Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: KASSEL-BACKER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address): 44 WEST 77TH STREET — Room/suite: 12E

City or town, state, and ZIP code: NEW YORK 10024

A Employer identification number: 22-6966562

B Telephone number: 732-549-5600

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 761,660.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	250,000.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	12.	12.		Statement 1
	4 Dividends and interest from securities	11,617.	11,617.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<213,042.>			
	b Gross sales price for all assets on line 6a 460,221.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	48,587.	11,629.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes Stmt 3	2,081.	81.		2,000.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 4	4,473.	3,488.		985.
	24 Total operating and administrative expenses. Add lines 13 through 23	6,554.	3,569.		2,985.
	25 Contributions, gifts, grants paid	58,150.			58,150.
	26 Total expenses and disbursements. Add lines 24 and 25	64,704.	3,569.		61,135.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<16,117.>			
	b Net investment income (if negative, enter -0-)		8,060.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	23,322.	254,952.	254,952.
	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			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock Stmt 5	418,934.	506,708.	506,708.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment. basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	442,256.	761,660.	761,660.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	442,256.	761,660.	
	30 Total net assets or fund balances	442,256.	761,660.	
	31 Total liabilities and net assets/fund balances	442,256.	761,660.	

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	442,256.
2	Enter amount from Part I, line 27a	2	<16,117.>
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3	335,521.
4	Add lines 1, 2, and 3	4	761,660.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	761,660.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE SCHEDULE ATTACHED	P		
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	460,221.		673,263.	<213,042.>
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				<213,042.>
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	<213,042.>
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	51,067.	711,168.	.071807
2007	52,588.	741,885.	.070884
2006	44,084.	441,008.	.099962
2005	16,825.	207,821.	.080959
2004			

2	Total of line 1, column (d)	2	.323612
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	.080903
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	454,620.
5	Multiply line 4 by line 3	5	36,780.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	81.
7	Add lines 5 and 6	7	36,861.
8	Enter qualifying distributions from Part XII, line 4	8	61,135.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	81.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	81.
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	81.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	81
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** ▶ 919. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ None			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MICHAEL A BACKER Telephone no ▶732-549-5600
Located at ▶44 W 77TH ST, NEW YORK, NY ZIP+4 ▶10024

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes [X] No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL A BACKER 44 W 77TH ST NY NY	TRUSTEE 0.50	0.	0.	0.
TERRY KASSEL 44 W 77TH ST NY NY	TRUSTEE 0.50	0.	0.	0.
STEPHEN BACKER 3175 MISSION ST APT 501 SAN FRANCISCO CA	TRUSTEE 0.50	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A	0.00	0.	0.	0.

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. 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 SEE STATEMENT ATTACHED	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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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	439,144.
b	Average of monthly cash balances	1b	22,399.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	461,543.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	461,543.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	6,923.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	454,620.
6	**Minimum investment return.** Enter 5% of line 5	6	22,731.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6	1	22,731.
2a	Tax on investment income for 2009 from Part VI, line 5 2a 81.		
b	Income tax for 2009 (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	81.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	22,650.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	22,650.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	22,650.

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	61,135.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	61,135.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	81.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	61,054.

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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Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					22,650.
2 Undistributed income, if any, as of the end of 2009					
a Enter amount for 2008 only				0.	
b Total for prior years ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2009:					
a From 2004					
b From 2005					
c From 2006	23,444.				
d From 2007	16,443.				
e From 2008	15,836.				
f Total of lines 3a through e		55,723.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 61,135.					
a Applied to 2008, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2009 distributable amount					22,650.
e Remaining amount distributed out of corpus		38,485.			
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		94,208.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b Taxable amount - see instructions			0.		
e Undistributed income for 2008. Subtract line 4a from line 2a Taxable amount - see instr.				0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		94,208.			
10 Analysis of line 9:					
a Excess from 2005					
b Excess from 2006	23,444.				
c Excess from 2007	16,443.				
d Excess from 2008	15,836.				
e Excess from 2009	38,485.				

923581 02-02-10

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling . . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section . ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

See Statement 6

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE ATTACHED IN RESPONSE TO PART I				58,150.
Total			▶ 3a	58,150.
b *Approved for future payment*				
None				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a N/A					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					12.
4 Dividends and interest from securities					11,617.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					<213,042.>
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		0.	<201,413.>

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 <201,413.>

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)
	N/A

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee — Date 4/13/10 — Title Trustee

Paid Preparer's Use Only

Preparer's signature	Date 4/5/10	Check if self-employed ☐
		Preparer's identifying number 155-58-4376
Firm's name (or yours if self-employed), address, and ZIP code	ROSENBERG RICH BAKER BERMAN & CO 111 DUNNELL ROAD MAPLEWOOD NJ 07040	EIN 22-3271252 Phone no 973-763-6363

923622
02-02-10

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
S BERNSTEIN	12.
Total to Form 990-PF, Part I, line 3, Column A	12.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
S BERNSTEIN	11,617.	0.	11,617.
Total to Fm 990-PF, Part I, ln 4	11,617.	0.	11,617.

Form 990-PF Taxes Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL EXCISE TAX	2,000.	0.		2,000.
FOREIGN TAXES	81.	81.		0.
To Form 990-PF, Pg 1, ln 18	2,081.	81.		2,000.

Form 990-PF Other Expenses Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT MNGT FEES	3,488.	3,488.		0.
ACCOUNTING	985.	0.		985.
To Form 990-PF, Pg 1, ln 23	4,473.	3,488.		985.

Form 990-PF Corporate Stock Statement 5

Description	Book Value	Fair Market Value
SEE SCHEDULE ATTACHED	506,708.	506,708.
Total to Form 990-PF, Part II, line 10b	506,708.	506,708.

Form 990-PF Part XV - Line 1a Statement 6
List of Foundation Managers

Name of Manager

MICHAEL A BACKER
TERRY KASSEL

FORM 990-PF
2009

KASSEL-BACKER FAMILY FOUNDATION — 22-6966562
2009 Contributions — PAGE 1, LINE 25

STMT DATE			
1/29	January	Englewood Hospital	$ 50.00
1/23		Montclair Art Museum	7,500.00
2/18	February	The David Project	5,000.00
2/19		Reaching Out Against Eating Disorders	500.00
3/12	March	Manhattan Institute	10,000.00
3/4		Temple Beth Shira	500.00
5/26	May	Montclair Art Museum	250.00
5/26		All Stars Project	500.00
5/13		Cystic Fibrosis	1,000.00
6/29	June	The Mountain School	5,000.00
6/9		Play for Pink	500.00
6/18		Girl Scout Counsel	1,000.00
7/29	July	Artadia	7,500.00
9/16	September	Montclair Art Museum	2,000.00
9/22		Make A Wish Foundation The David	250.00
9/25		Project	3,500.00
9/2		Rodeph Shalom	5,600.00
10/08	October	WNYC	1,000.00
10/6		The David Project	3,000.00
10/20		Carmen's Place	500.00
11/23	November	American Friends of Hebrew University	1,000.00
11/17		Grassroots Soccer	1,000.00
12/8		FECA	500.00
	December	Montclair Art Museum	500.00
	CONTRIBUTIONS PAID - PAGE 1, LINE 25	TOTAL	58150

2009 FORM 990-PF

KASSEL-BACKER FOUNDATION
EIN: 22-696652

Statement for Part IX-A

Under Article SECOND of the February 7, 2005 Trust Agreement by which this Foundation was established, the Trustees are directed to distribute so much of the net income and principal of the Trust fund "to or for the use of one or more 'charitable organizations' within the meaning of that term [as therein defined]." During 2009, the Trustees distributed amounts totaling $58,150, as described more particularly in this Return, for allowed charitable purposes.

SANFORD C. BERNSTEIN & CO., LLC
A subsidiary of AllianceBernstein L.P

www.bernstein.com

12/31/09

Account No.*	Period Ending	Last Statement
888-49268	12/31/2009	11/30/2009

*** Comprised of the following sub-accounts:**
038-52484 039-03715

THE KASSEL-BACKER FAMILY FOUNDATION
MICHAEL BACKER, TERRY KASSEL, AND STEPHEN BACKER, TRUSTEES
44 WEST 77TH STREET, #12E
NEW YORK NY 10024-5150

Bernstein Advisor:	Ken Mayer	(212) 756-4063
Advisor Associate(s):	Ken Goldberg	(212) 756-4035
	Jacqueline Lukasik	(212) 756-4662
	Lindsay Moy	(212) 756-4576
	Aimee Alati	(212) 823-3655
Fax Number:		(212) 407-5850

ACCOUNT SUMMARY

	Opening Balance	%	Closing Balance	%
Cash	2,987	0.6	253,320	33 3
Intermediate Duration	253,604	49.8	253,143	33 3
US Strategic Value	80,402	15.8	81,842	10 8
US Strategic Growth	106,142	20.9	108,219	14.2
Unmanaged Equity	65,722	12 9	63,505	8 4
Total Account Value	**508,856**	**100.0**	**760,028**	**100.0**

CASH – INCLUDED IN BALANCE SHEET – LINE 1
CORP STOCK – BALANCE SHEET – LINE 10 B

(253320)
506708

INCOME SUMMARY

	Current Month	Year To Date
Credit Interest	1	12
Taxable Bond Fund Dividends	841	5,771
Equity Dividends	441	5,516
Total Income	**1,283**	**11,299**

PORTFOLIO SUMMARY

Quantity	Description	Price	Market Value	Estimated Annual Income Rate	Amount
Cash					
	Closing Cash Balance		253,320	0 13%	329
Fixed Income Taxable					
Intermediate Duration					
19,094 472	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.240	252,811 332AI	$0.58	11,037

SANFORD C. BERNSTEIN & CO., LLC

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THE KASSEL-BACKER FAMILY

Account No.*	Period Ending	Last Statement
888-49268	12/31/2009	11/30/2009

* Comprised of the following sub-accounts:
038-52484 039-03715

PORTFOLIO SUMMARY

Quantity	Description	Price	Market Value	Estimated Annual Income Rate	Estimated Annual Income Amount
U.S. Equity					
US Strategic Value					
5	ACE LIMITED	50.400	252	$1.24	6
40	AETNA INC NEW	31.700	1,268	$0.04	2
25	AK STEEL HOLDING CORP	21.350	534	$0.20	5
40	ALTRIA GROUP INC	19 630	785	$1.36	54
20	AMERIPRISE FINL INC	38.820	776	$0 68	14
7	AOL INC	23.280	163	$0.00	0
40	ARCHER-DANIELS-MIDLAND CO	31.310	1,252	$0.56	22
140	AT&T INC	28.030	3,924	$1.68	235
70	BANK OF AMERICA CORP	15.060	1,054	$0 04	3
25	BB&T CORP	25.370	634	$0.60	15
20	BUNGE LTD	63.830	1,277	$0.84	17
7	CATERPILLAR INC	56.990	399	$1.68	12
55	CBS CORP	14.050	773	$0 20	11
10	CHEVRON CORPORATION	76.990	770	$2.72	27
15	CIMAREX ENERGY CO	52.970	795	$0.24	4
70	CONOCOPHILLIPS	51 070	3,575	$2 00	140
40	CONSTELLATION BRANDS INC	15.930	637	$0.00	0
45	CORNING INC	19.310	869	$0 20	9
40	D R HORTON INC	10.870	435	$0.15	6
20	DEAN FOODS CO NEW	18.040	361	$0.00	0
120	DELL INC	14.360	1,723	$0.00	0
18	DEUTSCHE BANK AG	70.910	1,276	$0.70	13
35	DEVON ENERGY CORPORATION NEW	73.500	2,573	$0.64	22
60	E I DU PONT DE NEMOURS & CO	33.670	2,020	$1.64	98
10	ENSCO INTL LTD	39.940	399	$0 00	0
95	FORD MOTOR CO	10.000	950	$0.00	0
10	FORTUNE BRANDS INC	43.200	432	$0.76	8
15	GARMIN LTD	30.700	461	$0.75	11
120	GENERAL ELECTRIC CO	15.130	1,816	$0.40	48
16	GOLDMAN SACHS GROUP INC	168.840	2,701	$1.40	22
20	HOME DEPOT INC	28.930	579	$0.90	18
45	HUNTSMAN CORP	11.290	508	$0 40	18
45	INGERSOLL RAND PLC	35.740	1,608	$0.28	13
25	J C PENNEY CO INC	26.610	665	$0.80	20
55	JPMORGAN CHASE & CO	41.670	2,292	$0.20	11
35	LIMITED BRANDS INC	19.240	673	$0.60	21
40	LOWES COMPANIES INC	23.390	936	$0.36	14
50	MACYS INC	16.760	838	$0.20	10
85	MERCK & CO INC	36.540	3,106	$1 52	129
10	METLIFE INC	35.350	354	$0.74	7
40	MORGAN STANLEY	29.600	1,184	$0.20	8
100	MOTOROLA INC	7.760	776	$0.00	0
200	NEWS CORPORATION	13.690	2,738	$0.12	24
55	NEXEN INC	23 930	1,316	$0.19	10
110	NOKIA CORPORATION	12.850	1,414	$0.39	43
25	NORTHROP GRUMMAN CORP	55.850	1,396	$1.72	43
1	NVR INC	710.710	711	$0.00	0
4	OCCIDENTAL PETE CORP	81.350	325	$1 32	5
105	OFFICE DEPOT INC	6.450	677	$0.00	0

Account No.*	Period Ending	Last Statement
888-49268	12/31/2009	11/30/2009

THE KASSEL-BACKER FAMILY

* Comprised of the following sub-accounts:
038-52484 039-03715

PORTFOLIO SUMMARY

Quantity	Description	Price	Market Value	Estimated Annual Income Rate	Amount
210	PFIZER INC	18.190	3,820	$0.72	151
45	PULTE HOMES INC	10.000	450	$0.00	0
70	RRI ENERGY INC	5.720	400	$0.00	0
30	SMITHFIELD FOODS INC	15.190	456	$0.00	0
475	SPRINT NEXTEL CORPORATION	3.660	1,739	$0.00	0
14	SPX CORP	54.700	766	$1.00	14
25	STEEL DYNAMICS INC	17.720	443	$0.30	8
60	SUPERVALU INC	12 710	763	$0 70	42
70	SYMANTEC CORPORATION	17 890	1,252	$0 00	0
20	TEXTRON INC	18.810	376	$0 08	2
20	THE TRAVELERS COMPANIES INC	49.860	997	$1.32	26
45	TIME WARNER CABLE INC	41.390	1,863	$0 00	0
70	TIME WARNER INC	29.140	2,040	$0 75	53
85	TYCO ELECTRONICS LTD	24.550	2,087	$0.64	54
15	UNUM GROUP	19.520	293	$0 33	5
50	US BANCORP DEL	22.510	1,126	$0.20	10
80	VALERO ENERGY CORP NEW	16.750	1,340	$0 60	48
35	VODAFONE GROUP PLC	23 090	808	$1.29	45
75	WELLS FARGO & CO	26.990	2,024	$0.20	15
20	WESTERN DIGITAL CORP	44.150	883	$0.00	0
45	XL CAPITAL LTD-CL A	18.330	825	$0.40	18
			111 AI		
	Total US Strategic Value		**81,842**	**2.06%**	**1,689**
US Strategic Growth					
30	AIR PRODUCTS & CHEMICALS INC	81 060	2,432	$1 80	54
30	ALCON INC	164.350	4,931	$3 65	109
3	AMAZON COM INC	134.520	404	$0.00	0
10	ANHEUSER-BUSCH INBEV SA	52.030	520	$0.00	0
40	APPLE INC	210.860	8,434	$0.00	0
25	ARCELORMITTAL SA LUXEMBOURG	45.750	1,144	$0.64	16
30	BANK OF AMERICA CORP	15.060	452	$0.04	1
13	BAXTER INTERNATIONAL INC	58.680	763	$1.16	15
20	BROADCOM CORP	31.450	629	$0 00	0
35	CAMERON INTERNATIONAL	41.800	1,463	$0.00	0
25	CELGENE CORP	55.680	1,392	$0.00	0
95	CISCO SYSTEMS INC	23.940	2,274	$0 00	0
6	CME GROUP INC	335.950	2,016	$4.60	28
30	COMCAST CORP	16.860	506	$0 38	11
20	COOPER INDUSTRIES PLC	42.640	853	$1.00	20
40	COSTCO WHOLESALE CORP-NEW	59.170	2,367	$0 72	29
10	COVIDIEN PLC	47.890	479	$0.72	7
30	CREDIT SUISSE GROUP	49.160	1,475	$0.06	2
30	DANAHER CORP	75.200	2,256	$0.16	5
125	EMC CORP-MASS	17.470	2,184	$0.00	0
8	FEDEX CORP	83.450	668	$0 44	4
12	FRANKLIN RESOURCES INC	105.350	1,264	$0.88	11
25	FREEPORT MCMORAN COPPER & GOLD	80.290	2,007	$0.60	15
85	GILEAD SCIENCES INC	43 280	3,679	$0.00	0
35	GOLDMAN SACHS GROUP INC	168.840	5,909	$1.40	49
12	GOOGLE INC	619 980	7,440	$0.00	0
80	HEWLETT PACKARD CO	51.510	4,121	$0 32	26

SANFORD C. BERNSTEIN & CO., LLC

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THE KASSEL-BACKER FAMILY

Account No.*	Period Ending	Last Statement
888-49268	12/31/2009	11/30/2009

* Comprised of the following sub-accounts:
038-52484 039-03715

PORTFOLIO SUMMARY

Quantity	Description	Price	Market Value	Estimated Annual Income Rate	Amount
65	ILLINOIS TOOL WORKS INC	47.990	3,119	$1.24	81
15	INGERSOLL RAND PLC	35.740	536	$0.28	4
225	INTEL CORP	20.400	4,590	$0.56	126
45	JOHNSON CONTROLS INC	27.240	1,226	$0.52	23
150	JPMORGAN CHASE & CO	41.670	6,251	$0.20	30
25	KLA-TENCOR CORP	36.160	904	$0.60	15
45	KOHLS CORP	53.930	2,427	$0.00	0
10	LOWES COMPANIES INC	23.390	234	$0.36	4
13	MEDCO HEALTH SOLUTIONS INC	63.910	831	$0.00	0
35	MICROSOFT CORP	30.490	1,067	$0.52	18
31	OCCIDENTAL PETE CORP	81.350	2,522	$1.32	41
35	PEPSICO INC	60.800	2,128	$1.80	63
20	PRINCIPAL FINANCIAL GROUP INC	24.040	481	$0.50	10
90	QUALCOMM INC	46.260	4,163	$0.68	61
45	QUANTA SERVICES INC	20.840	938	$0.00	0
70	SCHLUMBERGER LTD	65.090	4,556	$0.84	59
15	SUNCOR ENERGY INC NEW	35.310	530	$0.00	0
50	TARGET CORP	48.370	2,419	$0 68	34
47	TEVA PHARMACEUTICAL	56.180	2,640	$0.48	23
12	UNITED PARCEL SVC INC	57.370	688	$1.80	22
20	VALE S A	29.030	581	$0.23	5
15	VERTEX PHARMACEUTICALS INC	42.850	643	$0 00	0
11	VISA INC	87.460	962	$0.50	6
18	WAL-MART STORES INC	53.450	962	$1.09	20
20	WALT DISNEY CO	32.250	645	$0.35	7
			114 AI		
	Total US Strategic Growth		**108,219**	**0.97%**	**1,054**
	Total U.S. Equity		**190,061**	**1.44%**	**2,743**
Unmanaged Assets					
Unmanaged Equity					
1,667	BANK OF AMERICA CORP	15.060	25,105	$0.04	66
10,000	HOVNANIAN ENTERPRISES INC-CL A	3.840	38,400	$0.00	0
	Total Unmanaged Equity		**63,505**	**0.10%**	**66**
	Total Portfolio Value		**760,028**	**1.87%**	**14,175**

ACCOUNT ACTIVITY

Trade Date Settle Date M C	Quantity	Transaction	Description	Price/Share Rate/Share	Debit	Credit
			Opening Cash Balance			**2,986.82**

* Please see Transaction notes under Explanations at the end of the statement

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) 22-6966562 January 1, 2009 through December 31, 2009

FORM 990-PF PG 3, PART IV, LINE 1A

Copy of C(L) asked for attachment to Return

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
LONG-TERM								
12/26/2007	01/07/2009	1	CATERPILLAR INC	45.33	73.49	45.33	73.49	-28.16
02/08/2008	01/07/2009			.33	68.01	906.55	1,360.27	-453.72
05/01/2007	01/12/2009	1		.08	13.22	2,000.00	2,181.30	-181.30
		.0						
05/01/2007	01/12/2009			.08	13.21	0.00	7.44	-7.44
		.5						
	01/13/2009					4.73		4.73
08/20/2007	01/14/2009			.61	38.63	640.32	965.64	-325.32
09/07/2007	01/14/2009			.61	39.00	640.32	975.11	-334.79
06/26/2008	01/14/2009			.53	134.36	670.79	1,209.26	-538.47
07/10/2008	01/14/2009			.53	119.73	596.25	957.85	-361.60
07/23/2008	01/14/2009			.53	111.73	223.59	335.18	-111.59
01/22/2007	01/14/2009	1		.28	37.57	1,571.30	4,132.92	-2,561.62
06/24/2008	01/14/2009			.37	96.53	810.78	1,254.88	-444.10
05/01/2007	01/14/2009	[illegible]		.00	13.22	11,355.00	12,506.12	-1,151.12
		[illegible]						
05/01/2007	01/14/2009			.00	13.20	0.00	3.30	-3.30
05/01/2007	01/15/2009			.81	54.13	476.19	6,766.14	-6,289.95
02/01/2008	01/15/2009			.81	29.00	285.71	2,174.89	-1,889.18
10/22/2007	01/16/2009			.75	37.74	1,065.14	2,264.43	-1,199.29
04/22/2008	01/21/2009			.01	16.45	1,300.96	1,644.56	-343.60
05/01/2007	01/23/2009			.66	43.85	966.34	4,385.17	-3,418.83
05/01/2007	01/23/2009			.66	43.85	48.32	219.26	-170.94
05/01/2007	01/23/2009	5	MACY'S INC	.66	43.85	48.32	219.26	-170.94
07/03/2008	01/27/2009	25	SCHERING-PLOUGH CORP	18.73	19.82	468.37	495.62	-27.25
10/11/2007	02/03/2009	50	***BP PLC-SPONS ADR	42.02	72.34	2,101.03	3,617.23	-1,516.20
08/15/2007	02/03/2009	33	CONOCOPHILLIPS	46.22	78.79	1,525.25	2,600.01	-1,074.76
09/17/2007	02/03/2009	15	CONOCOPHILLIPS	46.22	84.96	693.29	1,274.33	-581.04
09/21/2007	02/03/2009	10	CONOCOPHILLIPS	46.22	89.09	462.20	890.90	-428.70
06/09/2008	02/04/2009	20	HARTFORD FINANCIAL SVCS GRP	15.19	71.35	303.71	1,427.02	-1,123.31
06/19/2008	02/04/2009	10	HARTFORD FINANCIAL SVCS GRP	15.19	70.09	151.85	700.90	-549.05
02/01/2008	02/06/2009	25	CITIGROUP INC	3.93	29.00	98.13	724.97	-626.84
02/07/2008	02/06/2009	75	CITIGROUP INC	3.93	26.73	294.39	2,004.99	-1,710.60
02/27/2008	02/06/2009	100	CITIGROUP INC	3.93	25.46	392.52	2,546.20	-2,153.68
12/29/2008	02/06/2009	75	TEXTRON INC	6.84	12.75	513.35	956.03	-442.68
10/22/2007	02/09/2009	15	SUPERVALU INC	19.65	37.74	294.68	566.11	-271.43
04/09/2008	02/09/2009	15	SUPERVALU INC	19.65	30.75	294.69	461.18	-166.49
05/01/2007	02/10/2009	200	SPRINT NEXTEL CORP	2.45	19.99	490.00	3,998.16	-3,508.16
04/22/2008	02/13/2009	80	VERIZON COMMUNICATIONS INC	29.94	36.17	2,394.84	2,893.80	-498.96
01/29/2009	02/20/2009	135	DELL INC	8.13	10.26	1,097.91	1,385.76	-287.85
05/01/2007	02/20/2009	175	SPRINT NEXTEL CORP	3.14	19.99	549.41	3,498.39	-2,948.98
05/01/2007	02/24/2009	125	BANK OF AMERICA CORP	4.53	50.83	566.20	6,354.17	-5,787.97
06/04/2007	02/24/2009	25	BANK OF AMERICA CORP	4.53	50.74	113.24	1,268.48	-1,155.24
05/01/2007	02/24/2009	80	JPMORGAN CHASE & CO	20.77	52.25	1,661.43	4,180.08	-2,518.65
05/01/2007	02/24/2009	851	BERNSTEIN INTERMEDIATE	11.74	13.22	10,000.00	11,250.22	-1,250.22

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Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) 22-6966562 January 1, 2009 through December 31, 2009

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
		.000	DURATION PORTFOLIO					
05/01/2007	02/24/2009		BERNSTEIN INTERMEDIATE	11.74	13.22	0.00	10.43	-10.43
		.789	DURATION PORTFOLIO					
09/17/2008	02/25/2009	125	***ERICSSON (LM) TEL-SP ADR	8.04	9.79	1,005.03	1,223.86	-218.83
10/17/2008	02/25/2009	5	***ERICSSON (LM) TEL-SP ADR	8.04	6.93	40.20	34.63	5.57
10/17/2008	02/25/2009	100	***ERICSSON (LM) TEL-SP ADR	8.04	6.93	804.02	692.70	111.32
10/17/2008	02/25/2009	5	***ERICSSON (LM) TEL-SP ADR	8.04	6.93	40.20	34.63	5.57
10/17/2008	02/25/2009	5	***ERICSSON (LM) TEL-SP ADR	8.04	6.93	40.20	34.63	5.57
10/17/2008	02/25/2009	5	***ERICSSON (LM) TEL-SP ADR	8.04	6.93	40.20	34.63	5.57
10/17/2008	02/25/2009	5	***ERICSSON (LM) TEL-SP ADR	8.04	6.93	40.20	34.63	5.57
02/09/2009	03/10/2009	50	WELLS FARGO & COMPANY	11.49	19.20	574.60	959.81	-385.21
02/05/2008	03/13/2009	25	BANK OF AMERICA CORP	5.88	42.76	147.11	1,069.12	-922.01
02/13/2008	03/13/2009	25	BANK OF AMERICA CORP	5.88	43.28	147.11	1,082.03	-934.92
10/07/2008	03/13/2009	15	BANK OF AMERICA CORP	5.88	22.00	88.27	330.00	-241.73
12/22/2008	03/17/2009	175	FIFTH THIRD BANCORP	1.86	7.64	325.87	1,336.83	-1,010.96
05/01/2007	03/18/2008	5	JPMORGAN CHASE & CO	26.61	52.25	133.04	261.25	-128.21
05/01/2007	03/18/2009	25	JPMORGAN CHASE & CO	26.61	52.25	665.18	1,306.27	-641.09
02/08/2008	03/19/2009	50	J.C. PENNEY CO INC	17.77	48.06	888.65	2,402.84	-1,514.19
11/14/2008	03/19/2009	25	J.C. PENNEY CO INC	17.77	17.54	444.33	438.45	5.88
11/14/2008	03/19/2009	5	J.C. PENNEY CO INC	17.77	17.54	88.87	87.69	1.18
10/07/2008	03/20/2009	55	BANK OF AMERICA CORP	6.05	22.00	332.91	1,210.00	-877.09
01/07/2009	03/20/2009	55	BANK OF AMERICA CORP	6.05	13.98	332.91	769.04	-436.13
05/01/2007	03/23/2009	225	AMERICAN INTERNATIONAL GROUP	1.47	69.88	330.14	15,721.90	-15,391.76
05/01/2007	03/23/2009	15	TRAVELERS COS INC/THE	39.87	54.43	598.04	816.51	-218.47
08/09/2007	03/24/2009	20	MORGAN STANLEY	24.67	62.54	493.38	1,250.88	-757.50
08/09/2007	03/26/2009	15	METLIFE INC	25.16	62.86	377.38	942.88	-565.50
12/26/2007	03/26/2009	5	METLIFE INC	25.16	62.49	125.79	312.44	-186.65
09/04/2008	03/26/2009	115	NVIDIA CORP	10.29	11.48	1,183.34	1,320.77	-137.43
05/01/2007	03/26/2009	120	PFIZER INC	14.43	26.53	1,731.80	3,183.86	-1,452.06
08/13/2007	03/26/2009	31	***ROYAL DUTCH SHELL PLC-ADR	47.14	74.60	1,461.26	2,312.47	-851.21
04/01/2008	03/26/2009	4	***ROYAL DUTCH SHELL PLC-ADR	47.14	69.40	188.55	277.60	-89.05
05/06/2008	03/27/2009	115	GANNETT CO	2.58	29.25	296.15	3,364.10	-3,067.95
05/03/2007	03/31/2009	55	MERCK & CO. INC.	26.79	51.36	1,473.19	2,824.67	-1,351.48
04/09/2008	04/01/2009	45	SUPERVALU INC	14.60	30.75	656.85	1,383.57	-726.72
	04/06/2009		TIME WARNER CABLE INC			5.21		5.21
11/10/2008	04/08/2009	14	BUNGE LTD	56.03	44.91	784.46	628.72	155.74
01/22/2007	04/09/2009	6	GOLDMAN SACHS GROUP INC	119.04	212.92	714.23	1,277.50	-563.27
08/29/2007	04/09/2009	7	GOLDMAN SACHS GROUP INC	119.04	171.49	833.27	1,200.44	-367.17
09/09/2008	04/09/2009	1	GOLDMAN SACHS GROUP INC	119.04	162.34	119.04	162.34	-43.30
09/09/2008	04/09/2009	10	GOLDMAN SACHS GROUP INC	119.04	162.35	1,190.38	1,623.46	-433.08
08/28/2008	04/09/2009	50	WYETH	42.30	43.10	2,114.88	2,154.93	-40.05
12/02/2008	04/09/2009	10	WYETH	42.30	33.00	422.97	330.05	92.92
11/10/2008	04/13/2009	11	BUNGE LTD	57.30	44.91	630.25	494.00	136.25
03/20/2009	04/13/2009	3	BUNGE LTD	57.30	57.15	171.89	171.46	0.43
05/01/2007	04/13/2009	15	JPMORGAN CHASE & CO	33.29	52.25	499.38	783.76	-284.38
08/09/2007	04/13/2009	15	MORGAN STANLEY	26.38	62.54	395.64	938.14	-542.50
11/14/2008	04/13/2009	15	J.C. PENNEY CO INC	26.41	17.54	396.21	263.07	133.14
12/26/2007	04/14/2009	20	METLIFE INC	27.01	62.49	540.19	1,249.77	-709.58
10/09/2008	04/14/2009	75	***NOKIA CORP-SPON ADR	13.66	16.62	1,024.67	1,246.65	-221.98

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Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) 22-6966562 January 1, 2009 through December 31, 2009

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/18/2008	04/14/2009	45	TJX COMPANIES INC	27.09	20.80	1,219.00	936.09	282.91
08/15/2007	04/16/2009	10	***DEUTSCHE BANK AG-REGISTERED	52.29	124.62	522.89	1,246.17	-723.28
05/01/2007	04/23/2009	307.000	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	12.05	13.22	3,700.00	4,058.54	-358.54
05/01/2007	04/23/2009	.054	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	12.05	13.15	0.00	0.71	-0.71
06/24/2008	04/24/2009	3	***TOYOTA MOTOR CORP -SPON ADR	80.40	96.53	241.20	289.59	-48.39
08/06/2008	04/24/2009	10	***TOYOTA MOTOR CORP -SPON ADR	80.40	85.95	804.02	859.46	-55.44
04/01/2008	04/29/2009	15	***ROYAL DUTCH SHELL PLC-ADR	46.07	69.40	691.01	1,041.00	-349.99
12/18/2008	04/29/2009	20	TJX COMPANIES INC	28.20	20.80	563.98	416.05	147.93
12/23/2008	04/29/2009	30	TJX COMPANIES INC	28.20	19.57	845.97	587.12	258.85
08/06/2008	04/29/2009	9	***TOYOTA MOTOR CORP -SPON ADR	78.99	85.95	710.93	773.52	-62.59
10/17/2008	05/01/2009	50	***ERICSSON (LM) TEL-SP ADR	8.33	6.93	416.34	346.39	69.95
12/18/2008	05/01/2009	40	***ERICSSON (LM) TEL-SP ADR	8.33	7.92	333.07	316.68	16.39
12/02/2008	05/12/2009	90	BRISTOL-MYERS SQUIBB CO	20.43	19.76	1,838.65	1,778.27	60.38
01/07/2009	05/12/2009	40	HOME DEPOT INC	24.54	24.69	981.67	987.66	-5.99
05/01/2007	05/14/2009	50	ALTRIA GROUP INC	17.07	21.06	853.56	1,052.89	-199.33
05/21/2007	05/14/2009	30	ALTRIA GROUP INC	17.07	21.73	512.13	651.85	-139.72
02/18/2009	05/14/2009	40	GAP INC/THE	15.37	11.27	614.80	450.78	164.02
05/01/2007	05/15/2009	35	THE WALT DISNEY CO.	24.08	34.85	842.84	1,219.72	-376.88
06/10/2008	05/19/2009	200	MOTOROLA INC	6.13	9.04	1,226.30	1,808.26	-581.96
06/18/2008	05/19/2009	25	MOTOROLA INC	6.13	8.67	153.29	216.81	-63.52
08/05/2008	05/20/2009	16	DEVON ENERGY CORPORATION	64.36	86.46	1,029.84	1,383.37	-353.53
08/13/2008	05/21/2009	20	SAFEWAY INC	19.83	28.33	396.61	566.64	-170.03
02/18/2009	05/22/2009	45	GAP INC/THE	16.36	11.27	736.29	507.13	229.16
06/10/2008	05/22/2009	65	WESTERN DIGITAL CORP	24.70	38.95	1,605.33	2,531.89	-926.56
08/25/2008	05/22/2009	5	WESTERN DIGITAL CORP	24.70	28.09	123.49	140.46	-16.97
08/25/2008	05/22/2009	25	WESTERN DIGITAL CORP	24.70	28.09	617.43	702.34	-84.91
10/08/2008	05/26/2009	30	METLIFE INC	30.29	26.50	908.67	795.00	113.67
12/02/2008	05/26/2009	20	WYETH	44.25	33.00	885.08	660.10	224.98
09/04/2008	05/28/2009	5	NVIDIA CORP	10.50	11.49	52.51	57.43	-4.92
09/16/2008	05/28/2009	80	NVIDIA CORP	10.50	9.43	840.08	754.48	85.60
08/15/2007	06/01/2009	10	***DEUTSCHE BANK AG-REGISTERED	69.49	124.62	694.89	1,246.17	-551.28
09/07/2007	06/02/2009	25	ALLSTATE CORP	26.53	53.90	663.33	1,347.44	-684.11
05/01/2007	06/04/2009	175.038	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	6.57	17.96	1,150.00	3,143.68	-1,993.68
09/07/2007	06/04/2009	30	ALLSTATE CORP	25.90	53.90	777.02	1,616.94	-839.92
04/22/2008	06/04/2009	20	CARDINAL HEALTH INC	30.03	51.34	600.67	1,026.87	-426.20
11/21/2008	06/04/2009	100	CORNING INC	15.63	7.73	1,562.64	773.40	789.24
12/01/2008	06/04/2009	15	CORNING INC	15.63	8.64	234.40	129.62	104.78
02/07/2008	06/04/2009	10	***DEUTSCHE BANK AG-REGISTERED	68.06	110.71	680.60	1,107.10	-426.50
09/22/2008	06/04/2009	15	EASTMAN CHEMICAL COMPANY	45.18	60.80	677.71	912.07	-234.36
09/09/2008	06/04/2009	6	GOLDMAN SACHS GROUP INC	149.22	162.35	895.30	974.08	-78.78
05/01/2007	06/04/2009	175	GENWORTH FINANCIAL INC-CL A	6.49	35.40	1,136.43	6,195.00	-5,058.57
02/18/2009	06/04/2009	65	LINCOLN NATIONAL CORP	19.41	13.21	1,261.96	858.46	403.50
10/08/2008	06/04/2009	20	METLIFE INC	31.71	26.50	634.27	530.00	104.27
12/19/2008	06/04/2009	55	***SANOFI-AVENTIS ADR	32.84	32.70	1,806.20	1,798.59	7.61
05/01/2007	06/04/2009	308.000	BERNSTEIN EMERGING MARKETS PORTFOLIO	22.07	41.56	6,750.00	12,799.11	-6,049.11

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) 22-6966562 January 1, 2009 through December 31, 2009

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
05/01/2007	06/04/2009	.934	BERNSTEIN EMERGING MARKETS PORTFOLIO	22.07	41.55	0.00	38.81	-38.81
05/01/2007	06/10/2009	5	CHEVRON CORP	70.83	78.43	354.13	392.15	-38.02
05/01/2007	06/10/2009	8	CHEVRON CORP	70.83	78.43	566.61	627.44	-60.83
07/23/2008	06/15/2009	5	APACHE CORP	83.26	111.73	416.30	558.64	-142.34
07/25/2008	06/15/2009	5	APACHE CORP	83.26	109.41	416.31	547.03	-130.72
05/21/2009	06/15/2009	20	***NEXEN INC	24.56	21.10	491.20	421.95	69.25
05/01/2007	06/16/2009	16	CHEVRON CORP	70.16	78.43	1,122.57	1,254.88	-132.31
06/04/2007	06/18/2009	20	PHILIP MORRIS INTERNATIONAL	42.96	49.57	859.30	991.38	-132.08
08/09/2007	06/18/2009	25	PHILIP MORRIS INTERNATIONAL	42.96	47.43	1,074.12	1,185.74	-111.62
07/07/2008	06/25/2009	2	AMGEN INC	51.91	50.29	103.82	100.58	3.24
07/09/2008	06/25/2009	20	AMGEN INC	51.91	51.28	1,038.27	1,025.63	12.64
12/02/2008	06/25/2009	13	AMGEN INC	51.91	55.40	674.88	720.17	-45.29
04/03/2009	06/25/2009	2	AMGEN INC	51.91	47.34	103.83	94.68	9.15
08/09/2007	06/25/2009	25	MORGAN STANLEY	27.98	62.54	699.52	1,563.59	-864.07
08/29/2007	06/25/2009	15	MORGAN STANLEY	27.98	60.61	419.71	909.12	-489.41
05/07/2008	06/25/2009	75	TYSON FOODS INC-CL A	12.51	17.73	938.24	1,329.94	-391.70
12/01/2008	06/26/2009	35	CORNING INC	16.03	8.64	561.22	302.45	258.77
01/21/2009	06/26/2009	5	CORNING INC	16.03	9.34	80.17	46.69	33.48
10/09/2008	06/26/2009	65	***NOKIA CORP-SPON ADR	14.93	16.62	970.65	1,080.43	-109.78
10/08/2008	06/29/2009	15	METLIFE INC	30.01	26.50	450.11	397.50	52.61
05/01/2007	07/01/2009	40	TRAVELERS COS INC/THE	41.15	54.43	1,646.17	2,177.39	-531.22
04/22/2008	07/08/2009	20	CARDINAL HEALTH INC	29.83	51.34	596.64	1,026.87	-430.23
02/03/2009	07/08/2009	15	OCCIDENTAL PETROLEUM CORP	60.05	55.26	900.70	828.84	71.86
05/01/2007	07/10/2009	38	EXXON MOBIL CORP	65.09	79.50	2,473.58	3,021.03	-547.45
03/31/2009	07/13/2009	50	ELI LILLY & CO	33.11	33.42	1,655.75	1,671.20	-15.45
04/14/2009	07/13/2009	30	PROCTER & GAMBLE CO	52.66	47.51	1,579.85	1,425.37	154.48
04/03/2009	07/15/2009	18	AMGEN INC	57.78	47.34	1,040.12	852.12	188.00
05/01/2007	07/15/2009	23	CHEVRON CORP	64.36	78.43	1,480.28	1,803.89	-323.61
04/01/2008	07/17/2009	1	***ROYAL DUTCH SHELL PLC-ADR	50.33	69.40	50.33	69.40	-19.07
07/30/2008	07/17/2009	10	***ROYAL DUTCH SHELL PLC-ADR	50.33	72.00	503.26	720.00	-216.74
03/10/2009	07/17/2009	29	***ROYAL DUTCH SHELL PLC-ADR	50.33	42.51	1,459.45	1,232.66	226.79
08/25/2008	07/17/2009	15	WESTERN DIGITAL CORP	28.95	28.09	434.24	421.40	12.84
05/01/2007	07/21/2009	35	AUTOLIV INC	32.40	57.70	1,134.03	2,019.50	-885.47
04/06/2009	07/27/2009	20	DU PONT (E.I.) DE NEMOURS	30.25	25.46	604.90	509.26	95.64
02/04/2009	07/27/2009	10	EOG RESOURCES INC	74.62	68.85	746.17	688.46	57.71
02/02/2009	07/29/2009	30	ARCHER-DANIELS-MIDLAND CO	30.78	26.85	923.30	805.62	117.68
08/13/2008	07/31/2009	75	SAFEWAY INC	19.05	28.33	1,428.53	2,124.91	-696.38
05/07/2008	08/06/2009	20	TYSON FOODS INC-CL A	11.20	17.73	223.94	354.66	-130.72
01/27/2009	08/06/2009	55	TYSON FOODS INC-CL A	11.20	9.14	615.84	502.68	113.16
04/22/2008	08/07/2009	25	CARDINAL HEALTH INC	33.22	51.34	830.59	1,283.59	-453.00
12/02/2008	08/07/2009	50	CARDINAL HEALTH INC	33.22	31.38	1,661.18	1,568.85	92.33
02/04/2009	08/07/2009	50	NEWS CORP	10.99	6.64	549.64	332.14	217.50
02/03/2009	08/07/2009	15	OCCIDENTAL PETROLEUM CORP	70.58	55.26	1,058.70	828.84	229.86
05/01/2007	08/11/2009	23	CHEVRON CORP	68.28	78.43	1,570.33	1,803.89	-233.56
05/24/2007	08/11/2009	5	CHEVRON CORP	68.28	80.95	341.38	404.73	-63.35
05/01/2007	08/17/2009	40	EXXON MOBIL CORP	66.73	79.50	2,669.34	3,180.04	-510.70
12/24/2008	08/19/2009	65	LIMITED BRANDS INC	14.17	9.30	921.12	604.29	316.83
06/19/2008	08/20/2009	5	HARTFORD FINANCIAL SVCS GRP	19.69	70.09	98.46	350.46	-252.00

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FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/03/2008	08/20/2009	20	HARTFORD FINANCIAL SVCS GRP	19.69	64.95	393.81	1,298.92	-905.11
07/17/2008	08/20/2009	35	HARTFORD FINANCIAL SVCS GRP	19.69	59.22	689.17	2,072.75	-1,383.58
12/18/2008	08/21/2009	35	***ERICSSON (LM) TEL-SP ADR	9.71	7.92	339.85	277.10	62.75
12/29/2008	08/21/2009	75	***ERICSSON (LM) TEL-SP ADR	9.71	7.39	728.26	554.33	173.93
10/08/2008	08/26/2009	5	METLIFE INC	38.02	26.50	190.08	132.50	57.58
12/12/2008	08/26/2009	10	METLIFE INC	38.02	28.91	380.17	289.11	91.06
07/25/2008	08/28/2009	10	APACHE CORP	87.40	109.41	874.04	1,094.08	-220.04
07/29/2008	08/28/2009	10	APACHE CORP	87.40	107.27	874.03	1,072.73	-198.70
09/18/2008	08/28/2009	7	APACHE CORP	87.40	110.50	611.82	773.52	-161.70
09/22/2008	08/28/2009	11	EASTMAN CHEMICAL COMPANY	53.45	60.81	587.98	668.86	-80.88
08/15/2008	08/28/2009	50	XL CAPITAL LTD -CLASS A	16.97	19.90	848.55	995.23	-146.68
05/01/2007	09/08/2009	1,943.559	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	7.73	17.96	15,023.71	34,906.32	-19,882.61
11/05/2007	09/08/2009	29.516	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	7.73	16.94	228.16	500.00	-271.84
12/27/2007	09/08/2009	658.729	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	7.73	11.57	5,091.98	7,621.50	-2,529.52
01/14/2009	09/08/2009	338.858	ALLIANCEBERNSTEIN GLOBAL REAL ESTATE INVT FD II CL I	7.73	5.43	2,619.37	1,840.00	779.37
07/13/2009	09/08/2009	15	AMERICAN TOWER CORP-CL A	34.21	31.26	513.15	468.84	44.31
06/04/2007	09/08/2009	30	ALTRIA GROUP INC	18.53	21.93	555.93	657.78	-101.85
08/09/2007	09/08/2009	25	ALTRIA GROUP INC	18.53	20.98	463.27	524.49	-61.22
09/04/2008	09/08/2009	140	ALTRIA GROUP INC	18.53	21.13	2,594.33	2,958.44	-364.11
07/13/2009	09/08/2009	15	ALTRIA GROUP INC	18.53	16.63	277.96	249.41	28.55
07/13/2009	09/08/2009	15	ALTRIA GROUP INC	18.53	16.63	277.96	249.39	28.57
07/14/2009	09/08/2009	60	ALTRIA GROUP INC	18.53	16.62	1,111.86	997.21	114.65
09/07/2007	09/08/2009	25	AT&T INC	25.75	39.00	643.74	975.11	-331.37
09/17/2007	09/08/2009	25	AT&T INC	25.75	40.36	643.74	1,008.95	-365.21
09/28/2007	09/08/2009	25	AT&T INC	25.75	42.38	643.74	1,059.53	-415.79
10/02/2007	09/08/2009	25	AT&T INC	25.75	42.38	643.74	1,059.47	-415.73
10/31/2007	09/08/2009	125	AT&T INC	25.75	41.45	3,218.70	5,180.78	-1,962.08
04/20/2009	09/08/2009	35	AT&T INC	25.75	25.67	901.24	898.61	2.63
03/10/2009	09/08/2009	15	***ACE LTD	51.09	33.22	766.37	498.33	268.04
08/24/2009	09/08/2009	50	AK STEEL HOLDING CORP	20.88	21.19	1,043.91	1,059.50	-15.59
09/07/2007	09/08/2009	15	ALLSTATE CORP	28.65	53.90	429.75	808.47	-378.72
12/26/2007	09/08/2009	30	ALLSTATE CORP	28.65	52.64	859.48	1,579.10	-719.62
03/05/2008	09/08/2009	10	ALLSTATE CORP	28.65	47.95	286.49	479.51	-193.02
09/18/2008	09/08/2009	3	APACHE CORP	86.12	110.50	258.35	331.51	-73.16
02/02/2009	09/08/2009	5	ARCHER-DANIELS-MIDLAND CO	28.67	26.85	143.37	134.27	9.10
02/04/2009	09/08/2009	55	ARCHER-DANIELS-MIDLAND CO	28.67	25.44	1,577.04	1,399.30	177.74
01/23/2008	09/08/2009	30	***BP PLC-SPONS ADR	54.27	61.19	1,628.10	1,835.62	-207.52
03/20/2009	09/08/2009	32	BUNGE LTD	67.87	57.15	2,171.85	1,828.95	342.90
04/28/2009	09/08/2009	3	BUNGE LTD	67.87	46.60	203.61	139.79	63.82
07/13/2009	09/08/2009	20	CROWN CASTLE INTL CORP	28.33	23.87	566.60	477.47	89.13
05/24/2007	09/08/2009	20	CHEVRON CORP	70.57	80.95	1,411.40	1,618.94	-207.54
07/24/2009	09/08/2009	15	CIMAREX ENERGY CO-W/I	38.64	34.92	579.60	523.86	55.74
05/01/2007	09/08/2009	200	CBS CORP-CLASS B	10.84	31.74	2,168.80	6,348.63	-4,179.83
01/05/2009	09/08/2009	5	CBS CORP-CLASS B	10.84	8.75	54.22	43.76	10.46
05/01/2009	09/08/2009	35	CAPITAL ONE FINANCIAL CORP	35.33	17.34	1,236.44	606.99	629.45

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) 22-6966562 January 1, 2009 through December 31, 2009

FORM 990-PF PG3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
09/21/2007	09/08/2009	5	CONOCOPHILLIPS	46.03	89.09	230.15	445.45	-215.30
10/04/2007	09/08/2009	25	CONOCOPHILLIPS	46.03	83.17	1,150.75	2,079.35	-928.60
11/01/2007	09/08/2009	15	CONOCOPHILLIPS	46.03	83.90	690.45	1,258.45	-568.00
05/27/2009	09/08/2009	30	CATERPILLAR INC	46.85	35.24	1,405.62	1,057.10	348.52
07/17/2009	09/08/2009	20	CATERPILLAR INC	46.85	33.99	937.08	679.86	257.22
01/21/2009	09/08/2009	45	CORNING INC	15.29	9.34	687.83	420.23	267.60
08/05/2008	09/08/2009	9	DEVON ENERGY CORPORATION	63.60	86.46	572.45	778.15	-205.70
08/07/2008	09/08/2009	10	DEVON ENERGY CORPORATION	63.60	94.10	636.03	941.04	-305.01
10/01/2008	09/08/2009	10	DEVON ENERGY CORPORATION	63.60	89.39	636.03	893.86	-257.83
01/30/2009	09/08/2009	10	DEVON ENERGY CORPORATION	63.60	61.78	636.03	617.83	18.20
02/11/2009	09/08/2009	10	DEVON ENERGY CORPORATION	63.60	52.60	636.03	526.00	110.03
03/03/2009	09/08/2009	1	DEVON ENERGY CORPORATION	63.60	41.02	63.60	41.02	22.58
02/08/2008	09/08/2009	15	***DEUTSCHE BANK AG-REGISTERED	70.41	110.04	1,056.21	1,650.54	-594.33
03/14/2008	09/08/2009	10	***DEUTSCHE BANK AG-REGISTERED	70.41	108.77	704.14	1,087.73	-383.59
05/08/2009	09/08/2009	7	***DEUTSCHE BANK AG-REGISTERED	70.41	57.28	492.90	400.99	91.91
07/15/2009	09/08/2009	140	DELL INC	15.78	12.28	2,209.04	1,719.84	489.20
08/17/2009	09/08/2009	5	DELL INC	15.78	13.86	78.89	69.29	9.60
06/15/2009	09/08/2009	60	D R HORTON INC	13.04	9.35	782.11	560.92	221.19
04/06/2009	09/08/2009	20	DU PONT (E.I.) DE NEMOURS	31.68	25.46	633.51	509.27	124.24
05/15/2009	09/08/2009	30	DU PONT (E.I.) DE NEMOURS	31.68	26.99	950.27	809.82	140.45
05/27/2009	09/08/2009	20	DU PONT (E.I.) DE NEMOURS	31.68	27.78	633.52	555.63	77.89
06/01/2009	09/08/2009	20	DU PONT (E.I.) DE NEMOURS	31.68	29.84	633.52	596.77	36.75
06/19/2009	09/08/2009	20	DU PONT (E.I.) DE NEMOURS	31.68	24.94	633.52	498.71	134.81
02/04/2009	09/08/2009	5	EOG RESOURCES INC	74.00	68.85	370.02	344.23	25.79
02/09/2009	09/08/2009	10	EOG RESOURCES INC	74.00	70.38	740.05	703.76	36.29
05/01/2007	09/08/2009	20	EXXON MOBIL CORP	70.63	79.50	1,412.60	1,590.02	-177.42
09/22/2008	09/08/2009	14	EASTMAN CHEMICAL COMPANY	51.33	60.81	718.65	851.28	-132.63
05/21/2009	09/08/2009	10	ENSCO INTERNATIONAL INC	38.06	33.19	380.60	331.93	48.67
03/10/2009	09/08/2009	30	***GLAXOSMITHKLINE PLC-SPON AD	38.94	27.41	1,168.28	822.31	345.97
06/10/2009	09/08/2009	80	***INGERSOLL-RAND PLC	31.73	22.43	2,538.62	1,794.77	743.85
07/22/2009	09/08/2009	10	***INGERSOLL-RAND PLC	31.73	23.28	317.33	232.79	84.54
01/07/2009	09/08/2009	20	HOME DEPOT INC	27.54	24.69	550.72	493.84	56.88
02/10/2009	09/08/2009	20	HOME DEPOT INC	27.54	22.46	550.71	449.25	101.46
02/26/2009	09/08/2009	20	HOME DEPOT INC	27.54	20.69	550.71	413.74	136.97
03/31/2009	09/08/2009	20	ELI LILLY & CO	32.75	33.42	655.07	668.49	-13.42
04/07/2009	09/08/2009	35	ELI LILLY & CO	32.75	31.92	1,146.38	1,117.03	29.35
12/24/2008	09/08/2009	75	LIMITED BRANDS INC	15.33	9.30	1,149.61	697.27	452.34
02/09/2009	09/08/2009	10	LOWE'S COS INC	21.85	18.95	218.51	189.50	29.01
08/29/2007	09/08/2009	5	MORGAN STANLEY	27.98	60.61	139.88	303.04	-163.16
10/04/2007	09/08/2009	25	MORGAN STANLEY	27.98	66.86	699.39	1,671.49	-972.10
12/12/2008	09/08/2009	40	METLIFE INC	37.46	28.91	1,498.39	1,156.46	341.93
01/13/2009	09/08/2009	10	METLIFE INC	37.46	28.99	374.60	289.87	84.73
05/01/2007	09/08/2009	5	MACY'S INC	15.48	43.85	77.39	219.26	-141.87
05/07/2007	09/08/2009	35	MACY'S INC	15.48	43.89	541.69	1,536.19	-994.50
08/04/2007	09/08/2009	50	MACY'S INC	15.48	40.33	773.85	2,016.40	-1,242.55
08/03/2009	09/08/2009	95	MASCO CORP	13.78	10.79	1,309.01	1,025.16	283.85
05/03/2007	09/08/2009	25	MERCK & CO. INC.	30.99	51.36	774.64	1,283.95	-509.31
04/17/2008	09/08/2009	20	MERCK & CO. INC.	30.99	40.10	619.72	801.92	-182.20
06/05/2008	09/08/2009	30	MERCK & CO. INC.	30.99	38.60	929.58	1,158.01	-228.43

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FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/19/2008	09/08/2009	95	MERCK & CO. INC.	30.99	35.65	2,943.66	3,386.62	-442.96
08/05/2008	09/08/2009	25	MERCK & CO. INC.	30.99	34.14	774.65	853.59	-78.94
09/04/2008	09/08/2009	5	MERCK & CO. INC.	30.99	34.56	154.93	172.78	-17.85
06/18/2008	09/08/2009	75	MOTOROLA INC	7.94	8.67	595.67	650.43	-54.76
09/26/2008	09/08/2009	100	MOTOROLA INC	7.94	7.51	794.23	750.94	43.29
03/10/2009	09/08/2009	200	MOTOROLA INC	7.94	3.27	1,588.46	654.84	933.62
05/21/2009	09/08/2009	45	***NEXEN INC	21.42	21.10	964.06	949.39	14.67
02/04/2009	09/08/2009	400	NEWS CORP	11.14	6.64	4,457.60	2,657.12	1,800.48
01/22/2009	09/08/2009	60	***NOKIA CORP-SPON ADR	14.78	12.22	886.99	733.29	153.70
02/04/2009	09/08/2009	90	***NOKIA CORP-SPON ADR	14.78	12.70	1,330.49	1,142.65	187.84
07/08/2009	09/08/2009	2	NVR INC	660.35	481.37	1,320.70	962.74	357.96
04/03/2009	09/08/2009	30	NORTHROP GRUMMAN CORP	48.59	45.58	1,457.62	1,367.30	90.32
04/17/2009	09/08/2009	5	NORTHROP GRUMMAN CORP	48.59	47.97	242.94	239.87	3.07
12/18/2008	09/08/2009	40	J.C. PENNEY CO INC	30.29	21.04	1,211.73	841.44	370.29
05/01/2007	09/08/2009	260	PFIZER INC	16.21	26.53	4,215.10	6,898.38	-2,683.28
05/07/2007	09/08/2009	80	PFIZER INC	16.21	27.14	1,296.95	2,170.84	-873.89
08/04/2009	09/08/2009	50	PULTE HOMES INC	12.47	11.43	623.60	571.66	51.94
04/14/2009	09/08/2009	30	PROCTER & GAMBLE CO	54.08	47.51	1,622.48	1,425.37	197.11
05/20/2009	09/08/2009	155	REGIONS FINANCIAL CORP	5.61	4.00	870.28	620.00	250.28
09/02/2008	09/08/2009	85	RRI ENERGY INC	5.99	16.38	509.03	1,392.68	-883.65
12/19/2008	09/08/2009	45	RRI ENERGY INC	5.99	5.50	269.49	247.52	21.97
06/30/2009	09/08/2009	13	SPX CORP	58.70	48.83	763.10	634.74	128.36
07/03/2008	09/08/2009	115	SCHERING-PLOUGH CORP	27.51	19.83	3,163.42	2,279.89	883.53
03/20/2009	09/08/2009	5	SCHERING-PLOUGH CORP	27.51	23.62	137.54	118.08	19.46
06/29/2009	09/08/2009	50	SMITHFIELD FOODS INC	12.76	13.92	638.09	695.88	-57.79
05/01/2007	09/08/2009	75	SPRINT NEXTEL CORP	3.78	19.99	283.78	1,499.31	-1,215.53
04/11/2008	09/08/2009	250	SPRINT NEXTEL CORP	3.78	6.53	945.95	1,632.45	-686.50
09/15/2008	09/08/2009	200	SPRINT NEXTEL CORP	3.78	6.78	756.76	1,356.00	-599.24
08/06/2009	09/08/2009	275	SPRINT NEXTEL CORP	3.78	3.87	1,040.55	1,064.38	-23.83
02/26/2009	09/08/2009	85	SYMANTEC CORP	15.74	13.62	1,338.01	1,157.34	180.67
03/16/2009	09/08/2009	20	SYMANTEC CORP	15.74	13.34	314.82	266.72	48.10
05/01/2007	09/08/2009	5	TRAVELERS COS INC/THE	48.78	54.44	243.90	272.18	-28.28
06/11/2007	09/08/2009	20	TRAVELERS COS INC/THE	48.78	54.47	975.62	1,089.45	-113.83
05/01/2007	09/08/2009	68	TIME WARNER INC	27.89	44.59	1,896.39	3,031.90	-1,135.51
11/13/2008	09/08/2009	33	TIME WARNER INC	27.89	18.67	920.30	616.27	304.03
12/01/2008	09/08/2009	58	TIME WARNER INC	27.89	19.32	1,617.50	1,120.55	496.95
01/06/2009	09/08/2009	11	TIME WARNER INC	27.89	22.93	306.77	252.26	54.51
04/21/2009	09/08/2009	80	TYCO ELECTRONICS LTD	23.12	15.42	1,849.61	1,233.60	616.01
04/28/2009	09/08/2009	30	TYCO ELECTRONICS LTD	23.12	16.83	693.60	504.78	188.82
05/13/2009	09/08/2009	15	TYCO ELECTRONICS LTD	23.12	16.28	346.80	244.22	102.58
05/01/2007	09/08/2009	18	TIME WARNER CABLE	37.82	59.56	680.71	1,072.10	-391.39
11/13/2008	09/08/2009	8	TIME WARNER CABLE	37.82	27.24	302.54	217.92	84.62
12/01/2008	09/08/2009	14	TIME WARNER CABLE	37.82	28.30	529.44	396.23	133.21
01/06/2009	09/08/2009	10	TIME WARNER CABLE	37.82	33.25	378.17	332.48	45.69
04/03/2009	09/08/2009	5	TIME WARNER CABLE	37.82	26.14	189.09	130.70	58.39
07/16/2009	09/08/2009	75	TEXTRON INC	17.93	10.02	1,344.70	751.42	593.28
05/11/2009	09/08/2009	60	US BANCORP	20.96	18.00	1,257.41	1,080.00	177.41
05/13/2009	09/08/2009	35	US BANCORP	20.96	17.54	733.49	613.75	119.74
05/05/2009	09/08/2009	45	UNUM GROUP	21.44	17.65	964.91	794.40	170.51

Capital Gains Report

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FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/28/2009	09/08/2009	85	VALERO ENERGY CORP	18.85	18.13	1,602.57	1,540.67	61.90
08/06/2009	09/08/2009	40	VALERO ENERGY CORP	18.85	18.73	754.15	749.35	4.80
08/07/2009	09/08/2009	20	VALERO ENERGY CORP	18.85	18.65	377.08	372.97	4.11
12/22/2008	09/08/2009	20	VIACOM INC-CLASS B	25.12	17.14	502.46	342.71	159.75
04/27/2009	09/08/2009	65	***VODAFONE GROUP PLC-SP ADR	22.65	18.30	1,472.41	1,189.59	282.82
08/25/2008	09/08/2009	35	WESTERN DIGITAL CORP	34.82	28.09	1,218.70	983.29	235.41
09/11/2008	09/08/2009	10	WESTERN DIGITAL CORP	34.82	23.71	348.20	237.07	111.13
08/15/2008	09/08/2009	30	XL CAPITAL LTD -CLASS A	16.98	19.90	509.39	597.15	-87.76
09/17/2008	09/08/2009	40	XL CAPITAL LTD -CLASS A	16.98	16.66	679.19	666.55	12.64
07/08/2009	09/08/2009	10	XL CAPITAL LTD -CLASS A	16.98	11.04	169.80	110.40	59.40
05/01/2007	09/08/2009	344.826	BERNSTEIN EMERGING MARKETS PORTFOLIO	25.47	41.56	8,701.52	14,329.45	-5,627.93
11/05/2007	09/08/2009	31.665	BERNSTEIN EMERGING MARKETS PORTFOLIO	25.47	53.69	799.05	1,700.00	-900.95
12/11/2007	09/08/2009	183.907	BERNSTEIN EMERGING MARKETS PORTFOLIO	25.47	40.96	4,640.80	7,532.83	-2,892.03
12/09/2008	09/08/2009	111.324	BERNSTEIN EMERGING MARKETS PORTFOLIO	25.47	14.72	2,809.21	1,638.69	1,170.52
01/14/2009	09/08/2009	211.278	BERNSTEIN EMERGING MARKETS PORTFOLIO	25.47	14.91	5,331.50	3,149.96	2,181.54
01/14/2009	09/08/2009	.673	BERNSTEIN EMERGING MARKETS PORTFOLIO	25.47	14.92	0.00	10.04	-10.04
05/01/2007	09/08/2009	4,534.813	BERNSTEIN INTERNATIONAL PORTFOLIO	14.55	27.86	65,990.67	126,339.92	-60,349.25
11/05/2007	09/08/2009	289.087	BERNSTEIN INTERNATIONAL PORTFOLIO	14.55	29.23	4,206.80	8,450.00	-4,243.20
12/11/2007	09/08/2009	686.994	BERNSTEIN INTERNATIONAL PORTFOLIO	14.55	25.26	9,997.15	17,353.47	-7,356.32
01/14/2009	09/08/2009	561.106	BERNSTEIN INTERNATIONAL PORTFOLIO	14.55	11.30	8,165.22	6,340.49	1,824.73
01/14/2009	09/08/2009	.841	BERNSTEIN INTERNATIONAL PORTFOLIO	14.55	11.31	0.00	9.51	-9.51
03/10/2009	09/22/2009	7	***ACE LTD	50.06	33.22	350.43	232.55	117.88
10/10/2008	09/30/2009	3	APACHE CORP	92.16	66.28	276.48	198.85	77.63
05/01/2007	10/01/2009	10	EXXON MOBIL CORP	67.75	79.50	677.52	795.01	-117.49
09/09/2009	10/05/2009	10	HEWLETT-PACKARD CO	45.58	45.90	455.78	459.02	-3.24
01/23/2008	10/06/2009	15	***BP PLC-SPONS ADR	52.53	61.19	787.97	917.82	-129.85
09/09/2009	10/06/2009	8	VISA INC - CLASS A SHRS	68.01	70.74	544.06	565.89	-21.83
05/01/2009	10/07/2009	20	CAPITAL ONE FINANCIAL CORP	36.86	17.34	737.29	346.86	390.43
02/09/2009	10/09/2009	10	LOWE'S COS INC	20.60	18.95	205.98	189.51	16.47
07/13/2009	10/09/2009	15	LOWE'S COS INC	20.60	19.25	308.96	288.69	20.27
10/10/2008	10/12/2009	4	APACHE CORP	100.09	66.28	400.36	265.13	135.23
09/10/2009	10/12/2009	9	MCDONALD'S CORP	56.79	55.02	511.13	495.14	15.99
07/17/2009	10/13/2009	10	CATERPILLAR INC	52.57	33.99	525.66	339.94	185.72
07/28/2009	10/13/2009	4	CATERPILLAR INC	52.57	42.80	210.27	171.22	39.05
09/09/2009	10/13/2009	9	UNION PACIFIC CORP	59.70	62.60	537.32	563.44	-26.12
12/22/2008	10/13/2009	15	VIACOM INC-CLASS B	28.87	17.14	433.08	257.03	176.05
07/13/2009	10/14/2009	15	AMERICAN TOWER CORP-CL A	37.76	31.26	566.34	468.84	97.50
07/13/2009	10/14/2009	20	CROWN CASTLE INTL CORP	32.44	23.87	648.84	477.47	171.37

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FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
09/09/2009	10/15/2009	10	GILEAD SCIENCES INC	46.56	47.26	465.59	472.60	-7.01
09/09/2009	10/19/2009	25	ALTERA CORPORATION	21.64	20.25	540.96	506.13	34.83
05/21/2009	10/19/2009	10	ENSCO INTERNATIONAL INC	47.66	33.19	476.61	331.94	144.67
09/09/2009	10/19/2009	1	GOOGLE INC-CL A	551.19	462.96	551.19	462.96	88.23
10/10/2008	10/22/2009	3	APACHE CORP	101.27	66.29	303.81	198.86	104.95
09/10/2009	10/22/2009	15	EMERSON ELECTRIC CO	40.00	38.91	599.96	583.65	16.31
09/09/2009	10/22/2009	8	***TEVA PHARMACEUTICAL-SP ADR	50.65	52.24	405.18	417.90	-12.72
09/09/2009	10/23/2009	10	FREEPORT-MCMORAN COPPER	82.70	68.11	827.04	681.14	145.90
02/03/2009	10/29/2009	5	OCCIDENTAL PETROLEUM CORP	79.39	55.26	396.97	276.28	120.69
09/09/2009	10/30/2009	10	***PETROLEO BRASILEIRO-SPON AD	39.55	36.13	395.51	361.27	34.24
03/03/2009	11/03/2009	5	EOG RESOURCES INC	83.08	48.25	415.42	241.27	174.15
12/22/2008	11/03/2009	15	VIACOM INC-CLASS B	28.27	17.14	424.10	257.03	167.07
03/20/2009	11/04/2009	30	SCHERING-PLOUGH CORP	10.50	10.00	315.00	299.92	15.08
04/20/2009	11/04/2009	40	SCHERING-PLOUGH CORP	10.50	9.86	420.00	394.44	25.56
09/09/2009	11/04/2009	5	UNION PACIFIC CORP	59.60	62.60	297.98	313.02	-15.04
09/09/2009	11/05/2009	30	ALTERA CORPORATION	20.04	20.25	601.28	607.37	-6.09
05/01/2007	11/05/2009	144.000	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.19	13.22	1,900.00	1,903.68	-3.68
05/01/2007	11/05/2009	.049	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.19	13.06	0.00	0.64	-0.64
09/10/2009	11/06/2009	7	COLGATE-PALMOLIVE CO	79.98	72.39	559.87	506.70	53.17
09/04/2008	11/06/2009	20	MERCK & CO. INC.	32.62	34.56	652.41	691.16	-38.75
03/20/2009	11/06/2009	10	MERCK & CO. INC.	32.62	24.04	326.20	240.36	85.84
03/10/2009	11/11/2009	20	***GLAXOSMITHKLINE PLC-SPON AD	41.43	27.41	828.53	548.22	280.31
09/08/2009	11/11/2009	100	***TAIWAN SEMICONDUCTOR-SP ADR	10.24	11.05	1,024.02	1,104.79	-80.77
09/09/2009	11/12/2009	10	CELGENE CORP	53.57	51.93	535.67	519.32	16.35
09/09/2009	11/12/2009	5	SCHLUMBERGER LTD	64.70	57.93	323.50	289.65	33.85
	11/13/2009		MERCK & CO INC			12.24		12.24
09/09/2009	11/13/2009	15	CISCO SYSTEMS INC	23.56	22.36	353.43	335.41	18.02
03/20/2009	11/13/2009	7	MERCK & CO. INC.	33.25	24.04	232.72	168.26	64.46
04/20/2009	11/13/2009	8	MERCK & CO. INC.	33.25	23.36	265.96	186.91	79.05
04/14/2009	11/13/2009	8	PROCTER & GAMBLE CO	61.69	47.51	493.56	380.10	113.46
05/13/2009	11/13/2009	20	US BANCORP	23.66	17.54	473.26	350.72	122.54
03/03/2009	11/16/2009	5	EOG RESOURCES INC	90.69	48.25	453.45	241.27	212.18
01/05/2009	11/18/2009	15	CBS CORP-CLASS B	13.31	8.75	199.66	131.30	68.36
04/20/2009	11/19/2009	5	MERCK & CO. INC.	35.40	23.36	177.01	116.82	60.19
09/11/2009	11/19/2009	8	UNITED TECHNOLOGIES CORP	67.73	61.64	541.88	493.16	48.72
09/10/2009	11/23/2009	20	BANK OF AMERICA CORP	16.29	16.92	325.88	338.50	-12.62
09/09/2009	11/24/2009	20	***PETROLEO BRASILEIRO-SPON AD	45.45	36.13	909.00	722.56	186.44
09/16/2009	11/25/2009	4	***RIO TINTO PLC-SPON ADR	210.05	182.14	840.21	728.58	111.63
03/05/2008	11/30/2009	15	ALLSTATE CORP	28.10	47.95	421.43	719.28	-297.85
03/05/2008	11/30/2009	10	ALLSTATE CORP	28.10	47.95	280.95	479.52	-198.57
12/22/2008	12/01/2009	15	VIACOM INC-CLASS B	29.97	17.14	449.54	257.04	192.50
12/22/2008	12/01/2009	20	VIACOM INC-CLASS B	29.97	17.14	599.39	342.71	256.68
05/20/2009	12/03/2009	35	REGIONS FINANCIAL CORP	5.83	4.00	203.90	140.00	63.90
09/09/2009	12/03/2009	4	UNION PACIFIC CORP	64.54	62.61	258.16	250.43	7.73
04/20/2009	12/04/2009	5	MERCK & CO. INC.	36.83	23.37	184.13	116.83	67.30
05/20/2009	12/04/2009	35	REGIONS FINANCIAL CORP	5.64	4.00	197.50	140.00	57.50
07/28/2009	12/09/2009	4	CATERPILLAR INC	56.16	42.81	224.63	171.23	53.40

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) 22-6966562 January 1, 2009 through December 31, 2009

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
09/22/2008	12/09/2009	5	EASTMAN CHEMICAL COMPANY	59.01	60.81	295.04	304.03	-8.99
03/10/2009	12/15/2009	3	***ACE LTD	49.21	33.22	147.64	99.67	47.97
04/20/2009	12/15/2009	2	***ACE LTD	49.21	44.37	98.42	88.74	9.68
10/07/2008	12/15/2009	10	BLACK & DECKER CORP	62.58	44.57	625.76	445.68	180.08
01/21/2009	12/15/2009	30	CORNING INC	18.89	9.34	566.60	280.16	286.44
09/09/2009	12/15/2009	10	KOHLS CORP	55.06	55.84	550.60	558.45	-7.85
04/14/2009	12/15/2009	7	PROCTER & GAMBLE CO	62.19	47.51	435.30	332.60	102.70
	12/16/2009		AOL INC			6.98		6.98
01/08/2009	12/16/2009	10	TIME WARNER INC	30.12	21.36	301.15	213.61	87.54
09/09/2009	12/17/2009	5	FEDEX CORP	84.74	71.65	423.72	358.24	65.48
09/09/2009	12/17/2009	1	GOOGLE INC-CL A	594.59	462.97	594.59	462.97	131.62
07/13/2009	12/18/2009	35	LOWE'S COS INC	23.59	19.25	825.56	673.63	151.93
01/13/2009	12/18/2009	20	METLIFE INC	35.42	28.99	708.36	579.76	128.60
09/09/2009	12/21/2009	15	***ARCELORMITTAL-NY REGISTERED	44.17	37.97	662.53	569.55	92.98
04/20/2009	12/22/2009	8	***ACE LTD	48.74	44.37	389.91	354.94	34.97
09/10/2009	12/24/2009	3	AMAZON.COM INC	138.44	82.52	415.31	247.56	167.75
06/11/2007	12/29/2009	5	TRAVELERS COS INC/THE	49.80	54.47	249.00	272.36	-23.36
SUBTOTAL FOR LONG-TERM						460,220.56	673,262.85	-213,042.29
TOTAL						460,220.56	673,262.85	-213,042.29

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L -213,042.29

LONG TERM -213,042.29

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.

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