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Form 990-PF

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

2010

Department of the Treasury Internal Revenue Service

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

For calendar year 2010, or tax year beginning 01-01-2010, and ending 12-31-2010

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

Name of foundation: THE ELLEN AND GARY DAVIS FOUNDATION. Employer identification number: 06-1357318. Telephone number: (203) 324-8440. City: GREENWICH, CT 06831. Accounting method: Cash. Fair market value: \$ 5,712,104.

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))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing						
	2 Savings and temporary cash investments	713,295	584,409	584,409			
	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						
	10a Investments—U S and state government obligations (attach schedule)						
	b Investments—corporate stock (attach schedule)	3,940,340 <input type="checkbox"/>	3,851,736	4,392,167			
	c Investments—corporate bonds (attach schedule)	0 <input type="checkbox"/>	194,500	206,380			
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
	12 Investments—mortgage loans						
	13 Investments—other (attach schedule)	0 <input type="checkbox"/>	499,894	520,274			
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____						
15 Other assets (describe ▶ _____)	<input type="checkbox"/> 536,697 <input type="checkbox"/>	<input type="checkbox"/> 8,874 <input type="checkbox"/>	<input type="checkbox"/> 8,874 <input type="checkbox"/>				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,190,332	5,139,413	5,712,104				
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 ▶ _____)	<input type="checkbox"/> 0 <input type="checkbox"/>	<input type="checkbox"/> 237 <input type="checkbox"/>					
23 Total liabilities (add lines 17 through 22)	0	237					
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	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	5,190,332	5,139,176				
30 Total net assets or fund balances (see page 17 of the instructions)	5,190,332	5,139,176					
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	5,190,332	5,139,413					

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	5,190,332
2	Enter amount from Part I, line 27a	2	-51,156
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	5,139,176
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	5,139,176

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 Additional Data Table			
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	See Additional Data Table			
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
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	201,169
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	672,655	4,831,556	0.139221
2008	963,071	6,428,376	0.149816
2007	1,157,472	7,120,553	0.162554
2006	897,848	6,285,843	0.142837
2005	886,494	5,410,315	0.163853
2	Total of line 1, column (d).		2 0.758281
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 0.151656
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.		4 5,263,655
5	Multiply line 4 by line 3.		5 798,265
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 3,633
7	Add lines 5 and 6.		7 801,898
8	Enter qualifying distributions from Part XII, line 4.		8 408,033

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	7,265
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	7,265
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	7,265
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	7,200
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	3,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	10,200
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,935
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ▶ 2,935 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?		No
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)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ <u>0</u> (2) On foundation managers ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ CT _____		
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? <i>If "No," attach explanation .</i>	Yes	
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)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		No

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		No
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14 The books are in care of GARY DAVIS Telephone no (203) 324-8440 Located at 45 PECKSLAND RD GREENWICH CT ZIP+4 06831			
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		<input type="checkbox"/>
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		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.

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

		Yes	No
File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c		No
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 20 of the instructions).	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 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.</i>)	3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b	
6b	No	
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 (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
GARY DAVIS 45 PECKSLAND ROAD GREENWICH, CT 06831	TRUSTEE 1 00	0	0	0
ELLEN DAVIS 45 PECKSLAND ROAD GREENWICH, CT 06831	TRUSTEE 1 00	0	0	0
RICHARD J BRONSTEIN PAUL WEISS RIFKIND WHARTON 1285 AVE OF THE AMERICAS NEW YORK, NY 10019	TRUSTEE 0 00	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000. <input type="checkbox"/>				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 (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. **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 _____	
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 _____	
2 _____	
3 All other program-related investments. See page 24 of the instructions _____	

Total. Add lines 1 through 3. **0**

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	4,303,158
b	Average of monthly cash balances.	1b	506,089
c	Fair market value of all other assets (see page 24 of the instructions).	1c	534,565
d	Total (add lines 1a, b, and c).	1d	5,343,812
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	5,343,812
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	80,157
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,263,655
6	Minimum investment return. Enter 5% of line 5.	6	263,183

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	263,183
2a	Tax on investment income for 2010 from Part VI, line 5.	2a	7,265
b	Income tax for 2010 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,265
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	255,918
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	255,918
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	255,918

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	408,033
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	408,033
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	408,033

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				255,918
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005.				634,588
b From 2006.				591,949
c From 2007.				817,643
d From 2008.				651,667
e From 2009.				437,905
f Total of lines 3a through e.	3,133,752			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <u>408,033</u>				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2010 distributable amount.				255,918
e Remaining amount distributed out of corpus	152,115			
5 Excess distributions carryover applied to 2010 (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	3,285,867			
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 page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.				0
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).	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions).	634,588			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a.	2,651,279			
10 Analysis of line 9				
a Excess from 2006.				591,949
b Excess from 2007.				817,643
c Excess from 2008.				651,667
d Excess from 2009.				437,905
e Excess from 2010.				152,115

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a 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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a 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 organization had \$5,000 or more in assets at any time during the year—see page 27 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))

See Additional Data Table

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

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> See Additional Data Table				
Total				▶ 3a 406,533
b <i>Approved for future payment</i>				
Total				▶ 3b 0

Additional Data**Software ID:****Software Version:****EIN:** 06-1357318**Name:** THE ELLEN AND GARY DAVIS FOUNDATION**Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d**

	(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)
A	MORGAN STANLEY CITIGROUP CAPITAL XII 8 1/2% PFD	P	2010-03-10	2010-08-16
B	DKR REL VAL SPECIAL PURPOSE FUND - B	P	2008-12-31	2010-03-31
C	DKR SOUND SHORE OASIS	P	2006-12-31	2010-03-31
D	DKR REL VAL SPECIAL PURPOSE FUND - B	P	2008-12-31	2010-06-30
E	DKR SOUND SHORE OASIS	P	2006-12-31	2010-07-01
F	DKR REL VAL SPECIAL PURPOSE FUND - B	P	2008-12-31	2010-09-30
G	DKR SOUND SHORE OASIS	P	2006-12-31	2010-10-01
H	DKR REL VAL SPECIAL PURPOSE FUND - B	P	2008-12-31	2010-12-28
I	DKR REL VAL SPECIAL PURPOSE FUND - A	P	2009-01-01	2010-12-28
J	DKR CHESTNUT DISTRIBUTION IN EXCESS OF BASIS	P		
K	JP MORGAN 3500 BARRICKS GOLD CORP	P	2009-09-15	2010-11-23
L	SETTLEMENTS	P		
M	JP MORGAN PUBLICLY TRADED SECURITIES	P		
N	JPMORGAN GLOBAL ACCESS PORTFOLIO LLC	P		
O	JPMORGAN GLOBAL ACCESS PORTFOLIO LLC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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	260,021		250,000	10,021
B	12,112		10,839	1,273
C	84,546		37,281	47,265
D	8,707		8,016	691
E	33,143		15,417	17,726
F	9,050		7,966	1,084
G	39,064		16,967	22,097
H	6,782		4,690	2,092
I	2,092		1,308	784
J	17,874			17,874
K	177,867		129,325	48,542
L	543			543
M	1,139,357		1,109,373	29,984
N	421			421
O	772			772

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

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			10,021
B			1,273
C			47,265
D			691
E			17,726
F			1,084
G			22,097
H			2,092
I			784
J			17,874
K			48,542
L			543
M			29,984
N			421
O			772

Form 990PF Part XV Line 1a - 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).

GARY DAVIS
ELLEN DAVIS

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	NONE	CHARITABLE	GENERAL	5,000
AMERICAN JEWISH JOINT DISTRIBUTION COMMITTEE 711 THIRD AVENUE NEW YORK, NY 10017	NONE	CHARITABLE	GENERAL	10,000
ARIZONA TRAIL ASSOICATION PO BOX 36736 PHOENIX, AZ 36736	NONE	CHARITABLE	GENERAL	500
BOYS & GIRLS CLUBS OF GREENWICH 4 HORSENECK LANE GREENWICH, CT 06830	NONE	CHARITABLE	GENERAL	5,000
CARLOS OTIS STRATTON MOUNTAIN CLINIC PO BOX 617 STRATTON MOUNTAIN, VT 05155	NONE	CHARITABLE	GENERAL	2,000
CHAI LIFELINE 151 W 30TH STREET NEW YORK, NY 10001	NONE	CHARITABLE	GENERAL	1,000
COLUMBIA LAW SCHOOL GARY S DAVIS SCHOLARHIP FUND 622 WEST 113TH STREET NEW YORK, NY 10025	NONE	CHARITABLE	GENERAL	50,000
CORNELL UNIVERSITY ANNUAL FUND FOR ARTS AND SCIENCES 130 E SENECA STREET ITHACA, NY 14850	NONE	CHARITABLE	GENERAL	25,000
CORNELL UNIVERSITY ANNUAL FUND FOR HERBERT F JOHNSON MUSEUM OF ART 130 E SENECA STREET ITHACA, NY 14850	NONE	CHARITABLE	GENERAL	5,000
CORNELL UNIVERSITY ATHLETICS LACROSSE SPECIAL GIFTS 130 E SENECA STREET ITHACA, NY 14850	NONE	CHARITABLE	GENERAL	200
CORNELL UNIVERSITY SKI TEAM 130 E SENECA STREET ITHACA, NY 14850	NONE	CHARITABLE	GENERAL	17,000
CROHNS AND COLITIS FOUNDATION 386 PARK AVENUE SOUTH NEW YORK, NY 10016	NONE	CHARITABLE	GENERAL	1,000
DIABETES RESEARCH INSTITUTE FOUNDATION 200 SOUTH PARK ROAD HOLLYWOOD, FL 33021	NONE	CHARITABLE	GENERAL	1,000
EAST END HOSPICE PO BOX 1048 WESTHAMPTON BEACH, NY 11978	NONE	CHARITABLE	GENERAL	275
EMORY UNIV MEN'S SOCCER 1762 CLIFTON ROAD ATLANTA, GA 30322	NONE	CHARITABLE	GENERAL	100
Total				406,533

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ENCOUNTER USA 6204 CROSS COUNTY BLVD BALTIMORE, MD 21215	NONE	CHARITABLE	GENERAL	12,500
GREENWICH LIBRARY 101 W PUTNAM AVENUE GREENWICH, CT 06830	NONE	CHARITABLE	GENERAL	500
HOPE FOR HAITI 1021 5TH AVENUE NORTH NAPLES, FL 34102	NONE	CHARITABLE	GENERAL	11,000
HORACE MANN ANNUAL FUND 231 WEST 246TH STREET BRONX, NY 10471	NONE	CHARITABLE	GENERAL	20,000
HORACE MANN PARENTS ASSOCIATION 231 WEST 246TH STREET BRONX, NY 10471	NONE	CHARITABLE	GENERAL	500
JHE FOUNDATION 175 JEFFERSON STREET FAIRFIELD, CT 06825	NONE	CHARITABLE	GENERAL	10,000
JUVENIAL DIABETES RESEARCH FOUNDATION 26 BROADWAY NEW YORK, NY 10004	NONE	CHARITABLE	GENERAL	1,000
KIDS IN CRISIS ONE SALEM STREET COS COB, CT 06807	NONE	CHARITABLE	GENERAL	1,000
LYMPHOMA RESEARCH FOUNDATION 115 BROADWAY NEW YORK, NY 10006	NONE	CHARITABLE	GENERAL	2,000
MAZON 10495 SANTA MONICA BLVD LOS ANGELES, CA 90025	NONE	CHARITABLE	GENERAL	2,000
MELANOMA RESEARCH FOUNDATION 1101 NEW YORK AVE NW WASHINGTON, DC 20005	NONE	CHARITABLE	GENERAL	25,000
METROPOLITAN COUNCIL ON JEWISH POLICY 80 MAIDEN LANE NEW YORK, NY 10038	NONE	CHARITABLE	GENERAL	5,000
MEMORIAL SLOAN-KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065	NONE	CHARITABLE	GENERAL	1,000
NATIONAL PSORIASIS FOUNDATION 6600 SW 92ND AVENUE PORTLAND, OR 97223	NONE	CHARITABLE	GENERAL	100
NATURAL RESOURCES DEFENSE COUNCIL 40 W 20TH STREET NEW YORK, NY 10011	NONE	CHARITABLE	GENERAL	11,541
Total				406,533

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REACH PREP 277 SUMMER STREET STAMFOD, CT 06905	NONE	CHARITABLE	GENERAL	7,500
RICHARD E HALPERIN MEMORIAL FUND 25 STRATFORD ROAD HARRISON, NY 10528	NONE	CHARITABLE	GENERAL	15,000
SIERRA CLUB 85 SECOND STREET SAN FRANCISCO, CA 94105	NONE	CHARITABLE	GENERAL	1,000
SOLOMON SCHECHTER ANNUAL FUND 555 WEST HARTSDALE AVENUE HARTSDALE, NY 10530	NONE	CHARITABLE	GENERAL	5,000
STRATTON FAMILY FUND LIMITED 5 VILLAGE LODGE ROAD STRATTON MOUNTAIN, VT 05155	NONE	CHARITABLE	GENERAL	1,000
STRATTON MOUNTAIN SCHOOL WORLD CUP CIRCLE STRATTON MOUNTAIN, VT 05155	NONE	CHARITABLE	GENERAL	15,000
SUMMER ON THE HILL 4662 TIBBETT AVENUE RIVERDALE, NY 10471	NONE	CHARITABLE	GENERAL	10,000
SUSAN G KOMEN RACE FOR THE CURE 341 WEST 38TH STREET NEW YORK, NY 10018	NONE	CHARITABLE	GENERAL	160
TEMPLE SHOLOM 300 EAST PUTNAM AVENUE GREENWICH, CT 06830	NONE	CHARITABLE	GENERAL	1,000
THE ALFRED STIEGLITZ SOCIETY 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	CHARITABLE	GENERAL	7,837
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 1 COLLEGE HALL PHILADELPHIA, PA 19104	NONE	CHARITABLE	GENERAL	80,000
UJA FEDERATION OF GREENWICH ONE HOLLY HILL LANE GREENWICH, CT 06830	NONE	CHARITABLE	GENERAL	33,225
VERMONT ALPINE RACING ASSOCIATION BOX 82 CAVENDISH, VT 05142	NONE	CHARITABLE	GENERAL	575
WFUV FORDHAM UNIVERSITY BRONX, NY 10458	NONE	CHARITABLE	GENERAL	520
YOUTH RENEWAL FUND 250 WEST 57TH STREET NEW YORK, NY 10107	NONE	CHARITABLE	GENERAL	2,500
Total			3a	406,533

TY 2010 Accounting Fees Schedule

Name: THE ELLEN AND GARY DAVIS FOUNDATION

EIN: 06-1357318

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,500	6,000		1,500

**TY 2010 Investments Corporate
Bonds Schedule**

Name: THE ELLEN AND GARY DAVIS FOUNDATION

EIN: 06-1357318

Name of Bond	End of Year Book Value	End of Year Fair Market Value
JP MORGAN-CONTINENTAL AIRLINES 6.53% BOND	194,500	206,380

**TY 2010 Investments Corporate
Stock Schedule****Name:** THE ELLEN AND GARY DAVIS FOUNDATION**EIN:** 06-1357318

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN-SPDR TRUST SERIES 1`	264,780	377,250
JP MORGAN - JPM CHASE CAPITAL XXVIII	50,000	53,980
JP MORGAN - JPM CHASE CAPITAL XXIX	250,000	255,400
JP MORGAN-GREEN DOT CORP	40,626	37,789
DKR SOUNDSHORE OASIS	21,797	58,553
FIDELITY	1,570,197	1,928,240
IFIS LIMITED	854,667	966,667
MORGAN STANLEY-ARTIO GLOBAL INVT FDS INTL EQT	668,499	567,121
DKR REV VAL SPECIAL PURPOSE FD LTD CL B	5,850	8,459
DKR CHESTNUT SPV	0	10,496
DKR REV VAL SPECIAL PURPOSE FD LTD CL A	320	512
MORGAN STANLEY-JPM CHASE CAPITAL XXIX	125,000	127,700

TY 2010 Investments - Other Schedule**Name:** THE ELLEN AND GARY DAVIS FOUNDATION**EIN:** 06-1357318

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
JPMORGAN GLOBAL ACCESS PORTFOLIO LLC	AT COST	499,894	520,274

TY 2010 Other Assets Schedule

Name: THE ELLEN AND GARY DAVIS FOUNDATION

EIN: 06-1357318

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PROCEEDS RECEIVABLE FROM SALES OF INVESTMENTS	536,697	8,874	8,874

TY 2010 Other Expenses Schedule

Name: THE ELLEN AND GARY DAVIS FOUNDATION

EIN: 06-1357318

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	326	0		0
INVESTMENT FEES	2,507	2,507		0
BANK CHARGES	94	0		0
JPMORGAN GLOBAL ACCESS PORTFOLIO LLC	5,779	5,779		0

TY 2010 Other Income Schedule

Name: THE ELLEN AND GARY DAVIS FOUNDATION

EIN: 06-1357318

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
JPMORGAN GLOBAL ACCESS PORTFOLIO LLC	617	617	617

TY 2010 Other Liabilities Schedule

Name: THE ELLEN AND GARY DAVIS FOUNDATION

EIN: 06-1357318

Description	Beginning of Year - Book Value	End of Year - Book Value
CREDIT CARD PAYABLE	0	237

TY 2010 Taxes Schedule

Name: THE ELLEN AND GARY DAVIS FOUNDATION

EIN: 06-1357318

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	2,992	2,992		0
FEDERAL TAXES	3,935	0		0
FOREIGN TAXES JPMORGAN GLOBAL ACCESS PORTFOLIO LLC	66	66		0