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 APR 1, 2009 , **and ending** MAR 31, 2010

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: DOROT FOUNDATION

A Employer identification number: 13-6116927

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: C/O MARKS PANETH ET AL - 622 THIRD AVE

B Telephone number: 212-503-8800

City or town, state, and ZIP code: NEW YORK, NY 10017-6701

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 [ ]

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 62,663,734.

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

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

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).)

	Line		(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	2,683,030.		N/A	
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	8,011.	8,011.		STATEMENT 1
	4	Dividends and interest from securities	787,777.	787,777.		STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-3,164,298.			
	b	Gross sales price for all assets on line 6a 23,565,937.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	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	22,856.	22,856.		STATEMENT 3
	12	Total. Add lines 1 through 11	337,376.	818,644.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	253,137.	0.		253,137.
	14	Other employee salaries and wages	216,112.	0.		216,112.
	15	Pension plans, employee benefits	49,077.	0.		49,077.
	16a	Legal fees STMT 4	2,129.	1,064.		1,065.
	b	Accounting fees STMT 5	66,158.	33,079.		33,079.
	c	Other professional fees STMT 6	448,703.	445,151.		3,552.
	17	Interest				
	18	Taxes STMT 7	93,324.	55,621.		37,703.
	19	Depreciation and depletion	1,845.	0.		
	20	Occupancy	50,216.	0.		50,216.
	21	Travel, conferences, and meetings	8,824.	0.		8,824.
	22	Printing and publications				
	23	Other expenses STMT 8	321,606.	8,310.		313,296.
	24	Total operating and administrative expenses. Add lines 13 through 23	1,511,131.	543,225.		966,061.
	25	Contributions, gifts, grants paid	2,687,573.			2,687,573.
	26	Total expenses and disbursements. Add lines 24 and 25	4,198,704.	543,225.		3,653,634.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-3,861,328.			
	b	Net investment income (if negative, enter -0-)		275,419.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

RECEIVED FEB 14 2011 OGDEN, UT IRS-OSC

SCANNED FEB 18 2011

918
8

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	730,892.	806,470.	806,470.
	2 Savings and temporary cash investments	5,967,130.	2,353,365.	2,353,365.
	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 10	45,424,031.	45,108,283.	59,491,433.
	c Investments - corporate bonds			
	11 Investments - land, buildings and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 88,367.			
	Less accumulated depreciation STMT 11▶ 77,401.	12,811.	10,966.	10,966.
	15 Other assets (describe ▶ SECURITY DEPOSIT)	1,500.	1,500.	1,500.
	16 **Total assets** (to be completed by all filers)	52,136,364.	48,280,584.	62,663,734.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable	3,138,000.	2,307,490.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 12)	17,955.	23,503.	
	23 **Total liabilities** (add lines 17 through 22)	3,155,955.	2,330,993.	
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	48,980,409.	45,949,591.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances**	48,980,409.	45,949,591.	
	31 **Total liabilities and net assets/fund balances**	52,136,364.	48,280,584.	

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	48,980,409.
2	Enter amount from Part I, line 27a	2	-3,861,328.
3	Other increases not included in line 2 (itemize) ▶ NET DECREASE IN PLEDGES PAYABLE	3	830,510.
4	Add lines 1, 2, and 3	4	45,949,591.
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	45,949,591.

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	SCHEDULE C ATTACHED	P	VARIOUS	VARIOUS
b	SCHEDULE C ATTACHED	P	VARIOUS	VARIOUS
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	12,457,710.		15,657,256.	-3,199,546.
b	11,108,227.		11,072,979.	35,248.
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-3,199,546.
b				35,248.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } 2 -3,164,298.

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	3,841,924.	56,781,607.	.067661
2007	7,040,542.	82,582,399.	.085255
2006	6,507,102.	76,398,165.	.085174
2005	6,221,253.	72,089,387.	.086299
2004	4,051,272.	60,859,095.	.066568

2	**Total** of line 1, column (d)	2	.390957
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	.078191
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	51,439,097.
5	Multiply line 4 by line 3	5	4,022,074.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,754.
7	Add lines 5 and 6	7	4,024,828.
8	Enter qualifying distributions from Part XII, line 4	8	3,653,634.

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	5,508.
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	5,508.
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	5,508.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	85,609.		
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	85,609.
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	80,101.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶	80,101.	**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) ▶ NY			
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

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 ▶ DOROT.ORG

14 The books are in care of ▶ STEVEN BAUM - DOROT FOUNDATION Telephone no. ▶ 212-503-8800

Located at ▶ C/O MARKS ET AL - 622 THIRD AVE, NEW YORK, NY ZIP+4 ▶ 10017

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)?		1b		X
	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

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)?	5b		X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		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
SEE STATEMENT 13		253,137.	30,599.	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
STEVEN JACOBSON - C/O MARKS ET AL 622 THIRD AVENUE, NEW YORK, NY 10017	40.00	103,577.	10,744.	0.
ROSE ADDISON - C/O MARKS ET AL 622 THIRD AVENUE, NEW YORK, NY 10017	40.00	68,877.	9,095.	0.

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
NEUBERGER & BERMAN 605 THIRD AVENUE, NEW YORK, NY 10158	ADVISORY FEES	178,018.
GREENHAVEN 3 MANHATTANVILLE ROAD, PURCHASE, NY 10577	ADVISORY FEES	166,318.
FIRST MANHATTAN 437 MADISON AVENUE, NEW YORK, NY 10022	ADVISORY FEES	100,815.
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 NONE	0.
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	49,099,243.
b	Average of monthly cash balances	1b	3,123,190.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	52,222,433.
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	52,222,433.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	783,336.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	51,439,097.
6	**Minimum investment return** Enter 5% of line 5	6	2,571,955.

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	2,571,955.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	5,508.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,508.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	2,566,447.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	2,566,447.
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	2,566,447.

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	3,653,634.
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	3,653,634.
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	3,653,634.

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				2,566,447.
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 1,201,168.				
b From 2005 6,195,501.				
c From 2006 2,856,116.				
d From 2007 3,053,088.				
e From 2008 1,010,190.				
f **Total** of lines 3a through e	14,316,063.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 3,653,634.				
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				2,566,447.
e Remaining amount distributed out of corpus	1,087,187.			
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	15,403,250.			
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	1,201,168.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	14,202,082.			
10 Analysis of line 9:				
a Excess from 2005 6,195,501.				
b Excess from 2006 2,856,116.				
c Excess from 2007 3,053,088.				
d Excess from 2008 1,010,190.				
e Excess from 2009 1,087,187.				

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).)

NONE

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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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 14				
Total			▶ 3a	2687573.
b *Approved for future payment*				
Total SEE STATEMENT 15			▶ 3b	2307490.

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	8,011.	
4 Dividends and interest from securities			14	787,777.	
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				22,856.	
8 Gain or (loss) from sales of assets other than inventory			18	-3,164,298.	
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.		-2,345,654.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 -2,345,654.

(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).
	N/A

923621 02-02-10

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

Steven Baum 12/8/11 ~~PRESIDENT~~ Secy-Treas.

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature	[signature]	Date 2/8/2011	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	MARKS PANETH & SHRON LLP 622 THIRD AVENUE NEW YORK, NY 10017	EIN	Phone no. 212 503-8800

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
DOROT FOUNDATION	13-6116927

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

DOROT FOUNDATION

Employer identification number

13-6116927

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	YESOD FUND C/O MARKS ET AL - 622 THIRD AVENUE NEW YORK, NY 10017	$ 2,683,030.	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)

Name of organization: DOROT FOUNDATION

Employer identification number: 13-6116927

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
DOROT FOUNDATION	13-6116927

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

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

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

SOURCE	AMOUNT
CHASE MANHATTAN	393.
FIRST MANHATTAN	88.
GREENHAVEN	472.
NEUBERGER & BERMAN	6,057.
RI SAVINGS	609.
VISTA FUND	392.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,011.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST MANHATTAN	229,168.	0.	229,168.
GREENHAVEN	337,541.	0.	337,541.
NEUBERGER & BERMAN	221,068.	0.	221,068.
TOTAL TO FM 990-PF, PART I, LN 4	787,777.	0.	787,777.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
AIG DISTRIBUTION	9,312.	9,312.	
SETTLEMENT FUND - EL PASO CORP	13,544.	13,544.	
TOTAL TO FORM 990-PF, PART I, LINE 11	22,856.	22,856.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	2,129.	1,064.		1,065.
TO FM 990-PF, PG 1, LN 16A	2,129.	1,064.		1,065.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	66,158.	33,079.		33,079.
TO FORM 990-PF, PG 1, LN 16B	66,158.	33,079.		33,079.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	445,151.	445,151.		0.
CONSULTING FEE	3,552.	0.		3,552.
TO FORM 990-PF, PG 1, LN 16C	448,703.	445,151.		3,552.

FORM 990-PF TAXES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	55,621.	55,621.		0.
PAYROLL FICA	26,219.	0.		26,219.
PAYROLL/MEDICARE	6,584.	0.		6,584.
RHODE ISLAND UNEMPLOYMENT	1,605.	0.		1,605.
REAL ESTATE TAXES	3,295.	0.		3,295.
TO FORM 990-PF, PG 1, LN 18	93,324.	55,621.		37,703.

FORM 990-PF OTHER EXPENSES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REPAIRS & MAINTENANCE	6,685.	0.		6,685.
BOOKKEEPER	16,621.	8,310.		8,311.
PAYROLL SERVICE	2,464.	0.		2,464.
NYS FILING FEES	775.	0.		775.
BANK CHARGES	448.	0.		448.
DUES & SUBSCRIPTIONS	3,552.	0.		3,552.
INSURANCE	97,615.	0.		97,615.
OFFICE EXPENSE	12,933.	0.		12,933.
POSTAGE	557.	0.		557.
COMPUTER EXPENSES	6,642.	0.		6,642.
MEALS	766.	0.		766.
PENSION ADMINISTRATION	4,760.	0.		4,760.
DFI- ALUMNI	46,144.	0.		46,144.
SEMINARS	65,708.	0.		65,708.
DFI- ADMINISTRATIVE	55,936.	0.		55,936.
TO FORM 990-PF, PG 1, LN 23	321,606.	8,310.		313,296.

FOOTNOTES STATEMENT 9

PART VII-B STATEMENT REGARDING ACTIVIES
QUESTION 5C - STATEMENT REQUIRED BY REGULATION SECTION
53.4945-5D
1)JUSTICE FOR ATHLETES
66 CLUB ROAD SUITE 370
EUGENE OREGON 97401
2) DATE OF GRANT: 11/10/04 AMOUNT OF GRANT: $200,000
3) PURPOSE OF THE GRANT IS TO SUPPORT GENERAL GRANTMAKING
4) AMOUNT SPENT AS OF MARCH 31,2006: $137,550
5) THE GRANTEE HAS NOT DIVERTED ANY FUNDS FROM THE PURPOSE
OF THE GRANT
6) DATE OF REPORT RECEIVED FROM GRANTEE: 9/15/05
7) THE FOUNDATION HAS NOT VERIFIED THE RESULTS YET.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE A	45,108,283.	59,491,433.
TOTAL TO FORM 990-PF, PART II, LINE 10B	45,108,283.	59,491,433.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	1,020.	1,020.	0.
FURNITURE & FIXTURES	2,740.	2,740.	0.
FURNITURE & FIXTURES	3,786.	3,786.	0.
EQUIPMENT	850.	850.	0.
EQUIPMENT	726.	726.	0.
EQUIPMENT	3,991.	3,991.	0.
EQUIPMENT	10,360.	10,360.	0.
EQUIPMENT	477.	477.	0.
SOFTWARE	11,500.	11,500.	0.
EQUIPMENT	10,483.	10,483.	0.
EQUIPMENT	3,490.	3,490.	0.
EQUIPMENT	6,632.	6,632.	0.
SOFTWARE	3,645.	3,645.	0.
SOFTWARE	8,080.	8,080.	0.
FURNITURE & FIXTURES	2,375.	2,013.	362.
SOFTWARE	1,488.	1,488.	0.
LEASEHOLD IMPROVEMENT	6,000.	1,400.	4,600.
LEASEHOLD IMPROVEMENT	6,000.	1,400.	4,600.
LEASEHOLD IMPROVEMENT	500.	110.	390.
COMPUTER EQUIPMENT	4,224.	3,210.	1,014.
TOTAL TO FM 990-PF, PART II, LN 14	88,367.	77,401.	10,966.

FORM 990-PF OTHER LIABILITIES STATEMENT 12

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE	17,955.	23,503.
TOTAL TO FORM 990-PF, PART II, LINE 22	17,955.	23,503.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JEANE UNGERLEIDER C/O MARKS ET AL - 622 THIRD AVE NEW YORK, NY 10017	PRESIDENT 1.50	0.	0.	0.
STEVEN UNGERLEIDER C/O MARKS ET AL - 622 THIRD AVE NEW YORK, NY 10017	VICE PRESIDENT 1.50	0.	0.	0.
STEVEN C. BAUM C/O MARKS ET AL - 622 THIRD AVE NEW YORK, NY 10017	SECRETARY/TREASURER 1.50	0.	0.	0.
ERNEST S. FRERICHS C/O MARKS ET AL - 622 THIRD AVE NEW YORK, NY 10017	DIRECTOR 40.00	120,000.	9,200.	0.
MICHAEL HILL C/O MARKS ET AL - 622 THIRD AVE NEW YORK, NY 10017	EXEC V.P. 40.00	133,137.	21,399.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		253,137.	30,599.	0.

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
THE FOUNDATION FOR GLOBAL SPORTS DEVELOPMENT 66 CLUB ROAD EUGENE , OR 97401	TO DEVELOP PROGAMS THE SUPPORT SPORTSMANSHIP	PUBLIC CHARITY	70,000.
JERUSALEM STORIES PO BOX 834 MANCHESTER , NH 03105	TO SUPPORT CAPACITY BUILDING AND THE JERUSALEM STORIES	PUBLIC CHARITY	20,000.
92ND STREET Y 1395 LEXINGTON AVE. NEW YORK, NY 10128	TO SUPPORT ARTIST IN RESIDENCE PROGRAM	PUBLIC CHARITY	20,000.
ALLIANCE FOR JUSTICE 11 DUPONT CIRCLE NW WASHINGTON, DC 20036	TO SUPPORT TWO DOROT FELLOWSHIPS	PUBLIC CHARITY	50,000.
ALMA HEBREW COLLEGE 4 BEZALEL YAFE STREET TEL AVIV, ISRAEL AEL 67776	TO SUPPORT EDUCATION OF JEWISH HERITAGE	PUBLIC CHARITY	10,000.
ISRAEL MUSEUM P.O. BOX 71117 JERUSALEM, ISRAEL AEL 91710	SUPPORT THE DIRECTOR'S FUND &SHRINE OF THE BOOK INFO	PUBLIC CHARITY	90,000.
AMERICAN JEWISH WORLD SERVICE 45 W. 36 STREET NEW YORK, NY 10018	TO SUPPORT INTL JEWISH COLLEGE CORPS & TSUNAMI RELIE	PUBLIC CHARITY	40,000.
JERUSALEM FOUNDATION 420 LEXINGTON AVE NEW YORK, NY 10170	TO SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	120,000.

AVODAH: THE JEWISH SERVICE CORPS 116 EAST 27TH STREET NEW YORK, NY 10016	TO SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	50,000.
BOSTON JEWISH FILM FESTIVAL 1001 WATERTOWN STREET, 3RD FLOOR WEST NEWTON, MA 02645	SUPPORT THE ENCORE SERIES	PUBLIC CHARITY	5,000.
JEWISH FAMILY AND CHILDREN SERVICES 1430 MAIN STREET MWALTMAN, MA 02451	SUPPORT HOLOCAUST SERVICES	PUBLIC CHARITY	25,000.
CAMBRIDGE COLLEGE 1000 MASSACHUSETTS AVE. CAMBRIDGE, MA 02138	SUPPORT SCHOLARSHIPS	PUBLIC CHARITY	40,000.
CITIZEN SCHOOLS MUSEUM WHARF, 308 CONGRESS STREET BOSTON, MA 02210	SUPPORT TEACHING FELLOWS PROGRAM	PUBLIC CHARITY	50,000.
DOROT FELLOWS LTD DAVID MERETZ STREET JERUSALEM, ISRAEL 96905	TO SUPPORT DOROT FELLOWSHIP PROGRAM	PUBLIC CHARITY	297,073.
DOROT, INC. 171 W. 85 STREET NEW YORK, NY 10024	SUPPORT FELLOWSHIP/INTERNSHIP AND COLLEGE VOLUNTEER	PUBLIC CHARITY	25,000.
ELIL COMMUNICATION LTD. 60 NACHMANI STREET TEL AVIV, ISRAEL AEL 67776	TO SUPPORT THE TRUDE DOTHAN FILM	PUBLIC CHARITY	20,000.
ENCOUNTER 520 8TH AVENUE, 20TH FLOOR NEW YORK, NY 10018	SUPPORT JEWISH LEADERS' EXPOSURE TO PALESTINIAN LIFE	PUBLIC CHARITY	40,000.
HABITUS 330 SEVENTH AVE. 21RST FL, PO BOX 1342 NEW YORK, NY 10115	TO SUPPORT A DOCTORAL DISSERTATION FELLOWSHIP NAMED	PUBLIC CHARITY	20,000.

KOL HANESHAMA P.O. BOX 1970 NEW YORK, NY 10025	SUPPORT FELLOWSHIP	PUBLIC CHARITY	75,000.
JEWISH WOMEN'S ARCHIVE 138 HARVARD STREET BROOKLINE, MA 02446	SUPPORT EXPANDING ITS EDUCATIONAL PROGRAM	PUBLIC CHARITY	200,000.
HAZON 829 THIRD AVENUE NEW YORK, NY 10022	SUPPORT NY JEWISH ENVIRONMENTAL BIKE RIDE	PUBLIC CHARITY	65,000.
ISABELLA FREEDMAN JEWISH RETREAT CENTER 116 JOHNSON ROAD FALLS VILLAGE, CT 06031	SUPPORT ADAMAH FELLOWSHIP	PUBLIC CHARITY	45,000.
ISRAEL EXPLORATION SOCIETY P.O. BOX 7041, 5 AVIDA STREET JERUSALEM, ISRAEL AEL 91070	SUPPORT IES JOURNAL, ENCYCLOPEDIA, & TRANSLATIONS AN	PUBLIC CHARITY	30,000.
PARTNERS IN HEALTH 888 COMMONWEALTH AVE BOSTON, MA 02215	SUPPORT HAITI RELIEF EFFORTS	PUBLIC CHARITY	100,000.
JEWISH BOOK COUNCIL 15 E. 26 STREET NEW YORK, NY 10010	SUPPORT NATIONAL JEWISH BOOK AWARDS	PUBLIC CHARITY	2,500.
JEWISH ORGANIZING INITIATIVE 99 CHAUNCEY STREET, SUITE 600 BOSTON, MA 02111	SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	40,000.
JUMPSTART 308 CONGRESS STREET 6TH FLOOR BOSTON, MA 02110	SUPPORT THE TUFTS' ELIOT-PEARSON DEPT OF CHILD DEVEL	PUBLIC CHARITY	35,000.
JUST VISION 123 SEVENTH AVENUE PMB#226 BROOKLYN, NY 11215	SUPPORT SALARIES	PUBLIC CHARITY	60,000.

KESHET 284 AMORY STREET JAMAICA PLAIN, MA 02130	SUPPORT COMMUNITY BUILDING PROGRAM	PUBLIC CHARITY	35,000.
MECHON HADAR 111 8TH AVENUE,11TH FLOOR NEW YORK, NY 10011	SUPPORT REVITILIZATION OF COMMUNCAL LIFE	PUBLIC CHARITY	5,000.
NEW ISRAEL FUND 1101 14 STREET NW WASHINGTON, DC 20005	SUPPORT SOCIAL CHANGE IN ISRAEL	PUBLIC CHARITY	200,000.
NEW PROFIT 2 CANAL PARK CAMBRIDGE, MA 02141	SUPPORT DEVELOPMENT OF THE ACTION TANK	PUBLIC CHARITY	40,000.
SCHECTER INSTITUTE P.O. BOX 8600 JERUSALEM, ISRAEL AEL 91083	SUPPORT THE CENTER FOR WOMEN AND JEWISH LAW	PUBLIC CHARITY	20,000.
STAND FOR CHILDREN 26 SMITH PLACE, 2ND FLOOR CAMBRIDGE, MA 02138	SUPPORT WORK IN LOWELL, MA	PUBLIC CHARITY	30,000.
SURVIVORS CORPS 2100 M STREET, NW, SUITE#302 WASHINGTON, DC 20037	SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	25,000.
THE JEWISH MUSEUM 1109 FIFTH AVENUE NEW YORK, NY 10128	SUPPORT MUSEUM TRAINING INITIATIVE	PUBLIC CHARITY	50,000.
UNION FOR REFORM JUDAISM 633 THIRD AVE NEW YORK, NY 10017	SUPPORT "JUST CONGREGATION INITIATIVE"	PUBLIC CHARITY	100,000.
UNIVERSITY OF OREGON HILLEL 1059 HILYARD EUGENE, OR 97401	SUPPORT GENERAL OPERATIONS	PUBLIC CHARITY	25,000.

UNIVERSITY OF TEXAS AT AUSTIN P.O. BOX T AUSTIN, TX 78713	SUPPORT SCHOLARS AND INTERNSHIPS	PUBLIC CHARITY	105,000.
W.F. ALBRIGHT INSTITUTE OF ARCHAELOGICAL RESEARCH 26 SALAH ED-DIN STREET, PO BOX 19096 JERUSALEM, ISRAEL AEL	SUPPORT FELLOWSHIPS AND DIRECTOR'S FUND	PUBLIC CHARITY	185,000.
JAKE MARMER C/O DOROT FOUNDATION 439 BENEFIT ST PROVIDENCE, RI 02906	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	4,000.
JENNIFER HOLZER C/O DOROT FOUNDATION 439 BENEFIT ST PROVIDENCE, RI 02906	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	4,000.
JESSICA BRANDT 941 LEXINGTON AVE NEW YORK, NY 10065	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.
ELIZABETH FREED 2109 BROADWAY NEW YORK, NY 10013	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.
MAITAL FREIDMAN 463 BROADWAY NEW YORK, NY 10013	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.
SHARON GANGER 880 ROOSEVELT RD GLEN ELLYN , IL 60137	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.
MICHAEL OSKIN 9933 LAWLER AVE SKOKIE, IL 60077	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.
KAYLA ROSEN 200 S 40TH ST PHILADELPHIA , PA 19104	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.

MIA SCHARPIE 2109 BROADWAY NEW YORK, NY 10023	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.
LILACH SHAFIR 13602 NORTH 7TH ST PHOENIZ, AZ 85022	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.
IRA STUP 2861 BROADWAY NEW YORK, NY 10025	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.
SARA HAHN 1260 BROADWAY NEW YORK, NY 10001	DOROT FELLOWSHIP PROGRAM	INDIVIDUAL	21,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			2,687,573.

FORM 990-PF GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT STATEMENT 15

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BET TZEDEK LEGAL SERVICES 145 S FAIRFAX AVE LOS ANGELES, CA 90036	TO SUPPORT SOCIAL JUSTICE PROGRAM	PUBLIC CHARITY	75,000.
BROWN UNIVERSITY 45 PROSPECT ST PROVIDENCE , RI 02906	TO SUPPORT FELLOWSHIP	PUBLIC CHARITY	125,000.
ELIL COMMUNICATION LTD. 60 NACHMANI STREET TEL AVIV, ISRAEL, ISRAEL 67776	TO SUPPPORT THE TRUDE DOTHAN FILM	PUBLIC CHARITY	10,000.
ISRAEL MUSEUM P.O. BOX 71117 JERUSALEM, ISRAEL, ISRAEL 91710	SUPPORT THE DIRECTORS FUND AND SHRINE OF THE BOOK	PUBLIC CHARITY	907,490.
JERUSALEM CINEMATHEQUE DERECH HEBRON, P.O. BOX 8561 JERUSALEM, ISRAEL, ISRAEL 91070	SUPPORT JEWISH FILM FESTIVAL	PUBLIC CHARITY	80,000.
JEWISH WOMEN'S ARCHIVE 138 HARVARD STREET BROOKLINE, MA 02446	SUPPORT EXPANDING ITS EDUCATIONAL PROGRAM	PUBLIC CHARITY	250,000.
KOL HANESHAMA P.O. BOX 1970 NEW YORK, NY 10025	SUPPORT FELLOWSHIP	PUBLIC CHARITY	25,000.
UCLA 405 HILGARD AVE LOS ANGELES, CA 90095	SUPPORT ANNUAL LECTURESHIP	PUBLIC CHARITY	20,000.

UNION FOR REFORM JUDAISM 2027 MASSACHUSETTS AVENUE, NW WASHINGTON, DC 20036	SUPPORT "JUST CONGREGATION INITIATIVE"	PUBLIC CHARITY	150,000.
W.F. ALBRIGHT INSTITUTE OF ARCHAELOGICAL RESEARCH 26 SALAH ED-DIN STREET, PO BOX 19096 JERUSALEM, ISRAEL AEL	SUPPORT FELLOWSHIP AND DIRECTORS FUND	PUBLIC CHARITY	640,000.
KENNETH B. SCHWARTZ CENTER 205 PORTLAND ST BOSTON, MA 02114	SUPPORT HIRING OF CLINICAL DIRECTOR	PUBLIC CHARITY	25,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3B			2,307,490.

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

MARCH 31, 2010

INVESTMENTS

No. of Shares or Amount of Bonds	Security	Cost or Other Basis	Market Price 3/31/10	Market Value	Increase (Decrease)
30,000	3M COMPANY	$ 2,346.718	83.57	$ 2,507.100	$ 160,382
13,000	ABBOTT LABORATORIES	565,049	52 68	684,840	119,791
45,000	AGILENT TECHNOLOGIES	711,412	34.39	1.547.550	836,138
19.500	AIR PRODUCTS & CHEMICALS INC CMN	948,797	73.95	1,442,025	493,228
1,900	AMERICAN NATL INS CO	130,617	113.54	215,726	85,109
28,600	ANADARKO PETROLEUM CORP	601,179	72.83	2,082,938	1,481,759
3,800	APACHE CORP	472,530	101 50	385,700	(86,830)
11,300	ASSURANT INC	360.853	34.38	388,494	27,641
15,000	AXIS CAPITAL HOLDINGS LTD	406,572	31.26	468,900	62,328
17.100	BABCOCK & BROWN AIR LTD SPONSD ADR	392.548	10.34	176.814	(215,734)
25,000	BAKER HUGHES INC	842,678	46.84	1,171,000	328,322
16.000	BECTON DICKINSON & CO COM	1.212,851	78.73	1,259.680	46,829
24.800	BROOKFIELD ASSET MANAGEMENT INC. CL A	434,016	25.42	630,416	196.400
5.800	BROOKFIELD HOMES CORP	227,414	8.74	50.692	(176.722)
7.500	CANADIAN NATURAL RES LTD	418.498	74 04	555.300	136.802
10.200	CHUBB CORP	403,722	51.85	528.870	125,148
40,000	COMCAST CORP CLASS A SPECIAL	589,352	17.97	718.800	129.448
40,000	DENBURY RESOURCES INC	669,040	16.87	674.800	5,760
11.800	DEVON ENERGY CORP NEW COM	911,909	64.43	760.274	(151,635)
37.500	DEVON ENERGY CORP NEW COM	2.235.639	64.43	2.416.125	180.486
26.424	DIRECTV GROUP INC	-	33 81	893.395	893.395
21,905	DISCOVERY COMMUNICATIONS. INC SER A	310.691	33.79	740,170	429,479
10.500	EMERSON ELEC CO COM	382,078	50.34	528,570	146,492
20.000	ENSCO INTL LTD SPONSORED ADR	1,043.219	44.78	895.600	(147,619)
8.000	EOG RESOURCES INC CMN	106.141	92.94	743.520	637.379
4.200	EOG RESOURCES INC CMN	375.852	92 94	390.348	14.496
4.000	EQT CORP COM	125.606	41 00	164.000	38.394
22,000	EQUITABLE CORPORATION	697,243	41.00	902,000	204.757
19,800	ERSTE BANK DER OESTERREICHISCHEN	-	40 50	801.900	801.900
25.000	FEDEX CORP COM	2.383.942	93 40	2.335,000	(48,942)
7.000	HARTFORD FINANCIAL SRVCS GROUP CMN	132.516	28.42	198.940	66.424

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

MARCH 31, 2010

INVESTMENTS (Continued)

No. of Shares or Amount of Bonds	Security	Cost or Other Basis	Market Price 3/31/10	Market Value	Increase (Decrease)
22,500	HEWLETT-PACKARD CO. CMN	$ 797,590	53.15	$ 1,195,875	$ 398,285
14,700	INTL BUSINESS MACHINES CORP CMN	929,032	128.25	1,885,275	956,243
8,700	JOHNSON & JOHNSON	529,438	65.20	567,240	37,802
24,000	LEUCADIA NATL CORP COM	302,893	24.81	595,440	292,547
20,900	LIBERTY GLOBAL INC COM SER A	367.540	29.16	609,444	241,904
20,900	LIBERTY GLOBAL INC COM SER C	336,997	28.89	603.801	266,804
6,605	LIBERTY MEDIA CAPITAL GRP SER A	70,150	36 37	240.224	170,074
31.800	LOEWS CORP	1,151.040	37.28	1,185,504	34,464
20.000	MARINER ENERGY INC.	377,036	14.97	299.400	(77,636)
29,750	NESTLE SA SPONSORED ADRS REGISTERED	706,736	51.30	1,526,294	819.558
10.000	NORFOLK SOUTHERN CORP	309,982	55.89	558.900	248,918
10,000	NOVARTIS AG	468.949	54.10	541.000	72,051
52.600	OLD REP INTERNATIONAL CORP	532,526	12.68	666,968	134,442
30.700	ORACLE CORPORATION	577,660	25.71	789.297	211.637
32.500	PALL CORP COM	774,408	40 49	1,315,925	541,517
22.500	PERKINELMER INC COM	445,040	23.90	537,750	92,710
18,400	PIONEER NATURAL RESOURCES INC	751,333	56.32	1.036.288	284.955
7.000	PRAXAIR INC CMN	540,236	83.00	581.000	40,764
24,000	RECKITT BENCKISER GROUP PLC SHS	371,676	55.55	1,333,200	961.524
10,000	ROCKWELL COLLINS INC	499,393	62.59	625,900	126,507
72,400	SANDVIK AB	1.057,771	12.40	897,760	(160,011)
20,000	SCRIPPS NETWORKS INTERACT INC CL A COM	827.930	44.35	887.000	59,070
45.200	SKF FRUEHER AB SVENSKA	837,348	17.10	772.920	(64.428)
9.000	THE TRAVELERS COMPANIES; INC CMN	486.876	53 94	485,460	(1.416)
22.500	THERMO FISHER SCIENTIFIC INC CMN	823.108	51 44	1,157.400	334,293
12.500	TORCHMARK CORP	543,147	53.51	668.875	125.728
25,000	UNION PACIFIC CORP COM	808.462	73.30	1,832.500	1.024.038
14,500	UNUM GRP CO.(Formerly UnumProvident)	214,957	24 77	359.165	144.208
15.500	VALIDUS HOLDINGS LTD COM SHS	388.284	27.53	426.715	38.431
15.900	WABCO HOLDINGS INC.	313,618	29.92	475,728	162,110

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

MARCH 31, 2010

INVESTMENTS (Continued)

No. of Shares or Amount of Bonds	Security	Cost or Other Basis	Market Price 3/31/10	Market Value	Increase (Decrease)
21,400	WEIGHT WATCHERS INTERNATIONAL, INC. CMN	$ 516,941	25.53	$ 546,342	$ 29,401
80,000	WILLIAMS COMPANIES INC. (THE) CMN	1,236,029	23.10	1,848.000	611,971
80.500	XEROX CORP	1,280,019	9.75	784.875	(495,144)
80,000	XEROX CORP	883,118	9.75	780,000	(103,118)
400,000	UNITED STATES TREAS BILL 04/15/10	2.413.218	99.99	2,414,853	1,635
500,000	UNITED STATES TREAS BILL 06/17/10	1.199,121	99.97	1,199,628	507
		$ 45.108.283		$ 59,491,434	$ 14.383,151

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

GAINS AND LOSSES ON SALES OF INVESTMENTS

FOR THE YEAR ENDED MARCH 31, 2010

No. of Shares or Amount of Bonds	Security	Cost Basis	Sales Proceeds	Gain (Loss)
20,000	ACCENTURE LTD CL A	609,522	758,762	149,240
20,000	AGILENT TECHNOLOGIES	360,774	645,396	284,622
5,000	AGILENT TECHNOLOGIES	92,630	161,349	68,719
100	ANADARKO PETROLEUM CORP	2,467	6,486	4,019
5,400	ANADARKO PETROLEUM CORP	114,205	350,270	236,065
2,000	BOEING CO COM	122,915	101,774	(21,141)
1,000	BOEING CO COM	61,457	52,793	(8,664)
8,000	BOEING CO COM	510,823	342,751	(168,072)
4,500	BOEING CO COM	280,974	192,798	(88,177)
2,000	BOEING CO COM	124,877	81,864	(43,013)
2,500	BOEING CO COM	156,097	128,987	(27,110)
2,500	BOEING CO COM	150,027	131,983	(18,044)
3,500	BURLINGTON NRTHN SANTA COM	112,907	341.824	228,916
2,500	BURLINGTON NRTHN SANTA COM	147,637	244,160	96,522
4,000	BURLINGTON NRTHN SANTA COM	228,432	390,656	162.224
2,500	BURLINGTON NRTHN SANTA COM	212,123	244,160	32.037
6,250	CITIGROUP INC. CMN	333,126	24,877	(308,248)
6,250	CITIGROUP INC CMN	330,151	24,877	(305.274)
10,000	CITIGROUP INC CMN	386,270	39,804	(346.466)
16.875	CITIGROUP INC. CMN	591,265	67.169	(524,095)
5,625	CITIGROUP INC. CMN	180.918	22,390	(158,528)
1,500	CSX CORPORATION	36,514	67,905	31.391
6,000	CSX CORPORATION	146,055	276 229	130,174
2,500	CSX CORPORATION	62,946	113.175	50.229
-	DIRECTV GROUP INC	-	16	16
2,505	DISCOVERY COMMUNICATIONS, INC SER C	33,746	65,999	32,253
8,165	DISCOVERY COMMUNICATIONS, INC SER C	106,207	215,123	108.916
635	DISCOVERY COMMUNICATIONS, INC SER C	8,260	16,692	8,433
10.600	DISCOVERY COMMUNICATIONS, INC SER C	130,750	278,643	147,894
18,000	DREW INDUSTRIES INC.	373,797	396,007	22.210
650	DREW INDUSTRIES INC.	12,960	14,300	1,340
750	DREW INDUSTRIES INC.	14.954	16,475	1,520
5,300	ERSTE GROUP BANK AG WIEN RTS AUG SHS	146,185	-	(146.185)
4,800	ERSTE GROUP BK AG WIEN 09 RTS EXP 04/29/09	366,819	-	(366,819)
3,400	ERSTE GROUP BK AG WIEN 09 RTS EXP 04/29/09	253,886	-	(253.886)
6,300	ERSTE GROUP BK AG WIEN 09 RTS EXP 04/29/09	464,499	-	(464,499)

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

GAINS AND LOSSES ON SALES OF INVESTMENTS (Continued)

FOR THE YEAR ENDED MARCH 31, 2010

No. of Shares or Amount of Bonds	Security	Cost Basis	Sales Proceeds	Gain (Loss)
15,400	FOREST OIL CORP COM	530.388	284,198	(246,190)
5,000	HARTFORD FINANCIAL SRVCS GROUP CMN	403,378	139,069	(264,309)
7,500	HARTFORD FINANCIAL SRVCS GROUP CMN	605,067	212,785	(392,282)
10,000	HARTFORD FINANCIAL SRVCS GROUP CMN	813,449	278,139	(535,310)
2,500	HARTFORD FINANCIAL SRVCS GROUP CMN	47,327	70,970	23,643
3.000	HARTFORD FINANCIAL SRVCS GROUP CMN	56,793	87,275	30,482
3,000	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	73,850	75,569	1,719
4,500	HONDA MTR LTD ADR REPRESENTING 2 ORD SHS	110,775	122,381	11,606
12,600	INGERSOLL RAND CO LTD CLASS A (BERMUDA)	540,447	208,637	(331,810)
26.800	KIMCO REALTY CORP	349,794	228,111	(121,683)
19,800	KIMCO REALTY CORP	156,059	168,530	12,471
1,002	LIBERTY MEDIA CORP NEW LIB STAR COM A	161.971	48.013	(113,958)
1,640	LIBERTY MEDIA CORP NEW LIB STAR COM A	232,057	78,584	(153,473)
2,500	NORFOLK SOUTHERN CORP	79,046	137,963	58,917
5,000	NORFOLK SOUTHERN CORP	173,336	275,926	102,590
7,300	ROCKWELL COLLINS INC	255,388	408,689	153,301
4,400	ROCKWELL COLLINS INC	159,848	246,333	86,485
18,800	ROWAN COS INC	695,735	405,434	(290,301)
5.000	SPIRIT AEROSYSTEMS HLDGS INC CL A	66,423	99,600	33,178
7,500	SPIRIT AEROSYSTEMS HLDGS INC CL A	99,634	169,310	69,677
35.000	TALISMAN ENERGY INC	568,594	594,713	26,120
3,600	TALISMAN ENERGY INC	64,290	61,171	(3.119)
1.500	TOYOTA MTR CO SPON ADR	111,954	100,125	(11.830)
2,500	TOYOTA MTR CO SPON ADR	186,591	164,861	(21.729)
1,000	TOYOTA MTR CO SPON ADR	74,636	75,615	978
2,000	TOYOTA MTR CO SPON ADR	144,737	151,229	6.493
3,000	TOYOTA MTR CO SPON ADR	217,105	234,267	17,162
497	TOYOTA MTR CO SPON ADR	37,595	33,175	(4.420)
2.000	TOYOTA MTR CO SPON ADR	150,178	133,500	(16.679)
3	TOYOTA MTR CO SPON ADR	164,861	200	(164,661)
19,000	WILLIS GROUP HOLDINGS LTD	433,140	535.269	102.129
1,500	WILLIS GROUP HOLDINGS LTD	34,384	42,258	7,874
14,500	WILLIS GROUP HOLDINGS LTD	325,289	408,495	83.206
8,000	XTO ENERGY CORP	265,960	361,622	95.662
	subtotal	15,657,255	12,457,710	(3.199.545)

DOROT FOUNDATION

SUPPLEMENTAL SCHEDULES

GAINS AND LOSSES ON SALES OF INVESTMENTS (Continued)

FOR THE YEAR ENDED MARCH 31, 2010

No of Shares or Amount of Bonds	Security	Cost Basis	Sales Proceeds	Gain (Loss)
3,500,000	UNITED STATES TREAS BILL 10/16/08	3,474,041	3,500,000	25,959
100,000	UNITED STATES TREAS BILL 10/15/09	99,848	99,868	20
200,000	UNITED STATES TREAS BILL 10/15/09	199,696	199,743	46
400,000	UNITED STATES TREAS BILL 10/15/09	399,392	399,636	244
75.000	UNITED STATES TREAS BILL 10/15/09	74,886	74,947	60
55,000	UNITED STATES TREAS BILL 06/18/09	54,985	55,000	15
240,000	UNITED STATES TREAS BILL 10/15/09	239,635	239,933	297
2,505,000	UNITED STATES TREAS BILL 10/15/09	2,501,194	2,505,000	3,806
90,000	UNITED STATES TREAS BILL 12/17/09	89,989	89,990	1
165.000	UNITED STATES TREAS BILL 12/17/09	164,980	164,993	13
705.000	UNITED STATES TREAS BILL 12/17/09	704,914	705,000	86
175.000	UNITED STATES TREAS BILL 12/17/09	174,978	175,000	22
100,000	UNITED STATES TREAS BILL 12/17/09	99,985	100,000	15
15,000	UNITED STATES TREAS BILL 12/17/09	14,998	15.000	2
85,000	UNITED STATES TREAS BILL 04/15/10	84,949	84,992	43
400,000	UNITED STATES TREAS BILL 10/23/08	399,919	400,000	81
500,000	UNITED STATES TREAS BILL 05/14/09	497,962	500,000	2,038
800,000	UNITED STATES TREAS BILL 05/21/09	798,122	800,000	1.878
300,000	UNITED STATES TREAS BILL 12/03/09	299,551	299,722	171
700,000	UNITED STATES TREAS BILL 12/03/09	698,953	699,404	451
	subtotal	11,072,979	11,108,227	35,248
	total	$ 26,730.234	$ 23,565,937	$ (3,164,298)

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE & FIXTURES	071595	200DB	7.00	17	1,020.			1,020.	1,020.		0.
2	FURNITURE & FIXTURES	101595	200DB	7.00	17	2,740.			2,740.	2,740.		0.
3	FURNITURE & FIXTURES	011596	200DB	7.00	17	3,786.			3,786.	3,786.		0.
4	EQUIPMENT	071095	200DB	5.00	17	850.			850.	850.		0.
5	EQUIPMENT	081595	200DB	5.00	17	726.			726.	726.		0.
6	EQUIPMENT	090195	200DB	5.00	17	3,991.			3,991.	3,991.		0.
7	EQUIPMENT	100395	200DB	5.00	17	10,360.			10,360.	10,360.		0.
8	EQUIPMENT	031596	200DB	5.00	17	477.			477.	477.		0.
9	SOFTWARE	021496	SL	3.00	16	11,500.			11,500.	11,500.		0.
10	EQUIPMENT	090196	200DB	5.00	17	10,483.			10,483.	10,483.		0.
11	EQUIPMENT	090197	200DB	5.00	17	3,490.			3,490.	3,490.		0.
12	EQUIPMENT	051603	200DB	5.00	17	6,632.			6,632.	6,632.		0.
13	SOFTWARE	040904	SL	3.00	16	3,645.			3,645.	3,645.		0.
14	SOFTWARE	081104	SL	3.00	16	8,080.			8,080.	8,080.		0.
15	FURNITURE & FIXTURES	072005	200DB	7.00	17	2,375.			2,375.	1,801.		212.
16	SOFTWARE	062606	SL	3.00	16	1,488.			1,488.	1,364.		124.
17	LEASEHOLD IMPROVEMENT	092206	SL	15.00	16	6,000.			6,000.	1,000.		400.
18	LEASEHOLD IMPROVEMENT	092906	SL	15.00	16	6,000.			6,000.	1,000.		400.

928102
06-24-09

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

2009 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
19	LEASEHOLD IMPROVEMENT	112806	SL	15.00	16	500.			500.	77.		33.
20	COMPUTER EQUIPMENT	102208	200DB	5.00	17	4,224.		2,112.	2,112.	422.		676.
	* TOTAL 990-PF PG 1 DEPR					88,367.		2,112.	86,255.	73,444.	0.	1,845.

928102
06-24-09

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed)

Type or print File by the extended due date for filing your return See instructions	Name of exempt organization DOROT FOUNDATION	Employer identification number 13-6116927
	Number, street, and room or suite no If a P O box, see instructions. C/O MARKS PANETH ET AL - 622 THIRD AVE	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEW YORK, NY 10017-6701	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ C/O MARKS ET AL - 622 THIRD AVE - NEW YORK, NY 10017
  Telephone No ▶ 212-503-8800 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 is for

4 I request an additional 3-month extension of time until FEBRUARY 15, 2011.

5 For calendar year ______, or other tax year beginning APR 1, 2009, and ending MAR 31, 2010

6 If the tax year entered in line 5 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
INFORMATION NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN IS NOT YET AVAILABLE

8a	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	8a	$ 85,000.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	$ 85,609.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ CPA Date ▶

923842
01-03-11