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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

For calendar year 2009, or tax year beginning 07/01, 2009, and ending 06/30, 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: **MACOMBER FAMILY FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address): **C/O JOHN D. MACOMBER**
2806 N STREET, NW

City or town, state, and ZIP code: **WASHINGTON, DC 20007**

Room/suite: _____

A Employer identification number: **83-0478666**

B Telephone number (see page 10 of the instructions): **(202) 338-0290**

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **203,486.**

J Accounting method: Cash, Accrual, Other (specify) _____
(Part I, column (d) must be on cash basis)

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

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

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	3,655.	3,655.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-53,604.			
b Gross sales price for all assets on line 6a	151,614.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	-49,949.	3,655.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	2,322.	2,322.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions) *	23.	23.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATCH 4	7.	7.		
24 Total operating and administrative expenses. Add lines 13 through 23	2,352.	2,352.		
25 Contributions, gifts, grants paid	13,000.			13,000.
26 Total expenses and disbursements. Add lines 24 and 25	15,352.	2,352.		13,000.
27 Subtract line 26 from line 12	-65,301.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		1,303.		
c Adjusted net income (if negative, enter -0-)			-0-	

INTERNAL REVENUE SERVICE
N&A FIELD ASSISTANCE
ORLAND PARK IL 60462
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27305

SCANNED JAN 13 2011

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing	4,719.	4,171.	4,171.
	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 (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 5	303,703.	236,205.	196,297.
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) ATCH 6	0.	2,745.	3,018.
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	308,422.	243,121.	203,486.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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 and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	463,251.	463,251.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-154,829.	-220,130.	
30	Total net assets or fund balances (see page 17 of the instructions)	308,422.	243,121.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	308,422.	243,121.		

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)	1 308,422.
2	Enter amount from Part I, line 27a	2 -65,301.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 243,121.
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 243,121.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(j) F M V as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-53,604.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8,			}	3

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	59,981.	217,735.	0.275477
2007	60,000.	574,816.	0.104381
2006			
2005			
2004			
2 Total of line 1, column (d)			2 0.379858
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.189929
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 228,071.
5 Multiply line 4 by line 3			5 43,317.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 13.
7 Add lines 5 and 6			7 43,330.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18			8 13,000.

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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits and payments. Total tax due is 594, with 594 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Columns include question number, Yes, and No. Includes questions about political activities, unrelated business income, and state reporting.

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 page 20 of the instructions)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X		
Website address <input type="checkbox"/> N/A				
14 The books are in care of <input type="checkbox"/> JOHN D. MACOMBER Telephone no <input type="checkbox"/>				
Located at <input type="checkbox"/> 2806 N ST, NW WASHINGTON, DC ZIP + 4 <input type="checkbox"/> 20007				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			<input type="checkbox"/>
				and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange or leasing of property with a disqualified person? <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)? <input type="checkbox"/>	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? <input type="checkbox"/>	1c	X
2	Taxes on failure to distribute income (section 4942). (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions) <input type="checkbox"/>	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
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) <input type="checkbox"/>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Yes No **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? 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? Yes No **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? Yes No **7b** X

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

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

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

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

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	225,277.
b	Average of monthly cash balances	1b	6,267.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	231,544.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	231,544.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	3,473.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	228,071.
6	Minimum investment return. Enter 5% of line 5	6	11,404.

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

1	Minimum investment return from Part X, line 6	1	11,404.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	26.
b	Income tax for 2009 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	26.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,378.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	11,378.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	11,378.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	13,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	13,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	13,000.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				11,378.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009				
a From 2004				
b From 2005				
c From 2006				
d From 2007			39,200.	
e From 2008			49,132.	
f Total of lines 3a through e	88,332.			
4 Qualifying distributions for 2009 from Part XII, line 4 ▶ \$ 13,000.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				11,378.
e Remaining amount distributed out of corpus	1,622.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	89,954.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	89,954.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007			39,200.	
d Excess from 2008			49,132.	
e Excess from 2009			1,622.	

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

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			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>ATTACHMENT 8</p>				
Total.				▶ 3a 13,000.
<p>b <i>Approved for future payment</i></p>				
Total.				▶ 3b

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
498.		54 SHS LONDON STOCK EXCHANGE GROUP PLC PROPERTY TYPE: SECURITIES 1,584.				P	08/09/2007	06/23/2010 -1,086.
513.		16 SHS TIME WARNER INC PROPERTY TYPE: SECURITIES 562.				P	09/02/2008	06/22/2010 -49.
1,183.		34 SHS WALT DISNEY CO PROPERTY TYPE: SECURITIES 760.				P	11/24/2008	06/17/2010 423.
472.		14 SHS WALT DISNEY CO PROPERTY TYPE: SECURITIES 313.				P	11/24/2008	06/07/2010 159.
3,101.		40 SHS CHINA LIFE INSURANCE CO LTD PROPERTY TYPE: SECURITIES 1,928.				P	03/19/2009	12/08/2009 1,173.
3,207.		10 SHS CME GROUP INC PROPERTY TYPE: SECURITIES 1,800.				P	03/03/2009	12/08/2009 -1,407.
744.		15 SHS GENZYME CORP GEN DIV PROPERTY TYPE: SECURITIES 823.				P	04/28/2009	12/08/2009 -79.
1,470.		70 SHS GRUPO TELEVISA SA DE CV PROPERTY TYPE: SECURITIES 1,428.				P	10/26/2009	12/08/2009 42.
1,723.		25 SHS VORNADO REALTY TRUST PROPERTY TYPE: SECURITIES 813.				P	03/25/2009	12/08/2009 910.
1,203.		50 SHS MARKET VECTORS ETF TRUST GAMING E PROPERTY TYPE: SECURITIES 753.				P	03/13/2009	12/08/2009 450.
72.		3 SHS MARKET VECTORS ETF TRUST GAMING ET PROPERTY TYPE: SECURITIES 58.				P	04/29/2009	12/08/2009 14.
2,213.		92 SHS MARKET VECTORS ETF TRUST GAMING E PROPERTY TYPE: SECURITIES 1,861.				P	05/15/2009	12/08/2009 352.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,140.		95 SHS ALLEGHENY ENERGY INC PROPERTY TYPE: SECURITIES 5,063.				P	08/01/2007	12/08/2009 -2,923.
1,328.		65 SHS ANGLO AMERN PLC PROPERTY TYPE: SECURITIES 1,656.				P	08/12/2008	12/08/2009 -328.
2,656.		130 SHS ANGLO AMERN PLC PROPERTY TYPE: SECURITIES 1,246.				P	11/14/2008	12/08/2009 1,410.
257.		11 SHS AOL INC PROPERTY TYPE: SECURITIES 311.				P	09/02/2008	12/23/2009 -54.
5,360.		8000 SHS BEUING CAPITAL INTL PROPERTY TYPE: SECURITIES 13,358.				P	08/09/2007	12/08/2009 -7,998.
6,601.		2 SHS BERKSHIRE HATHAWAY INC PROPERTY TYPE: SECURITIES 7,190.				P	08/01/2007	12/08/2009 -589.
727.		10 SHS BHP BILLITON LTD PROPERTY TYPE: SECURITIES 754.				P	07/30/2008	12/08/2009 -27.
6,835.		325 SHS BROOKFIELD ASSET MGMT INC LTD PROPERTY TYPE: SECURITIES 10,615.				P	08/01/2007	12/08/2009 -3,780.
4,225.		43 SHS BURLINGTON NTHN SANTA FE CORP PROPERTY TYPE: SECURITIES 4,875.				P	06/05/2008	11/27/2009 -650.
4,325.		44 SHS BURLINGTON NTHN SANTA FE CORP PROPERTY TYPE: SECURITIES 4,988.				P	06/05/2008	11/25/2009 -663.
3,975.		125 SHS CARNIVAL CORP PROPERTY TYPE: SECURITIES 4,756.				P	09/04/2008	12/08/2009 -781.
2,207.		170 SHS CHINA UNICOM HONG KONG PROPERTY TYPE: SECURITIES 2,131.				P	11/14/2008	12/08/2009 76.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
2,427.		16 SHS CNOOC LTD PROPERTY TYPE: SECURITIES 1,840.				P	08/01/2007	12/08/2009 587.
607.		4 SHS CNOOC LTD PROPERTY TYPE: SECURITIES 460.				P	08/01/2007	12/08/2009 147.
2,066.		220 SHS EL PASO CORP PROPERTY TYPE: SECURITIES 3,641.				P	08/01/2007	12/08/2009 -1,575.
4,071.		80 SHS ENCANA CORP PROPERTY TYPE: SECURITIES 4,908.				P	08/01/2007	12/08/2009 -837.
2,920.		400 SHS HENERSON LAND DEVELOPMENT CO LTD PROPERTY TYPE: SECURITIES 1,377.				P	11/17/2008	12/08/2009 1,543.
5,325.		300 SHS HONG KONG EXCHANGE & CLEARING LT PROPERTY TYPE: SECURITIES 4,945.				P	08/09/2007	12/08/2009 380.
951.		40 SHS HUANENG POWER INTL INC PROPERTY TYPE: SECURITIES 1,014.				P	10/14/2008	12/08/2009 -63.
2,576.		70 SHS ICICI BANK LTD PROPERTY TYPE: SECURITIES 3,049.				P	08/01/2007	12/08/2009 -473.
5,990.		165 SHS IMPERIAL OIL LTD PROPERTY TYPE: SECURITIES 7,698.				P	08/01/2007	12/08/2009 -1,708.
3,207.		111 SHS LEGG MASON INC PROPERTY TYPE: SECURITIES 9,731.				P	08/01/2007	12/08/2009 -6,524.
260.		9 SHS LEGG MASON INC PROPERTY TYPE: SECURITIES 657.				P	02/04/2008	12/08/2009 -397.
2,874.		125 SHS LEUCADIA NATIONAL CORP PROPERTY TYPE: SECURITIES 4,639.				P	08/01/2007	12/08/2009 -1,765.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,781.		415 SHS LONDON STOCK EXCHANGE GROUP PLC PROPERTY TYPE: SECURITIES 12,177.				P	08/09/2007	12/08/2009 -7,396.
2,387.		10 SHS MASTERCARD INC CL A PROPERTY TYPE: SECURITIES 2,729.				P	07/22/2008	12/08/2009 -342.
4,785.		245 SHS NASDAQ OMX GROUP (THE) PROPERTY TYPE: SECURITIES 7,397.				P	08/01/2007	12/08/2009 -2,612.
2,932.		120 SHS NYSE EURONEXT PROPERTY TYPE: SECURITIES 9,142.				P	08/01/2007	12/08/2009 -6,210.
1,839.		85 SHS OAO GAZPROM LEVEL 1 ADR PROGRAM PROPERTY TYPE: SECURITIES 3,608.				P	08/01/2007	12/08/2009 -1,769.
6,115.		125 SHS PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES 4,870.				P	11/14/2008	12/08/2009 -1,245.
401.		2 SHS RIO TINTO PLC PROPERTY TYPE: SECURITIES 791.				P	08/01/2008	12/08/2009 -390.
1,961.		375 SHS RRI ENERGY INC PROPERTY TYPE: SECURITIES 9,863.				P	08/01/2007	12/08/2009 -7,902.
4,437.		145 SHS TIME WARNER INC PROPERTY TYPE: SECURITIES 5,468.				P	09/02/2008	12/08/2009 -1,031.
2,298.		75 SHS WALT DISNEY CO PROPERTY TYPE: SECURITIES 1,676.				P	11/24/2008	12/08/2009 622.
380.		9 SHS AMER TOWER CORP CL A PROPERTY TYPE: SECURITIES 365.				P	12/14/2009	06/08/2010 15.
710.		27 SHS AUTODESK INC PROPERTY TYPE: SECURITIES 645.				P	12/14/2009	06/08/2010 65.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
299.		7 SHS BED BATH & BEYOND INC PROPERTY TYPE: SECURITIES 275.				P	01/26/2010	06/08/2010 24.
676.		17 SHS COACH INC PROPERTY TYPE: SECURITIES 620.				P	12/14/2009	06/08/2010 56.
201.		10 SHS INTEL CORP PROPERTY TYPE: SECURITIES 200.				P	12/14/2009	06/08/2010 1.
23.		1 SHS LOWES COMPANIES INC PROPERTY TYPE: SECURITIES 24.				P	12/14/2009	06/08/2010 -1.
703.		10 SHS NIKE INC CL B PROPERTY TYPE: SECURITIES 638.				P	12/14/2009	06/08/2010 65.
734.		14 SHS TARGET CORP PROPERTY TYPE: SECURITIES 664.				P	12/14/2009	06/08/2010 70.
5,096.		141 SHS WALGREENS PROPERTY TYPE: SECURITIES 5,428.				P	12/14/2009	01/26/2010 -332.
887.		28 SHS WALT DISNEY CO PROPERTY TYPE: SECURITIES 626.				P	11/24/2008	03/02/2010 261.
134.		10 SHS FOREST CITY ENTERPRISES INC CL A PROPERTY TYPE: SECURITIES 139.				P	03/25/2010	05/21/2010 -5.
183.		10 SHS GROUP TELEVISA SA DE PROPERTY TYPE: SECURITIES 204.				P	10/26/2009	05/21/2010 -21.
173.		5 SHS LENDER PROCESSING SVCS INC PROPERTY TYPE: SECURITIES 214.				P	12/22/2009	05/21/2010 -41.
450.		25 SHS ANGLO AMERN PLC PROPERTY TYPE: SECURITIES 240.				P	11/14/2008	05/21/2010 210.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
363.		5 SHS BERKSHIRE HATHAWAY INC PROPERTY TYPE: SECURITIES 360.				P	08/01/2007	05/21/2010 3.
2,335.		30 SHS BERKSHIRE HATHAWAY INC PROPERTY TYPE: SECURITIES 2,157.				P	08/01/2007	05/12/2010 178.
312.		5 SHS BHP BILLITION LTD PROPERTY TYPE: SECURITIES 377.				P	07/30/2008	05/21/2010 -65.
467.		20 SHS BROOKFIELD ASSET MGMT INC 653.					08/01/2007	05/21/2010 -186.
359.		10 SHS CARNIVAL CORP PROPERTY TYPE: SECURITIES 381.				P	09/04/2008	05/21/2010 -22.
127.		5 SHS CENOVUS ENERGY INC PROPERTY TYPE: SECURITIES 149.				P	08/01/2007	05/21/2010 -22.
114.		10 SHS CHINA UNICOM HONG KONG PROPERTY TYPE: SECURITIES 125.				P	11/14/2008	05/21/2010 -11.
110.		10 SHS EL PASO CORP PROPERTY TYPE: SECURITIES 166.				P	08/01/2007	05/21/2010 -56.
151.		5 SHS ENCANA CORP PROPERTY TYPE: SECURITIES 158.				P	08/01/2007	05/21/2010 -7.
541.		100 SHS HENDERSON LAND DEVP CO PROPERTY TYPE: SECURITIES 344.				P	11/17/2008	05/24/2010 197.
1,480.		100 SHS HONG KONG EXCHANGE & CLEARING LT PROPERTY TYPE: SECURITIES 1,648.				P	08/09/2007	05/21/2010 -168.
1,042.		45 SHS HUANENG POWER INTL INC PROPERTY TYPE: SECURITIES 1,141.				P	10/14/2008	05/21/2010 -99.

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

Kind of Property		Description				P or D	Date acquired	Date sold	
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)		
377.		10 SHS IMPERIAL OIL LTD PROPERTY TYPE: SECURITIES 467.				P	08/01/2007	05/21/2010 -90.	
151.		5 SHS LEGG MASON INC PROPERTY TYPE: SECURITIES 365.				P	02/04/2008	05/21/2010 -214.	
217.		10 SHS LEUCADIA INTL CORP PROPERTY TYPE: SECURITIES 371.				P	08/01/2007	05/21/2010 -154.	
321.		35 SHS LONDON STOCK EXCHANGE GROUP PROPERTY TYPE: SECURITIES 1,027.				P	08/09/2007	05/21/2010 -706.	
141.		5 SHS NYSE EURONEXT PROPERTY TYPE: SECURITIES 381.				P	08/01/2007	05/21/2010 -240.	
97.		5 SHS OAO GAZPROM LVL 1 ADR PROPERTY TYPE: SECURITIES 212.				P	08/01/2007	05/21/2010 -115.	
221.		5 SHS PHILIP MORRIS INTL INC PROPERTY TYPE: SECURITIES 195.				P	11/14/2008	05/21/2010 26.	
300.		10 SHS TIME WARNER INC PROPERTY TYPE: SECURITIES 351.				P	09/02/2008	05/21/2010 -51.	
163.		5 SHS WALT DISNEY CO PROPERTY TYPE: SECURITIES 112.				P	11/24/2008	05/21/2010 51.	
117.		5 SHS MARKET VECTORS PROPERTY TYPE: SECURITIES 101.				P	05/15/2009	05/21/2010 16.	
2,858.		33 SHS BURLINGTON SANTA FE PROPERTY TYPE: SECURITIES 3,741.				P	06/05/2008	10/21/2009 -883.	
6,356.		115 SHS UNION PACIFIC CORP PROPERTY TYPE: SECURITIES 8,648.				P	06/11/2008	10/30/2009 -2,292.	
TOTAL GAIN (LOSS)						<u>-53,604.</u>	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
UBS 29011818	714.	714.
UBS Y106484	2,941.	2,941.
TOTAL	<u>3,655.</u>	<u>3,655.</u>

ATTACHMENT 2

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT ADVISORY FEES	2,322.	2,322.
TOTALS	<u>2,322.</u>	<u>2,322.</u>

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FOREIGN TAXES PAID	23.	23.
TOTALS	<u>23.</u>	<u>23.</u>

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ADR FEES PAID	7.	7.
TOTALS	<u>7.</u>	<u>7.</u>

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
UBS 29011818	108,457.	99,990.
UBS Y106484	127,748.	96,307.
TOTALS	<u>236,205.</u>	<u>196,297.</u>

MACOMBER FAMILY FOUNDATION

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION

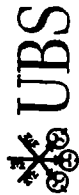
UBS Y106484

TOTALS

ATTACHMENT 6

<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
2,745.	3,018.
<u>2,745.</u>	<u>3,018.</u>

83-0478666



Managed Accounts Consulting
June 2010

Account name: MACOMBER FAMILY FNDT
Friendly account name: MF FDTN HORIZON
Account number: Y1 06484 3V

Your Financial Advisor:
WITOVER/ROSENTHAL
212-821-7000

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

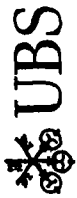
Holding	Opening balance on Jun 1 (\$)	Closing balance on Jun 30 (\$)	Price per share on Jun 30 (\$)	Average rate	Dividend/Interest period	Days in period
Cash	0.00	32.74				
RMA GOVERNMENT PORTFOLIO	2,970.37	2,089.54	1.00	0.01%	May 24 to Jun 23	31
Total	\$2,970.37	\$2,122.28				

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
ALLEGHENY ENERGY INC Symbol: AYE Exchange: NYSE EAI \$55 Current yield: 2.89%	Aug 1, 07	92,000	53.290	4,902,681	20.680	1,902.56	-3,000.12	LT
ANGLO AMERN PLC NEW ADR Symbol: AAUKY Exchange: OTC	Nov 14, 08	95,000	9.586	910.73	17.583	1,670.39	759.66	LT
	Apr 15, 09	41,000	10.591	434.26	17.583	720.90	286.64	LT
	Apr 16, 09	54,000	10.572	570.92	17.583	949.48	378.56	LT
Security total		190,000		1,915.91		3,340.77	1,424.86	
BEIJING CAPITAL INTL ARPT CO LTD Symbol: BJCHF Exchange: OTC	Aug 9, 07	2,000,000	1.669	3,339.401	0.593	1,186.00	-2,153.40	LT
BERKSHIRE HATHAWAY INC NEW CL B Symbol: BRKB Exchange: NYSE	Aug 1, 07	65,000	71.900	4,673.501	79.690	5,179.85	506.35	LT
BHP BILLITON LTD SPON ADR Symbol: BHP Exchange: NYSE EAI \$12 Current yield: 2.77%	Jul 30, 08	7,000	75.362	527.541	61.990	433.93	-93.61	LT

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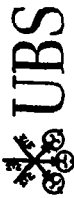


Friendly account name: MF FDTN HORIZON
Account number: Y1 06484 3V

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
BLACKROCK INC								
Symbol: BLK Exchange: NYSE	Apr 6, 10	3,000	202.144	606.43	143.400	430.20	-176.23	ST
EAI: \$32 Current yield: 2.79%	May 21, 10	5,000	165.275	826.38	143.400	717.00	-109.38	ST
Security total		8,000		1,432.81		1,147.20	-285.61	
BOK FINANCIAL CORP NEW								
Symbol: BOKF Exchange: OTC	Mar 12, 10	5,000	46.827	234.14	47.470	237.35	3.21	ST
EAI: \$11 Current yield: 2.11%	Mar 16, 10	5,000	49.760	248.80	47.470	237.35	-11.45	ST
Security total	Mar 17, 10	1,000	50.420	50.42	47.470	47.47	-2.95	ST
Security total		11,000		533.36		522.17	-11.19	
BROOKFIELD ASSET MGMT INC LTD								
VTG SHS CL A	Aug 1, 07	259,000	32.660	8,458.94 ¹	22.620	5,858.58	-2,600.36	LT
Symbol: BAM Exchange: NYSE	Sep 4, 08	110,000	38.050	4,185.57 ¹	30.240	3,326.40	-859.17	LT
EAI: \$135 Current yield: 2.30%	Feb 11, 10	21,000	12.503	262.58	13.610	285.81	23.23	ST
CARNIVAL CORP NEW (PAIRED STOCK)								
Symbol: CCL Exchange: NYSE	Feb 12, 10	28,000	12.599	352.78	13.610	381.08	28.30	ST
EAI: \$44 Current yield: 1.32%	Feb 16, 10	7,000	12.984	90.89	13.610	95.27	4.38	ST
CB RICHARD ELLIS GROUP INC	Feb 17, 10	30,000	12.902	387.08	13.610	408.30	21.22	ST
CL A		86,000		1,093.33		1,170.46	77.13	
Symbol: CBG Exchange: NYSE	Aug 1, 07	83,000	29.754	2,469.65 ¹	25.790	2,140.57	-329.08	LT
Security total								
CENOVUS ENERGY INC								
Symbol: CVE Exchange: NYSE	Mar 19, 09	43,000	48.199	2,072.56	65.200	2,803.60	731.04	LT
CHINA LIFE INSURANCE CO LTD ADS								
Symbol: LFC Exchange: NYSE	Nov 14, 08	174,000	12.535	2,181.12	13.300	2,314.20	133.08	LT
EAI: \$59 Current yield: 2.10%								
CHINA UNICOM HONG KONG LTD ADR								
Symbol: CHU Exchange: NYSE								
EAI: \$37 Current yield: 1.60%								

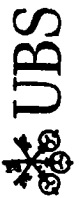
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Your assets ▶ Equities ▶ Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
CME GROUP INC Symbol: CME Exchange: OTC EAI: \$46 Current yield: 1.63%	Mar 3, 09	10,000	179.967	1,799.67	281.550	2,815.50	1,015.83	LT
CNOOC LTD SPON ADR Symbol: CEO Exchange: NYSE EAI: \$74 Current yield: 2.72%	Aug 1, 07	16,000	114.990	1,839.84	170.170	2,722.72	882.88	LT
DE LA RUE PLC Symbol: DELRF Exchange: OTC	Dec 9, 09	21,000	15.587	327.34	14.100	296.10	-31.24	ST
	Dec 10, 09	21,000	15.928	334.49	14.100	296.10	-38.39	ST
	Dec 23, 09	51,000	15.769	804.22	14.100	719.10	-85.12	ST
	Dec 30, 09	11,000	15.862	174.49	14.100	155.10	-19.39	ST
	Jan 12, 10	10,000	16.098	160.98	14.100	141.00	-19.98	ST
	Jan 15, 10	35,000	16.406	574.24	14.100	493.50	-80.74	ST
Security total		149,000		2,375.76		2,100.90	-274.86	
DREAMWORKS ANIMATION SKG CL A Symbol: DWA Exchange: NYSE	Jun 25, 10	19,000	29.023	551.45	28.550	542.45	-9.00	ST
EL PASO CORP Symbol: EP Exchange: NYSE EAI: \$6 Current yield: 0.34%	Aug 1, 07	161,000	16.551	2,664.76 ¹	11.110	1,788.71	-876.05	LT
ENCANA CORP Symbol: ECA Exchange: NYSE EAI: \$66 Current yield: 2.62%	Aug 1, 07	83,000	31.595	2,622.40 ¹	30.340	2,518.22	-104.18	LT
FANNIE MAE Symbol: FNM Exchange: NYSE	Mar 5, 08	162,000	24.783	4,014.93 ¹	0.342	55.40	-3,959.53	LT
FOREST CITY ENTERPRISES INC CL A Symbol: FCEA Exchange: NYSE	Mar 25, 10	34,000	13.937	473.89	11.320	384.88	-89.01	ST
	Apr 16, 10	35,000	15.493	542.28	11.320	396.20	-146.08	ST
	May 6, 10	20,000	14.382	287.65	11.320	226.40	-61.25	ST
	May 7, 10	28,000	14.154	396.34	11.320	316.96	-79.38	ST
Security total		117,000		1,700.16		1,324.44	-375.72	
GENZYME CORP GEN DIV Symbol: GENZ Exchange: OTC	Apr 28, 09	34,000	54.847	1,864.81	50.770	1,726.18	-138.63	LT

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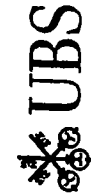


Friendly account name: MF FDTN HORIZON
Account number: Y1 06484 3V

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
GREENLIGHT CAPITAL RE LTD CL A								
ORD								
Symbol: GLRE Exchange: OTC	Mar 24, 10	1,000	25.699	25.70	25.190	25.19	-0.51	ST
	Mar 25, 10	11,000	25.946	285.41	25.190	277.09	-8.32	ST
	Apr 8, 10	5,000	25.849	129.25	25.190	125.95	-3.30	ST
	Apr 9, 10	3,000	25.847	77.54	25.190	75.57	-1.97	ST
	May 21, 10	25,000	23.600	590.00	25.190	629.75	39.75	ST
Security total		45,000		1,107.90		1,133.55	25.65	
GRUPO TELEVIS SA DE CV GLOBAL								
DEP RCT REP ORD MEXICO ADR								
Symbol: TV Exchange: NYSE	Oct 26, 09	171,000	20.404	3,489.17	17.410	2,977.11	-512.06	ST
EAI \$199 Current yield: 6.68%								
HENDERSON LAND DEVELOPMENT CO								
LTD								
Symbol: HDVLF Exchange: OTC	Nov 17, 08	500,000	3.441	1,720.80	5.907	2,953.50	1,232.70	LT
HONG KONG EXCHANGE & CLEARING								
LTD								
Symbol: HKXCF Exchange: OTC	Aug 9, 07	200,000	16.483	3,296.62 ¹	15.743	3,148.60	-148.02	LT
ICICI BANK LTD SPON ADR								
Symbol: IBN Exchange: NYSE	Aug 1, 07	43,000	43.552	1,872.78 ¹	36.140	1,554.02	-318.76	LT
EAI \$35 Current yield: 1.42%	Jun 19, 09	25,000	29.902	747.56	36.140	903.50	155.94	LT
Security total		68,000		2,620.34		2,457.52	-162.82	
IMPERIAL OIL LTD NEW CANADA								
Symbol: IMO Exchange: AMEX	Aug 1, 07	124,000	46.656	5,785.35 ¹	36.420	4,516.08	-1,269.27	LT
EAI \$54 Current yield: 1.20%								
JARDEN CORP								
Symbol: JAH Exchange: NYSE	Mar 11, 10	14,000	34.563	483.89	26.870	376.18	-107.71	ST
EAI \$14 Current yield: 1.21%	Mar 12, 10	12,000	34.612	415.35	26.870	322.44	-92.91	ST
	Jun 21, 10	17,000	30.461	517.85	26.870	456.79	-61.06	ST
Security total		43,000		1,417.09		1,155.41	-261.68	
LEGG MASON INC								
Symbol: LM Exchange: NYSE	Feb 4, 08	93,000	72.998	6,788.83 ¹	28.030	2,606.79	-4,182.04	LT
EAI \$15 Current yield: 0.58%								

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Managed Accounts Consulting
June 2010

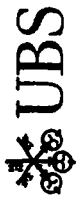
Account name: MACOMBER FAMILY FNDD
Friendly account name: MF FDTN HORIZON
Account number: Y1 06484 3V

Your Financial Advisor:
WITTOVERROSENTHAL
212-821-7000

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
LENDER PROCESSING SERVICES INC								
Symbol: LPS Exchange: NYSE								
EAI: \$32 Current yield: 1.28%								
	Dec 22, 09	8,000	42.847	342.78	31.310	250.48	-92.30	ST
	Dec 23, 09	23,000	42.554	978.75	31.310	720.13	-258.62	ST
	Dec 24, 09	6,000	42.577	255.47	31.310	187.86	-67.61	ST
	Dec 28, 09	7,000	42.724	299.07	31.310	219.17	-79.90	ST
	Dec 29, 09	5,000	42.190	210.95	31.310	156.55	-54.40	ST
	Dec 30, 09	10,000	41.767	417.67	31.310	313.10	-104.57	ST
	Dec 31, 09	21,000	41.313	867.57	31.310	657.51	-210.06	ST
Security total		80,000		3,372.26		2,504.80	-867.46	
LEUCADIA NATIONAL CORP								
Symbol: LUK Exchange: NYSE	Aug 1, 07	90,000	37.110	3,339.90 ¹	19.510	1,755.90	-1,584.00	LT
	May 6, 10	26,000	24.008	624.22	19.510	507.26	-116.96	ST
Security total		116,000		3,964.12		2,263.16	-1,700.96	
LIBERTY MEDIA CAPITAL CORP								
SER A								
Symbol: LCAPA Exchange: OTC	Jun 10, 10	13,000	40.520	526.77	41.910	544.83	18.06	ST
	Jun 22, 10	12,000	44.679	536.16	41.910	502.92	-33.24	ST
Security total		25,000		1,062.93		1,047.75	-15.18	
LONDON STOCK EXCHANGE GROUP								
PLC NEW								
Symbol: LDNXX Exchange: OTC	Aug 9, 07	246,000	29.342	7,218.13 ¹	8.430	2,073.78	-5,144.35	LT
MASTERCARD INC CL A								
Symbol: MA Exchange: NYSE	Jul 22, 08	2,000	272.915	545.83 ¹	199.530	399.06	-146.77	LT
EAI: \$7 Current yield: 0.32%	Feb 24, 09	9,000	160.867	1,447.81	199.530	1,795.77	347.96	LT
Security total		11,000		1,993.64		2,194.83	201.19	
NASDAQ OMX GROUP (THE)								
Symbol: NDAQ Exchange: OTC	Aug 1, 07	95,000	30.190	2,868.05 ¹	17.780	1,689.10	-1,178.95	LT
NYSE EURONEXT								
Symbol: NYX Exchange: NYSE	Aug 1, 07	93,000	76.180	7,084.74 ¹	27.630	2,569.59	-4,515.15	LT
EAI: \$112 Current yield: 4.36%								

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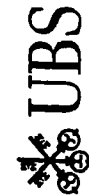


Friendly account name: MF FDTN HORIZON
Account number: Y1 06484 3V

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
OAO GAZPROM LEVEL 1 ADR PROGRAM (RUSSIA) SPON ADR Symbol: OGZPY Exchange: OTC EAI \$20 Current yield 1.27%	Aug 1, 07 Sep 13, 07	34,000 50,000 84,000	42,450 42,680	1,443,301 ¹ 2,134,021 ¹ 3,577,32	18,810 18,810	639,54 940,50 1,580,04	-803,76 -1,193,52 -1,997,28	LT LT
Security total								
PHILIP MORRIS INTL INC Symbol: PM Exchange: NYSE EAI \$220 Current yield 5.05%	Nov 14, 08	95,000	38,959	3,701,20	45,840	4,354,80	653,60	LT
RIO TINTO PLC SPON ADR Symbol: RTP Exchange: NYSE EAI \$4 Current yield 1.15%	Aug 1, 08	8,000	98,921	791,371 ¹	43,600	348,80	-442,57	LT
RRI ENERGY INC Symbol: RRI Exchange: NYSE	Aug 1, 07 Apr 13, 09 Apr 14, 09	11,000 320,000 102,000 433,000	26,300 4,478 4,455	289,301 ¹ 1,433,15 454,50 2,176,95	3,790 3,790 3,790	41,69 1,212,80 386,58 1,641,07	-247,61 -220,35 -67,92 -535,88	LT LT LT
Security total								
SEARS HOLDINGS CORP Symbol: SHLD Exchange: OTC	Apr 28, 10 May 28, 10 Jun 15, 10 Jun 23, 10 Jun 24, 10	6,000 6,000 7,000 2,000 6,000 27,000	119,871 88,400 81,833 73,695 72,435	719,23 530,40 572,84 147,39 434,61 2,404,47	64,650 64,650 64,650 64,650 64,650	387,90 387,90 452,55 129,30 387,90 1,745,55	-331,33 -142,50 -120,29 -18,09 -46,71 -658,92	ST ST ST ST ST
Security total								
TIME WARNER INC NEW Symbol: TWX Exchange: NYSE EAI: \$81 Current yield: 2.95%	Sep 2, 08	95,000	35,142	3,338,561 ¹	28,910	2,746,45	-592,11	LT
VORNADO REALTY TRUST Symbol: VNO Exchange: NYSE EAI \$60 Current yield 3.58%	Mar 25, 09	23,000	32,514	747,83	72,950	1,677,85	930,02	LT
Total				\$127,747.82		\$96,306.94	-\$31,440.88	
Total estimated annual income: \$1,430								

¹ Indicates cost basis information provided by you or another third party. UBS FS has not verified this information and does not guarantee its accuracy



Managed Accounts Consulting
June 2010

Account name: MACOMBER FAMILY FNDT
Friendly account name: MF FDTN HORIZON
Account number: Y1 06484 3V

Your Financial Advisor:
WITOVER/ROSENTHAL
212-821-7000

Your assets • Equities (continued)

Closed end mutual funds

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
MARKET VECTORS ETF TRUST								
GAMING ETF								
Symbol BJK Exchange NYSE	May 15, 09	57,000	20.230	1,153.11	22.714	1,294.69	141.58	LT
EAI \$68 Current yield 2.27%	May 21, 09	75,000	21.230	1,592.25	22.714	1,703.55	111.30	LT
Security total		132,000		2,745.36		2,998.24	252.88	

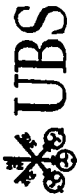
Warrants

Holding	Trade date	Number of warrants	Purchase price per warrant (\$)	Cost basis (\$)	Price per warrant on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
WARRANTS HENDERSON LAND DEVELOPMENT								
Expires: Jun 01, 11		120,000	---	---	0.169	20.28		
--- This information was unavailable---								

Your total assets

Cash	Value on Jun 30 (\$)	Percentage of your account	Cost basis (\$)	Estimated annual income (\$)	Unrealized gain or loss (\$)
Cash and money balances					
Common stock	2,122.28	2.09%	2,122.28		
Closed end mutual funds	96,306.94		127,747.82	1,430.00	-31,440.88
* Warrants	2,998.24		2,745.36	68.00	252.88
	20.28				
Total equities	99,325.46	97.91%	130,493.18	1,498.00	-31,188.00
Total	\$101,447.74	100.00%	\$132,615.46	\$1,498.00	-\$31,188.00

* Missing cost basis information.



Managed Accounts Consulting
June 2010

Account name: MACOMBER FAMILY FOUNDATION
Friendly account name: MF FDTN WESTEND
Account number: Y1 11818 3Y

Your Financial Advisor:
WITOVER/ROSENTHAL
212-821-7000

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See *Important information about your statement* at the end of this document for more information.

Cash

Cash and money balances

Holding	Opening balance on Jun 1 (\$)	Closing balance on Jun 30 (\$)	Price per share on Jun 30 (\$)	Average rate	Dividend/Interest period	Days in period
RMA GOVERNMENT PORTFOLIO	2,015.48	2,048.42	1.00	0.01%	May 24 to Jun 23	31

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
AMER TOWER CORP CL A	Dec 14, 09	125,000	40.577	5,072.13	44.500	5,562.50	490.37	ST
AMGEN INC	Dec 14, 09	95,000	56.960	5,411.20	52.600	4,997.00	-414.20	ST
Symbol: AMGN Exchange: OTC	Jun 8, 10	3,000	53.834	161.50	52.600	157.80	-3.70	ST
Security total		98,000	5,572.70	5,154.80			-417.90	
AT&T INC	Dec 14, 09	193,000	28.038	5,411.43	24.190	4,668.67	-742.76	ST
Symbol: T Exchange: NYSE	Jun 8, 10	17,000	24.980	424.66	24.190	411.23	-13.43	ST
EAI \$353 Current yield 6.95%		210,000		5,836.09		5,079.90	-756.19	
Security total		200,000	23.877	4,775.50	24.360	4,872.00	96.50	ST
AUTODESK INC	Dec 14, 09	123,000	39.338	4,838.65	37.080	4,560.84	-277.81	ST
Symbol: ADSK Exchange: OTC	Jan 26, 10							
BED BATH & BEYOND INC	Dec 14, 09	121,000	44.808	5,421.83	33.860	4,097.06	-1,324.77	ST
Symbol: BBBY Exchange: OTC	Jun 8, 10	15,000	38.705	580.58	33.860	507.90	-72.68	ST
BEST BUY CO INC		136,000		6,002.41		4,604.96	-1,397.45	
Symbol: BBY Exchange: NYSE								
EAI \$82 Current yield 1.78%								
Security total								

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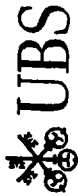


Friendly account name: MF FDTN WESTEND
Account number: Y1 11818 3Y

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
CELGENE CORP Symbol: CELG Exchange: OTC	Dec 14, 09	100,000	53.927	5,392.75	50.820	5,082.00	-310.75	ST
CISCO SYSTEMS INC Symbol: CSCO Exchange: OTC	Dec 14, 09 Jun 8, 10	225,000 5,000	24.098 22.965	5,422.16 114.83	21.310 21.310	4,794.75 106.55	-627.41 -8.28	ST ST
Security total		230,000		5,536.99		4,901.30	-635.69	
COACH INC Symbol: COH Exchange: NYSE EAI: \$79 Current yield: 1.64%	Dec 14, 09	132,000	36.458	4,812.54	36.550	4,824.60	12.06	ST
COSTCO WHOLESALE CORP Symbol: COST Exchange: OTC EAI: \$76 Current yield: 1.49%	Dec 14, 09 Jun 8, 10	91,000 2,000	59.337 56.675	5,399.67 113.35	54.830 54.830	4,989.53 109.66	-410.14 -3.69	ST ST
Security total		93,000		5,513.02		5,099.19	-413.83	
GENZYME CORP GEN DIV Symbol: GENZ Exchange: OTC	Dec 14, 09 Jun 8, 10	109,000 1,000	49.746 47.918	5,422.37 47.92	50.770 50.770	5,533.93 50.77	111.56 2.85	ST ST
Security total		110,000		5,470.29		5,584.70	114.41	
INTEL CORP Symbol: INTC Exchange: OTC EAI: \$164 Current yield: 3.23%	Dec 14, 09	261,000	20.007	5,221.96	19.450	5,076.45	-145.51	ST
INTL BUSINESS MACH Symbol: IBM Exchange: NYSE EAI: \$109 Current yield: 2.10%	Dec 14, 09	42,000	129.870	5,454.54	123.480	5,186.16	-268.38	ST
LOWES COMPANIES INC Symbol: LOW Exchange: NYSE EAI: \$99 Current yield: 2.16%	Dec 14, 09	224,000	24.067	5,391.12	20.420	4,574.08	-817.04	ST
NIKE INC CL B Symbol: NKE Exchange: NYSE EAI: \$81 Current yield: 1.60%	Dec 14, 09	75,000	63.800	4,785.00	67.550	5,066.25	281.25	ST
ORACLE CORP Symbol: ORCL Exchange: OTC EAI: \$48 Current yield: 0.92%	Dec 14, 09 Jun 8, 10	233,000 9,000	23.237 21.732	5,414.34 195.59	21.460 21.460	5,000.18 193.14	-414.16 -2.45	ST ST
Security total		242,000		5,609.93		5,193.32	-416.61	

continued next page



Managed Accounts Consulting
June 2010

Account name: MACOMBER FAMILY FOUNDATION
Friendly account name: MF FDTN WESTEND
Account number: Y1 11818 3Y

Your Financial Advisor:
WITOVER/ROSENTHAL
212-821-7000

Your assets > Equities > Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Jun 30 (\$)	Value on Jun 30 (\$)	Unrealized gain or loss (\$)	Holding period
QUALCOMM INC								
Symbol: QCOM Exchange: OTC								
EAI: \$113 Current yield: 2.31%	Dec 14, 09	121,000	44,787	5,419.29	32.840	3,973.64	-1,445.65	ST
	Jun 8, 10	28,000	35,247	986.93	32.840	919.52	-67.41	ST
Security total		149,000		6,406.22		4,893.16	-1,513.06	
RESEARCH IN MOTION LTD								
Symbol: RIMM Exchange: OTC								
	Dec 14, 09	84,000	64,610	5,427.24	49.260	4,137.84	-1,289.40	ST
	Jun 8, 10	6,000	58,357	350.14	49.260	295.56	-54.58	ST
Security total		90,000		5,777.38		4,433.40	-1,343.98	
TARGET CORP								
Symbol: TGT Exchange: NYSE								
EAI: \$100 Current yield: 2.03%	Dec 14, 09	100,000	47,437	4,743.70	49.170	4,917.00	173.30	ST
VERIZON COMMUNICATIONS INC								
Symbol: VZ Exchange: NYSE								
EAI: \$361 Current yield: 6.78%	Dec 14, 09	160,000	33,837	5,413.92	28.020	4,483.20	-930.72	ST
	Jun 8, 10	30,000	27,680	830.40	28.020	840.60	10.20	ST
Security total		190,000		6,244.32		5,323.80	-920.52	
Total				\$108,457.24		\$99,990.41	-\$8,466.83	

Total estimated annual income: \$1,665

Your total assets

	Value on Jun 30 (\$)	Percentage of your account	Cost basis (\$)	Estimated annual income (\$)	Unrealized gain or loss (\$)
Cash	2,048.42				
Equities	99,990.41	2.01%	2,048.42	1,665.00	-8,466.83
Total	\$102,038.83	100.00%	\$110,505.66	\$1,665.00	-\$8,466.83

MACOMBER FAMILY FOUNDATION

83-0478666

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

ATTACHMENT 7

NAME AND ADDRESS

TITLE AND AVERAGE HOURS PER
WEEK DEVOTED TO POSITION

JOHN D. MACOMBER
2806 N STREET, NW
WASHINGTON, DC 20007

PRESIDENT - PART TIME

JOYCE RUPERTUS
2806 N STREET, NW
WASHINGTON, DC 20007

VICE PRESIDENT - PART TIME

CAROLINE MACOMBER
2806 N STREET, NW
WASHINGTON, DC 20007

SECRETARY-TREASURER -PART TIME

GRAND TOTALS

MACOMBER FAMILY FOUNDATION

83-0478666

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

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
Metropolitan Family Services 1808 SE Belmont Street Portland, OR 97214	NONE PUBLIC	GENERAL	\$ 500 00
Childpeace Montessori School 1516 NW Thurman Street Portland, OR 97209	NONE PUBLIC	GENERAL	\$ 500 00
Catlin Gabel School 8825 SW Barnes Road Portland, Oregon 97225	NONE PUBLIC	GENERAL	\$ 1,000 00
Hospitality House 15003 14th Ave SW Burien, WA 98166	NONE PUBLIC	GENERAL	\$ 250 00
Vashon Maury Land Trust PO Box 2031 Vashon Island, WA 98070	NONE PUBLIC	GENERAL	\$ 500.00
Vashon Community Care Center 15333 Vashon Highway SW Vashon WA 98070	NONE PUBLIC	GENERAL	\$ 500 00

Vashon Maury Community Food Bank 10030 SW 210th St #4 Vashon, WA 98070	NONE PUBLIC	GENERAL	\$ 750.00
Community Partners FBO Friends of Micheltorena 1000 North Alamenda Street, Suite 240 Los Angeles, CA 90012	NONE PUBLIC	GENERAL	\$ 500.00
Playwrights Project 2356 Moore Street, Suite 204 San Diego, CA 92110-3019	NONE PUBLIC	GENERAL	\$ 500.00
The Mayhew Program PO Box 120 Bristol, NH 03222	NONE PUBLIC	GENERAL	\$ 500.00
Silverlake Independent Jewish Community Center 1110 Bates Avenue Los Angeles, CA 90029	NONE PUBLIC	GENERAL	\$ 500.00
The North Haven Foundation 10 School Street - PO Box 664 Rockland, ME 04841-0664	NONE PUBLIC	GENERAL	\$ 1,500.00
North Haven Arts & Enrichment Waterman's Community Center PO Box 475 North Haven, ME 04853	NONE PUBLIC	GENERAL	\$ 4,000.00
North Haven Historical Society PO Box 322 North Haven, ME 04853	NONE PUBLIC	GENERAL	\$ 1,500.00
TOTAL CHARITABLE CONTRIBUTIONS			<u><u>\$ 13,000.00</u></u>

Application for Extension of Time To File an Exempt Organization Return

▶ 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
 - 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 MACOMBER FAMILY FOUNDATION	Employer identification number 83-0478666
	Number, street, and room or suite no If a P.O. box, see instructions. 2806 N STREET, NW	C/O JOHN D. MACOMBER
	City, town or post office, state, and ZIP code For a foreign address, see instructions WASHINGTON, DC 20007	

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 |

- The books are in the care of ▶ JOHN D. MACOMBER

Telephone No. ▶ 202 338-0290

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 02/15, 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 07/01, 2009 and ending 06/30, 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	\$	0.
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	\$	620.
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.

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