Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2009

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

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

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

Name of foundation: ABE LITTENBERG FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address) | Room/suite: C/O ABRAHAM C. LITTENBERG, 100 HWY 36

City or town, state, and ZIP code: MIDDLETOWN, NJ 07748

A Employer identification number: 59-3773771

B Telephone number: 732-495-9480

C If exemption application is pending, check here ▶ [ ]

D 1 Foreign organizations, check here ▶ [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 1,335,593.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received	300,000.			
	2 Check ▶ [ ] if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	3,733.	3,733.	3,733.	STATEMENT 1
	4 Dividends and interest from securities	15,577.	15,577.	15,577.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<25,087.>			
	b Gross sales price for all assets on line 6a 415,119.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	294,223.	19,310.	19,310.	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	1,836.	0.	0.	0.
	c Other professional fees STMT 4	7,571.	7,571.	7,571.	0.
	17 Interest				
	18 Taxes STMT 5	608.	0.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	74.	49.	49.	0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	10,089.	7,620.	7,620.	0.
	25 Contributions, gifts, grants paid	81,000.			81,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	91,089.	7,620.	7,620.	81,000.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	203,134.			
	b **Net investment income** (if negative, enter -0-)		11,690.		
	c **Adjusted net income** (if negative, enter -0-)			11,690.	

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09540615 140257 05-02609.2 2009.03060 ABE LITTENBERG FOUNDATION, 05-02601

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	213,776.	230,304.	230,304.
	2 Savings and temporary cash investments	259,324.	513,849.	513,849.
	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 7	551,988.	499,366.	566,300.
	c Investments - corporate bonds STMT 8	40,297.	25,000.	25,140.
	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)	1,065,385.	1,268,519.	1,335,593.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,065,385.	1,268,519.	
	30 **Total net assets or fund balances**	1,065,385.	1,268,519.	
	31 **Total liabilities and net assets/fund balances**	1,065,385.	1,268,519.	

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	1,065,385.
2 Enter amount from Part I, line 27a	2	203,134.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,268,519.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,268,519.

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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	415,119.		440,206.	<25,087.>

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				<25,087.>

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	<25,087.>
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	427.

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	96,000.	849,954.	.112947
2007	100,500.	820,798.	.122442
2006	75,000.	549,630.	.136455
2005	99,961.	248,220.	.402711
2004	27,999.	194,045.	.144291

2 Total of line 1, column (d)	2	.918846
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	.183769
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,035,578.
5 Multiply line 4 by line 3	5	190,307.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	117.
7 Add lines 5 and 6	7	190,424.
8 Enter qualifying distributions from Part XII, line 4	8	81,000.

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 ▶ ☐ 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	234.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	234.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	234.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c 800.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	800.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	566.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 566. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 9	10	X	

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

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

Website address ▶ N/A

14 The books are in care of ▶ ABRAHAM LITTENBERG Telephone no ▶732-495-9480

Located at ▶100 HIGHWAY 36, MIDDLETOWN, NJ ZIP+4 ▶07748

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

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

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

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

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

			Yes	No
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)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	**5b**		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ 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
ABRAHAM C. LITTENBERG 41 HICKORY LANE LINCROFT, NJ 07738	PRESIDENT 1.00	0.	0.	0.
LINDA LITTENBERG 41 HICKORY LANE LINCROFT, NJ 07738	VICE PRESIDENT 1.00	0.	0.	0.
SHERYL LITWACK 850 ECHO HILL ROAD WEST CHESTER, PA 19382	SECRETARY 1.00	0.	0.	0.
SUSAN LITTENBERG 59 DUDLEY AVENUE VENICE, CA 90291	TREASURER 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

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 CONTRIBUTIONS MADE	81,000.
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 NONE	0.
2	
All other program-related investments See instructions 3 NONE	0.
Total. Add lines 1 through 3 ▶	0.

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09540615 140257 05-02609.2 2009.03060 ABE LITTENBERG FOUNDATION, 05-02601

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	776,254.
b	Average of monthly cash balances		1b	275,094.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	1,051,348.
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	1,051,348.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	15,770.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,035,578.
6	**Minimum investment return.** Enter 5% of line 5		6	51,779.

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	51,779.
2a	Tax on investment income for 2009 from Part VI, line 5	2a 234.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	234.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	51,545.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	51,545.
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	51,545.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	81,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	81,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	81,000.

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				51,545.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004 18,299.				
b From 2005 87,628.				
c From 2006 47,719.				
d From 2007 59,789.				
e From 2008 54,068.				
f Total of lines 3a through e	267,503.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 81,000.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				51,545.
e Remaining amount distributed out of corpus	29,455.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	296,958.			
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	18,299.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	278,659.			
10 Analysis of line 9				
a Excess from 2005 87,628.				
b Excess from 2006 47,719.				
c Excess from 2007 59,789.				
d Excess from 2008 54,068.				
e Excess from 2009 29,455.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

ABRAHAM C. LITTENBERG

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 10				
Total			▶ 3a	81,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
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			14	3,733.	
4 Dividends and interest from securities			14	15,577.	
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	<25,087.>	
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.		<5,777.>	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 <5,777.>

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Abraham C Littenberg | 6/22/10 | President

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	[signature] CPA	Date 6/17/10	Check if self-employed ☐	Preparer's identifying number P00235434
Firm's name (or yours if self-employed), address, and ZIP code	AMPER, POLITZINER & MATTIA, LLP 4814 OUTLOOK DR., PO BOX 1728 WALL, NJ 07719	EIN 26-2842766 Phone no 732-919-1400	

Form 990-PF (2009)

923622
02-02-10

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**
ABE LITTENBERG FOUNDATION, INC.	59-3773771

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 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).

Name of organization	Employer identification number
ABE LITTENBERG FOUNDATION, INC.	59-3773771

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ABRAHAM C. LITTENBERG (FOUNDER) 41 HICKORY LANE LINCROFT, NJ 07738	$ 300,000.	Person [X] 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.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

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	SMITH BARNEY SCH 1 SHORT TERM	P	VARIOUS	VARIOUS
b	SMITH BARNEY SCH 2 LONG TERM	P	VARIOUS	VARIOUS
c	100,000 FEDERAL HOME LOAN MT	P	08/06/09	11/27/09
d	JP MORGAN SCH 2 LONG TERM	P	VARIOUS	VARIOUS
e	50,000 GENERAL MOTORS NOTES	P	VARIOUS	04/15/09
f	25,000 GE CAP FINL INC RETAIL	P	06/12/08	06/18/09
g	25,000CAPITAL ONE NATL ASSN	P	06/12/08	12/18/09
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	2,161.		1,734.	427.
b	65,333.		114,199.	<48,866.>
c	100,000.		100,000.	0.
d	147,625.		133,975.	13,650.
e	50,000.		40,298.	9,702.
f	25,000.		25,000.	0.
g	25,000.		25,000.	0.
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) 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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				** 427.
b				<48,866.>
c				0.
d				13,650.
e				9,702.
f				0.
g				0.
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	<25,087.>
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	427.

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04-24-09

** (SHORT-TERM)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
INTEREST BANK OF AMERICA CD	3,733.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	3,733.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS JP MORGAN	517.	0.	517.
DIVIDENDS SMITH BARNEY	2,253.	0.	2,253.
INTEREST JP MORGAN	12,807.	0.	12,807.
TOTAL TO FM 990-PF, PART I, LN 4	15,577.	0.	15,577.

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	1,836.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 16B	1,836.	0.	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
BROKERAGE FEES	7,571.	7,571.	7,571.	0.
TO FORM 990-PF, PG 1, LN 16C	7,571.	7,571.	7,571.	0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	608.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	608.	0.	0.	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
FILING FEE	25.	0.	0.	0.
FOREIGN TAX	49.	49.	49.	0.
TO FORM 990-PF, PG 1, LN 23	74.	49.	49.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
46 CITADEL BROADCASTING	0.	0.
300 HEALTH CORP	5,250.	11,547.
3600 LEVEL 3 COMMUNICATIONS	9,621.	5,508.
2412 SUN MICROSYSTEMS IN	0.	0.
80 WILLIS GROUP HLDGS	2,566.	2,110.
986 CEMEX SA	17,066.	11,655.
225 CITIGROUP INC	0.	0.
960 COMCAST CORP	18,404.	15,370.
1980 DELL INC	37,037.	28,433.
1708 DIRECTV GROUP INC	24,553.	56,962.
480 WALT DISNEY CO HLDG CO	11,184.	15,480.
6644 BGC PARTNERS	36,378.	30,695.
140 GENERAL ELECTRIC CO	4,750.	2,118.
280 JP MORGAN CHASE & CO	10,587.	11,668.
200 JOHNSON & JOHNSON	12,282.	12,882.
240 KONINKLIJKE PHILIPS ELECTR	5,928.	7,066.
2388 LIBERTY MEDIA CORP	8,415.	30,104.
640 NEWS CORP CLASS B	10,385.	10,189.
1000 PFIZER INC	25,060.	18,190.
120 ST PAUL TRAVELERS COS	4,262.	5,983.

560 TELEFONOS DE MEXICO SA DE	5,300.	9,285.
100 WASTE MANAGEMENT INC DEL	2,779.	3,381.
2222 WEBMD HEALTH CORP CLASS A	57,100.	85,525.
191 EBAY INC	2,633.	4,496.
200 LEGG MASON INC	15,156.	6,032.
80 PIONEER NATURAL RESOURCES	3,103.	3,854.
80 SYMANTEC CORP	1,633.	1,431.
160 WAL-MART STORES INC	7,137.	8,552.
80 COCA-COLA CO	3,429.	4,560.
92 DISCOVERY HOLDING CO	1,182.	2,440.
282 UBS AG	7,675.	4,374.
821 CHESAPEAKE ENERGY CORP	18,856.	21,247.
700 PFIZER INC	14,644.	12,733.
500 BANK OF AMERICA CORP	24,618.	7,530.
330 UBS AG	0.	0.
10 ASCENT MEDIA	0.	0.
108 WALGREEN CO NEW	2,606.	3,966.
560 TELMEX INTL	4,391.	9,940.
80 WELLS FARGO	2,721.	2,159.
40 BANK OF AMERICA CORP	1,557.	602.
408 AT&T INC	10,637.	11,436.
188 AON CORP	7,638.	7,208.
2 BERKSHIRE HATHAWAY INC	6,094.	6,572.
238 BRISTOL MYERS SQUIBB CO	5,272.	6,010.
100 CENOVUS ENERGY INC	2,202.	2,520.
100 ENCANA CORP	2,338.	3,239.
50 FEDEX CORP	2,565.	4,173.
50 FAIRFAX FINANCIAL HOLDINGS	12,955.	19,498.
306 KRAFT FOODS INC	8,022.	8,317.
500 MERCK & CO INC	12,180.	18,270.
25 WASHINGTON POST CO-CLB	9,215.	10,990.
TOTAL TO FORM 990-PF, PART II, LINE 10B	499,366.	566,300.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
50,000 GENERAL MTRS ACCEP CORP	0.	0.
25,000 FEDERAL HOME LOAN MTG CORP	25,000.	25,140.
TOTAL TO FORM 990-PF, PART II, LINE 10C	25,000.	25,140.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 9
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
ABRAHAM C. LITTENBERG (FOUNDER)	41 HICKORY LANE LINCROFT, NJ 07738

FORM 990-PF GRANTS AND CONTRIBUTIONS STATEMENT 10
PAID DURING THE YEAR

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AMERICAN RED CROSS 2025 E. STREET, NW WASHINGTON, DC 20006	NONE PROVIDE MEDICAL SERVICES THROUGHOUT THE WORLD	CHARITY	5,000.
AMERICARES 88 HAMILTON AVENUE STAMFORD, CT 06902	NONE SUPPLY MEDICINES AND MEDICAL EQUIPMENT WORLDWIDE	CHARITY	5,000.
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 100015004	NONE PROVIDE DOCTORS TO INDIGENT FAMILIES WORLDWIDE	CHARITY	5,000.
FAMILY PROMISE OF BCS PO BOX 11232 COLLEGE STATION, TX 77842	NONE PROVIDE SUPPORT TO HOMELESS FAMILIES WITH CHILDREN.	CHARITY	7,000.
FEEDING AMERICA 35 EAST WACKER DRIVE, SUITE 2000 CHICAGO, IL 60601	NONE PROVIDE FOOD FOR INDIGENT FAMILIES	CHARITY	6,000.
JASON'S DREAMS FOR KIDS 20 MONMOUTH STREET RED BANK, NJ 07701	NONE FOR GRANTING WISHES TO CHILDREN WITH TERMINAL ILLNESS	CHARITY	4,000.

JOHN DAU SUDAN FOUNDATION 518 JAMES STREET SYRACUSE, NY 132202129	NONE PROVIDE FINANCIAL & TECHNICAL SUPPORT	CHARITY	3,000.
JOHNS HOPKINS UNIVERSITY 600 N. WOLFE STREET BALTIMORE, MD 21287	NONE THE BRADY UROLOGICAL INSTITUTE DISCOVERY FUND	CHARITY	1,000.
LOS ANGELES REGIONAL FOOD BANK 1734 E. 41ST STREET LOS ANGELES, CA 90058	NONE PROVIDE FOOD FOR INDIGENT FAMILIES	CHARITY	5,000.
LUNCH BREAK 121 DRS. JAMES PARKER BLVD. RED BANK, NJ 07701	NONE PROVIDE FOOD TO SHUT-INS & FREE CLOTHING DISTRIBUTION	CHARITY	5,000.
MANNA, INC 828 EVARTS STREET NE WASHINGTON, DC 20018	NONE PROVIDE FOOD TO INDIGENT FAMILIES	CHARITY	5,000.
PARKER FAMILY HEALTH CLINIC 211 SHREWSBURY AVENUE RED BANK, NJ 07701	NONE PROVIDE LOW COST HEALTHCARE SERVICES TO FAMILIES	CHARITY	10,000.
PHILABUNDANCE 3616 SOUTH GALLOWAY STREET PHILADELPHIA, PA 19148	NONE PROVIDE FOOD FOR INDIGENT FAMILIES	CHARITY	5,000.
SCHOOL AT ROSE VALLEY 20 SCHOOL LANE ROSE VALLEY, PA 19063	NONE PROVIDING EDUCATION EXPERIENCES FOR THE IMPOVERISHED	SCHOOL	3,000.
ST. ANDREW'S FOOD PANTRY AND NEAL SCHOLARS 217 W. 26TH STREET, PO BOX 405 BRAIN, TX 77806	NONE PROVIDE FOOD FOR INDIGENT FAMILIES AND SCHOLARSHIPS	CHURCH	10,000.
PROJECT PAUL 211 CARR AVENUE KEANSBURG , NJ 07734	NONE PROVIDE FOOD FOR INDIGENT FAMILIES AND SUPPORTS SINGLE PARENTS IN COLLEGE	CHARITY	2,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			81,000.

ABE LITTENBERG FOUNDATION INC

Account Number 45G-00459-16 279

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000300	250	SUN MICROSYSTEMS INC NEW	11/16/07	01/30/09	$ 1,039.99	$ 5,096.60	($ 4,056.61)	
	150		11/27/07		623.99	2,937.00	(2,313.01)	
	83		01/04/08		345.28	1,375.31	(1,030 03)	
125000310	20	SYMANTEC CORP	11/15/06	01/30/09	308.59	408.20	(99 61)	
125000320	140	TELEFONOS DE MEXICO SP ADR SPONSORED ADR REPSTG SH SR L	12/15/04	01/30/09	2,477.98	1,343.75		1,134.23
125000330	140	TELMEX INTL S A.B DE CV ADR SER L	12/15/04	01/30/09	1,329.99	1,113.25		216 74
125000340	30	TRAVELERS COMPANIES INC	01/24/05	01/30/09	1,154.99	1,093.08		61 91
125000350	40	WAL-MART STORES INC	01/05/06	01/30/09	1,880.78	1,841.20		39.58
125000370	25	WASTE MGMT INC DEL	04/20/05	01/30/09	778 74	693.53		85.21
125000380	50	WEBMD HEALTH CORP CL A	10/03/05	01/30/09	1,167 24	1,142.50		24.74
	100		10/11/05		2,334.47	2,431 95	(97 48)	
	30		10/13/05		700.34	697.89		2 45
125000390	20	WELLS FARGO & CO NEW	07/26/07	01/30/09	372.59	680 20	(307.61)	
Total					**$ 65,333.40**	**$ 114,198 93**	**($ 55,714 05)**	**$ 6,725.02**

Details of Deposits and Withdrawals 2009

This section reflects any deposits or withdrawals made to your account during the year.

Deposits

Reference number	Date	Description	Amount
210000100	03/31/09	INVESTMENT AND MGMT SERVICES FROM 03/27/09 TO 03/31/09	$ 49.75
210000200	04/02/09	DEBIT CASH BALANCE ACCT-TRANSFRD-04 02 09 J.P. MORGAN CLEARING CORP.	$ 95.00
Total			**$ 144.75**

Withdrawals

Reference number	Date	Description	Referral number	Amount
220000100	01/16/09	INVESTMENT AND MGMT SERVICES FROM 01/01/09 TO 03/31/09		$ 895 54
220000200	04/02/09	CREDIT CASH BALANCE ACCT-TRANSFRD-04 02 09 J.P. MORGAN CLEARING CORP.		$ 70,802 73

ABE LITTENBERG FOUNDATION INC
Account Number 45G-00459-16 279

Details of Earnings 2009 - *continued*

Dividends and Distributions, Section 1

Reference number	Description	Total dividends	Qualified dividends	Short term capital gains	Total capital gain distributions	Unrecaptured Sec 1250 gain	Section 1202 gain	Alternative minimum tax
160002300	WASTE MGMT INC DEL	$ 29.00	$ 29.00					
160002400	WELLS FARGO & CO NEW	27.20	27.20					
Totals		**$ 1,702.10**	**$ 1,636.34**					

Dividends and Distributions, Section 2

Amounts displayed for dividends include dividend reinvestments, money fund earnings, accrued dividends received and dividends exempt from Federal income tax

Reference number	Description	Nondividend distributions	Foreign tax paid	Cash liquidation distributions	Non cash liquidation distributions	Investment expense	NRA Withholding
160001200	*** KONINKLIJKE PHILIPS ELECTRONCIS NS SPON ADR NEW THIS AMOUNT INCLUDES TAXES PAID TO A FOREIGN GOVERNMENT		$ 33.75				
Totals			**$ 33.75**				

Details of Short Term Gain (Loss) 2009

This section shows your sales of securities during the year The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor.

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000250	95	LIBERTY MEDIA HLDG CORP CAP SER A	12/15/08	01/30/09	$ 520.83	$ 285.90		$ 234 93
125000360	60	WALGREEN CO NEW	12/03/08	01/30/09	1,639.79	1,447.68		192 11
Total					**$ 2,160.62**	**$ 1,733 58**		**$ 427.04**

2009 YEAR END SUMMARY

ABE LITTENBERG FOUNDATION INC
Account Number 45G-00459-16 279

Details of Long Term Gain (Loss) 2009

This section shows your sales of securities during the year. The "Sale Proceeds" column excludes any accrued income you may have received. In addition, although cash in lieu less than $20 is not included on Form 1099-B (if applicable), it is included in this section. Please note, this material is being prepared for informational purposes only and should not be used for tax preparation without the assistance of your tax advisor

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000010	20	WILLIS GROUP HOLDINGS LTD	08/16/05	01/30/09	$ 494 59	$ 641.60	($ 147.01)	
125000020	10	UBS AG (NEW)	Unavailable	01/30/09	123 50			
	78		11/14/07		963 29	3,892.20	(2,928.91)	
125000030	10	ASCENT MEDIA CORP SER A	02/10/06	01/08/09	232.61	245 90	(13 29)	
125000040	300	BGC PARTNERS INC CL A	07/13/05	01/30/09	712.19	2,670 00	(1,957.81)	
	200		08/05/05		474.80	1,602.74	(1,127 94)	
	150		04/23/07		356 10	1,344 27	(988.17)	
	350		04/24/07		830 89	3,143 00	(2,312.11)	
	65		05/30/07		154.31	608.85	(454.54)	
125000050	10	BANK OF AMERICA CORP	01/11/08	01/30/09	63.79	389.33	(325.54)	
125000060	200	CEMEX S.A.B DE C V SPONS	05/13/05	01/30/09	1,578.50	3,637.00	(2,058.50)	
	14	ADR NEW	05/17/05		110.49	255.50	(145.01)	
125000070	45	CHESAPEAKE ENERGY CORP	01/31/07	01/30/09	709 64	1,326 60	(616 96)	
125000080	7.6667	CITADEL BROADCASTING CORP	07/05/05	01/30/09	1.80	32 87	(31.07)	
	2 3333		07/07/05			9 82	(9 82)	
125000090	20	COCA-COLA CO	05/05/06	01/30/09	852 59	850 00		2.59
125000100	150	COMCAST CORP CL A - SPL	12/15/04	01/30/09	2,080 64	3,065.90	(985 26)	
	90		12/16/04		1,248.38	1,845 54	(597.16)	
125000110	150	DELL INC	11/15/05	01/30/09	1,419.05	4,441.47	(3,022 42)	
	50		11/17/05		473.02	1,490.45	(1,017.43)	
	100		11/17/05		946.04	2,969.90	(2,023 86)	
	70		11/22/05		662 22	2,102.79	(1,440.57)	
125000120	100	DIRECTV GROUP INC	12/17/04	01/30/09	2,188.19	1,661 00		527.19
	100		12/21/04		2,188 19	1,649 00		539.19
	160		12/22/04		3,501 09	2,592.00		909 09
125000130	100	WALT DISNEY CO	07/05/05	01/30/09	2,062 23	2,465 07	(402.84)	
	20		07/07/05		412.44	483.94	(71.50)	
125000140	20	DISCOVERY COMMUNICATIONS INC SER A	02/10/06	01/30/09	286.99	280.96		6.03
125000150	24	DISCOVERY COMMUNICATION INC SER C	02/10/06	01/30/09	339 59	302.72		36.87

ABE LITTENBERG FOUNDATION INC
Account Number 45G-00459-16 279

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000160	50	EBAY INC	12/13/06	01/30/09	$ 600.63	$ 1,604 00	($ 1,003.37)	
	25		12/28/06		300 32	759.00	(458 68)	
	50		03/20/07		600.63	1,572.99	(972 36)	
	50		11/08/07		600.63	1,637 44	(1,036.81)	
	95		11/14/07		1,141 20	3,149 47	(2,008.27)	
125000170	35	GENERAL ELECTRIC CO	04/05/07	01/30/09	422.44	1,225.00	(802.56)	
125000180	845	HLTH CORPORATION	12/15/04	01/30/09	9,642.24	6,725.36		2,916 88
125000190	50	JPMORGAN CHASE & CO	12/15/04	01/30/09	1,240.49	1,956.50	(716.01)	
	20		12/16/04		496.20	778.20	(282.00)	
125000200	20	JOHNSON & JOHNSON	05/17/07	01/30/09	1,151 59	1,256.58	(104.99)	
125000210	60	KONINKLIJKE PHILIPS ELECTRONCIS NS SPON ADR NEW	01/11/05	01/30/09	1,085 99	1,465.80	(379.81)	
125000220	25	LEGG MASON INC	08/03/06	01/30/09	400.50	2,090 70	(1,690.20)	
	25		08/07/06		400 49	2,145.75	(1,745.26)	
125000230	500	LEVEL 3 COMMUNICATIONS INC	08/30/07	01/30/09	509.99	2,520 00	(2,010.01)	
	100		09/13/07		102.00	448.92	(346 92)	
125000240	75	LIBERTY MEDIA HLDG CORP	08/15/05	01/30/09	237.15	1,418.00	(1,180 85)	
	50	INTERACTIVE SER A	08/16/05		158.10	953.67	(795.57)	
	50		08/22/05		158 10	939 18	(781.08)	
	50		09/07/05		158 10	934.68	(776 58)	
	50		10/06/05		158.10	900.98	(742.88)	
	125		11/17/05		395 25	2,210.32	(1,815.07)	
	121		11/17/05		382 59	2,142.31	(1,759.72)	
125000250	15	LIBERTY MEDIA HLDG CORP CAP	08/15/05	01/30/09	82.24	167.21	(84 97)	
	10	SER A	08/16/05		54.83	112.46	(57 63)	
	10		08/22/05		54.83	110.75	(55.92)	
	10		09/07/05		54.83	110.22	(55.39)	
	10		10/06/05		54.83	106 25	(51.42)	
	25		11/17/05		137.06	260.65	(123.59)	
	25		11/17/05		137.06	260.98	(123.92)	
125000260	60	LIBERTY MEDIA CORP SER A	08/15/05	01/30/09	1,100.39	939.23		161.16
	24	LIBERTY ENTERTAINMENT	08/16/05		440.16	379.00		61.16
125000270	160	NEWS CORP CLASS B NEW	02/15/05	01/30/09	1,141.43	2,809.60	(1,668.17)	
125000280	100	PFIZER INC	01/31/05	01/30/09	1,458 29	2,460.00	(1,001 71)	
125000290	20	PIONEER NATURAL RESOURCES CO	02/20/07	01/30/09	292.59	792.85	(500.26)	

2009 YEAR END SUMMARY

ABE LITTENBERG FOUNDATION INC
Account Number 45G-00459-16 279

Details of Long Term Gain (Loss) 2009 - *continued*

Reference number	Quantity	Security Description	Opening Trade Date	Closing Trade Date	Sale Proceeds	Cost	(Loss)	Gain
125000300	250	SUN MICROSYSTEMS INC NEW	11/16/07	01/30/09	$ 1,039.99	$ 5,096 60	($ 4,056.61)	
	150		11/27/07		623.99	2,937 00	(2,313.01)	
	83		01/04/08		345.28	1,375 31	(1,030 03)	
125000310	20	SYMANTEC CORP	11/15/06	01/30/09	308.59	408.20	(99.61)	
125000320	140	TELEFONOS DE MEXICO SP ADR SPONSORED ADR REPSTG SH SR L	12/15/04	01/30/09	2,477.98	1,343 75		1,134.23
125000330	140	TELMEX INTL S A.B. DE CV ADR SER L	12/15/04	01/30/09	1,329.99	1,113 25		216.74
125000340	30	TRAVELERS COMPANIES INC	01/24/05	01/30/09	1,154.99	1,093.08		61.91
125000350	40	WAL-MART STORES INC	01/05/06	01/30/09	1,880.78	1,841.20		39.58
125000370	25	WASTE MGMT INC DEL	04/20/05	01/30/09	778 74	693.53		85.21
125000380	50	WEBMD HEALTH CORP CL A	10/03/05	01/30/09	1,167.24	1,142.50		24 74
	100		10/11/05		2,334.47	2,431.95	(97.48)	
	30		10/13/05		700.34	697.89		2.45
125000390	20	WELLS FARGO & CO NEW	07/26/07	01/30/09	372.59	680.20	(307 61)	
Total					**$ 65,333 40**	**$ 114,198 93**	**($ 55,714 05)**	**$ 6,725.02**

Details of Deposits and Withdrawals 2009

This section reflects any deposits or withdrawals made to your account during the year.

Deposits

Reference number	Date	Description	Amount
210000100	03/31/09	INVESTMENT AND MGMT SERVICES FROM 03/27/09 TO 03/31/09	$ 49.75
210000200	04/02/09	DEBIT CASH BALANCE ACCT-TRANSFRD-04 02 09 J.P. MORGAN CLEARING CORP	$ 95.00
Total			**$ 144.75**

Withdrawals

Reference number	Date	Description	Referral number	Amount
220000100	01/16/09	INVESTMENT AND MGMT SERVICES FROM 01/01/09 TO 03/31/09		$ 895.54
220000200	04/02/09	CREDIT CASH BALANCE ACCT-TRANSFRD-04 02 09 J.P. MORGAN CLEARING CORP.		$ 70,802 73

BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : THE KELLY GROUP AE # : 0N34
Account : Abe Littenberg Foundation Inc / 220-32443
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
22 00	***UBS AG NEW	Symbol UBS	11/14/07	49 900	1,097 80	9/17/09	18 540	407 88		(689 92)
48 00	***UBS AG NEW	Symbol UBS	1/28/08	41 833	2,008 00	9/17/09	18 540	889 91		(1,118 09)
Sub Total of	Security			:	3,105 80			1,297 79	0 00	(1,808 01)
1 50	CITADEL BROADCASTING CORP	Symbol CTDB	7/7/05	4 207	6 31	5/20/09	0 107	0 16		(6 15)
7 67	CITADEL BROADCASTING CORP	Symbol CTDB	9/21/05	4 016	30 79	5/20/09	0 110	0 84		(29 95)
7 67	CITADEL BROADCASTING CORP	Symbol CTDB	10/17/05	4 010	30 74	5/20/09	0 110	0 84		(29 90)
7 67	CITADEL BROADCASTING CORP	Symbol CTDB	10/19/05	3 935	30 17	5/20/09	0 110	0 84		(29 33)
11 50	CITADEL BROADCASTING CORP	Symbol CTDB	12/28/05	4 152	47 75	5/20/09	0 110	1 27		(46 48)
Sub Total of	Security			:	145 76			3 95	0 00	(141 81)
75 00	CITIGROUP INC	Symbol C	1/25/05	48 580	3,643 50	5/29/09	3 730	279 77		(3,363 73)
50 00	CITIGROUP INC	Symbol C	2/11/05	49 540	2,477 00	5/29/09	3 730	186 51		(2,290 49)

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BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : THE KELLY GROUP AE # : 0N34
Account · Abe Littenberg Foundation Inc / 220-32443
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
50 00	CITIGROUP INC		4/13/05	45 910	2,295 50	5/29/09	3 730	186 51		(2,108 99)
		Symbol C								
50 00	CITIGROUP INC		5/4/05	46 850	2,342.50	5/29/09	3 730	186 52		(2,155 98)
		Symbol C								
Sub Total of	Security			:	10,758 50			839 31	0 00	(9,919 19)
40 00	DIRECTV GROUP INC		12/22/04	16 200	648 00	11/20/09	16 200	648 00		
		Cusip 25459L106000								
500 00	DIRECTV GROUP INC		2/11/05	15 430	7,715 00	11/20/09	15 430	7,715 00		
		Cusip 25459L106000								
100 00	DIRECTV GROUP INC		3/8/05	15 400	1,540 00	11/20/09	15 400	1,540 00		
		Cusip 25459L106000								
100 00	DIRECTV GROUP INC		4/15/05	14 620	1,462 00	11/20/09	14 620	1,462 00		
		Cusip 25459L106000								
100 00	DIRECTV GROUP INC		5/5/05	14 960	1,496 00	11/20/09	14 960	1,496 00		
		Cusip 25459L106000								
100 00	DIRECTV GROUP INC		9/21/05	14 610	1,461 00	11/20/09	14 610	1,461 00		
		Cusip 25459L106000								
100 00	DIRECTV GROUP INC		11/9/05	14 120	1,412 00	11/20/09	14 120	1,412 00		
		Cusip 25459L106000								

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : THE KELLY GROUP AE # : 0N34
Account : Abe Littenberg Foundation Inc / 220-32443
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
200 00	DIRECTV GROUP INC	Cusip 25459L106000	11/17/05	13 565	2,713 00	11/20/09	13 565	2,713 00		
200 00	DIRECTV GROUP INC	Cusip 25459L106000	11/30/05	13 340	2,668 00	11/20/09	13 340	2,668 00		
Sub Total of	Security			:	21,115 00			21,115 00	0 00	0 00
80 00	DISCOVERY COMMUNICATIONS INC COM SER A	Symbol DISCA	2/10/06	14 048	1,123 82	8/27/09	26 391	2,111 27		987 45
55 00	EBAY INC	Symbol EBAY	11/14/07	33 152	1,823 38	8/17/09	21 246	1,168 55		(654 83)
25 00	EBAY INC	Symbol EBAY	11/14/07	33 152	828 81	8/17/09	21 246	531 16		(297 65)
150 00	EBAY INC	Symbol EBAY	11/29/07	33 606	5,040 96	8/17/09	21 246	3,186 97		(1,853 99)
40 00	EBAY INC	Symbol EBAY	11/30/07	33 528	1,341 12	8/17/09	21 246	849 86		(491 26)
60 00	EBAY INC	Symbol EBAY	11/30/07	33 528	2,011 68	9/1/09	22 713	1,362 79		(648 89)
1 00	EBAY INC	Symbol EBAY	12/3/07	33 020	33 02	9/1/09	22 710	22 71		(10 31)

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BEAR STEARNS
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Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : THE KELLY GROUP AE # : 0N34
Account : Abe Littenberg Foundation Inc / 220-32443
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
99 00	EBAY INC		12/3/07	33 020	3,268 98	9/1/09	22 105	2,188 42		(1,080 56)
		Symbol EBAY								
100 00	EBAY INC		1/24/08	26 395	2,639 50	9/1/09	22 105	2,210 52		(428 98)
		Symbol EBAY								
4 00	EBAY INC		1/30/08	26 038	104 15	9/1/09	22 105	88 42		(15 73)
		Symbol EBAY								
41 00	EBAY INC		1/30/08	26 038	1,067 56	9/23/09	24 299	996 24		(71 32)
		Symbol EBAY								
55 00	EBAY INC		1/30/08	26 038	1,432 09	9/17/09	24 518	1,348 48		(83 61)
		Symbol EBAY								
129 00	EBAY INC		12/3/08	13 854	1,787 18	9/24/09	23 605	3,045 06	1,257 88	
		Symbol EBAY								
48 00	EBAY INC		12/3/08	13 854	664 99	10/21/09	25 374	1,217 94	552 95	
		Symbol EBAY								
82 00	EBAY INC		12/3/08	13 854	1,136 04	9/23/09	24 298	1,992 47	856 43	
		Symbol EBAY								
Sub Total of	Security			:	23,179 46			20,209 59	2,667 26	(5,637 13)
155 00	HLTH CORPORATION		12/15/04	7 959	1,233 64	10/27/09	7 959	1,233 64		
		Cusip 40422Y101000								

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BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : THE KELLY GROUP AE # : 0N34
Account : Abe Littenberg Foundation Inc / 220-32443
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
500 00	HLTH CORPORATION	Cusip 40422Y101000	12/17/04	8 059	4,029 50	10/27/09	8 059	4,029 50		
900 00	HLTH CORPORATION	Cusip 40422Y101000	2/11/05	7 919	7,127 10	10/27/09	7 919	7,127 10		
100 00	HLTH CORPORATION	Cusip 40422Y101000	3/8/05	7.749	774 90	10/27/09	7 749	774 90		
25 00	HLTH CORPORATION	Cusip 40422Y101000	6/19/07	14 139	353 47	10/27/09	14 139	353 47		
500 00	HLTH CORPORATION	Cusip 40422Y101000	6/26/07	13 850	6,925 00	10/27/09	13 850	6,925 00		
300 00	HLTH CORPORATION	Cusip 40422Y101000	7/16/07	13 758	4,127 40	10/27/09	13 758	4,127 40		
200 00	HLTH CORPORATION	Cusip 40422Y101000	7/30/07	12 640	2,528 00	10/27/09	12 640	2,528 00		
400 00	HLTH CORPORATION	Cusip 40422Y101000	2/6/08	10 770	4,308 00	10/27/09	10 770	4,308 00		
300 00	HLTH CORPORATION	Cusip 40422Y101000	2/11/08	10 359	3,107 70	10/27/09	10 359	3,107 70		
Sub Total of Security				:	34,514 71			34,514 71	0 00	0 00

BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : THE KELLY GROUP AE # : 0N34

Account : Abe Littenberg Foundation Inc / 220-32443

Home :

Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
26 00	LIBERTY ENTERTAINMENT INC SER A	Cusip 53045T102000	9/7/05	0 000	0 00 *	11/25/09	0 000	0 00	N/A	N/A
35 00	LIBERTY ENTERTAINMENT INC SER A	Cusip 53045T102000	10/6/05	0 000	0 00 *	11/25/09	0 000	0 00	N/A	N/A
89 00	LIBERTY ENTERTAINMENT INC SER A	Cusip 53045T102000	11/17/05	0 000	0 00 *	11/25/09	0 000	0 00	N/A	N/A
92 00	LIBERTY ENTERTAINMENT INC SER A	Cusip 53045T102000	11/17/05	0 000	0 00 *	11/25/09	0 000	0 00	N/A	N/A
Sub Total of	Security	(Total may be incomplete**) :			0 00			0 00	0 00	0 00
16 00	LIBERTY MEDIA CORPORATION SERIES A LIBERTY ENTERTAINMENT	Cusip 53071M500000	8/16/05	15 792	252.67	11/16/09	34 397	550 35		297 68
40 00	LIBERTY MEDIA CORPORATION SERIES A LIBERTY ENTERTAINMENT	Cusip 53071M500000	8/22/05	15 552	622 07	11/16/09	34 397	1,375 86		753 79
29 00	LIBERTY MEDIA CORPORATION SERIES A LIBERTY ENTERTAINMENT	Cusip 53071M500000	9/7/05	15 478	448 85	11/20/09	15 478	448 85		
11 00	LIBERTY MEDIA CORPORATION SERIES A LIBERTY ENTERTAINMENT	Cusip 53071M500000	9/7/05	15 477	170 25	11/16/09	34 396	378 36		208 11
40 00	LIBERTY MEDIA CORPORATION SERIES A LIBERTY ENTERTAINMENT	Cusip 53071M500000	10/6/05	14 919	596 77	11/20/09	14 919	596 77		

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BEAR STEARNS
a division of J P Morgan

Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : THE KELLY GROUP AE # : 0N34

Account : Abe Littenberg Foundation Inc / 220-32443

Home :

Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
100 00	LIBERTY MEDIA CORPORATION SERIES A LIBERTY ENTERTAINMENT	Cusip 53071M500000	11/17/05	14 640	1,464 03	11/20/09	14 640	1,464 03		
100 00	LIBERTY MEDIA CORPORATION SERIES A LIBERTY ENTERTAINMENT	Cusip 53071M500000	11/17/05	14 659	1,465 89	11/20/09	14 659	1,465 89		
Sub Total of	Security			:	5,020 53			6,280 11	0 00	1,259 58
10 00	LIBERTY MEDIA HOLDING CORPORATION CAPITAL SER A	Symbol LCAPA	12/15/08	3 010	30 10	8/20/09	17 429	174 29	144 19	
190 00	LIBERTY MEDIA HOLDING CORPORATION CAPITAL SER A	Symbol LCAPA	12/17/08	3 502	665 35	8/20/09	17 429	3,311 48	2,646 13	
150 00	LIBERTY MEDIA HOLDING CORPORATION CAPITAL SER A	Symbol LCAPA	12/17/08	3 502	525 27	8/21/09	18 217	2,732 62	2,207 35	
113 00	LIBERTY MEDIA HOLDING CORPORATION CAPITAL SER A	Symbol LCAPA	12/17/08	3 502	395 71	10/21/09	22 516	2,544 29	2,148 58	
84 00	LIBERTY MEDIA HOLDING CORPORATION CAPITAL SER A	Symbol LCAPA	12/17/08	3 502	294 15	10/28/09	21 022	1,765 86	1,471 71	
Sub Total of	Security			:	1,910 58			10,528 54	8,617 96	0 00
4 00	LIBERTY MEDIA HOLDING CORPORATION INTERACTIVE SER A	Symbol LINTA	11/17/05	17 705	70 82	8/18/09	9 510	38 04		(32 78)
75 00	LIBERTY MEDIA HOLDING CORPORATION INTERACTIVE SER A	Symbol LINTA	1/4/08	17 350	1,301 25	8/18/09	9 510	713 25		(588 00)

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(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : THE KELLY GROUP   AE # : 0N34
Account : Abe Littenberg Foundation Inc / 220-32443
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
50 00	LIBERTY MEDIA HOLDING CORPORATION INTERACTIVE SER A	Symbol LINTA	1/9/08	16 250	812 50	8/18/09	9 510	475 50		(337 00)
100 00	LIBERTY MEDIA HOLDING CORPORATION INTERACTIVE SER A	Symbol LINTA	1/23/08	14 490	1,449 00	8/18/09	9 510	951 00		(498 00)
219 00	LIBERTY MEDIA HOLDING CORPORATION INTERACTIVE SER A	Symbol LINTA	10/31/08	4 910	1,075 22	8/18/09	9 510	2,082 71	1,007 49	
281 00	LIBERTY MEDIA HOLDING CORPORATION INTERACTIVE SER A	Symbol LINTA	10/31/08	4 910	1,379 63	8/25/09	9 790	2,750 98	1,371 35	
95 00	LIBERTY MEDIA HOLDING CORPORATION INTERACTIVE SER A	Symbol LINTA	12/5/08	2 318	220 21	8/25/09	9 790	930 04	709 83	
414 00	LIBERTY MEDIA HOLDING CORPORATION INTERACTIVE SER A	Symbol LINTA	12/5/08	2 318	959 65	10/12/09	11 889	4,922 21	3,962 56	
234 00	LIBERTY MEDIA HOLDING CORPORATION INTERACTIVE SER A	Symbol LINTA	12/5/08	2 318	542 41	10/14/09	12 132	2,838 83	2,296 42	
Sub Total of	Security			:	7,810 69			15,702 56	9,347 65	(1,455 78)
300 00	MERCK & CO INC	Cusip 589331107000	4/24/09	23 168	6,950 43	11/4/09	23 168	6,950 43		
100 00	MERCK & CO INC	Cusip 589331107000	5/8/09	24 840	2,484 00	11/4/09	24 840	2,484 00		

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AE : THE KELLY GROUP AE # : 0N34
Account : Abe Littenberg Foundation Inc / 220-32443
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Business:

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LONG TRANSACTIONS										
Common Stock										
100 00	MERCK & CO INC		6/29/09	27 460	2,745 96	11/4/09	27 460	2,745 96		
		Cusip 589331107000								
Sub Total of	Security			:	12,180 39			12,180 39	0 00	0 00
17 00	SUN MICROSYSTEMS INC COM NEW		1/4/08	16 570	281 69	4/22/09	9 201	156 42		(125 27)
		Cusip 866810203000								
100 00	SUN MICROSYSTEMS INC COM NEW		1/25/08	16 604	1,660 39	4/22/09	9 201	920 12		(740 27)
		Cusip 866810203000								
100 00	SUN MICROSYSTEMS INC COM NEW		6/10/08	11 938	1,193 76	4/22/09	9 201	920 12	(273 64)	
		Cusip 866810203000								
500 00	SUN MICROSYSTEMS INC COM NEW		11/3/08	4 967	2,483 25	4/22/09	9 201	4,600 58	2,117 33	
		Cusip 866810203000								
1,000 00	SUN MICROSYSTEMS INC COM NEW		12/5/08	3 467	3,466 50	4/22/09	9 201	9,201 16	5,734 66	
		Cusip 866810203000								
212 00	SUN MICROSYSTEMS INC COM NEW		12/12/08	3 957	838 79	4/22/09	9 201	1,950 64	1,111 85	
		Cusip 866810203000								
Sub Total of	Security			:	9,924 38			17,749 04	8,690 20	(865 54)
24 00	WALGREEN CO		12/3/08	24 128	579 07	9/29/09	38 273	918 54	339 47	
		Symbol WAG								
22 00	WALGREEN CO		12/3/08	24 128	530 82	9/30/09	37 025	814 55	283 73	
		Symbol WAG								

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Realized Gain/Loss Report

(Including Zero Gain/Loss and Sort Order: Security Type, Without Outside Holdings)
(From 01/01/2009 To 12/31/2009)

AE : THE KELLY GROUP AE # : 0N34
Account : Abe Littenberg Foundation Inc / 220-32443
Home :
Business:

Quantity	Description	Maturity Date	Purchase Date	Purchase Unit Price	Cost	Sale Date	Sale Unit Price	Proceeds	Short Term Gain/Loss	Long Term Gain/Loss
LONG TRANSACTIONS										
Common Stock										
39 00	WALGREEN CO		12/3/08	24 128	940 99	10/1/09	38 088	1,485 45	544 46	
		Symbol WAG								
47 00	WALGREEN CO		12/3/08	24 128	1,134 02	10/21/09	39 877	1,874 20	740 18	
		Symbol WAG								
Sub Total of	Security			:	3,184 90			5,092 74	1,907 84	0 00
Sub Total of	Common Stock	(Total may be incomplete**)		:	133,974 52			147,625 00	31,230 91	(17,580 43)
Sub Total of	LONG TRANSACTIONS	(Total may be incomplete**)		:	133,974 52			147,625 00	31,230 91	(17,580 43)
Grand Total:		(Totals may be incomplete**)			133,974 52			147,625 00	31,230 91	(17,580 43)

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Form **8868**
(Rev. April 2009)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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 File by the due date for filing your return See instructions	Name of Exempt Organization ABE LITTENBERG FOUNDATION, INC.	Employer identification number 59-3773771
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O ABRAHAM C. LITTENBERG, 100 HWY 36	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. MIDDLETOWN, NJ 07748	

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

[ ] Form 990	[ ] Form 990-T (corporation)	[ ] Form 4720
[ ] Form 990-BL	[ ] Form 990-T (sec. 401(a) or 408(a) trust)	[ ] Form 5227
[ ] Form 990-EZ	[ ] Form 990-T (trust other than above)	[ ] Form 6069
[X] Form 990-PF	[ ] Form 1041-A	[ ] Form 8870

- The books are in the care of ▶ ABRAHAM LITTENBERG
100 HIGHWAY 36, MIDDLETOWN, NJ - 07748
Telephone No. ▶ 732-495-9480 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 15, 2010, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] 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	$ 800.
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	$ 0.
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	$ 800.

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.*