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CISFB859RK

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

2010

For calendar year 2010, or tax year beginning , and ending

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

Name of foundation

Julius Fleischman Foundation, Inc.

Number and street (or P.O. box number if mail is not delivered to street address)

2901 Branch Avenue, S.E.

City or town, state, and ZIP code

Washington

DC

20020

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,349,513
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis.)

A Employer identification number

02-0565065

B Telephone number (see page 10 of the instructions)

(703) 620-2600

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 ▶ ☐**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)
Revenue				
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	29,449	29,449		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	25,684			
b Gross sales price for all assets on line 6a 576,469				
7 Capital gain net income (from Part IV, line 2)		25,687		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	322	322		
12 Total. Add lines 1 through 11	55,455	55,458		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	127			127
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	325			125
24 Total operating and administrative expenses. Add lines 13 through 23	452			252
25 Contributions, gifts, grants paid	5,000			5,000
26 Total expenses and disbursements. Add lines 24 and 25	5,452			5,252
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	50,003			
b Net investment income (if negative, enter -0-)		55,458		
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions.

(HTA)

Form 990-PF (2010)

9-14 20

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	1,244,853	151,724	151,724
	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 15 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)		1,108,517	1,155,429
	c Investments—corporate bonds (attach schedule)		45,369	42,360
	11 Investments—land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)				
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)	1,244,853	1,305,610	1,349,513	
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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,244,853	1,305,610	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances (see page 17 of the instructions)	1,244,853	1,305,610		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,244,853	1,305,610		

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	1,244,853
2 Enter amount from Part I, line 27a	2	50,003
3 Other increases not included in line 2 (itemize) ▶ Non-dividend distributions	3	12,275
4 Add lines 1, 2, and 3	4	1,307,131
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,521
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,305,610

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 Capital Gains Distributions		P	Various	Various
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 574,969		550,782	24,187	
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))	
(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			24,187	
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	25,687	
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.

(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))
2009	101,009	1,264,792	0.079862
2008	3,518	2,802,183	0.001255
2007	233,302	1,333,135	0.175003
2006	123,413	1,439,969	0.085705
2005	72,270	1,412,975	0.051147
2 Total of line 1, column (d)			2 0.392972
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 0.078594
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 831,556
5 Multiply line 4 by line 3			5 65,355
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 555
7 Add lines 5 and 6			7 65,910
8 Enter qualifying distributions from Part XII, line 4			8 5,252

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.

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

1 a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	1,109
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	
3	Add lines 1 and 2	3	1,109
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,109
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8858)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	28
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,137
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ _____ (2) On foundation managers. \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <u>DC</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation		X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► Julius Fleischman Telephone no. ► (202) 583-5477			
Located at ► 2901 Branch Avenue, SE Washington DC ZIP+4 ► 20020				
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				X

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 22 of the instructions)?	1b	N/A
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
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 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ► 20 20 20 20			
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 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 20 20 20		
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 2010 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 2010.)	3b	N/A
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 2010?	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)?**5b**

N/A

Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☐ No

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?**7b****Part VII 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
Julius Fleischman 2901 Branch Avenue, SE Washington DC 2002	President 4.00	0		
Linda Davis 7605 Mendota Place Springfield VA 22150	Director 2.00	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

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 24 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	598,895
b	Average of monthly cash balances	1b	245,324
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	844,219
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	
3	Subtract line 2 from line 1d	3	844,219
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	12,663
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	831,556
6	Minimum investment return. Enter 5% of line 5	6	41,578

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	41,578
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,109
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,109
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	40,469
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	40,469
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	40,469

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	5,252
b	Program-related investments—total from Part IX-B	1b	
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	5,252
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,252

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				40,469
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007	41,170			
d From 2008				
e From 2009	40,121			
f Total of lines 3a through e	81,291			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 5,252				
a Applied to 2009, 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 2010 distributable amount				5,252
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2010	35,217			35,217
(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:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	46,074			
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 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				
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 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	46,074			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007	5,953			
c Excess from 2008				
d Excess from 2009	40,121			
e Excess from 2010				

MAR 01 2011

Part XIV Private Operating Foundations (see page 27 of the 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 2010, 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)

		Prior 3 years				(e) Total
		(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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).)
- 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.
- 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.

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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 <i>Paid during the year</i> Guide Dog Foundation 371 East Jerico Turnpike Smithtown NY 11787	None	501(c)(3)	General Support	5,000
Total			▶ 3a	5,000
b <i>Approved for future payment</i>				
Total			▶ 3b	4B 015

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

- | 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? | | Yes | No |
|---|--|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | | | X |
| (2) Other assets | | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | | | X |
| (2) Purchases of assets from a noncharitable exempt organization | | | X |
| (3) Rental of facilities, equipment, or other assets | | | X |
| (4) Reimbursement arrangements | | | X |
| (5) Loans or loan guarantees | | | X |
| (6) Performance of services or membership or fundraising solicitations | | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | | 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. | | | |

[illegible]

- 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

**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 _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☒ if self-employed

PTIN

Scott Webb, CPA, CFP

11/9/2011

P00025968

Firm's name ► Webb Financial Services, PLLC

Firm's EIN ► 30-0126548

Firm's address ► 12844 Parapet Way, Oak Hill, VA 20171

Phone no. (703) 620-2600

CIS CASE-DO NOT CORRESPOND FOR SIGNATURE

Form 990-PF (2010)

048,015

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

[illegible]

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Line 11 (990-PF) - Other Income

		322	322	322
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Partnership K-1	322	322	
2				
3				
4				
5				
6				
7				
8				
9				
10				

Line 18 (990-PF) - Taxes

		127	127	127	127
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Real estate tax not included in line 20				
2	Tax on investment income	127			127
3	Income tax				
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization. See attached statement				
2	State registration fee	185			
3	Registered agent fee	125			125
4	Bank wire fee	15			
5					
6					
7					
8					
9					
10					

048.015

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		1,108,517		1,155,429	
	Description	Num. Shares/ Face Value	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	See Attached			1,108,517	1,155,429
2					
3					
4					
5					
6					
7					
8					
9					
10					

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	See Attached						
2							
3							
4							
5							
6							
7							
8							
9							
10							
					45,369		42,360
					45,369		42,360

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Part III (990-PF) - Changes in Net Assets or Fund Balances**Line 3 - Other increases not included in Part III, Line 2**

1 Non-dividend distributions	1	12,275
2 Total	2	12,275

Line 5 - Decreases not included in Part III, Line 2

1 Prior year federal tax payment	1	1,173
2 Non-cash publicly traded partnership K-1 pass-through income	2	348
3 Total	3	1,521

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

		Amount		Totals		574,988		550,782		24,187		24,187	
Long Term CG Distributions		1,500											
Short Term CG Distributions													
	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.M.V. as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis or Losses
1	Capital Gains Distributions		P	Various	Various	574,989		550,782	24,187				24,187
2													
3													
4													
5													
6													
7													
8													
9													
10													

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Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney GeneralDid the foundation furnish a copy of Form 990-PF to the State Attorney General? ☐ Yes ☒ No

If "No", please provide an explanation:

The District of Columbia's Office of the Attorney General does not require the filing of the 990-PF with their office.

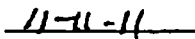
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Elections

Election for Treatment of Unused Prior Year Corpus Distributions

Pursuant to IRC Section 4942(g)(3) and Reg. 53.4942(a)-3(c)(2)(iv), the Foundation elects to treat unused prior tax year's distributions that were treated as corpus distributions as distributions from corpus in the current tax year.



Officer Signature

Title

048.015

Realized Capital Gains/Losses

2010

CUSIP/Security Description	Quantity	Date Acquired	Date Sold	Sale Proceeds	Original Cost Basis	Adj/Avg Cost Basis	Gain/Loss Orig. Cost	Gain/Loss Adj/Avg Cost
SHORT TERM GAIN/LOSS								
001055102/AFLAC INCORPORATED	500.00	04/29/10	12/07/10	26,645.32	25,977.52	0.00	667.80	0.00
092524107/BLACKROCK INTERNATIONAL GRWTH	1000.00	03/08/10	10/21/10	10,376.01	12,277.77	0.00	(1,901.76)	0.00
1000.00	03/08/10	12/07/10	10,621.28	12,277.77	0.00	0.00	(1,656.49)	0.00
Security total:				20,997.29	24,555.54	0.00	(3,558.25)	0.00
314195108/FEDERATED HIGH INCOME BOND	6657.79	02/18/10	11/16/10	50,332.89	50,000.00	49,999.99	332.89	332.89
345370860/FORD MTR COMPANY DEL COM PAF	3000.00	02/23/10	09/15/10	34,955.16	34,433.20	0.00	522.96	0.00
2000.00	02/23/10	11/16/10	32,738.63	22,955.47	0.00	0.00	9,783.16	0.00
Security total:				67,694.79	57,388.67	0.00	10,306.12	0.00
359062108/FRONTIER COMMUNICATIONS	2000.00	07/08/10	11/11/10	17,887.34	14,969.77	0.00	2,917.57	0.00
362357101/GABELLI EQUITY TR INCORPORATED	5000.00	02/18/10	09/15/10	23,468.60	24,601.98	0.00	(1,133.38)	0.00
5000.00	02/18/10	12/22/10	28,531.27	24,601.97	0.00	0.00	3,929.30	0.00
Security total:				51,999.87	49,203.95	0.00	2,795.92	0.00
3623E0209/GT SOLAR INTERNATIONAL	1000.00	03/09/10	05/21/10	5,381.72	4,854.95	0.00	526.77	0.00
368802104/GENERAL AMERN INVS	1000.00	02/19/10	09/15/10	23,136.33	23,546.52	0.00	(410.19)	0.00
382450603/GOODRICH PETROLEUM CORPORATION	500.00	03/01/10	10/21/10	15,862.44	20,364.28	0.00	(4,501.84)	0.00

Realized Capital Gains/Losses

(continued)

CUSIP/Security Description	Quantity	Date Acquired	Date Sold	Sale Proceeds	Original Cost Basis	Adj/Avg Cost Basis	Gain/Loss Orig. Cost	Gain/Loss Adj/Avg Cost
SHORT TERM GAIN/LOSS								
427825104/HERSHA HOSPITALITY TR	1000.00	03/19/10	04/19/10	4,919.32	4,254.95	0.00	664.37	0.00
466313103/JABIL CIRCUIT INCORPORATED	3000.00	06/14/10	12/07/10	50,491.95	40,679.30	0.00	9,812.65	0.00
517942108/LASALLE HOTEL PTYS COM SH BEN	1000.00	03/02/10	04/19/10	22,590.91	18,504.95	0.00	4,085.96	0.00
574599106/MASCO CORPORATION	1000.00	09/15/10	10/27/10	10,394.25	11,196.18	0.00	(801.93)	0.00
1000.00	04/28/10	10/27/10	10,394.25	16,720.57	0.00	0.00	(6,326.32)	0.00
Security total:				20,788.50	27,916.75	0.00	(7,128.25)	0.00
67074C103/NUVEEN BUILD AMER BD FD	1000.00	04/27/10	11/16/10	17,929.45	20,004.95	0.00	(2,075.50)	0.00
73935X815/POWERSHARES ETF TRUST	500.00	04/23/10	09/15/10	10,872.83	11,069.67	0.00	(196.84)	0.00
74460D182/PUBLIC STORAGE 6.875% PERPETUA	1000.00	04/07/10	09/15/10	25,324.81	25,004.95	0.00	319.86	0.00
78463V107/SPDR GOLD TR	500.00	02/23/10	05/21/10	57,214.57	54,469.90	0.00	2,744.67	0.00
86183Q100/STONEMOR PARTNERS L P	500.00	09/17/10	11/16/10	14,523.46	12,004.95	0.00	2,518.51	0.00
87611X105/TARGA RESOURCES PARTNERS LP	500.00	04/09/10	09/15/10	13,379.02	13,754.95	0.00	(375.93)	0.00
903846303/ULTA SALON COSMETICS & FRAG	100.00	06/11/10	09/15/10	2,721.10	2,229.95	0.00	491.15	0.00

Julian Fleischer - Financial Inc. 02-08-2010

Raymond James & Associates, Inc.

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Account 52810109

Realized Capital Gains/Losses

(continued)

2010

CUSIP/Security Description	Quantity	Date Acquired	Date Sold	Sale Proceeds	Original Cost Basis	Adj/Avg Cost Basis	Gain/Loss Orig. Cost	Gain/Loss Adj/Avg Cost
SHORT TERM GAIN/LOSS								
95766M105/WESTERN ASST MINING MUN FD	1000.00	02/19/10	11/16/10	11,312.28	12,817.40	0.00	(1,505.12)	0.00
989834106/ZWEIG FD	3000.00	03/16/10	10/21/10	9,254.52	10,633.70	0.00	(1,379.18)	0.00
2000 00	03/16/10	12/07/10	6,406.75	7,089.14	0.00	0.00	(682.39)	0.00
Security total:			15,661.27	17,722.84	0.00	0.00	(2,061.57)	0.00
Y8565J101/TEEKAY OFFSHORE PARTNERS L P	1000.00	03/17/10	12/07/10	27,301.16	15,484.95	0.00	7,816.21	0.00
Sub-total short term gain/loss:				574,968.62	550,781.66	49,999.99	24,186.96	132.89
Grand total gains/losses:				574,968.62	550,781.66	49,999.99	24,186.96	132.89

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RAYMOND JAMES

February 12 to December 31, 2010

Account # 52810109

Important Messages (Continued)

- Unsettled Trades:
 - Buy 600,000 BIOMED REALTY TRUST INCORPORATED REIT (BMR) at \$18.508, amounting to \$(11,374.26), for settlement on 01/04/2011
 - Buy 5,000,000 MOTOROLA INCORPORATED (MOT) at \$8.998, amounting to \$(45,681.31), for settlement on 01/04/2011
 - Buy 5,000,000 CITIGROUP INCORPORATED (C) at \$4.758, amounting to \$(24,370.61), for settlement on 01/04/2011

Your Portfolio

For more information,
visit raymondjames.com/investoraccess

	Quantity	Price	Value	Gain or (Loss)	Estimated Annual Income
Cash & Equivalents					
Eagle Class-JPMorgan Prime Money Market Fund (JPEXX) 0.03%	151,723.940	\$1.000	\$151,723.94		\$45.52
Cash & Equivalents Total			\$151,723.94		\$45.52
Equities					
BANK OF AMERICA CORPORATION (BAC)	2,000.000	\$13.340	\$26,680.00	\$(5,544.37)	\$80.00
BERKSHIRE HATHAWAY INCORPORATED DEL CLASS B NEW (BRK.B)	1,000.000	\$80.110	\$80,110.00	\$3,411.35	
BIOMED REALTY TRUST INCORPORATED REIT (BMR)	400.000	\$18.650	\$7,460.00	\$500.10	\$272.00
BOEING COMPANY (BA)	500.000	\$65.260	\$32,630.00	\$(1,108.54)	\$840.00
CINEMARK HOLDINGS INCORPORATED (CNK)	1,000.000	\$17.240	\$17,240.00	\$1,572.60	\$840.00
ENTERPRISE PRODUCTS PARTNERS L P (EPD)	1,000.000	\$41.610	\$41,610.00	\$3,200.10	\$2,330.00
GOLDMAN SACHS GROUP INCORPORATED (GS)	700.000	\$168.160	\$117,712.00	\$10,322.10	\$980.00
HEALTH CARE REIT INCORPORATED REIT (HCN)	300.000	\$47.640	\$14,292.00	\$1,162.05	\$828.00
LINN ENERGY LLC UNIT LTD LIAB (LINE)	1,200.000	\$37.490	\$44,988.00	\$6,274.09	\$3,168.00
MICRON TECHNOLOGY INCORPORATED (MU)	10,000.000	\$8.020	\$80,200.00	\$(5,371.86)	
NATIONAL OILWELL VARCO INCORPORATED (NOV)	1,000.000	\$67.250	\$67,250.00	\$4,262.35	\$440.00

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RAYMOND JAMES

February 12 to December 31, 2010
Account # 52810109

Your Portfolio (continued)

	Quantity	Price	Value	Gain or (Loss)	Estimated Annual Income
Equities (continued)					
NEW YORK CMNTY BANCORP INCORPORATED (NYB)	2,000.000	\$18.850	\$37,700.00	\$4,059.31	\$2,000.00
REALTY INCOME CORPORATION REIT (O)	200.000	\$34.200	\$6,840.00	\$155.05	\$348.20
Equities Total			\$574,712.00	\$22,894.33	\$12,124.20
Mutual Funds					
BLACKROCK ENHANCED DIV ACHV TR (BDJ)	2,000.000	\$8.700	\$17,400.00	\$(907.48)	\$1,960.00
BLACKROCK INTERNATIONAL GRWTH & INC TR COM BENE INTER (BGY)	1,000.000	\$10.170	\$10,170.00	\$232.61	\$1,360.00
CLAYMORE/GUGGENHEIM STR OPP FD COM SBI (GOF)	1,500.000	\$19.910	\$29,865.00	\$3,308.21	\$2,772.00
DELAWARE INVTS DIV & INCOME FD (DOF)	2,000.000	\$7.789	\$15,578.00	\$468.03	\$1,380.00
DELAWARE ENHANCED GBL DIV & IN (DEX)	3,000.000	\$12.400	\$37,200.00	\$1,895.40	\$3,690.00
EUROPACIFIC GROWTH FUND CLASS A - AMERICAN FUNDS M/F (AEPGX)	1,374.243	\$41.370	\$56,852.43	\$6,852.43 ^B	\$783.32
FEDERATED ULTRASHORT BOND FUND CLASS A M/F (FULAX)	5,434.783	\$9.200	\$50,000.00	\$0.00 ^B	\$815.22
FLAHERTY & CRMN/CLYMR PREFERRED SEC COM SHS (FFC)	1,000.000	\$16.210	\$16,210.00	\$1,354.41	\$1,560.00
FRANKLIN TEMPLETON LIMITED DUR INCORPORATED (FTF)	3,000.000	\$13.100	\$39,300.00	\$1,808.98	\$2,988.00
GABELLI EQUITY TR INCORPORATED (GAB)	7,000.000	\$5.670	\$39,690.00	\$2,770.55	\$4,760.00
INVESTMENT COMPANY OF AMERICA CLASS A - AMERICAN FUNDS M/F (AIVSX)	1,966.831	\$28.160	\$55,385.96	\$5,385.96 ^B	\$1,022.75
ISHARES SILVER TRUST ISHARES (SLV)	500.000	\$30.180	\$15,090.00	\$1,672.96	

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RAYMOND JAMES

February 12 to December 31, 2010

Account # 52810109

Your Portfolio (continued)

	Quantity	Price	Value	Gain or (Loss)	Estimated Annual Income
Mutual Funds (continued)					
PIMCO TOTAL RETURN FUND CLASS A M/F (PTTAX)	8,865.248	\$10.850	\$96,187.94	\$(3,812.06) ^B	\$2,686.17
PIMCO REAL RETURN FUND CLASS A M/F (PRTNX)	4,448.399	\$11.360	\$50,533.81	\$533.81 ^B	\$694.13
POWERSHARES ETF DWA TECHNICAL LEADERS (PDP)	1,000.000	\$23.510	\$23,510.00	\$1,261.45	\$56.00
SPDR GOLD TR GOLD SHS (GLD)	200.000	\$138.720	\$27,744.00	\$1,192.81	
Mutual Funds Total			\$580,717.14	\$24,016.07	\$26,727.59
Fixed Income					
GOLDMAN SACHS GROUP, INC SENIOR UNSECURED NOTES 6.125% DUE 11/01/2060 Callable 11/01/2015 (38145X111) Moody's/S&P A1 / A	1,000.000	\$23.150	\$23,150.00	\$(1,854.95)	\$1,531.00
GOODRICH PETROLEUM CORPORATION PFD B CV PERP CUMULATIVE 5.375% (382410803) Moody's/S&P Not Rated	500.000	\$38.420	\$19,210.00	\$(1,154.27)	\$1,344.00
Fixed Income Total			\$42,360.00	\$(3,009.22)	\$2,875.00
Portfolio Total			\$1,349,513.08	\$43,903.18	\$41,772.31

^B Please see Cost Basis on the Understanding Your Statement page.

52810109-94-1 31/01/2000

