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: FARBER FAMILY FOUNDATION INC.

Number and street (or P O box number if mail is not delivered to street address): 1845 WALNUT STREET — Room/suite: 800

City or town, state, and ZIP code: PHILADELPHIA, PA 19103

A Employer identification number: 65-0336266

B Telephone number: 215-569-9900

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) ▶$ 14,109,320.

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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	40,231.	40,231.		STATEMENT 1
	4 Dividends and interest from securities	241,851.	241,851.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	190,746.			
	b Gross sales price for all assets on line 6a 3,387,120.				
	7 Capital gain net income (from Part IV line 2)		190,746.		
	8 Net short term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	2,340.	2,340.		STATEMENT 3
	12 **Total** Add lines 1 through 11	475,168.	475,168.		
Operating and Administrative Expenses	13 Compensation of officers directors trustees etc	25,000.	6,250.		18,750.
	14 Other employee salaries and wages				
	15 Pension plans employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	16,244.	0.		0.
	c Other professional fees STMT 5	70,147.	70,147.		0.
	17 Interest	828.	828.		0.
	18 Taxes STMT 6	15,759.	698.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	3,639.	1,898.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	131,617.	79,821.		18,750.
	25 Contributions, gifts, grants paid	569,400.			566,900.
	26 **Total expenses and disbursements** Add lines 24 and 25	701,017.	79,821.		585,650.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<225,849.>			
	b **Net investment income** (if negative enter -0-)		395,347.		
	c **Adjusted net income** (if negative enter -0-)			N/A	

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Part II Balance Sheets	Attached schedules and amounts in the description column should be for end of year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	4,417,003.	1,178,709.	1,178,709.
	3	Accounts receivable ▶ 11,982.			
		Less allowance for doubtful accounts ▶	6,738.	11,982.	11,982.
	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 STMT 8	0.	1,303,903.	1,325,975.
	b	Investments - corporate stock STMT 9	6,240,640.	5,620,133.	8,906,134.
	c	Investments - corporate bonds STMT 10	681,924.	1,473,153.	1,487,846.
	11	Investments - land buildings and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	0.	1,032,421.	1,198,674.
	14	Land, buildings and equipment basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	11,346,305.	10,620,301.	14,109,320.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	25,000.	27,500.	
	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)	25,000.	27,500.	
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	8,052,777.	8,052,777.	
	29	Retained earnings, accumulated income, endowment, or other funds	3,268,528.	2,540,024.	
	30	**Total net assets or fund balances**	11,321,305.	10,592,801.	
	31	**Total liabilities and net assets/fund balances**	11,346,305.	10,620,301.	

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	11,321,305.
2	Enter amount from Part I, line 27a	2	<225,849.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,095,456.
5	Decreases not included in line 2 (itemize) ▶ BOOK VALUE ADJUSTMENT	5	502,655.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,592,801.

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	3,387,120.		3,196,374.	190,746.

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				190,746.

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 } 2 190,746.

3 Net short term capital gain or (loss) as defined in sections 1222(5) and (6)
If gain also enter in Part I line 8, column (c)
If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	761,050.	16,100,811.	.047268
2007	510,800.	16,719,386.	.030551
2006	4,773,379.	14,341,419.	.332839
2005	2,662,722.	13,665,852.	.194845
2004	1,595,354.	12,239,503.	.130345

2	Total of line 1 column (d)	2	.735848
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	.147170
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	12,426,020.
5	Multiply line 4 by line 3	5	1,828,737.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,953.
7	Add lines 5 and 6	7	1,832,690.
8	Enter qualifying distributions from Part XII line 4	8	585,650.

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 c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		1	7,907.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	7,907.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income**. Subtract line 4 from line 3. If zero or less, enter -0-		5	7,907.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 12,113.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	12,113.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached		8	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	4,198.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 4,198. **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?	4b	X	
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) ▶ FL,PA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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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 ▶ THE FAIRMAN GROUP, LLC Telephone no ▶ 610-889-7300

Located at ▶ 300 BERWYN PARK, SUITE 111, BERWYN, PA ZIP+4 ▶ 19312

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 [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes [X] 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 [X] 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 [X] 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 [X] 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 [X] 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)*

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 (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? 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
JACK FARBER 1845 WALNUT ST., STE 800 PHILADELPHIA, PA 19103	CHAIRMAN & DIRECTOR 5.00	0.	0.	0.
VIVIAN FARBER 1845 WALNUT ST., STE 800 PHILADELPHIA, PA 19103	PRESIDENT & DIRECTOR 3.00	0.	0.	0.
ELLEN FARBER 1845 WALNUT ST., STE 800 PHILADELPHIA, PA 19103	EX. DIRECTOR, TREASURER, SECRETARY 10.00	25,000.	0.	0.
DAVID FARBER 1845 WALNUT ST., STE 800 PHILADELPHIA, PA 19103	VP & DIRECTOR 0.00	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 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

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

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Part X Minimum Investment Return (All domestic foundations must complete this part Foreign foundations see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable etc purposes		
a	Average monthly fair market value of securities	1a	9,926,800.
b	Average of monthly cash balances	1b	2,676,467.
c	Fair market value of all other assets	1c	11,982.
d	**Total** (add lines 1a b, and c)	1d	12,615,249.
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	12,615,249.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	189,229.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3 Enter here and on Part V line 4	5	12,426,020.
6	**Minimum investment return** Enter 5% of line 5	6	621,301.

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	621,301.
2a	Tax on investment income for 2009 from Part VI line 5 — 2a: 7,907.		
b	Income tax for 2009 (This does not include the tax from Part VI) — 2b: 3,877.		
c	Add lines 2a and 2b	2c	11,784.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	609,517.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	609,517.
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	609,517.

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	585,650.
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	585,650.
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	585,650.

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

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Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					609,517.
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	1,007,571.				
b From 2005	2,095,857.				
c From 2006	4,075,961.				
d From 2007					
e From 2008					
f Total of lines 3a through e		7,179,389.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 585,650.					
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					585,650.
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).)		23,867.			23,867.
6 Enter the net total of each column as indicated below					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		7,155,522.			
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		983,704.			
9 Excess distributions carryover to 2010 Subtract lines 7 and 8 from line 6a		6,171,818.			
10 Analysis of line 9					
a Excess from 2005	2,095,857.				
b Excess from 2006	4,075,961.				
c Excess from 2007					
d Excess from 2008					
e Excess from 2009					

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

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

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

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

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

1 **Information Regarding Foundation Managers**

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

SEE STATEMENT 12

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 13				
Total			▶ 3a	541,900.
b Approved for future payment				
ACADEMY IN MANAYUNK 169 CONARROE STREET PHILADELPHIA, PA 19127	NONE	PUBLIC	GENERAL	27,500.
Total			▶ 3b	27,500.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(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	40,231.	
4 Dividends and interest from securities			14	241,851.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	2,340.	
8 Gain or (loss) from sales of assets other than inventory			18	190,746.	
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.		475,168.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	475,168.

(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.

Signature of officer or trustee: [signature] Date: 5/12/10 Title: EXECUTIVE DIRECTOR

Paid Preparer's Use Only

Preparer's signature: [signature] Date: 5/12/10 Check if self-employed ☐ Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code: THE FAIRMAN GROUP LLC, 801 CASSATT ROAD, SUITE 111, BERWYN, PA 19312 EIN ▶ Phone no 610-889-7300

923621
02-02-10

FARBER FAMILY FOUNDATION, INC
EIN 65-0336266
12/31/09

PART I, LINE 25, COLUMN (D) DETAILS

PART I, LINE 25, COLUMN (A)	569,400
LESS CONTRIBUTIONS PLEDGED 2009 NOT PAID BY 12/31/2009	(27,500)
PLUS CONTRIBUTIONS PLEDGED IN PRIOR YEARS PAID IN 2009	25,000
PART I, LINE 25, COLUMN (D)	566,900

FARBER FAMILY FOUNDATION INC.

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	PERCEVAL INVESTMENT PARTNERS	P	VARIOUS	VARIOUS
b	PERCEVAL INVESTMENT PARTNERS	P	VARIOUS	VARIOUS
c	GOLDMAN SACHS - SEE ATTACHED	P	VARIOUS	VARIOUS
d	GS NON-US EQUITY MANAGERS PORTFOLIO 2	P	VARIOUS	VARIOUS
e	GS NON-US EQUITY MANAGERS PORTFOLIO 2	P	VARIOUS	VARIOUS
f	HAWTHORN (LOW BASIS) - SEE ATTACHED	P	VARIOUS	VARIOUS
g	CHARLES SCHWAB - SEE ATTACHED	P	VARIOUS	VARIOUS
h	CHARLES SCHWAB - SEE ATTACHED	P	VARIOUS	VARIOUS
i	US BANK	P	VARIOUS	VARIOUS
j	US BANK	P	VARIOUS	VARIOUS
k	GOLDMAN SACHS - SEE ATTACHED	P	VARIOUS	VARIOUS
l	CAPITAL GAINS DIVIDENDS			
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	23,835.			23,835.
b			253.	<253.>
c	408,813.		524,866.	<116,053.>
d			42,094.	<42,094.>
e			75,343.	<75,343.>
f	1,275,866.		295,117.	980,749.
g	276,950.		255,438.	21,512.
h	628,836.		983,536.	<354,700.>
i	417,260.		515,610.	<98,350.>
j	341,360.		489,252.	<147,892.>
k	13,595.		14,864.	<1,269.>
l	604.			604.
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				23,835.
b				<253.>
c				<116,053.>
d				<42,094.>
e				<75,343.>
f				980,749.
g				21,512.
h				<354,700.>
i				<98,350.>
j				<147,892.>
k				<1,269.>
l				604.
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	190,746.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8		3	N/A

923591
04-24-09

Farber Family Foundation
Goldman Sachs - 2009 Realized Gain and Loss

Short Term:

Trade Date	Purch. Date	Shares	Description	Proceeds	Basis	Gain or (Loss)
4/3/2009	Various ST	15,580 40	Swiss Francs	$ 13,595 47	$ 14,864 48	$ (1,269 01)

Long Term:

Trade Date	Purch. Date	Shares	Description	Proceeds	Basis	Gain or (Loss)
4/1/2009	1/23/2006	3,000 00	Citigroup (C)	$ 7,830 85	$ 138,240 00	$ (130,409 15)
4/1/2009	1/19/2007	5,000 00	DR Horton (DHI)	$ 50,599 71	$ 3,624 00	$ 46,975 71
4/1/2009	12/7/2007	1,252 00	Marshall & Ilsley Corp (MI)	$ 7,424 31	$ 2,170 00	$ 5,254 31
4/1/2009	1/23/2006	3,000.00	Stryker Corp (SYK)	$ 98,923 54	$ 136,797 00	$ (37,873 46)
4/30/2009	Various LT	3,763 11	Non-US Equity Managers Portf 2	$ 210,451 92	$ 210,451 92	$ -
4/30/2009	Various LT	600 69	Non-US Equity Managers Portf 2	$ 33,583 14	$ 33,583.14	$ -
			Totals.	**$ 408,813.47**	**$ 524,866.06**	**$ (116,052.59)**

FARBER FAMILY FDN (LOW BASIS)

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
764. AMGEN INC	01/03/1993	09/24/2009	46,297.04	2,353.20	43,943.84
4000. CVS CORP	01/23/2006	06/30/2009	127,180.72	107,200.00	19,980.72
2963. CAMPBELL SOUP CO	12/07/2007	06/30/2009	87,109.95	3,419.00	83,690.95
4206. COMCAST CORP CLASS A SPECIAL	06/06/2008	06/30/2009	59,218.95	3,720.21	55,498.74
2662. CONAGRA FOODS INC	12/07/2007	06/30/2009	50,637.65	2,264.00	48,373.65
16922. DELL INC	01/19/2007	09/24/2009	267,536.22	14,845.00	252,691.22
4383. INTEL CORP	12/07/2007	09/24/2009	85,505.56	4,455.00	81,050.56
4096 MEDCO HEALTH SOLUTIONS INC	12/27/2007	06/30/2009	186,467.65	5,180.00	181,287.65
9500. SYSCO CORP	01/19/2007	06/30/2009	212,930.37	12,955.00	199,975.37
3000. WAL-MART STORES INC	01/23/2006	06/30/2009	145,256.26	135,450.00	9,806.26
319. WELLS FARGO & COMPANY NEW	12/27/2007	06/30/2009	7,725.98	3,275.25	4,450.73
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			1275866.00	295,117.00	980,750.00
Totals			1275866.00	295,117.00	980,750.00

JSA 9F0970 2 000

Realized Gains and Losses By Category

Fiscal Year Ending 12/31/2009

The Farber Family Foundation   Farber Family Foundation   Acct # 41258396
1815 Walnut St Ste 800
Philadelphia PA 19103

Short Term Capital Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Short Term Gains
Schering Plough Corp	07/10/2008	03/12/2009	1 500 000	33 335 86	32 667 33	668 53
Schering Plough Corp	07/10/2008	01/15/2009	2,200 000	51 398 14	47 912 08	3 486 36
Pepsi Bottling Group Inc	11/26/2008	01/21/2009	3 600 000	108 055 23	62,902 39	45 152 84
Harris Stratex Net Cl A	05/27/2009	06 10/2009	417 000	2 881 32	2 399 42	481 90
Hartford Finl Svcs Grp	10/03/2008	06/22/2009	1 400 000	15,648 92	43 250 61	-27 601 69
Hartford Finl Svcs Grp	11/26/2008	06/22/2009	2 400 000	26,826 74	16,686 96	10,139 78
			3 800 000	42 475 66	59 937 57	-17 461 91
Valero Energy Corp New	01/15/2009	08/19/2009	2 200 000	38 803 55	49 618 95	-10 815 40
Short Term Gains (Sales)				276 950 06	255 137 74	21,512 32

Long Term Capital Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Long Term Gains
Freeport Mcmorn Cp&Gld B	01 11/2007	01 15/2009	1 200 000	28 332 73	84 676 00	-56 343 27
Goodrich Corporation	08/30/2007	01/15/2009	1 500 000	56 201 28	95 348 00	-39 146 72
Textron Incorporated	03 03/2006	01/15/2009	2 000 000	27 177 29	88 142 00	-60 964 71
3m Company	08/15/2007	05/07/2009	1 000 000	58 559 54	85 420 00	-26 860 46
Hartford Finl Svcs Grp	10/05/2006	06/22/2009	900 000	10 060 03	80 785 00	-70 724 97
Medcohealth Solutions	01/10/2008	07/27/2009	600 000	30 362 62	26 851 57	3 511 05
Occidental Pete Corp	02/23/2006	07/27/2009	600 000	43 544 17	27 107 14	16 437 03
Ametek Inc New	02/23/2006	08/28/2009	2 550 000	79 741 78	71,976 00	7,765 78
Duke Energy Corp New	11/29/2007	10/02/2009	5,600 000	86 399 06	110,816 00	-24,416 94
Pnc Finl Services Gp Inc	03/01/2006	10/14/2009	1 100 000	50,810 51	77 681 00	-26,870 49
Burlington Nth Santa Fe	03/01/2006	11/19/2009	700 000	68 638 91	55 522 00	13,116 91
Penn Virginia Corp	03/01/2006	11/19/2009	2 800 000	53 243 44	87,626 00	-34 382 56

Realized Gains and Losses By Category

Fiscal Year Ending 12 31 2009

The Farber Family Foundation   Farber Family Foundation   Acct # 41258396

Long Term Capital Gains and Losses

Description	Date Acquired	Date Sold	Quantity	Net Proceeds	Cost	Long Term Gains
Mirant Corp	05/14/2008	12 22/2009	2 300 000	35 764 79	91 585 75	-55 820 96
Long Term Gains (Sales)				628 836 15	983 536 46	-354 700 31
Total Gains (Sales)				905 786 21	1 238 974 20	-333 187 99
Total Short Term Gains						21 512 32
Total Long Term Gains						-354 700 31
Total Gains						**-333,187 99**

Farber Family Foundation

US Bank Acct. #6728020783 - 2009 Realized Gain and Loss

Short Term

Trade Date	Aqc Date	Shares	Description		Proceeds		Basis		Realized Gain or (Loss)
1/6/2009	10/20/2008	7,703 71	Fidelity Cap & Income Fd	$	44,604 48	$	47,800 00	$	(3,195 52)
1/6/2009	11/4/2008	237 26	Dodge & Cox Stock Fund	$	18,468 56	$	19,000 00	$	(531 44)
1/6/2009	11/4/2008	113 04	Vanguard Health Care Fd	$	11,379 33	$	12,200 00	$	(820 67)
1/6/2009	Various	5,844 59	Vanguard Primecap Core Fd	$	54,763 85	$	69,600 00	$	(14,836 15)
1/6/2009	Various	1,804 37	Fairholme Fund	$	41 608 77	$	54,800 00	$	(13,191 23)
1/6/2009	11/3/2008	1,075 63	Meridian Value Fund	$	22,728 06	$	25,600 00	$	(2,871 94)
1/6/2009	Various	1,229 38	Fbr Small Cap Value Cl A	$	39,377 04	$	57,100 00	$	(17,722 96)
1/6/2009	7/30/2008	1,140 99	Royce Low Price Stock Service	$	11 033 37	$	16,590 00	$	(5,556 63)
1/6/2009	3/4/2008	2,826 75	Royce Opportunity Fd	$	17,017 02	$	27,900 00	$	(10,882 98)
1/6/2009	3/4/2008	121 74	Dodge & Cox International Stk Fd	$	2,775 74	$	5,000 00	$	(2,224 26)
1/6/2009	Various	3,181 33	Matthews Asia Pac Eq Fd	$	27,518 46	$	34,800 00	$	(7,281 54)
1/6/2009	10/31/2008	3,386 82	Matthews Asian Growth & Inc Fd	$	39,591 97	$	40,100 00	$	(508 03)
1/6/2009	3/4/2008	151 12	Matthews Japan Fund	$	1,491 56	$	3,471 43	$	(1,979 87)
1/6/2009	4/23/2008	839 00	Bear Stearns Cos Inc	$	20,147 47	$	27,910 68	$	(7,763 21)
1/6/2009	4/8/2008	1,705 00	Power Shares DB US Dlr Index Bu	$	42,971 56	$	42,434 59	$	536 97
1/7/2009	4/23/2008	394 00	Bear Stearns Cos Inc	$	9 311 79	$	13,107 04	$	(3,795 25)
1/8/2009	4/23/2008	137 00	Bear Stearns Cos Inc	$	3 159 20	$	4,557 52	$	(1,398 32)
1/9/2009	4/23/2008	82 00	Bear Stearns Cos Inc	$	1 889 54	$	2,727 86	$	(838 32)
1/12/2009	4/23/2008	328 00	Bear Stearns Cos Inc	$	7,422 60	$	10,911 45	$	(3,488 85)
			Short Term Totals	$	**417,260.37**	$	**515,610 57**	$	**(98,350.20)**

Long Term

Trade Date	Aqc Date	Shares	Description		Proceeds		Basis		Gain or (Loss)
1/6/2009	Various	463 21	Dodge & Cox Stock Fund	$	36,056 18	$	54 466 56	$	(18,410 38)
1/6/2009	Various	3 603 29	Vanguard Capital Opp Fd	$	77 146 52	$	98 902 74	$	(21,756 22)
1/6/2009	Various	915 15	Vanguard Health Care Fd	$	92,127 95	$	120,000 00	$	(27,872 05)
1/6/2009	Various	5865 079	Royce Opportunity Fd	$	35,307 79	$	72,916 25	$	(37,608 46)
1/6/2009	Various	504 36	Dodge & Cox International Stk Fd	$	11,499 34	$	22,289 20	$	(10,789 86)
1/6/2009	Various	1,925 53	Fidelity Invt Tr Japan Small Co Fd	$	13,401 67	$	23,015 67	$	(9,614 00)
1/6/2009	Various	1,196 69	Matthews Japan Fund	$	11 811 33	$	16,416 33	$	(4,605 00)
1/6/2009	Various	2,419 48	Matthews Pacific Tiger Fund	$	27 243 32	$	42 510 22	$	(15,266 90)
1/6/2009	Various	3 285 00	MSDW Asia Pacific Fund Inc	$	36 765 51	$	38,734 88	$	(1 969 37)
			Long Term Totals	$	**341,359 61**	$	**489,251 85**	$	**(147,892 24)**
			Total US Bank Acct #6728020783	$	**758,619 98**	$	**1,004,862 42**	$	**(246,242 44)**

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

SOURCE	AMOUNT
GOLDMAN SACHS	7,004.
HAWTHORN (6409)	33,149.
US BANK	78.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	40,231.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHARLES SCHWAB	64,701.	0.	64,701.
CSS STOCK DIVIDEND	78,826.	0.	78,826.
GOLDMAN SACHS	19,315.	0.	19,315.
HAWTHORN (6409)	52,128.	604.	51,524.
HAWTHORN (6425)	12.	0.	12.
HAWTHORN (LOW BASIS)	20,681.	0.	20,681.
K-1: GOLDMAN SACHS NON-US EQUITY MANAGERS: PORTFOLIO 2	2,501.	0.	2,501.
PERCEVAL INVESTMENT PARTNERS	1,643.	0.	1,643.
POWERSHARES DB US DOLLAR INDEX BULLISH FUND (UUP)	4.	0.	4.
US BANK	2,644.	0.	2,644.
TOTAL TO FM 990-PF, PART I, LN 4	242,455.	604.	241,851.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
K-1 GOLDMAN SACHS: NON-US EQUITY MANGERS: PORTFOLIO 2	<6,870.>	<6,870.>	
K-1 POWERSHARES DB US DOLLAR INDEX BULLISH FUND (UUP)	27.	27.	
K-1 PERCEVAL INVESTMENT PARTNRS	8,585.	8,585.	
HAWTHORN	598.	598.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,340.	2,340.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	10,659.	0.		0.
TAX PREPARATION AND CONSULTING	5,585.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	16,244.	0.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HAWTHORN INVESTMENT FEES	42,801.	42,801.		0.
CUSTODY FEE	18.	18.		0.
HAWTHORN MISCELLANEOUS EXPENSE	201.	201.		0.
CHARLES SCHWAB MANAGEMENT FEES	25,478.	25,478.		0.
MILLER INVESTMENT FEE	1,649.	1,649.		0.
TO FORM 990-PF, PG 1, LN 16C	70,147.	70,147.		0.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2009 NOT FOR PROFIT CORPORATION ANNUAL REPORT	61.	0.		0.
2009 FEDERAL ESTIMATED TAX PAYMENT	7,000.	0.		0.
FOREIGN TAXES PAID	698.	698.		0.
2008 FEDERAL ESTIMATED TAX PAYMENT MADE IN 2009	8,000.	0.		0.
TO FORM 990-PF, PG 1, LN 18	15,759.	698.		0.

FARBER FAMILY FOUNDATION INC. 65-0336266

FORM 990-PF — OTHER EXPENSES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FROM K-1: GS NON-US EQUITY PORTFOLIO 2	1,229.	1,229.		0.
MISCELLANEOUS EXPENSE	221.	0.		0.
MEMBERSHIP DUES AND PROFESSIONAL SUBSCRIPTIONS	1,520.	0.		0.
BANK FEES	100.	100.		0.
FROM K-1: PERCEVAL INVESTMENT PORTFOLIO EXPENSE	550.	550.		0.
FROM K-1: DB US DOLLAR INDEX BULLISH FUND	19.	19.		0.
TO FORM 990-PF, PG 1, LN 23	3,639.	1,898.		0.

FORM 990-PF — U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS — STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
HAWTHORN (6409) - SEE ATTACHED	X		1,303,903.	1,325,975.
TOTAL U.S. GOVERNMENT OBLIGATIONS			1,303,903.	1,325,975.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			1,303,903.	1,325,975.

FORM 990-PF — CORPORATE STOCK — STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
131,377 SHS CSS INDUSTRIES, INC.-COMMON STOCK	9,853.	2,553,969.
HAWTHORN (9164) - SEE ATTACHED	722,923.	993,925.
HAWTHORN (6409) - SEE ATTACHED	1,965,991.	2,159,658.
CHARLES SCHWAB (8396) - SEE ATTACHED	2,921,366.	3,198,582.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,620,133.	8,906,134.

FORM 990-PF | CORPORATE BONDS | STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HAWTHORN (6409) - SEE ATTACHED	1,473,153.	1,487,846.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,473,153.	1,487,846.

FORM 990-PF | OTHER INVESTMENTS | STATEMENT 11

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PERCEVAL INVESTMENT PARTNERS	COST	282,421.	304,942.
VITTORIA OFFSHORE LTD	COST	500,000.	603,242.
PLEIADES OFFSHORE LTD	COST	250,000.	290,490.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,032,421.	1,198,674.

FORM 990-PF | PART XV - LINE 1A LIST OF FOUNDATION MANAGERS | STATEMENT 12

NAME OF MANAGER

JACK FARBER
ELLEN FARBER

Detail

Portfolio - income

Cash equivalents

Description	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
BLACKROCK LIQUIDITY FUNDS TEMP FUND INSTITUTIONAL SHRS #24	76 750	$76 75 / $1 0000	0 01 %	$76 75 / $1 00		0 11 %	$0 08

Portfolio - principal

Cash equivalents

Description	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
BLACKROCK LIQUIDITY FUNDS TEMP FUND INSTITUTIONAL SHRS #24	$364 95 / 3,828 210	$3 828 21 / $1 0000	0 39 %	$3,828 21 / $1 00		0 11 %	$4 07

Equities

Industrials

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
3M COMPANY (MMM)	$154 880 00 / 2,000	$165,340 00 / $82 6700	16 57 %	$151,142 00 / $75 57	$14,198 00	2 47 %	$4 080 00

FARBER FAMILY FDN (LOW BASIS)
CUSTODY STATEMENT
Account number 12-35-044-3989164
December 1, 2009 - December 31, 2009

Detail

Consumer staples

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
WALGREEN CO (WAG)	$194 450 00 5 000	$183 600 00 $36 7200	18 40 %	$191 937 00 $38 39	$8 337 00	1 50 %	$2 750 00

Energy

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
EXXON MOBIL CORP (XOM)	$48 720 43 649	$44,255 31 $68 1900	4 44 %	$1 539 00 $2 37	$42 716 31	2 47 %	$1 090 32

Financial

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
BANK OF AMERICA CORP (BAC)	$121 648 75 7 675	$115,585 50 $15 0600	11 59 %	$140,244 00 $18 27	- $24 658 50	0 27 %	$307 00

Information technology

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
MICROSOFT CORP (MSFT)	$117 640 00 4 000	$121 920 00 $30 4800	12 22 %	$106 160 00 $26 54	$15,760 00	1 71 %	$2 080 00

Health care

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
JOHNSON & JOHNSON (JNJ)	$125 680 00 2 000	$128,820 00 $64 4100	12 92 %	$121,500 00 $60 75	$7 320 00	3 05 %	$3 920 00
MERCK & CO INC (MRK)	232 287 15 6 415	234 404 10 36 5400	23 50 %	10 401 00 1 62	224 003 10	4 16 %	9 750 80
Total health care		$363,224 10	36 40 %	$131,901 00	$231,323 10	3 76 %	$13,670 80

Detail

Health care

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
Total equities		$993,924 91	99 61 %	$722,923 00	$271,001 91	2 41 %	$23,978 12
Total portfolio		$997,829.87	100.00 %	$726,827.96	$271,001.91	2.40 %	$23,982.27

Detail

Portfolio - income

Cash equivalents

Description	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
BLACKROCK LIQUIDITY FUNDS	$1,873 10	$4,269 09	0 08 %	$4,269 09		0 11 %	$4 54
TEMP FUND INSTITUTIONAL SHRS #24	4,269 090	$1 0000		$1 00			

Portfolio - principal

Cash equivalents

Description	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
BLACKROCK LIQUIDITY FUNDS	$823,637 87	$708,853 49	12 47 %	$708 853 49		0 11 %	$753 17
TEMP FUND INSTITUTIONAL SHRS #24	708,853 490	$1 0000		$1 00			

Fixed income

Corporate

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
AT&T CORP	$57 501 00	$56,565 50	1 00 %	$55,229 50	$1 336 00	5 93 %	$3 350 00
SR UNSEC	50 000	$113 1310		$110 46			
06 700% DUE 11/15/2013							
RATING A2							
(00206RAP7)							

Detail

Fixed income
Corporate

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
ABBOTT LABORATORIES NOTES 05 150% DUE 11/30/2012 RATING A1 (002819AA8)	55 618 50 50 000	54,753 50 109 5070	0 97 %	54 933 00 109 87	- 179 50	4 71 %	2,575 00
ATLANTIC RICHFIELD CO DEB 08 500% DUE 04/01/2012 RATING AA1 (048825BC6)	116 456 00 100 000	114 444 00 114 4440	2 02 %	114 282 25 114 28	161,75	7 43 %	8 500 00
BOEING CO SR UNSEC 05 000% DUE 03/15/2014 RATING A2 (097023AV7)	55 191 00 50 000	53 839 50 107 6790	0 95 %	52 914 50 105 83	925 00	4 65 %	2 500 00
CHEVRON CORP NT 03 950% DUE 03/03/2014 RATING AA1 (166751AH0)	106 758 00 100,000	105,146 00 105 1460	1 85 %	103 026 00 103 03	2 120 00	3 76 %	3 950 00
COLGATE PALMOLIVE CO SR UNSECURED SER MTN 04 200% DUE 05/15/2013 RATING AA3 (19416QDL1)	108,860 00 100 000	106 659 00 106 6590	1 88 %	105 283 00 105 28	1 376 00	3 94 %	4 200 00
GENERAL ELECTRIC COMPANY NTS 05 000% DUE 02/01/2013 RATING AA2 (369604AY9)	53,667 50 50 000	52 953 00 105 9060	0 94 %	51 857 00 103 71	1 096 00	4 73 %	2 500 00

Detail

Fixed income
Corporate

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
GENERAL ELEC CAP CORP FDIC GTD 02 200% DUE 06/08/2012 RATING AAA (36967HAH0)	102 498 00 100 000	101 356 00 101 356	1 79 %	101 053 00 101 05	303 00	2 18 %	2,200 00
GLAXOSMITHKLINE CAP INC COMP GUARNT 04 375% DUE 04/15/2014 RATING A1 (377372AA5)	53 812 50 50 000	52 770 00 105 5400	0 93 %	51 527 00 103 05	1 243 00	4 15 %	2 187 50
PNC FUNDING CORP FDIC GUARANTEED 01 875% DUE 06/22/2011 RATING AAA (69351CAA1)	101 746 00 100 000	101 048 00 101 0480	1 78 %	100 978 00 100 98	70 00	1 86 %	1 875 00
PITNEY BOWES INC NTS 05 000% DUE 03/15/2015 RATING A1 (724479AG5)	54 284 50 50,000	52,959 50 105 9190	0 94 %	51,117 50 102 24	1,842 00	4 73 %	2,500 00
PROCTER & GAMBLE CO NOTES 04 600% DUE 01/15/2014 RATING AA3 (742718DL0)	109,179 00 100 000	107 066 00 107 0660	1 89 %	106,699 00 106 70	367 00	4 30 %	4,600 00
STANFORD UNIVERSITY NTS 04 250% DUE 05/01/2016 RATING AAA (854403AB8)	53,861 50 50,000	51,421 00 102 8420	0 91 %	50,697 50 101 40	723 50	4 14 %	2 125 00

Detail

Fixed income

Corporate

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
TARGET CORP NT 06 350% DUE 01/15/2011 RATING A2 (87612EAC0)	53 056 50 50 000	52 800 50 105 6010	0 93 %	53 312 00 106 62	- 511 50	6 02 %	3 175 00
3M COMPANY NTS 04 375% DUE 08/15/2013 RATING AA2 (88579EAE5)	109 279 00 100 000	107 021 00 107 0210	1 89 %	105 677 00 105 68	1 344 00	4 09 %	4 375 00
UNITED PARCEL SERVICE SR UNSEC 03 875% DUE 04/01/2014 RATING AA3 (911312AL0)	106,568 00 100 000	104 124 [illegible] 104 1[illegible]0	1 84 %	103 139 00 103 14	985 00	3 73 %	3 875 00
VANDERBILT UNIV NTS 05 250% DUE 04/01/2019 RATING AA2 (921813AA9)	54 544 00 50 000	52,278 [illegible]0 104 55[illegible]0	0 92 %	51 390 00 102 78	888 00	5 03 %	2 625 00
WAL MART STORES INC DEB 07 250% DUE 06/01/2013 RATING AA2 (931142AS2)	58 352 00 50 000	57 533 50 115 0[illegible]0	1 02 %	56,568 50 113 14	965 00	6 31 %	3 625 00
WELLS FARGO & COMPANY FDIC GUARANTEED 03 00% DUE 12/09/2011 RATING AAA (949744AA4)	104 265 00 100 000	103 106 00 103 1[illegible]	1 82 %	102 467 00 103 47	361 00	2 91 %	3 000 00
Total corporate		$1,487,846 00	26 16 %	$1,473,152 75	$14,693 25	4 28 %	$63,737 50

Detail

US government

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
FEDERAL HOME LN MTG CORP ST NT CALL 02/26/10 @ 100 02 250% DUE 08/26/2014 RATING AAA (3128X9DC1)	$100,306 00 100,000	$100,202 00 $100 2020	1 77 %	$100,000 00 $100 00	$202 00	2 25 %	$2,250 00
FEDERAL FARM CREDIT BANK BNDS 03 600% DUE 10/14/2011 RATING AAA (31331GDC0)	52,591 00 50 000	52,028 50 104 0570	0 92 %	52,327 00 104 65	- 298 50	3 46 %	1,800 00
FEDERAL FARM CREDIT BANK BNDS CALL 05/19/10 @ 100 02 900% DUE 05/19/2014 RATING AAA (31331GVT3)	50,413 50 50,000	49 760 50 99 5210	0 88 %	49 765 63 99 53	- 5 13	2 92 %	1,450 00
FEDERAL FARM CREDIT BANK NTS 04 875% DUE 12/16/2015 RATING AAA (31331VGU4)	110 429 00 100,000	107,248 00 107 2480	1 89 %	108 899 00 108 90	1,651 00	4 55 %	4,875 00
TENNESSEE VALLEY AUTH PWR BD SER C 06 000% DUE 03/15/2013 RATING AAA (880591CW0)	28,539 50 25,000	27,985 25 111 9410	0 50 %	27 873 75 111 50	111 50	5 36 %	1 500 00
TENNESEE VALLEY AUTHORITY CONS NTS 05 625% DUE 01/18/2011 RATING AAA (880591DN9)	79,520 25 75 000	78,837 75 105 1170	1 39 %	79 715 25 106 29	- 877 50	5 36 %	4 218 75
TENNESSEE VALLEY AUTHORITY NTS 05 500% DUE 07/18/2017 RATING AAA (880591EA6)	112,915 00 100,000	109,000 00 109 0000	1 92 %	106 477 00 106 48	2 523 00	5 05 %	5 500 00

Detail

US government

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
USA TREASURY NOTES TREASURY INFLATION PROTECTN SECS 02 625% DUE 07/15/2017 NOT RATED (912828GX2)	117 153 99 100 000	114 722 75 114 72 0	2 02 %	108 277 38 108 28	6 445 37	2 29 %	2 625 00
USA TREASURY NOTES TREASURY INFLATION PROTECTN SECS 02 125% DUE 01/15/2019 RATING AAA (912828JX9)	191 969 79 175 000	186 949 [illegible] 106 82[illegible]	3 29 %	180 866 64 103 35	6 082 99	1 90 %	3 718 75
Total US government		$826,734 58	14 54 %	$814,201 85	$12 532 73	3 38 %	$27,937 50

Municipal

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
BELLINGHAM WASH GO NATL-RE TAXABLE-SER B 05 270% DUE 12/01/2015 RATING A1 (079545RH4)	$56,510 30 55 000	$55 910 25 $101 6550	0 99 %	$56 827 03 $103 32	- $916 78	5 19 %	$2,898 50
DES MOINES IOWA GO TAXABLE-SER G 03 875% DUE 06/01/2015 RATING AA2 (250092350)	54 267 00 50 000	52 462 50 104 9250	0 93 %	50 422 79 100 85	2 039 71	3 70 %	1 937 50
EL PASO TEX TAXABLE AMBAC 05 830% DUE 08/15/2016 RATING BAA1 (283734HJ3)	56,861 00 50 000	54 997 0 109 99 0	0 97 %	53 176 06 106 35	1 820 94	5 31 %	2 915 00

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Detail

Municipal

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
OCONOMOWOC WS GO BUILD AMERICA BONDS 03 400% DUE 04/01/2013 RATING AA3 (675634JH3)	52 699 50 50 000	51 875 50 103 751	0 92 %	50 304 63 100 61	1 570 87	3 28 %	1,700 00
RALEIGH N C TAXABLE HSG SER G 04 000% DUE 02/01/2014 RATING AAA (751091KD0)	81,746 25 75,000	79 829 2 106 439	1 41 %	78 448 50 104 60	1 380 75	3 76 %	3 000 00
RAMSEY CNTY MN BUILD AMERICA GO BONDS-LIBR-SER B 03 000% DUE 02/01/2012 RATING AAA (751622AY7)	103,978 00 100,000	103 052 0 103 052	1 82 %	100 395 51 100 40	2,656 49	2 92 %	3 000 00
SD BRD REGTS HSG&AUX FAC SYS REV ASSURED GTY TAXABLE 03 125% DUE 04/01/2013 NOT RATED (837542BW8)	51,149 50 50,000	50,388 50 100 7770	0 89 %	50,126 85 100 25	261 65	3 11 %	1,562 50
SPRING GROVE PA AREA SCH DST GO FSA ST AIDWTHHLDG TXBLE SER C 02 300% DUE 10/01/2010 RATING AA3 (849653QF0)	50 792 00 50 000	50 725 50 101 4510	0 90 %	50 000 00 100 00	725 50	2 27 %	1 150 00
Total municipal		$499,240.50	8 78 %	$489,701 37	$9,539.13	3 64 %	$18,163 50
Total fixed income		$2,813,821 08	49 48 %	$2,777,055 97	$36,765 11	3 90 %	$109,838 50

Detail

Equities

Financial

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
UBS AG - NEW (UBS) ISIN CH0024899483 SEDOL B18YFJ4	$78,450 00 5 000	$77,550 00 $15 5100	1 37 %	$73 024 00 $14 61	$4 526 00	12 80 %	$9 920 00

Mutual funds

Fixed funds

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
MFS INTERMEDIATE INCOME TRUST (MIN) SH BEN INTEREST	$81 610 86 12,037	$80 647 [illegible]0 $6 7[illegible]00	1 42 %	$74 035 57 $6 15	$6 612 33	8 66 %	$6 981 46
VANGUARD HIGH YIELD CORP (VWEAX) ADM FD # 529	157 222 48 29 526 680	161 510 [illegible]4 5 4[illegible] [illegible]0	2 85 %	152 744 15 5 17	8 766 79	8 45 %	13 636 69
VANGUARD INTM TERM INVESTMENT (VFIDX) GRADE ADMR FD#571	346 687 88 35 340 253	339 97[illegible] [illegible]3 9 [illegible]	5 98 %	340 000 00 9 62	26 77	5 0? %	17 295 57
VANGUARD SHORT TERM INVMT GRADE (VFSUX) ADMR SHS FD #539	221,258 86 20 755 991	219 805 [illegible]4 10 5[illegible] [illegible]0	3 87 %	220 928 30 10 64	1 122 36	3 72 %	8 172 22
Total fixed funds		$801,938 01	14 10 %	$787,708 02	$14,229 99	5 75 %	$46,085 94

Equity funds

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
ISHARES MSCI EAFE INDEX FUND (EFA) ETF	$210 482 00 3,800	$210 064 00 $55 2[illegible]00	3 70 %	$171 950 00 $45 25	$38 114 00	1 80 %	$3 765 60
ISHARES TR RUSSELL 2000 INDEX FD (IWM) ETF	140 577 80 2,420	151 10[illegible] [illegible]0 62 4400	2 66 %	124 121 80 51 29	26 983 00	1 63 %	2 449 04
MIDCAP SPDR TR (MDY) UNIT SER 1 STANDARD & POORS ETF	104 074 40 835	110 002 [illegible]0 131 7[illegible]00	1 94 %	84 802 60 101 56	25 200 30	1 49 %	1 629 92
SPDR TRUST (SPY) ETF UNIT SER 1	751 989 60 6,840	762 249 [illegible]0 111 4[illegible] [illegible]0	13 41 %	682,970 26 99 85	79 279 34	2 12 %	16 142 40

Detail

Equity funds

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
ENERGY SELECT SPDR FUND (XLE) ETF	46,592 40 820	46,748 20 57 0100	0 83 %	41 414 69 37 29	16 170 60	2 14 %	997 94
Total equity funds		$1,280,169 50	22.51 %	$ 1 105,259 35	$185,747 24	1.95 %	$24,985 10
Total mutual funds		$2,082,107 51	36 61 %	$ 1 892 967 37	$199,977 23	3 41 %	$71,071 04
Total portfolio		$5,686,601.17	100.00 %	$ 5 456 169 92	$241,268.34	3.37 %	$191,587 25

SCHWAB
INSTITUTIONAL

Schwab One® Account of
THE FARBER FAMILY FOUNDATION

Account Number
4125-8396

Statement Period
December 1-31, 2009

Income Summary

	This Period		Year to Date	
Income Summary	Federally Tax-Exempt	Federally Taxable	Federally Tax-Exempt	Federally Taxable
Money Funds Dividends	0 00	5 12	0 00	70 68
Cash Dividends	0 00	11 281 25	0 00	62,221 70
Total Income	**0.00**	**11,286.37**	**0.00**	**62,292.38**

Investment Detail - Cash and Money Market Funds [Sweep]

Cash	Market Value
Cash	690 00
Total Cash	**690.00**

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield
SCHWAB US TREAS MONEY FD SWUXX	429,239 0900	1 0000	429,239 09	0 01%
Total Money Market Funds [Sweep]			**429,239.09**	
Total Cash and Money Market Funds [Sweep]			**429,929.09**	

Investment Detail - Equities

Accounting Method
Equities First In First Out [FIFO]

Equities	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
A F L A C INC SYMBOL AFL	1,400 0000	46 2500	64,750 00 *60 723 31*	4,026 69	2 42%	1,568 00

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings

CTCC2315 006292 1062283

SIPC

Investment Detail - Equities (continued)

Accounting Method
Equities First In First Out [FIFO]

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
A T & T INC NEW SYMBOL T	1 600 0000	28 0300	44,848 00 *43 175 99*	1,672 01	5 85%	2 624 00
ABBOTT LABORATORIES SYMBOL ABT	1 600 0000	53 9900	86 384 00 *67 639 27*	18,744 73	2 96%	2 560 00
ACCENTURE PLC CL A F SYMBOL ACN	2,300 0000	41 5000	95 450 00 *87 215 29*	8 234 71	1 80%	1 725 00
AIR PROD & CHEMICALS INC SYMBOL APD	1 000 0000	81 0600	81,060 00 *63 897 95*	17 162 05	2 22%	1 800 00
AMEDISYS INC SYMBOL AMED	1,800 0000	48 6000	87 480 00 *71 868 62*	15 611 38	0 00%	0 00
ANADARKO PETROLEUM CORP SYMBOL APC	2,000 0000	62 4200	124,840 00 *102 679 95*	22 160 05	0 57%	720 00
ARCHER-DANIELS-MIDLND CO SYMBOL ADM	2,500 0000	31 3100	78 275 00 *82 708 20*	(4,433 20)	1 78%	1 400 00
BECTON DICKINSON & CO SYMBOL BDX	1,000 0000	78 8600	78,860 00 *62 023 55*	16,836 45	1 87%	1,480 00
BLOCK H & R INCORPORATED SYMBOL HRB	4,400 0000	22 6200	99,528 00 *93,328 05*	6,199 95	2 65%	2,640 00
BRISTOL-MYERS SQUIBB CO SYMBOL BMY	2,300 0000	25 2500	58,075 00 *50,488 66*	7,586 34	4 91%	2 852 00
C V S CAREMARK CORP SYMBOL CVS	2,000 0000	32 2100	64,420 00 *62 308 95*	2,111 05	0 94%	610 00

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CTCC2315 006292 1062284

SCHWAB
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Schwab One® Account of
THE FARBER FAMILY FOUNDATION

Account Number
4125-8396

Statement Period
December 1-31, 2009

Investment Detail - Equities (continued)

Accounting Method
Equities First In First Out [FIFO]

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
CORNING INC SYMBOL GLW	3,500 0000	19 3100	67,585 00 *57 337 90*	10,247 10	1 03%	700 00
DOMINION RES INC VA NEW SYMBOL D	2,300 0000	38 9200	89,516 00 *108,705 65*	(19,189 65)	4 49%	4,025 00
FAMILY DOLLAR STORES INC SYMBOL FDO	3,100 0000	27 8300	86,273 00 *83,472 11*	2,800 89	1 94%	1 674 00
GENERAL CABLE CP DE NEW SYMBOL BGC	1,200 0000	29 4200	35,304 00 *87 215 11*	(51 911 11)	0 00%	0 00
GENERAL ELECTRIC COMPANY SYMBOL GE	5 100 0000	15 1300	77 163 00 *49 019 95*	28 143 05	2 64%	2 040 00
HARRIS CORPORATION SYMBOL HRS	1,800 0000	47 5500	85,590 00 *78 418 13*	7,171 87	1 85%	1 584 00
HEWLETT-PACKARD COMPANY SYMBOL HPQ	1,800 0000	51 5100	92 718 00 *88 929 95*	3,788 05	0 62%	576 00
HUDSON CITY BANCORP INC SYMBOL HCBK	5,300 0000	13 7300	72 769 00 *70 943 50*	1 825 50	4 36%	3,180 00
JPMORGAN CHASE & CO SYMBOL JPM	1 800 0000	41 6700	75 006 00 *60 380 95*	14 625 05	0 47%	360 00
KIMBERLY-CLARK CORP SYMBOL KMB	1,000 0000	63 7100	63 710 00 *66 935 72*	(3,225 72)	3 76%	2 400 00
L-3 COMMUNICATIONS HLDGS SYMBOL LLL	1 500 0000	86 9500	130 425 00 *124 217 30*	6,207 70	1 61%	2 100 00

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Investment Detail - Equities (continued)

Accounting Method
Equities First In First Out (FIFO)

Equities (continued)	Quantity	Market Price	Market Value / Cost Basis	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
MC DONALDS CORP SYMBOL MCD	1,100 0000	62 4400	68,684 00 *38 759 08*	29,924 92	3.52%	2,420 00
MEDCOHEALTH SOLUTIONS SYMBOL MHS	1,300 0000	63 9100	83,083 00 *58 178 39*	24,904.61	0 00%	0 00
METLIFE INC SYMBOL MET	2,400 0000	35 3500	84 840 00 *115 180 88*	(30,340 88)	2 09%	1 776 00
MOSAIC COMPANY SYMBOL MOS	1,400 0000	59 7300	83,622 00 *64 297 23*	19,324 77	0 33%	280 00
NATIONAL OILWELL VARCO SYMBOL NOV	1,500 0000	44 0900	66 135 00 *56 058 95*	9,276 05	0 90%	600 00
NYSE EURONEXT N V SYMBOL NYX	2,800 0000	25 3000	70 840 00 *61 298 01*	9 541 99	4 74%	3,360 00
OCCIDENTAL PETE CORP SYMBOL OXY	1,100 0000	81 3500	89,485 00 *49 696 41*	39,788 59	1 62%	1,452 00
ORACLE CORPORATION SYMBOL ORCL	4,300 0000	24 5300	105,479 00 *85 935 13*	19,543 87	0 81%	860 00
OWENS ILLINOIS INC NEW SYMBOL OI	3,200 0000	32 8700	105 184 00 *92 001 50*	13 182 50	0 00%	0 00
POTASH CORP SASK INC F SYMBOL POT	700 0000	108 5000	75 950 00 *63 610 81*	12,339 19	0 36%	280 00
PRUDENTIAL FINANCIAL INC SYMBOL PRU	1,500 0000	49 7600	74,640 00 *78 329 50*	(3 689 50)	1 40%	1,050 00

SCHWAB
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Schwab One® Account of
THE FARBER FAMILY FOUNDATION

Account Number
4125-8396

Statement Period
December 1-31, 2009

Investment Detail - Equities (continued)

Accounting Method
Equities First In First Out [FIFO]

Equities (continued)	Quantity	Market Price	Market Value / *Cost Basis*	Unrealized Gain or (Loss)	Estimated Yield	Estimated Annual Income
SYSCO CORPORATION SYMBOL SYY	2,600 0000	27 9400	72 644 00 *60 923 57*	11,720 43	3 57%	2,600 00
THERMO FISHER SCIENTIFIC SYMBOL TMO	1,600 0000	47 6900	76,304 00 *84,217 95*	(7,913 95)	0 00%	0 00
TORCHMARK CORPORATION SYMBOL TMK	2,300 0000	43 9500	101,085.00 *77 894 07*	23,190 93	1 27%	1 288 00
TYCO INTL LTD NEW F SYMBOL TYC	2,100 0000	35.6800	74,928 00 *84 849 95*	(9,921 95)	2 53%	1,900 08
V F CORPORATION SYMBOL VFC	700.0000	73 2400	51,268 00 *39 246 10*	12,021 90	3 27%	1 680 00
WASTE MANAGEMENT INC DEL SYMBOL WM	2,200 0000	33 8100	74,382.00 *86,454 11*	(12,072.11)	3 43%	2,552 00
Total Equities			**3,198,582.00**	**277,216.30**		**60,716.08**
		Total Cost Basis	2,921 365 70			

Estimated Annual Income ("EAI") and Estimated Yield ("EY") calculations are for informational purposes only The actual income and yield might be lower or higher than the estimated amounts EY is based upon EAI and the current price of the security and will fluctuate For certain types of securities the calculations could include a return of principal or capital gains in which case EAI and EY would be overstated EY and EAI are not promptly updated to reflect when an issuer has missed a regular payment or announced changes to future payments in which case EAI and EY will continue to display at a prior rate

Total Investment Detail	**3,628,511.09**
Total Account Value	**3,628,511.09**
Total Cost Basis	2,921,365.70

Schwab has provided accurate gain and loss information wherever possible for most investments Cost basis data may be incomplete or unavailable for some of your holdings

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FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 13

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ABRAMSON CENTER 1425 HORSHAM ROAD NORTH WALES, PA 19454	NONE GENERAL	PUBLIC	1,500.
ACADEMY IN MANAYUNK 169 CONARROE STREET PHILADELPHIA, PA 19127	NONE GENERAL	PUBLIC	27,500.
ALS ASSOCIATION 321 NORRISTOWN ROAD AMBLER, PA 19002	NONE GENERAL	PUBLIC	74,000.
ALZHEIMERS ASSOCIATION 399 MARKET STREET, SUITE 102 PHILADELPHIA, PA 19106	NONE GENERAL	PUBLIC	5,250.
DELAWARE VALLEY STROKE COUNCIL JEFFERSON STROKE CENTER, 1025 WALNUT STREET PHILADELPHIA, PA 19107	NONE GENERAL	PUBLIC	4,500.
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103	NONE GENERAL	PUBLIC	83,000.
JEWISH FEDERATION OF PALM BEACH 4601 COMMUNITY DRIVE WEST PALM BEACH, FL 33417	NONE GENERAL	PUBLIC	50,000.
JEWISH FOUNDATION FOR THE RIGHTEOUS 305 SEVENTH AVENUE, 19TH FLOOR NEW YORK, NY 10022	NONE GENERAL	PUBLIC	10,000.

MABGA P.O. BOX 27 VALLEY FORGE, PA 19481	NONE GENERAL	PUBLIC	1,100.
MACULA VISION RESEARCH FOUNDATION ONE TOWER BRIDGE, 100 FRONT ST, STE 300 WEST CONSHOHOCKEN, PA	NONE GENERAL	PUBLIC	2,500.
MALTZ JUPITER THEATRE 1001 EAST INDIANTOWN ROAD JUPITER, FL 33477	NONE GENERAL	PUBLIC	25,000.
PERELMAN JEWISH DAY SCHOOL 49 HAVERFORD ROAD WYNNEWOOD, PA 19096	NONE GENERAL	PUBLIC	10,000.
PHILADELPHIA MURAL ARTS ADVOCATES 1729 MOUNT VERNON STREET PHILADELPHIA, PA 19130	NONE GENERAL	PUBLIC	1,550.
PUBLIC CITIZENS FOR CHILDREN AND YOUTH 1709 BENJAMIN FRANKLIN PARKWAY, 6TH FL PHILADELPHIA, PA 19103	NONE GENERAL	PUBLIC	1,000.
STEPPING STONE SCHOLARS 4112 STATION STREET, UNIT D PHILADELPHIA, PA 19127	NONE GENERAL	PUBLIC	1,000.
THE LIBERTY MUSEUM 321 CHESTNUT STREET PHILADELPHIA, PA 19106-2707	NONE GENERAL	PUBLIC	101,000.
THE PARKINSON COUNCIL 111 PRESIDENTIAL BLVD STE 250 BALA CYNWYD, PA 19004	NONE GENERAL	PUBLIC	3,000.
THOMAS JEFFERSON UNIVERSITY 925 CHESTNUT STREET, STE 110 PHILADELPHIA, PA 19107	NONE GENERAL	PUBLIC	10,000.

THOMAS JEFFERSON UNIVERSITY - DR. RODNEY BELL FUND 925 CHESTNUT STREET, STE 110 PHILADELPHIA, PA 19107	NONE GENERAL	PUBLIC	100,000.
UNITED WAY 7 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA, PA 19103	NONE GENERAL	PUBLIC	27,500.
WILLS EYE FOUNDATION 840 WALNUT STREET, STE 1540 PHILADELPHIA, PA 19107	NONE GENERAL	PUBLIC	2,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			541,900.