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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning JUL 1, 2009, and ending JUN 30, 2010

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

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

Name of foundation: **THE FARKAS FAMILY FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address): **1720 BROWN'S GAP TURNPIKE**

Room/suite: _____

City or town, state, and ZIP code: **CHARLOTTESVILLE, VA 22901**

A Employer identification number: **06-1593377**

B Telephone number: **434-296-2495**

H Check type of organization: ☒ 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): **\$ 9,628,504.**

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____

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 ☐

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		1,339,628.		N/A	
2 Check <input type="checkbox"/> If the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		221,150.	221,150.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<55,153.>			
b Gross sales price for all assets on line 6a		4,376,727.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit (loss)					
11 Other income		<61,617.>	<61,617.>		STATEMENT 2
12 Total. Add lines 1 through 11		1,444,008.	159,533.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		3,446.	3,446.		0.
c Other professional fees					
17 Interest					
18 Taxes		13,485.	5,714.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		48,360.	48,360.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		65,291.	57,520.		0.
25 Contributions, gifts, grants paid		520,000.			520,000.
26 Total expenses and disbursements. Add lines 24 and 25		585,291.	57,520.		520,000.
27 Subtract line 26 from line 12.		858,717.			
a Excess of revenue over expenses and disbursements			102,013.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,815,885.	1,088,330.	1,088,330.
	2 Savings and temporary cash investments			
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 6	275,424.	275,424.	234,024.
	b Investments - corporate stock STMT 7	6,957,350.	6,327,327.	4,552,369.
	c Investments - corporate bonds STMT 8	684,960.	869,965.	829,706.
Liabilities	11 Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	989,776.	3,021,066.	2,924,075.
	14 Land, buildings, and equipment basis			
	Less: accumulated depreciation			
	15 Other assets (describe)			
	16 Total assets (to be completed by all filers)	10,723,395.	11,582,112.	9,628,504.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	10,723,395.	11,582,112.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	10,723,395.	11,582,112.		
31 Total liabilities and net assets/fund balances	10,723,395.	11,582,112.		

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	10,723,395.
2 Enter amount from Part I, line 27a	2	858,717.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	11,582,112.
5 Decreases not included in line 2 (itemize)	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,582,112.

Form 990-PF (2009)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	4,376,727.	4,431,880.	<55,153.>	
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			<55,153.>	
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 <55,153.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	242,546.	8,205,529.	.029559
2007	252,270.	3,541,559.	.071231
2006	40,000.	1,015,282.	.039398
2005	18,000.	896,339.	.020082
2004	26,000.	706,595.	.036796
2 Total of line 1, column (d)			2 .197066
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 .039413
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 10,018,732.
5 Multiply line 4 by line 3			5 394,868.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,020.
7 Add lines 5 and 6			7 395,888.
8 Enter qualifying distributions from Part XII, line 4			8 520,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,020.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,020.
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	1,020.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	4,400.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	4,400.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	3,380.	
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax <input checked="" type="checkbox"/> 1,200. Refunded <input type="checkbox"/>	11	2,180.	

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CT		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2009)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► GAIL MUNGER Telephone no. ► 434-296-2495
 Located at ► 1720 BROWN'S GAP TURNPIKE, CHARLOTTESVILLE, VA ZIP+4 ► 22901

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ☐
 and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years: _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <u>N/A</u>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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	X
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

Form 990-PF (2009)

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

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? ☐ Yes ☒ No

N/A

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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

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.

(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
GAIL MUNGER 1720 BROWN'S GAP TURNPIKE CHARLOTTESVILLE, VA 22901	TRUSTEE 1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000 ☐ 0

Form 990-PF (2009)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	8,408,274.
b	Average of monthly cash balances	1b	1,763,028.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,171,302.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	10,171,302.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	152,570.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,018,732.
6	Minimum investment return. Enter 5% of line 5	6	500,937.

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

1	Minimum investment return from Part X, line 6	1	500,937.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	1,020.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,020.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	499,917.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	499,917.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	499,917.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	520,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	520,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,020.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	518,980.

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

Form 990-PF (2009)

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				499,917.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			135,793.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 520,000.				
a Applied to 2008, but not more than line 2a			135,793.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				384,207.
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				115,710.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
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				

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

THE FARKAS FAMILY FOUNDATION

06-1593377

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 foundationCheck 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).

LHA For Privacy Act and Paperwork Reduction Act Notice, see the Instructions
for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2009)

Name of organization

Employer identification number

THE FARKAS FAMILY FOUNDATION

06-1593377

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	THOMAS P. FARKAS MARITAL TRUST 1720 BROWN'S GAP TURNPIKE CHARLOTTESVILLE, VA 22901	\$ 948,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	THOMAS P. FARKAS MARITAL TRUST 1720 BROWN'S GAP TURNPIKE CHARLOTTESVILLE, VA 22901	\$ 391,628.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Employer identification number

06-1593377

[illegible]

THE FARKAS FAMILY FOUNDATION

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 ATTACHED STATEMENT A	P	VARIOUS	VARIOUS
b	CIL - FIBRIA CELULOSE	P	11/27/09	11/27/09
c	CIL - KINDERMORGAN MGMT LLC	P	08/14/09	08/14/09
d	CIL - WEBMD HEALTH	P	11/01/09	11/01/09
e	SALE OF FOREIGN RIGHTS - RIO TINTO	P	07/17/09	07/17/09
f	SALE OF FOREIGN RIGHTS - AXA	P	12/04/09	12/04/09
g	SALE OF FOREIGN RIGHTS - GIVAUDAN SA ADR	P	07/08/09	07/08/09
h	SEE ATTACHED STATEMENT A	D	VARIOUS	VARIOUS
i	CAPITAL GAINS DIVIDENDS			
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 3,838,680.		3,709,025.	129,655.
b 4.			4.
c 31.			31.
d 6.			6.
e 6,850.			6,850.
f 455.			455.
g 516.			516.
h 529,196.		722,855.	<193,659.>
i 989.			989.
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			129,655.
b			4.
c			31.
d			6.
e			6,850.
f			455.
g			516.
h			<193,659.>
i			989.
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	<55,153.>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
MORGAN STANLEY CAPITAL GAIN DISTRIBUTION	989.	989.	0.	
MORGAN STANLEY DIVIDENDS	166,131.	0.	166,131.	
MORGAN STANLEY INTEREST	48,499.	0.	48,499.	
MORGAN STANLEY INTEREST - ACCRUED PAID	<550.>	0.	<550.>	
MORGAN STANLEY TAX EXEMPT INTEREST	7,070.	0.	7,070.	
TOTAL TO FM 990-PF, PART I, LN 4	222,139.	989.	221,150.	

FORM 990-PF	OTHER INCOME		STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
OTHER INVESTMENT INCOME	2,453.	2,453.		
DYNAMIC REALTY LLC	3,632.	3,632.		
DYNAMIC REALTY LLC	<67,702.>	<67,702.>		
TOTAL TO FORM 990-PF, PART I, LINE 11	<61,617.>	<61,617.>		

FORM 990-PF	ACCOUNTING FEES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GREENBERG, ROSENBLATT, KULL	3,446.	3,446.		0.
TO FORM 990-PF, PG 1, LN 16B	3,446.	3,446.		0.

FORM 990-PF	TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAX WITHHELD	5,714.	5,714.		0.	
FEDERAL	7,771.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	13,485.	5,714.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT EXPENSE	48,052.	48,052.		0.	
POSTAGE	44.	44.		0.	
MISCELLANEOUS FEES	264.	264.		0.	
TO FORM 990-PF, PG 1, LN 23	48,360.	48,360.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
SEE STATEMENT B	X		275,424.	234,024.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			275,424.	234,024.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			275,424.	234,024.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT B	6,327,327.	4,552,369.
TOTAL TO FORM 990-PF, PART II, LINE 10B	6,327,327.	4,552,369.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT B	869,965.	829,706.
TOTAL TO FORM 990-PF, PART II, LINE 10C	869,965.	829,706.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE STATEMENT B	COST	3,021,066.	2,924,075.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,021,066.	2,924,075.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALBEMARLE HOUSING IMPROVEMENT INC. 2127 BERKMAR DRIVE CHARLOTTESVILLE, VA 22901	NONE GENERAL	OTHER PUBLIC CHARITY	15,000.
BLUE RIDGE AREA FOOD BANK NETWORK PO BOX 937 VERONA, VA 24482	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
CHARLOTTESVILLE ALBEMARLE SPCA 943 PRESTON AVENUE CHARLOTTESVILLE, VA 22903	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
CHARLOTTESVILLE FREE CLINIC 1138 ROSE HILL DRIVE CHARLOTTESVILLE, VA 22903	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
CROZET VOLUNTEER FIRE DEPT 5652 THREE NOTCH D RD CROZET, VA 22932	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
HOSPICE OF THE PIEDMONT 675 PETER JEFFERSON PARKWAY CHARLOTTESVILLE, VA 22932	NONE GENERAL	OTHER PUBLIC CHARITY	20,000.
MEALS ON WHEELS OF CHARLOTTESVILLE 270 STILLFRIED LANE CHARLOTTESVILLE, VA 22903	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
NEW COLLEGE FOUNDATION INC 5800 BAY SHORE ROAD SARASOTA, FL 342432109	NONE GENERAL	OTHER PUBLIC CHARITY	20,000.

THE FARKAS FAMILY FOUNDATION

06-1593377

PARAMOUNT THEATER OF CHARLOTTESVILLE 215 E MAIN STREET CHARLOTTESVILLE, VA 22902	NONE GENERAL	OTHER PUBLIC CHARITY	15,000.
SENIOR CENTER INC 1180 PEPSI PLACE CHARLOTTESVILLE, VA 22901	NONE GENERAL	OTHER PUBLIC CHARITY	5,000.
STUYVESANT HIGH SCHOOL ENDOWMENT FUND	NONE GENERAL	OTHER PUBLIC CHARITY	20,000.
SUPPORT THE MET BROADCASTS LINCOLN CENTER NEW YORK, NY 10023	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
THE HARTT SCHOOL OF THE UNIVERSITY OF HARTFORD 200 BLOOMFIELD AVENUE WEST HARTFORD, CT 06101	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
UNIVERSITY OF VIRGINIA MAIN STREET CHARLOTTESVILLE, VA 22901	NONE GENERAL	OTHER PUBLIC CHARITY	65,000.
VIRTU FOUNDATION 1040 FIRST AVE., STE. 116 NEW YORK, NY 10022	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
WESTERN ALBEMARIE RESCUE SQUAD 1257 CROZET AVENUE CROZET, VA 22932	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
WVTF 3520 KINGSBURY LANE ROANOKE , VA 24014	NONE GENERAL	OTHER PUBLIC CHARITY	20,000.
ASH LAWN OPERA FESTIVAL 111 4TH STREET NE CHARLOTTESVILLE, VA 22902	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.

THE FARKAS FAMILY FOUNDATION

06-1593377

CHARLOTTESVILLE AND UNIVERSITY SYMPHONY ORCHESTRA 112 OLD CABELL HALL CHARLOTTESVILLE, VA 22903	NONE GENERAL	OTHER PUBLIC CHARITY	15,000.
HABITAT FOR HUMANITY 501 GROVE AVENUE CHARLOTTESVILLE, VA 22903	NONE GENERAL	OTHER PUBLIC CHARITY	15,000.
JEFFERSON AREA BOARD OF AGING 674 HILLSDALE DR CHARLOTTESVILLE, VA 22901	NONE GENERAL	OTHER PUBLIC CHARITY	5,000.
LEGAL AID JUSTICE CENTER 1000 PRESTON AVENUE CHARLOTTESVILLE, VA 22903	NONE GENERAL	OTHER PUBLIC CHARITY	15,000.
MARTHA JEFFESON HOSPITAL FOUNDATION 459 LOCUST AVENUE CHARLOTTESVILLE, VA 22902	NONE GENERAL	OTHER PUBLIC CHARITY	100,000.
PIEDMONT ENVIRONMENTAL COUNCIL 410 E WATER STREET CHARLOTTESVILLE, VA 22902	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
RECORDING FOR THE BLIND & DYSLEXIC 210 BENT STREET CAMBRIDGE, MA 02141	NONE GENERAL	OTHER PUBLIC CHARITY	15,000.
SHELTER FOR HELP IN EMERGENCIES 1410 SACHEM PLACE CHARLOTTESVILLE, VA 22901	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.
SOUTHERN ENVIRONMENTAL LAW CENTER 201 WEST MAIN ST CHARLOTTESVILLE, VA 22902	NONE GENERAL	OTHER PUBLIC CHARITY	15,000.
THE VA ORGANIZING PROJECT 703 CONCORD AVE CHARLOTTESVILLE, VA 22903	NONE GENERAL	OTHER PUBLIC CHARITY	10,000.

THE FARKAS FAMILY FOUNDATION

06-1593377

WTJU
UNIVERSITY OF VA
CHARLOTTESVILLE, VA 22904

NONE
GENERAL

OTHER
PUBLIC
CHARITY

5,000.

CENTER FOR NONPROFIT EXCELLENCE
1701A ALLIED STREET
CHARLOTTESVILLE, VA 22903

NONE
GENERAL

OTHER
PUBLIC
CHARITY

15,000.

MONTICELLO AREA COMMUNITY ACTION
AGENCY INC.
1025 PARK STREET
CHARLOTTESVILLE, VA 22901

NONE
GENERAL

OTHER
PUBLIC
CHARITY

10,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

520,000.

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisiton Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
Purchased securities						
Harris Corp Dela	1,500	5/25/2005	2/19/2010	69,110	43,831	25,279
Ishares Iboxx Invest Gr Cor Fd	1,500	1/5/2009	2/19/2010	154,468	153,070	1,398
Bank of America Corp	8,000	1/14/2010	4/20/2010	147,224	136,036	11,188
Aracruz Celulose SA Amer	185	5/2/2008	11/27/2009	3,774	14,796	-11,022
Cadbury PLC	1,175	5/2/2008	1/25/2010	62,755	59,870	2,885
Iberia Bk Corp	69	4/8/2009	7/1/2009	2,857	3,255	-398
Old National Bancorp Ind	315	4/3/2009	7/1/2009	3,083	4,116	-1,033
Proshares Short MSCI Emer	90	5/1/2009	7/1/2009	4,620	5,967	-1,347
Proshares Short MSCI Emer	115	5/14/2009	7/1/2009	5,903	6,680	-777
Proshares Short MSCI Emer	131	6/23/2009	7/1/2009	6,724	7,344	-620
Activision Blizzard Inc	950	5/9/2008	7/8/2009	10,924	14,174	-3,250
Activision Blizzard Inc	43	11/6/2008	7/8/2009	494	526	-32
Activision Blizzard Inc	565	11/6/2008	7/9/2009	6,530	6,907	-377
Activision Blizzard Inc	481	11/7/2008	7/9/2009	5,559	5,865	-306
Allegheny Tech Inc	107	12/15/2008	7/16/2009	3,563	2,520	1,043
Allegheny Tech Inc	347	2/18/2009	7/16/2009	11,556	7,916	3,640
Allegheny Tech Inc	272	3/11/2009	7/16/2009	9,058	5,426	3,632
Petroleo Brasileiro	180	5/9/2008	7/17/2009	7,105	11,427	-4,322
Hess Corporation	220	6/2/2009	7/17/2009	11,059	14,529	-3,470
Proshares Ultrashort Basic Mat	480	6/15/2009	7/17/2009	8,209	9,186	-977
Hewitt Associates Inc	175	6/25/2008	7/20/2009	5,179	6,929	-1,750
Proshares Ultrashort S&P 500	122	1/7/2009	7/20/2009	6,294	8,443	-2,149
Wal Mart Stores Inc	246	3/4/2009	7/20/2009	11,929	11,915	14
Hewitt Associates Inc	107	6/25/2008	7/21/2009	3,135	4,237	-1,102
Proshares Ultrashort MSCI Emer	225	4/27/2009	7/21/2009	4,021	7,504	-3,483
Proshares Ultrashort MSCI Emer	262	5/14/2009	7/21/2009	4,683	6,787	-2,104
Itron Inc	85	5/9/2008	7/23/2009	4,676	7,879	-3,203
Proshares Ultrashort Russ2000	24	1/7/2009	7/23/2009	866	1,474	-608
General Electric Co	1,991	3/13/2009	7/23/2009	23,218	19,129	4,089
General Electric Co	649	3/16/2009	7/23/2009	7,568	6,688	880
General Electric Co	178	4/17/2009	7/23/2009	2,076	2,118	-42
Compass Minerals Inter Inc	78	5/9/2008	7/24/2009	3,758	5,145	-1,387
Proshares Ultrashort Basic Mat	299	6/15/2009	7/28/2009	4,507	5,722	-1,215
Proshares Ultrashort Basic Mat	201	6/23/2009	7/28/2009	3,030	4,258	-1,228
Peabody Energy Corp	688	5/9/2008	8/3/2009	22,301	46,688	-24,387
Peabody Energy Corp	327	11/10/2008	8/3/2009	10,599	10,432	167
Akamai Technologies	597	12/1/2008	8/4/2009	9,817	6,886	2,931
Akamai Technologies	31	12/8/2008	8/4/2009	510	427	83
Schlumberger Ltd	295	3/26/2009	8/4/2009	15,683	13,552	2,131
Schlumberger Ltd	263	5/7/2009	8/4/2009	13,982	14,978	-996
Akamai Technologies	252	12/8/2008	8/6/2009	4,536	3,468	1,068
Akamai Technologies	100	12/17/2008	8/6/2009	1,800	1,526	274
Akamai Technologies	294	4/1/2009	8/6/2009	5,292	6,052	-760
Proshares Ultrashort Consumr Svcs	93	1/13/2009	8/7/2009	4,857	8,271	-3,414
Proshares Ultrashort Consumr Svcs	34	7/23/2009	8/7/2009	1,776	1,875	-99
Proshares Ultrashrt Oil & Gas	473	6/17/2009	8/10/2009	7,775	8,329	-554
Proshares Short S&P 500	66	6/23/2009	8/10/2009	3,970	4,458	-488
Wal Mart Stores Inc	143	3/4/2009	8/13/2009	7,331	6,926	405

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisiton Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
Wal Mart Stores Inc	110	3/13/2009	8/13/2009	5,640	5,421	219
Proshares Short S&P 500	139	6/23/2009	8/17/2009	8,445	9,388	-943
Proshares Ultrashrt Oil &Gas	372	6/17/2009	8/17/2009	6,621	6,550	71
Proshares Ultrashrt Oil &Gas	30	6/23/2009	8/17/2009	534	595	-61
Comcast Corp	663	5/1/2009	8/18/2009	9,524	10,659	-1,135
Comcast Corp	700	5/1/2009	8/20/2009	10,195	11,254	-1,059
Wal Mart Stores Inc	149	3/13/2009	8/24/2009	7,665	7,344	321
Proshares Ultrashrt Oil &Gas	177	6/23/2009	8/24/2009	2,714	3,510	-796
Proshares Ultrashrt Oil &Gas	221	7/8/2009	8/24/2009	3,389	4,799	-1,410
Washington Post Company	25	1/22/2009	8/26/2009	11,218	10,463	755
Washington Post Company	16	2/13/2009	8/26/2009	7,180	6,702	478
BJ's Wholesale Club	276	8/8/2008	8/26/2009	8,840	11,361	-2,521
BJ's Wholesale Club	221	8/8/2008	9/1/2009	7,115	9,097	-1,982
BJ's Wholesale Club	137	8/15/2008	9/1/2009	4,411	5,811	-1,400
Ishares Comex Gold TR	40	10/7/2008	9/3/2009	3,899	3,492	407
Kinder Morgan Mgmt LLC	311	2/20/2009	9/8/2009	14,595	12,577	2,018
Proshares Short MSCI EAFE	55	1/23/2009	9/8/2009	3,410	5,426	-2,016
Proshares Short Financials	20	3/6/2009	9/8/2009	941	2,538	-1,597
DirectTV Group Inc	313	4/3/2009	9/9/2009	7,842	7,637	205
Kinder Morgan Mgmt LLC	169	2/20/2009	9/11/2009	7,892	6,848	1,044
Kinder Morgan Mgmt LLC	150	3/12/2009	9/11/2009	6,974	5,623	1,351
Mcdonalds Corp	189	5/9/2008	9/11/2009	10,287	11,210	-923
Stericycle Inc	172	5/9/2008	9/11/2009	8,345	8,912	-567
Potash CP of Saskatchewan Inc	88	3/4/2009	9/15/2009	7,915	7,199	716
Stericycle Inc	158	5/9/2008	9/15/2009	7,680	8,187	-507
DirectTV Group Inc	243	4/3/2009	9/15/2009	6,269	5,929	340
Mcdonalds Corp	66	5/9/2008	9/15/2009	3,615	3,914	-299
Mcdonalds Corp	289	5/9/2008	9/16/2009	15,926	17,141	-1,215
Potash CP of Saskatchewan Inc	65	3/4/2009	9/21/2009	5,997	5,318	679
Ralcorp Holdings	64	8/5/2008	9/23/2009	3,759	3,551	208
FPL Group Inc	129	5/1/2008	9/24/2009	6,979	8,382	-1,403
Intl Flavors & Fragrances	102	5/9/2008	10/1/2009	3,854	4,289	-435
FPL Group Inc	95	5/1/2008	10/1/2009	5,126	6,173	-1,047
FPL Group Inc	127	1/27/2009	10/1/2009	6,853	6,439	414
Penn National Gaming	98	11/20/2008	10/1/2009	2,649	1,453	1,196
Ralcorp Holdings	72	8/5/2008	10/6/2009	4,176	3,995	181
Ralcorp Holdings	120	8/5/2008	10/8/2009	7,020	6,658	362
Potash CP of Saskatchewan Inc	35	3/4/2009	10/9/2009	3,218	2,863	355
Infosys Tech Limited	194	5/1/2009	10/12/2009	9,240	5,946	3,294
Petroleo Brasileiro	140	5/9/2008	10/12/2009	6,785	8,887	-2,102
Liberty Media Corp Sr A	318	4/6/2009	10/14/2009	9,661	6,841	2,820
Liberty Media Corp Sr A	302	4/14/2009	10/14/2009	9,175	6,686	2,489
Nvidia Corporation	561	7/21/2009	10/16/2009	7,433	6,687	746
Human Genome Sciences Inc	281	8/20/2009	10/16/2009	5,625	4,585	1,040
Human Genome Sciences Inc	421	8/20/2009	10/19/2009	8,803	6,870	1,933
Intl Flavors & Fragrances	122	5/9/2008	10/19/2009	4,734	5,130	-396
Penn National Gaming	371	11/20/2008	10/21/2009	10,712	5,500	5,212
Penn National Gaming	49	12/1/2008	10/21/2009	1,415	920	495
Perrigo Co	109	3/26/2009	10/22/2009	3,967	2,724	1,243
Old Dominion Freight Line	134	7/6/2009	10/22/2009	3,765	4,548	-783
Health Corp	624	4/15/2009	10/27/2009	7,002	6,865	137

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisition Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
Health Corp	272	4/17/2009	10/27/2009	3,052	3,190	-138
JP Morgan Chase & Co	264	5/9/2008	11/1/2009	11,087	12,250	-1,163
JP Morgan Chase & Co	118	3/10/2009	11/1/2009	4,956	2,246	2,710
JP Morgan Chase & Co	8	3/13/2009	11/1/2009	336	187	149
Wells Fargo & Co	356	7/24/2008	11/1/2009	9,831	10,558	-727
Wells Fargo & Co	237	3/10/2009	11/1/2009	6,545	2,763	3,782
JP Morgan Chase & Co	75	3/13/2009	11/3/2009	3,188	1,749	1,439
JP Morgan Chase & Co	9	3/23/2009	11/3/2009	383	237	146
Wells Fargo & Co	17	3/10/2009	11/3/2009	467	198	269
Wells Fargo & Co	113	3/13/2009	11/3/2009	3,104	1,515	1,589
Old Dominion Freight Line	108	7/6/2009	11/4/2009	2,665	3,666	-1,001
Wells Fargo & Co	51	3/13/2009	11/5/2009	1,364	684	680
Wells Fargo & Co	35	3/23/2009	11/5/2009	936	551	385
Old Dominion Freight Line	74	7/6/2009	11/5/2009	1,821	2,512	-691
Old Dominion Freight Line	61	7/6/2009	11/9/2009	1,541	2,070	-529
Icici Bank Ltd	235	5/18/2009	11/12/2009	9,131	7,060	2,071
Icici Bank Ltd	58	6/1/2009	11/12/2009	2,254	1,703	551
Wells Fargo & Co	207	3/23/2009	11/12/2009	5,870	3,260	2,610
JP Morgan Chase & Co	149	3/23/2009	11/13/2009	6,403	3,924	2,479
JP Morgan Chase & Co	79	3/24/2009	11/13/2009	3,395	2,263	1,132
JP Morgan Chase & Co	40	4/1/2009	11/13/2009	1,719	1,100	619
Wells Fargo & Co	13	3/23/2009	11/13/2009	363	205	158
Wells Fargo & Co	140	3/24/2009	11/13/2009	3,913	2,405	1,508
Wells Fargo & Co	216	4/1/2009	11/13/2009	6,037	3,086	2,951
Mcdermott International Inc	553	5/11/2009	11/17/2009	12,818	10,130	2,688
Tyco International Ltd	336	3/18/2009	12/1/2009	12,032	6,627	5,405
Mcdermott International Inc	245	5/11/2009	12/1/2009	5,157	4,488	669
Mcdermott International Inc	325	6/1/2009	12/1/2009	6,841	6,777	64
Intl Business Machines Corp	64	5/9/2008	12/1/2009	8,179	7,951	228
IHS Inc	77	5/9/2008	12/1/2009	3,861	5,177	-1,316
Regal Beloit Corp	68	4/23/2009	12/1/2009	3,289	2,571	718
Penn National Gaming	93	12/1/2008	12/1/2009	2,511	1,747	764
Old Dominion Freight Line	37	7/6/2009	12/2/2009	996	1,256	-260
Old Dominion Freight Line	219	8/5/2009	12/2/2009	5,897	7,995	-2,098
Sempra Energy	82	6/8/2009	12/9/2009	4,425	3,825	600
Sempra Energy	87	6/8/2009	12/17/2009	4,801	4,059	742
Sempra Energy	150	6/8/2009	12/18/2009	8,283	6,998	1,285
Potash CP of Saskatchewan Inc	40	3/4/2009	1/4/2010	4,486	3,272	1,214
Potash CP of Saskatchewan Inc	89	3/12/2009	1/4/2010	9,982	6,871	3,111
Roper Ind Inc	120	5/9/2008	1/4/2010	6,317	7,474	-1,157
Roper Ind Inc	89	5/9/2008	1/5/2010	4,620	5,544	-924
Avon Products Inc	262	10/22/2009	1/6/2010	8,427	9,299	-872
Infosys Tech Limited	74	5/1/2009	1/6/2010	4,151	2,268	1,883
Roper Ind Inc	76	5/9/2008	1/6/2010	3,951	4,734	-783
Icici Bank Ltd	50	6/1/2009	1/6/2010	1,935	1,468	467
Avon Products Inc	131	10/22/2009	1/7/2010	4,098	4,649	-551
Icici Bank Ltd	56	6/1/2009	1/7/2010	2,181	1,645	536
Infosys Tech Limited	37	5/1/2009	1/7/2010	2,020	1,134	886
Avon Products Inc	299	10/22/2009	1/8/2010	9,332	10,612	-1,280
Intl Business Machines Corp	53	5/9/2008	1/12/2010	6,852	6,585	267
HDfC Bank Ltd	19	6/4/2009	1/12/2010	2,452	1,928	524

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisition Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
Icici Bank Ltd	55	6/1/2009	1/12/2010	2,009	1,615	394
Occidental Petroleum Corp	202	10/12/2009	1/13/2010	16,064	16,226	-162
Petroleo Brasileiro SA ADR	334	11/10/2008	1/14/2010	13,669	7,385	6,284
Petroleo Brasileiro SA ADR	244	6/2/2009	1/14/2010	9,986	8,303	1,683
Petroleo Brasileiro	336	5/9/2008	1/14/2010	15,379	21,330	-5,951
Cdn Pacific Ry Ltd	134	9/1/2009	1/15/2010	7,096	6,541	555
Freeport McMoran CP & Gld	298	11/9/2009	1/19/2010	25,060	24,716	344
Freeport McMoran CP & Gld	47	12/24/2009	1/19/2010	3,952	3,844	108
Cdn Pacific Ry Ltd	149	9/1/2009	1/20/2010	7,440	7,274	166
Agnico Eagle Mines Ltd	386	12/1/2009	1/21/2010	20,914	25,301	-4,387
Newmont Mining Corp	443	12/2/2009	1/21/2010	20,011	24,638	-4,627
Goldman Sachs Grp Inc	154	3/12/2009	1/22/2010	24,364	14,621	9,743
Goldman Sachs Grp Inc	114	3/12/2009	1/25/2010	17,853	10,823	7,030
Icici Bank Ltd	47	6/1/2009	2/1/2010	1,570	1,380	190
Icici Bank Ltd	61	6/2/2009	2/1/2010	2,038	1,936	102
HDFC Bank Ltd	30	6/4/2009	2/1/2010	3,577	3,044	533
Cdn Pacific Ry Ltd	164	9/1/2009	2/1/2010	7,866	8,006	-140
Nvidia Corporation	260	7/21/2009	2/1/2010	4,267	3,099	1,168
Penn National Gaming	154	12/1/2008	2/4/2010	3,831	2,893	938
Penn National Gaming	21	12/8/2008	2/4/2010	522	456	66
Ishares Comex Gold TR	2	10/7/2008	2/5/2010	207	175	32
Ishares Comex Gold TR	99	10/15/2008	2/5/2010	10,262	8,247	2,015
Ishares Comex Gold TR	6	2/23/2009	2/5/2010	622	587	35
Market Vectors Gold Miners	239	2/12/2009	2/5/2010	9,674	8,551	1,123
Cdn Pacific Ry Ltd	169	9/1/2009	2/5/2010	7,945	8,250	-305
Ishares Comex Gold TR	60	2/23/2009	2/8/2010	6,282	5,874	408
Ishares Comex Gold TR	46	11/25/2009	2/8/2010	4,817	5,352	-535
Market Vectors Gold Miners	134	2/12/2009	2/8/2010	5,625	4,794	831
Market Vectors Gold Miners	102	11/25/2009	2/8/2010	4,282	5,366	-1,084
Penn National Gaming	125	12/8/2008	2/8/2010	2,899	2,713	186
Icici Bank Ltd	139	6/2/2009	2/9/2010	4,794	4,412	382
Icici Bank Ltd	215	7/23/2009	2/9/2010	7,415	7,160	255
HDFC Bank Ltd	99	6/4/2009	2/9/2010	11,155	10,046	1,109
Corrections Corp of America	257	11/7/2008	2/10/2010	4,742	3,981	761
Corrections Corp of America	323	11/18/2008	2/10/2010	5,959	4,422	1,537
Corrections Corp of America	299	12/1/2008	2/10/2010	5,517	4,907	610
Corrections Corp of America	38	9/21/2009	2/10/2010	701	859	-158
Corrections Corp of America	58	11/5/2009	2/10/2010	1,070	1,457	-387
Proshares Ultrashort S&P 500	127	1/21/2010	2/11/2010	4,686	4,389	297
Proshares Ultrashort S&P 500	113	1/22/2010	2/11/2010	4,170	3,962	208
Proshares Ultrashort S&P 500	189	2/1/2010	2/11/2010	6,974	6,888	86
Proshares Ultrashort Russ2000	178	1/21/2010	2/11/2010	4,692	4,360	332
Proshares Ultrashort Russ2000	160	1/22/2010	2/11/2010	4,218	3,953	265
Proshares Ultrashort Russ2000	244	2/1/2010	2/11/2010	6,432	6,359	73
Penn National Gaming	71	12/8/2008	2/11/2010	1,651	1,541	110
Penn National Gaming	64	2/5/2009	2/11/2010	1,488	1,346	142
Teva Pharmaceuticals	49	3/12/2009	2/16/2010	2,867	2,165	702
Goodyear Tire & Rubber	627	8/6/2009	2/18/2010	8,982	11,027	-2,045
Proshares Ultrashort S&P 500	26	2/1/2010	2/19/2010	910	948	-38
Proshares Ultrashort S&P 500	93	2/5/2010	2/19/2010	3,254	3,533	-279
Proshares Ultrashort Russ2000	60	2/1/2010	2/19/2010	1,454	1,564	-110

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisition Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
Proshares Ultrashort Russ2000	90	2/5/2010	2/19/2010	2,181	2,498	-317
Penn National Gaming	42	2/5/2009	2/19/2010	955	883	72
Penn National Gaming	95	2/6/2009	2/19/2010	2,159	2,080	79
Goodyear Tire & Rubber	203	8/6/2009	2/23/2010	2,603	3,570	-967
Goodyear Tire & Rubber	8	8/6/2009	3/1/2010	103	141	-38
Goodyear Tire & Rubber	1	8/11/2009	3/1/2010	13	18	-5
Goodyear Tire & Rubber	114	8/20/2009	3/1/2010	1,470	2,072	-602
Monsanto Co	86	5/9/2008	3/1/2010	6,224	10,186	-3,962
Fibra Celulose SA	714	1/4/2010	3/1/2010	13,391	16,482	-3,091
Fibra Celulose SA	7	1/7/2010	3/1/2010	131	165	-34
Fibra Celulose SA	97	2/17/2010	3/1/2010	1,819	1,982	-163
Eastman Chemical Company	89	8/10/2009	3/1/2010	5,295	4,669	626
Eastman Chemical Company	65	8/10/2009	3/2/2010	3,912	3,410	502
Proshares Ultrashort Russ2000	248	2/5/2010	3/10/2010	5,214	6,884	-1,670
Eastman Chemical Company	70	8/10/2009	3/10/2010	4,300	3,672	628
Goodyear Tire & Rubber	128	8/20/2009	3/10/2010	1,730	2,327	-597
Southwestern Energy Company	88	6/12/2009	3/11/2010	3,913	3,886	27
Ultra Petroleum Corp	71	6/15/2009	3/11/2010	3,446	3,405	41
Monsanto Co	40	5/9/2008	3/11/2010	2,841	4,738	-1,897
Eastman Chemical Company	42	8/10/2009	3/12/2010	2,595	2,203	392
Intl Business Machines Corp	33	5/9/2008	3/15/2010	4,205	4,100	105
Ultra Petroleum Corp	52	6/15/2009	3/16/2010	2,480	2,494	-14
Southwestern Energy Company	65	6/12/2009	3/17/2010	2,777	2,870	-93
Ultra Petroleum Corp	181	6/15/2009	3/19/2010	8,058	8,680	-622
Southwestern Energy Company	181	6/12/2009	3/19/2010	7,163	7,992	-829
Southwestern Energy Company	3	6/15/2009	3/19/2010	119	131	-12
Intl Business Machines Corp	32	5/9/2008	3/23/2010	4,113	3,976	137
IHS Inc	53	5/9/2008	3/23/2010	2,766	3,563	-797
Saia, Inc	752	2/4/2010	4/1/2010	13,127	13,917	-790
IHS Inc	95	5/9/2008	4/5/2010	5,069	6,387	-1,318
Monsanto Co	67	5/9/2008	4/6/2010	4,691	7,936	-3,245
Monsanto Co	3	11/10/2008	4/6/2010	210	263	-53
Intl Business Machines Corp	137	5/9/2008	4/8/2010	17,486	17,021	465
Proshares Ultrashort Russ2000	161	2/5/2010	4/13/2010	3,073	4,469	-1,396
Proshares Ultrashort Russ2000	339	4/8/2010	4/13/2010	6,471	6,608	-137
Proshares Ultrashort S&P 500	283	2/5/2010	4/13/2010	8,396	10,750	-2,354
WMS Ind Inc	185	11/18/2009	4/14/2010	8,422	8,036	386
Monsanto Co	63	11/10/2008	4/14/2010	4,234	5,527	-1,293
IHS Inc	57	5/9/2008	4/14/2010	2,977	3,832	-855
Hewitt Associates Inc	95	6/25/2008	4/15/2010	3,845	3,761	84
Microsoft Corp	369	5/9/2008	4/19/2010	11,400	10,874	526
Nvidia Corporation	500	7/21/2009	4/19/2010	8,416	5,960	2,456
Stericycle Inc	76	5/9/2008	4/19/2010	4,222	3,938	284
Vertex Pharmaceuticals	92	11/6/2009	4/19/2010	3,693	3,594	99
Microsoft Corp	381	5/9/2008	4/21/2010	11,929	11,227	702
Baxter Intl Inc	257	8/18/2009	4/22/2010	12,751	14,131	-1,380
IHS Inc	54	5/9/2008	4/22/2010	2,857	3,631	-774
Baxter Intl Inc	268	8/18/2009	4/23/2010	13,500	14,736	-1,236
Hewitt Associates Inc	46	6/25/2008	4/23/2010	1,882	1,821	61
Stericycle Inc	32	5/9/2008	4/23/2010	1,821	1,658	163
IHS Inc	31	5/9/2008	4/23/2010	1,638	2,084	-446

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisition Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
Stericycle Inc	32	5/9/2008	4/26/2010	1,829	1,658	171
Hewitt Associates Inc	41	6/25/2008	4/26/2010	1,711	1,623	88
Stericycle Inc	33	5/9/2008	4/27/2010	1,868	1,710	158
IHS Inc	30	5/9/2008	4/27/2010	1,573	2,017	-444
Proshares Short S&P 500	165	1/19/2010	5/1/2010	8,007	8,437	-430
Proshares Short S&P 500	174	1/20/2010	5/1/2010	8,444	8,993	-549
Proshares Short Russell2000	197	1/19/2010	5/1/2010	7,356	8,419	-1,063
Proshares Short Russell2000	209	1/20/2010	5/1/2010	7,804	9,080	-1,276
Activision Blizzard Inc	553	1/15/2010	5/1/2010	6,027	6,035	-8
Gannett Company Inc	155	10/1/2009	5/1/2010	2,701	1,872	829
Gannett Company Inc	656	10/1/2009	5/1/2010	11,474	7,923	3,551
Hewitt Associates Inc	52	6/25/2008	5/1/2010	2,149	2,059	90
Hewitt Associates Inc	45	6/25/2008	5/3/2010	1,838	1,782	56
IHS Inc	35	5/9/2008	5/3/2010	1,831	2,353	-522
Activision Blizzard Inc	245	1/15/2010	5/5/2010	2,624	2,674	-50
Activision Blizzard Inc	824	1/26/2010	5/5/2010	8,824	8,329	495
Activision Blizzard Inc	293	2/12/2010	5/5/2010	3,138	3,214	-76
Activision Blizzard Inc	277	2/16/2010	5/5/2010	2,966	3,047	-81
Nvidia Corporation	478	7/21/2009	5/5/2010	7,007	5,698	1,309
Nvidia Corporation	578	7/23/2009	5/5/2010	8,472	7,504	968
Vertex Pharmaceuticals	315	11/6/2009	5/5/2010	11,916	12,306	-390
Copa Holdings	299	4/7/2010	5/6/2010	15,837	17,795	-1,958
Gannett Company Inc	229	10/1/2009	5/6/2010	3,585	2,766	819
Corning Inc	894	7/16/2009	5/7/2010	15,665	14,511	1,154
Corning Inc	26	7/20/2009	5/7/2010	456	438	18
Ford Motor Co	651	4/26/2010	5/7/2010	7,624	9,414	-1,790
Gannett Company Inc	223	10/1/2009	5/10/2010	3,515	2,693	822
Gannett Company Inc	586	10/6/2009	5/10/2010	9,236	7,536	1,700
Corning Inc	384	7/20/2009	5/10/2010	7,044	6,472	572
Corning Inc	301	7/21/2009	5/10/2010	5,522	5,018	504
Compass Minerals Inter Inc	53	5/9/2008	5/11/2010	4,105	3,496	609
Whirlpool Corp	19	12/17/2009	5/11/2010	2,037	1,485	552
Proshares Ultrashort Russ2000	189	4/8/2010	5/12/2010	3,419	3,684	-265
Proshares Ultrashort Russ2000	365	4/27/2010	5/12/2010	6,603	6,322	281
Proshares Ultrashort S&P 500	1	2/5/2010	5/12/2010	30	38	-8
Proshares Ultrashort S&P 500	302	4/8/2010	5/12/2010	9,194	9,182	12
IHS Inc	159	5/9/2008	5/12/2010	8,438	10,690	-2,252
Hewitt Associates Inc	219	6/25/2008	5/13/2010	8,547	8,671	-124
US Treasury 2/15/37	27,000	5/5/2010	5/14/2010	8,092	8,099	-7
Tata Motors Ltd	170	11/13/2009	5/14/2010	3,130	2,290	840
Eastman Chemical Company	20	8/10/2009	5/14/2010	1,250	1,049	201
Eastman Chemical Company	20	8/14/2009	5/14/2010	1,250	1,079	171
Dow Chemical Co.	82	8/5/2009	5/14/2010	2,250	1,934	316
Tata Motors Ltd	170	11/13/2009	5/18/2010	3,075	2,290	785
Tata Motors Ltd	266	11/13/2009	5/19/2010	4,346	3,583	763
Whirlpool Corp	30	12/17/2009	5/19/2010	2,954	2,345	609
Whirlpool Corp	47	12/17/2009	5/20/2010	4,525	3,674	851
Johnson Controls Incorporated	150	1/25/2010	5/20/2010	4,131	4,571	-440
Harman Intl Inds	133	10/16/2009	5/20/2010	4,068	4,870	-802
Allegheny Tech Inc	84	11/9/2009	5/20/2010	4,042	2,835	1,207
National Oilwell Varco Inc	100	9/17/2009	5/20/2010	3,594	4,357	-763

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisiton Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
Borg Warner Inc	103	3/3/2010	5/20/2010	3,564	3,994	-430
FMC Technologies Inc	62	9/15/2009	5/20/2010	3,479	3,343	136
Tata Motors Ltd	6	11/13/2009	5/20/2010	94	81	13
Tata Motors Ltd	123	11/17/2009	5/20/2010	1,925	1,699	226
Proshares Ultrashort S&P 500	1	4/8/2010	5/25/2010	37	30	7
Proshares Ultrashort S&P 500	470	4/27/2010	5/25/2010	17,539	13,725	3,814
Proshares Ultrashort S&P 500	425	5/1/2010	5/25/2010	15,860	12,664	3,196
Proshares Ultrashort S&P 500	124	5/4/2010	5/25/2010	4,627	3,775	852
Proshares Ultrashort S&P 500	108	5/5/2010	5/25/2010	4,030	3,336	694
Proshares Ultrashort S&P 500	215	5/14/2010	5/25/2010	8,023	6,934	1,089
Proshares Ultrashort S&P 500	52	5/20/2010	5/25/2010	1,941	1,801	140
Proshares Ultrashort Russ2000	198	4/27/2010	5/25/2010	4,516	3,429	1,087
Proshares Ultrashort Russ2000	997	5/1/2010	5/25/2010	22,741	17,805	4,936
Proshares Ultrashort Russ2000	239	5/4/2010	5/25/2010	5,452	4,412	1,040
Proshares Ultrashort Russ2000	178	5/5/2010	5/25/2010	4,060	3,379	681
Proshares Ultrashort Russ2000	145	5/6/2010	5/25/2010	3,307	2,789	518
Proshares Ultrashort Russ2000	390	5/14/2010	5/25/2010	8,896	7,432	1,464
Proshares Ultrashort Russ2000	56	5/20/2010	5/25/2010	1,277	1,173	104
Apple Inc	80	1/26/2010	5/25/2010	19,128	16,982	2,146
Apple Inc	83	2/11/2010	5/25/2010	19,845	16,523	3,322
Apple Inc	43	4/23/2010	5/25/2010	10,281	11,567	-1,286
Cognizant Tech Solutions	566	5/1/2009	5/25/2010	26,636	13,953	12,683
Cognizant Tech Solutions	281	5/4/2009	5/25/2010	13,224	7,251	5,973
Cognizant Tech Solutions	131	7/27/2009	5/25/2010	6,165	3,984	2,181
Owens Corning Inc	667	8/25/2009	5/25/2010	20,176	15,697	4,479
Owens Corning Inc	317	8/26/2009	5/25/2010	9,589	7,330	2,259
Owens Corning Inc	142	9/14/2009	5/25/2010	4,295	3,404	891
Owens Corning Inc	194	10/15/2009	5/25/2010	5,868	4,875	993
Dow Chemical Co.	1,557	8/5/2009	5/25/2010	38,504	36,716	1,788
Dow Chemical Co.	55	11/13/2009	5/25/2010	1,360	1,578	-218
Tyco International Ltd	317	3/18/2009	5/25/2010	11,329	6,253	5,076
Tyco International Ltd	344	3/23/2009	5/25/2010	12,294	6,953	5,341
Tyco International Ltd	352	3/25/2009	5/25/2010	12,580	7,156	5,424
Monster Worldwide Inc	507	12/1/2008	5/25/2010	7,098	5,621	1,477
Monster Worldwide Inc	362	12/8/2008	5/25/2010	5,068	4,320	748
Monster Worldwide Inc	720	3/26/2009	5/25/2010	10,080	6,424	3,656
Monster Worldwide Inc	584	7/28/2009	5/25/2010	8,176	7,949	227
Monster Worldwide Inc	339	9/11/2009	5/25/2010	4,746	5,786	-1,040
Microchip Technology Inc	555	8/5/2009	5/25/2010	14,524	15,197	-673
Microchip Technology Inc	291	8/11/2009	5/25/2010	7,615	7,700	-85
Microchip Technology Inc	281	9/9/2009	5/25/2010	7,354	7,742	-388
Microchip Technology Inc	138	11/5/2009	5/25/2010	3,611	3,466	145
Hasbro Inc	536	9/3/2009	5/25/2010	20,405	15,068	5,337
Hasbro Inc	153	9/3/2009	5/25/2010	5,825	4,346	1,479
Hasbro Inc	162	10/19/2009	5/25/2010	6,167	4,607	1,560
Cisco Systems Inc	723	7/16/2009	5/25/2010	16,477	14,396	2,081
Cisco Systems Inc	334	7/20/2009	5/25/2010	7,612	7,017	595
Cisco Systems Inc	225	7/21/2009	5/25/2010	5,128	4,756	372
Cisco Systems Inc	122	5/13/2010	5/25/2010	2,780	3,116	-336
Carnival CP New Paired Com	267	1/6/2010	5/25/2010	9,195	8,631	564
Carnival CP New Paired Com	143	1/7/2010	5/25/2010	4,925	4,588	337

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisiton Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
Carnival CP New Paired Com	131	1/8/2010	5/25/2010	4,512	4,318	194
Carnival CP New Paired Com	113	1/13/2010	5/25/2010	3,892	3,814	78
Carnival CP New Paired Com	238	1/14/2010	5/25/2010	8,197	8,247	-50
US Treasury 2/15/37	63,000	5/5/2010	5/25/2010	20,994	18,897	2,097
US Treasury 2/15/37	28,000	5/11/2010	5/25/2010	9,331	8,418	913
Continental AIns Inc	774	3/11/2010	5/25/2010	14,350	17,406	-3,056
Continental AIns Inc	174	3/12/2010	5/25/2010	3,226	3,976	-750
Continental AIns Inc	181	3/15/2010	5/25/2010	3,356	4,185	-829
Continental AIns Inc	61	3/16/2010	5/25/2010	1,131	1,429	-298
Continental AIns Inc	187	3/23/2010	5/25/2010	3,467	4,092	-625
Continental AIns Inc	231	4/12/2010	5/25/2010	4,283	5,214	-931
Lockheed Martin Corp	320	2/4/2010	5/25/2010	25,142	24,441	701
Lockheed Martin Corp	50	2/9/2010	5/25/2010	3,928	3,787	141
Teva Pharmaceuticals	238	3/12/2009	5/25/2010	13,287	10,518	2,769
Teva Pharmaceuticals	272	3/16/2009	5/25/2010	15,186	12,266	2,920
Dr Reddy's Laboratones	831	7/6/2009	5/25/2010	21,672	13,581	8,091
Dr Reddy's Laboratones	18	7/7/2009	5/25/2010	469	298	171
Dr Reddy's Laboratones	110	1/6/2010	5/25/2010	2,869	2,874	-5
Dr Reddy's Laboratones	72	1/7/2010	5/25/2010	1,878	1,876	2
Allegheny Tech Inc	159	11/9/2009	5/25/2010	7,444	5,367	2,077
Allegheny Tech Inc	132	11/16/2009	5/25/2010	6,180	4,552	1,628
Allegheny Tech Inc	121	11/19/2009	5/25/2010	5,665	4,080	1,585
Allegheny Tech Inc	148	12/15/2009	5/25/2010	6,929	5,651	1,278
Natl Fuel Gas Co	206	2/18/2009	5/25/2010	9,346	6,623	2,723
Natl Fuel Gas Co	199	2/20/2009	5/25/2010	9,028	6,342	2,686
Natl Fuel Gas Co	104	8/7/2009	5/25/2010	4,718	4,671	47
Natl Fuel Gas Co	66	11/4/2009	5/25/2010	2,994	3,058	-64
Polo Ralph Lauren Corp	212	8/10/2009	5/25/2010	17,596	14,786	2,810
Polo Ralph Lauren Corp	62	9/21/2009	5/25/2010	5,146	4,687	459
Polo Ralph Lauren Corp	37	2/3/2010	5/25/2010	3,071	2,898	173
Infosys Tech Limited	157	5/1/2009	5/25/2010	8,424	4,812	3,612
Infosys Tech Limited	202	5/5/2009	5/25/2010	10,839	6,522	4,317
Infosys Tech Limited	121	5/18/2009	5/25/2010	6,493	4,235	2,258
NYSE Euronext	122	10/20/2008	5/25/2010	3,285	3,708	-423
NYSE Euronext	280	11/1/2008	5/25/2010	7,540	7,807	-267
NYSE Euronext	128	3/23/2009	5/25/2010	3,447	2,517	930
NYSE Euronext	160	9/11/2009	5/25/2010	4,309	4,473	-164
NYSE Euronext	61	3/5/2010	5/25/2010	1,643	1,741	-98
NYSE Euronext	99	3/11/2010	5/25/2010	2,666	2,820	-154
NYSE Euronext	104	4/14/2010	5/25/2010	2,801	3,404	-603
Clean Harbors	283	5/3/2010	5/25/2010	17,189	19,310	-2,121
Clean Harbors	74	5/7/2010	5/25/2010	4,495	4,429	66
Clean Harbors	61	5/10/2010	5/25/2010	3,705	3,797	-92
Proshares TR Ulsh MSCI Eurp	299	5/14/2010	5/25/2010	8,982	7,763	1,219
Proshares TR Ulsh MSCI Eurp	90	5/19/2010	5/25/2010	2,704	2,428	276
Proshares TR Ulsh MSCI Eurp	439	5/20/2010	5/25/2010	13,187	12,487	700
Proshares Ultrashort MSCI Emer	255	5/14/2010	5/25/2010	16,809	13,780	3,029
Proshares Ultrashort MSCI Emer	44	5/19/2010	5/25/2010	2,900	2,570	330
Proshares Ultrashort MSCI Emer	78	5/20/2010	5/25/2010	5,142	4,929	213
Walt Disney Co	780	3/5/2010	5/25/2010	24,632	25,787	-1,155
WebMD Health Corp	398	10/27/2009	5/25/2010	17,147	10,054	7,093

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisiton Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
WebMD Health Corp	52	11/4/2009	5/25/2010	2,240	1,841	399
WebMD Health Corp	68	11/12/2009	5/25/2010	2,930	2,481	449
WebMD Health Corp	51	2/19/2010	5/25/2010	2,197	2,121	76
Cooper Industries	364	3/1/2010	5/25/2010	16,380	16,818	-438
Cooper Industries	178	3/2/2010	5/25/2010	8,010	8,342	-332
Perrigo Co	173	3/26/2009	5/25/2010	9,652	4,324	5,328
Perrigo Co	262	4/1/2009	5/25/2010	14,617	6,574	8,043
Kraft Foods Inc	836	5/10/2010	5/25/2010	23,683	25,447	-1,764
J Crew Group Inc	448	9/9/2009	5/25/2010	19,089	15,305	3,784
J Crew Group Inc	5	9/11/2009	5/25/2010	213	170	43
J Crew Group Inc	100	10/1/2009	5/25/2010	4,261	3,646	615
Discovery Communications	665	5/21/2009	5/25/2010	23,422	14,166	9,256
Eastman Chemical Company	247	8/14/2009	5/25/2010	14,042	13,327	715
Eastman Chemical Company	161	10/15/2009	5/25/2010	9,153	8,995	158
Market Vectors Gold Miners	490	5/12/2010	5/25/2010	23,137	26,401	-3,264
Cerner Corp	290	3/19/2009	5/25/2010	22,918	12,968	9,950
Cree Research Inc	372	2/23/2010	5/25/2010	22,804	24,032	-1,228
Bristol Myers Squibb Co	1,009	3/11/2010	5/25/2010	22,722	25,968	-3,246
Intl Flavors & Fragrances	519	5/9/2008	5/25/2010	21,834	21,825	9
Ebay Inc	636	3/19/2010	5/25/2010	13,101	17,552	-4,451
Ebay Inc	379	4/14/2010	5/25/2010	7,807	10,209	-2,402
FMC Technologies Inc	233	9/15/2009	5/25/2010	13,078	12,562	516
FMC Technologies Inc	138	9/16/2009	5/25/2010	7,746	7,490	256
Compass Minerals Inter Inc	232	5/9/2008	5/25/2010	17,054	15,304	1,750
Compass Minerals Inter Inc	25	3/12/2010	5/25/2010	1,838	2,028	-190
Compass Minerals Inter Inc	22	3/16/2010	5/25/2010	1,617	1,799	-182
Sotheby's	189	1/12/2010	5/25/2010	5,299	4,420	879
Sotheby's	154	1/22/2010	5/25/2010	4,318	3,772	546
Sotheby's	160	1/25/2010	5/25/2010	4,486	3,991	495
Sotheby's	187	2/1/2010	5/25/2010	5,243	4,439	804
Whirlpool Corp	12	12/17/2009	5/25/2010	1,137	938	199
Whirlpool Corp	96	12/21/2009	5/25/2010	9,097	7,965	1,132
Whirlpool Corp	95	12/22/2009	5/25/2010	9,002	7,978	1,024
Digital Realty Trust Inc	352	9/23/2009	5/25/2010	18,529	16,266	2,263
Plexus Corp	568	8/11/2009	5/25/2010	18,374	14,895	3,479
Church & Dwight Co Inc	278	12/17/2008	5/25/2010	17,967	14,673	3,294
Roper Ind Inc	317	5/9/2008	5/25/2010	17,679	19,745	-2,066
Wabtec	417	6/24/2008	5/25/2010	17,368	20,790	-3,422
Radioshack Corp	914	4/21/2010	5/25/2010	17,274	21,571	-4,297
Itron Inc	51	5/9/2008	5/25/2010	3,279	4,727	-1,448
Itron Inc	146	5/20/2009	5/25/2010	9,386	8,518	868
Itron Inc	67	2/18/2010	5/25/2010	4,307	4,476	-169
Saic, Inc	573	2/4/2010	5/25/2010	9,701	10,604	-903
Saic, Inc	191	2/10/2010	5/25/2010	3,234	3,522	-288
Saic, Inc	228	3/1/2010	5/25/2010	3,860	4,447	-587
Regal Beloit Corp	289	4/23/2009	5/25/2010	16,519	10,926	5,593
Transdigm Group Inc	47	9/16/2009	5/25/2010	2,357	2,158	199
Transdigm Group Inc	119	9/18/2009	5/25/2010	5,968	5,680	288
Transdigm Group Inc	29	9/21/2009	5/25/2010	1,454	1,393	61
Transdigm Group Inc	56	9/22/2009	5/25/2010	2,808	2,701	107
Transdigm Group Inc	74	9/24/2009	5/25/2010	3,711	3,593	118

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

Part IV - Capital Gains and Losses for Tax on Investment Income

Security	Shares	Acquisiton Date	Sale Date	Gross Proceeds	Cost Basis	Gain(Loss)
Borg Warner Inc	333	3/3/2010	5/25/2010	11,478	12,913	-1,435
Borg Warner Inc	139	4/1/2010	5/25/2010	4,791	5,420	-629
Robert Half Int	656	5/10/2010	5/25/2010	16,137	17,706	-1,569
Verisk Analytics	307	5/12/2010	5/25/2010	8,774	9,036	-262
Verisk Analytics	86	5/17/2010	5/25/2010	2,458	2,685	-227
Verisk Analytics	169	5/18/2010	5/25/2010	4,830	5,220	-390
Chicos Fas Inc	1,145	9/1/2009	5/25/2010	13,648	14,971	-1,323
Chicos Fas Inc	84	11/18/2009	5/25/2010	1,001	1,282	-281
Chicos Fas Inc	106	3/1/2010	5/25/2010	1,264	1,458	-194
Givaudan SA	1,070	3/12/2009	5/25/2010	15,857	11,842	4,015
National Oilwell Varco Inc	260	9/17/2009	5/25/2010	9,019	11,329	-2,310
National Oilwell Varco Inc	189	9/18/2009	5/25/2010	6,556	8,149	-1,593
Greenhill & Co Inc	98	11/20/2009	5/25/2010	6,592	8,042	-1,450
Greenhill & Co Inc	113	4/14/2010	5/25/2010	7,601	9,760	-2,159
Johnson Controls Incorporated	404	1/25/2010	5/25/2010	10,766	12,311	-1,545
Johnson Controls Incorporated	125	4/23/2010	5/25/2010	3,331	4,396	-1,065
Nalco Holding Company	164	1/5/2010	5/25/2010	3,529	4,328	-799
Nalco Holding Company	161	1/6/2010	5/25/2010	3,465	4,246	-781
Nalco Holding Company	181	1/11/2010	5/25/2010	3,895	4,736	-841
Nalco Holding Company	117	4/15/2010	5/25/2010	2,518	2,977	-459
Dreamworks Animation Skg Inc	432	4/20/2010	5/25/2010	13,098	18,464	-5,366
Tata Motors Ltd	446	11/17/2009	5/25/2010	6,891	6,160	731
Tata Motors Ltd	133	12/24/2009	5/25/2010	2,055	2,293	-238
Tata Motors Ltd	95	1/6/2010	5/25/2010	1,468	1,707	-239
Tata Motors Ltd	139	1/7/2010	5/25/2010	2,147	2,439	-292
Harman Intl Inds	195	10/16/2009	5/25/2010	6,185	7,140	-955
Harman Intl Inds	70	10/19/2009	5/25/2010	2,220	2,560	-340
Stericycle Inc	145	5/9/2008	5/25/2010	8,122	7,513	609
Proshares Ultrashort S&P 500	700	7/9/2009	9/1/2009	30,641	41,802	-11,161
Xenoport Inc	2,000	7/1/2009	2/18/2010	14,000	46,596	-32,596
Ishares Iboxx Invest Gr Cor Fd	230	12/17/2008	2/19/2010	23,936	22,506	1,430

Total purchased securities

3,838,680 3,709,025 129,655

Donated securities

Vista Currency Cpn - Donated	200,000	4/11/2008	1/20/2010	199,995	189,000	10,995
Harris Corp Dela - Donated	3,000	4/11/2008	2/19/2010	138,220	146,070	-7,850
Sterlite Inds Ltd - Donated	6,000	4/11/2008	2/19/2010	96,182	117,420	-21,238
Veolia Environment - Donated	2,430	4/11/2008	2/19/2010	78,129	162,265	-84,136
Xenoport Inc - Donated	2,500	4/11/2008	2/19/2010	16,670	108,100	-91,430

Total donated securities

529,196 722,855 -193,659

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

	Book Value	FMV
<u>Part II, Line 10a, US and state government obligations</u>		
Commonwealth of PR 5.111% 7/1/21 - Donated	<u>275,424</u>	<u>234,024</u>
Total Part II, Line 10a	<u><u>275,424</u></u>	<u><u>234,024</u></u>
<u>Part II, Line 10c, corporate bonds</u>		
95% FX Bskt PPN 7/13/29	200,000	171,750
ONB Cap Trust II - Donated	99,400	100,640
PLC Cap Tr III 7.5% 8/22/31 - Donated	191,200	191,281
Susquehanna Cap - 9.375% 12/12/57 - Donated	205,360	201,040
National City Preferred Cap 12% 12/31/49	<u>174,005</u>	<u>164,995</u>
Total Part II, Line 10c	<u><u>869,965</u></u>	<u><u>829,706</u></u>
<u>Part II, Line 13, Investments Other</u>		
Artio Intl Equity Fund II	84,146	53,729
Contigent Income CD due 3/28/19	200,000	191,140
Diamond Hill Long Short Fund	80,664	62,358
Dynamic Realty LLC	327,558	327,558
Fidelity Adv Small Cap Fund	41,197	36,864
Forward Tactical Growth	350,000	346,297
Henderson Intl Opportunities Fund	81,048	59,632
Jenninson 20/20 Focus Fund	49,950	39,680
Jenninson Natl Resources Fund	51,567	32,669
JP Morgan Strat Inc Opport Fund	205,090	206,827
JP Morgan US Large Cap Fund	70,804	59,253
Managers Amg Fq Global Alt	350,000	346,398
Pimco All Asset All Author Fund	79,862	79,005
Pimco Low Duration Fund	200,806	200,612
Pimco Real Return Fund	120,965	121,081
Pimco Stockplus Tr Sh Strag A	350,736	367,032
Pimco Unconstrained Bd	200,617	201,707
Van Eck Int'l Inv Gold Fund	53,470	63,396
Western Asset Core Inc Bond Fund	<u>122,586</u>	<u>128,837</u>
TOTAL Part II, Line 13	<u><u>3,021,066</u></u>	<u><u>2,924,075</u></u>

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

	Book Value	FMV
<u>Part II, Line 10b, corporate stock</u>		
Aegon NV 7.25%	50,000	39,380
Aegon NV 7.25% - Donated	188,400	157,520
Agrium Inc	29,183	46,004
American Water Works Co	116,708	103,000
Archer Daniels Midland	89,034	51,640
Archer Daniels Midland - Donated	172,120	103,280
Aviat Networks Inc	5,965	4,055
AXA	29,971	11,971
BAE Sys PLC	45,441	22,485
BASF	59,651	46,623
BCE Inc	194,641	204,890
BHP Billiton Ltd	153,129	113,752
Bristol Myers Squibb Co	40,038	49,880
British American	67,191	55,704
Brookfield Asset Mgmt CL A LTD	30,311	20,019
Bunge Ltd	29,141	29,268
Canadian National Railway Co	61,380	64,839
Canadian Natural Resources Ltd	45,937	35,888
Cdn Pacific Ry Ltd	75,346	59,518
China Natural Gas Inc	76,987	66,560
Clean Energy Fuels Corp	120,180	119,520
Clearstory Systems Inc. - Donated	7,586	285
Cooper Industries	74,655	75,680
Core Laboratories	29,940	36,164
Diageo	74,418	56,780
Dow Chemical Co.	44,090	23,720
Dow Chemical Co. - Donated	77,020	47,440
Eli Lilly & Co	181,474	167,500
Ensign Energy Services	15,076	8,293
Exxon Mobil Corp - Donated	82,594	53,189
Fibria Celulose SA	3,774	3,685
Freeport McMoran CP & Gld	130,406	118,260
Ingersoll Rand PLC	74,541	57,426
JP Morgan Chase 8.625%	200,000	213,040
Manulife Financial Corp	30,063	11,154
Market Vectors Hard Assets Pro	19,040	16,866
Metlife Inc. - Donated	159,360	177,600
Nabors Industries Ltd	144,572	66,339
Nestle	105,035	106,707
Noble Corporation	192,493	104,940
Novartis	60,512	57,259
Orient Express Htl Ltd Cl A	46,554	7,400
Orient Express Htl Ltd Cl A - Donated	83,500	14,800
Partnerre Holdings	29,676	28,056

The Farkas Family Foundation
EIN 06-1593377
Form 990PF
FYE 6/30/10

	Book Value	FMV
Permanent Portfolio Inc	238,730	238,248
Pitney Bowes Inc	100,376	87,840
Potash CP of Saskatchewan Inc	103,300	80,203
Proctor & Gamble - Donated	140,000	119,960
Proshares Ultrashort S&P 500	134,510	75,404
Questar Corp	125,449	113,725
Rio Tinto	145,087	52,320
Royal Dutch Shell PLC - Donated	34,610	23,905
RWE AG Sponsored ADR	30,160	17,017
Schlumberger Ltd	150,515	84,117
Smucker Jam Co - Donated	966	1,205
Suncor Energy Inc	143,549	76,250
Talisman Energy Inc	131,548	113,470
Teck Resources Ltd	61,554	41,560
Tenaris	116,781	75,277
Textron Inc	36,753	33,940
Textron Inc - Donated	285,800	84,850
Transocean Inc	193,383	59,534
Travelers Companies Inc - Donated	592	591
Trican Well Services Co	5,896	3,457
UBS AG	62,716	23,730
Unilever	67,561	54,777
Vale S.A.	108,653	66,719
Vanguard Emerging Markets	29,940	22,186
Weatherford Intl Ltd	152,805	50,064
Williams Co Inc - Donated	173,150	91,400
Yara Intl	5,813	2,241
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Total Line 10b, Corporate Stock	<u>6,327,327</u>	<u>4,552,369</u>