Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

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

OMB No 1545-0052

2009

For calendar year 2009, or tax year beginning NOV 1, 2009 **, and ending** OCT 31, 2010

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation The Bennie & Martha Benjamin Foundation, Inc
	Number and street (or P O box number if mail is not delivered to street address): c/o David A Beale,55 SE 2ND Ave. #301 — Room/suite: 1
	City or town, state, and ZIP code: Delray Beach, FL 33483-5542

A Employer identification number: 13-3555717

B Telephone number: 561-243-1477

C If exemption application is pending, check here ▶☐

D 1. Foreign organizations, check here ▶☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 1,991,672.

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	24,835.	24,835.		Statement 1
	4	Dividends and interest from securities	7,112.	7,112.		Statement 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-2,730.			
	b	Gross sales price for all assets on line 6a 161,798.				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	178,889.	177,482.		Statement 3
	12	**Total.** Add lines 1 through 11	208,106.	209,429.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	60,600.	0.		0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees Stmt 4	18,330.	18,330.		0.
	b	Accounting fees Stmt 5	4,000.	2,000.		2,000.
	c	Other professional fees Stmt 6	24,326.	22,686.		1,640.
	17	Interest				
	18	Taxes Stmt 7	635.	635.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	5,785.	0.		5,785.
	22	Printing and publications				
	23	Other expenses Stmt 8	8,715.	5,935.		2,780.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	122,391.	49,586.		12,205.
	25	Contributions, gifts, grants paid	130,442.			130,442.
	26	**Total expenses and disbursements.** Add lines 24 and 25	252,833.	49,586.		142,647.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	-44,727.			
	b	**Net investment income** (if negative, enter -0-)		159,843.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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02-02-10 LHA **For Privacy Act and Paperwork Reduction Act Notice, see the instructions.**

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	64,100.	72,677.	72,677.
	2	Savings and temporary cash investments	894,252.	142,045.	142,045.
	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 9	250,415.	443,317.	452,470.
	b	Investments - corporate stock Stmt 10	111,722.	281,524.	348,614.
	c	Investments - corporate bonds Stmt 11	0.	335,660.	342,866.
	11	Investments - land, buildings, and equipment: basis ▶ 220,000.			
		Less accumulated depreciation ▶	220,000.	220,000.	220,000.
	12	Investments - mortgage loans Stmt 12	125,000.	125,000.	125,000.
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ Closely Held Stock)	288,000.	288,000.	288,000.
	16	**Total assets** (to be completed by all filers)	1,953,489.	1,908,223.	1,991,672.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	1,953,489.	1,908,223.	
	30	**Total net assets or fund balances**	1,953,489.	1,908,223.	
	31	**Total liabilities and net assets/fund balances**	1,953,489.	1,908,223.	

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	1,953,489.
2	Enter amount from Part I, line 27a	2	-44,727.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,908,762.
5	Decreases not included in line 2 (itemize) ▶ Federal Taxes Paid	5	539.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,908,223.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached statment #1	P	Various	Various
b	See Attached statment #1	P	Various	Various
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	51,785.		54,636.	-2,851.
b	110,013.		109,892.	121.
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				-2,851.
b				121.
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 -2,730.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	210,222.	2,021,508.	.103993
2007	214,822.	2,196,085.	.097820
2006	187,409.	2,256,804.	.083042
2005	263,745.	2,305,005.	.114423
2004	198,092.	2,338,220.	.084719

2	**Total** of line 1, column (d)	2	.483997
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	.096799
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	1,950,278.
5	Multiply line 4 by line 3	5	188,785.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,598.
7	Add lines 5 and 6	7	190,383.
8	Enter qualifying distributions from Part XII, line 4	8	142,647.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ **(attach copy of letter if necessary-see instructions)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			1	3,197.
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	3,197.
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	3,197.
6 Credits/Payments:				
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,607.		
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	1,690.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	3,297.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** Statement 15 ▶			10	100.
11 Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 65. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

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

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The Bennie & Martha Benjamin Foundation, Inc 13-3555717

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

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

Website address ▶ bennieandmartha.org

14 The books are in care of ▶ David A Beale Telephone no. ▶561-243-1477

Located at ▶355 NE 5th Avenue #1, Delray Beach, FL ZIP+4 ▶33483

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? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? N/A	1b		
Organizations relying on a current notice regarding disaster assistance check here ▶☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ Yes ☒ No			
If "Yes," list the years ▶ ____, ____, ____, ____			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b If "Yes," did it have excess business holdings in 2009 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.)* N/A	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A 5b

Organizations relying on a current notice regarding disaster assistance check here ▶☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Jack N Albert 7500 Bondsberry Court Boca Raton, FL 33434	Director 5.00	17,950.	0.	0.
David A Beale 11894 Island Lake Lane Boca Raton, FL 33498	Director 5.00	28,200.	0.	0.
Seymour Braun, Esq. 110 East 59th Street, S-3201 New York, NY 10022	Director 5.00	14,450.	0.	0.

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

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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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	876,979.
b	Average of monthly cash balances			1b	469,999.
c	Fair market value of all other assets			1c	633,000.
d	**Total** (add lines 1a, b, and c)			1d	1,979,978.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	1,979,978.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	29,700.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	1,950,278.
6	**Minimum investment return.** Enter 5% of line 5			6	97,514.

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	97,514.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	3,197.		
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,197.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	94,317.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	94,317.
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	94,317.

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	142,647.
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	142,647.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	142,647.

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7					94,317.
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	86,817.				
b From 2005	153,819.				
c From 2006	78,763.				
d From 2007	92,986.				
e From 2008	90,920.				
f **Total** of lines 3a through e		503,305.			
4 Qualifying distributions for 2009 from Part XII, line 4: ▶ $	142,647.				
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					94,317.
e Remaining amount distributed out of corpus		48,330.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.			0.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		551,635.			
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		86,817.			
9 **Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a		464,818.			
10 Analysis of line 9:					
a Excess from 2005	153,819.				
b Excess from 2006	78,763.				
c Excess from 2007	92,986.				
d Excess from 2008	90,920.				
e Excess from 2009	48,330.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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 instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 16				
Total			▶ 3a	130,442.
b *Approved for future payment*				
None				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a Individuals Return of					
b Grants Rescinded Various					1,407.
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	24,835.	
4 Dividends and interest from securities			14	7,112.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			15	177,482.	
8 Gain or (loss) from sales of assets other than inventory			18	-2,730.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		206,699.	1,407.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 208,106.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
1a	Various Individuals Return of Grants Rescinded

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee

Date 9/14/11

Title Secretary + Executive Director

Paid Preparer's Use Only

Preparer's signature CPA

Date 08/31/11

Check if self-employed ☐

Preparer's identifying number

Firm's name (or yours if self-employed), address, and ZIP code
Elizabeth A Dunn, CPA, PA
1001 Yamato Road #100
Boca Raton, FL 33431

EIN

Phone no. 561-391-1120

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Audrey Bacchus	45.
Citibank	89.
UBS/Paine Webber	24,701.
Total to Form 990-PF, Part I, line 3, Column A	24,835.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
UBS/Paine Webber	7,112.	0.	7,112.
Total to Fm 990-PF, Part I, ln 4	7,112.	0.	7,112.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Royalties	177,482.	177,482.	
Individuals Return of Grants Rescinded Various	1,407.	0.	
Total to Form 990-PF, Part I, line 11	178,889.	177,482.	

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	18,330.	18,330.		0.
To Fm 990-PF, Pg 1, ln 16a	18,330.	18,330.		0.

Form 990-PF Accounting Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	4,000.	2,000.		2,000.
To Form 990-PF, Pg 1, ln 16b	4,000.	2,000.		2,000.

Form 990-PF Other Professional Fees Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Professional Secretary	16,400.	14,760.		1,640.
Investment Managment Fees	7,926.	7,926.		0.
To Form 990-PF, Pg 1, ln 16c	24,326.	22,686.		1,640.

Form 990-PF Taxes Statement 7

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Real Estate	635.	635.		0.
To Form 990-PF, Pg 1, ln 18	635.	635.		0.

Form 990-PF Other Expenses Statement 8

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Service Charges	35.	35.		0.
Admin & Operating Expenses	8,369.	5,589.		2,780.
Licenses & Fees	311.	311.		0.
To Form 990-PF, Pg 1, ln 23	8,715.	5,935.		2,780.

Form 990-PF U.S. and State/City Government Obligations Statement 9

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
	X		443,317.	452,470.
Total U.S. Government Obligations			443,317.	452,470.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			443,317.	452,470.

Form 990-PF Corporate Stock Statement 10

Description	Book Value	Fair Market Value
	281,524.	348,614.
Total to Form 990-PF, Part II, line 10b	281,524.	348,614.

Form 990-PF Corporate Bonds Statement 11

Description	Book Value	Fair Market Value
	335,660.	342,866.
Total to Form 990-PF, Part II, line 10c	335,660.	342,866.

Form 990-PF Mortgage Loans Statement 12

Description	Book Value	Fair Market Value
Mortgage Receivable	125,000.	125,000.
Total to Form 990-PF, Part II, line 12	125,000.	125,000.

Form 990-PF

Grants and Contributions Paid During the Year

Statement 16

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Cardiac Self Assessment S 1605 Clinton Road Spakane, WA 99216	None Contribution	Public- Medical	978.
Cherian Joseph-Jnofinn #2U Whites Bay Fredriksted, VI 00840	None Grant- Reimbursement for Books	Individual Student	119.
Gov Juan F Luis Hospital 4007 Estate Diamond Ruby Christiansted, VI 00820	None Contribution - Cardiac Center (2 installments)	Public - Medical	50,000.
JudyAnne T Ross	None Grant- Reimbursement for Books & Laptop	Individual Student	3,008.
Kingshill School RR1, Box 6125 Kingshill, St Croix, VI 00850	None Contribution	Public - Education	1,000.
Rachel Tank	None Grant- Reimbursement for Transportation & Hotel	Individual Student	784.
Regis University 3333 Regis Blvd Denver, CO 80221	None Scholarship	Public- Medical	4,329.
Roy L Schneider Hospital 9048 Sugar Estate St Thomas, VI 00802	None Nursing Program, Computer Lab	Public- Medical	29,731.

Stony Brook University School of Medicine Nicolls Road & Health Sciences Dr Stony Brook, NY 11794	None Scholarship	Public- Education	11,366.
The Ascap Foundation One Lincoln Plaza New York, NY 10023	None Contribution	Public	500.
University of Massachusetts 300 Massachusetts Ave Amherst, MA 01003	None Scholarship	Public - Education	6,840.
University of Southern California Fin Aid Office-JHH324, 700 Childs Way Loa Angeles, CA	None Scholarship	Public - Education	5,000.
University of Virgin Islands RR 1, Box 10000 Kingshill St Croix, VI 00802	None Scholarship	Public- Education	16,787.
Total to Form 990-PF, Part XV, line 3a			130,442.

Bennie [illegible]
EIN 13-3555717
Year [illegible] 09 [illegible]

SCHEDULE OF REALIZED GAINS AND LOSSES
BENNIE & MARTHA BENJAMIN FOUNDATION

FOR THE PERIOD FROM: 11/01/09 THROUGH 10/31/10

	SECURITY DESCRIPTION	ORIGINAL COST	PURCHASE DATE	PROCEEDS	SALE DATE	GAIN OR (-LOSS)
Short-term						
200	MARKET VECTORS ETF TR GOLD MINER ETF	9,199.60	12/23/09	8,585.89	01/26/10	-613.71
200	VANGUARD WORLD FDS CONSUM STP ETF	13,682.00	03/05/10	13,359.43	05/20/10	-322.57
100	VANGUARD WORLD FDS MATERIALS ETF	6,768.00	12/23/09	6,412.34	05/24/10	-355.66
100	VANGUARD WORLD FDS ENERGY ETF	8,393.00	12/23/09	7,385.35	05/25/10	-1,007.65
300	VANGUARD WORLD FDS INDUSTRIAL ETF	16,593.00	03/11/10	16,041.92	06/28/10	-551.08
	Short-term TOTAL	$54,635.60		$51,784.93		$-2,850.67

Statement #1

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[illegible]
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SCHEDULE OF REALIZED GAINS AND LOSSES
BENNIE & MARTHA BENJAMIN FOUNDATION

FOR THE PERIOD FROM: 11/01/09 THROUGH 10/31/10

	SECURITY DESCRIPTION	ORIGINAL COST	PURCHASE DATE	PROCEEDS	SALE DATE	GAIN OR (-LOSS)
Long-term						
5.100	GNMA POOL #268331 8.500% 06/15/18	5.14	11/20/92	5.15	11/15/09	0.01
12.700	GNMA POOL #430294 7.000% 10/15/27	9.63	01/11/02	12.71	11/15/09	3.08
92	GNMA POOL #569801 6.000% 05/15/32	87.22	04/22/03	92.02	11/15/09	4.80
100,000	U S TREASURY NOTES 4.625% 11/15/09	99,905.50	05/23/07	100,000.00	11/15/09	94.50
7.300	GNMA POOL #1684 8.000% 09/20/21	7.38	04/29/93	7.38	11/20/09	0.00
128.900	GNMA POOL #2728 6.000% 03/20/29	69.80	04/22/03	128.90	11/20/09	59.10
6.200	GNMA POOL #2796 7.000% 08/20/29	5.28	01/11/02	6.21	11/20/09	0.93
53.400	GNMA POOL #3150 6.500% 10/20/31	60.24	11/06/01	53.44	11/20/09	-6.80
44.500	GNMA POOL #3239 6.500% 05/20/32	49.02	05/30/02	44.59	11/20/09	-4.43
71.900	GNMA POOL #3249 6.000% 06/20/32	76.52	05/30/02	71.98	11/20/09	-4.54
56.700	GNMA POOL #3260 6.000% 07/20/32	53.96	04/22/03	56.77	11/20/09	2.81
717.200	GNMA POOL #3474 6.000% 11/20/33	766.95	11/20/03	717.21	11/20/09	-49.74
5.100	GNMA POOL #268331 8.500% 06/15/18	5.09	11/20/92	5.10	12/15/09	0.01
12.400	GNMA POOL #430294 7.000% 10/15/27	9.46	01/11/02	12.49	12/15/09	3.03
32.100	GNMA POOL #569801 6.000% 05/15/32	30.46	04/22/03	32.14	12/15/09	1.68
6.800	GNMA POOL #1684 8.000% 09/20/21	6.86	04/29/93	6.86	12/20/09	0.00
118.800	GNMA POOL #2728 6.000% 03/20/29	64.33	04/22/03	118.80	12/20/09	54.47
6.600	GNMA POOL #2796 7.000% 08/20/29	5.62	01/11/02	6.61	12/20/09	0.99
92.500	GNMA POOL #3150 6.500% 10/20/31	104.33	11/06/01	92.56	12/20/09	-11.77
81.700	GNMA POOL #3239 6.500% 05/20/32	89.85	05/30/02	81.73	12/20/09	-8.12
139.200	GNMA POOL #3249 6.000% 06/20/32	148.08	05/30/02	139.29	12/20/09	-8.79
83.200	GNMA POOL #3260 6.000% 07/20/32	79.11	04/22/03	83.23	12/20/09	4.12
656.600	GNMA POOL #3474 6.000% 11/20/33	702.22	11/20/03	656.67	12/20/09	-45.55
5.100	GNMA POOL #268331 8.500% 06/15/18	5.13	11/20/92	5.14	01/15/10	0.01
12.500	GNMA POOL #430294 7.000% 10/15/27	9.51	01/11/02	12.56	01/15/10	3.05
5.200	GNMA POOL #569801 6.000% 05/15/32	5.00	04/22/03	5.27	01/15/10	0.27
4.800	GNMA POOL #1684 8.000% 09/20/21	4.86	04/29/93	4.86	01/20/10	0.00
2.600	GNMA POOL #1684 8.000% 09/20/21	2.62	04/29/93	2.62	01/20/10	0.00
105.600	GNMA POOL #2728 6.000% 03/20/29	57.21	04/22/03	105.65	01/20/10	48.44
7	GNMA POOL #2796 7.000% 08/20/29	5.95	01/11/02	7.00	01/20/10	1.05
88.500	GNMA POOL #3150 6.500% 10/20/31	99.82	11/06/01	88.56	01/20/10	-11.26
15.300	GNMA POOL #3239 6.500% 05/20/32	16.85	05/30/02	15.33	01/20/10	-1.52
66	GNMA POOL #3239 6.500% 05/20/32	72.62	05/30/02	66.05	01/20/10	-6.57
99.900	GNMA POOL #3249 6.000% 06/20/32	100.48	05/30/02	99.98	01/20/10	-0.50
56.900	GNMA POOL #3260 6.000% 07/20/32	54.16	04/22/03	56.98	01/20/10	2.82
469.300	GNMA POOL #3474 6.000% 11/20/33	501.95	11/20/03	469.39	01/20/10	-32.56
0.400	GNMA POOL #430294 7.000% 10/15/27	0.35	01/11/02	0.46	02/16/10	0.11
12.100	GNMA POOL #430294 7.000% 10/15/27	9.19	01/11/02	12.18	02/16/10	2.99
69	GNMA POOL #569801 6.000% 05/15/32	65.45	04/22/03	69.05	02/16/10	3.60
6.900	GNMA POOL #1684 8.000% 09/20/21	6.96	04/29/93	6.96	02/22/10	0.00
65.700	GNMA POOL #2728 6.000% 03/20/29	35.59	04/22/03	65.73	02/22/10	30.14
7.800	GNMA POOL #2796 7.000% 08/20/29	6.71	01/11/02	7.89	02/22/10	1.18
43.500	GNMA POOL #3150 6.500% 10/20/31	49.11	11/06/01	43.57	02/22/10	-5.54
38.400	GNMA POOL #3239 6.500% 05/20/32	42.25	05/30/02	38.43	02/22/10	-3.82
50.500	GNMA POOL #3249 6.000% 06/20/32	50.82	05/30/02	50.57	02/22/10	-0.25
34.400	GNMA POOL #3260 6.000% 07/20/32	32.71	04/22/03	34.42	02/22/10	1.71
389.100	GNMA POOL #3474 6.000% 11/20/33	416.10	11/20/03	389.11	02/22/10	-26.99

Statement #1

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Bennie - Martha Benjamin Foundation
EIN 15-3555717
[illegible]

SCHEDULE OF REALIZED GAINS AND LOSSES
BENNIE & MARTHA BENJAMIN FOUNDATION

FOR THE PERIOD FROM: 11/01/09 THROUGH 10/31/10

	SECURITY DESCRIPTION	ORIGINAL COST	PURCHASE DATE	PROCEEDS	SALE DATE	GAIN OR (-LOSS)
5.700	GNMA POOL #268331 8.500% 06/15/18	5.76	11/20/92	5.77	02/26/10	0.01
5.200	GNMA POOL #268331 8.500% 06/15/18	5.22	11/20/92	5.23	03/15/10	0.01
0.600	GNMA POOL #430294 7.000% 10/15/27	0.47	01/11/02	0.62	03/15/10	0.15
20.300	GNMA POOL #430294 7.000% 10/15/27	15.45	01/11/02	20.39	03/15/10	4.94
39.100	GNMA POOL #569801 6.000% 05/15/32	37.13	04/22/03	39.18	03/15/10	2.05
6.300	GNMA POOL #569801 6.000% 05/15/32	6.03	04/22/03	6.36	03/15/10	0.33
7.500	GNMA POOL #1684 8.000% 09/20/21	7.58	04/29/93	7.58	03/20/10	0.00
30.600	GNMA POOL #2728 6.000% 03/20/29	16.62	04/22/03	30.69	03/20/10	14.07
3.700	GNMA POOL #2796 7.000% 08/20/29	3.18	01/11/02	3.74	03/20/10	0.56
53.500	GNMA POOL #3150 6.500% 10/20/31	60.33	11/06/01	53.52	03/20/10	-6.81
26	GNMA POOL #3239 6.500% 05/20/32	28.58	05/30/02	26.00	03/20/10	-2.58
79.200	GNMA POOL #3249 6.000% 06/20/32	79.65	05/30/02	79.25	03/20/10	-0.40
37.300	GNMA POOL #3260 6.000% 07/20/32	35.49	04/22/03	37.34	03/20/10	1.85
416.300	GNMA POOL #3474 6.000% 11/20/33	445.17	11/20/03	416.30	03/20/10	-28.87
5.200	GNMA POOL #268331 8.500% 06/15/18	5.25	11/20/92	5.26	04/15/10	0.01
12.800	GNMA POOL #430294 7.000% 10/15/27	9.74	01/11/02	12.85	04/15/10	3.11
121.500	GNMA POOL #569801 6.000% 05/15/32	115.18	04/22/03	121.52	04/15/10	6.34
7.600	GNMA POOL #1684 8.000% 09/20/21	7.63	04/29/93	7.63	04/20/10	0.00
58.200	GNMA POOL #2728 6.000% 03/20/29	31.56	04/22/03	58.29	04/20/10	26.73
4.400	GNMA POOL #2796 7.000% 08/20/29	3.79	01/11/02	4.46	04/20/10	0.67
33.700	GNMA POOL #3150 6.500% 10/20/31	38.08	11/06/01	33.78	04/20/10	-4.30
41.700	GNMA POOL #3239 6.500% 05/20/32	45.94	05/30/02	41.79	04/20/10	-4.15
119.800	GNMA POOL #3249 6.000% 06/20/32	120.44	05/30/02	119.84	04/20/10	-0.60
41	GNMA POOL #3260 6.000% 07/20/32	39.04	04/22/03	41.07	04/20/10	2.03
372.300	GNMA POOL #3474 6.000% 11/20/33	398.19	11/20/03	372.36	04/20/10	-25.83
5.300	GNMA POOL #268331 8.500% 06/15/18	5.29	11/20/92	5.30	05/15/10	0.01
13	GNMA POOL #430294 7.000% 10/15/27	9.86	01/11/02	13.01	05/15/10	3.15
96	GNMA POOL #569801 6.000% 05/15/32	90.99	04/22/03	96.00	05/15/10	5.01
7.600	GNMA POOL #1684 8.000% 09/20/21	7.69	04/29/93	7.69	05/20/10	0.00
114.900	GNMA POOL #2728 6.000% 03/20/29	62.26	04/22/03	114.98	05/20/10	52.72
4.900	GNMA POOL #2796 7.000% 08/20/29	4.23	01/11/02	4.98	05/20/10	0.75
69.900	GNMA POOL #3150 6.500% 10/20/31	78.79	11/06/01	69.90	05/20/10	-8.89
43.600	GNMA POOL #3239 6.500% 05/20/32	48.02	05/30/02	43.68	05/20/10	-4.34
69.300	GNMA POOL #3249 6.000% 06/20/32	69.74	05/30/02	69.39	05/20/10	-0.35
34.200	GNMA POOL #3260 6.000% 07/20/32	32.54	04/22/03	34.24	05/20/10	1.70
344.200	GNMA POOL #3474 6.000% 11/20/33	368.13	11/20/03	344.25	05/20/10	-23.88
5.900	GNMA POOL #268331 8.500% 06/15/18	5.92	11/20/92	5.93	06/15/10	0.01
12.900	GNMA POOL #430294 7.000% 10/15/27	9.80	01/11/02	12.93	06/15/10	3.13
4.700	GNMA POOL #569801 6.000% 05/15/32	4.47	04/22/03	4.72	06/15/10	0.25
7.100	GNMA POOL #1684 8.000% 09/20/21	7.17	04/29/93	7.17	06/21/10	0.00
54.500	GNMA POOL #2728 6.000% 03/20/29	29.54	04/22/03	54.56	06/21/10	25.02
7.400	GNMA POOL #2796 7.000% 08/20/29	6.30	01/11/02	7.41	06/21/10	1.11
57.700	GNMA POOL #3150 6.500% 10/20/31	65.04	11/06/01	57.70	06/21/10	-7.34
61.100	GNMA POOL #3249 6.000% 06/20/32	61.47	05/30/02	61.16	06/21/10	-0.31
44.200	GNMA POOL #3260 6.000% 07/20/32	42.01	04/22/03	44.20	06/21/10	2.19
467.200	GNMA POOL #3474 6.000% 11/20/33	499.67	11/20/03	467.26	06/21/10	-32.41
37	GNMA POOL #3239 6.500% 05/20/32	40.72	05/30/02	37.04	06/24/10	-3.68
7.200	GNMA POOL #1684 8.000% 09/20/21	7.22	04/29/93	7.22	07/20/10	0.00
5.300	GNMA POOL #268331 8.500% 06/15/18	5.39	11/20/92	5.39	07/20/10	0.00
85.800	GNMA POOL #2728 6.000% 03/20/29	46.46	04/22/03	85.81	07/20/10	39.35

Statement #1

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Benn & Martha Found. [illegible]
TIN 13-5555717
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SCHEDULE OF REALIZED GAINS AND LOSSES
BENNIE & MARTHA BENJAMIN FOUNDATION

FOR THE PERIOD FROM: 11/01/09 THROUGH 10/31/10

	SECURITY DESCRIPTION	ORIGINAL COST	PURCHASE DATE	PROCEEDS	SALE DATE	GAIN OR (-LOSS)
4.500	GNMA POOL #2796 7.000% 08/20/29	3.85	01/11/02	4.53	07/20/10	0.68
34.300	GNMA POOL #3150 6.500% 10/20/31	38.72	11/06/01	34.35	07/20/10	-4.37
29.900	GNMA POOL #3239 6.500% 05/20/32	32.91	05/30/02	29.93	07/20/10	-2.98
80.700	GNMA POOL #3249 6.000% 06/20/32	81.18	05/30/02	80.78	07/20/10	-0.40
45.600	GNMA POOL #3260 6.000% 07/20/32	43.43	04/22/03	45.69	07/20/10	2.26
352.500	GNMA POOL #3474 6.000% 11/20/33	377.03	11/20/03	352.58	07/20/10	-24.45
13.100	GNMA POOL #430294 7.000% 10/15/27	9.92	01/11/02	13.10	07/20/10	3.18
35.200	GNMA POOL #569801 6.000% 05/15/32	33.38	04/22/03	35.22	07/20/10	1.84
7.200	GNMA POOL #1684 8.000% 09/20/21	7.27	04/29/93	7.27	08/20/10	0.00
6.600	GNMA POOL #268331 8.500% 06/15/18	6.59	11/20/92	6.60	08/20/10	0.01
74.400	GNMA POOL #2728 6.000% 03/20/29	40.30	04/22/03	74.42	08/20/10	34.12
1.200	GNMA POOL #2796 7.000% 08/20/29	1.10	01/11/02	1.29	08/20/10	0.19
40.200	GNMA POOL #3150 6.500% 10/20/31	45.32	11/06/01	40.21	08/20/10	-5.11
38.100	GNMA POOL #3239 6.500% 05/20/32	41.89	05/30/02	38.10	08/20/10	-3.79
60	GNMA POOL #3249 6.000% 06/20/32	60.32	05/30/02	60.02	08/20/10	-0.30
34	GNMA POOL #3260 6.000% 07/20/32	32.32	04/22/03	34.00	08/20/10	1.68
414.500	GNMA POOL #3474 6.000% 11/20/33	443.32	11/20/03	414.57	08/20/10	-28.75
18.600	GNMA POOL #430294 7.000% 10/15/27	14.11	01/11/02	18.62	08/20/10	4.51
4.900	GNMA POOL #569801 6.000% 05/15/32	4.68	04/22/03	4.94	08/20/10	0.26
5.400	GNMA POOL #268331 8.500% 06/15/18	5.47	11/20/92	5.48	09/15/10	0.01
13.200	GNMA POOL #430294 7.000% 10/15/27	10.07	01/11/02	13.29	09/15/10	3.22
31.700	GNMA POOL #569801 6.000% 05/15/32	30.05	04/22/03	31.70	09/15/10	1.65
7.300	GNMA POOL #1684 8.000% 09/20/21	7.32	04/29/93	7.32	09/20/10	0.00
91	GNMA POOL #2728 6.000% 03/20/29	49.28	04/22/03	91.01	09/20/10	41.73
3.400	GNMA POOL #2796 7.000% 08/20/29	2.94	01/11/02	3.46	09/20/10	0.52
47.500	GNMA POOL #3150 6.500% 10/20/31	53.56	11/06/01	47.52	09/20/10	-6.04
95.400	GNMA POOL #3249 6.000% 06/20/32	95.93	05/30/02	95.45	09/20/10	-0.48
42.300	GNMA POOL #3260 6.000% 07/20/32	40.25	04/22/03	42.35	09/20/10	2.10
414.900	GNMA POOL #3474 6.000% 11/20/33	443.76	11/20/03	414.98	09/20/10	-28.78
33.700	GNMA POOL #3239 6.500% 05/20/32	37.06	05/30/02	33.71	09/22/10	-3.35
5.500	GNMA POOL #268331 8.500% 06/15/18	5.51	11/20/92	5.52	10/15/10	0.01
13.300	GNMA POOL #430294 7.000% 10/15/27	10.14	01/11/02	13.38	10/15/10	3.24
4.700	GNMA POOL #569801 6.000% 05/15/32	4.54	04/22/03	4.79	10/15/10	0.25
7.300	GNMA POOL #1684 8.000% 09/20/21	7.38	04/29/93	7.38	10/20/10	0.00
47.900	GNMA POOL #2728 6.000% 03/20/29	25.96	04/22/03	47.94	10/20/10	21.98
2.600	GNMA POOL #2796 7.000% 08/20/29	2.29	01/11/02	2.69	10/20/10	0.40
42.300	GNMA POOL #3150 6.500% 10/20/31	47.75	11/06/01	42.36	10/20/10	-5.39
49.300	GNMA POOL #3239 6.500% 05/20/32	54.30	05/30/02	49.39	10/20/10	-4.91
72.300	GNMA POOL #3249 6.000% 06/20/32	72.69	05/30/02	72.33	10/20/10	-0.36
36.200	GNMA POOL #3260 6.000% 07/20/32	34.48	04/22/03	36.28	10/20/10	1.80
345.500	GNMA POOL #3474 6.000% 11/20/33	369.48	11/20/03	345.52	10/20/10	-23.96
	Long-term TOTAL	$109,891.52		$110,012.41		$120.89

Statement #1

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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 Oct 1 ($)	Closing balance on Oct 29 ($)	Price per share on Oct 29 ($)	Average rate	Dividend/interest period	Days in period
Cash	118 36	0.00				
RMA GOVERNMENT PORTFOLIO	207,162.67	142,045.11	1.00	0.01%	Sep 24 to Oct 24	31
Total	**$207,281.03**	**$142,045.11**				

Equities

Common stock

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
AUTOMATIC DATA PROCESSNG INC Symbol: ADP Exchange: OTC EAI: $340 Current yield: 3.06%	Oct 12, 10	250.000	41.750	10,452.50	44.490	11,122.50	670.00	ST
CENOVUS ENERGY INC Symbol: CVE Exchange: NYSE EAI: $235 Current yield: 2.82%	Jun 23, 03	300.000	9 239	2,775.42	27.820	8,346.00	5,570.58	LT
COCA COLA CO COM Symbol: KO Exchange: NYSE EAI: $352 Current yield: 2.87%	Sep 30, 10	200.000	58.578	11,727.68	61.320	12,264.00	536.32	ST
CONOCOPHILLIPS Symbol: COP Exchange: NYSE EAI: $440 Current yield. 3.70%	Oct 19, 10	200 000	60 680	12,148.00	59.387	11,877.40	-270.60	ST
DU PONT DE NEMOURS Symbol. DD Exchange NYSE EAI: $328 Current yield: 3.47%	Sep 27, 10	200.000	45.409	9,093.84	47.280	9,456 00	362.16	ST
DUKE ENERGY HOLDING CORP NEW Symbol DUK Exchange NYSE EAI: $588 Current yield: 5 38%	Oct 19, 10	600.000	17 648	10,624 80	18.210	10,926 00	301 20	ST

continued next page

Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
ENCANA CORP Symbol: ECA Exchange: NYSE EAI: $240 Current yield: 2.83%	Jun 23, 03	300.000	9.810	2,947.08	28.220	8,466.00	5,518.92	LT
ENSCO INTL LTD SPON ADR Symbol: ESV Exchange: NYSE EAI: $145 Current yield: 1 56%	Apr 26, 10	200.000	51.438	10,299.60	46.340	9,268.00	-1,031.60	ST
EXXON MOBIL CORP Symbol: XOM Exchange: NYSE EAI: $528 Current yield: 2.65%	May 15, 01	300 000	44.500	13,438.70	66.490	19,947.00	6,508.30	LT
GENUINE PARTS CO Symbol: GPC Exchange: NYSE EAI: $328 Current yield: 3.43%	Oct 26, 10	200.000	47 608	9,533.60	47.860	9,572.00	38.40	ST
ILLINOIS TOOL WORKS INC Symbol: ITW Exchange: NYSE EAI: $544 Current yield: 2.98%	Oct 23, 95	400.000	14.437	5,823.15	45.680	18,272.00	12,448.85	LT
INTEL CORP Symbol: INTC Exchange: OTC EAI: $315 Current yield: 3.14%	Sep 27, 10	500 000	19 267	9,653.50	20.050	10,025.00	371.50	ST
JOHNSON & JOHNSON COM Symbol: JNJ Exchange: NYSE EAI: $432 Current yield: 3.39%	Feb 23, 07	200.000	64.218	12,855.70	63.740	12,748.00	-107.70	LT
LEUCADIA NATIONAL CORP Symbol: LUK Exchange: NYSE	Jan 31, 05	500.000	18.990	9,510.00	25.420	12,710.00	3,200.00	LT
LOCKHEED MARTIN CORP Symbol: LMT Exchange: NYSE EAI: $450 Current yield: 4.21%	Sep 27, 10	150.000	72.518	10,886.70	71.290	10,693.50	-193.20	ST
MEDCO HEALTH SOLUTIONS INC Symbol: MHS Exchange: NYSE	Mar 27, 95	48.000	4.809	234 55	52.530	2,521 44	2,286.89	LT
MICROSOFT CORP Symbol: MSFT Exchange: OTC EAI: $256 Current yield: 2.40%	Apr 19, 10	400.000	30.937	12,399.00	26.665	10,666.00	-1,733.00	ST
NORFOLK STHN CORP Symbol: NSC Exchange: NYSE EAI: $432 Current yield. 2.34%	Feb 3, 05	300.000	34.790	10,455.00	61.490	18,447.00	7,992.00	LT

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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 Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
NOVARTIS AG SPON ADR Symbol: NVS Exchange: NYSE EAI: $331 Current yield. 2.86%	Sep 28, 10	200.000	57.990	11,610.00	57.950	11,590.00	-20.00	ST
PROCTER & GAMBLE CO Symbol. PG Exchange· NYSE EAI: $771 Current yield· 3.03%		400.000	---This information was unavailable---		63 570	25,428.00		
THERMO FISHER SCIENTIFIC INC Symbol· TMO Exchange: NYSE	Apr 26, 10	200.000	54.048	10,821 60	51.420	10,284.00	-537.60	ST
Total				**$187,290.42**		**$254,629.84**	**$41,911.42**	

Total estimated annual income: $7,055

Closed end funds & Exchange traded products

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
UTILITIES SECTOR SPDR TRUST SHS Symbol. XLU Exchange: NYSE EAI: $381 Current yield: 4.00%	Dec 23, 09	300.000	31.217	9,383.33	31.720	9,516.00	132 67	ST
VANGUARD SECTOR INDEX FD INFORMATION TECH ETF Symbol: VGT Exchange: NYSE EAI: $50 Current yield: 0.42%	Apr 26, 10	200.000	59.306	11,873.20	59.160	11,832.00	-41.20	ST
VANGUARD INTL EQUITY INDEX FD EMERGING MARKETS ETF Symbol: VWO Exchange: NYSE EAI: $109 Current yield: 1.16%	Apr 26, 10	200.000	43 048	8,621.60	46.870	9,374 00	752.40	ST
Total				**$29,878.13**		**$30,722.00**	**$843.87**	

Total estimated annual income: $540

Your assets (continued)

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been adjusted for accreted original issue discount (OID). If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
CONOCOPHILLIPS MW+15BP RATE 04.750% MATURES 10/15/12 ACCRUED INTEREST $92.36 CUSIP 20825CAE4 Moody: A1 S&P: A EAI: $2,375 Current yield: 4.40%	Jan 22, 10	50,000 000	108.820	54,410.00	108.064	54,032.00	-378.00	ST
HEWLETT PACKARD CO NTS CALL@M/W+25BPS RATE 04 500% MATURES 03/01/13 ACCRUED INTEREST $362.50 CUSIP 428236AQ6 Moody: A2 S&P: A EAI: $2,250 Current yield. 4.16%	Jan 22, 10	50,000.000	107.402	53,701.00	108.257	54,128 50	427.50	ST
AT&T INC NTS MW+45BP RATE 04.850% MATURES 02/15/14 ACCRUED INTEREST $498.47 CUSIP 00206RAQ5 Moody: A2 S&P: A EAI: $2,425 Current yield: 4.38%	Jan 22, 10	50,000.000	108.424	54,212 00	110.854	55,427.00	1,215.00	ST
BAXTER INTL INC MW +35BPS RATE 04.000% MATURES 03/01/14 ACCRUED INTEREST $322.22 CUSIP 071813AZ2 Moody: A3 S&P: A+ EAI: $2,000 Current yield: 3.65%	Jan 27, 10	50,000.000	105.673	52,836.50	109.478	54,739.00	1,902.50	ST

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Your assets › Fixed income › Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
CHEVRON CORP NTS B/E OBP RATE 03.950% MATURES 03/03/14 ACCRUED INTEREST $258.06 CUSIP 166751AH0 Moody: Aa1 S&P: AA EAI: $1,659 Current yield: 3.60%	Jan 27, 10	42,000.000	105.767	44,422.14	109.682	46,066.44	1,644.30	ST
COCA-COLA ENTERPRISES OBP NTS B/E RATE 04.250% MATURES 03/01/15 ACCRUED INTEREST $136.94 CUSIP 1912198VS Moody: A3 S&P: A+ EAI: $850 Current yield: 3.83%	Jan 27, 10	20,000 000	106.739	21,347.80	111.080	22,216.00	868.20	ST
PRAXAIR INC CALL@M-W T+25BP RATE 04.625% MATURES 03/30/15 ACCRUED INTEREST $186 28 CUSIP-74005PARS Moody: A2 S&P: A EAI: $2,313 Current yield: 4.11%	Jan 27, 10	50,000.000	109.462	54,731.00	112.515	56,257.50	1,526.50	ST
Total		$312,000.000		$335,660.44		$342,866.44	$7,206.00	

Total accrued interest: $1,856.83

Total estimated annual income: $13,872

Your assets › Fixed income (continued)

Asset backed securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values Actual market values may vary and thus gains/losses may not be accurately reflected. The cost basis for asset backed securities has been adjusted automatically for return of principal payments and if issued at a discount, accreted original issue discount (OID).

Holding	Trade date	Total face value at maturity ($)	Purchase price($)	Adjusted cost basis ($)	Price on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
GNMA PL 268331X RATE 08.5000% MATURES 06/15/18 CURRENT PAR VALUE 647 ACCRUED INTEREST $4.27 CUSIP 362196A80 EAI: $55 Current yield: 8.40%		125,000.000	—This information was unavailable—		101.163	654.52		
GNMA PL 001684M RATE 08.0000% MATURES 09/20/21 CURRENT PAR VALUE 827 ACCRUED INTEREST $5.14 CUSIP 36202B2R5 EAI: $66 Current yield: 6.85%		50,000.000	—This information was unavailable—		116.772	965.70		
GNMA PL 430294X RATE 07.0000% MATURES 10/15/27 CURRENT PAR VALUE 4,683 ACCRUED INTEREST $25 49 CUSIP 36207E7F5 EAI: $328 Current yield: 6.05%	Jan 11, 02	100,000.000	103 250	4,835.47	115.704	5,418 41	582.94	LT
GNMA PL 002728M RATE 06.0000% MATURES 03/20/29 CURRENT PAR VALUE 4,922 ACCRUED INTEREST $22.96 CUSIP 36202DA50 EAI: $295 Current yield: 5.43%	Apr 22, 03	100,000.000	105.000	5,167 84	110.516	5,439.59	271.75	LT
GNMA PL 002796M RATE 07.0000% MATURES 08/20/29 CURRENT PAR VALUE 283 ACCRUED INTEREST $1.53 CUSIP 36202DC90 EAI: $20 Current yield: 6 16%	Jan 11, 02	15,000.000	103.250	291 69	113.709	321.79	30 10	LT

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Your assets › Fixed income › Asset backed securities *(continued)*

Holding	Trade date	Total face value at maturity ($)	Purchase price($)	Adjusted cost basis ($)	Price on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
GNMA PL 003150M RATE 06.5000% MATURES 10/20/31 CURRENT PAR VALUE 2,795 ACCRUED INTEREST $14.12 CUSIP 36202DQB0 EAI: $182 Current yield: 5.75%	Nov 06, 01	100,000.000	105.125	2,938.16	112.968	3,157.45	219 29	LT
GNMA PL 569801X RATE 06.0000% MATURES 05/15/32 CURRENT PAR VALUE 2,067 ACCRUED INTEREST $9.64 CUSIP 36200RAA0 EAI: $124 Current yield: 5.41%	Apr 22, 03	25,000.000	105 000	2,170.34	110.933	2,292.98	122.64	LT
GNMA PL 003239M RATE 06.5000% MATURES 05/20/32 CURRENT PAR VALUE 1,750 ACCRUED INTEREST $8 84 CUSIP 36202DS44 EAI: $114 Current yield: 5 78%	May 30, 02	50,097.000	102.200	1,788.69	112.419	1,967.33	178.64	LT
GNMA PL 003249M RATE 06.0000% MATURES 06/20/32 CURRENT PAR VALUE 3,982 ACCRUED INTEREST $18.58 CUSIP 36202DTE1 EAI: $239 Current yield: 5.42%	May 30, 02	50,000.000	100.500	4,002.24	110.772	4,410.94	408.70	LT
GNMA PL 003260M RATE 06.0000% MATURES 07/20/32 CURRENT PAR VALUE 1,977 ACCRUED INTEREST $9.22 CUSIP 36202DTR2 EAI: $119 Current yield: 5.42%	Apr 22, 03	25,000.000	104 250	2,061 17	110 772	2,189.96	128.79	LT
GNMA PL 003474M RATE 06.0000% MATURES 11/20/33 CURRENT PAR VALUE 19,280 ACCRUED INTEREST $89 97 CUSIP 36202D2F7 EAI $1,157 Current yield 5.42%	Nov 12, 03	100,000 000	104 000	20,051.00	110.726	21,347.97	1,296.97	LT

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Your assets › Fixed income › Asset backed securities (continued)

Holding	Trade date	Total face value at maturity ($)	Purchase price($)	Adjusted cost basis ($)	Price on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
Total		$740,097.000		$43,306.60		$48,166.64	$3,239.82	

Total accrued interest: $209.76

Total estimated annual income: $2,699

Closed end funds & Exchange traded products

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
ABERDEEN GLOBAL INCOME FUND INC Symbol: FCO Exchange. AMEX EAI: $3,360 Current yield: 6.72%	Jun 16, 03	4,000.000	12 050	48,400.00	12.500	50,000.00	1,600.00	LT

Government securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected Cost basis has been adjusted for accreted original issue discount (OID). If you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization.

Holding	Trade date	Total face value at maturity ($)	Purchase price ($)	Cost basis ($)	Price on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
U S TREASURY NOTE RATE 4.5000% MATURES 11/15/10 ACCRUED INTEREST $2,042.12 EAI: $2,250 Current yield: 4 49%	Sep 14, 06	100,000.000	99.367	99,367.19	100.160	100,160.00	792.81	LT
U S TREASURY NOTE RATE 0.6250% MATURES 06/30/12 ACCRUED INTEREST $308.25 EAI: $938 Current yield: 0.62%	Jun 29, 10	150,000 000	100 062	150,093.75	100.496	150,744.00	650.25	ST
U S TREASURY NOTE RATE 1.3750% MATURES 03/15/13 ACCRUED INTEREST $250.69 EAI: $2,063 Current yield: 1.34%	Mar 24, 10	150,000.000	99.281	148,921.88	102.266	153,399.00	4,477 12	ST
Total		$400,000.000		$398,382.82		$404,303.00	$5,920.18	

Total accrued interest: $2,601.06

Total estimated annual income: $5,251

Your assets (continued)

Broad commodities

Closed end funds & Exchange traded products

Holding	Trade date	Number of shares	Purchase price per share ($)	Cost basis ($)	Price per share on Oct 29 ($)	Value on Oct 29 ($)	Unrealized gain or loss ($)	Holding period
SPDR GOLD TRUST Symbol: GLD Exchange: NYSE	Dec 23, 09	100.000	106 608	10,666.80	132.620	13,262.00	2,595.20	ST

Your total assets

		Value on Oct 29 ($)	Percentage of your account	Cost basis ($)	Estimated annual income ($)	Unrealized gain or loss ($)
Cash	**Cash and money balances**	142,045.11	11.01%	142,045.11		
Equities	* Common stock	254,629.84		187,290.42	7,055.00	41,911.42
	Closed end funds & Exchange traded products	30,722.00		29,878.13	540.00	843 87
	Total equities	285,351.84	22.11%	217,168.55	7,595.00	42,755.29
Fixed income	Corporate bonds and notes	342,866.44		335,660.44	13,872 00	7,206.00
	* Asset backed securities	48,166.64		43,306.60	2,699.00	3,239 82
	Closed end funds & Exchange traded products	50,000.00		48,400.00	3,360.00	1,600.00
	Government securities	404,303.00		398,382.82	5,251.00	5,920.18
	Total accrued interest	4,667.65				
	Total fixed income	850,003.73	65.85%	825,749.86	25,182.00	17,966.00
Broad commodities	Closed end funds & Exchange traded products	13,262.00	1.03%	10,666.80		2,595.20
Total		**$1,290,662.68**	**100.00%**	**$1,195,630.32**	**$32,777.00**	**$63,316.49**

* Missing cost basis information.

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print

File by the extended due date for filing your return. See instructions.

Name of exempt organization: The Bennie & Martha Benjamin Foundation, Inc

Employer identification number: 13-3555717

Number, street, and room or suite no. If a P.O. box, see instructions.: c/o David A Beale,355 NE 5th Avenue, No. 1

City, town or post office, state, and ZIP code. For a foreign address, see instructions.: Delray Beach, FL 33483

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ David A Beale - 355 NE 5th Avenue #1 - Delray Beach, FL 33483

  Telephone No. ▶ 561-243-1477 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 is for.

4 I request an additional 3-month extension of time until September 15, 2011.

5 For calendar year ______, or other tax year beginning NOV 1, 2009, and ending OCT 31, 2010.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

Certain required information that is needed for a complete and accurate income tax return is still not on hand.

8a	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.	8a	$	3,197.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$	1,607.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$	1,590.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature ▶ Title ▶ Date ▶ 5/23/11

M 5/23/11

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ ☒

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Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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