

See a Social Security Number? Say Something! Report Privacy Problems to https://public.resource.org/privacy Or call the IRS Identity Theft Hotline at 1-800-908-4490





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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation
on may be able to use a copy of this return to satisfy state re

OMB No 1545-0052 2009

E 3	_	al Revenue Se				De able to use a copy of	01 , 2009,			03/31, 2010
35			<u>.</u>	or tax year begi						
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-			Name of fou	Amended	return	Addres	ss change		Name change	
2			li .	ARD AND FLO	A Employer identif	ication number				
8		the IRS		EDWARD PALE			1014		51.	-0196679
. 10		label. nerwise,	<u> </u>					D / 1		
8	Oli	print	Number and	street (or PO box	number if	mail is not delivered to street	address)	Room/suite	B Telephone number (se	e page 10 of the instructions)
	o	r type.	CEO BACI	T CDECCENT	מעראוו	r cuint 100			, , ,	01) 760-9970
2010	See	Specific				E, SUITE 100			C II exemption applic	
	Inst	ructions.	City or town	, state, and ZIP co	de				pending check her	
			UDDED G	ADDIE DIVE	N N T	07450			D 1 Foreign organiza	tions check here .
				ADDLE RIVER				 -	2 Foreign organiza 85% test check	
ļ	<u> </u>	n	e of organiza			c)(3) exempt private f			computation .	
	<u> </u>			nexempt charitabl		Other taxable pri			E If private foundation	n status was terminated
Į				assets at end	1 —	unting method X Ca	ash Acc	rual	under section 507(i	o)(1)(A) check here
			om Part II, co			ther (specify)				in a 60-month termination
		6) ▶ \$		89,017.	' 	column (d) must be on	casn basis)		under section 507(t	o)(1)(B) check here .
1	Pa			enue and Expensiolumns (b), (c), and		(a) Revenue and	(b) Net inve	stment	(c) Adjusted net	(d) Disbursements for charitable
		mayı	not necessarily	equal the amount	s in	expenses per books	incom		income	purposes
	_	colun	nn (a) (see pag	ge 11 of the instruc	tions))	DOURS				(cash basis only)
	'	Contribu		etc received (attach so						
	1	2 Check		Sch B		11,746.	1	1,746.	 	7 m C I 1
	;		-	I temporary cash inve	l l	5,709		5,709.		ATCH 1
	4			est from securities		3,709.		3,709.		ATCH 2
	1	a Gross	rents				1			
	1		-	ss)		1,795.		-	· · · · · · · · · · · · · · · · · · ·	
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	Kevenue	assets	on line 6a					1,795.		
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				ome (if negative, e			2	27,342.	··· ·	
				- (,		 			

c Adjusted net income (if negative, enter -u-). . . 1

The Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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JSA 0160556-00001

1 Cash : non-interest-bearing (a) Book Velue (b) Fair Market Value (c) Fair Market Value (c) Solid Value (c) Fair Market Value (c) Solid Value (c) Solid Value (c) Solid Value (c) Fair Market Value (c) Solid Value (c) So	P	art II	Attached schedules and amounts in the description column should be for end-of-year	Beginning of year	End of	year
2. Savings and temporary cash investments			amounts only (See instructions)			
a Accounts receivable		1 `	Cash - non-interest-bearing			•
4 Pledges reconsible ► Less allowance for obultful accounts ► 5 Grants recevable 6 Reconsible due from officers, directors, trustees, and other disqualified persons (states schedule) to get page 16 of the misutucins) 7 Other noises and ioans reconsible (attach schedule) ► 8 Inveniones for sale of use severable (attach schedule) ► 10 a Investments of sale of use severable (attach schedule) ► 10 a Investments - corporate stock (attach schedule) ATCH 6		₽ 2	Savings and temporary cash investments	665,941.	535,490.	535,490.
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S Grants receivable 6 Receivables due from officers, directors, inustiess, and other disqualitied persons (attach schedule) (see page 16 of the instructions) 7 Other notes and loans receivable (attach schedule) Less allowance for doubtful accounts 9 Prepared appraises and deterred charges 9 Prepared appraises and deterred charges 10 Prepared appraises and deterred charges 10 Investments - US and state government disignations (attach schedule) 11 Investments - corporate bornds (attach schedule) 12 Investments - corporate bornds (attach schedule) 13 Investments - corporate bornds (attach schedule) 14 Investments - corporate bornds (attach schedule) 15 Other assets (descended in schedule) 16 Total assets (descended in schedule) 17 Accounts payable and accrued expenses 18 Grants payable 19 Deferred revenue 19 Deferred revenue 10 Deferred revenue 11 Deferred revenue 12 Cloars from chicers, decions, inustees, and other dequaleted persons 12 Deferred revenue 12 Cloars from chicers, decions, inustees, and other dequaleted persons 13 Total liabilities (acid lines 17 through 22) 15 Crapital stock, frust principal, or current funds 16 Poundations that do not follow SFAS 117, check here bare and complete lines 24 through 35 and 31. 16 Poundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► X 16 Poundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► X 17 Capital stock, frust principal, or current funds 18 Poundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► X 18 Poundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► X 19 Poundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► X 20 Poundations that do not			Less allowance for doubtful accounts ▶		1	
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15 Other assets (describe			Land, buildings, and equipment basis Less accumulated depreciation			
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28 Paid-in or capital surplus, or land, bldg_and equipment fund	ŏ	27	1			
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Section Part III Analysis of Changes in Net Assets or Fund Balances	⋖	امما				
31 Total liabilities and net assets/fund balances (see page 17 of the instructions). 2,277,743. 2,208,618. 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 2,272,743. 2 Enter amount from Part I, line 27a 2 -15,546. 3 Other increases not included in line 2 (itemize) ▶ 3 4 Add lines 1, 2, and 3 4 2,257,197. 5 Decreases not included in line 2 (itemize) ▶ ATTACHMENT 8 5 48,579.	Š			2,272,743.	2,208,618.	
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5 Decreases not included in line 2 (itemize) ► ATTACHMENT 8 5 48,579.	3	Othe	er increases not included in line 2 (itemize)			0 053 103
~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~~	4	Add	lines 1, 2, and 3		4	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30   6   2, 208, 618.				<del> </del>	<del></del>	
Form 990-DF (2000)	<u>6</u>	Tota	I net assets or fund balances at end of year (line 4 minus l	ine 5) - Part II, column (b),	line 30 6	

Form 990-PF (2009)		51-01966	79		Page 3
Part IV Capital Gains	s and Losses for Tax on Inve	estment Income			
•	d describe the kind(s) of property sold (		(b) How acquired	(c) Date	(d) Date sold
, ,	prick warehouse; or common stock, 200	•	P-Purchase D-Donation	acquired (mo , day, yr )	(mo , day, yr )
1a SEE PART IV SCHE			D-Donation		
b	•				
				<del>  -</del>	
C	<del></del>		<del> </del>	<del> </del>	<del> </del>
<u>d</u>				-	
е		(a) Cost or other basis		1.0 "	<u> </u>
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (lo (e) plus (f) min	
_a					
b					
_c					
_d					
е					
Complete only for assets s	showing gain in column (h) and own	ned by the foundation on 12/31/69	(1)	Gains (Col (h) g	ain minus
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (ı) over col (j), ıf any		(k), but not less Losses (from co	than -0-) <b>or</b>
a					
b					
C					<del></del>
d		<del>-</del>			
					<u> </u>
е		nain also enter in Part Lline 7		··	
2 Capital gain net income or	r (net capital loss)	gain, also enter in Part I, line 7 (loss), enter -0- in Part I, line 7	2		1,795.
3. Net short-term capital gail	יי ) n or (loss) as defined in sections 12		-		
· · ·	, line 8, column (c) (see pages 13				
•					
11 (loss), enter-0-in Part I,	nder Section 4940(e) for Redu	· · · · · · · · · · · · · · · · · · ·	3		
(For optional use by domesti	ic private foundations subject to the	e section 4940(a) tax on net investi	ment inco	ome.)	
40.404.040					
If section 4940(d)(2) applies	, leave this part blank.				
					7 (7)
	the section 4942 tax on the distrib		ase perio	^{id?} ∟	Yes X No
	not qualify under section 4940(e)	<del></del>			
	ount in each column for each year	, see page 18 of the instructions be	efore mal	<del></del>	
(a) Base period years	(b)	(c)		<b>(d)</b> Distribution r	atio
Calendar year (or tax year beginning in)	Adjusted qualifying distributions	Net value of noncharitable-use assets		(col (b) divided by	y col (c))
2008	96,405.	1,073,328.			0.089819
2007	83,660.	968,272.			0.086401
2006	109,948.	2,021,760.			0.054382
2005	78,146.	1,449,231.			0.053922
2004	23,468.	1,405,494.			0.016697
2 Total of line 1, column (d	1)		2		0.301221
,	o for the 5-year base period - divide	the total on line 2 by 5, or by the			
•	ndation has been in existence if less		3		0.060244
number of years the rout	idation has been in existence in less	s man 5 years	3	<del></del>	
4 Fatantha anti-alica of an		- Dod V. kan 5			905,857.
4 Enter the net value of no	ncharitable-use assets for 2009 fro	m Part X, line 5	4		903,037.
					C 4 C 7 0
5 Multiply line 4 by line 3			5		54,572.
6 Enter 1% of net investme	ent income (1% of Part I, line 27b)		6	<del> </del>	273.
7 Add lines 5 and 6			7		54,845.
8 Enter qualifying distribution	ons from Part XII, line 4		8		37,415.
If line 8 is equal to or gi Part VI instructions on par	reater than line 7, check the box i	in Part VI, line 1b, and complete	hat part	using a 1% ta	x rate See the
ran vimsnuchons on pa	ye io				

Page 4  Page 4  Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 9490(c), or 4948 - see page 18 of the instructional 18 Expray operating bundations described in 940(g)(2), chock here   and enter NAY or here		, 000 DE (2000)	51-0196679			٠,	A
13 Exercit operating Soundations described in Section 4940(6)(2), closch here				nage 18 of t	he ins		
Obtained foundations that meet the section 490(g) requirements in Part V, check  by Comessic foundations that meet the section 490(g) 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, cot (th)  2 Tax under section \$11 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-).  3 3 547.  3 Add lines 1 and 2  3 Add lines 1 and 2  5 Washtile A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-).  5 Tax based on investment mones. Subtract line 4 from line 3 If it can only only only only only only only onl				page 10 of t	110 1113	ti detit	<i>,</i> ,,,,
b Demester Coundations that meet the section 4940(e) requirements in Part V, check    1		•					
here ▶ □ and enter 1% of Part, line 27b  All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4%  of Part   I, line 12; cot (10)  2 Tax under section 51 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0) . 2  3 3 547.  Add lines 1 and 2 . 3 3 547.  Subtilie A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0) . 4 0.  5 Tax based on investment uncome. Subtract line 4 from line 3 if zero or less, enter -0. 5 5 547.  Credits/Payments  2 000 estimated tax payments and 2008 overpayment credited to 2008 . 6a 1, 434.  b Exempt foreign organizations-trax withheld at source . 6b 0.  c Tax paid with application for extension of time to lite (Form 8888) . 6c 0.  d Backup withholding erroneously withheld 4 source . 6b 0.  c Tax paid with application for extension of time to lite (Form 8888) . 6c 0.  d Backup withholding erroneously withhold 4 . 6d 1 . 7 . 1, 434.  Finite any penalty for underspayment of estimated tax Check here □ if Form 2200 is attached . 8.  Enter any penalty for underspayment of estimated tax Check here □ if Form 2200 is attached . 8.  10 Enter the amount of line 5 and 8 is more than line 7, enter amount ower . 9 . 9			t l	1		5	47.
a All other domesture foundations enter 2% of the 27b Exempt foreign organizations enter 4% of Part I, line 12, col (8)  2 Tax under section 51 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0			(				
of Part Line 12, cot (b)  2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter-0-).  3 3 5.47.  4 0.3 details 1 and 2  5 Add lines 1 and 2  5 Tax based on investment income. Subtract line 4 from line 3 if series or less, enter-0  5 Tax based on investment income. Subtract line 4 from line 3 if series or less, enter-0  5 Tax based on investment income. Subtract line 4 from line 3 if series 0-6.  6 Credis/Payments  2 2009 estimated tax payments and 2008 overpayment credited to 2009.  6 Backup withholding erioneously withheld  6 Credis/Payments  2 2009 estimated tax payments and 2008 overpayment credited to 2009.  6 Backup withholding erioneously withheld  7 Torial credits and payments Add lines 6 kill (form 8868).  6 Credis/Payments  8 First any perments Add lines 6 kill (form 8868).  6 Credis/Payments  8 First any perments Add lines 6 kill (form 8868).  6 Credis/Payments  8 First any perments (for incompayment of estimated tax. Check here in a first perment (for incompayment) (for incompayment of estimated tax.)  8 First perments (for incompayment) of estimated tax.  7 Torial credits and payments and 8 kill more than 10 or 7, ortor amount owed  9 Tax due. If the total of lines 5 and 8 is more than 10 or 7, ortor amount owed  9 Tax due. If the total of lines 5 and 8 is more than 10 or 7, ortor amount owed  9 Tax due. If the total of lines 5 and 8 is more than 10 ortor amount owed  9 Tax due. If the total of lines 5 and 8 is more than 10 ortor amount owed  10 Verpayment, If fine 7 is more than 10 ortor amount owed  10 Verpayment, If fine 7 is more than 10 ortor amount owed  10 Verpayment, If fine 7 is more than 10 ortor amount owed  10 Verpayment, If fine 7 is more than 10 ortor amount owed  10 Verpayment, If fine 7 is more than 10 ortor amount owed  10 Verpayment, If fine 7 is more than 10 ortor amount owed  10 Verpayment, If fine 7 is more than 10 ortor amount owed  10 Verpayment, If fine 7 is more than 10 ortor amount owed  10 Verpayment, If fine 7 is more							
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b Exempt foreign organizations-tax withheld at source  c Tax paid with application for extension of time to fite (Form 8868)  d Backup withholding erroneously withheld  f Total credits and payments. Add lines 6a through 6d.  7 Total credits and payments. Add lines 6a through 6d.  7 Total credits and payments. Add lines 6a through 6d.  8 Enter any penalty for underpayment of estimated tax. Check here		· • • • • • • • • • • • • • • • • • • •	1,434.				
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d Backup withholding erroneously withhold 7 Total credits and payments Add lines & through &			0.				
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8 Enter any penalty for underpayment of estimated tax. Check here				7		1,4	34.
Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed  Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  Disparing the amount of line 10 to be Credited to 2010 estimated tax ▶  Fart VII-A Statements Regarding Activities  1a During the tax year, did the foundation attempt to influence any national, state, or focal legislation or did it participate or intervene in any political cardinagin?  Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?  If the answer is "Yes" to 1 are 1 b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities  Did the foundation file Form 1120-POL for this year?  If the answer is "Yes" to 1 are 1 b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities  Did the foundation like Form 1120-POL for this year?  If the answer is "Yes" to 1 are 1 b, attach a detailed description of the activities  Did the foundation his Form 1120-POL for this year?  If Yes, "attach a detailed description of the activities (section 4955) imposed during the year:  (1) On the foundation managers ▶ \$  Has the foundation managers ▶ \$  Has the foundation on apaged in any activities that have not previously been reported to the IRS?  If Yes, "attach a detailed description of the activities  Has the foundation have unrelated business gross income of \$1,000 or more during the year?  Was there a liquidation, termination, dissolution, or substantial confirmed copy of the changes  If Yes, "attach the statement required by General Instruction T  Are the requirements of section 508(g) (relating to sections 4941 through 4945) satisfied either  By language in the governing instrument, or  By state (equirements of section 508(g) (relating to sections 4941 through 4945) satisfi						····	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount or line 10 to be Credited to 2010 estimated tax ► 887. Refunded ► 11	-	,, , , , <u> </u>					
The Enter the amount of line 10 to be. Credited to 2010 estimated tax ▶ 89. Refunded ▶ 11  The Part VIPA Statements Regarding Activities  1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it year for more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?  1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?  1b X  1i 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  1c Did the foundation the form 1120-POL for this year?  1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:  (1) On the foundation ►\$  2 Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ►\$  2 Has the foundation engaged in any activities that have not previously been reported to the IRS?  2 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 detailed description of the activities  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 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 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 detaile						8	87.
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4a		incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy	of the changes		3		X
b If "Yes," has it filed a tax return on Form 990-T for this year?  Was there a liquidation, termination, dissolution, or substantial contraction during the year?  If "Yes," attach the statement required by General Instruction T  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?  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.  Ba Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NJ,  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.  By It the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV.  Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their	4 a				1	Х	
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	10	Did any persons become substantial contributors during the tax year? If "Yes	s," attach a schedule li	sting their			

11 A party finite during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).  12 X P. Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?  12 X S. Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  13 X Websta address ► N/A  Websta Address ► N/	ell	VI-A Statements Regarding Activities (continued)			
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13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before		ļ	
Website address ►  Website address ►  Website address ►  Notated at PATTACHMENT 9  ITP + 4 ► 07458  ITP + 4 ► 07458  IS Section 4947(a)(1) nonexempt chantable trusts filing Form 990.PF in lieu of Form 1041 - Check here and errier the amount of bax-exempt interest received or accruse during the year and errier the amount of bax-exempt interest received or accruse during the year strategies of the amount of bax-exempt interest received or accruse during the year strategies of the form 4720 if any tiem is checked in the "Yes" column, unless an exception applies.  Is Statements Regarding Activities for Which Form 4720 May Be Required  File Form 4720 if any tiem is checked in the "Yes" column, unless an exception applies.  Is 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 (?)  (3) Furnish goods, services, or facilities to (or accept them 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 reimbruse the expenses of, a disqualified person? Yes X No (5) Transfer any income or assets to a disqualified person (and the extension of the pay amoney or property to a government official? (Exception, Check "No" if the benefit or use of a disqualified person (?)  (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 if (1-6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 494 1(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?  Organizations relying on a current notice regarding disaster assistance (see page 20 of the misructions)?  The property		August 17, 2008?	12		Х
14 The books are in care of \$\ \] ANE LONGO Telephone no \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	
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File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  1 During the year did the foundation (either directly or indirectly)  (1) Engage in the sale or exchange, or leasing of properly with a disqualified person?					
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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?  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?  If "Yes," list the years   Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)  If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here	b		1.		
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6e, Part XIII) for tax year(s) beginning before 2009?	_				
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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)	b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or			
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)		disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the			
foundation had excess business holdings in 2009)		Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse			
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the			
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its			3ь		- ;,
	4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	<del>  </del>	X
	b				v
charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?   4b     A		charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?			X

devoted to position compensation	
NONE	
Total number of other employees paid over \$50,000	▶

and Contractors (continued)  3 Five highest-paid independent contractors for professional services (see page	23 of the instructions). If none.	enter "NC	 NE."
(a) Name and address of each person paid more than \$50 000	(b) Type of service		pensation
NONE	-		
	-		
	-		
		<u>.</u>	
	-		
<b>Total</b> number of others receiving over \$50,000 for professional services		▶	NONE
Part IX-A Summary of Direct Charitable Activities			
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical of organizations and other beneficiaries served conferences convened, research papers produced, etc.	information such as the number	Expe	enses
1 NONE			
			1
2			
3			
·			
	· · · · · · · · · · · · · · · · · · ·		
4			
Part IX-B Summary of Program-Related Investments (see page 23 of the	inetructions)		
Describe the two largest program-related investments made by the foundation during the tax year on lines		Am	ount
1 NONE			
	··		
2			
All other program-related investments. See page 24 of the instructions			
3 NONE			
Total. Add lines 1 through 3			

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees,

Pa	Minimum Investment Return (All domestic foundations must complete this part. Foreign see page 24 of the instructions.)	n foundations,	age <b>c</b>
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc.,		
	purposes:		
а	Average monthly fair market value of securities	1a	383,532.
b	Average of monthly cash balances	1b	536,120.
С		1c	0.
d		1d	919,652.
е			
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Cubtroat line O from line 1d	3	919,652.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25		
	of the instructions)	4	13,795.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	905,857.
6_	Minimum investment return. Enter 5% of line 5	6	45,293.
Pa	Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) prival foundations and certain foreign organizations check here	te operating art)	
1	Minimum investment return from Part X, line 6	1	45,293.
2 a	Tax on investment income for 2009 from Part VI, line 5		
b			
С		2c	547.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	44,746
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	44,746.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII,		<u> </u>
	line 1	7	44,746.
Pá	art XII Qualifying Distributions (see page 25 of the instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
а	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	37,415.
b		1b	0.
2	Program-related investments - total from Part IX-B  Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc,		
	purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	37,415.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income		
	Enter 1% of Part I, line 27b (see page 26 of the instructions)	5 N	/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	37,415.
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating w qualifies for the section 4940(e) reduction of tax in those years	hether the foundati	on

Pa	rt XIII Undistributed Income (see page	26 of the instruction	ns)		
، 1	Distributable amount for 2009 from Part XI,	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
	line 7				44,746.
2	Undistributed income, if any, as of the end of 2009			<del></del>	
∠ a	· · · · · · · · · · · · · · · · · · ·				
	Enter amount for 2008 only			<del></del>	<del> </del>
	Excess distributions carryover, if any, to 2009		······································	· · · · · · · · · · · · · · · · · · ·	
3					
a	10.503				1
D	11 540				
C	27.504				
đ	12 065				
е	1101112000	103,501.			
f	Total of lines 3a through e	103,301.			
4	Qualifying distributions for 2009 from Part XII, line 4 > \$ 37,415.				
а	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
С	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d	Applied to 2009 distributable amount				37,415.
	Remaining amount distributed out of corpus	0.			
5	Excess distributions carryover applied to 2009	7,331.			7,331.
6	(If an amount appears in column (d), the same amount must be shown in column (a)) Enter the net total of each column as indicated below:				
_	Corpus Add lines 3f, 4c, and 4e Subtract line 5	96,170.			
_	Prior years' undistributed income Subtract				
U	line 4b from line 2b				
С	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d	Subtract line 6c from line 6b Taxable				
	amount - see page 27 of the instructions				
е	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
	Undistributed income for 2009 Subtract lines				
•	4d and 5 from line 1 This amount must be distributed in 2010				
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the				
	instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	Excess distributions carryover to 2010.				
	Subtract lines 7 and 8 from line 6a	96,170.			
10	Analysis of line 9				
а	Excess from 2005				
b	Excess from 2006 11,549.		}		
c	Excess from 2007				1
d					1
e	Excess from 2009				
			·		

b.	foundation, and the ruling					
	Check box to indicate who				4942	(j)(3) or 4942(j)(5
2 a	Enter the lesser of the ad-	Tax year		Prior 3 years		(e) Total
	justed net income from Part I or the minimum investment return from Part X for each year listed	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
b	85% of line 2a					
С	Qualifying distributions from Part					
d	XII line 4 for each year listed .					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
е	Oualilying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b or c for the afternative test relied upon					
а	"Assets" alternative test - enter					
	(1) Value of all assets (2) Value of assets qualifying under section	 				
b	4942(j)(3)(B)(i) "Endowment" alternative test- enter 2/3 of minimum invest-					
	ment return shown in Part X line 6 for each year listed	1				
С	"Support" alternative test enter					
	(1) Total support other than		+			
	gross investment income (interest dividends rents					
	payments on securities toans (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	-				
Pa			Complete this part e page 28 of the in	only if the foundanstructions.)	tion had \$5,000	or more in asse
1	Information Regarding	g Foundation Manage	ers:			
а	List any managers of the before the close of any	tax year (but only if t	hey have contributed			
	EDWARD PALE	EY AND FLORENC	E PALEY			
	List any managers of	the foundation who	aa 100/ aa aaaa			
b	ownership of a partner					y large portion of th
b						y large portion of th
b 2	N/A Information Regarding	ship or other entity) o	of which the foundatio	n has a 10% or greater		y large portion of th
	N/A	ship or other entity) or general contribution, Gran the foundation only or funds. If the four	t, Gift, Loan, Scholars makes contributions idation makes gifts,	hip, etc., Programs: to preselected charitgrants, etc (see page	interest able organizations	and does not accep
2	N/A Information Regarding Check here ►	ship or other entity) or general contribution, Gran he foundation only or funds if the four her conditions, comp	t, Gift, Loan, Scholars makes contributions ndation makes gifts, lete items 2a, b, c, and	hip, etc., Programs: to preselected charit grants, etc (see page 1 d	able organizations 28 of the instructi	and does not accep
2 a	N/A Information Regarding Check here ►	g Contribution, Gran he foundation only or funds If the four her conditions, compi	t, Gift, Loan, Scholars makes contributions ndation makes gifts, lete items 2a, b, c, and	hip, etc., Programs: to preselected charit- grants, etc (see page d d m applications should be	able organizations 28 of the instructions addressed.	and does not accep
2 a	N/A  Information Regarding Check here ► if the unsolicited requests for organizations under other than the name, address, and N/A  The form in which applies	g Contribution, Gran he foundation only or funds. If the four her conditions, comp and telephone number	t, Gift, Loan, Scholars makes contributions ndation makes gifts, lete items 2a, b, c, and	hip, etc., Programs: to preselected charit grants, etc (see page d d m applications should be	able organizations 28 of the instructions addressed.	and does not accep
a b	N/A  Information Regarding Check here ► if the unsolicited requests for organizations under other than the name, address, and N/A  The form in which applies	g Contribution, Gran he foundation only or funds If the four her conditions, compi nd telephone number flications should be su	t, Gift, Loan, Scholars makes contributions ndation makes gifts, lete items 2a, b, c, and of the person to who	hip, etc., Programs: to preselected charit grants, etc (see page d d m applications should be	able organizations 28 of the instructions addressed.	and does not accep
a b	N/A  Information Regarding Check here ►	g Contribution, Gran he foundation only or funds If the four her conditions, compi nd telephone number flications should be su	t, Gift, Loan, Scholars makes contributions ndation makes gifts, lete items 2a, b, c, and of the person to who	hip, etc., Programs: to preselected charit grants, etc (see page d d m applications should be	able organizations 28 of the instructions addressed.	and does not accep
a b	N/A  Information Regarding Check here ▶ ☐ If the unsolicited requests for organizations under other than the name, address, an N/A  The form in which apple that NAME - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS - ADDRAMS	g Contribution, Gran he foundation only or funds. If the four her conditions, compi nd telephone number lications should be su RESS - PHONE #	t, Gift, Loan, Scholars makes contributions ndation makes gifts, lete items 2a, b, c, and of the person to who ibmitted and informat  - PURPOSE OF	hip, etc., Programs: to preselected charit- grants, etc (see page d d m applications should be ion and materials they ORGANIZATION	able organizations 28 of the instructi e addressed. should include	and does not accep ons) to individuals o
a b	N/A  Information Regarding Check here ▶ ☐ If it unsolicited requests forganizations under oth The name, address, an N/A  The form in which appl NAME - ADDR Any submission deadling NONE  Any restrictions or line	g Contribution, Gran he foundation only or funds If the four her conditions, compi nd telephone number fications should be su  RESS - PHONE #  nes	t, Gift, Loan, Scholars makes contributions ndation makes gifts, lete items 2a, b, c, and of the person to who ibmitted and informat  - PURPOSE OF	hip, etc., Programs: to preselected charit- grants, etc (see page d d m applications should be ion and materials they ORGANIZATION	able organizations 28 of the instructi e addressed. should include	and does not accep ons) to individuals o

Part XV Supplementary Information (co	ontinued)	oved for E	Euturo Doymont	
3 Grants and Contributions Paid Duri	If recipient is an individual,	Foundation		
Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	status of	Purpose of grant or contribution	Amount
a Paid during the year	or substantial contributor	recipient		
a Paid during the year				
ATTACHMENT 12				<u> </u>
ATTACHIBNT 12				
		1		
	<u> </u>		<u> </u>	27.165
Total		· · · · · ·	▶ 3a	37,165
<b>b</b> Approved for future payment				
			}	
			<u> </u>	
Total	<u></u>	· · · · · ·	▶ 3b	<u></u>

Form 990-PF	(2009)			51-	-0196679	Page 12
	A Analysis of Income-Produ	cing Activ	vities			
Enter gross	amounts unless otherwise indicated	Unrela (a)	ated business income (b)	Excluded by	y section 512, 513, or 514 (d)	(e) Related or exempt function income
1 Program	service revenue	Business code	Amount	Exclusion code		(See page 28 of the instructions)
a						
b						<del></del>
		-				
d						
e	·····					<del></del>
· <del></del>	and contracts from government agencies			<u> </u>		
_	ship dues and assessments					
	on savings and temporary cash investments			14	11,746.	
4 Dividend	ds and interest from securities			14	5,709.	
	al income or (loss) from real estate					
	t-financed property			<del></del>		
	debt-financed property	l'		-		
	I income or (loss) from personal property vestment income			14	19,081.	
	loss) from sales of assets other than inventory	1		18	1,795.	
	ome or (loss) from special events					· · · · · · · · · · · · · · · · · · ·
	rofit or (loss) from sales of inventory					
	venue a					
P COV	TRIBUTION					
с				-		
d				<del></del>		
e	Add columns (b), (d), and (e)			<del></del>	38,331.	
	dd line 12, columns (b), (d), and (e)		1		<del></del>	38,331.
(See works)	heet in line 13 instructions on page 28	to verify calc	ulations )		·	
Part XVI-	B Relationship of Activities	s to the Ac	complishment of E	xempt Purp	oses	
Line No.	Explain below how each activ					
▼	the accomplishment of the for page 29 of the instructions )	oundation's	exempt purposes	(otner than t	by providing tunds for	such purposes) (Se
	page 20 or the mendations ,					
		<del> </del>			··	
	-		<u> </u>			
			NOT APPLICAE	BLE		
				·		
			<del> </del>			····
					<del></del>	

orm	990-PF	(2009)						01-01966/9		Page	13
Par	t XVII		Information I Exempt Orga		ransfers To an	d Transa	ctions	and Relationships With	Nonch	aritab	le
1	Did ti	he or	ganization directly	or indirectly	engage in any of	the following	g with a	ny other organization described	,	es N	<u> </u>
	in se	ction	501(c) of the Co					ection 527, relating to political			
a	organi Transi	zations fers fr	s? om the reportina fo	oundation to a no	oncharitable exempt org	panization of				- 1	
_			, •		·	-			1a(1)	>	ζ.
									1a(2)		<u> </u>
<b>.</b>	Other								10(2)		_
U				aritable evenet e	rannization				15/1)	}	<
										<del>-   ;</del>	
									1b(2)	<del>-   ·</del>	
								· · · · · · · · · · · · · · · · · · ·			
										<del></del>	_
									1 1		
С											_
d			•					Column (b) should always show			
	value	of th	ne goods, other	assets, or serv	ices given by the	reporting for	undation	If the foundation received less	than fa	air mar	ket
	value	ın aı	ny transaction or	sharing arran	gement, show in co	olumn (d) th	ne value	of the goods, other assets, or	services	receive	ed
(a) L	ine no	(b)	Amount involved	(c) Name of r	noncharitable exempt org	anization	(d) Desc	cription of transfers, transactions, and sha	iring arrang	ements	
		N.	/A				N/A				
			<u> </u>				-				
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											_
					·						
2 a	ls the	e foun	dation directly or	indirectly affilia	ted with, or related	to, one or n	nore tax-e	xempt organizations described in			
	sectio	n 501	(c) of the Code (oth	ner than section 5	501(c)(3)) or in section	527?			Yes	LX N	0
<u>b</u>	If "Ye		mplete the following				<del></del>				
		(a)	Name of organization	n	(b) Type of o	organization		(c) Description of relation	ship		
								· · · · · · · · · · · · · · · · · · ·			
						·		· · · - · · · · · · · · · · · · · · · ·			
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								fules and statements and to the best of seed on all information of which prepare			
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"		ioco,	o of officer as tour				Data	Title			
er	, 5	ignatur T	e of officer or trustee	11/1			Date	Title	. doct-f		
Sign Here	en.	1	. #			Date	/ /	Check If Preparer's number (S	ee Signáti	ire on	
ig	Paid reparer's Ise Only	Prep	arer's	18h		9/4	1/1010	self-employed page 30 of P00502		tions)	
<b>"</b>	Paid Preparer Use Only	Firm	's name (or yours if	GRANT	THORNTON LLP		<u></u>	EIN ▶ 36-6055			_
	جَ جَ		employed), adaress		OAD STREET				<del></del>		

10004-2306 Phone no 212-422-1000

and ZIP code

NEW YORK, NY

#### SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service Name of estate or trust

#### **Capital Gains and Losses**

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

THE EDWARD AND FLORENCE PALEY FOUNDATION

OMB No 1545-0092

Employer identification number

(F/K/A EDWARD PALEY FOUNDATION) 51-0196679 Note: Form 5227 filers need to complete only Parts I and II Short-Term Capital Gains and Losses - Assets Held One Year or Less (e) Cost or other basis (f) Gain or (loss) for (b) Date acquired (a) Description of property (c) Date sold (see page 4 of the (d) Sales price the entire year (Example 100 shares 7% preferred of "Z" Co) (mo , day, yr ) (mo, day, yr) Subtract (e) from (d) instructions) 1a **b** Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b 410. 1b Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 2 3 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2008 Capital Loss 4 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, 410. column (3) on the back . . . . . . Long-Term Capital Gains and Losses - Assets Held More Than One Year (e) Cost or other basis (f) Gain or (loss) for (a) Description of property (b) Date acquired (c) Date sold (d) Sales price (see page 4 of the the entire year (Example 100 shares 7% preferred of "Z" Co) (mo , day, yr ) (mo, day, yr) instructions) Subtract (e) from (d) 6a b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b. 1,385. 6b Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . . . . . . . . . 7 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts 8 10 10 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2008 Capital Loss 11 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2009

(see the Schedule G instructions in the instructions for Form 1041)

Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule

Schedule D (Form 1041) 2009

33

#### **SCHEDULE D-1** (Form 1041)

Department of the Treasury Internal Revenue Service

## Continuation Sheet for Schedule D (Form 1041) ► See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

Name of estate or trust

THE EDWARD AND FLORENCE PALEY FOUNDATION

Employer identification number

51-0196679

Part I Short-Term Capital Gains a	ind Losses - Asse	ets Held One Yea	r or Less		
(a) Description of property (Example 100 sh 7% preferred of "Z" Co )	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE ATTACHED SCHEDULED	VAR	VAR	1,615.	1,205.	410.
SEE ATTACHED SCHEDULED	VAN	VAN	1,013.	1,203.	410.
			ļ		
				<del> </del>	
		ļ			
			1		
			<del></del>		

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . . .

Schedule D-1 (Form 1041) 2009

9F1221 4 000 SX1429 700H

0160556-00001

Name of estate or trust as shown on Form 1041. Do not enter name and employer identification number if shown on the other side

Employer identification number

Part II Long-Term Capital Gains a  (a) Description of property (Example 100 sh 7% preferred of *Z" Co)	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
a SEE ATTACHED SCHEDULED	VAR	VAR	27,190.	25,805.	1,385
					<del></del>
<u> </u>					
					<u> </u>
			-		
				`	
6b Total. Combine the amounts in colu	ımn (f). Enter here	and on Schedule D	, line 6b		1,385

THE EDWARD AND FLORENCE PALEY FOUNDATION FORM 990-PF - PART IV

	roperty		Descr	iption		þή	Date acquired	Date sold
Gross sale price less	Depreciation allowed/	Cost or other	FMV as of	Adj basis as of 12/31/69	Excess of FMV over adj basis	D	Gain or (loss)	
xpenses of sale	allowable	_basis	12/31/69		auj basis	П		
1 615		SEE ATTACH 1,205.	ED SCHEDULED	)		Н	VAR 410.	VAR
1,615.		1,203.					410.	
			ED SCHEDULED	)			VAR	VAR
27,190.		25,805.					1,385.	
							1 705	
TAL GAIN(LO	OSS)			• • • • • • • • • •			1,795.	
•							1	
							i	
		1				- 1	1	1

### Ballamor Capital Management, Inc REALIZED GAINS AND LOSSES

#### The Edward and Florence Paley Foundation Charles Schwab Account #7534-0299

From 01-01-09 Through 12-31-09

					Gain O	r Loss
Close Date	Quantity	Security	Cost Basis	Proceeds	Short Term	Long Term
10-27-09	160 966	Artisan International Growth	4,653 54	3,240 25		(1,413 29)
10-27-09	18 819	Artisan International Growth	544 06	378 83		(165 23)
10-27-09	8 177	Artisan International Growth	236 39	164 60		(71 79)
10-27-09	86 002		2,469 12	1,731 22		(737 90)
10-27-09	16 064	Artisan International Growth	461 20	323 37		(137 83)
10-27-09	57 650		1,388 21	1,160 49		(227 72)
10-27-09	41 187		691 12	829 09		137 97
10-27-09	945 978		15,126 19	19,042 54		3,916 35
10-27-09	15 894		235 39	319 95		84 56
10-27-09	53 589	Artisan International Growth	804 90	1,078 74	273 84	
10-27-09	16 862	Artisan International Growth	253 26	339 43	86 17	
10-27-09	9 766		146 69	196 59	49 90	
AINS					409 91	4,138 88
DSSES					0 00	(2,753 76)
		1 505 02	27,010.07	28,805.10	409.91	1,385.12
	Date 10-27-09 10-27-09 10-27-09 10-27-09 10-27-09 10-27-09 10-27-09 10-27-09 10-27-09 10-27-09 10-27-09 AINS	Date         Quantity           10-27-09         160 966           10-27-09         18 819           10-27-09         8 177           10-27-09         86 002           10-27-09         16 064           10-27-09         57 650           10-27-09         41 187           10-27-09         15 894           10-27-09         53 589           10-27-09         16 862           10-27-09         9 766	Date Quantity Security  10-27-09 160 966 Artisan International Growth Fund 10-27-09 18 819 Artisan International Growth Fund 10-27-09 8 177 Artisan International Growth Fund 10-27-09 86 002 Artisan International Growth Fund 10-27-09 16 064 Artisan International Growth Fund 10-27-09 57 650 Artisan International Growth Fund 10-27-09 41 187 Artisan International Growth Fund 10-27-09 945 978 Artisan International Growth Fund 10-27-09 15 894 Artisan International Growth Fund 10-27-09 53 589 Artisan International Growth Fund 10-27-09 16 862 Artisan International Growth Fund 10-27-09 9 766 Artisan International Growth Fund 10-27-09 9 766 Artisan International Growth Fund 10-27-09 9 766 Artisan International Growth Fund	Date   Quantity   Security   Basis	Date   Quantity   Security   Basis   Proceeds	Close Date   Quantity   Security   Basis   Proceeds   Short Term

TOTAL REALIZED GAIN/LOSS 1,795 03 NO CAPITAL GAINS DISTRIBUTIONS

SHORT TERM	Proceeds 1,615	Cost Basis 1,205	Gain/(Loss) 410
LONG-TERM	27,190	25,805	1,385
TOTAL	28,805	27,010	1,795

## ATTACHMENT 1

# FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

NET INVESTMENT INCOME	278.	11,746.
REVENUE AND EXPENSES PER BOOKS	278.	11,746.
	TAGE MONEY FUND	TOTAL
DESCRIPTION	SCHWAB VALUE ADVANTAGE BOND INTEREST	

0160556-00001

# SX1429 700H

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INTEREST FROM SE	
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PART	
FORM 990PF,	
FORM	

NET INVESTMENT INCOME	3,131.	5,709.
REVENUE AND EXPENSES PER BOOKS	3,131.	5,709.
DESCRIPTION	SECURITIES DIVIDENDS OID INCOME - STATE OF ISRAEL BOND	TOTAL

ATTACHMENT

- OTHER INCOME PART FORM 990PE,

CLBW LENDER, L.P.
CHATHAM INVESTMENT FUND OP III, LLC
LBC CREDIT PARTNERS PARALLEL FUND, LP
WIMBLEDON FUND, LP LBC CREDIT PARTNERS PARALLEL FUND, LP DESCRIPTION

TOTALS

	NET	INVESTMENT	INCOME	9	8,035.	15	-619.	-3,654.
REVENUE	AND	EXPENSES	PER BOOKS	6,165.	8,035.	9,154.	-619.	-3,654.

19,081.

19,081.

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CHARITABLE	.0	0.
ADJUSTED NET INCOME	.0	0
NET INVESTMENT INCOME	5,474.	5,474.
REVENUE AND EXPENSES PER BOOKS	10,947.	10,947.
		TOTALS
DESCRIPTION	GRANT THORNTON, LLP	

1

	上出Z	INVESTMENT	INCOME	5,430.		85.	5,515.
REVENUE	AND	EXPENSES	PER BOOKS	5,430.	250.	85.	5,765.
							S.TATOT
			DESCRIPTION	OKE	ΕY	BANK FEES	

CHARITABLE PURPOSES	25(
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PURPOSES	250.	

1 11 11 1	
FLONENCE	
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- CORPORATE STOCK PART FORM 990PF,

DESCRIPTION

SEE ATTACHED SCHEDULE

TOTALS

ATTACHMENT

ENDING BOOK VALUE

ENDING

382,571.

402,172.

402,172.

382,571.

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ASSETS	,
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DESCRIPTION
CHATHAM INVESTMENT FUND
WIMBLEDON HDN OFFSHORE LTD
WIMBLEDON FUND LTD - CLASS B
WIMBLEDON OPPORTUNISTIC FUND
LBC CREDIT PARTNERS
LBC CREDIT PARTNERS II
CLBW LENDER
PNI LENDER
SLG LAND
BANYON INCOME FUND

TOTALS

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ENDING FMV	$\circ$	00,00	22,08	7	0,83	1,32	0,51	8,54	9,35	96′	, 55
ENDING BOOK VALUE	23,79	00,00	2,08	71,	0,83	1,32	0,51	8,54	9,35	96′	, 55

1,259,722.

#### Ballamor Capital Management, Inc PORTFOLIO APPRAISAL Edward Paley Foundation Charles Schwab Acct# 7534-0299 March 31, 2010

Date	Quantity	Security	Total Cost	Market Value	
Mutual Funds					
VAR	2 485 717	Keeley Small Cap Growth Fund	59,737 93	52 843 72	
SOLD	0 000	Artisan International Growth Fund	0 00	0 00	
VAR	1 456 342	Selected American Fund	45,164 85	56,622 58	
VAR	3,128 849	Marsico Growth Fund	49,115 93	53,753 63	
VAR	5,008 554	Matthews Asian G&I Fund	79,911 90	83 328 79	
VAR	2,768 462	Baron Partners Fund	64,405 27	47,617 55	
VAR	1 866 168	Artisan Intl Small Cap	43,180 85	31 818 16	
VAR	1,316 278	Turner Micro-Cap Fund	60,655 52	56,586 79	
			402 172 25	382,571 22	
				<del></del>	
Cash Equivalents		Schwab Value Advantage (MMF)	488,581 00	488,581 00	
TOTAL PORTFOLIO AT	CHARLES SCHW	'AB	890,753 25	871,152 22	
Held outside of Charles	Schwab				
7/1/2002	2 48 000	STATE OF ISRAEL BOND 7/1/12	44 554 00	44 554 00	
Other Investments					
		Wimbledon HDN Offshore LTD	222,081 81	222 081 81	
		Mundane Inti	100,000 00	100,000 00	
		Wimbledon Fund LTD -Class B	171,762 47	171,762 47	
		Chatham	223,789 63	223,789 63	
		Wimbledon Opportunistic Fund LP	30,834 00	30,834 00	
		LBC Credit partners	91,322 73	91,322 73	
		LBC Credit partners II	20,515 50	20,515 50	
		CLBW Lender	98,544 02	98,544 02	
		PNI Lender	199,349 52	199,349 52	
		SLG Land/ Stokes	2 963 03	2 963 03	
		Banyon Income Fund	98,559 11	98,559 11	
TOTAL PORTFOLIO	•		2,195,029 07	2,175,428 04	
Asset Summary for Form	m 990-PF Page 2 o	columns (b) & (c )			
Cash			11,233 92	11,233 92	
Cash Equivalents			535,490 00	535,490 00	
Securities			402,172 25	382,571 22	
Other Assets - Partners	hips/PFICs		1,259,721 82	1,259,721 82	
			2,208,617 99	2 189 016 96	

51-0196679

ATTACHMENT 8

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION AMOUNT

PRIOR PERIOD ADJUSTMENT - OVERSTATEMENT OF ENDING INVESTMENTS BALANCE

48,579.

TOTAL

48,579.

#### FORM 990PF, PART VII-A, LINE 14 - LOCATION OF BOOKS

650 EAST CRESCENT AVENUE, SUITE 100 UPPER SADDLE RIVER, NJ

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
EDWARD PALEY C/O ACAJOUX INC. 650 EAST CRESCENT AVE UPPER SADDLE RIVER, NJ 07458	PRESIDENT		0	
FLORENCE PALEY C/O ACAJOUX INC. 650 EAST CRESCENT AVE UPPER SADDLE RIVER, NJ 07458	VICE PRESIDENT	, O	ó	Ċ
DOUGLAS PALEY P.O. BOX 11029 ASPEN, CO 81611	TRUSTEE	.0	Ö	· o
WILLIAM PALEY P.O. BOX 772084 STEAMBOAT SPRINGS, CO 80477	TRUSTEE	Ö	Ö	Ċ
STEVEN PALEY 117 IVANHOE DRIVE PARAMUS, NJ 07562	TRUSTEE	O	.0	Ċ

ATTACHMENT 10 (CONT'D)

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

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EXPENSE ACCT AND OTHER ALLOWANCES	O	0.
CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	.0	0.
COMPENSATION	.0	0
TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	TRUSTEE	GRAND TOTALS
NAME AND ADDRESS	JANE ZARETSKY 26B ASH ROAD UPPER SADDLE RIVER, NJ 07458	
	_	_

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51-0196679

ATTACHMENT 11

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

THE EDWARD PALEY FOUNDATION ACCEPTS SOLICITATION FROM CHARITABLE ORGANIZATIONS. THE BULK OF THE GIFTS EACH YEAR ARE TO PREDETERMINED CHARITIES, WITH A SMALL AMOUNT DONATED TO ORGANIZATIONS WHO SOLICIT. MOST SOLICITED DONATIONS ARE \$100 OR LESS.

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THE EDWARD AND FLORENCE PALLY FOUNDATION

FORM 990PF, PART AV - GRANIS AND CONTRIBUTIONS FAIT TURING THE YEAR

RELIATIONSHIP TO SUBSTANTIAL CONTRIBUTOR

FOUNTATION STATUS OF ALCIPIENT

UPPOSE OF GRANI OR CONTRIBUTION

AMOUNT

AFTACHMENT 12

SEE ALTACHED SCHERMIL 12A

RECIPIFNE NAME AND ADDRESS

JNON

31,165

PUBLIC CRARITY

TOTAL CONTRIBUTIONS PAID

37,165

SX1429 700H

ATTACHMENT 12

0160556-00001

#### EDWARD PALEY FOUNDATION CHARITABLE CONTRIBUTIONS F/Y/E 3/31/2010

DESCRIPTION	AMOUNT
Florida Sheriff's Association	25 00 Contribution
Play for Pink	175.00 Contribution
Turning Point of Lehigh Valley	100 00 Contribution
Lynn University Theater Art Guild	500 00 Contribution
Jewish Education for Special Children	500.00 Contribution
Jewish Federation of South Palm Beach County	5,000 00 Contribution
Friends of Lubavitch of Bergen Country	1,000 00 Contribution
Temple Emanual of the Pascack Valley	200 00 Contribution
Boca Raton Museum of Art	12,290 00 Contribution
The School for Children with Hidden Intelligence	500 00 Contribution
B'nai B'rith	20.00 Contribution
Sisterhood of Temple Emanuel	25.00 Contribution
The Metropolitan Museum of Art	190.00 Contribution
Antı-Defamation League	6,500 00 Contribution
BRCH Foundation	10,000.00 Contribution
Palm Beach County Police Benevolent Assoc	15.00 Contribution
St Jude Children's Research Hospital	100.00 Contribution
Allendale Ambulance Corps	25.00 Contribution
Total	37,165
Grand Total	37,165

#### PURPOSE OF GRANT OR CONTRIBUTION

THE PURPOSE OF THESE CONTRIBUTIONS IS TO AID THE DONEE ORGANIZATIONS IN CARRYING OUT THEIR EXEMPT FUNCTIONS