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

2009

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

For calendar year 2009, or tax year beginning

, and ending

G Check all that apply

 Initial return
 Amended return Initial return of a former public charity
 Address change Final return
 Name changeUse the IRS
label
Otherwise,

Name of foundation

THE ZISMAN FAMILY FOUNDATION

A Employer identification number

23-3033239

B Telephone number

(610) 254-9821

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 ►

print

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

or type

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

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

311 ORCHARD WAY

City or town, state, and ZIP code

WAYNE, PA 19087

H Check type of organization

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year
(from Part II, col (c), line 16)

► \$ 430,427.

(Part I, column (d) must be on cash basis.)

J Accounting method Cash Accrual Other (specify) _____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)
1	Contributions, gifts, grants, etc., received	136,946.		N/A	
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	12,847.	12,847.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<148,899.>			
b	Gross sales price for all assets on line 6a	835,946.			
7	Capital gain net income (from Part IV, line 2)		0.		
8	Net short-term capital gain				
9	Income modifications				
	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	2,094.	2,094.		STATEMENT 2
12	Total Add lines 1 through 11	2,988.	14,941.		
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	STMT 3	1,000.	0.	0.
c	Other professional fees	STMT 4	5,618.	5,618.	0.
17	Interest	STMT 5	276.	261.	0.
18	Taxes	STMT 5			
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	STMT 6	118.	118.	0.
24	Total operating and administrative expenses	Add lines 13 through 23	7,012.	5,997.	0.
25	Contributions, gifts, grants paid		474,000.		474,000.
26	Total expenses and disbursements	Add lines 24 and 25	481,012.	5,997.	474,000.
27	Subtract line 26 from line 12		<478,024.>		
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative enter -0)		8,944.		
c	Adjusted net income (if negative enter -0)			N/A	

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LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions

Form 990-PF (2009)

Assets	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
	1 Cash - non-interest-bearing		18,948.	16,279.	16,279.
	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 8	952,093.	359,245.	414,148.
	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)		971,041.	375,524.	430,427.
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 ► <input type="checkbox"/>				
	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 ► <input checked="" type="checkbox"/>				
	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		971,041.	375,524.	
	30 Total net assets or fund balances		971,041.	375,524.	
	31 Total liabilities and net assets/fund balances		971,041.	375,524.	

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)	1 971,041.
2 Enter amount from Part I, line 27a	2 <478,024.>
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 493,017.
5 Decreases not included in line 2 (itemize) ►	5 117,493.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 375,524.

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				
b	SEE ATTACHED STATEMENT			
c				
d				
e				
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	835,946.		984,845.	<148,899. >
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				<148,899. >
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	<148,899. >
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	527,792.	1,114,644.	.473507
2007	360,801.	1,415,274.	.254934
2006	405,237.	1,347,968.	.300628
2005	504,798.	1,323,557.	.381395
2004	268,731.	1,112,105.	.241642

2 Total of line 1, column (d)

2 1.652106

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 .330421

4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5

4 549,551.

5 Multiply line 4 by line 3

5 181,583.

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

6 89.

7 Add lines 5 and 6

7 181,672.

8 Enter qualifying distributions from Part XII, line 4

8 474,000.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 ► <input type="checkbox"/> and enter 'N/A' on line 1	} Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	89.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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-)			
3	Add lines 1 and 2		2	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	89.
5	Tax based on investment income Subtract line 4 from line 3 If zero or less, enter -0-		4	0.
6	Credits/Payments:		5	89.
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a		3,492.
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		3,492.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		3,403.
11	Enter the amount of line 10 to be Credited to 2010 estimated tax ►	11		0.

Part 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 any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	X	
1c	Did the foundation file Form 1120-POL for this year?	X	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ <u>0.</u> (2) On foundation managers ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a	X
4b		4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>PA</u>	8b	X
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	9	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)

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? Website address ► <u>N/A</u>	13	X
14	The books are in care of ► <u>MR. MICHAEL D. ZISMAN</u> Located at ► <u>311 ORCHARD WAY, WAYNE, PA</u>	Telephone no ► <u>(610) 254-9821</u> ZIP+4 ► <u>19087</u>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► <input type="checkbox"/> 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
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)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception: Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here	► <input type="checkbox"/>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years ► _____		
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	
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		

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

5a During the year did the foundation pay or incur any amount to	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/>		
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	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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
LINDA J. GAMBLE 311 ORCHARD WAY WAYNE, PA 19087	DIR/PRES/SEC 1.00	0.	0.	0.
MICHAEL D. ZISMAN 311 ORCHARD WAY WAYNE, PA 19087	DIR/VP/TREAS 1.00	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
NONE				

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 N/A

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	487,395.
b	Average of monthly cash balances	1b	70,525.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	557,920.
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	557,920.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	8,369.
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	549,551.
6	Minimum investment return Enter 5% of line 5	6	27,478.

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	27,478.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	89.
b	Income tax for 2009 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	89.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	27,389.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	27,389.
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	27,389.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes	1a	474,000.
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the	3b	
a	Suitability test (prior IRS approval required)	4	474,000.
b	Cash distribution test (attach the required schedule)	5	89.
4	Qualifying distributions Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	473,911.
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		
6	Adjusted qualifying distributions Subtract line 5 from line 4		

Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				27,389.
2 Undistributed income if any as of the end of 2009			0.	
a Enter amount for 2008 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004	215,664.			
b From 2005	448,264.			
c From 2006	345,365.			
d From 2007	298,435.			
e From 2008	473,476.			
f Total of lines 3a through e	1,781,204.			
4 Qualifying distributions for 2009 from Part XII, line 4 ► \$	474,000.		0.	
a Applied to 2008, but not more than line 2a				
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			27,389.	
e Remaining amount distributed out of corpus	446,611.			
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	2,227,815.			
a Corpus Add lines 3f 4c and 4e Subtract line 5				
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	215,664.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a	2,012,151.			
10 Analysis of line 9				
a Excess from 2005	448,264.			
b Excess from 2006	345,365.			
c Excess from 2007	298,435.			
d Excess from 2008	473,476.			
e Excess from 2009	446,611.			

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)

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 9

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

NONE

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

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

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

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

c. Any submission deadlines

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

Part XV. Supplementary Information (continued)

3. Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 10				
Total			► 3a	474,000.
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		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	12,847.	
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			14	2,094.	
8 Gain or (loss) from sales of assets other than inventory			18	<148,899.>	
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.		<133,958.>	0.
13 Total Add line 12, columns (b), (d), and (e)				13	<133,958.>
(See worksheet in line 13 instructions to verify calculations.)					

Relationship of Activities to the Accomplishment of Exempt Purposes

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		

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		

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.

Roy M. Fairman, P0818210
Date
Officer or trustee

Date

▶ Title

e

Sign Here

Sign Here		Preparer's signature	Date	Check if self- employed	Preparer's identifying number
Paid Preparer's Use Only	► Randi J. Power		7/28/10	<input type="checkbox"/>	
Firm's name (or yours if self employed)	THE FAIRMAN GROUP LLC		EIN		
address and ZIP code	► 801 CASSATT ROAD, SUITE 111 BERWYN, PA 19312		Phone no 610-889-7300		

Schedule B
(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No. 1545-0047

2009

Name of the organization

Employer identification number

THE ZISMAN FAMILY FOUNDATION

23-3033239

Organization type (check one)

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

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.

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

General Rule For an organization filing Form 990, 990 EZ, or 990 PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II**Special Rules** For a section 501(c)(3) organization filing Form 990 or 990 EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990 EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____**Caution** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of 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 that it does not meet the filing requirements of Schedule B (Form 990, 990 EZ, 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

Employer identification number

THE ZISMAN FAMILY FOUNDATION

23-3033239

Part I Contributors (see instructions)

(a) No	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<u>MICHAEL ZISMAN</u> <u>311 ORCHARD WAY</u> <u>WAYNE, PA 19087</u>	\$ <u>110,510.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	<u>MICHAEL ZISMAN</u> <u>311 ORCHARD WAY</u> <u>WAYNE, PA 19087</u>	\$ <u>3,586.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	<u>MICHAEL ZISMAN</u> <u>311 ORCHARD WAY</u> <u>WAYNE, PA 19087</u>	\$ <u>22,850.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

THE ZISMAN FAMILY FOUNDATION23-3033239**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	2,000 SHS OF CELGENE CORP.	\$ 110,510.	01/05/09
2	88 SHS OF CELGENE CORP.	\$ 3,586.	05/14/09
3	1,085 SHS OF SOURCEFIRE	\$ 22,850.	09/24/09
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

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 POWERSHARES DB COMMODITY INDEX TRACKING	P	VARIOUS	VARIOUS
b POWERSHARES DB COMMODITY INDEX TRACKING	P	VARIOUS	VARIOUS
c WILMINGTON TRUST - SEE ATTACHED	P	VARIOUS	VARIOUS
d WILMINGTON TRUST - SEE ATTACHED	P	VARIOUS	VARIOUS
e 1,085 SHS SOURCEFIRE INC	D	02/10/03	09/25/09
f 537 SHS POWERSHARES DB COMMODITY INDEX TRACKING	P	VARIOUS	VARIOUS
g CAPITAL GAINS DIVIDENDS			
h			
i			
j			
k			
l			
m			
n			
o			

(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 132.			132.
b		109.	<109.>
c 353,066.		411,083.	<58,017.>
d 460,660.		570,427.	<109,767.>
e 22,033.		2,723.	19,310.
f		503.	<503.>
g 55.			55.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			132.
b			<109.>
c			<58,017.>
d			<109,767.>
e			19,310.
f			<503.>
g			55.
h			
i			
j			
k			
l			
m			
n			
o			

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	<148,899.>
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

FSB PA/INV AGT/THE ZISMAN FAMILY FDN INC
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
15. IPATH DOW JONES-AIG COMM'DTY INDEX TOTAL RETURN	04/02/2008	02/03/2009	494.84	916.09	-421.25
24. IPATH DOW JONES-AIG COMM'DTY INDEX TOTAL RETURN	08/20/2008	02/03/2009	791.74	1,319.20	-527.46
308. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	08/20/2008	03/02/2009	8,249.02	23,375.38	-15,126.36
30. ISHARES TRUST RUSSELL 1000 VALUE INDEX FUND	07/29/2008	03/02/2009	1,107.61	1,992.31	-884.70
68. ISHARES TRUST RUSSELL 1000 GROWTH INDEX FUND	10/21/2008	03/02/2009	2,177.32	2,729.01	-551.69
341. ISHARES TRUST RUSSELL 2000 VALUE INDEX FUND	03/31/2008	03/02/2009	12,157.36	23,371.02	-11,213.66
287. ISHARES TRUST RUSSELL 2000 VALUE INDEX FUND	09/17/2008	03/02/2009	10,232.15	18,967.62	-8,735.47
291. ISHARES TRUST RUSSELL 2000 GROWTH INDEX FD	03/31/2008	03/02/2009	12,013.69	22,888.45	-10,874.76
113. ISHARES TRUST RUSSELL 2000 GROWTH INDEX FD	09/17/2008	03/02/2009	4,665.11	7,673.74	-3,008.63
11. ISHARES MSCI EAFE GROWTH 533.757 VANGUARD FIXED INCOME	04/02/2008	03/02/2009	383.53	814.63	-431.10
141. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	03/02/2009	03/30/2009	4,552.95	4,456.87	96.08
467.918 CREDIT SUISSE COMM RET ST FUND CO		05/15/2009	5,453.49	5,048.98	404.51
712. ISHARES TRUST S & P 500/BARRA GROWTH INDEX FUN	03/02/2009	05/15/2009	3,593.61	3,336.26	257.35
864. ISHARES TRUST S&P 212. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	03/02/2009	05/15/2009	32,585.62	27,437.63	5,147.7
263. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	03/02/2009	05/15/2009	11,812.99	9,417.61	2,395.38
270. ISHARES TRUST S&P SMALLCAP 600/BARRA GROWTH INDEX FUN	03/02/2009	05/15/2009	11,711.61	9,880.98	1,830.63
64. POWERSHARES DB COMMODITY	09/17/2008	05/15/2009	1,380.28	1,560.20	-179.92
Totals					

FSB PA/INV AGT/ THE ZISMAN FAMILY FDN INC
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
2200. VANGUARD EUROPE PACIFIC	07/29/2008	05/15/2009	59,722.96	90,461.58	-30,738.62
977.361 VANGUARD FIXED INCOME	12/01/2008	05/15/2009	8,649.64	8,162.19	487.45
573. VANGUARD EMERGING MARKETS	05/21/2009	05/15/2009	10,283.87	10,283.87	
2240.799 VANGUARD FIXED INCOME	12/01/2008	05/21/2009	19,853.48	18,710.68	1,142.80
14. ISHARES MSCI EAFE GROWTH	12/01/2008	06/22/2009	637.35	564.38	72.97
42. 976 CREDIT SUISSE COMM RET ST FUND CO	02/03/2009	06/30/2009	343.81	306.42	37.39
70. ISHARES TRUST S & P 500/BARRA GROWTH INDEX FUN	03/02/2009	06/30/2009	3,372.34	2,697.52	674.82
45. ISHARES TRUST S&P 500/BARRA VALUE INDEX FUND	03/02/2009	06/30/2009	1,985.23	1,520.59	464.64
4. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	08/20/2008	06/30/2009	143.26	303.58	-160.32
23. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	03/02/2009	06/30/2009	1,088.73	823.59	265.14
31. ISHARES TRUST S&P SMALLCAP 600/BARRA GROWTH INDEX FUN	03/02/2009	06/30/2009	1,439.52	1,079.37	360.15
221. VANGUARD EUROPE PACIFIC	07/29/2008	06/30/2009	6,406.07	8,907.77	-2,501.70
276. ISHARES TRUST S&P 500/BARRA VALUE INDEX FUND	03/02/2009	07/27/2009	12,835.73	9,326.26	3,509.47
91. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	03/02/2009	07/27/2009	4,653.39	3,258.57	1,394.82
135. VANGUARD EUROPE PACIFIC	07/29/2008	07/27/2009	4,146.75	5,102.27	-955.52
5. ISHARES TRUST S & P 500/BARRA GROWTH INDEX FUN	03/02/2009	09/28/2009	269.98	192.68	77.30
183. ISHARES TRUST S & P 500/BARRA GROWTH INDEX FUN	07/27/2009	09/28/2009	9,881.31	9,337.12	544.19
16. ISHARES TRUST S&P SMALLCAP 600/BARRA GROWTH INDEX FUN	03/02/2009	09/28/2009	865.90	557.10	308.80
53. ISHARES TRUST S&P SMALLCAP 600/BARRA GROWTH INDEX FUN	07/27/2009	09/28/2009			
86.436 CREDIT SUISSE COMM RET ST FUND CO	02/03/2009	12/01/2009	783.11	616.29	166.82
95.008 CREDIT SUISSE COMM RET ST FUND CO	07/27/2009	12/01/2009	860.77	769.26	91.51
Totals					

FSB PA/INV AGT/THE ZISMAN FAMILY FDN INC
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
20. ISHARES BARCLAYS TIPS BOND FUND	09/28/2009	12/01/2009	2,126.29	2,050.05	76.24
151. ISHARES TRUST S & P 500/BARRA GROWTH INDEX FUN	03/02/2009	12/01/2009	8,651.69	5,818.94	2,832.75
130. ISHARES TRUST S&P 500/BARRA VALUE INDEX FUND	09/28/2009	12/01/2009	6,868.69	6,666.67	202.02
63. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	09/28/2009	12/01/2009	3,447.74	3,599.38	-151.64
70. ISHARES TRUST S&P SMALLCAP 600/BARRA GROWTH INDEX FUN	03/02/2009	12/01/2009	3,703.43	2,437.30	1,266.13
73. ISHARES MSCI EAFFE SMALL CAP INDEX FUND	10/30/2009	12/01/2009	2,646.00	2,612.40	33.60
49. ISHARES MSCI EAFFE VALUE	09/28/2009	12/01/2009	2,546.83	2,528.47	18.36
46. POWERSHARES DB COMMODITY	03/02/2009	12/01/2009	1,141.57	857.43	284.14
111. POWERSHARES DB COMMODITY	07/27/2009	12/01/2009	2,754.67	2,410.54	344.13
Totals			353,066.00	415,081.00	-62,016.00

FSB PA/INV AGT/ THE ZISMAN FAMILY FDN INC
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
2000. CELGENE CORP COMMON	11/05/2003	01/06/2009	105,122.61	23,712.20	81,410.41
204. ISHARES TRUST RUSSELL 1000 VALUE INDEX FUND	01/31/2007	01/27/2009	9,061.50	16,935.62	-7,874.12
453. ISHARES TRUST RUSSELL 1000 GROWTH INDEX FUND	09/04/2007	01/27/2009	16,246.61	25,831.21	-9,584.60
151. IPATH DOW JONES-AIG COMMDTY INDEX TOTAL RETURN	01/31/2007	02/03/2009	4,981.37	7,348.99	-2,367.62
1855. ISHARES TRUST RUSSELL 1000 VALUE INDEX FUND	01/31/2007	03/02/2009	68,487.14	141,394.53	-72,907.39
2282. ISHARES TRUST RUSSELL 1000 GROWTH INDEX FUND	01/31/2007	03/02/2009	73,068.32	128,049.91	-54,981.59
84. ISHARES TRUST RUSSELL 2000 VALUE INDEX FUND	01/31/2007	03/02/2009	2,994.78	6,174.37	-3,179.59
54. ISHARES TRUST RUSSELL 2000 GROWTH INDEX FD	02/04/2008	03/02/2009	2,229.35	4,036.93	-1,807.58
52. VANGUARD EMERGING MARKETS	02/04/2008	03/02/2009	1,024.63	2,530.63	-1,506.00
88. CELGENE CORP COMMON	11/05/2003	05/15/2009	3,515.33	1,043.34	2,471.99
155. ISHARES BARCLAYS TIPS BOND FUND	01/31/2007	05/15/2009	15,641.80	15,255.15	386.65
316. ISHARES MSCI EAFFE GROWTH	04/02/2008	05/15/2009	14,064.00	23,402.19	-9,338.19
274. POWERSHARES DB COMMODITY	05/01/2007	05/15/2009	5,909.34	4,795.84	1,113.50
1299. VANGUARD EMERGING MARKETS	02/04/2008	05/15/2009	38,186.36	51,216.20	-13,029.84
432. ISHARES MSCI EAFFE GROWTH	02/04/2008	06/22/2009	19,666.72	31,441.65	-11,774.91
5. ISHARES BARCLAYS TIPS BOND FUND	01/31/2007	06/30/2009	505.42	492.00	13.42
42. POWERSHARES DB COMMODITY	05/01/2007	06/30/2009	959.56	697.77	261.79
96. VANGUARD EMERGING MARKETS	04/02/2008	06/30/2009	3,083.20	4,161.85	-1,078.65
23. ISHARES BARCLAYS TIPS BOND FUND	01/31/2007	07/27/2009	2,304.94	2,263.21	41.73
96. VANGUARD EMERGING MARKETS	04/02/2008	07/27/2009	3,351.99	4,161.85	-809.86
48. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	08/20/2008	09/28/2009	2,302.38	3,642.92	-1,340.54
Totals					

FFSB PA/INV AGT/THE ZISMAN FAMILY FDN INC
Schedule D Detail of Long-term Capital Gains and Losses

Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
719. VANGUARD EUROPE PACIFIC	07/29/2008	09/28/2009	24,692.63	27,174.30	-2,481.67
117. VANGUARD EMERGING MARKETS	04/02/2008	09/28/2009	647.31	828.70	-181.39
425. VANGUARD EUROPE PACIFIC	07/29/2008	10/30/2009	14,238.73	16,062.70	-1,823.97
31. ISHARES BARCLAYS TIPS BOND FUND	01/31/2007	12/01/2009	3,295.76	3,050.41	245.35
45. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	08/20/2008	12/01/2009	2,243.98	3,415.23	-1,171.25
329. VANGUARD EUROPE PACIFIC	07/29/2008	12/01/2009	11,612.58	12,434.42	-821.84
274. VANGUARD EMERGING MARKETS	04/02/2008	12/01/2009	11,222.06	13,356.77	-2,134.71
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			460,660.00	574,911.00	-114,250.00

JSA
9F0970 2 000

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
POWERSHARES DB COMMODITY INDEX TRACKING FUND (DBC)	21.	0.	21.
WILMINGTON TRUST COMPANY	12,881.	55.	12,826.
TOTAL TO FM 990-PF, PART I, LN 4	12,902.	55.	12,847.

FORM 990-PF

OTHER INCOME

STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
POWERSHARES DB COMMODITY INDEX TRACKING FUND (DBC)	2,094.	2,094.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,094.	2,094.	

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,000.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,000.	0.		0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES (WILMINGTON TRUST COMPANY)	5,618.	5,618.		0.
TO FORM 990-PF, PG 1, LN 16C	5,618.	5,618.		0.

FORM 990-PF

TAXES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	261.	261.		0.
2008 PA INSTITUTION OF PURELY PUBLIC CHARITY REGISTRATION STATEMENT	15.	0.		0.
TO FORM 990-PF, PG 1, LN 18	276.	261.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POWERSHARES DB COMMODITY INDEX TRACKING	118.	118.		0.
TO FORM 990-PF, PG 1, LN 23	118.	118.		0.

FORM 990-PF

OTHER DECREASES IN NET ASSETS OR FUND BALANCES

STATEMENT

7

DESCRIPTION

AMOUNT

UNREALIZED GAIN ON CONTRIBUTED ASSETS K-1 BASIS ADJUSTMENT	109,468.
	8,025.

TOTAL TO FORM 990-PF, PART III, LINE 5	117,493.
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FORM 990-PF

CORPORATE STOCK

STATEMENT

8

DESCRIPTION

FAIR MARKET
BOOK VALUE VALUE

WILMINGTON TRUST COMPANY (SEE ATTACHED)	359,245.	414,148.
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TOTAL TO FORM 990-PF, PART II, LINE 10B	359,245.	414,148.
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FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 9

NAME OF MANAGER

LINDA J. GAMBLE
MICHAEL D. ZISMAN

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS

RECIPIENT RELATIONSHIP
AND PURPOSE OF GRANTRECIPIENT
STATUS

AMOUNT

RUSSELL BYERS SCHOOL
1911 ARCH STREET PHILADELPHIA,
PA 19103N/A
GENERAL FUND

CHARITY

5,000.

BRYN MAWR PRESBYTERIAN CHURCH
625 MONTGOMERY AVENUE BRYN
MAWR, PA 19010N/A
GENERAL FUND

CHARITY

5,500.

FRANKLIN INSTITUTE
222 N. 20TH STREET
PHILADELPHIA, PA 19103N/A
GENERAL FUND

CHARITY

2,500.

JERRY SEGAL GOLF CLASSIC (MAGEE
REHABILITATION)
1513 RACE STREET PHILADELPHIA,
PA 19102N/A
GENERAL FUND

CHARITY

10,000.

KIMMEL CENTER
260 SOUTH BROAD STREET
PHILADELPHIA, PA 19102N/A
GENERAL FUND

CHARITY

75,000.

LEHIGH UNIVERSITY
27 MEMORIAL DRIVE WEST
BETHLEHEM, PA 18015N/A
GENERAL FUND

CHARITY

158,000.

MAINLINE HEALTH 130 S. BRYN MAWR AVE. BRYN MAWR, PA 19010	N/A GENERAL FUND	CHARITY	40,000.
RONALD MCDONALD CAMP 3925 CHESTNUT STREET PHILADELPHIA, PA 19104	N/A GENERAL FUND	CHARITY	2,000.
SHIPLEY ANNUAL GIVING 814 YARROW STREET BRYN MAWR, PA 19010	N/A GENERAL FUND	CHARITY	25,000.
TEACH FOR AMERICA 315 W. 36TH ST., 7TH FLOOR NEW YORK, NY 10018	N/A GENERAL FUND	CHARITY	15,000.
WAKE FOREST UNIVERSITY 1834 WAKE FOREST RD. WINSTON-SALEM, NC 27106	N/A GENERAL FUND	CHARITY	25,000.
UNITED WAY 909 GREEN STREET HARRISBURG, PA 17102	N/A GENERAL FUND	CHARITY	25,000.
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA, PA 19104	N/A GENERAL FUND	CHARITY	55,000.
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103	N/A GENERAL FUND	CHARITY	10,000.
SALVATION ARMY 615 SLATERS LANE, PO BOX 269 ALEXANDRIA, VA 22313	N/A GENERAL FUND	CHARITY	10,000.
PETER'S PLACE 150 NORTH RADNOR CHESTER ROAD RADNOR, PA 19087	N/A GENERAL FUND	CHARITY	10,000.

THE ZISMAN FAMILY FOUNDATION

23-3033239

RONALD MCDONALD HOUSE
ONE KROC DRIVE OAK BROOK, IL
60523

N/A
GENERAL FUND

CHARITY

1,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

474,000.

WILMINGTON
TRUST

Investment Detail

WILMINGTON
TRUST

Investment Detail

Zisman Family Foundation

in of December 31, 2004

DISCUSSION	
DISCUSSION	DISCUSSION

PRINCIPAL PORTFOLIO(S) VARIABLE FUNDS

MICHAEL D. ZISMAN

POWER OF ATTORNEY FOR SPECIFIC PURPOSE

NOTICE

THE PURPOSE OF THIS POWER OF ATTORNEY IS TO GIVE THE PERSON YOU DESIGNATE (YOUR "AGENT") BROAD POWERS TO HANDLE YOUR PROPERTY, WHICH MAY INCLUDE POWERS TO SELL OR OTHERWISE DISPOSE OF ANY REAL OR PERSONAL PROPERTY WITHOUT ADVANCE NOTICE TO YOU OR APPROVAL BY YOU.

THIS POWER OF ATTORNEY DOES NOT IMPOSE A DUTY ON YOUR AGENT TO EXERCISE GRANTED POWERS, BUT WHEN POWERS ARE EXERCISED, YOUR AGENT MUST USE DUE CARE TO ACT FOR YOUR BENEFIT AND IN ACCORDANCE WITH THIS POWER OF ATTORNEY.

YOUR AGENT MAY EXERCISE THE POWERS GIVEN HERE THROUGHOUT YOUR LIFETIME, EVEN AFTER YOU BECOME INCAPACITATED, UNLESS YOU EXPRESSLY LIMIT THE DURATION OF THESE POWERS OR YOU REVOKE THESE POWERS OR A COURT ACTING ON YOUR BEHALF TERMINATES YOUR AGENT'S AUTHORITY.

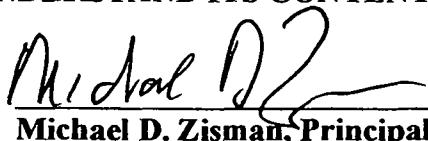
YOUR AGENT MUST KEEP YOUR FUNDS SEPARATE FROM YOUR AGENT'S FUNDS.

A COURT CAN TAKE AWAY THE POWERS OF YOUR AGENT IF IT FINDS YOUR AGENT IS NOT ACTING PROPERLY.

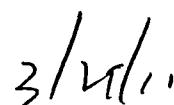
THE POWERS AND DUTIES OF AN AGENT UNDER A POWER OF ATTORNEY ARE EXPLAINED MORE FULLY IN 20 Pa.C.S. Ch. 56.

IF THERE IS ANYTHING ABOUT THIS FORM THAT YOU DO NOT UNDERSTAND, YOU SHOULD ASK A LAWYER OF YOUR OWN CHOOSING TO EXPLAIN IT TO YOU.

I HAVE READ OR HAD EXPLAINED TO ME THIS NOTICE AND I UNDERSTAND ITS CONTENTS.



Michael D. Zisman, Principal



(Date)

POWER OF ATTORNEY FOR SPECIFIC PURPOSE

I, MICHAEL D. ZISMAN, appoint ROY FAIRMAN, as my Agent and lawful attorney for me and in my name and on my behalf generally to do and perform all matters and things, transact all business, make, execute and acknowledge all documents, agreements, contracts and any other instruments which may be requisite or proper regarding the filing of 2009 income taxes and related filings, with the same powers and to all intents and purposes with the same validity as I could, if personally present, hereby ratifying and confirming whatsoever my Agent shall or may do by virtue hereof.

This Power of Attorney shall be effective immediately and shall not be affected by my subsequent disability or incapacity

This power shall expire on October 31, 2010.

IN WITNESS WHEREOF, and intending to be legally bound, I have hereunto set my hand and seal this 25 day of March, 2010.

Signed, sealed and delivered
in the presence of:

Linda J. Gamble
Witness

Michael D. Zisman
Michael D. Zisman (SEAL)

COMMONWEALTH OF PENNSYLVANIA :
COUNTY OF Delaware : SS.

On the 29TH day of March, 2010, before me, a Notary Public, personally appeared MICHAEL D. ZISMAN, and in due form of law acknowledged the foregoing Power of Attorney to be his act and deed and desired that the same might be recorded as such.

WITNESS my hand and notarial seal.



Notary Public

NOTARIAL SEAL
KAREN A PILLA
Notary Public
RADNOR TWP, DELAWARE COUNTY
My Commission Expires Mar 24, 2011

ACKNOWLEDGMENT BY AGENT

I, ROY FAIRMAN, have read the attached power of attorney and am the person identified as the agent for the principal. I hereby acknowledge that in the absence of specific provision to the contrary in the power of attorney or in the Pennsylvania Probate, Estates and Fiduciaries Code (20 Pa.C.S.) when I act as agent:

I shall exercise the powers for the benefit of the principal

I shall keep the assets of the principal separate from my assets.

I shall exercise reasonable caution and prudence.

I shall keep a full and accurate record of all actions, receipts and disbursements on behalf of the principal.

Roy M. Fairman
Roy Fairman

7/28/10 (Date)

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545 1709

► File a separate application for each return

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



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

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

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



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

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

Type or print	Name of Exempt Organization THE ZISMAN FAMILY FOUNDATION	Employer identification number 23-3033239
File by the due date for filing, our return. See instructions	Number, street and room or suite no. If a P O box, see instructions 311 ORCHARD WAY	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions WAYNE, PA 19087	

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

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

MR. MICHAEL D. ZISMAN

- The books are in the care of ► **311 ORCHARD WAY - WAYNE, PA 19087**

Telephone No ► **(610) 254-9821** FAX No ► _____

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



1 I request an automatic 3 month (6 months for a corporation required to file Form 990 T) extension of time until

AUGUST 16, 2010, to file the exempt organization return for the organization named above. The extension

is for the organization's return for

► calendar year **2009** or

► tax year beginning _____, and ending _____

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

3a If this application is for Form 990 BL, 990 PF, 990 T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$ 3,492.
b If this application is for Form 990-PF or 990 T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$ 3,492.
c Balance Due Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	\$ 0.

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