Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning 01-01-2009 , and ending 12-31-2009

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

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

Name of foundation
Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
c/o The Bernstein Companies
3299 K Street NW

City or town, state, and ZIP code
Washington, DC 20007

A Employer identification number
52-6041822

B Telephone number (see page 10 of the instructions)
(202) 333-9000

C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 6,666,312

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) _
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	246,494			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	16,995	16,995		
	4	Dividends and interest from securities	113,489	113,489		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	131,035			
	b	Gross sales price for all assets on line 6a 1,999,771				
	7	Capital gain net income (from Part IV, line 2)		131,035		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances 132,557				
	b	Less Cost of goods sold 66,641				
	c	Gross profit or (loss) (attach schedule)	65,916			
	11	Other income (attach schedule)	68,578			
	12	**Total.** Add lines 1 through 11	642,507	261,519		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	48,000	43,200		4,800
	14	Other employee salaries and wages	202,141	19,683		2,187
	15	Pension plans, employee benefits	20,003	9,035		1,004
	16a	Legal fees (attach schedule)	23,374	8,035	0	893
	b	Accounting fees (attach schedule)	10,775	8,348	0	927
	c	Other professional fees (attach schedule)	23,944	10,367		1,152
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	27,530	751		83
	19	Depreciation (attach schedule) and depletion	22,296			
	20	Occupancy				
	21	Travel, conferences, and meetings	1,260	1,134		126
	22	Printing and publications	1,695	1,526		169
	23	Other expenses (attach schedule)	135,253	73,672		2,950
	24	**Total operating and administrative expenses.** Add lines 13 through 23	516,271	175,751	0	14,291
	25	Contributions, gifts, grants paid	157,500			157,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	673,771	175,751	0	171,791
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-31,264			
	b	**Net investment income** (if negative, enter -0-)		85,768		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	39,496	81,482	81,482
	2	Savings and temporary cash investments	20,846	17,550	17,550
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	1,665		
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ 986,950			
		Less allowance for doubtful accounts ▶	998,147	986,950	986,950
	8	Inventories for sale or use	11,840		
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,839,362	4,416,895	4,494,124
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶ 268,365			
		Less accumulated depreciation (attach schedule) ▶ 69,365	701,704	199,000	199,000
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	871,341	887,206	887,206
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	3,772		
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,488,173	6,589,083	6,666,312
Liabilities	17	Accounts payable and accrued expenses	36,371	75,025	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)		1,874,205	
	23	**Total liabilities** (add lines 17 through 22)	36,371	1,949,230	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	408,113	408,113	
	29	Retained earnings, accumulated income, endowment, or other funds	4,043,689	4,231,740	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	4,451,802	4,639,853	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	4,488,173	6,589,083	

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	4,451,802
2	Enter amount from Part I, line 27a	2	-31,264
3	Other increases not included in line 2 (itemize) ▶	3	605,190
4	Add lines 1, 2, and 3	4	5,025,728
5	Decreases not included in line 2 (itemize) ▶	5	385,875
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,639,853

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

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

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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	131,035
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	151,294	3,445,989	0 043904
2007	153,577	2,692,733	0 057034
2006	120,946	1,678,292	0 072065
2005	116,391	1,634,542	0 071207
2004	125,196	1,592,963	0 078593

2	**Total** of line 1, column (d)	2	0 322803
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 064561
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	4,999,165
5	Multiply line 4 by line 3	5	322,751
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	858
7	Add lines 5 and 6	7	323,609
8	Enter qualifying distributions from Part XII, line 4	8	171,791

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 on page 18

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	1,715
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	
3	Add lines 1 and 2	3	1,715
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,715
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a — 8,500		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 3,000		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	11,500
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	2
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	9,783
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 9,783 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ DC			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

Part VII-A Statements Regarding Activities (continued)

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶THE FOUNDATION Telephone no ▶(202) 333-9000

Located at ▶3299 K STREET NW WASHINGTON DC ZIP+4 ▶20007

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

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

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

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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 (see page 22 of the instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
Total number of others receiving over $50,000 for professional services . . . . ▶		

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	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	2,314,397
b	Average of monthly cash balances	1b	80,641
c	Fair market value of all other assets (see page 24 of the instructions)	1c	2,680,256
d	**Total** (add lines 1a, b, and c)	1d	5,075,294
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	5,075,294
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	76,129
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,999,165
6	**Minimum investment return.** Enter 5% of line 5	6	249,958

Part XI Distributable Amount (see page 25 of the 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	249,958
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,715		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,715
3	Distributable amount before adjustments Subtract line 2c from line 1			3	248,243
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	248,243
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	248,243

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	171,791
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	171,791
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	171,791

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				248,243
2 Undistributed income, if any, as of the end of 2008				
a Enter amount for 2008 only.			0	
b Total for prior years 2007 , 2006 , 2005				
3 Excess distributions carryover, if any, to 2009				
a From 2004. 38,919				
b From 2005. 35,456				
c From 2006. 37,723				
d From 2007. 21,634				
e From 2008.				
f Total of lines 3a through e.	133,732			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 171,791				
a Applied to 2008, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .				
d Applied to 2009 distributable amount.				171,791
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2009 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	76,452			76,452
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	57,280			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	57,280			
10 Analysis of line 9				
a Excess from 2005. . . .				
b Excess from 2006. . . . 35,646				
c Excess from 2007. . . . 21,634				
d Excess from 2008. . . .				
e Excess from 2009. . . .				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see page 27 of 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))

NA

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

NA

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				157,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

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 (See page 28 of the instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a CONTRIBUTIONS					
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	130,484	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	131,035	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .	721110	65,916			
11 Other revenue a REIMBURSEMENTS					15,021
b MISCELLANEOUS					53,442
c LATE FEES					115
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		65,916		261,519	68,578

13 Total. Add line 12, columns (b), (d), and (e). 13 396,013

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

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)		No
	(2) Other assets	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
	(3) Rental of facilities, equipment, or other assets	1b(3)		No
	(4) Reimbursement arrangements	1b(4)		No
	(5) Loans or loan guarantees	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

Sign Here

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

****** | 2010-11-15 | ******

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's Signature: Megan E Sullivan

Date: 2010-11-15

Check if self-employed ☐

Preparer's identifying number (see **Signature** on page 30 of the instructions)

Firm's name (or yours if self-employed), address, and ZIP code: Buchanan & Company PLLC

1616 N Fort Myer Dr 1400

Rosslyn, VA 22209

EIN

Phone no (703) 351-6600

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319017100

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 organization
Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

Employer identification number
52-6041822

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 foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule—

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1) 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 in the heading 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)

Name of organization
Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

Employer identification number
52-6041822

Part I **Contributors** (see Instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	Wayside of Virginia Inc 3299 K Street NW Suite 700 Washington, DC 20007	$ 186,509	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
2	Estate of Leo Bernstein 3299 K Street NW Suite 700 Washington, DC 20007	$ 59,985	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
Leo M Bernstein Family Foundation Attn Ami Becker Aronson	52-6041822

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
		$	

(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
		$	

(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
		$	

Name of organization	Employer identification number
Leo M Bernstein Family Foundation Attn Ami Becker Aronson	52-6041822

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** (Complete columns **(a)** through **(e) and** the following line entry)
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID: 09000054
Software Version: 09-8.5
EIN: 52-6041822
Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
475 SHR AT&T INC	P	2009-02-04	2009-05-29
30 SHR ABBOTT LABORATORIES	P	2009-02-05	2009-05-29
40 SHR AIR PRODUCTS & CHEMICALS INC	P	2009-02-06	2009-05-29
230 SHR ALLSTATE CORP	P	2009-02-07	2009-05-29
375 SHR ALTRIA GROUP INC	P	2009-02-08	2009-05-29
110 SHR AMGEN	P	2009-02-09	2009-05-29
92 SHR APACHE CORP	P	2009-02-10	2009-05-29
31 SHR APACHE CORP	P	2009-02-11	2009-05-29
61 SHR APPLE COMPUTER INC	P	2009-02-12	2009-05-29
9 SHR APPLE COMPUTER INC	P	2009-02-13	2009-09-23
300 SHR ARCHER DANIELS MIDLAND CO	P	2009-02-14	2009-05-29
80 SHR BP AMOCO PLC	P	2009-02-15	2009-05-29
91 SHR BAXTER INTL INC	P	2009-02-16	2009-05-29
600 SHR CBS CORP NEW CL B	P	2009-02-17	2009-05-29
25 SHR CME GROUP INC	P	2009-02-18	2009-05-29
145 SHR CAMERON INTERNATIONAL CORP	P	2009-02-19	2009-05-29
175 SHR CARDINAL HEALTH INC	P	2009-02-20	2009-05-29
175 SHR CELEGENE CORP	P	2009-02-21	2009-05-29
174 SHR CHEVRONTEXACO CORP	P	2009-02-22	2009-05-29
36 SHR CISCO SYSTEMS	P	2009-02-23	2009-05-29
36 SHR CITRIX SYSTEMS INC	P	2009-02-24	2009-07-22
7 SHR CITRIX SYSTEMS INC	P	2009-02-25	2009-09-04
12 SHR CITRIX SYSTEMS INC	P	2009-02-26	2009-09-04
25 SHR COCA COLA CO	P	2009-02-27	2009-05-29
52 SHR COGNIZANT TECH SOLUTIONS CRP	P	2009-02-28	2009-07-28
31 SHR COGNIZANT TECH SOLUTIONS CRP	P	2009-03-01	2009-09-04
30 SHR COGNIZANTTECH SOLUTIONS CRP	P	2009-03-02	2009-12-02
48 SHR COGNIZANT TECH SOLUTIONS CRP	P	2009-03-03	2009-12-31
32 SHR COLGATE PALMOLIVE CO	P	2009-03-04	2009-05-29
373 SHR COMCAST CORP NEW CL A	P	2009-03-05	2009-10-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,585		16,356	-4,771
1,338		1,730	-392
2,575		3,313	-738
5,830		6,989	-1,159
6,337		7,929	-1,592
5,411		5,153	258
7,686		8,532	-846
2,590		2,875	-285
8,230		10,630	-2,400
1,694		1,568	126
8,211		8,244	-33
3,930		5,547	-1,617
4,607		5,422	-815
4,344		4,348	-4
7,928		10,356	-2,428
4,501		5,892	-1,391
6,181		9,631	-3,450
7,292		10,701	-3,409
11,512		16,596	-5,084
652		887	-235
1,240		1,119	121
248		218	30
425		373	52
1,214		1,372	-158
1,573		1,310	263
1,075		781	294
1,359		1,211	148
2,193		1,938	255
2,088		2,422	-334
5,719		5,084	635

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-4,771
			-392
			-738
			-1,159
			-1,592
			258
			-846
			-285
			-2,400
			126
			-33
			-1,617
			-815
			-4
			-2,428
			-1,391
			-3,450
			-3,409
			-5,084
			-235
			121
			30
			52
			-158
			263
			294
			148
			255
			-334
			635

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
174 SHR COMCAST CORP NEW CL A	P	2009-03-06	2009-10-09
108 SHR COMCAST CORP NEW CL A	P	2009-03-07	2009-10-26
66 SHR COMCAST CORP NEW CL A	P	2009-03-08	2009-10-26
170 SHR CONOCOPHILLIPS	P	2009-03-09	2009-05-29
500 SHR CORNING INC	P	2009-03-10	2009-05-29
80 SHR CREDIT SUISSE GROUP SPONSORED	P	2009-03-11	2009-05-29
13 SHR DANAHER CORP	P	2009-03-12	2009-10-30
18 SHR DANAHER CORP	P	2009-03-13	2009-11-18
18 SHR DANAHER CORP	P	2009-03-14	2009-12-02
135 SHR DEVON ENERGY CORP	P	2009-03-15	2009-05-29
225 SHR WALT DISNEY CO	P	2009-03-16	2009-05-29
185 SHR EOG RES INC	P	2009-03-17	2009-05-29
70 SHR EASTMAN CHEMICAL CO	P	2009-04-12	2009-05-29
278 SHR ELECTRONIC ARTS	P	2009-04-13	2009-08-31
225 SHR EMERSON ELECTRIC CO	P	2009-04-14	2009-05-29
210 SHR L M ERICSSON TELEPHONE CO CL B	P	2009-04-15	2009-05-29
11061 947 SHR EVERGREEN SELECT ADJUSTABLE RATE FUND CL I	P	2009-04-16	2009-12-30
180 SHR EXXON MOBIL CORP	P	2009-04-17	2009-05-29
4 SHR FMC TECHNOLOGIES INC	P	2009-04-18	2009-09-25
45 SHR FMC TECHNOLOGIES INC	P	2009-04-19	2009-09-25
20 SHR FLUOR CORP NEW COM	P	2009-04-20	2009-05-29
60 SHR FRANKLIN RESOURCES INC	P	2009-04-21	2009-05-29
75 SHR FREEPORT-MCMORAN COPPER & GOLD	P	2009-04-22	2009-05-29
200 SHR THE GAP INC	P	2009-04-23	2009-05-29
16 SHR GENERAL MILLS INC	P	2009-04-24	2009-05-29
199 SHR GENWORTH FINANCIAL INC CL A	P	2009-04-25	2009-05-29
1 SHR GENWORTH FINANCIAL INC CL A	P	2009-04-26	2009-05-29
350 SHR GILEAD SCIENCES INC	P	2009-04-27	2009-05-29
55 SHR GLAXO PLC SPONSORED ADR	P	2009-04-28	2009-05-29
187 SHR GOLDMAN SACHS GROUP, INC	P	2009-04-29	2009-05-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,691		2,372	319
1,589		1,472	117
973		900	73
7,738		16,199	-8,461
7,240		4,605	2,635
3,576		3,041	535
888		926	-38
1,307		1,282	25
1,298		1,260	38
8,452		9,886	-1,434
5,384		4,652	732
13,438		19,929	-6,491
2,869		1,593	1,276
5,043		6,375	-1,332
7,153		7,349	-196
1,940		1,663	277
100,000		99,668	332
12,438		15,921	-3,483
207		164	43
2,335		1,850	485
940		1,883	-943
3,971		6,350	-2,379
4,039		3,922	117
3,530		2,139	1,391
813		798	15
1,148		3,411	-2,263
6		17	-11
14,822		18,683	-3,861
1,844		1,733	111
26,824		21,895	4,929

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			319
			117
			73
			-8,461
			2,635
			535
			-38
			25
			38
			-1,434
			732
			-6,491
			1,276
			-1,332
			-196
			277
			332
			-3,483
			43
			485
			-943
			-2,379
			117
			1,391
			15
			-2,263
			-11
			-3,861
			111
			4,929

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
3 SHR GOLDMAN SACHS GROUP, INC	P	2009-04-30	2009-05-29
28 SHR GOOGLE INC CL A	P	2009-05-01	2009-05-29
110 SHR HARTFORD FINANCIAL SERVICES GROUP INC	P	2009-05-02	2009-05-29
550 SHR HEWLETT PACKARD CORP	P	2009-05-03	2009-05-29
150 SHR HOME DEPOT INC	P	2009-05-04	2009-05-29
19 SHR IDEXX LABORATORIES CORP	P	2009-05-05	2009-07-16
9 SHR IDEXX LABORATORIES CORP	P	2009-05-06	2009-07-16
4 SHR IDEXX LABORATORIES CORP	P	2009-05-07	2009-10-30
6 SHR IDEXX LABORATORIES CORP	P	2009-05-08	2009-11-02
16 SHR IDEXX LABORATORIES CORP	P	2009-05-09	2009-11-03
2 SHR IDEXX LABORATORIES CORP	P	2009-05-10	2009-11-04
7 SHR IDEXX LABORATORIES CORP	P	2009-05-11	2009-11-05
355 SHR INTEL CORP	P	2009-05-12	2009-05-29
6 SHR INTUITIVE SURGICAL INC COM NEW	P	2009-05-13	2009-07-28
5 SHR INTUITIVE SURGICAL INC COM NEW	P	2009-05-14	2009-10-09
5 SHR INTUITIVE SURGICAL INC COM NEW	P	2009-05-15	2009-11-18
730 SHR J P MORGAN CHASE & CO	P	2009-05-16	2009-05-29
175 SHR KOHLS CORP	P	2009-05-17	2009-05-29
80 SHR LIBERTY MEDIA CORPORATION ENTERTAINMENT SER A	P	2009-05-18	2009-05-29
200 SHR ELI LILLY & CO	P	2009-05-19	2009-05-29
300 SHR LIMITED BRANDS INC	P	2009-05-20	2009-05-29
225 SHR LINCOLN NATIONAL CORP IND	P	2009-05-21	2009-05-29
315 SHR LOWES COS INC	P	2009-05-22	2009-05-29
315 SHR MACY'S INC	P	2009-05-23	2009-05-29
5 SHR MASTERCARD INC	P	2009-05-24	2009-11-18
54 SHR MCDONALDS CORP	P	2009-05-25	2009-05-29
111 SHR MCDONALDS CORP	P	2009-05-26	2009-05-29
130 SHR MEDCO HEALTH SOLUTIONS INC	P	2009-05-27	2009-05-29
378 SHR MERCK & CO INC	P	2009-05-28	2009-05-29
72 SHR MERCK & CO INC	P	2009-05-15	2009-05-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
430		351	79
11,605		15,346	-3,741
1,544		3,195	-1,651
18,733		25,855	-7,122
3,441		3,158	283
855		795	60
408		376	32
206		206	
307		309	-2
813		823	-10
103		103	
359		360	-1
5,470		5,598	-128
1,322		889	433
1,270		1,270	
1,408		1,270	138
26,703		26,533	170
7,352		7,610	-258
1,913		1,905	8
6,849		6,516	333
3,720		2,789	931
4,149		2,161	1,988
5,922		6,165	-243
3,644		6,374	-2,730
1,144		1,123	21
3,160		2,761	399
6,496		5,674	822
5,906		6,219	-313
10,338		13,690	-3,352
1,969		2,608	-639

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			79
			-3,741
			-1,651
			-7,122
			283
			60
			32
			-2
			-10
			-1
			-128
			433
			138
			170
			-258
			8
			333
			931
			1,988
			-243
			-2,730
			21
			399
			822
			-313
			-3,352
			-639

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
310 SHR METLIFE INC COM	P	2009-05-15	2009-05-29
42 SHR MICROS SYSTEMS INC	P	2009-05-31	2009-12-31
16 SHR MICROS SYSTEMS INC	P	2009-06-01	2009-12-31
202 SHR MICROSOFT CORP	P	2009-06-02	2009-09-25
14 SHR MILLIPORE CORP	P	2009-06-03	2009-07-16
5 SHR MILLIPORE CORP	P	2009-06-04	2009-07-16
21 SHR MILLIPORE CORP	P	2009-06-05	2009-10-30
115 SHR MONSANTO CO NEW COM	P	2009-05-15	2009-05-29
210 SHR MORGAN STANLEY DEAN WITTER DISCOVER & CO	P	2009-05-15	2009-05-29
875 SHR MOTOROLA INC	P	2009-05-15	2009-05-29
54 SHR NETAPP, INC	P	2009-06-09	2009-11-16
1100 SHR NEWS CORPORATION CL A	P	2009-05-15	2009-05-29
32 SHR NIKE INC CL B	P	2009-05-15	2009-05-29
23 SHR NIKE INC CL B	P	2009-05-15	2009-05-29
625 SHR NOKIA CORP	P	2009-05-15	2009-05-29
75 SHR NORTHROP GRUMMAN CORP	P	2009-05-15	2009-05-29
20 SHR NUCOR CORP	P	2009-05-15	2009-05-29
150 SHR NVIDIA CORP COM	P	2009-05-15	2009-05-29
60 SHR OCCIDENTAL PETROLEUM CORP	P	2009-05-15	2009-05-29
105 SHR J C PENNEY CO INC	P	2009-05-15	2009-05-29
111 SHR PEPSICO INC	P	2009-05-15	2009-05-29
34 SHR PEPSICO INC	P	2009-05-15	2009-05-29
910 SHR PFIZER INC	P	2009-05-15	2009-05-29
147 SHR PHILIP MORRIS INTERNATIONAL	P	2009-05-15	2009-05-29
35 SHR PROCTER & GAMBLE CO	P	2009-05-15	2009-05-29
350 SHR QUALCOMM CORP	P	2009-05-15	2009-05-29
140 SHR RRI ENERGY INC	P	2009-05-15	2009-05-29
41 SHR ROPER INDUSTRIES INC NEW	P	2009-05-15	2009-10-02
75 SHR ROYAL DUTCH SHELL PLC ADR CL A	P	2009-05-15	2009-05-29
250 SHR SAFEWAY INC	P	2009-05-15	2009-05-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
9,679		9,203	476
1,315		1,280	35
507		488	19
5,159		4,075	1,084
943		879	64
337		314	23
1,414		1,505	-91
9,396		15,078	-5,682
6,315		8,460	-2,145
5,215		4,159	1,056
1,606		1,540	66
10,593		7,358	3,235
1,808		2,186	-378
1,299		1,571	-272
9,519		7,451	2,068
3,535		3,494	41
869		838	31
1,539		1,466	73
3,993		3,349	644
2,713		1,948	765
5,725		6,725	-1,000
1,754		2,060	-306
13,659		16,325	-2,666
6,209		7,052	-843
1,804		2,315	-511
15,058		15,018	40
766		2,373	-1,607
1,949		1,747	202
4,004		6,069	-2,065
5,007		7,701	-2,694

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			476
			35
			19
			1,084
			64
			23
			-91
			-5,682
			-2,145
			1,056
			66
			3,235
			-378
			-272
			2,068
			41
			31
			73
			644
			765
			-1,000
			-306
			-2,666
			-843
			-511
			40
			-1,607
			202
			-2,065
			-2,694

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
15 SHR SALESFORCE COM INC	P	2009-06-29	2009-09-04
34 SHR SALESFORCE COM INC	P	2009-06-30	2009-12-31
88 SHR SANOFI-AVENTIS SPONSORED ADR	P	2009-05-15	2009-05-29
62 SHR SANOFI-AVENTIS SPONSORED ADR	P	2009-05-15	2009-05-29
200 SHR SCHERING PLOUGH CORP	P	2009-05-15	2009-05-29
38 SHR SCHLUMBERGER LTD	P	2009-05-15	2009-05-29
31 SHR SCHLUMBERGER LTD	P	2009-05-15	2009-11-19
1000 SHR SPRINT CORP	P	2009-05-15	2009-05-29
300 SHR SYMANTEC CORP	P	2009-05-15	2009-05-29
19928 227 SHR TCW TOTAL RETURN BOND FUND CLASS I	P	2009-07-08	2009-12-07
60 SHR TJX COS INC	P	2009-05-15	2009-05-29
250 SHR TAIWAN SEMICONDUCTOR MFG CO LTD	P	2009-05-15	2009-05-29
95 SHR TARGET CORPORATION	P	2009-05-15	2009-05-29
215 SHR TEVA	P	2009-05-15	2009-05-29
475 SHR TIME WARNER INC	P	2009-05-15	2009-05-29
170 SHR TIME WARNER CABLE INC	P	2009-05-15	2009-05-29
60 SHR TOTAL FINA ELF S A ADS REPSTG 1/2 OF A 'B' SH	P	2009-05-15	2009-05-29
18 SHR TOYOTA MOTOR CORP ADR	P	2009-05-15	2009-05-29
160 SHR TRAVELERS COMPANIES, INC	P	2009-05-15	2009-05-29
58 SHR TRIMBLE NAVIGATION LTD	P	2009-05-15	2009-07-31
30 SHR TRIMBLE NAVIGATION LTD	P	2009-05-15	2009-07-31
350 SHR TYSON FOODS INC -CL A	P	2009-05-15	2009-05-29
325 SHR US BANCORP DEL COM NEW	P	2009-05-15	2009-05-29
35 SHR UNION PACIFIC CORP	P	2009-05-15	2009-05-29
125 SHR UNUMPROVIDENT CORP	P	2009-05-15	2009-05-29
150 SHR VIACOM INC NEW CL B	P	2009-05-15	2009-05-29
71 SHR VISA INC CLASS A	P	2009-05-15	2009-05-29
190 SHR VODAFONE GROUP PLC ADR	P	2009-05-15	2009-05-29
90 SHR WAL MART STORES INC	P	2009-05-15	2009-05-29
275 SHR WESTERN DIGITAL CORP COM W/RIGHTS ATTACHED EXPIRING 10/1	P	2009-05-15	2009-05-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
790		565	225
2,505		2,114	391
2,779		3,266	-487
1,958		2,301	-343
4,866		4,861	5
2,162		4,073	-1,911
1,995		3,322	-1,327
5,060		7,232	-2,172
4,635		4,148	487
203,666		200,000	3,666
1,759		1,305	454
2,715		2,611	104
3,694		3,782	-88
9,931		9,541	390
11,001		12,801	-1,800
5,188		5,908	-720
3,428		4,903	-1,475
1,438		1,505	-67
6,480		7,682	-1,202
1,414		1,101	313
722		570	152
4,616		4,449	167
6,155		5,815	340
1,713		1,830	-117
2,100		1,818	282
3,289		2,590	699
4,793		4,753	40
3,566		3,514	52
4,436		5,014	-578
6,803		9,177	-2,374

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			225
			391
			-487
			-343
			5
			-1,911
			-1,327
			-2,172
			487
			3,666
			454
			104
			-88
			390
			-1,800
			-720
			-1,475
			-67
			-1,202
			313
			152
			167
			340
			-117
			282
			699
			40
			52
			-578
			-2,374

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
40 SHR WYETH	P	2009-05-15	2009-05-29
130 SHR DEUTSCHE BANK AG	P	2009-05-15	2009-05-29
110 SHR BUNGE LIMITED COM	P	2009-05-15	2009-05-29
225 SHR TYCO ELECTRONICS LTD	P	2009-05-15	2009-05-29
125 SHR XL CAPITAL LTD	P	2009-05-15	2009-05-29
55 SHR ACE LIMITED ORD	P	2009-05-15	2009-05-29
17 SHR ALCON INC	P	2009-05-15	2009-05-29
0 SHR PROCEEDS	P	2009-05-15	2009-05-29
LOSS ON TERMINNATION OF INVESTMENT	P	2008-01-01	2009-05-27
ADJUSTMENT TO PORTFOLIO LOSS	P	2008-06-30	2009-05-21
K-1 CAPITAL GAIN	P	2008-08-30	2009-12-31
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,792		1,724	68
8,763		7,438	1,325
6,913		5,255	1,658
3,838		4,134	-296
1,242		2,488	-1,246
2,388		2,467	-79
1,835		2,759	-924
1,551			1,551
		130,909	-130,909
		42,773	-42,773
380,651			380,651
			135

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			68
			1,325
			1,658
			-296
			-1,246
			-79
			-924
			1,551
			-130,909
			-42,773
			380,651

Form 990PF Part VIII Line 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
RICHARD BERNSTEIN 1054 31ST STREET NW WASHINGTON, DC 20007	VICE PRES 0	0		
MAUREE JANE PERRY 2606 JACKSON STREET SAN FRANCISCO, CA 94115	SECRETARY 0	0		
ADAM K BERNSTEIN 4409 KLINGLE STREET WASHINGTON, DC 20016	TREASURER 0	0		
AMI BECKER ARONSON 6917 ANCHORAGE DRIVE BETHESDA, MD 20817	MANAGING EXECUTIVE DIRECTOR 0	48,000		
STUART BERNSTEIN Il Lugano - 300 Seminole Avenue Palm Beach, FL 33480	PRESIDENT 0	0		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WAYSIDE FOUNDATION OF AMERICAN HISTORY & ARTS33229 Old Valley Pike Strasburg, VA 22657	Not Applicable	Charitable	Community Service	8,000
THE PRESIDENT'S COMMITTEE ON THE ARTS & HUMANITIES1828 L St NW Suite 1050 Washington, DC 20036	Not Applicable	Charitable	Community Service	25,000
NATIONAL PRESS FOUNDATION 1211 Connecticut Ave Suite 310 Washington, DC 20036	Not Applicable	Charitable	Community Service	10,000
GLEN ECHO PARK PARTNERSHIP 7300 MacArthur Blvd Glen Echo, MD 20812	Not Applicable	Charitable	Community Service	5,000
SIXTH & I HISTORIC SYNAGOGUE 600 I Street NW Washington, DC 20001	Not Applicable	Charitable	Community Service	10,000
US HOLOCAUST MEMORIAL MUSEUM100 Raoul Wallenberg Place SW Washington, DC 20024	Not Applicable	Charitable	Community service	20,000
JEWISH HISTORICAL SOCIETY701 4th St NW Washington, DC 20001	Not Applicable	Charitable	Community service	7,500
THE WEITZMAN INSTITUTE7201 Wisconsin Ave Suite 730 Bethesda, MD 20814	Not Applicable	Charitable	Community service	5,000
WORLD LEARNING EIL SCHOLARSHIP FUND1 Kipling Rd Brattleboro, VT 05301	Not Applicable	Charitable	Community service	10,000
PANIM2020 K Street NW 7th Floor Washington, DC 20006	Not Applicable	Charitable	Community sevice	10,000
JEWISH WOMEN INTERNATIONAL 2000 M St NW Suite 720 Washington, DC 20036	Not Applicable	Charitable	Community servive	1,000
YESHIVA OF GREATER WASHINGTON2010 LINDEN AVE SILVER SPRING, MD 20910	Not Applicable	Charitable	Community service	20,000
SILVER SPRINGS JEWISH COMMUNITY CENTER6125 Montrose Rd Rockville, MD 20852	Not Applicable	Charitable	Community service	5,000
LUBAVITCH700 13th St NW Washington, DC 20005	Not Applicable	Charitable	Community service	15,000
GESHER JEWISH DAY SCHOOL4700 Shirley Gate Rd Fairfax, VA 22030	Not Applicable	Charitable	Community service	5,000
Total . . . . ▶ **3a**				157,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE FRIENDSHIP CIRCLE11621 Seven Locks Rd Potomac, MD 20854	Not Applicable	Charitable	Community service	1,000
Total . . . . ▶ **3a**				157,500

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491319017100

Form **4797**

Department of the Treasury
Internal Revenue Service (99)

Sales of Business Property

(Also Involuntary Conversions and Recapture Amounts Under Sections 179 and 280F(b)(2))

▶ **Attach to your tax return.** ▶ **See separate instructions.**

OMB No 1545-0184

2009

Attachment Sequence No **27**

Name(s) shown on return	**Identifying number**
Leo M Bernstein Family Foundation Attn Ami Becker Aronson	52-6041822

1	Enter the gross proceeds from sales or exchanges reported to you for 2009 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20 (see instructions) .	1	

Part I **Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft—Most Property Held More Than 1 Year** (see instructions)

2 (a) Description of property	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
WAYSIDE INN	06-01-2007	05-29-2009	1,010,500	1,622,083	2,159,165	473,418

3	Gain, if any, from Form 4684, line 43	3	
4	Section 1231 gain from installment sales from Form 6252, line 26 or 37	4	
5	Section 1231 gain or (loss) from like-kind exchanges from Form 8824	5	
6	Gain, if any, from line 32, from other than casualty or theft	6	
7	Combine lines 2 through 6 Enter the gain or (loss) here and on the appropriate line as follows	7	473,418
	Partnerships (except electing large partnerships) and S corporations. Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 10, or Form 1120S, Schedule K, line 9 Skip lines 8, 9, 11, and 12 below		
	Individuals, partners, S corporation shareholders, and all others. If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9 If line 7 is a gain and you did not have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on the Schedule D filed with your return and skip lines 8, 9, 11, and 12 below		
8	Nonrecaptured net section 1231 losses from prior years (see instructions)	8	
9	Subtract line 8 from line 7 If zero or less, enter -0- If line 9 is zero, enter the gain from line 7 on line 12 below If line 9 is more than zero, enter the amount from line 8 on line 12 below and enter the gain from line 9 as a long-term capital gain on the Schedule D filed with your return (see instructions)	9	

Part II **Ordinary Gains and Losses** (see instructions)

10 Ordinary gains and losses not included on lines 11 through 16 (include property held 1 year or less)

11	Loss, if any, from line 7	11	( )
12	Gain, if any, from line 7, or amount from line 8, if applicable	12	
13	Gain, if any, from line 31	13	
14	Net gain or (loss) from Form 4684, lines 35 and 42a	14	
15	Ordinary gain from installment sales from Form 6252, line 25 or 36	15	
16	Ordinary gain or (loss) from like-kind exchanges from Form 8824	16	
17	Combine lines 10 through 16	17	
18	For all except individual returns, enter the amount from line 17 on the appropriate line of your return and skip lines a and b below For individual returns, complete lines a and b below		
a	If the loss on line 11 includes a loss from Form 4684, line 39, column (b)(ii), enter that part of the loss here Enter the part of the loss from income-producing property on Schedule A (Form 1040), line 28, and the part of the loss from property used as an employee on Schedule A (Form 1040), line 23 Identify as from "Form 4797, line 18a" See instructions	18a	
b	Redetermine the gain or (loss) on line 17 excluding the loss, if any, on line 18a Enter here and on Form 1040, line 14	18b	

Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255 (see instructions)

19	(a) Description of section 1245, 1250, 1252, 1254, or 1255 property	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)
A			
B			
C			
D			

	These columns relate to the properties on lines 19A through 19D ▶		Property A	Property B	Property C	Property D
20	Gross sales price (**Note:** *See line 1 before completing*) .	20				
21	Cost or other basis plus expense of sale . .	21				
22	Depreciation (or depletion) allowed or allowable	22				
23	Adjusted basis Subtract line 22 from line 21 .	23				
24	Total gain Subtract line 23 from line 20 . .	24				
25	**If section 1245 property:**					
a	Depreciation allowed or allowable from line 22	25a				
b	Enter the **smaller** of line 24 or 25a	25b				
26	**If section 1250 property:** If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291					
a	Additional depreciation after 1975 (see instructions) . .	26a				
b	Applicable percentage multiplied by the **smaller** of line 24 or line 26a (see instructions) . . .	26b				
c	Subtract line 26a from line 24 If residential rental property **or** line 24 is not more than line 26a, skip lines 26d and 26e	26c				
d	Additional depreciation after 1969 and before 1976 . .	26d				
e	Enter the **smaller** of line 26c or 26d . . .	26e				
f	Sections 291 amount (corporations only) . .	26f				
g	Add lines 26b, 26e, and 26f	26g				
27	**If section 1252 property:** Skip this section if you did not dispose of farmland or if this form is being completed for a partnership (other than an electing large partnership)					
a	Soil, water, and land clearing expenses . .	27a				
b	Line 27a multiplied by applicable percentage (see instructions) .	27b				
c	Enter the **smaller** of line 24 or 27b	27c				
28	**If section 1254 property:**					
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, mining exploration costs, and depletion (see instructions)	28a				
b	Enter the **smaller** of line 24 or 28a	28b				
29	**If section 1255 property:**					
a	Applicable percentage of payments excluded from income under section 126 (see instructions)	29a				
b	Enter the **smaller** of line 24 or 29a (see instructions)	29b				

Summary of Part III Gains. Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties Add property columns A through D, line 24	30	
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b Enter here and on line 13 .	31	
32	Subtract line 31 from line 30 Enter the portion from casualty or theft on Form 4684, line 37 Enter the portion from other than casualty or theft on Form 4797, line 6	32	

Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less (see instructions)

			(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years . .	33		
34	Recomputed depreciation (see instructions)	34		
35	Recapture amount Subtract line 34 from line 33 See the instructions for where to report . .	35		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2009 Depreciation Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE EQUIP	1998-06-29	714	714	DDB	5				
STRASBURG LAND	2006-01-23	20,000		L					
WAREHOUSE	2006-01-23	180,000	13,660	M39		4,615			
APPLE COMPUTER	2007-04-27	3,048	1,585	M5		585			

TY 2009 Investments Corporate Stock Schedule

Name: Leo M Bernsteın Famıly Foundatıon
Attn Amı Becker Aronson
EIN: 52-6041822

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MANAGED PORTFOLIOS	4,416,895	4,494,124

TY 2009 Investments - Land Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
OFFICE EQUIP.	714			
STRASBURG LAND	20,000		20,000	
WAREHOUSE	180,000		161,725	
APPLE COMPUTER	3,048		878	

TY 2009 Investments - Other Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ISRAEL STATE BONDS		1,000	1,000
CERTIFICATES OF DEPOSIT		886,206	886,206

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TY 2009 Land, Etc. Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value

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TY 2009 Other Assets Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	3,772		

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TY 2009 Other Decreases Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Description	Amount
FEDERAL TAXES	5,224
TAXABLE INCOME NOT RECORDED ON BOOKS	380,651

TY 2009 Other Expenses Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVERTISING	2,861			
OFFICE SUPPLIES	1,486	1,169		129
MEALS & ENTERTAINMENT	284	256		28
BANK CHARGES	78	58		
MISC	16,606	7,653		850
LICENSES AND PERMITS	2,110			
REAL ESTATE TAXES	15,297	15,297		
CLEANING	3,708			
INSURANCE	34,679	31,754		
MATERIALS AND SUPPLIES	1,223			
POSTAGE AND DELIVERY	1,005	790		88
REPAIRS AND MAINTENANCE	25,833	15,669		1,741
UTILITIES	27,117			
HOSPITALITY	1,169	306		34
CONSULTING	228	205		23
PARKING	46	41		5
COMPUTER SUPPORT	138			
CONTRACT LABOR	526	474		52
EQUIPMENT RENTAL	859			

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TY 2009 Other Income Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Late Fees	115		
Miscellaneous	53,442		
Reimbursements	15,021		

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TY 2009 Other Increases Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Description	Amount
TAX EXEMPT INTEREST	864
ADJUSTMENT TO INVESTMENT LOSS ON THE	0
TERMINATION OF THE WAYSIDE INN	130,908
GAIN REPORTED ON FORM 990-T	473,418

TY 2009 Other Liabilities Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Description	Beginning of Year - Book Value	End of Year - Book Value
ASSETS RECEIVED SUBJECT TO A REFUNDING AGREEMENT		1,874,205

TY 2009 Sales Of Inventory Schedule

Name: Leo M Bernstein Family Foundation
Attn Ami Becker Aronson

EIN: 52-6041822

Category	Gross Sales	Cost of Goods Sold	Net (Gross Sales Minus Cost of Goods Sold)
HOTEL INN & RESTAURANT OPERATIONS	132,557	64,641	67,916

TY 2009 Taxes Schedule

Name: Leo M Bernstein Family Foundation

Attn Ami Becker Aronson

EIN: 52-6041822

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER TAXES	8,003	103		11
FOREIGN TAXES	720	648		72
PAYROLL TAXES	12,132			
PROPERTY TAXES	6,675			