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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

	ortment of the Treasury nal Revenue Service	Note The	foundation		ne able to use a copy of this			rting requirements.	2009
	calendar year 2009,	or tax year beginn	ing			, and e	nding		
G	Check all that apply:	Initial re	eturn ed return		Initial return of a f	•	harity	Final retu Name change	ırn
	label THE A		AND	BRI	AN L. ROBERT	'S		A Employer identificati	
	print Number and	•			livered to street address)		Room/suite	23-278765 B Telephone number	
See	Specific City or tov	vn, state, and ZIP co	ode PA	191	F . KENNEDY 03 empt private foundation	BLVD.		(215)246 - C if exemption application i D 1 Foreign organization 2 Foreign organizations check here and attach	s pending, check here
I Fa) nonexempt charit assets at end of ye line 16)	ear J Ac	countil	Other taxable private found ng method. X Cash her (specify)	Accr	ual	E If private foundation s under section 507(b)	status was terminated
>	-\$	9,257,87	8 . (Part	l, colu	mn (d) must be on cash	basıs)		under section 507(b)	
Pa	Analysis of R (The total of amnecessarily equ	evenue and Expenounts in columns (b), (c) al the amounts in columns	SeS c), and (d) ma nn (a))	y not	(a) Revenue and expenses per books	(b) Net in	vestment ome	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
		gifts, grants, etc., r if the foundation is not requ		:h B	1,388,470.			N/A	
	3 cash investments	gs and temporary s interest from secur	rities		98,865.	9	8,865.		STATEMENT 1
	5a Gross rents								
	b Net rental income				<47.	<u> </u>	FR	ECEIVED _	3
ne	6a Net gain or (loss) Gross sales price	from sale of assets not for all	t on line 10 89,96	0	<47.	<u> </u>	1	1	∌
Revenue	D assets on line 6a 7 Capital gain net i	ncome (from Part IV, lin		<u> </u>			A0 8	UG 1 7 2010 1	<u>}</u>
Reven	8 Net short-term						N)		œ e
	9 Income modifi	cations					1 -	GDEN, UT	Jhos .
	10a and allowances	returns						ODLIVI	
	b Less Cost of goo	<u></u>	.			ļ			
	c Gross profit or	(1088)			<23,955.	> <2	3,955.	<u></u>	STATEMENT 2
		es 1 through 11			1,463,333.		4,910.		D IIII DIADITI A
	·	f officers, directors, trus	stees, etc		0.		0.		0
	14 Other employe	e salaries and wage	es						
10	15 Pension plans	, employee benefits							
nse	16a Legal fees		a	_	2 222		E 0 0		
Operating and Administrative Expenses	b Accounting fee c Other professi		STMT	3	3,200.		500.		0
ative	17 Interest 18 Taxes		STMT	1	75,803.		0.		0
ıstra	19 Depreciation a		SIMI	#	73,003.	<u> </u>			<u> </u>
H.	20 Occupancy	na dopionon							
Ad	21 Travel, confere	ences, and meetings	S						
and	22 Printing and p								
Bu	23 Other expense		STMT	5	248.		0.		
erat	24 Total operatin	g and administrati			70 051		F 0 0		
ď	expenses Ad	d lines 13 through 2 gifts, grants paid	23		79,251. 2,449,060.		500.	<u> </u>	2,449,060
		gins, grants paio i s and disburseme i	nts		4,449,000.	_			2,443,000
	Add lines 24 a				2,528,311.		500.		2,449,060
	27 Subtract line 2					<u> </u>			, , , , , , , ,
	1	e over expenses and d	lisbursement	s	<1,064,978.	>			
	b Net investmer	nt income (if negative	enter -0-)			7	4,410.		
	<u> </u>	ncome (if negative, er			Act Notice see the instru			N/A	Form 990-PF (200

Page 2

23-2787654

Part	Balance Sheets Attached schedules and amounts in the description	Beginning of year	<u> </u>	d of year
rait	column should be for end-of-year amounts only	(a) Book Value	(b) Book Value	(c) Fair Market Value
1	Gash - non-interest-bearing			
2	Savings and temporary cash investments	124,652.	77,687	77,687.
3	Accounts receivable ►			
	Less. allowance for doubtful accounts ▶			
4	Pledges receivable ►			
	Less. allowance for doubtful accounts ▶			
5	Grants receivable			
	Receivables due from officers, directors, trustees, and other			
6	disqualified persons			
,	· · · · · · · · .			
'	Other notes and toans receivable			
	Less: allowance for doubtful accounts			
ets 8	Inventories for sale or use			
Assets				
< 10a	Investments - U.S and state government obligations			
b	Investments - corporate stock STMT 7	616,272.	2,497,092	6,840,389.
0	: Investments - corporate bonds			
11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation	•		
12	Investments - mortgage loans			
13	Investments - other STMT 8	4,596,073.	2,421,356	2,339,802.
14	Land, buildings, and equipment; basis			
'7	Less accumulated depreciation			
15				
113	Other assets (describe			
1,0	Table and the head of the selection of t	E 226 007	1 006 125	0 257 070
16		5,336,997.	4,996,135	9,257,878.
- 1	Accounts payable and accrued expenses			
18	Grants payable			
န္မ 19	Deferred revenue		·	
20 21 21 21 21 22 21 22 21 22 21 22 21 22 21 22 21 22 21 22 22	Loans from officers directors trustees and other disqualified persons			_
월 21	Mortgages and other notes payable			
- 22	Other liabilities (describe >)	.,,		
23	Total liabilities (add lines 17 through 22)	0.	C	<u>) .</u>
	Foundations that follow SFAS 117, check here			
	and complete lines 24 through 26 and lines 30 and 31			
8 24	Unrestricted			
<u>E</u> 25	Temporarily restricted			
e 26	Permanently restricted Permanently restricted			7
٦ ا	Foundations that do not follow SFAS 117, check here			
or Fund Balano	and complete lines 27 through 31			
៦ ្ភុ		0.	r	
ر ا عراق	Capital stock, trust principal, or current funds	0.		7 ·
Assets	Paid-in or capital surplus, or land, bldg., and equipment fund	····		
₹ 29	Retained earnings, accumulated income, endowment, or other funds	5,336,997.	4,996,135	
₹ 30	Total net assets or fund balances	5,336,997.	4,996,135	<u> </u>
31	Total liabilities and net assets/fund balances	5,336,997.	4,996,135) .
Part	III Analysis of Changes in Net Assets or Fund Ba	alances		
		_ 	т	<u> </u>
	I net assets or fund balances at beginning of year - Part II, column (a), line	30		
	st agree with end-of-year figure reported on prior year's return)			1 5,336,997.
2 Ente	r amount from Part I, line 27a			2 < 1,064,978.
Othe	r increases not included in line 2 (itemize)	SEE STA	TEMENT 6	3 724,116.
Add	lines 1, 2, and 3			4 4,996,135.
Decr	eases not included in line 2 (itemize)			5 0.
5 Tota	net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30		6 4,996,135.
				Form 990-PF (2009)

THE AILEEN K. AND BRIAN L. ROBERTS FOUNDATION 23-2787654 Form 990-PF (2009) Page 3 Part IV Capital Gains and Losses for Tax on Investment Income (b) How acquired (a) List and describe the kind(s) of property sold (e.g., real estate, (c) Date acquired (d) Date sold P - Purchase D - Donation 2-story brick warehouse; or common stock, 200 shs MLC Co.) (mo., day, yr.) (mo., day, yr.) 1a 1,336,880.4 SHS PRUDENTIAL INSTL LIQUIDITY VARIOUS P VARIOUS b PORTFOLIO 1,953,119.5 SHS PRUDENTIAL INSTL LIQUIDITY P d PORTFOLIO VARIOUS VARIOUS е (g) Cost or other basis (f) Depreciation allowed (h) Gain or (loss) (e) Gross sales price (or allowable) plus expense of sale (e) plus (f) minus (g) 1,336,883. 1,336,866 b 1,953,094 1,953,124 đ е Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or (j) Adjusted basis (k) Excess of col. (i) Losses (from col. (h)) (i) F M.V. as of 12/31/69 as of 12/31/69 over col. (j), if any b C <30 d е If gain, also enter in Part I, line 7 <47.> 2 Capital gain net income or (net capital loss) 2 If (loss), enter -0- in Part I, line 7 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 N/A Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income Part V (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.

Enter 1% of net investment income (1% of Part I, line 27b)

8 Enter qualifying distributions from Part XII, line 4

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

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

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.

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

	Base period years Calendar year (or tax year beginning in)	Adjusted qualifying distributions	Net value of noncharitable-use assets	Distribution ratio (col. (b) divided by col. (c))		
	2008	1,241,700.	8,724,870.		.142317	
	2007	383,795.	10,736,918.		.035745	
	2006	374,771.	4,970,953.		.075392	
	2005	394,527.	2,198,443.		.179457	
	2004	648,678.	1,297,657.		.499884	
2	Total of line 1, column (d) Average distribution ratio for the 5-year ba the foundation has been in existence if less	• •	or by the number of years	3	.932795	
4	Enter the net value of noncharitable-use as	sets for 2009 from Part X, line 5		4_	8,788,420.	
5	Multiply line 4 by line 3			5	1,639,559.	

1,640,303.

2,449,060.

Yes X No

(d)

6

7

8

7 Add lines 5 and 6

See the Part VI instructions

		3-2/8/			Page 4
	ert VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 494	18 - see i	nstru	ction	าร) <u> </u>
1a	Exempt operating foundations described in section 4940(d)(2), check here Land enter "N/A" on line 1.				
	Date of ruling or determination letter (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here 🕨 🗓 and enter 1%	1		7	44.
	of Part I, line 27b				
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		7	44.
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		7	44.
6	Credits/Payments:				_
а	2009 estimated tax payments and 2008 overpayment credited to 2009 6a 37, 240.				
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	3	7,2	40.
8	Enter any penalty for underpayment of estimated tax. Check here X if Form 2220 is attached	8			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9			
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3	6,4	96.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax	11			0.
	rt VII-A Statements Regarding Activities				
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in			Yes	No
	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 of	or			
	distributed by the foundation in connection with the activities				
C	Did the foundation file Form 1120-POL for this year?		1c		Х
đ	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 .				
е	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation				
	managers. ▶ \$0 .				
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		X
	If "Yes," attach a detailed description of the activities				
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or				
	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3		X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5		_X_
	If "Yes," attach the statement required by General Instruction T				
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	w			
	remain in the governing instrument?		6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?		7	X	
	If "Yes," complete Part II, col. (c), and Part XV				
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)				
	PA				
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 G2 If "No," attach explanation		8b	Х	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendary	ar			
	year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		X
10		MT 9	10	Х	

Page 5 Form 990-PF (2009) 23-2787654 FOUNDATION 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 X section 512(b)(13)? If "Yes," attach schedule (see instructions) 12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12 13 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A Telephone no > 215 - 286 - 753014 The books are in care of ▶ BRIAN L. ROBERTS 52ND FL. ZIP+4 ▶19103 Located at ► COMCAST CORP. 1701 JOHN F. KENNEDY BLVD. 15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15 N/A and enter the amount of tax-exempt interest received or accrued during the year Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required Yes No File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. 1a During the year did the foundation (either directly or indirectly) 🗌 Yes 🗶 No (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) Yes X No a disqualified person? Yes X No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available Yes X No for the benefit or use of a disqualified person)? (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 Yes X No termination of government service, if terminating within 90 days.) 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 X before the first day of the tax year beginning in 2009? 1c 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)). a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? If "Yes," list the years 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 N/A 2b statement - see instructions.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time Yes X No during the year? 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, N/A 3Ъ Form 4720, to determine if the foundation had excess business holdings in 2009) Х 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a

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?

. THE AILEEN K. AND BRIAN	L. ROBERTS				
orm 990-PF (2009)			<u>23-27876</u>	54	Page 6
Part VII-B Statements Regarding Activities for Which	Form 4720 May Be F	Required (contin	ued)		
5a During the year did the foundation pay or incur any amount to:					ĺ
(1) Carry on propaganda, or otherwise attempt to influence legislation (section	n 4945(e))?	Ye	es X No		
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indire				
any voter registration drive?			es X No		
(3) Provide a grant to an individual for travel, study, or other similar purposes	5?	Y6	es X No		-
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section				1
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	es X No		ļ
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or t				1
the prevention of cruelty to children or animals?		Y6	es 🗶 No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	der the exceptions described	in Regulations			ļ
section 53.4945 or in a current notice regarding disaster assistance (see instri	uctions)?		N/A	5b	Д
Organizations relying on a current notice regarding disaster assistance check	nere				-
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption	from the tax because it mainta	ined			
expenditure responsibility for the grant?	N	I/A Y	es L No		ļ
If "Yes," attach the statement required by Regulations section 53 494	5-5(d)		j	1	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on				
a personal benefit contract?		Y•	es X No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?		<u> </u>	6b	X
If "Yes" to 6b, file Form 8870		()		1	
7a At any time during the tax year, was the foundation a party to a prohibited tax		Ye	es X No	$-\!$	
b If yes, did the foundation receive any proceeds or have any net income attribu				7b	
Part VIII Information About Officers, Directors, Trust	tees, Foundation Ma	inagers, Highly	y		
List all officers, directors, trustees, foundation managers and their	compensation.				
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) E:	xpense nt, other
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	accour	nt, other /ances
AILEEN K. ROBERTS	PRESIDENT				
701 JOHN F. KENNEDY BLVD, 52ND FL.]				
PHILADELPHIA, PA 19103	1.00	0.	0.		0.
BRIAN L. ROBERTS	VICE PRESIDEN	ήr			
701 JOHN F. KENNEDY BLVD, 52ND FL.				ĺ	
PHILADELPHIA, PA 19103	0.00	0.	0.		0.
		,			
	ļ			<u> </u>	
	4	1	1	1	
	_				
Compensation of five highest-paid employees (other than those in	aludad on line 4\ If n===	ontor "NONE "	<u> </u>		
Compensation of five highest-paid employees (other than those in	(b) Title, and average	enter "NONE."	(d) Contributions to	(a) F:	vnence
(a) Name and address of each employee paid more than \$50,000	hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	accour	xpense nt, other
NOVE	devoted to position		compensation	allow	rances
NONE	-			1	
		 			
	1				
		 		 	
	1			1	
	1				
	+	 	 		

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0

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

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Part VIII Information About Officers, Directors, Trustees, Foun Paid Employees, and Contractors (continued)	dation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, er	nter "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 st number of organizations and other beneficiaries served, conferences convened, research papers		Expenses
1 N/A		
]
2		 -
		_
		
3		1
		1
4		
]
Part IX-B Summary of Program-Related Investments	1	T
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		
		1
All other program-related investments. See instructions.		
2		1

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0.

Total. Add lines 1 through 3

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Р	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign four	dation	is, see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
а	Average monthly fair market value of securities	1a	7,577,269.
ь	Average of monthly cash balances	1b	328,457.
	Fair market value of all other assets	1c	1,016,528.
d	Total (add lines 1a, b, and c)	1d	8,922,254.
	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	8,922,254.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	133,834.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,788,420.
6	Minimum investment return Enter 5% of line 5	6	439,421.
	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are	d certa	ın
	foreign organizations check here and do not complete this part)		
1	Minimum investment return from Part X, line 6	1	439,421.
2a	Tax on investment income for 2009 from Part VI, line 5		
b	Income tax for 2009. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	744.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	438,677.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	438,677.
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	438,677.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
•	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	2,449,060.
	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		3b	
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,449,060.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
Ū	income Enter 1% of Part I, line 27b	5	744.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	2,448,316.
•	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation	qualifies	
	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				438,677.
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 600,221.				
b From 2005 296,498.				
c From 2006 165,066.				
d From 2007				
e From 2008 879,906.				
f Total of lines 3a through e	1,941,691.			
4 Qualifying distributions for 2009 from				
Part XII, line 4. \triangleright \$ 2,449,060.				
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				438,677.
e Remaining amount distributed out of corpus	2,010,383.			
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	3,952,074.			
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.		<u>, ,</u>	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	600 221			
not applied on line 5 or line 7	600,221.			
9 Excess distributions carryover to 2010	2 251 052			
Subtract lines 7 and 8 from line 6a	3,351,853.			
0 Analysis of line 9:				
a Excess from 2005 296, 498.				
b Excess from 2006 165,066.				
d Excess from 2007 d Excess from 2008 879,906.				
		,		
e Excess from 2009 2,010,383.			<u> </u>	5 000 DE (2000)

Form 990-PF (2009) FOUNDAT					787654 Page 10
Part XIV Private Operating F	oundations (see in	structions and Part V	II-A, question 9)	N/A	
1 a If the foundation has received a ruling of	r determination letter tha	t it is a private operating			
foundation, and the ruling is effective for	r 2009, enter the date of	the ruling	>		
b Check box to indicate whether the found	lation is a private operati	ng foundation described	in section	4942(j)(3) or 4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
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			i.		
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 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					1
(4) Gross investment income					
Part XV Supplementary Info			if the foundation	on had \$5,000 or m	ore in assets
at any time during t	he year-see the	instructions.)			
1 Information Regarding Foundatio	n Managers:				
a List any managers of the foundation who year (but only if they have contributed m			tributions received by	the foundation before the cl	ose of any tax
BRIAN L. ROBERTS					
b List any managers of the foundation who other entity) of which the foundation has			(or an equally large po	ortion of the ownership of a	partnership or
NONE					
2 Information Regarding Contribute Check here ► X if the foundation o	nly makes contributions	to preselected charitable	e organizations and doe	es not accept unsolicited red	juests for funds. If
the foundation makes gifts, grants, etc.	(see instructions) to indi	viduals or organizations	under other conditions	, complete items 2a, b, c, ar	ıd d
a The name, address, and telephone number	ber of the person to who	m applications should b	e addressed		
b The form in which applications should b	e submitted and informa	ition and materials they	should include:		
c Any submission deadlines:			.,		
d Any restrictions or limitations on awards	s, such as by geographic	al areas, charitable fields	s, kinds of institutions,	or other factors.	

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Supplementary Information (continued) Part XV 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Foundation status of recipient Purpose of grant or contribution show any relationship to Amount any foundation manager or substantial contributor Name and address (home or business) a Paid during the year A/M TO HELP FUND 2,449,060. SEE ATTACHED STATEMENT THE ORGANIZATIONS' OPERATIONAL \triangleright 3a 2,449,060. Total b Approved for future payment NONE Total

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iter gross amounts unless otherwise indicated.		d business income		by section 512, 513, or 514	(e)
Program service revenue:	(a) Business code	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
a					
)	_				
	1 1				
	i i				
Fees and contracts from government agencies					-
lembership dues and assessments					
nterest on savings and temporary cash					
vestments					
ividends and interest from securities			14	98,865.	
et rental income or (loss) from real estate:					
Debt-financed property			_		
Not debt-financed property					
let rental income or (loss) from personal				1	
property			1 1	- 22 055	
Other investment income	<u> </u>		14	<23,955.	<u> </u>
Gain or (loss) from sales of assets other			10	<47.	
han inventory			18	<41.	<u> </u>
let income or (loss) from special events					
Gross profit or (loss) from sales of inventory					- · · · · · · · · · · · · · · · · · · ·
Other revenue:					
1	i	 			 -
	1 1				
	1 1				
	-				
Subtotal. Add columns (b), (d), and (e)		().	74,863.	·- · · · · · · · · · · · · · · · · · ·
Fotal Add line 12, columns (b), (d), and (e)				13	
worksheet in line 13 instructions to verify calculations)				
art XVI-B Relationship of Activities		mplishment of	Evemnt F	Purnosas	
Relationship of Activities	s to the Acco		Lxempt i		
e No Explain below how each activity for which in				d importantly to the accom	plishment of
▼ the foundation's exempt purposes (other th	ian by providing fur	nds for such purposes).			
- 4					
				 	
					
					
				· · ·	
		 			
			 		
				·	
			 		
					

Part XVII. Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations 1. Did the organization described in accino 50 ((g) organizations) or in section 527, relating to policies organizations? 1. Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash 2) Other assets 5. Differ transactions (2) Purchases of assets from a noncharitable exempt organization (3) Sieral of adoleses, supriment, or other assets (4) Reministrations of services or membrish por fundrasing solicitations (5) Further and foundation, automatic, making lists, other assets, or paid employees 4. If the answer to any of the above is "Yes," complete the following solicitations (5) Further and the above is "Yes," complete the following solicitations (6) Further and the above is "Yes," complete the following solicitations (7) Further and the above is "Yes," complete the following solicitations (8) In an in the solicities, supriment, making lists, other assets, or paid employees 4. If the answer to any of the above is "Yes," complete the following solicitations (9) Further or the solicities, supriment, making lists, other assets, or paid employees 4. If the answer to any of the above is "Yes," complete the following solicitations (9) Further or the solicities, supriment, making lists, other assets, or services received. (9) Amount invoked (1) Amount invoked (1) Amount invoked (1) Amount invoked (2) Name of organization (3) Further invoked organization (4) Title (5) Description of relationships (6) Description of relationships (6) Description of relationships (6) Description of relationships (9) Title (1) Title (1) Title (1) Title (1) Title (1) Title (2) Phone so. 610 –889 –7300 (3) Phone so. 610 –889 –7300				DATION		<u>23-278</u>	7654	Pa	ge 13
the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other starss (3) States of assets from a noncharitable exempt organization (3) States of assets from a noncharitable exempt organization (3) Perichass of assets from a noncharitable exempt organization (3) Perichass of assets from a noncharitable exempt organization (3) Perichass of assets from a noncharitable exempt organization (3) Perichass of assets from a noncharitable exempt organization (3) Perichass of assets from a noncharitable exempt organization (4) Reminiscratic of assets as the state of the second organization (1) State of assets (1) Stat	Р	art X\			and Transactions ar	nd Relationships With Noncha	aritable _	е	
a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash (2) Other assets (2) Other assets (3) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Sales of assets to a noncharitable exempt organization (3) Relation (3) Gatheless, equipment, or other assets (3) Relation (3) Gatheless, equipment, or other assets (3) Canar or from quarantees (3) Loans or from quarantees (3) Loans or from quarantees (4) Rembrusement arrangements (3) Loans or from quarantees (4) Performance of services or members hip or fund assing solicitations (6) Performance of services or members hip or fund assing solicitations (6) The assets, and a demployees (1) Loans or to any of the above is "45," complete the following schedule. Column (6) should always show the fair market value of the goods, other assets, or paid employees (1) Loans or to any of the above is "45," complete the following schedule. Column (6) should always show the fair market value of the goods, other assets, or services general to the value of the goods, other assets, or services (exervice) (4) Amount involved (2) Name of noncharitable exempt organization (4) Description of transfers, transactions, and sharing arrangement, show in column (1) the value of the goods, other assets, or services (exervice) (2) Name of noncharitable exempt organization (4) Description of transfers, transactions, and sharing arrangement, show in the second of transfers to transfers, and so the best of my knowledge and belief it is true correct and complete Declaration (4) Description of relationships (4) Prepare is seen byten quarteer in the properties of perity, if decide that it is true correct and complete Declaration (4) Prepare is seen byten quarteer in the properties of perity, if decide that it is true correct and complete Declaration (4) Prepare is seen byten quarteer is seen byten quarteer seen byten quarteer is seen byten quarteer. **Supplication** **Transaction** **Transact	1	Did th	ne organization directly or ind	rectly engage in any of the following	ing with any other organization	described in section 501(c) of		Yes	No
(1) Sales of assets to a noncharitable exempt organization (2) Purchase of assets from a noncharitable exempt organization (3) Rental of licities, equipment, or other assets (4) Reimbursement arrangement, or other assets (5) Loans or loan quaranties (6) Performance of services or membirship or fundrasing solicitations (6) Performance of services or membirship or fundrasing solicitations (7) Performance of services or membirship or fundrasing solicitations (8) Loans or loan quaranties (8) Loans or loan quaranties (9) Performance of services or membirship or fundrasing solicitations (9) Performance of services or membirship or fundrasing solicitations (9) Performance of services or membirship or fundrasing solicitations (9) Performance of services or membirship or fundrasing solicitations (1) Performance of services or membirship or fundrasing solicitations (1) Performance of services or membirship or fundrasing solicitations (1) Performance of services or membirship or fundrasing solicitations (1) Performance of services or membirship or fundrasing solicitations (2) International or services or membirship or fundrasing solicitations (3) Performance of services or membirship or fundrasing solicitations (4) Performance of services or services sectioned. (3) Line no (b) Amount involved (c) Name of noncharitable exempt organization (d) Description of histories, services research, services sections, services sections, services research, sections, services research, sections, services research, sections, services research, sections, services,		the Co	ode (other than section 501(o	c)(3) organizations) or in section 5	27, relating to political organiz				
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Differ transactions High X 1 X X X X X X X X		(1) (Cash						
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(4) Rembursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations (6) Performance of services or membership or fundraising solicitations (7) Example of tabilities, equipment, making lists, other assets, or paid employees (8) If the answer to any of the above or "Ses," complete the following schedule. Column (6) should always show the fair market value of the goods, other assets, or services received. (8) Limits of the reporting foundation if the foundation received less than fair market value in any transaction or sharing arrangement, show in column (4) the value of the goods, other assets, or services received. (9) Amount involved (10) Amount involved (10) Name of nortchartable example organization (10) Amount involved (10) Name of nortchartable example organization (10) Cescreption of transfers, transactions, and sharing arrangements N/A 10 Description of relationship 11 Yes No 11 Yes 12 Lo 13 Limits of organization of control organization or relationship 14 Loader pervaliate of penys, 1 declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and better it is true correct and complete Declaration of preparer (other gain tabulary) is based on all information of which proparer has any knowledge 15 Limits of the propagate of officer or trustee 16 Limits of the propagate of officer or trustee 17 Limits of the pendicular of organization of trustee 18 Limits of the pendicular of officer or trustee 18 Limits of the pendicular of organization of trustee or officer in the pendicular of organization of trustee or trustee		(3) F	Rental of facilities, equipment,	or other assets					
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(6) Performance of services or membership or fundrasing solicitations c Sharing of facilities, equipment, making lists, other assets, or paid employees d If the answer to any of the above is "Ses" complete the following schedule: Column (b) should always show the fair market 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 2s 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? b. If "Yes," complete the following schedule: (a) Name of organization (b) Type of organization (c) Description of relationship N/A (b) Type of organization (c) Description of relationship N/A (c) Description of relationship N/A (d) Description of relationship (e) Description of relationship (e) Description of relationship N/A (f) Description of relationship (g) Type of organization (c) Description of relationship (g) Title Date Preparer's Legislative of officer or trustee Preparer's Legislative of officer o									
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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 artificiated 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 5277 b If "Yes," complete the following schedule. (a) Name of organization (b) Type of organization (c) Description of relationship N/A Under prantities of persury, I dectare that I have examined this errum, including accompanying schedules and statements, and to the best of my knowledge and belief it is true correct and complete. Dectaration of generare (other lean taxpayor or induciny) is based on all information of which prepare has any knowledge. Signature of officer or trustee Date Title Check if Preparer's signature Frequent's identifying number signature. Preparer's signature of officer or trustee Date Title Check if Preparer's signature. Frequent's identifying number signature. Preparer's signature. Signature of officer or trustee. Oate Title Check if Preparer's identifying number immunity preparer. Both CASSATT ROAD, SUITE 111				•					
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(a) Lime 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? (a) Name of organization (b) Type of organization (c) Description of relationship N/A Under penalties of perpury, 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 Destaration of preparer (other gain taxpayer or indicatory) is based on all information of which prepare has any knowledge Signature of officer or trustee Date Title Check I signature Preparer's identifying number signature of officer or trustee Date The EATRMAN GROUP International organization of transfer plant is a part of the preparer's identifying number signature or officer or trustee Date Title Preparer's identifying number signature or officer or trustee Date The EATRMAN GROUP International organization of transfer plant is a part of the preparer's identifying number signature or officer plant is a part of the preparer's identifying number signature or officer plant is a part of the preparer's identifying number signature or officer or trustee Date Title Preparer's identifying number signature or officer plant is a part of the preparer's identifying number signature or officer or trustee Balance plant is a part of the preparer's identifying number signature or officer plant is a part of the part of the preparer's identifying number signature or officer or trustee Balance plant is a part of the par	,	or ser	rvices given by the reporting	foundation. If the foundation recei	ved less than fair market value			5612,	
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 52?? If Yes, 'complete the following schedule. (a) Name of organization N/A	(a)					(d) Description of transfers, transactions, and	sharing a	rangeme	nts
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No				N/A					
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
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In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No	_				··· - · · - · · · · · · · · · · · · · ·				
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No									
In section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes X No				<u> </u>					
(a) Name of organization (b) Type of organization (c) Description of relationship N/A 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 Date Title		ın sec	ction 501(c) of the Code (othe	er than section 501(c)(3)) or in sec	· -	ations described [Yes	X] No
N/A 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 S - 2 - 0	!) 11 16:			(b) Type of organization	(c) Description of relation	shin		
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 Title			``	gu201011	(b) type of organization	(4) 2000			
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 Title			N/A						
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 Title					 	······································			
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 Title									
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 Title									
Signature of officer or trustee Date Title Preparer's identifying number self-employed is self-employed is self-employed. Signature of officer or trustee Date S/3// O Enck if self-employed in self-employed is self-employed. EIN EIN EIN END EIN EIN		Under p	enalties of perjury, I declare that I	have examined this return, including acc	companying schedules and stateme	nts, and to the best of my knowledge and belief it is	s true com	ect	
Signature of officer or trustee Signature of officer or trustee Date Title		and con	nplete Declaration of preparer (oth	er than taxpayer or fiduciary) is based or	n all information of which preparer h	nas any knowledge			
Signature of officer or trustee Signature of officer or trustee Date Title) . 21		18-12-10	Trustee			
Firm s name (or yours THE EATRMAN GROPP) 1 self-employed). ▶ 801 CASSATT ROAD, SUITE 111	e .	Sı	gnature of officer or trustee	4 0		Title			
Firm s name (or yours THE EATRMAN GROPP) 1 self-employed). ▶ 801 CASSATT ROAD, SUITE 111	Ĭ		· · · · · · · · · · · · · · · · · · ·	MA // //	/	te Check if Prepai	rer's identi	ying num	ber
Firm s name (or yours THE EATRMAN GROPP) 1 self-employed). ▶ 801 CASSATT ROAD, SUITE 111	žg	ئي جَ		/ HUUTUKI	~	8/3//0 self- employed ▶ □			
Itself-employed), address and ZIP code 801 CASSATT ROAD, SUITE 111 Phone no. 610-889-7300	U)	are On	Firm s name (or yours THE	FATRMAN GROVP	1				
address and ZIP code BERWYN , PA 19312 Phone no. 610-889-7300		rep Jse	if self-employed), 801	1/ 1/	SUITE 111				
		د ه	address and ZIP code BERV			Phone no. 610-	<u>889</u> -	730	0

610-889-7300 Form **990-PF** (2009)

Schedule B

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

Department of the Treasury Internal Revenue Service

Organization type (check one)

Schedule of Contributors

➤ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2009

Name of the organization

THE AILEEN K. AND BRIAN L. ROBERTS

FOUNDATION

23-2787654

Filers of:	Section:
Form 990 or 990 EZ	501(c)() (enter number) organization
	4947(a)(1) nonexempt charitable trust not treated as a private foundation
	527 political organization
Form 990-PF	X 501(c)(3) exempt private foundation
	4947(a)(1) nonexempt charitable trust treated as a private foundation
	501(c)(3) taxable private foundation
, ,	n is covered by the General Rule or a Special Rule . (c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions
General Rule	
	ion filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one applete Parts I and II
Special Rules	
509(a)(1) and 17	1(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 0(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% or (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II
aggregate contri	1(c)(7), (8), or (10) organization filing Form 990 or 990 EZ that received from any one contributor, during the year, butions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or foruelty to children or animals. Complete Parts I, II, and III
contributions for If this box is che purpose Do not	1(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000 cked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., complete any of the parts unless the General Rule applies to this organization because it received nonexclusively ble, etc., contributions of \$5,000 or more during the year
but it must answer "No" o	that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify filing requirements of Schedule B (Form 990, 990-FZ, or 990-PF)

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

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

Name of organization

THE AILEEN K. AND BRIAN L. ROBERTS

FOUNDATION

Employer identification number

23-2787654

Part I	Contributors (see instructions)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	BRIAN L. ROBERTS 1701 JOHN F. KENNEDY BLVD. 52ND FLOOR PHILADELPHIA, PA 19103	\$ <u>1,388,470</u> .	Person Payroll Noncash X (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Noncash Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Oncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Oncash Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	Person Payroll Oncash (Complete Part II if there is a noncash contribution)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
923452 02 01	1-10	\$Schedule B (Form	Person Payroll Onnotes Payroll Poncash Complete Part II if there is a noncash contribution 990, 990-EZ, or 990-PF) (2009)

Name of organization

THE AILEEN K. AND BRIAN L. ROBERTS

23-2787654

Employer identification number

FOUND	ATION	23	<u>-2787654</u>
Part II	Noncash Property (see instructions)		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	86,000 SHS COMCAST CORPORATION A SPECIAL STOCK		
		\$ 1,388,470.	12/31/09
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		 \$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		s	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		 \$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

THE AILEEN K AND BRIAN L ROBERTS FOUNDATION

CHARITABLE CONTRIBUTIONS FOR YEAR ENDED 12/31/09

Check No.	Name of Recipient	Foundation	Total Paid	Purpose
	,	Status Of Recipient		
1908	Academy of Music	Public Charity	4,500	To fund the recipient's operating budget
Electronic Funds Transfer	Barnes's Foundation	Public Charity	40,000	To fund the recipient's operating budget
1964	Barney's Fund	Public Charity	500	To fund the recipient's operating budget
1914	Breast Cancer org	Public Charity	1,000	To fund the recipient's operating budget
1921	Brown Sports Foundation	Public Charity	150	To fund the recipient's operating budget
1941	Brown University	Public Charity	25,000	To fund the recipient's operating budget
1911	Center for Loss and Bereavement	Public Charity	5,000	To fund the recipient's operating budget
1905	Chestnut Hill Community Association	Public Charity	100	To fund the recipient's operating budget
1979	Chestnut Hill Community Fund	Public Charity	100	To fund the recipient's operating budget
1936 and 1895 1934 and 1957 1970	Children's Hospital of Philadelphia	Public Charity	403,300	To fund the recipient's operating budget
1926 and 1928	City Squash	Public Charity	600	To fund the recipient's operating budget
1969	Commonwealth Youth Choirs	Public Chanty	20,000	To fund the recipient's operating budget
1944 and 1958	Congregation Beh Or	Public Charity	19,115	To fund the recipient's operating budget
1945	Cooper Hewitt National Design Museum	Public Charity	5,000	To fund the recipient's operating budget

Check No	Name of Recipient	Foundation Status Of Recipient	Total Paid	Purpose
1903	Cuddle My Kids	Public Charity	500	To fund the recipient's operating budget
1907	Foundation for Self Taught Artists	Public Charity	1,000	To fund the recipient's operating budget
1963 and 1904 and 1981	Friends of St Malachy	Public Charity	2,300	To fund the recipient's operating budget
971 and 1900	Germantown Academy	Public Charity	5,000	To fund the recipient's operating budget
1930	Hackley School	Public Charity	15,000	To fund the recipient's operating budget
913 and 1974	Hope Partnership for Education	Public Charity	2,000	To fund the recipient's operating budget
1939	International Rescue Committee	Public Charity	12,000	To fund the recipient's operating budget
1909	Jen Giorno C/O Faith, Hope, and A Cure	Public Charity	1,000	To fund the recipient's operating budge
1917	Jewish Agency for Israel - North America	Public Charity	187,500	To fund the recipient's operating budget
1978	J. Wood Platt Caddie Scholarship	Public Charity	250	To fund the recipient's operating budget
1929	Komen NC Triangle Affiliate	Public Charity	500	To fund the recipient's operating budget
1927	Lost Tree Foundation	Public Charity	2,000	To fund the recipient's operating budget
918 and 1920 947 and 1953 1965	Maccabi USA/Sports for Israel	Public Chanty	119,472	To fund the recipient's operating budget
1954	Maccabi USA/World Union	Public Charity	33,334	To fund the recipient's operating budget
1931	Martha's Vineyard Hebrew Center	Public Charity	10,000	To fund the recipient's operating budget
1968 and 1894	Martha's Vineyard Hospital	Public Charity	994,956	To fund the recipient's operating budget

Check No.	Name of Recipient	Foundation Status Of Recipient	Total Paid	Purpose
1973 and 1899	Martha's Vineyard Museum	Public Charity	20,000	To fund the recipient's operating budget
1919 and 1960	Moore College of Art and Design	Public Charity	7,500	To fund the recipient's operating budget
1956	National Urban Squash	Public Charity	16,667	To fund the recipient's operating budget
1980	Need in Deed	Public Charity	1,000	To fund the recipient's operating budget
1937	New York Foundation For The Arts	Public Charity	10,000	To fund the recipient's operating budget
1933	Pan-Massachusetts Challenge	Public Charity	1,500	To fund the recipient's operating budget
1962	Philadelphia Museum of Art	Public Charity	9,550	To fund the recipient's operating budget
1976 and 1898	Philadelphia Theatre Company	Public Charity	40,000	To fund the recipient's operating budget
1986	Philadelphia Jewish Sports Hall	Public Charity	5,000	To fund the recipient's operating budget
1938	Project Home	Public Charity	10,000	To fund the recipient's operating budget
1932	Pura Vıda Partners	Public Charity	2,500	To fund the recipient's operating budget
1901 and 1983	Sherriff's Meadow Foundation	Public Charity	1,000	To fund the recipient's operating budget
1959	Squash Smarts	Public Charity	16,666	To fund the recipient's operating budget
1967	The AGBU Armenian Orphan Fund	Public Charity	1,000	To fund the recipient's operating budget
1923	The American Cancer Society	Public Charity	500	To fund the recipient's operating budget

Check No	Name of Recipient	Foundation Status Of Recipient	Total Paid	Purpose
1922	The Farm Institute	Public Charity	1,000	To fund the recipient's operating budget
1934	The Friends of Akim USA	Public Charity	5,000	To fund the recipient's operating budget
1942	The Morris Arboretum	Public Charity	2,500	To fund the recipient's operating budget
1966 and 1982 1985 and 1893	Trustees of University of Pennsylvania	Public Charity	136,000	To fund the recipient's operating budget
1915	U S. Squash	Public Charity	25,000	To fund the recipient's operating budget
1916 and 1961	United Way	Public Charity	80,000	To fund the recipient's operating budget
1910	VGC Foundation	Public Charity	500	To fund the recipient's operating budget
1972 and 1902	Vineyard House	Public Charity	20,000	To fund the recipient's operating budget
1977 and 1975	Wıllıam Penn Charter School	Public Charity	125,000	To fund the recipient's operating budget
	Total Charitable Contributions		2,449,060	

Form **8868**

Department of the Treasury Internal Revenue Service

(Rev April 2009)

Application for Extension of Time To File an **Exempt Organization Return**

► File a separate application for each return

OMB No 1545 1709

If you	are filing for an Automatic 3-Month Extension, complete only Part I and check this box		ightharpoons
•	are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this		
Do not c	omplete Part II unless you have already been granted an automatic 3-month extension on a previously fi	led For	m 8868
Part I	Automatic 3-Month Extension of Time. Only submit original (no copies needed)		
A cornor:	ation required to file Form 990-T and requesting an automatic 6-month extension - check this box and con	nplete	
Part I onl	•		▶ □
	corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request ai	n exten	sion of time
	ome tax returns		5.6.1. 5. t5
noted be not auto you must	ic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3 month automatic extension (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electron imatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or continuit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic find the file of the form of the file of the form of the file	ically if nsolida	(1) you want the additiona ated Form 990-T Instead,
Type or	Name of Exempt Organization	Empl	loyer (dentification numb
orint	THE AILEEN K. AND BRIAN L. ROBERTS		·
	FOUNDATION	2	3-2787654
File by the due date for			
iling your eturn See	C/O COMCAST 1701 JOHN F. KENNEDY BLVD. 52 FL.		
nstructions			
	PHILADELPHIA, PA 19103		
Check ty	pe of return to be filed (file a separate application for each return)		
ـــا ده.	rm 990 Form 990·T (corporation) Form 4	720	
	The state of the s		
<u> </u>			
	rm 990-EZ Form 990-T (trust other than above) Form 60 rm 990-PF Form 1041-A Form 8		
	MI 990-PF FOIII 1041-A FOIII 1041-A		
	BRIAN L. ROBERTS - COMCAST CORP. 1701 Jooks are in the care of BLVD. 52ND FL PHILADELPHIA, PA 19103		F. KENNEDY
	hone No. ► 215-286-7530 FAX No ►		
	organization does not have an office or place of business in the United States, check this box		
			r the whole group, check t
oox 🕨	if it is for part of the group, check this box 🗲 🔝 and attach a list with the flames and Elivs of all	memb	ers the extension will cove
ıs f	equest an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time una $AUGUST 16$, 2010 , to file the exempt organization return for the organization named a for the organization's return for X calendar year X calendar year X calendar year X and ending		The extension
	, and crosing		 -
2 f t	his tax year is for less than 12 months, check reason		Change in accounting per
3a If tl	his application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any		
	nrefundable credits. See instructions	3a	\$ 37,24
	his application is for Form 990-PF or 990-T, enter any refundable credits and estimated		
	payments made Include any prior year overpayment allowed as a credit	3b	\$ 37,24
c Ba	lance Due. Subtract line 3b from line 3a Include your payment with this form, or, if required,		
de	posit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System).		
Se	e instructions	3c	\$
		3c	\$
	If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453 EO and Form	9970.	EO for payment instruction

FORM 990-PF DIVIDENT	OS AND	INTER	EST FR	OM SEC	URITIES	STATEMENT	1
SOURCE		GROSS	AMOUN		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT)
CENTENNIAL REAL ESTATE FUND WELLS FARGO	_		34 98,52	0. 5.	0.	3 98,5	40. 25.
TOTAL TO FM 990-PF, PART I, I	LN 4 =		98,86	5.	0.	98,8	65.
FORM 990-PF	ro	THER I	NCOME			STATEMENT	2
DESCRIPTION			(A) REVEN PER BC	UE	(B) NET INVEST- MENT INCOME		
CENTENNIAL REAL ESTATE FUND			<2	3,955.	> <23,955	•>	
TOTAL TO FORM 990-PF, PART I	, LINE	11	<2	3,955.	> <23,955	.>	
FORM 990-PF	ACC	COUNTI	NG FEE	:S		STATEMENT	3
DESCRIPTION	EXPE	A) NSES BOOKS	NET I	B) NVEST- INCOME	(C) ADJUSTED NET INCOM		
THE FAIRMAN GROUP	3	3,200.		500	•		0.
TO FORM 990-PF, PG 1, LN 16B	3	3,200.		500			0.
FORM 990-PF		TAX	ES			STATEMENT	4
DESCRIPTION	EXPE	A) NSES BOOKS	NET]	B) NVEST- INCOME			
AMOUNT PAID WITH 2008 U.S. FORM 990-PF	37	7,538.		0	•	-	0.
2009 U.S. ESTIMATED TAX PAYMENT	37	7,240.		0	•		0.
ADDITIONAL AMOUNT PAID TO IRS	:	1,025.		0	•		0.
TO FORM 990-PF, PG 1, LN 18	75	5,803.		0	•		0.
=							

FORM 990-PF	OTHER E	OTHER EXPENSES					
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVES MENT INCO		(C) ADJUSTEI NET INCOM			
BANK FEES	248.		0.		-	0.	
TO FORM 990-PF, PG 1, LN 23	248.		0.			0.	
FORM 990-PF OTHER INCREASES	IN NET ASS	ETS OR FUN	ID BAL	ANCES	STATEMENT	6	
DESCRIPTION					AMOUNT		
UNREALIZED LOSS ON CONTRIBUTE MISCELLANEOUS CHARITABLE DISTRIBUTIONS MADE		EARED 2010)		492,3	16.	
TOTAL TO FORM 990-PF, PART II	I, LINE 3				724,1	16.	
FORM 990-PF	CORPORAT	E STOCK			STATEMENT	7	
DESCRIPTION			воок	VALUE	FAIR MARKE VALUE	т	
WELLS FARGO - 2,332 SHS AMAZO WELLS FARGO - 413 SHS GOOGLE WELLS FARGO - 391,670 SHS COM		_	2,	756. 627. 495,709.	313,7 256,0 6,270,6	52.	
TOTAL TO FORM 990-PF, PART II	, LINE 10B	=	2,	497,092.	6,840,3	89.	
			····		STATEMENT	8	
FORM 990-PF	OTHER INV	ESTMENTS					
FORM 990-PF DESCRIPTION	VA	LUATION ETHOD	воок	VALUE	FAIR MARKE VALUE	Т	
	VA M	LUATION	1;	323,276. 098,080.		74.	

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS
PART VII-A, LINE 10

STATEMENT 9

NAME OF CONTRIBUTOR

ADDRESS

BRIAN L. ROBERTS

1701 JOHN F. KENNEDY BLVD, 52ND FLOOR