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 05/01 **, 2009, and ending** 04/30 **, 20** 10

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: AMY P. GOLDMAN FOUNDATION % ANCHIN, BLOCK, & ANCHIN LLP

Number and street (or P O box number if mail is not delivered to street address): 1375 BROADWAY, 18TH FL. Room/suite:

City or town, state, and ZIP code: NEW YORK, NY 10018

A Employer identification number 20-4853144

B Telephone number (see page 10 of the instructions) (212) 536-6878

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

D 1 Foreign organizations, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 5,057,015.

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants etc, received (attach schedule)	2,014,679.			
	2 Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments	463.	463.		
	4 Dividends and interest from securities	76,824.	76,824.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-500,461.			
	b Gross sales price for all assets on line 6a 3,960,590.				
	7 Capital gain net income (from Part IV, line 2)				
	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) (attach schedule)				
	11 Other income (attach schedule)	6,522.			ATCH 1
	12 **Total** Add lines 1 through 11	1,598,027.	77,287.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) ATCH 2	30,363.	22,772.		7,591.
	b Accounting fees (attach schedule) ATCH 3	30,903.	23,178.		7,725.
	c Other professional fees (attach schedule) *	25,244.	25,244.		
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) **	857.	607.		250.
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	87,367.	71,801.		15,566.
	25 Contributions, gifts, grants paid	162,500.			162,500.
	26 **Total expenses and disbursements** Add lines 24 and 25	249,867.	71,801.		178,066.
	27 Subtract line 26 from line 12				
	a **Excess of revenue over expenses and disbursements**	1,348,160.			
	b **Net investment income** (if negative, enter -0-)		5,486.		
	c **Adjusted net income** (if negative, enter -0-)			-0-	

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Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	113,484.	448,284.	448,284.
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 (attach schedule) (see page 16 of the instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10 a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule) ATCH 6	3,472,086.	4,485,446.	4,608,731.
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)			
14 Land, buildings and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
15 Other assets (describe ▶)			
16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	3,585,570.	4,933,730.	5,057,015.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)			
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	3,585,570.	4,933,730.	
28 Paid-in or capital surplus, or land, bldg , and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds			
30 **Total net assets or fund balances** (see page 17 of the instructions)	3,585,570.	4,933,730.	
31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,585,570.	4,933,730.	

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	3,585,570.
2 Enter amount from Part I, line 27a	2	1,348,160.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	4,933,730.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,933,730.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** -354,298.

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) (see pages 13 and 17 of the instructions)
If (loss), enter -0- in Part I, line 8 **3**

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	206,645.	2,974,509.	0.069472
2007	90,020.	3,224,092.	0.027921
2006	2,754.	2,148,392.	0.001282
2005			
2004			

2	**Total** of line 1, column (d)	2	0.098675
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.032892
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	3,367,542.
5	Multiply line 4 by line 3	5	110,765.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	55.
7	Add lines 5 and 6	7	110,820.
8	Enter qualifying distributions from Part XII, line 4	8	178,066.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 . . . Date of ruling or determination letter (attach copy of ruling letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	55.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	55.
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	55.
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a — 1,000.		
b	Exempt foreign organizations-tax withheld at source — 6b — 0.		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 0.		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	1,000.
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	945.
11	Enter the amount of line 10 to be **Credited to 2010 estimated tax** ▶ 945. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		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 ▶ $ _____ (2) On foundation managers ▶ $ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
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 page 19 of the 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 on page 27)? *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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ANCHIN, BLOCK & ANCHIN LLP Telephone no ▶ 212-536-6878

Located at ▶ 1375 BROADWAY 18TH FLOOR NEW YORK, NY ZIP + 4 ▶ 10018

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

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

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b	N/A	
	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 page 20 of the instructions)	2b	N/A	
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)*	3b	N/A	
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)? (see page 22 of the instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	**5b**	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**	N/A	

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 7		0.	0.	0.

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

(a) Name and address of each employee paid more than $50 000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total 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 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** (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:		
a	Average monthly fair market value of securities	1a	3,002,110.
b	Average of monthly cash balances	1b	416,714.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	3,418,824.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	3,418,824.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	51,282.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,367,542.
6	**Minimum investment return.** Enter 5% of line 5	6	168,377.

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	168,377.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	55.		
b	Income tax for 2009 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	55.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	168,322.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	168,322.
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	168,322.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	178,066.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	178,066.
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	55.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	178,011.

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

Part XIII Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				168,322.
2	Undistributed income if any as of the end of 2009				
a	Enter amount for 2008 only			82,537.	
b	Total for prior years 20___,20___,20___				
3	Excess distributions carryover, if any, to 2009				
a	From 2004				
b	From 2005				
c	From 2006				
d	From 2007				
e	From 2008 0.				
f	**Total** of lines 3a through e	0.			
4	Qualifying distributions for 2009 from Part XII, line 4 ▶ $ 178,066.				
a	Applied to 2008, but not more than line 2a			82,537.	
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d	Applied to 2009 distributable amount				95,529.
e	Remaining amount distributed out of corpus	0.			
5	Excess distributions carryover applied to 2009 (*If an amount appears in column (d), the same amount must be shown in column (a).*)	0.			0.
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b	Prior years' undistributed income Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e	Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f	Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				72,793.
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	0.			
10	Analysis of line 9:				
a	Excess from 2005				
b	Excess from 2006				
c	Excess from 2007				
d	Excess from 2008				
e	Excess from 2009 0.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 **Information Regarding Foundation Managers:**

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

AMY GOLDMAN

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

N/A

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ATTACHMENT 8				
Total . . . . . ▶ **3a**				162,500.
b *Approved for future payment*				
Total . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (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 (See page 28 of the instructions)
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	463.	
4 Dividends and interest from securities			14	76,824.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-500,461.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 9				6,522.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-416,652.	

13 **Total** Add line 12, columns (b), (d), and (e) . . . . . 13 -416,652.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See page 29 of the instructions)
	NOT APPLICABLE

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		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

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

Amy P. Goldman — Signature of officer or trustee | 8/18/10 — Date | Trustee — Title

Paid Preparer's Use Only

Preparer's signature [signature]	Date 8/11/10	Check if self-employed ☐	Preparer's identifying number (See Signature on page 30 of the instructions) P00037769
Firm's name (or yours if self-employed), address, and ZIP code	ANCHIN BLOCK & ANCHIN LLP 1375 BROADWAY NEW YORK, NY 10018-7001	EIN 13-0436940 Phone no 212-840-3456

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**
AMY P. GOLDMAN FOUNDATION % ANCHIN, BLOCK, & ANCHIN LLP	20-4853144

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: AMY P. GOLDMAN FOUNDATION % ANCHIN, BLOCK, & ANCHIN LLP

Employer identification number: 20-4853144

Part I **Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	AMY P. GOLDMAN C/O ABA LLP 1375 BROADWAY, 18TH FL. NEW YORK, NY 10018	$ 1,700,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
2	AMY P. GOLDMAN C/O ABA LLP 1375 BROADWAY NEW YORK, NY 10018	$ 314,679.	Person [X] Payroll [ ] Noncash [X] (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 AMY P. GOLDMAN FOUNDATION
% ANCHIN, BLOCK, & ANCHIN LLP

Employer identification number 20-4853144

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
2	SEE ATTACHED SCHEDULE # 2	$ 314,679.	VAR

(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
		$	

AMY P. GOLDMAN FOUNDATION 20-4853144

ATTACHMENT 1

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
REFUND OF FEDERAL EXCISE TAX ON NET INVESTMENT INCOME		6,522.
	TOTALS	6,522.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES INCURRED IN CONNECTION WITH VARIOUS FOUNDATION MATTERS	30,363.	22,772.		7,591.
TOTALS	30,363.	22,772.	0.	7,591.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ACCOUNTING FEES FOR BOOKKEEPING AND TAX PREPARATION SERVICES	30,903.	23,178.		7,725.
TOTALS	30,903.	23,178.	0.	7,725.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	25,244.	25,244.
TOTALS	25,244.	25,244.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN INCOME TAX WITHHELD	607.	607.	
NYS FILING FEE	250.		250.
TOTALS	857.	607.	250.

AMY P. GOLDMAN FOUNDATION 20-4853144

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 6

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SEE SCHEDULE 1 ATTACHED	4,485,446.	4,608,731.
TOTALS	4,485,446.	4,608,731.

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

ATTACHMENT 7

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
AMY GOLDMAN C/O ANCHIN, BLOCK & ANCHIN LLP 1375 BROADWAY 18TH FL. NEW YORK, NY 10018	TRUSTEE, PRESIDENT 5.00	0.	0.	0.
DONALD A. GOLDSMITH, ESQ C/O HOLLAND & KNIGHT 195 BROADWAY NEW YORK, NY 10007	TRUSTEE, TREASURER 3.00	0.	0.	0.
DIANA M. GURIEVA 25 HALCYON ROAD MILLBROOK, NY 12545	TRUSTEE, SECRETARY 3.00	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PURDUE UNIVERSITY 401 S GRANT ST W LAFAYETTE, IN 47907	NONE PUBLIC	GENERAL FUND	15,000.
AMERICAN FOUNDATION FOR THE BLIND, INC 11 PENN PLAZA, NO 300 NEW YORK, NY 10012	NONE PUBLIC	GENERAL FUND	5,000
BOWDOIN COLLEGE 5400 COLLEGE STATION BRUNSWICK, ME 04011	NONE PUBLIC	GENERAL FUND	25,000
KITCHEN GARDENERS INTERNATIONAL 3 POWDERHORN DRIVE SCARBOROUGH, ME 04074	NONE PUBLIC	GENERAL FUND	12,000
OPEN HANDS INC 523 LEXINGTON AVENUE CHARLOTTESVILLE, VA 22902	NONE PUBLIC	GENERAL FUND	15,000
RELIGIOUS COALITION FOR REPRODUCTIVE CHOICE EDUCATIONAL FUND 1025 VERMONT AVENUE, NW 1130 WASHINGTON, DC 20005	NONE PUBLIC	GENERAL FUND	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 8 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAILORS FOR THE SEA 56 COMMERCIAL WHARF EAST BOSTON, MA 02110	NONE PUBLIC	GENERAL FUND	40,000
DUTCHESS COUNTY SPCA, INC 636 VIOLET AVENUE HYDE PARK, NY 12538	NONE PUBLIC	GENERAL FUND	25,000
		TOTAL CONTRIBUTIONS PAID	162,500.

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 9

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
REFUND OF FEDERAL EXCISE TAX ON NET INV INCOME			14	6,522.	
TOTALS				6,522.	

FEDERAL FOOTNOTES

PART VIII-1: SUPPLEMENTARY INFORMATION

DONALD A. GOLDSMITH, TRUSTEE OF THE FOUNDATION, IS A MEMBER OF HOLLAND & KNIGHT LLP WHICH PROVIDES LEGAL SERVICES TO THE FOUNDATION.

EIN 20-4853144

PORTFOLIO APPRAISAL

AMY P. GOLDMAN FOUNDATION - SC Bernstein #888-27768 /Schwab #9664-8771

YG001(Book)

April 30, 2010

Quantity	Security	Date	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unrealized Gain/Loss	Annual Income	Cur. Yield
MONEY MARKET										
	SCHWAB ADV CASH RESERVE PREMIUM			283.938 75		283 938 75	9 6		0 00	0 0
				283.938 75		283.938 75	9 6		0 00	0 0
MUTUAL FUNDS										
25.751 0730	SCHWAB FUNDAMENTAL EMERGING MKT INDEX	03-01-10	9 32	240.000 00	9 81	252.618 03	8 5	12,618 03	0 00	0 0
22,551 7860	THIRD AVENUE FOCUSED CREDIT FD INSTL CL	03-01-10	10 64	240.000 00	11 06	249.422 75	8 4	9,422 75	0 00	0 0
272 2130		03-23-10	10 77	2.931 73	11 06	3.010 68	0 1	78 95	0 00	0 0
22.823 9990			10 64	242.931 73		252.433 43	8 5	9.501 70	0 00	0 0
62.952 3530	THIRD AVENUE INT'L VALUE FUND INSTL CLASS	03-01-10	15 09	950.000 00	15 58	980.797 66	33 1	30.797 66	0 00	0 0
45.104 5580	VANGUARD SHORT TERM BOND INDEX SIGNAL	03-01-10	10 53	475.000 00	10 51	474.048 90	16 0	-951 10	0 00	0 0
12 9240		03-31-10	10 47	135 31	10 51	135 83	0 0	0 52	0 00	0 0
17 2320		03-31-10	10 47	180 42	10 51	181 11	0 0	0 69	0 00	0 0
89 3580		03-31-10	10 47	935 58	10 51	939 15	0 0	3 57	0.00	0 0
88 9080		04-30-10	10 51	934 42	10 51	934 42	0 0	0 00	0 00	0 0
45,312 9800			10 53	477.185 73		476.239 42	16 1	-946 31	0 00	0 0

SCHEDULE # 1

EIN 20-4853144

PORTFOLIO APPRAISAL

AMY P. GOLDMAN FOUNDATION - SC Bernstein #888-27768 /Schwab #9664-8771

YG001(Book)

April 30, 2010

Quantity	Security	Date	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unrealized Gain/Loss	Annual Income	Cur. Yield
67.934 2560	VANGUARD TOTAL BOND MARKET INDEX FUND	03-01-10	10 48	712.000 00	10 51	713.989 03	24 1	1,989 03	0 00	0 0
199 1500		03-31-10	10 43	2.077 13	10 51	2.093 07	0 1	15 94	0 00	0 0
198 4020		04-30-10	10 51	2,085 21	10 51	2.085 21	0 1	0 00	0 00	0 0
68.331 8080			10 48	716.162 34		718.167 30	24 2	2.004 96	0 00	0 0
				2 626 279 80		2.680.255 84	90 4	53,976 04	0 00	0 0
CASH AND EQUIVALENTS										
	CASH			-65.906 35		-65.906 35	-2 2		0 00	0 0
	CASH WITHDRAWALS			-225 000 00		-225.000 00	-7 6		0 00	0 0
	FOREIGN TAX WITHHELD			-490 52		-490 52	0.0		0 00	0 0
	INTEREST ON CREDIT BALANCE			89 45		89 45	0 0		0 00	0 0
	INVESTMENT ADVISORY FEE			-11.543 26		-11,543 26	-0 4		0 00	0 0
	LG TERM CAP GAIN DISTRIBUTION			180 42		180 42	0 0		0 00	0 0
	SHT TERM CAP GAIN DISTRIBUTION			135 31		135 31	0 0		0 00	0 0
	TRANSFER FROM A/C			1.700.181 65		1.700,181 65	57 4		0 00	0 0
	TRANSFER TO A/C			-1.397.646 70		-1 397 646 70	-47 2		0 00	0 0
				0 00		0 00	0 0		0 00	0 0
TOTAL PORTFOLIO				**2,910.218.55**		**2,964,194.59**	**100.0**	**53,976.04**	**0.00**	**0.0**

SCHEDULE # 1

EIN 20-4853144

PORTFOLIO APPRAISAL

Amy P. Goldman Foundation - Schwab #2742-8722

YG005 - Oak Ridge Investments (Book)

April 30, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
MONEY MARKET									
	SCHWAB ADV CASH RESERVE PREMIUM		39.472 83		39.472 83	4 0	0 000	0 00	0 0
			39.472 83		39,472 83	4 0		0 00	0 0
COMMON STOCK									
398	ABBOTT LABORATORIES	54.52	21,699 55	51 16	20,361 68	2 0	1 080	429 84	2 1
501	ADOBE SYS INC	34 96	17.513 39	33 60	16,833 60	1 7	0 200	100 20	0 6
147	AFFILIATED MANAGERS GROUP	73 83	10,852 41	84 18	12 374 46	1 2	0 000	0 00	0 0
364	ALLERGAN INC	60 30	21,950 51	63 69	23,183 16	2 3	0 520	189 28	0 8
281	ALLIANCE DATA SYSTEM CORP	56 99	16,014 68	75 06	21,091 86	2 1	0 000	0 00	0 0
633	ALTERA CORP	24 44	15.471 38	25 36	16.052 88	1 6	0 000	0 00	0 0
518	ANSYS INC	44 59	23.097 25	44 96	23.289 28	2 3	0 000	0 00	0 0
157	APPLE INC	210 86	33,105 02	261 09	40,991 13	4 1	0 000	0 00	0 0
327	BAXTER INTL INC	58 49	19,124 93	47 22	15,440 94	1 5	1 130	369 51	2 4
406	CATALYST HEALTH SOLUTIONS INC	38 74	15,728 46	42 31	17,177 86	1 7	0 000	0 00	0 0
292	CELGENE CORP	64 05	18,701 40	61 99	18,101 08	1 8	0 000	0 00	0 0
860	CHARLES SCHWAB CORP	18 24	15.685 89	19 29	16.589 40	1 7	0 133	114 38	0 7
400	CHURCH & DWIGHT CO	67 42	26.968 15	69 25	27.700 00	2 8	0 480	192 00	0 7
805	CISCO SYS INC	27 38	22.039 93	26 93	21,678 65	2 2	0 000	0 00	0 0

SCHEDULE # 1

EIN 20-4853144

PORTFOLIO APPRAISAL

Amy P. Goldman Foundation - Schwab #2742-8722

YG005 - Oak Ridge Investments (Book)

April 30, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
418	COGNIZANT TECH SOLUTIONS CORP CL A	51 14	21.376.65	51 11	21.363 98	2 1	0 120	50 16	0 2
316	DANAHER CORP	70 13	22 161.09	84 28	26.632 48	2.7	0 000	0 00	0 0
348	ECOLAB INC	42 17	14 676 80	48 84	16.996 32	1 7	0.000	0.00	0 0
241	EXPRESS SCRIPTS INC CL A	98 22	23 670 09	100 13	24.131 33	2 4	0.000	0 00	0 0
398	GILEAD SCIENCES INC	43 19	17,189 96	39 71	15 804 58	1 6	0 000	0 00	0 0
69	GOOGLE INC CL A	556 10	38,371 22	525 69	36,272 95	3 6	0 000	0 00	0 0
556	HEWLETT PACKARD CO	45 98	25.565 06	51 97	28,895 32	2 9	0 560	311 36	1 1
322	HITTITE MICROWAVE CORP	44 23	14.240 71	51 28	16,512 16	1 7	0 000	0 00	0 0
491	IDEX CORP	31 69	15.561 87	33 60	16,497 60	1 7	0 480	235 68	1 4
133	INTERCONTINENTAL EXCHANGE INC	108 69	14,455 68	116 63	15.511 79	1 6	0 000	0 00	0 0
222	INTERNATIONAL BUSINESS MACHINES	128 14	28.446 93	129 00	28.638 00	2 9	0 800	177 60	0 6
542	JOHNSON CONTROLS INC	28.80	15.607 12	33 59	18 205 78	1 8	0 860	466 12	2 6
1.196	MICROSOFT CORP	29 70	35.515 85	30 53	36 519 86	3 7	0 000	0 00	0 0
285	MSC IND'L DIRECT INC CL A	56 21	16.019 32	54 49	15.529 65	1 6	0 000	0 00	0 0
404	O'REILLY AUTOMOTIVE INC	39 49	15.954 43	48 87	19 743 48	2 0	0 000	0 00	0 0
326	PEPSICO INC	60 58	19.750 57	65 22	21 261 72	2 1	0 500	163 00	0 8

SCHEDULE # 1

EIN 20-4853144

PORTFOLIO APPRAISAL

Amy P. Goldman Foundation - Schwab #2742-8722

YG005 - Oak Ridge Investments (Book)

April 30, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
384	PETROHAWK ENERGY CORP	21 92	8,418 17	21.59	8,290 56	0 8	0 000	0.00	0 0
113	PRAXAIR INC	89 03	10.059 92	83 77	9.466 01	0.9	0 440	49.72	0 5
147	PRECISION CASTPARTS CORP	117 67	17.296 89	128 34	18,865 98	1 9	0 240	35 28	0 2
38	PRICELINE COM INC NEW	256 18	9,734 76	262.05	9,957 90	1 0	0.000	0 00	0 0
408	PROCTER & GAMBLE CO	63.74	26.006 30	62 16	25,361 28	2 5	1.010	412 08	1 6
446	QUALCOMM INC	36 90	16.455 85	38 68	17,251 28	1 7	0 000	0 00	0 0
283	RAYTHEON CO (NEW)	56 85	16.088 73	58 29	16.496 07	1 7	0 800	226 40	1 4
352	RESMED INC	59 33	20.883 71	68 43	24 087.36	2 4	0 000	0 00	0 0
233	SCHLUMBERGER LTD	62 36	14.530.52	71.42	16,640 86	1 7	0 750	174.75	1 1
512	SOUTHWESTERN ENERGY CO	42.58	21.798 65	39 68	20.316 16	2 0	0 000	0.00	0.0
888	STAPLES INC	23.79	21 124.35	23 54	20.901 30	2 1	0 000	0 00	0 0
289	STERICYCLE INC.	55 78	16,120.32	58 90	17.022 10	1 7	0.000	0 00	0.0
401	TARGET CORP	46 73	18.737 30	56.87	22,804.87	2 3	0 000	0 00	0 0
526	TEXAS INSTRUMENTS INC	24 62	12.948 02	26 01	13.681 26	1 4	1 000	526 00	3 8
478	THERMO FISHER SCIENTIFIC INC	49 35	23.588.21	55 28	26 423 84	2 6	0 000	0.00	0 0
166	VISA INC. CL A	82.44	13.685 74	90 23	14 978 18	1 5	0 000	0 00	0 0
734	WASTE CONNECTIONS INC	34 01	24.964.22	35 79	26.269.86	2.6	0.000	0 00	0 0
			908.957 95		958.197 85	96.0		4.223 36	0 4

SCHEDULE # 1

EIN 20-4853144

PORTFOLIO APPRAISAL

Amy P. Goldman Foundation - Schwab #2742-8722

YG005 - Oak Ridge Investments (Book)

April 30, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
CASH AND EQUIVALENTS									
	CASH		-617,593 38		-617,593 38	-61 9	0 000	0 00	0 0
	INVESTMENT ADVISORY FEE		-1,621 80		-1,621.80	-0 2	0 000	0.00	0 0
	TRANSFER FROM A/C		619,407 60		619,407 60	62.1	0.000	0.00	0 0
			192 42		192.42	0 0		0.00	0 0
TOTAL PORTFOLIO			**948,623.20**		**997,863.10**	**100.0**		**4,223.36**	**0.4**

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SCHEDULE # 1

EIN 20-4853144

PORTFOLIO APPRAISAL

Amy P. Goldman Foundation - Schwab #5242-4023

yg004 Thornburg Investments (Book)

April 30, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
MONEY MARKET									
	SCHWAB ADV CASH RESERVE PREMIUM		26,026 29		26,026 29	2 6	0 000	0 00	0 0
			26 026 29		26,026 29	2 6		0 00	0 0
COMMON STOCK									
613	ACE LTD	50 39	30 891 89	53 19	32 605 47	3 3	0 000	0 00	0 0
783	AMDOCS LTD	29 40	23 021 32	31 94	25 009 02	2 5	0 000	0 00	0 0
386	ANSYS INC	44 51	17,180 31	44 96	17 354 56	1 7	0 000	0 00	0 0
139	ARENA RESOURCES	36 73	5 105 99	36 93	5 133 27	0 5	0 000	0 00	0 0
710	AT & T CORP	36 23	25 723 52	26 06	18,502 60	1 9	1 320	937 20	5 1
293	BOEING CO	64 80	18,987 06	72 43	21 221 99	2 1	0 560	164 08	0 8
468	CHINA MOBILE LTD SPONS ADR	48 13	22,524 43	48 90	22 885 20	2.3	0 000	0 00	0 0
2 028	COMCAST CORP NEW SPECIAL CL A	15 98	32 416 39	18 85	38,227 80	3 8	0 093	188 60	0 5
230	COMMUNITY HEALTH SYS INC NEW	35 99	8,278 60	40 86	9,397 80	0 9	0 000	0 00	0 0
466	COMPUTER SCIENCES CORP	54 23	25,269 34	52 39	24 413 74	2 4	0 000	0 00	0 0
712	CONOCOPHILLIPS CO	58 44	41 612 15	59 19	42 143 28	4 2	0 000	0 00	0 0
531	CORNING INC	17 72	9 408 99	19 25	10,221 75	1 0	0 720	382 32	3 7
2 186	DELL COMPUTER CORP	13 61	29 758 37	16 20	35 413 20	3 5	0 000	0 00	0 0
762	DIRECTV CL A INC	34 83	26 540 27	36 24	27 614 88	2 8	0 000	0 00	0 0

SCHEDULE # 1

EIN 20-4853144

PORTFOLIO APPRAISAL

Amy P. Goldman Foundation - Schwab #5242-4023

yg004 Thornburg Investments (Book)

April 30, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
825	DISH NETWORK CORP CL A	21 44	17,686 17	22 17	18,290 25	1 8	0 000	0 00	0 0
383	ENTERGY CORP (NEW)	78 39	30,022 36	81 29	31,134 07	3 1	1 800	689 40	2 2
588	EXXON MOBIL CORP	67 36	39,610 04	67 77	39,848 76	4 0	0 000	0 00	0 0
594	FISERV INC	49 25	29,255 13	51 13	30,371 22	3 0	0 000	0 00	0 0
897	GILEAD SCIENCES INC.	45 84	41,122 86	39 71	35,619 87	3 6	0 000	0 00	0 0
51	GOOGLE INC CL A	540 82	27,581 93	525 69	26,810 44	2 7	0 000	0 00	0 0
457	INVERNESS MEDICAL INNOVATIONS INC	40 38	18,453 47	39 78	18,179 46	1 8	0 000	0 00	0 0
859	J P MORGAN CHASE & CO	41 67	35,794 03	42 58	36,576 22	3 7	1 280	1,099 52	3 0
757	LEAP WIRELSS INTL INC NEW	14 30	10,824 21	18 32	13,868 24	1 4	0 000	0 00	0 0
7,341	LEVEL 3 COMMUNICATIONS INC	1 61	11,802 27	1 54	11,305 14	1 1	0 000	0 00	0 0
422	LIFE TIME FITNESS INC	26 36	11,125 32	36 76	15,512 72	1 6	0 000	0 00	0 0
976	LILLY, ELI AND COMPANY	35 19	34,349 12	34 97	34,130 72	3 4	0 800	780 80	2 3
255	LOCKHEED MARTIN CORP	79 73	20,331 43	84 89	21,646 95	2 2	1 600	408 00	1 9
1,277	MARATHON OIL CORP	30 08	38,407 15	32 15	41,055 55	4 1	0 760	970 52	2 4

SCHEDULE # 1

EIN 20-4853144

PORTFOLIO APPRAISAL

Amy P. Goldman Foundation - Schwab #5242-4023

yg004 Thornburg Investments (Book)

April 30, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
696	MEMC ELECTRONIC MATERIALS INC	14 13	9,831 34	12 97	9,027 12	0 9	0.000	0 00	0 0
666	MICROSOFT CORP	28.53	19 002 60	30 53	20,336 31	2 0	0 000	0 00	0 0
3,988	MITSUBISHI UFJ FIN'L GROUP INC ADR	5 18	20,662.80	5 17	20,617 96	2.1	0 000	0 00	0.0
743	NCR CORP	12 93	9,605 54	13 16	9 777 88	1 0	0 000	0 00	0 0
1,018	ON SEMICONDUCTER CORP	8.34	8,495 05	7.96	8,103.28	0 8	0.000	0 00	0 0
557	ROCHE HOLDINGS AG ADR B SHS	43 18	24 051 35	39.45	21,972 59	2 2	0 000	0 00	0 0
1,202	SANDRIDGE ENERGY INC	8 06	9 688.98	7 51	9 027.02	0 9	0 000	0 00	0 0
488	THERMO FISHER SCIENTIFIC INC	49 37	24 093 63	55 28	26,976.64	2 7	0 000	0 00	0 0
395	TOYOTA MOTOR CORP ADR REPSTG 2 SHS COMMON	80 09	31 637 01	77 09	30 450 55	3 1	0.000	0 00	0.0
455	TRANSATLANTIC HOLDINGS INC.	51 12	23 261 48	49 73	22,627 15	2 3	0 400	182 00	0 8
486	TRANSOCEAN LTD	83 10	40 384.85	72 32	35 147 52	3 5	0 120	58 32	0 2
1 335	U S BANCORP	23 72	31,662 84	26 77	35 737 95	3 6	1.860	2,483 10	6 9
51	UNITED STS STEEL CORP (NEW)	56 34	2 873 23	54 66	2,787 66	0 3	1 000	51 00	1 8
234	VARIAN MEDICAL SYS INC	50 74	11 873.40	56 38	13,192 92	1 3	0 360	84.24	0 6
			950,208 22		970 276 73	97 2		8,479 10	0 9

SCHEDULE # 1

EIN 20-4853144

PORTFOLIO APPRAISAL

Amy P. Goldman Foundation - Schwab #5242-4023

yg004 Thornburg Investments (Book)

April 30, 2010

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Unit Income	Annual Income	Cur. Yield
CASH AND EQUIVALENTS									
	CASH		-776,069 81		-776,069 81	-77 7	0 000	0 00	0 0
	CUSTODY AND SAFEKEEPING		-13 09		-13 09	0.0	0 000	0 00	0 0
	FOREIGN TAX WITHHELD		-116.28		-116 28	0 0	0 000	0 00	0.0
	TRANSFER FROM A/C		778,239 10		778,239 10	78 0	0.000	0.00	0.0
			2,039 92		2,039 92	0 2		0 00	0 0
TOTAL PORTFOLIO			**978,274.43**		**998,342.94**	**100.0**		**8,479.10**	**0.8**

ACCOUNT	COST	MARKET VALUE
STOCKS:		
SC BERNSTEIN 7768/ SCHWAB 8771	2,626,279 80	2,680,255 84
SCHWAB 8722	908,957 95	958,197 85
SCHWAB 4023	950,208 22	970,276 73
TOTAL	4,485,446	4,608,731

SCHEDULE # 1

Amy P. Goldman Foundation
Schedule of Stock Contributions
4/30/2010
EIN: 20-4853144

Security Description	Qty	Ccy	Close	Unit Cost	Total Cost	Total Market	Ticker	Industry Cusip
***ACCENTURE PLC-CL A	100	USD	41 5000	$ 23 31	$ 2,331 00	$ 4,150 00	ACN	G1151C101
***ACCENTURE PLC-CL A	200	USD	41 5000	$ 23 75	$ 4,750 00	$ 8,300 00	ACN	G1151C101
***TEVA PHARMACEUTICAL-SP ADR	75	USD	56 1800	$ 36 30	$ 2,722 50	$ 4,213 50	TEVA	881624209
***TEVA PHARMACEUTICAL-SP ADR	175	USD	56 1800	$ 37 88	$ 6,629 00	$ 9,831 50	TEVA	881624209
AIR PRODUCTS & CHEMICALS INC	150	USD	81 0600	$ 55 58	$ 8,337 00	$ 12,159 00	APD	009158106
APPLE INC	60	USD	210 8600	$ 68 88	$ 4,132 80	$ 12,651 60	AAPL	037833100
APPLE INC	100	USD	210 8600	$ 63 06	$ 6,306 00	$ 21,086 00	AAPL	037833100
AVON PRODUCTS INC	50	USD	31 5000	$ 37 11	$ 1,855 50	$ 1,575 00	AVP	054303102
AVON PRODUCTS INC	100	USD	31 5000	$ 32 44	$ 3,244 00	$ 3,150 00	AVP	054303102
AVON PRODUCTS INC	100	USD	31 5000	$ 32 01	$ 3,201 00	$ 3,150 00	AVP	054303102
AVON PRODUCTS INC	100	USD	31 5000	$ 23 36	$ 2,336 00	$ 3,150 00	AVP	054303102
AVON PRODUCTS INC	150	USD	31 5000	$ 33 17	$ 4,975 50	$ 4,725 00	AVP	054303102
COLGATE-PALMOLIVE CO	25	USD	82 1500	$ 55 29	$ 1,382 25	$ 2,053 75	CL	194162103
COLGATE-PALMOLIVE CO	150	USD	82 1500	$ 55 86	$ 8,379 00	$ 12,322 50	CL	194162103
EATON CORP	25	USD	63 6200	$ 82 58	$ 2,064 50	$ 1,590 50	ETN	278058102
EATON CORP	50	USD	63 6200	$ 65 18	$ 3,259 00	$ 3,181 00	ETN	278058102
EATON CORP	100	USD	63 6200	$ 58 12	$ 5,812 00	$ 6,362 00	ETN	278058102
EATON CORP	100	USD	63 6200	$ 43 19	$ 4,319 00	$ 6,362 00	ETN	278058102
EXXON MOBIL CORP	350	USD	68 1900	$ 62 08	$ 21,728 00	$ 23,866 50	XOM	30231G102
EXXON MOBIL CORP	50	USD	68 1900	$ 88 33	$ 4,416 50	$ 3,409 50	XOM	30231G102
GOOGLE INC-CL A	10	USD	619 9800	$ 470 63	$ 4,706 30	$ 6,199 80	GOOG	38259P508
GOOGLE INC-CL A	25	USD	619 9800	$ 388 90	$ 9,722 50	$ 15,499 50	GOOG	38259P508
HONEYWELL INTERNATIONAL INC	50	USD	39 2000	$ 55 73	$ 2,786 50	$ 1,960 00	HON	438516106
HONEYWELL INTERNATIONAL INC	100	USD	39 2000	$ 34 11	$ 3,411 00	$ 3,920 00	HON	438516106
HONEYWELL INTERNATIONAL INC	200	USD	39 2000	$ 35 79	$ 7,158 00	$ 7,840 00	HON	438516106
JOHNSON & JOHNSON	225	USD	64 4100		$ -	$ 14,492.25	JNJ	478160104
MERCK & CO INC	600	USD	36 5400		$ -	$ 21,924 00	MRK	58933Y105
MICROSOFT CORP	100	USD	30 4900	$ 28 05	$ 2,805 00	$ 3,049 00	MSFT	594918104
MICROSOFT CORP	100	USD	30 4900	$ 27 34	$ 2,734 00	$ 3,049 00	MSFT	594918104
MICROSOFT CORP	150	USD	30 4900	$ 27 83	$ 4,174 50	$ 4,573 50	MSFT	594918104
MICROSOFT CORP	150	USD	30 4900	$ 25 66	$ 3,849 00	$ 4,573 50	MSFT	594918104
PEPSICO INC	100	USD	60 8000	$ 53 29	$ 5,329 00	$ 6,080 00	PEP	713448108
PEPSICO INC	200	USD	60 8000	$ 55 06	$ 11,012 00	$ 12,160 00	PEP	713448108
PROCTER & GAMBLE CO	8	USD	60 6300	$ 52 90	$ 423 20	$ 485 04	PG	742718109
PROCTER & GAMBLE CO	50	USD	60 6300	$ 66 00	$ 3,300 00	$ 3,031 50	PG	742718109
PROCTER & GAMBLE CO	292	USD	60 6300	$ 45 08	$ 13,163 36	$ 17,703 96	PG	742718109
UNITED TECHNOLOGIES CORP	300	USD	69 4100		$ -	$ 20,823.00	UTX	913017109
WILLIAMS COS INC	100	USD	21 0800	$ 27 02	$ 2,702 00	$ 2,108 00	WMB	969457100
WILLIAMS COS INC	250	USD	21 0800	$ 16 05	$ 4,012 50	$ 5,270 00	WMB	969457100
WILLIAMS COS INC	600	USD	21 0800	$ 16 17	$ 9,702 00	$ 12,648 00	WMB	969457100
Total						**$ 314,679.40**		

SCHEDULE # 2

AMY R. GOLDMAN FOUNDATION 20-4853144

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PUBLICLY TRADED SECURITIES PROPERTY TYPE: SECURITIES				D	VAR	VAR
3,960,275.		4,314,888.					-354,613.	
		CAPITAL GAINS DISTRIBUTION PROPERTY TYPE: SECURITIES				P	VAR	VAR
315.							315.	
TOTAL GAIN (LOSS)							-354,298.	

JSA
9E1730 1 000

3140015