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 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 MARKS FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) / Room/suite: 283 GREENWOOD COURT

City or town, state, and ZIP code: EAST AURORA, NY 14052

A Employer identification number: 16-1385716

B Telephone number: 716-652-5560

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) ▶$ 1,826,065.

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))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1.	1.		STATEMENT 1
	4 Dividends and interest from securities	46,438.	46,438.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<80,454.>			
	b Gross sales price for all assets on line 6a 982,546.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	1,234.	1,234.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	<32,781.>	47,673.		
Operating and Administrative Expenses	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 STMT 4	2,300.	2,300.		0.
	c Other professional fees STMT 5	20,172.	20,172.		0.
	17 Interest				
	18 Taxes STMT 6	35.	35.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 7	1,213.	613.		600.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	23,720.	23,120.		600.
	25 Contributions, gifts, grants paid	97,525.			97,525.
	26 **Total expenses and disbursements.** Add lines 24 and 25	121,245.	23,120.		98,125.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<154,026.>			
	b **Net investment income** (if negative, enter -0-)		24,553.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Form **990-PF** (2009)

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	3,977.	4,988.	4,988.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	402,216.	313,736.	332,709.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	1,778,140.	1,711,583.	1,488,368.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	2,184,333.	2,030,307.	1,826,065.
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			
	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 ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	2,184,333.	2,030,307.	
	30 Total net assets or fund balances	2,184,333.	2,030,307.	
	31 Total liabilities and net assets/fund balances	2,184,333.	2,030,307.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,184,333.
2 Enter amount from Part I, line 27a	2	<154,026.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,030,307.
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	2,030,307.

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	MELLON INVESTMENTS	P	VARIOUS	VARIOUS
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	982,546.		1,063,000.	<80,454.>
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				<80,454.>
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	<80,454.>
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	126,543.	2,040,382.	.062019
2007	42,125.	2,505,155.	.016815
2006	155,443.	2,259,034.	.068809
2005	119,174.	2,367,272.	.050342
2004	52,084.	2,271,483.	.022930

2 **Total** of line 1, column (d)	2	.220915
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	.044183
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,852,429.
5 Multiply line 4 by line 3	5	81,846.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	246.
7 Add lines 5 and 6	7	82,092.
8 Enter qualifying distributions from Part XII, line 4	8	98,125.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	246.
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	246.
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	246.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a 2,073.		
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	2,073.
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	1,827.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 1,827. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ RANDOLPH A. MARKS Telephone no. ▶716-652-5560

Located at ▶283 GREENWOOD COURT, EAST AURORA, NY ZIP+4 ▶14052

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.

			Line	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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53 4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THIS FOUNDATION IS SOLELY ENGAGED IN CHARITABLE GIVING AND DOES NOT CONDUCT ANY DIRECT CHARITABLE ACTIVITIES OR MAKE PROGRAM RELATED INVESTMENTS	0.
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,876,156.
b	Average of monthly cash balances	1b	4,483.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,880,639.
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	1,880,639.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,210.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,852,429.
6	**Minimum investment return.** Enter 5% of line 5	6	92,621.

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	92,621.
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 246.		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	246.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	92,375.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	92,375.
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	92,375.

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	98,125.
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	98,125.
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	246.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	97,879.

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

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				92,375.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			97,169.	
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: ▶ $ 98,125.				
a Applied to 2008, but not more than line 2a			97,169.	
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				956.
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		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				91,419.
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				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 11

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 12				
Total			▶ **3a**	97,525.
b *Approved for future payment*				
NONE				
Total			▶ **3b**	0.

923611 02-02-10

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1.	
4 Dividends and interest from securities			14	46,438.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,234.	
8 Gain or (loss) from sales of assets other than inventory			18	<80,454.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		<32,781.>	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 <32,781.>

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
	N/A

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Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 10.6.10 Title: Trustee

Paid Preparer's Use Only

Preparer's signature: Kathleen S. Carey Date: 9/22/10 Check if self-employed ☐ Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code: RSM MCGLADREY INC, 800 LIBERTY BLDG. 420 MAIN ST. BUFFALO, NEW YORK 14202-3508 EIN ▶

Phone no. 716-847-2651

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

SOURCE	AMOUNT
HSBC	1.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MELLON	46,438.	0.	46,438.
TOTAL TO FM 990-PF, PART I, LN 4	46,438.	0.	46,438.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS	1,234.	1,234.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,234.	1,234.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,300.	2,300.		0.
TO FORM 990-PF, PG 1, LN 16B	2,300.	2,300.		0.

FORM 990-PF — OTHER PROFESSIONAL FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	20,172.	20,172.		0.
TO FORM 990-PF, PG 1, LN 16C	20,172.	20,172.		0.

FORM 990-PF — TAXES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	35.	35.		0.
TO FORM 990-PF, PG 1, LN 18	35.	35.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	363.	363.		0.
STATE FILING FEE	250.	250.		0.
BOARD EXPENSES	600.	0.		600.
TO FORM 990-PF, PG 1, LN 23	1,213.	613.		600.

FORM 990-PF — CORPORATE STOCK — STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MELLON #3AR0	313,736.	332,709.
TOTAL TO FORM 990-PF, PART II, LINE 10B	313,736.	332,709.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MELLON #3AR0	COST	1,711,583.	1,488,368.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,711,583.	1,488,368.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RANDOLPH A. MARKS 6 LACOSTA WAY PALM BEACH, FL 33480	TRUSTEE 0.50	0.	0.	0.
THEODORE E. MARKS 108 LEXINGTON AVE. BUFFALO, NY 14222	TRUSTEE 0.50	0.	0.	0.
JOSHUA R. MARKS 679 DEGRAW STREET, APT. 1 BROOKLYN, NY 11217	TRUSTEE 0.50	0.	0.	0.
SALLY MARKS 6 LACOSTA WAY PALM BEACH, FL 33480	TRUSTEE 0.50	0.	0.	0.
WENDELYN W. DUQUETTE RR#1, 1890 GREG HILL RD WATERBURY, CT	TRUSTEE 0.50	0.	0.	0.
HEATHER A. MARKS 107 GOLDBROOK CIRCLE STOWE, VT 05672	TRUSTEE 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF | PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS | STATEMENT 11

NAME OF MANAGER

RANDOLPH A. MARKS
THEODORE E. MARKS
JOSHUA R. MARKS
WENDELYN W. DUQUETTE
HEATHER A. MARKS

FORM 990-PF | GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR | STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
21ST CENTURY FUND	NONE GENERAL CHARITABLE USE	PUBLIC	100.
32ND MASONIC LEARNING CENTER FOR CHILDERN	NONE GENERAL CHARITABLE USE	PUBLIC	1,000.
ALBRIGHT-KNOX ART GALLERY	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.
AURORA ICE ASSOCIATION	NONE GENERAL CHARITABLE USE	PUBLIC	250.
BOYS & GIRLS CLUB OF THE NORTHTOWNS	NONE GENERAL CHARITABLE USE	PUBLIC	10,000.
BUFFALO ARTS STUDIO	NONE GENERAL CHARITABLE USE	PUBLIC	2,500.

BUFFALO ZOO	NONE GENERAL CHARITABLE USE	PUBLIC	125.
DOCTORS WITHOUT BORDERS	NONE GENERAL CHARITABLE USE	PUBLIC	500.
DUCKS UNLIMITED	NONE GENERAL CHARITABLE USE	PUBLIC	150.
FRANK LLOYD WRIGHT ROWING BOAT HOUSE CORP	NONE GENERAL CHARITABLE USE	PUBLIC	10,000.
HALLWAYS OF BUFFALO	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.
HAUPTMAN-WOODWARD MEDICAL RESEARCH INSTITUTE, INC.	NONE GENERAL CHARITABLE USE	PUBLIC	125.
HOLY TRINITY LUTHERAN CHURCH	NONE GENERAL CHARITABLE USE	PUBLIC	1,200.
HOSPICE FOUNDATION	NONE GENERAL CHARITABLE USE	PUBLIC	200.
MOUNTS BOTANICAL	NONE GENERAL CHARITABLE USE	PUBLIC	1,000.
NICHOLS SCHOOL	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.

PEOPLE UNITED FOR SUSTAINABLE HOUSING	NONE GENERAL CHARITABLE USE	PUBLIC	15,000.
PRESERVATION BUFFALO NIAGARA	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.
SQUEAKY WHEEL	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.
UNITED WAY OF BUFFALO & ERIE COUNTY	NONE GENERAL CHARITABLE USE	PUBLIC	15,000.
WNED-TV/WNEQ-TV	NONE GENERAL CHARITABLE USE	PUBLIC	125.
WNY BOOK ARTS	NONE GENERAL CHARITABLE USE	PUBLIC	10,000.
WNY WOMEN'S FUND	NONE GENERAL CHARITABLE USE	PUBLIC	250.
YOUNG AUDIENCES OF WNY	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			97,525.

THE MARKS FAMILY FOUNDATION
GAIN (LOSS) SUMMARY ON INVESTMENTS
6/30/2010

GAIN (LOSS) PER MELLON INVESTMENT STATEMENTS:

DATE	SHARES	DESCRIPTION	PROCEEDS	COST	GAIN (LOSS)
7/1/2009	16	Ross Stores Inc	617 41	526 65	90 76
7/1/2009	57	Ross Stores Inc	2,194 31	1,876 17	318 14
7/10/2009	33	Wyeth	1,489 88	1,279 66	210 22
7/10/2009	43	Wyeth	1,940 58	1,667 43	273 15
7/10/2009	17	Wyeth	766 67	659 22	107 45
7/13/2009	17	Wyeth	768 84	659 22	109 62
7/14/2009	-20	First Horizon National Corp	(268 99)	(221 97)	(47 02)
7/14/2009	20	First Horizon National Corp	268 99	218 52	50 47
7/21/2009	70	Nokia Corp-Spon ADR	932 60	1,973 95	(1,041 35)
7/21/2009	90	Nokia Corp-Spon ADR	1,200 23	2,534 87	(1,334 64)
7/28/2009	20	Tyco International LTD	585 99	906 17	(320 18)
7/28/2009	10	Accenture LTD	348 59	367 09	(18 50)
7/28/2009	10	Omnicom Group Inc	346 70	513 72	(167 02)
7/28/2009	10	Xto Energy Inc	399 59	154 85	244 74
7/28/2009	10	Google Inc - CL A	4,389 69	4,425 40	(35 71)
7/28/2009	10	Wells Fargo & Company	242 99	293 30	(50 31)
7/28/2009	10	Vertex Pharmaceuticals Inc	354 79	309 50	45 29
7/28/2009	20	Vale SA-Sp ADR	385 59	288 20	97 39
7/28/2009	10	Time Warner Inc	277 69	213 92	63 77
7/28/2009	10	Thermo Fischer Scientific Inc	438 99	459 44	(20 45)
7/28/2009	10	Textron Inc	111 40	465 58	(354 18)
7/28/2009	20	Taiwan Semiconducter Mfg Co ADR	206 99	210 20	(3 21)
7/28/2009	10	Target Corp	424 89	415 68	9 21
7/28/2009	10	Sempra Energy	513 99	620 75	(106 76)
7/28/2009	10	State Street Corp	482 15	430 49	51 66
7/28/2009	10	Schwab Charles Corp New	172 60	152 21	20 39
7/28/2009	20	Schering Plough Corp	532 99	500 45	32 54
7/28/2009	10	Qualcomm Inc	470 49	353 79	116 70
7/28/2009	10	Raytheon Co	458 99	519 98	(60 99)
7/28/2009	10	Proctor & Gamble Co	553 79	531 15	22 64
7/28/2009	10	Praxair Inc	760 98	441 08	319 90
7/28/2009	10	Philip Morris Internat-W/I	464 38	442 76	21 62
7/28/2009	40	Pfizer Inc	647 18	1,458 80	(811 62)
7/28/2009	10	Pepsico Inc	564 29	505 01	59 28
7/28/2009	20	Oracle Corp	445 20	368 20	77 00
7/28/2009	40	News Corp Inc	463 59	897 98	(434 39)
7/28/2009	20	Microsoft Corporation	509 19	521 00	(11 81)
7/28/2009	10	Morgan Stanley	282 49	281 51	0 98
7/28/2009	10	McAfee Inc	442 39	400 60	41 79
7/28/2009	10	Lorillard Inc	718 08	613 80	104 28
7/28/2009	10	Kbr Inc	196 69	196 47	0 22
7/28/2009	10	Juniper Networks Inc	264 89	178 07	86 82
7/28/2009	10	International Business Machines Corp	1,172 27	1,062 70	109 57
7/28/2009	20	Jpmorgan Chase & Co	758 38	842 40	(84 02)
7/28/2009	10	Honeywell Intl Inc	341 29	329 20	12 09
7/28/2009	10	Hospira Inc	372 59	406 74	(34 15)
7/28/2009	10	Hess Corp	529 09	614 75	(85 66)
7/28/2009	10	Home Depot Inc	253 39	191 98	61 41
7/28/2009	10	Halliburton Co	229 79	312 48	(82 69)
7/28/2009	10	Gilead Sciences Inc	482 09	487 44	(5 35)
7/28/2009	20	First Horizon National Corp	236 39	218 52	17 87
7/28/2009	30	General Electric Company	359 99	241 63	118 36
7/28/2009	10	Fedex Corp	640 73	654 49	(13 76)
7/28/2009	10	Exxon Mobil Corp	714 01	149 94	564 07
7/28/2009	10	Danaher Corp	608 78	545 65	63 13
7/28/2009	30	Cisco Systems Inc	656.98	649 42	7 56
7/28/2009	10	Cummins Inc	411 86	341 38	70 48
7/28/2009	10	Conocophillips	440 09	346 70	93 39
7/28/2009	10	Coca Cola Enterprises Inc	180 90	233 31	(52 41)
7/28/2009	20	Cvs Caremark Corp	670 78	828 92	(158 14)
7/28/2009	10	Autoliv Inc	335 69	314 13	21 56
7/28/2009	40	Bank of America Corp	509 59	541 82	(32 23)
7/28/2009	10	Amgen Inc	596 12	601 40	(5 28)
7/28/2009	10	Apache Corp	788 38	698 68	89 70
7/28/2009	10	Ameriprise Financial Inc	260 89	191 68	69 21
7/28/2009	20	At & T Inc	511 39	786 30	(274 91)
8/3/2009	20	McAfee Inc	892 76	801 20	91 56
8/4/2009	60	McAfee Inc	2,594 13	2,199 24	394 89
8/26/2009	140	Qualcomm Inc	6,569 33	4,038 62	2,530 71
8/26/2009	40	International Business Machines Corp	4,788 24	4,250 80	537 44
8/28/2009	0 9397	First Horizon National Corp	12 75	10 27	2 48
9/2/2009	21	Colgate-Palmolive Co	1,527 53	1,631 27	(103 74)
9/3/2009	7	Colgate-Palmolive Co	508 33	543 34	(35 01)
9/3/2009	13	Colgate-Palmolive Co	943 38	1,007 16	(63 78)
9/4/2009	11	Colgate-Palmolive Co	789 39	852.21	(62 82)

THE MARKS FAMILY FOUNDATION
GAIN (LOSS) SUMMARY ON INVESTMENTS
6/30/2010

GAIN (LOSS) PER MELLON INVESTMENT STATEMENTS:

DATE	SHARES	DESCRIPTION	PROCEEDS	COST	GAIN (LOSS)
9/4/2009	8	Colgate-Palmolive Co	576 34	616 73	(40 39)
9/8/2009	10	Colgate-Palmolive Co	716 65	759 43	(42 78)
9/8/2009	5	Kbr Inc	108 36	98 23	10 13
9/8/2009	2	Kbr Inc	43 37	39 29	4 08
9/8/2009	2	Kbr Inc	43 38	39 29	4 09
9/9/2009	40	Qualcomm Inc	1,795 17	683 62	1,111 55
9/9/2009	2	Kbr Inc	43 51	39 29	4 22
9/9/2009	10	Kbr Inc	216 92	196 47	20 45
9/9/2009	27	Kbr Inc	583 09	530 46	52 63
9/10/2009	52	Kbr Inc	1,127 41	1,021 63	105 78
9/10/2009	0 0998	Taiwan Semiconducter Mfg Co ADR	1 09	1 03	0 06
9/16/2009	110	Best Buy Inc	4,346 40	3,472 69	873 71
10/8/2009	10	Lorillard Inc	750 47	613 80	136 67
10/8/2009	32	Lorillard Inc	2,399 39	1,964 17	435 22
10/9/2009	3	Lorillard Inc	225 97	184 14	41 83
10/9/2009	15	Lorillard Inc	1,130 67	920 71	209 96
10/13/2009	53	St Jude Medical Inc	1,749 29	2,137 30	(388 01)
10/13/2009	7	St Jude Medical Inc	231 23	281 38	(50 15)
10/29/2009	0 4046	First Horizon National Corp	5 05	4 35	0 70
11/5/2009	350	Schering Plough Corp	3,675 00	3,707 22	(32 22)
11/6/2009	119	Taiwan Semiconducter Mfg Co ADR	1,123 88	953 98	169 90
11/6/2009	12	Taiwan Semiconducter Mfg Co ADR	113 59	92 12	21 47
11/6/2009	120	Broadcom Corp CL A	3,102 83	1,925 66	1,177 17
11/9/2009	47	Taiwan Semiconducter Mfg Co ADR	452 69	360 80	91 89
11/9/2009	23	Taiwan Semiconducter Mfg Co ADR	221 47	176 56	44 91
12/4/2009	58	Gilead Sciences Inc	2,687 70	2,827 14	(139 44)
12/7/2009	22	Gilead Sciences Inc	1,023 38	1,072 36	(48 98)
12/9/2009	0 845	Merck & Co Inc	30 92	23 19	7 73
12/16/2009	60	State Street Corp	2,406 26	2,582 95	(176 69)
12/16/2009	40	State Street Corp	1,580 48	1,721 97	(141 49)
12/30/2009	0 4545	AOL Inc	10 49	7 29	3 20
1/7/2010	11	AOL Inc	259 86	176 42	83 44
1/8/2010	160	Sempra Energy	8,773 29	9,932 07	(1,158 78)
1/11/2010	20	Accenture PLC-CL A	848 20	734 19	114 01
1/11/2010	100	Accenture PLC-CL A	4,260 36	3,670 95	589 41
1/11/2010	10	Juniper Networks Inc	259 70	178 07	81 63
1/11/2010	90	Juniper Networks Inc	2,330 54	1,360 71	969 83
1/13/2010	40	Cvs Casemark Corp	1,357 36	1,657 85	(300 49)
1/13/2010	20	Cvs Casemark Corp	678 89	828 92	(150 03)
1/13/2010	20	Vertex Pharmaceuticals Inc	813 01	591.19	221 82
1/13/2010	40	Vertex Pharmaceuticals Inc	1,624 89	1,117 08	507 81
1/14/2010	10	Vertex Pharmaceuticals Inc	407 77	272 83	134 94
1/14/2010	70	Cvs Casemark Corp	2,370 25	2,565 03	(194 78)
1/14/2010	10	Cvs Casemark Corp	338 22	365 78	(27 56)
1/14/2010	8,122 905	BNY Mellon Small Cap Stk FD CL M	78,304 80	118,259 92	(39,955 12)
1/14/2010	16,602 378	BNY Mellon Mid Cap Stk FD CL M	164,695 59	207,924 62	(43,229 03)
1/14/2010	9,553 022	BNY Mellon International FD CL M	102,790 52	133,314 66	(30,524 14)
1/14/2010	5,140 187	BNY Mellon Intermediate Bond FD CL M	66,000 00	67,387 85	(1,387 85)
1/14/2010	669 857	BNY Mellon Emerging Markets FD CL M	7,000 00	13,470 82	(6,470 82)
1/19/2010	40	Chubb Corp	1,998 77	2,060 12	(61 35)
1/19/2010	10	Danaher Corp	767 99	544 95	223 04
1/19/2010	40	Cummins Inc	2,097 57	1,365 28	732 29
1/19/2010	30	DU Pont (E I) De Nemours	1,029 58	802 72	226 86
1/19/2010	70	Target Corp	3,448 85	2,880 28	568 57
1/19/2010	50	Hess Corp	3,118 48	2,499 72	618 76
1/19/2010	30	Alliance Data Sys Corp	1,986 87	1,869 07	117 80
1/19/2010	33	Apache Corp	3,514 78	2,305 63	1,209 15
1/19/2010	40	Amgen Inc	2,263 17	2,333 00	(69 83)
1/19/2010	25	Apple Inc	5,247 93	4,424 02	823 91
1/19/2010	250	Bank of America Corp	4,165 07	3,386 40	778 67
1/19/2010	40	Autoliv Inc	1,823 97	1,216 98	606 99
1/19/2010	9	Blackrock Inc	2,146 92	1,353 04	793 88
1/19/2010	200	Cisco Systems Inc	4,910 35	4,310 48	599 87
1/19/2010	70	Cvs Casemark Corp	2,373 66	2,560 47	(186 81)
1/19/2010	40	Cigna Corp	1,463 58	998 24	465 34
1/19/2010	80	Coca Cola Enterprises Inc	1,703 17	1,857 89	(154 72)
1/19/2010	60	Conocophillips	3,165 55	2,080 20	1,085 35
1/19/2010	160	E M C Corp Mass	2,814 73	2,454 95	359 78
1/19/2010	90	Exxon Mobil Corp	6,267 52	1,349 44	4,918 08
1/19/2010	50	Exelon Corp	2,481 46	1,705 25	776 21
1/19/2010	18	Franklin Res Inc	2,010 93	920 15	1,090 78
1/19/2010	20	Fedex Corp	1,711 97	1,308 97	403 00
1/19/2010	80	Hewlett Packard Co	4,173 54	3,558 22	615 32
1/19/2010	90	Gap Inc	1,798 17	1,843 94	(45 77)
1/19/2010	130	Home Depot Inc	3,655 55	3,587 23	68 32

THE MARKS FAMILY FOUNDATION
GAIN (LOSS) SUMMARY ON INVESTMENTS
6/30/2010

GAIN (LOSS) PER MELLON INVESTMENT STATEMENTS:

DATE	SHARES	DESCRIPTION	PROCEEDS	COST	GAIN (LOSS)
1/19/2010	50	Hallıburton Co	1,698 47	1,562 40	136 07
1/19/2010	200	General Electnc Company	3,369 95	1,610 83	1,759 12
1/19/2010	50	Honeywell Intl Inc	2,113 97	1,646 00	467 97
1/19/2010	110	Jpmorgan Chase & Co	4,867 73	4,579 08	288 65
1/19/2010	18	Internatıonal Busıness Machınes Corp	2,346 09	1,912 86	433 23
1/19/2010	40	Human Genome Scıences Inc	1,185 98	1,154 29	31 69
1/19/2010	90	Lımıted Brands Inc	1,821 57	1,625 65	195 92
1/19/2010	50	McKesson Corporatıon	3,124 46	3,171 91	(47 45)
1/19/2010	50	Medtronıc Inc	2,278 47	2,555 85	(277 38)
1/19/2010	100	Mıcrosoft Corporatıon	3,036 23	2,557 00	479 23
1/19/2010	70	Morgan Stanley	2,188 87	1,921 28	267 59
1/19/2010	40	Norfolk Southern Corp	2,155 57	1,993 91	161 66
1/19/2010	50	Omnıcom Group Inc	1,948 47	2,568 60	(620 13)
1/19/2010	20	Occıdental Petroleum Corp	1,586 77	1,110 65	476 12
1/19/2010	130	Oracle Corp	3,234 70	2,393 27	841 43
1/19/2010	310	Pfizer Inc	5,952 76	11,098 60	(5,145 84)
1/19/2010	30	Parker Hannıfin Corp	1,743 27	1,167 36	575 91
1/19/2010	60	Pepsıco Inc	3,721 75	3,030 07	691 68
1/19/2010	20	Praxaır Inc	1,647 97	882 17	765 80
1/19/2010	40	Proctor & Gamble Co	2,465 16	2,124 60	340 56
1/19/2010	70	Publıc Svc Enterpnse Group Inc	2,303 67	2,354 11	(50 44)
1/19/2010	20	Raytheon Co	1,073 78	1,039 96	33 82
1/19/2010	60	Qualcomm Inc	2,930 36	2,883 39	46 97
1/19/2010	70	Schwab Charles Corp New	1,329 28	1,065 49	263 79
1/19/2010	60	Thermo Fıscher Scıentıfic Inc	2,919 56	2,756 61	162 95
1/19/2010	70	Textron Inc	1,463 68	3,257 67	(1,793 99)
1/19/2010	30	Vertex Pharmaceutıcals Inc	1,281 28	791 41	489 87
1/19/2010	40	Unılever PLC ADR	1,262 78	1,236 30	26 48
1/19/2010	80	Wells Fargo & Company	2,285 57	2,346 40	(60 83)
1/19/2010	20	Whırlpool Corp	1,664 57	1,312 76	351 81
1/19/2010	70	Xto Energy Inc	3,343 85	1,081 35	2,262 50
1/19/2010	110	Fırst Honzon Natıonal Corp	1,531 48	1,165 61	365 87
1/19/2010	40	Hospıra Inc	2,074 77	1,593 30	481 47
1/19/2010	230	News Corp Inc	3,620 75	4,238 44	(617 69)
1/19/2010	130	At & T Inc	3,466 10	5,110 95	(1,644 85)
1/19/2010	7	Google Inc - CL A	4,093 12	3,249 95	843 17
1/19/2010	40	Amenpnse Fınancıal Inc	1,677 97	766 71	911 26
1/19/2010	50	Kbr Inc	1,043 98	906.12	137 86
1/19/2010	60	Phılıp Moms Internat-W/I	2,983 76	2,656 56	327 20
1/19/2010	10	Visa Inc - Class A Shares	867 68	438 78	428 90
1/19/2010	80	Time Warner Inc	2,311 97	2,315 44	(3 47)
1/19/2010	80	Tyco Internatıonal LTD	2,947 16	3,251 37	(304 21)
1/19/2010	110	Merck & Co Inc	4,300 14	2,944 19	1,355 95
1/19/2010	80	Vale SA-Sp ADR	2,496 76	1,152 81	1,343 95
1/19/2010	87	Spdr Trust Senes 1	9,971 81	11,092 50	(1,120 69)
1/22/2010	2	Fırst Honzon Natıonal Corp	26 68	27 64	(0 96)
1/22/2010	83	Fırst Honzon Natıonal Corp	1,107 81	1,066 37	41 44
1/22/2010	22	Fırst Honzon Natıonal Corp	294 17	232 07	62 10
1/22/2010	85	Fırst Honzon Natıonal Corp	1,125 74	871 16	254 58
1/22/2010	28	Fırst Honzon Natıonal Corp	373 02	286 44	86 58
1/22/2010	15	Fırst Honzon Natıonal Corp	200 30	153 45	46 85
1/26/2010	17	Apple Inc	3,545 29	3,425 10	120 19
1/29/2010	0 2069	Fırst Honzon Natıonal Corp	2.70	2 12	0 58
2/18/2010	30	Amgen Inc	1,690 56	1,613 49	77 07
3/8/2010	30	Cısco Systems Inc	737 64	732 25	5 39
3/8/2010	50	Cısco Systems Inc	1,230 22	1,220 41	9 81
4/1/2010	11,715 481	BNY Mellon Small/Mıd Cap Fund-M	140,000 00	133,556 49	6,443 51
4/28/2010	70	Qualcomm Inc	2,651 04	3,375 16	(724 12)
5/11/2010	160	Coca Cola Enterpnses Inc	4,139 48	3,338 90	800 58
5/25/2010	20	Home Depot Inc	657 36	572 56	84 80
5/25/2010	80	Home Depot Inc	2,643 58	2,239 49	404 09
6/2/2010	80	Home Depot Inc	2,745 87	1,934 27	811 60
6/16/2010	146	Xto Energy Inc	6,336 89	3,528 64	2,808 25
6/17/2010	1,538 462	BNY Mellon Small/Mıd Cap Fund-M	18,000 00	17,538 47	461 53
6/17/2010	3,100 775	BNY Mellon Intermedıate Bond FD CL M	40,000 00	40,587 84	(587 84)
6/21/2010	260	Ishares S & P Mıdcap 400	20,190 00	20,570 86	(380 86)
6/21/2010	40	Fedex Corp	3,156 45	2,686 99	469 46
6/23/2010	20	Parker Hannıfin Corp	1,220 45	971 35	249 10
6/24/2010	40	Parker Hannıfin Corp	2,467 59	1,556 47	911 12
6/24/2010	10	Cvs Casemark Corp	317 37	365 78	(48 41)
6/24/2010	10	Vertex Pharmaceutıcals Inc	366 91	399 68	(32 77)
6/24/2010	50	Cvs Casemark Corp	1,586 52	1,826 98	(240 46)
6/25/2010	2	Vertex Pharmaceutıcals Inc	73 10	79 94	(6 84)
6/25/2010	58	Vertex Pharmaceutıcals Inc	2,093 61	1,588 14	505 47
			982,546.28	1,063,000.56	(80,454.28)