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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 DR GERALD J. & DOROTHY R. FRIEDMAN FOUNDATION INC.		A Employer identification number 65-0416767
	Number and street (or P.O. box number if mail is not delivered to street address) C/O J.H. COHN LLP 1212 6TH AVE.		B Telephone number (212) 297-0400
	City or town, state, and ZIP code NEW YORK, NY 10036		C If exemption application is pending, check here <input type="checkbox"/>
	H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,111,447. (Part I, column (d) must be on cash basis.)		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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)
1	Contributions, gifts, grants, etc., received				
2	Check <input checked="" 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	243,074.	243,074.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	<88,646.>			STATEMENT 1
b	Gross sales price for all assets on line 6a	3,881,693.			
7	Capital gain net income (from Part IV, line 2)		2,442,314.		
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	4,149.	0.	0.	STATEMENT 3
12	Total. Add lines 1 through 11	158,577.	2,685,388.	0.	
13	Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 4	50,849.	25,425.	0.	25,424.
c	Other professional fees				
17	Interest				
18	Taxes STMT 5	756.	756.	0.	0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 6	3,896.	3,612.	0.	0.
24	Total operating and administrative expenses. Add lines 13 through 23	55,501.	29,793.	0.	25,424.
25	Contributions, gifts, grants paid	3,684,965.			3,684,965.
26	Total expenses and disbursements. Add lines 24 and 25	3,740,466.	29,793.	0.	3,710,389.
27	Subtract line 26 from line 12	<3,581,889.>			
a	Excess of revenue over expenses and disbursements		2,655,595.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			0.	

DR GERALD J. & DOROTHY R. FRIEDMAN
FOUNDATION INC.

Form 990-PF (2009)

65-0416767 Page 2

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		603,348.	3,036,537.	3,036,537.
	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 7	4,536,087.	3,524,924.	4,663,358.	
	b	Investments - corporate stock STMT 8	9,727,603.	4,654,908.	4,328,117.	
	c	Investments - corporate bonds STMT 9	79,085.	79,085.	83,435.	
11	Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers)	14,946,123.	11,295,454.	12,111,447.		
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 ▶ <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	2,093,552.	2,093,552.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	12,852,571.	9,201,902.			
30	Total net assets or fund balances	14,946,123.	11,295,454.			
31	Total liabilities and net assets/fund balances	14,946,123.	11,295,454.			

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	14,946,123.
2	Enter amount from Part I, line 27a	2	<3,581,889.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	11,364,234.
5	Decreases not included in line 2 (itemize) ▶ ADJUSTMENTS TO COST BASIS	5	68,780.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,295,454.

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 STATEMENTS			
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	3,881,693.	1,439,379.	2,442,314.

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

(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			2,442,314.

2	Capital gain net income or (net capital loss)	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px; margin-right: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="border: 1px solid black; padding: 2px 5px;">2</div> </div>	2,442,314.
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	<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px; margin-right: 5px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div> <div style="border: 1px solid black; padding: 2px 5px;">3</div> </div>	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	9,521,064.	18,154,512.	.524446
2007	506,405.	9,388,629.	.053938
2006	170,796.	5,171,464.	.033027
2005	130,932.	3,179,589.	.041179
2004	218,340.	2,767,842.	.078885

2	Total of line 1, column (d)	2	.731475
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	.146295
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	14,106,086.
5	Multiply line 4 by line 3	5	2,063,650.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	26,556.
7	Add lines 5 and 6	7	2,090,206.
8	Enter qualifying distributions from Part XII, line 4	8	3,710,389.

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	26,556.
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	26,556.
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	26,556.
6 Credits/Payments			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	143,980.	
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	143,980.	
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	117,424.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 117,424. Refunded <input type="checkbox"/>	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?		X
b 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"/> 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	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? Website address ► N/A	13	X	
14	The books are in care of ► JOHN O'NEIL C/O PAUL WEISS Located at ► 1285 AVENUE OF THE AMERICAS, NEW YORK, NY	Telephone no	► 212-373-3000	
		ZIP+4	► 10019	
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	N/A	1b
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? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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?	<input type="checkbox"/> Yes <input checked="" 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)	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

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 ☒ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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
N/A	0.00	0.	0.	0.

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	12,035,112.
b	Average of monthly cash balances	1b	2,285,787.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	14,320,899.
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	14,320,899.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	214,813.
5	Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,106,086.
6	Minimum investment return. Enter 5% of line 5	6	705,304.

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	705,304.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	26,556.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	26,556.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	678,748.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	678,748.
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	678,748.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,710,389.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,710,389.
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	26,556.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,683,833.

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)

DR GERALD J. & DOROTHY R. FRIEDMAN
FOUNDATION INC.

Form 990-PF (2009)

65-0416767 Page 9

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				678,748.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007				
e From 2008	8,775,458.			
f Total of lines 3a through e	8,775,458.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$	3,710,389.			
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2009 distributable amount				678,748.
e Remaining amount distributed out of corpus	3,031,641.			
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	11,807,099.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	11,807,099.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	8,775,458.			
e Excess from 2009	3,031,641.			

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(1)(3) or ☐ 4942(1)(5)

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))

JANE FRIEDMAN C/O JH COHN LLP

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 ☒ 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	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
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 11				
Total			3a	3684965.
b Approved for future payment				
THE ACTOR'S FUND 729 7TH AVE, 10TH FL NEW YORK, NY 10019	UNRELATED	501 (C) (3)	GENERAL ACTIVITIES	4330830.
Total			3b	4330830.

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

923621
02-02-10

DR. GERALD J & DOROTHY R FRIEDMAN
SECURITIES SCHEDULE
6/30/2010

ACCOUNT	SECURITY	INVENTORY @ 07/01/2009			PURCHASES			INVENTORY @ 06/30/2010			DESCRIPTION
		SHARES	COST		SHARES	COST		SHARES	COST	FMV	
641-3461A	ABBOTT LABORATORIES	1,000	50,302					1,000	50,302	46,780	CORPORATE STOCK
641-30354	BURLINGTON NORTHERN SANTE FE	1,000	79,879					0	0	0	CORPORATE STOCK
641-3461A	CEDAR FAIR LP DEP.	1,000	26,643					0	0	0	CORPORATE STOCK
641-3461A	CHUBB CORP.	1,000	51,033					1,000	51,033	50,010	CORPORATE STOCK
641-3461A	CINNINNATI FINANCIAL	653	23,837					653	23,837	16,893	CORPORATE STOCK
641-3461A	COCA-COLA INC.	2,000	88,529					2,000	88,519	100,240	CORPORATE STOCK
641-3461A	COLGATE PALMOLIVE	1,000	51,773					200	9,968	15,752	CORPORATE STOCK
641-3461A	CONNECTICUT WATER SRV.	2,000	45,731					2,000	45,731	42,040	CORPORATE STOCK
641-3461A	CONSOLIDATED EDISON INC	2,000	88,098					2,000	88,098	86,200	CORPORATE STOCK
641-3461A	CVS CORP	3,000	91,099					3,000	91,099	87,960	CORPORATE STOCK
641-3461A	E I DU PONT DE NEMOURS & CO	1,500	70,124					1,500	70,124	51,885	CORPORATE STOCK
641-3461A	EMERSON ELECTRIC CO	1,500	73,885					1,500	73,885	65,535	CORPORATE STOCK
641-3461A	GENERAL ELECTRIC CO.	3,000	101,521					3,000	101,521	43,260	CORPORATE STOCK
641-3461A	JOHNSON & JOHNSON	2,500	143,720					2,500	143,720	147,650	CORPORATE STOCK
641-3461A	KIMBERLY CLARK	1,500	95,769					1,500	95,769	90,945	CORPORATE STOCK
641-3461A	LAKELAND BANCORP	3,150	45,011					6,150	45,011	26,838	CORPORATE STOCK
641-3461A	ELI LILLY & CO.	1,000	53,739					1,000	53,739	33,500	CORPORATE STOCK
641-3461A	MERCURY GENERAL CORP	500	27,102					500	27,102	20,720	CORPORATE STOCK
641-30354	NATIONSBANK 7.8% DUE 09/15/16	75,000	79,085					75,000	79,085	83,435	CORPORATE BONDS
641-3461A	NORFOLK SOUTHERN CO	2,000	89,742					2,000	89,742	106,100	CORPORATE STOCK
641-3461A	PEPSICO INC.	2,000	93,114					2,000	93,114	121,900	CORPORATE STOCK
641-3461A	PFIZER INC.	3,500	98,047					3,500	98,047	49,910	CORPORATE STOCK
641-3461A	PROCTOR & GAMBLE	2,000	91,007					2,000	91,007	119,960	CORPORATE STOCK
641-3461A	SMUCKER J M CO NEW	1,500	69,500					500	25,195	30,110	CORPORATE STOCK
641-3461A	SOUTHERN CO	2,000	72,352					2,000	72,352	66,560	CORPORATE STOCK
641-30354	SOUTHWEST WATER CO DE	1,000	13,127					0	0	0	CORPORATE STOCK
216-577890	UNITED PARCEL SERVICE CLASS B	117,000	7,404,462					24,900	1,575,821	1,416,561	CORPORATE STOCK
641-3461A	US BANCORP DEL NEW	2,000	55,798					2,000	55,798	44,700	CORPORATE STOCK
641-30354	US TREASURY NOTES 0% DUE 11/15/15	700,000	484,946					250,000	167,188	223,723	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/16	700,000	449,760					700,000	429,957	599,466	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/18	200,000	127,845					200,000	125,004	157,850	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/18	800,000	456,728					800,000	436,307	630,248	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/19	1,000,000	553,489					1,000,000	528,358	744,640	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 08/15/20	200,000	120,159					200,000	115,212	142,330	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 08/15/20	800,000	420,875					800,000	400,443	562,376	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/21	1,000,000	537,558					1,000,000	512,703	666,020	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/22	200,000	110,508					200,000	101,414	126,606	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/22	100,000	51,028					100,000	51,028	63,303	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 08/15/23	200,000	106,795					0	0	0	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/23	100,000	51,511					0	0	0	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/23	400,000	197,586					0	0	0	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/24	200,000	95,228					0	0	0	US GOV'T OBLIGATIONS
641-30354	US TREASURY NOTES 0% DUE 11/15/25	1,500	46,165					1,500	46,165	28,575	CORPORATE STOCK
641-3461A	WEINGARTEN REALTY INVESTMENT	1,500	40,077					0	0	0	CORPORATE STOCK
641-30354	WELLS FARGO & CO	1,500	56,019					1,500	56,019	16,635	CORPORATE STOCK
641-3461A	WILMINGTON TRUST CO	1,500	105,683					200,000	105,683	127,518	US GOV'T OBLIGATIONS
641-30354	STRIPS TINT US TREASURY DUE 11/15/2021	200,000	48,992					0	0	0	US GOV'T OBLIGATIONS
641-30354	STRIPS TINT US TREASURY DUE 11/15/2021	100,000						0			US GOV'T OBLIGATIONS

641-30354	STRIPS TINT US TREASURY DUE 11/15/2024	100,000	46,811	0	0	0	US GOV'T OBLIGATIONS
641-3461A	KIMBERLY CLARK CORP	500	30,576	500	30,576	30,315	CORPORATE STOCK
641-30354	STRIPS TINT US TREASURY DUE 11/15/2022	100,000	52,700	100,000	52,700	63,303	US GOV'T OBLIGATIONS
641-3461A	DEERE & CO	500	33,731	500	33,731	27,840	CORPORATE STOCK
641-30354	STRIPS TINT US TREASURY DUE 11/15/2017	100,000	70,223	100,000	70,223	82,263	US GOV'T OBLIGATIONS
641-30354	UNITED STATES TREAS DUE 11/15/2021	100,000	57,537	100,000	57,537	66,602	US GOV'T OBLIGATIONS
641-30354	STRIPS TINT US TREASURY DUE 11/15/2017	200,000	165,752	200,000	143,856	164,526	US GOV'T OBLIGATIONS
641-30354	STRIPS TINT US TREASURY DUE 11/15/2022	100,000	55,387	100,000	55,387	63,303	US GOV'T OBLIGATIONS
641-30354	UNITED STATES TREAS DUE 11/15/2025	200,000	96,741	0	0	0	US GOV'T OBLIGATIONS
641-3461A	EMERSON ELECTRIC CO	500	16,519	500	16,519	21,845	CORPORATE STOCK
641-3461A	VERIZON COMMUNICATIONS	1,000	32,204	1,000	32,204	28,020	CORPORATE STOCK
641-30354	CSX CORP	500	15,939	0	0	0	CORPORATE STOCK
641-3461A	UNION PACIFIC CORP	500	23,558	200	23,558	34,755	CORPORATE STOCK
641-3461A	VERIZON COMMUNICATIONS	500	16,636	500	16,636	14,010	CORPORATE STOCK
641-3461A	DEERE & CO	500	19,574	500	19,574	27,840	CORPORATE STOCK
641-3461A	HJ HEINZ CO	500	19,132	500	19,132	21,610	CORPORATE STOCK
641-3461A	SMUCKER JM CO NEW	500	21,949	500	21,949	30,110	CORPORATE STOCK
641-3461A	WEINGARTEN REALTY INVESTOR	500	10,053	500	10,053	9,525	CORPORATE STOCK
641-30354	STRIPS TINT US TREASURY DUE 11/15/2018	100,000	72,245	100,000	72,245	78,781	US GOV'T OBLIGATIONS
641-30354	CATERPILLAR INC	1,000	26,742	0	0	0	CORPORATE STOCK
641-3461A	DEERE & CO	500	14,839	500	14,839	27,840	CORPORATE STOCK
641-3461A	DOMINION RESOURCES INC VA NEW	1,000	33,929	1,000	33,929	38,740	CORPORATE STOCK
641-3461A	NOVARTIS AG ADR	500	21,294	0	0	0	CORPORATE STOCK
641-3461A	ROYAL DUTCH SHELL PLC ADR	500	27,484	500	27,484	25,110	CORPORATE STOCK
641-3461A	ROYAL DUTCH SHELL PLC ADR	500	26,239	500	26,239	25,110	CORPORATE STOCK
			14,342,775				

PURCHASES

641-30354	7/15/2009 CSX CORP	500	18,815	0	0	0	CORPORATE STOCK
641-3461A	7/15/2009 UNION PACIFIC CORP	500	28,220	500	28,220	34,755	CORPORATE STOCK
641-3461A	7/23/2009 BECTON DICKINSON & CO	500	36,154	500	36,154	33,810	CORPORATE STOCK
641-3461A	7/23/2009 NOVARTIS	500	22,560	0	0	0	CORPORATE STOCK
641-3461A	8/17/2009 BECTON DICKINSON & CO	500	33,793	500	33,793	33,810	CORPORATE STOCK
641-3461A	8/17/2009 NOVARTIS	500	22,578	0	0	0	CORPORATE STOCK
641-3461A	10/5/2009 BP PLC SPONS ADR	600	32,541	600	32,541	17,328	CORPORATE STOCK
641-3461A	9/2/2009 ABBOTT LABS	500	22,883	500	22,883	23,390	CORPORATE STOCK
641-3461A	9/2/2009 BECTON DICKINSON & CO	500	34,708	500	34,708	33,810	CORPORATE STOCK
641-3461A	9/2/2009 COLGATE PALMOLIVE	200	14,553	200	14,553	15,752	CORPORATE STOCK
641-3461A	9/2/2009 DEERE & CO	500	20,877	500	20,877	27,840	CORPORATE STOCK
641-3461A	9/2/2009 H J HEINZ CO	500	19,183	500	19,183	21,610	CORPORATE STOCK
641-3461A	9/2/2009 JOHNSON & JOHNSON	500	30,327	500	30,327	29,530	CORPORATE STOCK
641-3461A	9/2/2009 KIMBERLY CLARK CORP	500	29,592	500	29,592	30,315	CORPORATE STOCK
641-3461A	9/2/2009 ELI LILLY & CO	500	16,729	500	16,729	16,750	CORPORATE STOCK
641-3461A	9/2/2009 NOVARTIS	500	23,405	0	0	0	CORPORATE STOCK
641-3461A	9/2/2009 ROYAL DUTCH SHELL PLC ADR	500	28,039	500	28,039	25,110	CORPORATE STOCK
641-3461A	9/2/2009 UNION PACIFIC CORP	500	29,949	500	29,949	34,755	CORPORATE STOCK
641-3461A	10/2/2009 COLGATE PALMOLIVE	300	23,177	300	23,177	23,628	CORPORATE STOCK
641-3461A	10/2/2009 3M COMPANY	400	29,264	400	29,264	31,596	CORPORATE STOCK
641-3461A	10/28/2009 AT&T INC	1000	26,561	1,000	26,561	24,190	CORPORATE STOCK
641-3461A	11/9/2009 AMERISOURCEBERGEN CORP	500	12,024	500	12,024	15,875	CORPORATE STOCK
641-3461A	11/9/2009 3M COMPANY	300	23,200	300	23,200	23,697	CORPORATE STOCK
641-3461A	11/9/2009 WALMART STORES	500	26,245	500	26,245	24,035	CORPORATE STOCK
641-3461A	11/17/2009 CLOROX COMPANY DE	500	30,355	500	30,355	31,080	CORPORATE STOCK
641-3461A	12/11/2009 3 M COMPANY	300	24,558	300	24,558	23,697	CORPORATE STOCK

641-30354	6/8/2010	FEDERAL FARM CREDIT BANK	100000	100,000	100,000	100,500	US GOV'T OBLIGATIONS
641-3461A	2/11/2010	ALTRIA GROUP INC	1000	19,608	0	0	CORPORATE STOCK
641-3461A	2/17/2010	ELI LILLY CO	500	17,239	500	16,750	CORPORATE STOCK
641-3461A	2/23/2010	MERCK & CO INC	500	18,274	500	17,485	CORPORATE STOCK
641-3461A	3/22/2010	KIMBERLY CLARK CO	500	31,420	500	30,315	CORPORATE STOCK
641-3461A	4/14/2010	AMERISOURCEBERGEN CORP	500	14,629	500	15,875	CORPORATE STOCK
641-3461A	4/14/2010	BP PLC SPONS ADR	400	23,987	400	11,552	CORPORATE STOCK
641-3461A	4/14/2010	COLGATE PALMOLIVE CO	300	25,252	300	23,628	CORPORATE STOCK
641-3461A	4/14/2010	E I DU PONT DE NEMOURS & CO	500	19,328	500	17,295	CORPORATE STOCK
641-3461A	4/14/2010	ELI LILLY & CO	500	18,254	500	16,750	CORPORATE STOCK
641-3461A	4/14/2010	MERCK & CO INC	1000	36,279	1,000	34,970	CORPORATE STOCK
641-3461A	4/14/2010	ROYAL DUTCH SHELL	500	30,834	500	25,110	CORPORATE STOCK
641-3461A	4/15/2010	INTEL CORP	1000	24,168	1,000	19,450	CORPORATE STOCK
641-3461A	4/23/2010	AMERISOURCEBERGEN CORP	500	15,458	500	15,875	CORPORATE STOCK
641-3461A	5/7/2010	AT&T	1000	25,276	1,000	24,190	CORPORATE STOCK
641-3461A	5/7/2010	CONSOLIDATED EDISON INC	1000	44,634	1,000	43,100	CORPORATE STOCK
641-3461A	5/7/2010	SOUTHERN CO	1000	34,139	1,000	33,280	CORPORATE STOCK
641-3461A	5/19/2010	BRISTOL MYERS SQUIBB CO	1000	23,657	1,000	24,940	CORPORATE STOCK
641-3461A	5/19/2010	CLOROX COMPANY DE	500	32,007	500	31,080	CORPORATE STOCK
641-3461A	5/19/2010	SMUCKER J M CO NEW	1000	58,000	1,000	60,220	CORPORATE STOCK

INVESTMENT TYPE	TOTALS	
	BASIS	FMV
US GOV'T OBLIGATIONS	3,524,924	4,663,358
CORPORATE STOCK	4,654,908	4,328,117
CORPORATE BONDS	79,085	83,435
TOTALS	8,258,917	9,074,910

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	UNITED PARCEL SVC INC CL B	P	11/11/99	08/05/09
b	UNITED PARCEL SVC INC CL B	P	11/11/99	09/10/09
c	UNITED PARCEL SVC INC CL B	P	11/11/99	09/11/09
d	UNITED PARCEL SVC INC CL B	P	11/11/99	01/08/10
e	UNITED PARCEL SVC INC CL B	P	11/11/99	01/19/10
f	UNITED PARCEL SVC INC CL B	P	11/11/99	04/15/10
g	CATERPILLAR INC	P	VARIOUS	07/23/09
h	CSX CORP	P	12/23/08	08/11/09
i	CSX CORP	P	07/15/09	08/11/09
j	COLGATE PALMOLIVE CO	P	01/23/03	08/11/09
k	COLGATE PALMOLIVE CO	P	01/23/04	08/11/09
l	WELLS FARGO & CO	P	08/27/03	08/11/09
m	WELLS FARGO & CO	P	09/11/03	08/11/09
n	WELLS FARGO & CO	P	11/17/03	08/11/09
o	STRIPS-TINT-U S TREASURY	P	05/15/05	09/02/09

(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 269,743.		80.	269,663.
b 559,486.		160.	559,326.
c 587,040.		160.	586,880.
d 299,742.		80.	299,662.
e 312,367.		80.	312,287.
f 345,544.		80.	345,464.
g 39,502.		26,742.	12,760.
h 22,051.		15,939.	6,112.
i 22,051.		18,815.	3,236.
j 28,437.		21,122.	7,315.
k 7,109.		5,171.	1,938.
l 2,678.		2,506.	172.
m 21,426.		20,356.	1,070.
n 16,070.		17,215.	<1,145.>
o 82,559.		77,376.	5,183.

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			269,663.
b			559,326.
c			586,880.
d			299,662.
e			312,287.
f			345,464.
g			12,760.
h			6,112.
i			3,236.
j			7,315.
k			1,938.
l			172.
m			1,070.
n			<1,145.>
o			5,183.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 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

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	STRIPS-TINT-U S TREASURY	P	10/19/06	09/02/09
b	STRIPS-TINT-U S TREASURY	P	12/07/09	09/02/09
c	STRIPS-TINT-U S TREASURY	P	01/03/07	09/02/09
d	STRIPS-TINT-U S TREASURY	P	03/09/07	09/02/09
e	SOUTHWEST WATER CO DE	P	06/19/07	10/28/09
f	BURLINGTON NORTHERN SANTA FE	P	08/23/07	11/03/09
g	BURLINGTON NORTHERN SANTA FE	P	08/30/07	11/03/09
h	COLGATE PALMOLIVE CO	P	01/23/04	11/17/09
i	SMUCKER J M CO NEW	P	02/17/06	12/31/09
j	SMUCKER J M CO NEW	P	04/28/08	12/31/09
k	US TREASURY SECS STRIPPED	P	04/29/08	03/31/10
l	US TREASURY SECS STRIPPED	P	08/05/08	03/31/10
m	STRIPS-TINT-U S TREASURY	P	02/04/08	03/31/10
n	STRIPS-TINT-U S TREASURY	P	03/28/08	03/31/10
o	STRIPS-TINT-U S TREASURY	P	04/04/08	03/31/10

(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	82,559.		74,755.	7,804.
b	82,559.		76,148.	6,411.
c	82,533.		75,301.	7,232.
d	41,267.		37,856.	3,411.
e	5,501.		13,127.	<7,626.>
f	48,421.		40,194.	8,227.
g	48,421.		39,684.	8,737.
h	24,476.		15,512.	8,964.
i	30,734.		19,209.	11,525.
j	30,734.		25,095.	5,639.
k	52,914.		53,603.	<689.>
l	52,914.		52,911.	3.
m	99,496.		104,838.	<5,342.>
n	49,748.		51,799.	<2,051.>
o	49,748.		51,395.	<1,647.>

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			7,804.
b			6,411.
c			7,232.
d			3,411.
e			<7,626.>
f			8,227.
g			8,737.
h			8,964.
i			11,525.
j			5,639.
k			<689.>
l			3.
m			<5,342.>
n			<2,051.>
o			<1,647.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 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

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 STRIPS-TINT-U S TREASURY		P	08/05/08	03/31/10
b US TREASURY SECS STRIPPED		P	02/04/08	03/31/10
c US TREASURY SECS STRIPPED		P	09/18/08	03/31/10
d US TREASURY SECS GENERIC		P	02/05/08	04/08/10
e CEDAR FAIR LP DEPOSITARY		P	05/24/06	02/05/10
f NOVARTIS AG ADR		P	06/12/09	02/11/10
g NOVARTIS AG ADR		P	07/23/09	02/11/10
h NOVARTIS AG ADR		P	08/17/09	02/11/10
i NOVARTIS AG ADR		P	09/02/09	02/11/10
j ALTRIA GROUP INC		P	02/11/10	04/23/10
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 49,748.		50,550.	<802.>
b 93,996.		99,474.	<5,478.>
c 93,996.		103,228.	<9,232.>
d 106,449.		112,730.	<6,281.>
e 11,870.		26,643.	<14,773.>
f 26,636.		21,294.	5,342.
g 26,636.		22,560.	4,076.
h 26,636.		22,578.	4,058.
i 26,636.		23,405.	3,231.
j 21,260.		19,608.	1,652.
k			
l			
m			
n			
o			

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<802.>
b			<5,478.>
c			<9,232.>
d			<6,281.>
e			<14,773.>
f			5,342.
g			4,076.
h			4,058.
i			3,231.
j			1,652.
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	2,442,314.
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 GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNITED PARCEL SVC INC CL B	PURCHASED	11/11/99	08/05/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
269,743.	316,450.	0.	0.	<46,707.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNITED PARCEL SVC INC CL B	PURCHASED	11/11/99	09/10/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
559,486.	632,900.	0.	0.	<73,414.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UNITED PARCEL SVC INC CL B	PURCHASED	11/11/99	09/11/09

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
587,040.	632,900.	0.	0.	<45,860.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UNITED PARCEL SVC INC CL B	299,742.	316,450.	0.	0.	<16,708.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UNITED PARCEL SVC INC CL B	312,367.	316,450.	0.	0.	<4,083.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UNITED PARCEL SVC INC CL B	345,544.	316,450.	0.	0.	29,094.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CATERPILLAR INC	39,502.	26,742.	0.	0.	12,760.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 12/23/08	DATE SOLD 08/11/09
CSX CORP	22,051.	15,939.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS 6,112.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 07/15/09	DATE SOLD 08/11/09
CSX CORP	22,051.	18,815.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS 3,236.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 01/23/03	DATE SOLD 08/11/09
COLGATE PALMOLIVE CO	28,437.	21,122.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS 7,315.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 01/23/04	DATE SOLD 08/11/09
COLGATE PALMOLIVE CO	7,109.	5,171.	0.			
				(E) DEPREC.		(F) GAIN OR LOSS 1,938.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
WELLS FARGO & CO	2,678.	2,506.	0.	PURCHASED	08/27/03	08/11/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
WELLS FARGO & CO	21,426.	20,356.	0.	PURCHASED	09/11/03	08/11/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
WELLS FARGO & CO	16,070.	17,215.	0.	PURCHASED	11/17/03	08/11/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
STRIPS-TINT-U S TREASURY	82,559.	77,376.	0.	PURCHASED	05/15/05	09/02/09

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
STRIPS-TINT-U S TREASURY	82,559.	74,755.	0.	0.	7,804.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
STRIPS-TINT-U S TREASURY	82,559.	76,148.	0.	0.	6,411.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
STRIPS-TINT-U S TREASURY	82,533.	75,301.	0.	0.	7,232.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
STRIPS-TINT-U S TREASURY	41,267.	37,856.	0.	0.	3,411.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SOUTHWEST WATER CO DE	5,501.	13,127.	0.	0.	<7,626.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BURLINGTON NORTHERN SANTA FE	48,421.	40,194.	0.	0.	8,227.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
BURLINGTON NORTHERN SANTA FE	48,421.	39,684.	0.	0.	8,737.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
COLGATE PALMOLIVE CO	24,476.	15,512.	0.	0.	8,964.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SMUCKER J M CO NEW	30,734.	19,209.	0.	0.	11,525.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
SMUCKER J M CO NEW	30,734.	25,095.	0.	0.	5,639.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
US TREASURY SECS STRIPPED	52,914.	53,603.	0.	0.	<689.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
US TREASURY SECS STRIPPED	52,914.	52,911.	0.	0.	3.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
STRIPS-TINT-U S TREASURY	99,496.	104,838.	0.	PURCHASED	02/04/08	03/31/10

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
STRIPS-TINT-U S TREASURY	49,748.	51,799.	0.	PURCHASED	03/28/08	03/31/10

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
STRIPS-TINT-U S TREASURY	49,748.	51,395.	0.	PURCHASED	04/04/08	03/31/10

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED (E) DEPREC.	DATE ACQUIRED (F) GAIN OR LOSS	DATE SOLD
STRIPS-TINT-U S TREASURY	49,748.	50,550.	0.	PURCHASED	08/05/08	03/31/10

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
US TREASURY SECS STRIPPED	93,996.	99,474.	0.	0.	<5,478.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
US TREASURY SECS STRIPPED	93,996.	103,228.	0.	0.	<9,232.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
US TREASURY SECS GENERIC	106,449.	112,730.	0.	0.	<6,281.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
CEDAR FAIR LP DEPOSITARY	11,870.	26,643.	0.	0.	<14,773.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 06/12/09	DATE SOLD 02/11/10
NOVARTIS AG ADR	26,636.	21,294.	0.			5,342.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 07/23/09	DATE SOLD 02/11/10
NOVARTIS AG ADR	26,636.	22,560.	0.			4,076.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 08/17/09	DATE SOLD 02/11/10
NOVARTIS AG ADR	26,636.	22,578.	0.			4,058.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED 09/02/09	DATE SOLD 02/11/10
NOVARTIS AG ADR	26,636.	23,405.	0.			3,231.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
ALTRIA GROUP INC	21,260.	19,608.	0.	0.	1,652.

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A <88,646.>

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	237,214.	0.	237,214.
INTEREST INCOME	5,860.	0.	5,860.
TOTAL TO FM 990-PF, PART I, LN 4	243,074.	0.	243,074.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	4,149.	0.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	4,149.	0.	0.

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	50,849.	25,425.	0.	25,424.	
TO FORM 990-PF, PG 1, LN 16B	50,849.	25,425.	0.	25,424.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	756.	756.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	756.	756.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	3,590.	3,590.	0.	0.	
MARGIN INTEREST	22.	22.	0.	0.	
OTHER EXPENSES	284.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	3,896.	3,612.	0.	0.	

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	X		3,524,924.	4,663,358.
TOTAL U.S. GOVERNMENT OBLIGATIONS			3,524,924.	4,663,358.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,524,924.	4,663,358.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	4,654,908.	4,328,117.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,654,908.	4,328,117.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	79,085.	83,435.
TOTAL TO FORM 990-PF, PART II, LINE 10C	79,085.	83,435.

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

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JANE FRIEDMAN C/O JH COHN LLP 1212 6TH AVENUE NEW YORK, NY 10036	PRESIDENT 2.00	0.	0.	0.
LOUIS BERNSTEIN C/O JH COHN LLP 1212 6TH AVENUE NEW YORK, NY 10036	SECRETARY & TREASURER 2.00	0.	0.	0.
JUDITH KENNEDY C/O JH COHN LLP 1212 6TH AVENUE NEW YORK, NY 10036	VICE-PRESIDENT 1.00	0.	0.	0.
SUSAN THOMASES C/O JH COHN LLP 1212 6TH AVENUE NEW YORK, NY 10036	EXECUTIVE VICE-PRESIDENT 1.00	0.	0.	0.
MARK SATLOF C/O JH COHN LLP 1212 6TH AVENUE NEW YORK, NY 10036	VICE-PRESIDENT 1.00	0.	0.	0.
JENNIFER GERSON C/O JH COHN LLP 1212 6TH AVENUE NEW YORK, NY 10036	VICE-PRESIDENT 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
MANHATTAN THEATER CLUB 311 WEST 43RD STREET NEW YORK, NY 10036	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	3,002,270.
JEWISH FOUNDATION FOR THE RIGHTEOUS GENTILE 305 7TH AVE, 19TH FL NEW YORK, NY 10001	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	20,000.
JEWISH FAMILY SERVICE 5520 WYOMING BLVD, SUITE 200 ALBUQUERQUE, NM 87109	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	5,000.
SANDAGER PRESENTATIONS 405 FREDERICK AVE SEWICKLEY, PA 15143	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	2,000.
HOWL ARTS, INC 234 EAST 4TH STREET, APT 7 NEW YORK, NY 10009	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	70,000.
MILLENNIUM FILM WORKSHOP 66 EAST 4TH STREET NEW YORK, NY 10003	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	3,000.
BOWERY ARTS & SCIENCE 310 BOWERY, 2ND FL NEW YORK, NY 10012	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	21,500.
SOME SERIOUS BUSINESS PO BOX 35 ALBUQUERQUE, NM 87510	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	7,500.

TWEED THEATER 332 BLEEKER STREET NEW YORK, NY 10014 . . .	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	5,275.
SAINT MARK'S IN THE BOWERY 131 EAST 10TH STREET NEW YORK, NY 10003	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	4,250.
BROADWAY CARES 165 WEST 46TH STREET, STE 1300 NEW YORK, NY 10036	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	5,000.
ROSIE'S BROADWAY KIDS 1500 BROADWAY, STE 1710 NEW YORK, NY 10036	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	30,000.
THE MILITARY RELIGIOUS FREEDOM FOUNDATION 13170-B CENTRAL AVE, SE ALBUQUERQUE, NM 87123	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	5,000.
ST LUKE'S ROOSEVELT 1111 AMSTERDAM AVE NEW YORK, NY 10025	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	7,500.
KRISTEN ANN CARR FUND 39 WEST 32ND STREET NEW YORK, NY 10001	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	5,000.
THE ACTOR'S FUND 729 7TH AVE, 10TH FL NEW YORK, NY 10019	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	444,170.
BETH ISRAEL MEDICAL CENTER 555 WEST 57TH STREET, 18TH FL NEW YORK, NY 10019	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	500.
PERFORMANCE SPACE 122 150 1ST AVE NEW YORK, NY 10009	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	20,000.

MONUMENT RESEARCH LIBERTY IS NEW YORK, NY 10004	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	1,500.
THE LOWER EASTSIDE GIRLS 56 EAST 1ST STREET NEW YORK, NY 10003	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	500.
THE ASSOCIATION OF PERFORMING ARTS PRESENTERS 1211 CONNECTICUT AVE WASHINGTON, DC 20036	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	1,000.
HEBREW FREE BURIAL 224 WEST 35TH STREET ROOM 300 NEW YORK, NY 10001	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	2,000.
DOROT 171 WEST 85TH STREET NEW YORK, NY 10024	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	2,000.
ARMDI 888 7TH AVE NEW YORK, NY 10016	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	1,000.
BROTHERHOOD SYNAGOGUE 28 GRAMERCY PARK S NEW YORK, NY 10003	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	10,000.
HUMANE SOCIETY OF NEW YORK 306 EAST 59TH STREET NEW YORK, NY 10022	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	1,000.
NARAL 472 BROADWAY, 3RD FL NEW YORK, NY 10013	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	1,000.
JEWISH GUILD FOR THE BLIND 15 WEST 65TH ST NEW YORK, NY 10023	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	1,500.

BROOKLYN ARTS COUNCIL 55 WASHINGTON ST # 218 BROOKLYN, NY 11201	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	1,500.
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FRACTURED ATLAS 248 W. 35TH ST, 10TH FL NEW YORK, NY 10001	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	1,000.
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THE POETRY PROJECT 131 EAST 10TH STREET NEW YORK, NY 10003	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	2,000.
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PROJECT OPEN 160 WEST END AVE #1G NEW YORK, NY 10023	UNRELATED GENERAL ACTIVITIES	501 (C) (3)	1,000.
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TOTAL TO FORM 990-PF, PART XV, LINE 3A

3,684,965.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.**

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Type or print File by the due date for filing your return. See instructions	Name of Exempt Organization DR GERALD J. & DOROTHY R. FRIEDMAN FOUNDATION INC.	Employer identification number 65-0416767
	Number, street, and room or suite no. If a P.O. box, see instructions C/O J.H. COHN LLP 1212 6TH AVE.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10036	

Check type of return to be filed (file a separate application for each return):

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

JOHN O'NEIL C/O PAUL WEISS

- The books are in the care of ► **1285 AVENUE OF THE AMERICAS - NEW YORK, NY 10019**
Telephone No. ► **212-373-3000** FAX No. ► _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- 1 I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year _____ or
- ☒ tax year beginning **JUL 1, 2009**, and ending **JUN 30, 2010**

- 2 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 50,000.
b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 187,132.
c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

Form **8868** (Rev. 4-2009)