES	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	500,000.	500,000.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	370,825.	52,052.	
	30	<b>Total net assets or fund balances</b> (see the instructions)	870,825.	552,052.	
	31	<b>Total liabilities and net assets/fund balances</b> (see the instructions)	870,825.	553,302.	

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	870,825.
2	Enter amount from Part I, line 27a	2	-320,081.
3	Other increases not included in line 2 (itemize) <u>See Statement 7</u>	3	1,308.
4	Add lines 1, 2, and 3	4	552,052.
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	552,052.

**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 attached statement	P	Various	Various
b see attached statement	P	Various	Various
c Capital gain dividends			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,352.		5,841.	-2,489.
b 388,063.		684,834.	-296,771.
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			-2,489.
b			-296,771.
c			167.
d			
e			

2 Capital gain net income or (net capital loss). <span style="float:right">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	2	-299,093.
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 <span style="float:right">]</span>	3	-299,260.

**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	46,175.	847,000.	0.054516
2007	48,100.	974,718.	0.049348
2006	38,730.	770,389.	0.050273
2005	30,010.	716,933.	0.041859
2004	275,086.	841,911.	0.326740

2 Total of line 1, column (d)	2	0.522736
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	0.104547
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	610,248.
5 Multiply line 4 by line 3	5	63,800.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	314.
7 Add lines 5 and 6	7	64,114.
8 Enter qualifying distributions from Part XII, line 4	8	50,550.

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	627.
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	627.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	5	627.
6	Credits/Payments.		
a	2009 estimated tax pmts and 2008 overpayment credited to 2009	6 a	604.
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	604.
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	1.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	24.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be. Credited to 2010 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a		X
b		X
<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>		
c		X
d		
e		
2		X
3		X
4 a		X
4 b		N/A
5		X
6		X
7	X	
8 a		
8 b	X	
9		X
10		X

BAA

**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>Taxpayer</u> Telephone no ▶ <u>(973) 992-4592</u> Located at ▶ <u>220 South Orange Ave, Suite 103 Livingston N</u> ZIP + 4 ▶ <u>07039</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	▶	<u>15</u>   N/A

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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"/>	1b	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?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20__ , 20__ , 20__ , 20__		
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)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20__ , 20__ , 20__ , 20__		
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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

BAA

**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)?

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.

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?

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
Barbara Freid Gottesman 37 Beverly Road West Orange, NJ 07052	Manager 5.00	0.	0.	0.
Ellen Garber 90 Riverside Drive Apt 16G New York, NY 10024	Trustee 2.00	0.	0.	0.
Robin Gottesman 4 Boiling Springs Road Ho-Ho-Kus, NJ 07423	Trustee 2.00	0.	0.	0.
Andrew Gottesman 28 Oak Ridge Road Summit, NJ 07901	Trustee 2.00	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		
-----		
-----		
-----		
-----		
-----		0

**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	
-----	0.

**Total. Add lines 1 through 3** ▶ 0.

BAA

**Part X** **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes:		
<b>a</b> Average monthly fair market value of securities	<b>1a</b>	577,000.
<b>b</b> Average of monthly cash balances	<b>1b</b>	42,541.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1c</b>	
<b>d Total</b> (add lines 1a, b, and c)	<b>1d</b>	619,541.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	619,541.
<b>4</b> Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	9,293.
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	610,248.
<b>6 Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	30,512.

**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.)

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	30,512.
<b>2a</b> Tax on investment income for 2009 from Part VI, line 5	<b>2a</b>	627.
<b>b</b> Income tax for 2009 (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b> Add lines 2a and 2b	<b>2c</b>	627.
<b>3</b> Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	29,885.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b> Add lines 3 and 4	<b>5</b>	29,885.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7 Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	29,885.

**Part XII** **Qualifying Distributions** (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
<b>a</b> Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	<b>1a</b>	50,550.
<b>b</b> Program-related investments – total from Part IX-B	<b>1b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b> Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4 Qualifying distributions</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	50,550.
<b>5</b> 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)	<b>5</b>	
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	50,550.

**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				29,885.
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	275,630.			
b From 2005	30,010.			
c From 2006	38,730.			
d From 2007	48,100.			
e From 2008	46,175.			
f Total of lines 3a through e	438,645.			
4 Qualifying distributions for 2009 from Part XII, line 4. ▶ \$ 50,550.				
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				29,885.
e Remaining amount distributed out of corpus	20,665.			
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	459,310.			
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)	275,630.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	183,680.			
10 Analysis of line 9:				
a Excess from 2005	30,010.			
b Excess from 2006	38,730.			
c Excess from 2007	48,100.			
d Excess from 2008	46,175.			
e Excess from 2009	20,665.			

**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)

**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

Tax year	Prior 3 years			(e) Total
(a) 2009	(b) 2008	(c) 2007	(d) 2006	
<b>b</b> 85% of line 2a				
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed				
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities				
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:				
<b>a</b> 'Assets' alternative test – enter:				
<b>(1)</b> Value of all assets				
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)				
<b>b</b> 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
<b>c</b> 'Support' alternative test – enter:				
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
<b>(3)</b> Largest amount of support from an exempt organization				
<b>(4)</b> 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).)  
Barbara Freid Gottesman

**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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
<b>Total</b>				▶ <b>3a</b>
<i>b Approved for future payment</i>				
<b>Total</b>				▶ <b>3b</b>





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

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Total	\$ 583.	\$ 583.	\$ 0.

**Statement 2**  
**Form 990-PF, Part I, Line 16b**  
**Accounting Fees**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Total	\$ 1,250.	\$ 0.	\$ 0.	\$ 0.

**Statement 3**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Federal Income Tax	\$ 550.			
Total	\$ 550.	\$ 0.	\$ 0.	\$ 0.

**Statement 4**  
**Form 990-PF, Part I, Line 25**  
**Contributions, Gifts, and Grants**

Cash Grants and Allocations

Class of Activity:

Donee's Name:

Donee's Address:

UJA OF METRO WEST  
901 ROUTE 10  
WHIPPANY, NJ 07981

Relationship of Donee:

Organizational Status of Donee:

Amount Given:

None  
Public Charity

\$ 11,000.

Class of Activity:

Donee's Name:

Donee's Address:

HAPPINESS IN CAMPING  
2169 GRAND CONCOURSE  
BRONX, NY 10453

Relationship of Donee:

Organizational Status of Donee:

Amount Given:

None  
Public Charity

1,000.

**Statement 4 (continued)**  
**Form 990-PF, Part I, Line 25**  
**Contributions, Gifts, and Grants**

Class of Activity:			
Donee's Name:	FRESH AIR FUND		
Donee's Address:	1040 AVE OF THE AMERICAS NEW YORK, NY 10018		
Relationship of Donee:	None		
Organizational Status of Donee:	Public Charity		
Amount Given:		\$	2,000.
Class of Activity:			
Donee's Name:	MUSEUM OF JEWISH HERITAGE		
Donee's Address:	36 BATTERY PLACE NEW YORK, NY 10280		
Relationship of Donee:	None		
Organizational Status of Donee:	Public Charity		
Amount Given:			1,000.
Class of Activity:			
Donee's Name:	LINCOLN CENTER FOR PERFORMING ARTS		
Donee's Address:	70 LINCOLN CENTER PLAZA NEW YORK, NY 10023		
Relationship of Donee:	None		
Organizational Status of Donee:	Public Charity		
Amount Given:			2,300.
Class of Activity:			
Donee's Name:	RONALD MCDONALD HOUSE		
Donee's Address:	105 EISENHOWER PARKWAY ROSELAND, NJ 07068		
Relationship of Donee:	None		
Organizational Status of Donee:	Public Charity		
Amount Given:			2,250.
Class of Activity:			
Donee's Name:	COLGATE UNIVERSITY		
Donee's Address:	13 OAK DRIVE HAMILTON, NY 13346		
Relationship of Donee:	None		
Organizational Status of Donee:	Public Charity		
Amount Given:			5,000.
Class of Activity:			
Donee's Name:	CHILDRENS AID SOCIETY		
Donee's Address:	105 EAST 22ND STREET NEW YORK, NY 10010		
Relationship of Donee:	None		
Organizational Status of Donee:	Public Charity		
Amount Given:			2,000.
Class of Activity:			
Donee's Name:	DANA FARBER JIMMY FUND		
Donee's Address:	10 BROOKLINE PL. WEST, 6TH FLOOR BROOKLINE, MA 02445		
Relationship of Donee:	None		
Organizational Status of Donee:	Public Charity		
Amount Given:			1,500.
Class of Activity:			

**Statement 4 (continued)**  
**Form 990-PF, Part I, Line 25**  
**Contributions, Gifts, and Grants**

Donee's Name:	ST. JUDE'S CHILDREN'S HOSPITAL	
Donee's Address:	332 N. LAUDERDALE MEMPHIS, TN 38105	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		\$ 500.
Class of Activity:		
Donee's Name:	JBI INTERNATIONAL	
Donee's Address:	110 EAST 30TH STREET NEW YORK, NY 10016	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		500.
Class of Activity:		
Donee's Name:	SLOAN KETTERING CANCER CE	
Donee's Address:	1275 YORK AVE. NEW YORK, NY 10021	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		500.
Class of Activity:		
Donee's Name:	DOCTORS WITHOUT BORDERS U.S.A.	
Donee's Address:	6 EAST 39TH STREET NEW YORK, NY 10001	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		5,000.
Class of Activity:		
Donee's Name:	DOROT INC.	
Donee's Address:	171 W. 85TH ST. NEW YORK, NY 10024	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		1,500.
Class of Activity:		
Donee's Name:	HABITAT FOR HUMANITY	
Donee's Address:	10 BANTA PL. HACKENSACK, NJ 07601	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		1,000.
Class of Activity:		
Donee's Name:	UNICEF	
Donee's Address:	125 MAIDEN LANE NEW YORK, NY 10038	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		1,000.
Class of Activity:		
Donee's Name:	US HOLOCAUST MUSEUM	

**Statement 4 (continued)**  
**Form 990-PF, Part I, Line 25**  
**Contributions, Gifts, and Grants**

Donee's Address:	100 RAOUL WALLENBERG PL. SW WASHINGTON, DC 20024	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		\$ 1,500.
Class of Activity:		
Donee's Name:	HADASSAH CENTER	
Donee's Address:	SHORT HILLS, NJ 07078	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		5,000.
Class of Activity:		
Donee's Name:	ISRAEL CHILDRENS CENTER	
Donee's Address:	2151 W HILLSBORO BLVD. DEERFIELD BEACH, FL 33442	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		1,000.
Class of Activity:		
Donee's Name:	AFHU	
Donee's Address:	1 BATTERY PARK PLAZA NEW YORK, NY	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		500.
Class of Activity:		
Donee's Name:	JFS METRO WEST	
Donee's Address:	256 COLUMBIA TPK FLORHAM PARK, NJ	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		600.
Class of Activity:		
Donee's Name:	METROPOLITAN MUSEUM OF ART	
Donee's Address:	1000 5TH AVE NEW YORK, NY 10028	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		1,200.
Class of Activity:		
Donee's Name:	ST. BARNABAS MEDICAL CENTER	
Donee's Address:	95 OLD SHORT HILLS ROAD WEST ORANGE, NJ 07052	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		1,000.
Class of Activity:		
Donee's Name:	JEWISH GUILD FOR THE BLIND	
Donee's Address:	15WEST 56TH STREET	

**Statement 4 (continued)**  
**Form 990-PF, Part I, Line 25**  
**Contributions, Gifts, and Grants**

Relationship of Donee:	NEW YORK, NY 10023	
Organizational Status of Donee:	None	
Amount Given:	Public Charity	\$ 1,000.

Class of Activity:		
Donee's Name:	AECOM	
Donee's Address:	300 BROADACRES DRIVE	
	BLOOMFIELD, NJ	
Relationship of Donee:	None	
Organizational Status of Donee:	Public Charity	
Amount Given:		700.

Total \$ 50,550.

**Statement 5**  
**Form 990-PF, Part II, Line 15**  
**Other Assets**

	<u>Book Value</u>	<u>Fair Market Value</u>
DUE FROM BROKER	\$ 1,000.	\$ 1,000.
Total	\$ <u>1,000.</u>	\$ <u>1,000.</u>

**Statement 6**  
**Form 990-PF, Part II, Line 22**  
**Other Liabilities**

DUE TO AFFILIATE	\$ 1,250.
Total	\$ <u>1,250.</u>

**Statement 7**  
**Form 990-PF, Part III, Line 3**  
**Other Increases**

BOOK TO TAX DIFFERENCE	\$ 1,308.
Total	\$ <u>1,308.</u>

**BARBARA FREID GOTTESMAN CHARITABLE FOUNDATION**  
**TAX I.D. # 22-6788324**  
**SCHEDULE D: CAPITAL GAINS AND LOSSES**  
**TAX YEAR: 2009**

<u>DESCRIPTION</u>	<u>BOUGHT</u>	<u>SOLD</u>	<u>QUANTITY</u>	<u>PROCEEDS</u>	<u>COST</u>	<u>GAIN / (LOSS)</u>
EATON VANCE TAX MNGD DIV EQ	3/12/2008	3/3/2009	28 00	\$233.47	\$452 10	(\$218.63)
APOLLO INVESTMENT CORP	3/31/2008	3/4/2009	0 67	2 26	10 52	(8.26)
ARES CAPTIAL CORP	4/11/2008	3/4/2009	0 57	1 91	6 99	(5 08)
EATON VANCE TAX MNGD DIV EQ	3/12/2008	3/4/2009	0 64	5 16	10 40	(5 24)
EATON VANCE TAX MAN GLOBAL	3/12/2008	3/4/2009	0 95	6 69	15 69	(9 00)
NICHOLAS-APLEGATE GLOBAL EQUITY	4/17/2008	3/4/2009	0 20	1 57	4 17	(2 60)
APOLLO INVESTMENT CORP	3/31/2008	3/6/2009	54.00	191 53	853.20	(661 67)
ARES CAPTIAL CORP	4/11/2008	3/6/2009	39 00	137 17	478 95	(341 78)
EATON VANCE TAX MAN GLOBAL	3/12/2008	3/6/2009	35 00	258 83	578 06	(319 23)
NICHOLAS-APLEGATE GLOBAL EQUITY	4/17/2008	3/6/2009	32 00	254 99	655 55	(400 56)
PIONEER HIGH YLD FD CL C	4/1/2008	3/6/2009	6 43	39 12	64 53	(25 41)
PIONEER HIGH YLD FD CL C	5/1/2008	3/6/2009	6 27	38 11	65 31	(27 20)
PIONEER HIGH YLD FD CL C	6/2/2008	3/6/2009	6 16	37 47	64 96	(27 49)
PIONEER HIGH YLD FD CL C	9/2/2008	3/6/2009	8 99	54 67	88 92	(34 25)
PIONEER HIGH YLD FD CL C	10/1/2008	3/6/2009	8 76	53 27	77 89	(24 62)
PIONEER HIGH YLD FD CL C	11/3/2008	3/6/2009	12 22	74.29	86 88	(12 59)
PIONEER HIGH YLD FD CL C	11/25/2008	3/6/2009	28 84	175 37	180 27	(4 90)
PIONEER HIGH YLD FD CL C	12/1/2008	3/6/2009	14 29	86 90	90 33	(3 43)
PIONEER HIGH YLD FD CL C	1/2/2009	3/6/2009	33 44	203 32	205 66	(2 34)
PIONEER HIGH YLD FD CL C	2/2/2009	3/6/2009	14 81	90 03	94 91	(4 88)
PIONEER HIGH YLD FD CL C	3/2/2009	3/6/2009	15 40	93 63	96 42	(2 79)
PIONEER GLOBAL HI YLD FD CL	4/1/2008	3/6/2009	11 65	73 41	128 06	(54 65)
PIONEER GLOBAL HI YLD FD CL	5/1/2008	3/6/2009	11 81	74 40	132 86	(58 46)
PIONEER GLOBAL HI YLD FD CL	6/2/2008	3/6/2009	12 07	76 03	136 86	(60 83)
PIONEER GLOBAL HI YLD FD CL	9/2/2008	3/6/2009	13 63	85.89	145 07	(59 18)
PIONEER GLOBAL HI YLD FD CL	10/1/2008	3/6/2009	14 95	94 19	146 22	(52 03)
PIONEER GLOBAL HI YLD FD CL	11/3/2008	3/6/2009	19 66	123 86	147 65	(23 79)
PIONEER GLOBAL HI YLD FD CL	12/1/2008	3/6/2009	22 24	140 09	152 32	(12 23)
PIONEER GLOBAL HI YLD FD CL	1/2/2009	3/6/2009	56 05	353 10	367 11	(14 01)
PIONEER GLOBAL HI YLD FD CL	2/2/2009	3/6/2009	23 13	145 73	154 05	(8 32)
PIONEER GLOBAL HI YLD FD CL	3/2/2009	3/6/2009	23 11	145.57	148 85	(3 28)

**PART I: TOTAL SHORT-TERM GAIN (LOSS)**

**\$3,352 03      \$5,840 76      (\$2,488 73)**

FIRSTBANK P R. CD CORPORATE	2/28/2005	2/28/2009	25,000 00	\$25,000 00	\$25,000 00	\$0 00
ENERGY TRANSFER PRTRNS L P	1/20/2004	3/6/2009	1,000 00	33,565 41	13,389 50	20,175 91
ENTERPRISE PROD PART. L P	5/5/2004	3/6/2009	1,000 00	19,042 89	8,105 00	10,937 89
FERRELLGAS PARTNERS L P COMMON STK	4/14/2004	3/6/2009	1,000 00	12,272 73	10,725 00	1,547 73
NATIONWIDE HEALTH PTY INC	1/22/2004	3/6/2009	600 00	11,765 86	11,388.43	377 43
NATIONWIDE HEALTH PTY INC	1/22/2004	3/6/2009	200 00	3,920 00	3,796 15	123 85
NATIONWIDE HEALTH PTY INC	1/22/2004	3/6/2009	100 00	1,961 00	1,898 07	62 93
NATIONWIDE HEALTH PTY INC	1/22/2004	3/6/2009	100 00	1,959 20	1,898 07	61.13
NATURAL RESOURCE PRTRNS LP	3/16/2004	3/6/2009	1,000 00	18,355 79	15,773 00	2,582 79
PLAINS ALL AMER PIPELINE L P	9/15/2003	3/6/2009	750.00	26,791.04	13,762 71	13,028 33
CENTERPLATE INC-IDS	12/10/2003	1/27/2009	1,000 00	2,500 00	12,694 26	(10,194 26)
CALAMOS CONV & HIGH INC	6/20/2006	3/3/2009	1,000 00	6,804 31	16,100 00	(9,295 69)
CALAMOS CONV & HIGH INC	7/18/2006	3/3/2009	8 00	54.44	121 75	(67.31)
CALAMOS CONV & HIGH INC	8/16/2006	3/3/2009	7 00	47 63	108 40	(60 77)
CALAMOS CONV & HIGH INC	9/14/2006	3/3/2009	7.00	47 63	110 72	(63 09)
CALAMOS CONV & HIGH INC	10/17/2006	3/3/2009	7 00	47.63	112 78	(65 15)
CALAMOS CONV & HIGH INC	11/15/2006	3/3/2009	7.00	47.63	111 99	(64 36)
CALAMOS CONV & HIGH INC	12/11/2006	3/3/2009	7 00	47.63	112 98	(65 35)
CALAMOS CONV & HIGH INC	1/1/2007	3/3/2009	7 00	47.63	112 79	(65 16)
CALAMOS CONV & HIGH INC	2/15/2007	3/3/2009	7.00	47 63	113 52	(65 89)
CALAMOS CONV & HIGH INC	3/1/2007	3/3/2009	1.00	6.81	16 11	(9 30)
CALAMOS CONV & HIGH INC	3/15/2007	3/3/2009	8 00	54.44	125 17	(70 73)
CALAMOS CONV & HIGH INC	4/17/2007	3/3/2009	7 00	47.63	113 72	(66.09)
CALAMOS CONV & HIGH INC	5/16/2007	3/3/2009	8.00	54.44	130 34	(75.90)
CALAMOS CONV & HIGH INC	6/14/2007	3/3/2009	8.00	54 44	125.55	(71 11)

**BARBARA FREID GOTTESMAN CHARITABLE FOUNDATION**  
**TAX I.D. # 22-6788324**  
**SCHEDULE D: CAPITAL GAINS AND LOSSES**  
**TAX YEAR: 2009**

<u>DESCRIPTION</u>	<u>BOUGHT</u>	<u>SOLD</u>	<u>QUANTITY</u>	<u>PROCEEDS</u>	<u>COST</u>	<u>GAIN / (LOSS)</u>
CALAMOS CONV & HIGH INC	7/17/2007	3/3/2009	8.00	54 44	124 72	(70.28)
CALAMOS CONV & HIGH INC	8/21/2007	3/3/2009	1,000 00	6,804 31	11,408.55	(4,604.24)
CALAMOS CONV & HIGH INC	8/16/2007	3/3/2009	9 00	61 20	130 23	(69 03)
EATON VANCE TAX MNGD DIV EQ	11/30/2006	3/3/2009	1,000 00	8,338 11	19,902 86	(11,564.75)
AMERICAN CAPITAL LTD COMMON STK	3/2/2004	3/6/2009	1,000 00	863 99	33,231 00	(32,367 01)
ANNALY CAPITAL MGMT INC REIT	1/21/2004	3/6/2009	1,000 00	12,905 22	18,500 00	(5,594.78)
APOLLO INVESTMENT CORP	10/1/2004	3/6/2009	4 00	14 19	56 20	(42 01)
APOLLO INVESTMENT CORP	1/18/2007	3/6/2009	1,500 00	5,319 87	33,660 00	(28,340 13)
APOLLO INVESTMENT CORP	4/2/2007	3/6/2009	36.00	127 67	765 36	(637 69)
APOLLO INVESTMENT CORP	7/2/2007	3/6/2009	35 00	124 13	770 00	(645 87)
APOLLO INVESTMENT CORP	9/27/2007	3/6/2009	39 00	138 31	813 93	(675 62)
APOLLO INVESTMENT CORP	1/1/2008	3/6/2009	47 00	166 68	825 53	(658 85)
ARES CAPTIAL CORP	7/18/2006	3/6/2009	1,000 00	3,516 96	15,670 00	(12,153 04)
ARES CAPTIAL CORP	9/29/2006	3/6/2009	23 00	80 89	388 93	(308 04)
ARES CAPTIAL CORP	12/29/2006	3/6/2009	27 00	94 95	508 95	(414 00)
ARES CAPTIAL CORP	4/2/2007	3/6/2009	23.00	80 89	420 67	(339 78)
ARES CAPTIAL CORP	7/2/2007	3/6/2009	24 00	84 41	428 88	(344 47)
ARES CAPTIAL CORP	10/1/2007	3/6/2009	29 00	101 99	446 02	(344 03)
ARES CAPTIAL CORP	1/1/2008	3/6/2009	31 00	109 02	465 12	(356 10)
CONSTELLATION ENERGY PRTRNS L	11/20/2006	3/6/2009	550 00	968 59	7,283 36	(6,314 77)
EATON VANCE TAX MAN GLOBAL	2/27/2007	3/6/2009	1,250 00	9,244 11	25,000 00	(15,755 89)
EMPIRE DIST ELEC CO	6/21/2006	3/6/2009	1,250 00	15,813 91	25,312 50	(9,498 59)
ENBRIDGE ENERGY PARTNERS L P	5/21/2007	3/6/2009	500 00	12,561 92	23,922 50	(11,360 58)
HERSHA HOSPITALITY TRUST	4/23/2004	3/6/2009	1,500.00	2,261 98	14,546 18	(12,284 20)
HOSPITALITY PROPERTIES	2/23/2004	3/6/2009	500 00	5,098 82	20,189 87	(15,091 05)
HOSPITALITY PROPERTIES	2/16/2007	3/6/2009	500 00	5,098 82	23,385 76	(18,286 94)
ISTAR FINANCIAL INC	11/5/2001	3/6/2009	1,000 00	1,085 99	20,183 07	(19,097 08)
INERGY L P	2/27/2007	3/6/2009	1,000 00	20,549 38	23,970 00	(3,420 62)
NICHOLAS-APPLEGATE GLOBAL EQUITY	9/28/2007	3/6/2009	1,000 00	7,968 10	25,000 00	(17,031 90)
NICHOLAS-APPLEGATE GLOBAL EQUITY	1/1/2008	3/6/2009	30 00	239 04	622 34	(383 30)
PIONEER HIGH YLD FD CL C	2/28/2002	3/6/2009	845.28	5,139 31	9,289 84	(4,150.53)
PIONEER HIGH YLD FD CL C	4/1/2002	3/6/2009	15.99	97 23	177 83	(80 60)
PIONEER HIGH YLD FD CL C	5/1/2002	3/6/2009	16 64	101 19	183 90	(82 71)
PIONEER HIGH YLD FD CL C	6/3/2002	3/6/2009	16.78	102 02	184 08	(82 06)
PIONEER HIGH YLD FD CL C	7/1/2002	3/6/2009	17 59	106 97	184 02	(77 05)
PIONEER HIGH YLD FD CL C	8/1/2002	3/6/2009	17 93	108 98	176 74	(67.76)
PIONEER HIGH YLD FD CL C	9/3/2002	3/6/2009	18 18	110 52	175.96	(65 44)
PIONEER HIGH YLD FD CL C	10/1/2002	3/6/2009	19 13	116 33	177.56	(61 23)
PIONEER HIGH YLD FD CL C	11/1/2002	3/6/2009	19 43	118 14	179.74	(61 60)
PIONEER HIGH YLD FD CL C	12/3/2002	3/6/2009	18 21	110 69	180 96	(70 27)
PIONEER HIGH YLD FD CL C	1/3/2003	3/6/2009	18.48	112 38	181 50	(69 12)
PIONEER HIGH YLD FD CL C	2/4/2003	3/6/2009	17 68	107 48	177 31	(69 83)
PIONEER HIGH YLD FD CL C	3/4/2003	3/6/2009	16 71	101 58	169 92	(68 34)
PIONEER HIGH YLD FD CL C	4/2/2003	3/6/2009	15 43	93 81	160.01	(66 20)
PIONEER HIGH YLD FD CL C	5/2/2003	3/6/2009	13.54	82 30	145.24	(62 94)
PIONEER HIGH YLD FD CL C	6/3/2003	3/6/2009	12 66	76 95	140 74	(63.79)
PIONEER HIGH YLD FD CL C	7/2/2003	3/6/2009	12 46	75 73	139 50	(63 77)
PIONEER HIGH YLD FD CL C	8/4/2003	3/6/2009	11 70	71 14	131 75	(60 61)
PIONEER HIGH YLD FD CL C	9/1/2003	3/6/2009	11 77	71 56	132 28	(60.72)
PIONEER HIGH YLD FD CL C	10/2/2003	3/6/2009	11.26	68 47	128 05	(59 58)
PIONEER HIGH YLD FD CL C	11/4/2003	3/6/2009	10 95	66 55	128.38	(61 83)
PIONEER HIGH YLD FD CL C	11/26/2003	3/6/2009	2 11	12 81	24 86	(12.05)
PIONEER HIGH YLD FD CL C	12/2/2003	3/6/2009	11 71	71 20	139 12	(67.92)
PIONEER HIGH YLD FD CL C	1/5/2004	3/6/2009	11 30	68 70	136 62	(67.92)
PIONEER HIGH YLD FD CL C	2/3/2004	3/6/2009	11.21	68 13	137 05	(68 92)
PIONEER HIGH YLD FD CL C	3/2/2004	3/6/2009	10.52	63 95	128 85	(64 90)
PIONEER HIGH YLD FD CL C	4/2/2004	3/6/2009	11.70	71 12	143 17	(72 05)
PIONEER HIGH YLD FD CL C	5/4/2004	3/6/2009	12 77	77 67	151 76	(74.09)
PIONEER HIGH YLD FD CL C	6/2/2004	3/6/2009	13.55	82 40	157.88	(75.48)
PIONEER HIGH YLD FD CL C	7/2/2004	3/6/2009	13.58	82 55	159.39	(76.84)

**BARBARA FREID GOTTESMAN CHARITABLE FOUNDATION**

**TAX I.D. # 22-6788324**

**SCHEDULE D: CAPITAL GAINS AND LOSSES**

**TAX YEAR: 2009**

<u>DESCRIPTION</u>	<u>BOUGHT</u>	<u>SOLD</u>	<u>QUANTITY</u>	<u>PROCEEDS</u>	<u>COST</u>	<u>GAIN / (LOSS)</u>
PIONEER HIGH YLD FD CL C	8/3/2004	3/6/2009	13.70	83.31	159.90	(76.59)
PIONEER HIGH YLD FD CL C	9/2/2004	3/6/2009	13.74	83.53	161.01	(77.48)
PIONEER HIGH YLD FD CL C	10/4/2004	3/6/2009	13.61	82.73	161.65	(78.92)
PIONEER HIGH YLD FD CL C	11/2/2004	3/6/2009	11.99	72.89	142.43	(69.54)
PIONEER HIGH YLD FD CL C	11/30/2004	3/6/2009	82.51	501.67	962.91	(461.24)
PIONEER HIGH YLD FD CL C	12/1/2004	3/6/2009	11.92	72.44	138.69	(66.25)
PIONEER HIGH YLD FD CL C	1/4/2005	3/6/2009	11.38	69.21	133.88	(64.67)
PIONEER HIGH YLD FD CL C	2/2/2005	3/6/2009	10.68	64.92	123.75	(58.83)
PIONEER HIGH YLD FD CL C	3/2/2005	3/6/2009	10.55	64.16	124.32	(60.16)
PIONEER HIGH YLD FD CL C	4/4/2005	3/6/2009	10.76	65.43	122.26	(56.83)
PIONEER HIGH YLD FD CL C	5/3/2005	3/6/2009	5.36	32.56	59.45	(26.89)
PIONEER HIGH YLD FD CL C	6/2/2005	3/6/2009	5.36	32.59	59.78	(27.19)
PIONEER HIGH YLD FD CL C	7/5/2005	3/6/2009	5.28	32.11	60.04	(27.93)
PIONEER HIGH YLD FD CL C	8/1/2005	3/6/2009	5.19	31.57	60.02	(28.45)
PIONEER HIGH YLD FD CL C	9/2/2005	3/6/2009	5.20	31.59	60.06	(28.47)
PIONEER HIGH YLD FD CL C	10/4/2005	3/6/2009	5.21	31.68	60.34	(28.66)
PIONEER HIGH YLD FD CL C	11/2/2005	3/6/2009	5.34	32.47	60.45	(27.98)
PIONEER HIGH YLD FD CL C	12/2/2005	3/6/2009	76.62	465.87	835.21	(369.34)
PIONEER HIGH YLD FD CL C	1/4/2006	3/6/2009	9.72	59.09	105.83	(46.74)
PIONEER HIGH YLD FD CL C	2/2/2006	3/6/2009	5.50	33.46	61.19	(27.73)
PIONEER HIGH YLD FD CL C	3/2/2006	3/6/2009	5.50	33.46	61.08	(27.62)
PIONEER HIGH YLD FD CL C	4/4/2006	3/6/2009	5.52	33.56	61.38	(27.82)
PIONEER HIGH YLD FD CL C	5/2/2006	3/6/2009	5.50	33.44	61.65	(28.21)
PIONEER HIGH YLD FD CL C	6/2/2006	3/6/2009	5.65	34.33	61.99	(27.66)
PIONEER HIGH YLD FD CL C	7/5/2006	3/6/2009	5.76	35.01	62.66	(27.65)
PIONEER HIGH YLD FD CL C	8/2/2006	3/6/2009	5.80	35.28	63.24	(27.96)
PIONEER HIGH YLD FD CL C	9/5/2006	3/6/2009	5.72	34.77	63.24	(28.47)
PIONEER HIGH YLD FD CL C	10/3/2006	3/6/2009	5.74	34.87	63.26	(28.39)
PIONEER HIGH YLD FD CL C	11/1/2006	3/6/2009	5.62	34.15	63.36	(29.21)
PIONEER HIGH YLD FD CL C	12/1/2006	3/6/2009	68.14	414.27	750.86	(336.59)
PIONEER HIGH YLD FD CL C	12/1/2006	3/6/2009	3.78	22.98	41.64	(18.66)
PIONEER HIGH YLD FD CL C	12/4/2006	3/6/2009	5.75	34.94	63.45	(28.51)
PIONEER HIGH YLD FD CL C	1/4/2007	3/6/2009	6.06	36.83	66.45	(29.62)
PIONEER HIGH YLD FD CL C	2/1/2007	3/6/2009	5.53	33.61	61.97	(28.36)
PIONEER HIGH YLD FD CL C	3/2/2007	3/6/2009	5.48	33.30	61.83	(28.53)
PIONEER HIGH YLD FD CL C	4/3/2007	3/6/2009	5.43	33.03	61.54	(28.51)
PIONEER HIGH YLD FD CL C	5/2/2007	3/6/2009	5.11	31.08	58.58	(27.50)
PIONEER HIGH YLD FD CL C	6/4/2007	3/6/2009	5.01	30.44	58.32	(27.88)
PIONEER HIGH YLD FD CL C	7/3/2007	3/6/2009	5.06	30.77	58.00	(27.23)
PIONEER HIGH YLD FD CL C	8/2/2007	3/6/2009	5.16	31.40	58.56	(27.16)
PIONEER HIGH YLD FD CL C	9/5/2007	3/6/2009	5.96	36.24	67.41	(31.17)
PIONEER HIGH YLD FD CL C	10/2/2007	3/6/2009	5.89	35.82	67.80	(31.98)
PIONEER HIGH YLD FD CL C	11/2/2007	3/6/2009	5.82	35.36	67.93	(32.57)
PIONEER HIGH YLD FD CL C	11/30/2007	3/6/2009	95.85	582.78	1,011.24	(428.46)
PIONEER HIGH YLD FD CL C	12/4/2007	3/6/2009	6.40	38.88	68.04	(29.16)
PIONEER HIGH YLD FD CL C	1/3/2008	3/6/2009	7.85	47.72	83.44	(35.72)
PIONEER HIGH YLD FD CL C	3/3/2008	3/6/2009	6.33	38.49	64.31	(25.82)
PIONEER GLOBAL HI YLD FD CL	3/30/2005	3/6/2009	1,363.26	8,588.51	16,250.00	(7,661.49)
PIONEER GLOBAL HI YLD FD CL	4/4/2005	3/6/2009	0.24	1.49	2.83	(1.34)
PIONEER GLOBAL HI YLD FD CL	5/3/2005	3/6/2009	7.67	48.30	90.23	(41.93)
PIONEER GLOBAL HI YLD FD CL	6/2/2005	3/6/2009	7.63	48.06	90.18	(42.12)
PIONEER GLOBAL HI YLD FD CL	7/5/2005	3/6/2009	7.65	48.18	91.46	(43.28)
PIONEER GLOBAL HI YLD FD CL	8/1/2005	3/6/2009	7.58	47.73	91.59	(43.86)
PIONEER GLOBAL HI YLD FD CL	9/2/2005	3/6/2009	7.52	47.35	91.69	(44.34)
PIONEER GLOBAL HI YLD FD CL	10/4/2005	3/6/2009	7.61	47.92	91.80	(43.88)
PIONEER GLOBAL HI YLD FD CL	11/2/2005	3/6/2009	7.81	49.21	92.33	(43.12)
PIONEER GLOBAL HI YLD FD CL	12/2/2005	3/6/2009	11.65	73.42	137.98	(64.56)
PIONEER GLOBAL HI YLD FD CL	1/4/2006	3/6/2009	8.94	56.30	106.34	(50.04)
PIONEER GLOBAL HI YLD FD CL	2/2/2006	3/6/2009	7.51	47.31	90.49	(43.18)
PIONEER GLOBAL HI YLD FD CL	3/2/2006	3/6/2009	7.50	47.22	90.77	(43.55)

**BARBARA FREID GOTTESMAN CHARITABLE FOUNDATION**  
**TAX I.D. # 22-6788324**  
**SCHEDULE D: CAPITAL GAINS AND LOSSES**  
**TAX YEAR: 2009**

<u>DESCRIPTION</u>	<u>BOUGHT</u>	<u>SOLD</u>	<u>QUANTITY</u>	<u>PROCEEDS</u>	<u>COST</u>	<u>GAIN / (LOSS)</u>
PIONEER GLOBAL HI YLD FD CL	4/4/2006	3/6/2009	7.56	47 60	91 41	(43 81)
PIONEER GLOBAL HI YLD FD CL	5/2/2006	3/6/2009	7.68	48 39	93 56	(45 17)
PIONEER GLOBAL HI YLD FD CL	6/2/2006	3/6/2009	8 01	50 44	96 96	(46 52)
PIONEER GLOBAL HI YLD FD CL	7/5/2006	3/6/2009	8 41	52 96	100.20	(47 24)
PIONEER GLOBAL HI YLD FD CL	8/2/2006	3/6/2009	8 40	52.93	101 06	(48 13)
PIONEER GLOBAL HI YLD FD CL	9/5/2006	3/6/2009	8 37	52.74	101.37	(48 63)
PIONEER GLOBAL HI YLD FD CL	10/3/2006	3/6/2009	8 41	52 98	102 08	(49 10)
PIONEER GLOBAL HI YLD FD CL	11/1/2006	3/6/2009	8 60	54 15	105 55	(51 40)
PIONEER GLOBAL HI YLD FD CL	12/1/2006	3/6/2009	3 75	23.62	46 15	(22 53)
PIONEER GLOBAL HI YLD FD CL	12/1/2006	3/6/2009	3 77	23 77	46 45	(22 68)
PIONEER GLOBAL HI YLD FD CL	12/4/2006	3/6/2009	9 06	57 06	111 76	(54 70)
PIONEER GLOBAL HI YLD FD CL	1/4/2007	3/6/2009	11 51	72 49	142 46	(69 97)
PIONEER GLOBAL HI YLD FD CL	2/1/2007	3/6/2009	8 30	52 26	103 36	(51 10)
PIONEER GLOBAL HI YLD FD CL	3/2/2007	3/6/2009	8 22	51 78	103 64	(51 86)
PIONEER GLOBAL HI YLD FD CL	4/3/2007	3/6/2009	8 37	52 76	105 60	(52 84)
PIONEER GLOBAL HI YLD FD CL	5/2/2007	3/6/2009	8 33	52 50	106 33	(53 83)
PIONEER GLOBAL HI YLD FD CL	6/4/2007	3/6/2009	8 59	54 12	109 88	(55.76)
PIONEER GLOBAL HI YLD FD CL	7/3/2007	3/6/2009	8 87	55 89	111 69	(55 80)
PIONEER GLOBAL HI YLD FD CL	8/2/2007	3/6/2009	9 70	61 08	117 70	(56 62)
PIONEER GLOBAL HI YLD FD CL	9/5/2007	3/6/2009	10 29	64 80	123 42	(58 62)
PIONEER GLOBAL HI YLD FD CL	10/2/2007	3/6/2009	10 49	66 06	127 92	(61 86)
PIONEER GLOBAL HI YLD FD CL	11/2/2007	3/6/2009	9 59	60 44	117 43	(56 99)
PIONEER GLOBAL HI YLD FD CL	11/30/2007	3/6/2009	12 04	75 83	141 42	(65 59)
PIONEER GLOBAL HI YLD FD CL	11/30/2007	3/6/2009	3 15	19 83	36 99	(17 16)
PIONEER GLOBAL HI YLD FD CL	12/4/2007	3/6/2009	10 27	64 72	120 91	(56 19)
PIONEER GLOBAL HI YLD FD CL	1/1/2008	3/6/2009	15 77	99 36	184 05	(84 69)
PIONEER GLOBAL HI YLD FD CL	3/3/2008	3/6/2009	11 44	72 10	127 03	(54 93)
PUBLIC STORAGE INC	11/28/2007	3/6/2009	672 00	33,560 21	50,672 16	(17,111 95)
SENIOR HOUSING PROPERTIES	12/17/2007	3/6/2009	1,000 00	11,437 93	22,535 82	(11,097.89)
TRAVELCENTERS OF AMER INC	2/1/2007	3/6/2009	50 00	90 49	1,617 00	(1,526 51)
US WEST COMMUNICATIONS CORPORATE	8/7/2001	3/6/2009	25,000 00	15,369 00	23,270 39	(7,901 39)
DHT MARITIME INC COMMON STK	6/12/2007	3/6/2009	1,500 00	6,599 96	21,875 71	(15,275 75)
EAGLE BULK SHIPPING INC	9/18/2006	3/6/2009	1,000 00	2,923 98	14,124.40	(11,200 42)
HIGHLAND CAPITAL FLT RT CL C	1/23/2007	5/20/2009	1,635 56	8,930 16	20,399 72	(11,469 56)
HIGHLAND CAPITAL FLT RT CL C	1/23/2007	8/20/2009	369 44	2,194 47	4,607 88	(2,413 41)
HIGHLAND CAPITAL FLT RT CL C	2/1/2007	8/20/2009	3 30	19 58	41 18	(21 60)
HIGHLAND CAPITAL FLT RT CL C	3/1/2007	8/20/2009	11 29	67 08	141 62	(74 54)
HIGHLAND CAPITAL FLT RT CL C	4/2/2007	8/20/2009	11 71	69 55	146 58	(77 03)
HIGHLAND CAPITAL FLT RT CL C	5/1/2007	8/20/2009	11 53	68 48	144 68	(76 20)
HIGHLAND CAPITAL FLT RT CL C	6/1/2007	8/20/2009	12.29	73 00	154 49	(81 49)
HIGHLAND CAPITAL FLT RT CL C	7/2/2007	8/20/2009	12 18	72 37	152 16	(79 79)
HIGHLAND CAPITAL FLT RT CL C	8/2/2007	8/20/2009	14 10	83 73	167 60	(83 87)
<b>PART II: TOTAL LONG-TERM GAIN (LOSS)</b>				<b>\$388,063 33</b>	<b>\$684,834 41</b>	<b>(\$296,771 08)</b>