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 , **2010, and ending** , **20**

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 THE LEIR FOUNDATION, INC.	**A Employer identification number** 06-1466481
Number and street (or P O box number if mail is not delivered to street address) — Room/suite 570 LEXINGTON AVENUE, 33RD FLOOR	**B** Telephone number (see page 10 of the instructions) (212) 750-9330
City or town, state, and ZIP code NEW YORK, NY 10022	**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 ▶ ☐
H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 54,577,696. **J** Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ____ *(Part I, column (d) must be on cash basis)*	**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))*

	Line	Description	(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)	0.			
	2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	234,738.	234,738.		ATCH 1
	4	Dividends and interest from securities	638,603.	646,793.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-27,115.			ATCH 19
	b	Gross sales price for all assets on line 6a 12,266,799.				
	7	Capital gain net income (from Part IV, line 2)		142,555.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	6,272.	[illegible]70.		ATCH 3
	12	**Total.** Add lines 1 through 11	852,498.	1,024,016.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	190,064.	95,032.		95,032.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	37,366.	18,683.		18,683.
	16a	Legal fees (attach schedule) ATCH 4	33,540.	16,770.	0.	16,770.
	b	Accounting fees (attach schedule) ATCH 5	251,779.	125,890.	0.	125,889.
	c	Other professional fees (attach schedule) *	197,201.	193,326.		3,875.
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) **	5,763.	-724.		6,487.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy	81,553.	40,767.		40,766.
	21	Travel, conferences, and meetings	8,265.			8,265.
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 8	65,999.	224,655.		20,408.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	871,530.	714,399.	0.	336,175.
	25	Contributions, gifts, grants paid	3,989,800.			2,789,800.
	26	**Total expenses and disbursements** Add lines 24 and 25	4,861,330.	714,399.	0.	3,125,975.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-4,008,832.			
	b	**Net investment income** (if negative, enter -0-)		309,617.		
	c	**Adjusted net income** (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see page 30 of the instructions. *ATCH 6 JSA ** ATCH 7 Form **990-PF** (2010)

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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	142,028.	131,226.	131,226.
	2 Savings and temporary cash investments	4,027,385.	3,670,677.	3,670,677.
	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) ATCH 9	11,622,993.	6,438,902.	6,639,746.
	c Investments - corporate bonds (attach schedule) ATCH 10	6,921,053.	6,181,465.	6,200,561.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 11	31,694,899.	34,128,014.	37,931,386.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 12)	4,100.	4,100.	4,100.
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	54,412,458.	50,554,384.	54,577,696.
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 ▶ ATCH 13)	189,645.	340,403.	
	23 **Total liabilities** (add lines 17 through 22)	189,645.	340,403.	
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. ▶ X			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	54,222,813.	50,213,981.	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	54,222,813.	50,213,981.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	54,412,458.	50,554,384.	

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	54,222,813.
2 Enter amount from Part I, line 27a	2	-4,008,832.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	50,213,981.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	50,213,981.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	SEE PART IV SCHEDULE			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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				
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	142,555.
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	3,213,666.	45,978,112.	0.069896
2008	4,128,865.	64,975,732.	0.063545
2007	5,521,095.	73,709,148.	0.074904
2006	4,215,141.	55,716,195.	0.075654
2005	7,866,521.	2,244,373.	3.504997

2	**Total** of line 1, column (d)	2	3.788996
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	0.757799
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	53,328,438.
5	Multiply line 4 by line 3	5	40,412,237.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,096.
7	Add lines 5 and 6	7	40,415,333.
8	Enter qualifying distributions from Part XII, line 4	8	3,125,975.

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 ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ____________ (attach copy of ruling 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		1	6,192.
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	6,192.
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	6,192.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 15,000.		
b Exempt foreign organizations-tax withheld at source	6b 0.		
c Tax paid with application for extension of time to file (Form 8868)	6c 20,000.		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	35,000.
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** ▶		10	28,808.
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 28,808. **Refunded** ▶		11	

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 page 19 of the instructions for definition)?	1b		X
*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*			
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?	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 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? 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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *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

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

		Line	Yes	No
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 ▶ ARTHUR S. HOFFMAN Telephone no ▶ 212-750-9330
Located at ▶ 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY ZIP + 4 ▶ 10022

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

		Line	Yes	No
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		X
	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

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

		Line	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 22 of the instructions)?	1b		X
	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 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? ☐ 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 page 22 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 ▶ ______ , ______ , ______ , ______			
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 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		
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	X
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? ATTACHMENT 14	☒ 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 VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 15		190,064.	37,366.	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
ATTACHMENT 16		400,557.
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
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	51,234,884.
b	Average of monthly cash balances	1b	2,905,662.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	**Total** (add lines 1a, b, and c)	1d	54,140,546.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	54,140,546.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	812,108.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	53,328,438.
6	**Minimum investment return.** Enter 5% of line 5	6	2,666,422.

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	2,666,422.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,192.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	6,192.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,660,230.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	2,660,230.
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	2,660,230.

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	3,125,975.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,125,975.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,125,975.

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				2,660,230.
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only				
b	Total for prior years 20 08 ,20 07 ,20 06				
3	Excess distributions carryover, if any, to 2010				
a	From 2005 — 0.				
b	From 2006 — 1,487,031.				
c	From 2007 — 2,104,129.				
d	From 2008 — 894,495.				
e	From 2009 — 914,760.				
f	**Total** of lines 3a through e	5,400,415.			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 3,125,975.				
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				2,660,230.
e	Remaining amount distributed out of corpus	465,745.			
5	Excess distributions carryover applied to 2010 *(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	5,866,160.			
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)	0.			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	5,866,160.			
10	Analysis of line 9				
a	Excess from 2006 — 1,487,031.				
b	Excess from 2007 — 2,104,129.				
c	Excess from 2008 — 894,495.				
d	Excess from 2009 — 914,760.				
e	Excess from 2010 — 465,745.				

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

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

	Tax year (a) 2010	Prior 3 years (b) 2009	(c) 2008	(d) 2007	(e) Total
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 foundation had $5,000 or more in assets at any time during the year - see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ [X] 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 *Paid during the year*				
ATTACHMENT 17				
Total ▶ 3a				3,989,800.
b *Approved for future payment*				
Total ▶ 3b				

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 (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
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	234,738.	
4 Dividends and interest from securities			14	638,603.	
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					
8 Gain or (loss) from sales of assets other than inventory			18	-27,115.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 18				6,272.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				852,498.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 852,498.

(See worksheet in line 13 instructions on page 29 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) (See page 29 of the instructions)
1	N/A

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

Arthur A Hoffman | Aug 3, 2011 | PRESIDENT

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
Sharon Goodman	Sharon Goodman	7/28/2011		P00286108

Firm's name ▶ FTI CONSULTING, INC. Firm's EIN ▶ 52-1261113

Firm's address ▶ 750 THIRD AVENUE NEW YORK, NY 10017 Phone no 973-364-0400

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATE STREET - PKUI	33.	33.
STATE STREET - PKVN	207,062.	207,062.
STATE STREET - PKVO	26,511.	26,511.
BANK OF NEW YORK #6389	424.	424.
BANK OF NEW YORK #3578 (CHKG)	708.	708.
TOTAL	234,738.	234,738.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
STATE STREET - PKUJ	-2.	-2.
STATE STREET - PKUL	-340.	-340.
STATE STREET - PKUS	70,171.	70,171.
STATE STREET - PKUZ	71,212.	71,212.
STATE STREET - PKUO	68,543.	68,543.
STATE STREET - PKUO (VANGUARD S/T BD FD)	156,325.	156,325.
STATE STREET - PKVO	137,624.	137,624.
DIVIDEND/INTEREST FROM ODYSSEY III K-1	135,070.	135,070.
DIVIDEND/INTEREST FROM OCA ASHMORE K-1	0.	2,261.
DIVIDEND/INTEREST FROM ODYSSEY IV K-1	0.	5,929.
TOTAL	638,603.	646,793.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME - STATE STREET	-70.	-70.
OTHER INCOME - ODYSSEY INVEST PTR IV	6,342.	0.
TOTALS	6,272.	-70.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CADWALADER, WICKERSHAM & TAFT	33,540.	16,770.		16,770.
TOTALS	33,540.	16,770.	0.	16,770.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FTI SCHONBRAUN MCCANN - TAX, ACCOUNTING, & CONSULTING FEES	228,276.	114,138.		114,138.
CORNERSTONE ACCOUNTING GROUP - AUDIT FEES	23,503.	11,752.		11,751.
TOTALS	251,779.	125,890.	0.	125,889.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES:			
OFFIT CAPITAL ADVISOR	113,464.	113,464.	
OSTERWEIS CAPITAL MANAGEMENT	58,817.	58,817.	
BLACKROCK INVESTMENT MGMT	17,170.	17,170.	
JAMES ROCCO ASSOCIATES INC	7,750.	3,875.	3,875.
TOTALS	197,201.	193,326.	3,875.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PAYROLL TAXES	12,975.	6,488.	6,487.
FOREIGN TAX WITHHELD - REFUND	-7,212.	-7,212.	
TOTALS	5,763.	-724.	6,487.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
CUSTODIAN FEES	31,183.	31,183.	
PAYROLL FEES	1,369.	685.	684.
OTHER EXPENSE	517.		517.
INSURANCE	6,254.	3,127.	3,127.
MANAGEMENT EXPENSE	26,676.	8,649.	16,080.
PORTFOLIO DEDUCT-ODYSSEY K-1	0.	99,083.	
PORTFOLIO DEDUCT-LP INV. K-1	0.	324.	
PORTFOLIO DEDUCT-ODYSSEY III	0.	51,045.	
PORTFOLIO DEDUCT-OCA ASHOMRE	0.	30,559.	
TOTALS	65,999.	224,655.	20,408.

ATTACHMENT 9

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
STATE STREET - PKUS - STMT D	6,055,371.	3,191,927.	2,738,819.
STATE STREET - PKVO - STMT E	5,567,622.	3,246,975.	3,900,927.
TOTALS	11,622,993.	6,438,902.	6,639,746.

THE LEIR FOUNDATION, INC. 06-1466481

ATTACHMENT 10

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
STATE STREET - PKVN - STMT F	6,921,053.	6,181,465.	6,200,561.
TOTALS	6,921,053.	6,181,465.	6,200,561.

ATTACHMENT 11

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
STATE STREET - PKUO - STMT G	29,546,274.	31,979,389.	34,459,952.
STATE STREET - PKUZ - STMT H	2,148,625.	2,148,625.	3,471,434.
TOTALS	31,694,899.	34,128,014.	37,931,386.

ATTACHMENT 12

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ARTWORK	4,100.	4,100.	4,100.
TOTALS	4,100.	4,100.	4,100.

ATTACHMENT 13

FORM 990PF, PART II - OTHER LIABILITIES

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE
DUE TO RIDGEFIELD FOUNDATION	189,645.	340,403.
TOTALS	189,645.	340,403.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		PKUO - SEE STMT A PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,700,000.		1,557,563.					142,437.	
		PKUO - SEE STMT A PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
26,319.		16,421.					9,898.	
		PKVN - SEE STMT B PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
3,643,622.		3,594,070.					49,552.	
		PKVN - SEE STMT B PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
231,239.		231,091.					148.	
		PKVO - SEE STMT C PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
3,819,324.		3,679,399.					139,925.	
		PKVO - SEE STMT C PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
1,173,782.		1,028,047.					145,735.	
		FHLN POOL 5.5 12/1/22 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
85,123.		90,743.					-5,620.	
		FHLN POOL 4.5 8/1/20 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
55,816.		58,475.					-2,659.	
		FNMA POOL 4.5 6/1/23 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
36,429.		37,738.					-1,309.	
		FNMA POOL 4.5 9/1/20 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
12,133.		12,743.					-610.	
		FNMA POOL 5.0 5/1/21 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
58,638.		62,449.					-3,811.	
		FNMA POOL 4.0 8/1/18 PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
24,374.		25,624.					-1,250.	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		EII REALTY SECURITIES FUND PROPERTY TYPE: SECURITIES				P	10/04/2007	06/10/2010
1,400,000.		2,863,444.					-1463444.	
		CURRENCY GAIN (LOSS) PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							-163.	
		QWEST SECURITIES LITIGATION FD PROPERTY TYPE: SECURITIES				P	VARIOUS	04/30/2010
							15.	
		WORLDCOM SETTLEMENT FUND					VARIOUS	04/05/2010
							113.	
		CONAGRA DISTRIBUTION FUND				P	VARIOUS	09/08/2010
							139.	
		CAPITAL GAIN DISTRIBUTION - VANGUARD PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							18,366.	
		CAPITAL GAIN DISTRIBUTION - YACKMAN PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							42,409.	
		CAPITAL GAIN DISTRIBUTION - VANGUARD PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							599.	
		QWEST CAP FUNDING - CONSENT PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							7,200.	
		L/T CAPITAL GAIN THRU ODYSSEY III (K-1) PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							939,498.	
		S/T CAPITAL GAIN THRU OCA ASHMORE (K-1) PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							38,816.	
		SEC 1256 G/L THRU OCA ASHMORE (K-1) PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							94,726.	

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		L/T CAPITAL LOSS THRU LP INVESTOR (K-1) PROPERTY TYPE: SECURITIES				P	VARIOUS	VARIOUS
							-8,155.	
TOTAL GAIN(LOSS)							142,555.	

FORM 990PF, PART VII-B, LINE 5C-EXPENDITURE RESPONSIBILITY STATEMENT

GRANTEE'S NAME: SEE ATTACHMENT 14A
GRANTEE'S ADDRESS:
CITY, STATE & ZIP:
GRANT DATE:
GRANT AMOUNT:
GRANT PURPOSE:
AMOUNT EXPENDED:
ANY DIVERSION? NO
DATES OF REPORTS:
VERIFICATION DATE:
RESULTS OF VERIFICATION:

THE LEIR FOUNDATION INC.
2010

Part VII-B, Question 5(c)

Information relating to grants subject to expenditure responsibility

Grantee: The Leir Retreat Center Inc.

Date Grants Paid.	January 15, 2010	$ 100,000
	March 1, 2010	100,000
	March 24, 2010	100,000
	April 12, 2010	100,000
	May 5, 2010	100,000
	June 7, 2010	100,000
	July 2, 2010	100,000
	July 27, 2010	100,000
	September 16, 2010	100,000
	October 8, 2010	100,000
	November 5, 2010	100,000
	December 1, 2010	100,000
		$ 1,200,000

Purpose Support for operations as a home for disadvantaged children and conference center for charitable organizations.

Amount of grant spent by grantee during 2010 1,244,549

Diversion To the knowledge of the foundation, and based upon information provided by the grantee, no part of the grant has been used for other than its intended purpose

THE LEIR FOUNDATION INC.
2010

Part VII-B, Question 5(c)

Information relating to grants subject to expenditure responsibility

Grantee Caritas Seniorenheim St. Gunter

Date Grants Paid.	January 29, 2010	$ 5,000
		$ 5,000

Purpose: Funding of workshops and activities for the elderly

Amount of grant spent by grantee during 2010	5,000

Diversion To the knowledge of the foundation, and based upon information provided by the grantee, no part of the grant has been used for other than its intended purpose.

THE LEIR FOUNDATION INC.
2010

Part VII-B, Question 5(c)

Information relating to grants subject to expenditure responsibility

Grantee. Finsterau Fire Department

Date Grants Paid:	September 22, 2010	$ 1,000
		$ 1,000

Purpose. Continued upkeep & equipment for fire house

Amount of grant spent by grantee during 2010	1,000

Diversion: To the knowledge of the foundation, and based upon information provided by the grantee, no part of the grant has been used for other than its intended purpose

THE LEIR FOUNDATION INC.
2010

Part VII-B, Question 5(c)

Information relating to grants subject to expenditure responsibility

Grantee Kannerduerf Village d'Enfants

Date Grants Paid:	June 11, 2010	$ 15,000
		$ 15,000

Purpose Animal project & upkeep of Leir house

Amount of grant spent by grantee during 2010	15,000

Diversion To the knowledge of the foundation, and based upon information provided by the grantee, no part of the grant has been used for other than its intended purpose

THE LEIR FOUNDATION INC.
2010

Part VII-B, Question 5(c)

Information relating to grants subject to expenditure responsibility

Grantee. Kannerland Letzebuerg, Centre d'Accueil Kannerland

Date Grants Paid·	June 11, 2010	$ 40,000
		$ 40,000

Purpose· Family relations services

Amount of grant spent by grantee during 2010 40,000

Diversion: To the knowledge of the foundation, and based upon information provided by the grantee, no part of the grant has been used for other than its intended purpose

THE LEIR FOUNDATION INC.
2010

Part VII-B, Question 5(c)

Information relating to grants subject to expenditure responsibility

Grantee Musee d'Art Moderne (MUDAM)

Date Grants Paid:	April 9, 2010	$ 13,600
		$ 13,600

Purpose: English version of the publication: "MUDAM-Le Batiment de Leon Ming Pei"

Amount of grant spent by grantee during 2010	13,600

Diversion: To the knowledge of the foundation, and based upon information provided by the grantee, no part of the grant has been used for other than its intended purpose.

THE LEIR FOUNDATION INC.
2010

Part VII-B, Question 5(c)

Information relating to grants subject to expenditure responsibility

Grantee. Pfarr-Caritasverein Mauth e V

Date Grants Paid	January 29, 2010	$ 5,000
		$ 5,000

Purpose: Funding workshops and activities for the elderly

Amount of grant spent by grantee during 2010	5,000

Diversion: To the knowledge of the foundation, and based upon information provided by the grantee, no part of the grant has been used for other than its intended purpose.

THE LEIR FOUNDATION INC.
2010

Part VII-B, Question 5(c)

Information relating to grants subject to expenditure responsibility

Grantee SV Finsterau 1957 e v.

Date Grants Paid·	March 12, 2010	$ 10,000
		$ 10,000

Purpose: Sports for handicapped children

Amount of grant spent by grantee during 2010 10,000

Diversion: To the knowledge of the foundation, and based upon information provided by the grantee, no part of the grant has been used for other than its intended purpose

THE LEIR FOUNDATION INC.
2010

Part VII-B, Question 5(c)

Information relating to grants subject to expenditure responsibility

Grantee: Waldgeschichtliches Museum

Date Grants Paid	July 16, 2010	$	10,000
		$	10,000

Purpose: Funding for the building of a borehole and pumping equipment.

Amount of grant spent by grantee during 2010	10,000

Diversion. To the knowledge of the foundation, and based upon information provided by the grantee, no part of the grant has been used for other than its intended purpose.

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

ATTACHMENT 15

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
ARTHUR S. HOFFMAN 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	PRES/TREAS/DIRECTOR * 40.00	149,983.	24,898.	0.
MARGOT GIBIS 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR/ VICE PRESIDENT * 40.00	40,081.	12,468.	0.
STUART SILVER 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	DIRECTOR 1.00	0.	0.	0.
ANTHONY J. CERNERA 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	SECRETARY / DIRECTOR 1.00	0.	0.	0.
	GRAND TOTALS	190,064.	37,366.	0.

* THE PRESIDENT AND VICE PRESIDENT ARE EMPLOYED FULL TIME BY THE FOUNDATION AND ITS AFFILIATES.

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

ATTACHMENT 16

NAME AND ADDRESS	TYPE OF SERVICE	COMPENSATION
FTI SCHONBRAUN MCCANN GROUP 750 THIRD AVENUE, 27TH FLOOR NEW YORK, NY 10017	TAX, ACCOUNTING, & CONSULTING FEE	228,276.
OSTERWEIS CAPITAL MANAGEMENT LLC ONE MARITIME PLAZA SAN FRANCISCO, CA 94111	INVESTMENT ADV FEE	58,817.
OFFIT CAPITAL ADVISOR LLC 485 LEXINGTON AVENUE NEW YORK, NY 10017	INVESTMENT ADV FEE	113,464.
	TOTAL COMPENSATION	400,557.

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

ATTACHMENT 17

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE STATEMENT I	NONE 501(C)(3)	GRANT FOR DONEE'S EXEMPT PURPOSE	2,789,800.
THE LEIR RETREAT CENTER, INC. C/O ARTHUR HOFFMAN 570 LEXINGTON AVENUE, 33RD FLOOR NEW YORK, NY 10022	501(C)(3)	SUPPORT OF OPERATION PROGRAMS FOR DISADVANTAGED CHILDREN AND CONFERENCE CENTER FOR CHARITABLE ORGANIZATIONS. (SEE EXPENDITURE RESPONSIBILITY STMT 14)	1,200,000.
		TOTAL CONTRIBUTIONS PAID	3,989,800.

THE LEIR FOUNDATION, INC. 06-1466481

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 18

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
OTHER INCOME - STATE STREET			01	-70.	
OTHER INCOME - ODYSSEY INVEST PTR IV			01	6,342.	
TOTALS				6,272.	

The Leir Foundation
Capital gains / losses per books
2 0 1 0

Form 990-PF, page 1, line 6(a)	(27,115)
Adjustment - Net gain (loss) from pass through Partnerships:	
Short-term capital gain / loss from OCA Ashmore Emerging Markets Currency Fund LLC	38,816
Section 1256 gain / loss from OCA Ashmore Emerging Markets Currency Fund LLC	94,726
Long-term capital gain / loss from Odyssey Investment Partners Fund III LP	44,283
Long-term capital gain / loss from LP Investors LLC	(8,155)
Form 990-PF, page 3, line 2	142,555

The Leir Foundation
2 0 1 0

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	Buy Trd Dt	Shares/Par.	ID Cost Base	Security Gain Loss. Base	Gain Loss: Type	Currency Gain Loss: Base	Total Gain Loss: Base
PKUO	ROBECO SAGE CAPITAL INTL	100208	5 52	5,897 83	041001	5 52	3,728 28	2,169 55	L	-	2,169 55
PKUO	ROBECO SAGE CAPITAL INTL	100310	0 48	519 00	041001	0 48	324 49	194 51	L	-	194 51
PKUO	ROBECO SAGE CAPITAL INTL	100512	7 83	8,528 78	041001	7 83	5,291 92	3,236 86	L	-	3,236 86
PKUO	FAIRHOLME FUND	100610	54365 21	1,700,000 00	090917	54,365 21	1,557,563 15	142,436 85	S	-	142,436 85
PKUO	ROBECO SAGE CAPITAL INTL	100809	5 26	5,713 00	041001	5 26	3,554 54	2,158 46	L	-	2,158 46
PKUO	ROBECO SAGE CAPITAL INTL	100826	1 33	1,446 30	041001	1 33	897 76	548 54	L	-	548 54
PKUO	ROBECO SAGE CAPITAL INTL	101001	3 88	4,214 11	041001	3 88	2,624 33	1,589 78	L	-	1,589 78
PKUO Total				1,726,319.02			1,573,984.47	152,334.55		-	152,334.55

Summary PKUO					
Short-term capital gain (loss)	1,700,000 00	1,557,563 15	142,436 85	S	142,436 85
Long-term capital gain (loss)	26,319 02	16,421 32	9,897 70	L	9,897 70
	1,726,319 02	1,573,984 47	152,334 55	-	152,334 55

Statement A

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss: Base	Gain Loss: Type	Currency Gain Loss: Base	Total Gain Loss: Base
PKVN	AT+T INC	100331	35000 00	37,605 75	091124	35,000 00	37,705 85	(100 10)	S	-	(100 10)
PKVN	ACE INA HLDG INC	100816	10000 00	11,291 40	100216	10,000 00	10,873 40	418 00	S	-	418 00
PKVN	ADOBE SYSTEMS INC	100811	50000 00	52,167 50	100125	50,000 00	49,913 00	2,254 50	S	-	2,254 50
PKVN	ALLSTATE LIFE GBL FDG SECD	100816	10000 00	11,067 70	091203	10,000 00	10,819 20	248 50	S	-	248 50
PKVN	AMER EXPRESS CREDIT CO	100816	10000 00	10,986 80	091201	10,000 00	10,660 20	326 60	S	-	326 60
PKVN	BNP PARIBAS	100430	15000 00	14,917 05	100308	15,000 00	14,950 65	(33 60)	S	-	(33 60)
PKVN	BANK OF AMERICA	100816	10000 00	10,679 10	100218	10,000 00	10,744 20	(65 10)	S	-	(65 10)
PKVN	BERKSHIRE HATHAWAY FIN CORP	100816	10000 00	10,907 30	100217	10,000 00	10,674 80	232 50	S	-	232 50
PKVN	BERKSHIRE HATHAWAY INC	100323	40000 00	40,244 00	100204	40,000 00	39,974 00	270 00	S	-	270 00
PKVN	CVS CORP	100816	20000 00	20,924 40	090902	20,000 00	21,477 60	(553 20)	S	-	(553 20)
PKVN	CVS CAREMARK CORP	100708	30000 00	30,457 20	100513	30,000 00	29,956 20	501 00	S	-	501 00
PKVN	CAPITAL ONE FINL CORP	100816	10000 00	10,420 10	100701	10,000 00	10,390 20	29 90	S	-	29 90
PKVN	CITIGROUP INC	100816	45000 00	48,141 45	090917	35,000 00	34,823 25	2,620 10	S	-	2,620 10
PKVN	CITIGROUP INC				090925	10,000 00	10,019 00	679 10	S	-	679 10
PKVN	CITIGROUP INC	100715	20000 00	21,428 00	100609	20,000 00	20,357 90	1,070 10	S	-	1,070 10
PKVN	CITIGROUP FUNDING INC	100816	125000 00	128,033 75	090929	80,000 00	79,862 40	2,079 20	S	-	2,079 20
PKVN	CITIGROUP FUNDING INC				090930	45,000 00	44,950 10	1,142 05	S	-	1,142 05
PKVN	CITIGROUP INC	100816	175000 00	176,706 25	091230	175,000 00	175,256 03	1,450 22	S	-	1,450 22
PKVN	COMCAST CORP NEW	100816	20000 00	22,241 60	090917	20,000 00	21,420 60	821 00	S	-	821 00
PKVN	COVIDIEN INTL FIN S A	100218	25000 00	27,430 75	091002	20,000 00	21,797 80	146 80	S	-	146 80
PKVN	COVIDIEN INTL FIN S A				091023	5,000 00	5,418 65	67 50	S	-	67 50
PKVN	EKSPORTFINANS A/S	100816	10000 00	10,178 40	100323	10,000 00	9,971 00	207 40	S	-	207 40
PKVN	FED HM LN PC POOL G12978	100816	150202 72	161,327 11	091001	146,030 42	155,248 58	1,597 22	S	-	1,597 22
PKVN	FED HM LN PC POOL G12978				100120	4,172 30	4,461 75	19 56	S	-	19 56
PKVN	FREDDIE MAC	100401	75000 00	75,000 00	090929	75,000 00	75,000 00	-	S	-	-
PKVN	FANNIE MAE	100816	80000 00	83,792 80	090930	80,000 00	79,915 60	3,877 20	S	-	3,877 20
PKVN	FANNIE MAE	100816	95000 00	95,695 40	091008	95,000 00	94,770 10	925 30	S	-	925 30
PKVN	FNMA POOL 835465	100816	69143 05	73,334 85	100127	69,143 05	72,621 81	713 04	S	-	713 04
PKVN	FNMA POOL 984075	100816	132485 40	140,434 52	091019	132,485 40	137,246 60	3,187 92	S	-	3,187 92
PKVN	FRANCE TELECOM	100816	10000 00	11,019 10	090923	10,000 00	10,469 80	549 30	S	-	549 30
PKVN	GENERAL ELEC CO	100816	20000 00	21,689 60	090911	20,000 00	21,247 00	442 60	S	-	442 60
PKVN	GENERAL ELEC CAP CORP	100209	40000 00	40,094 00	100105	40,000 00	39,948 40	145 60	S	-	145 60
PKVN	GOLDMAN SACHS GROUP INC	100816	25000 00	26,752 25	091203	25,000 00	26,458 23	294 02	S	-	294 02
PKVN	HONEYWELL INTL INC	100628	30000 00	32,261 70	090930	30,000 00	31,640 70	621 00	S	-	621 00
PKVN	ITT CORP	100406	20000 00	21,184 60	091029	20,000 00	21,159 40	25 20	S	-	25 20
PKVN	JPMORGAN CHASE + CO	100816	10000 00	10,820 90	090916	10,000 00	10,603 60	217 30	S	-	217 30
PKVN	JPMORGAN CHASE + CO	100816	35000 00	36,579 20	090915	35,000 00	34,925 80	1,653 40	S	-	1,653 40
PKVN	KELLOGG CO	100816	10000 00	10,729 90	090921	10,000 00	10,553 20	176 70	S	-	176 70
PKVN	KRAFT FOODS INC	100816	45000 00	47,359 35	090917	45,000 00	47,927 70	(568 35)	S	-	(568 35)
PKVN	KRAFT FOODS INC	100706	25000 00	27,429 75	090918	25,000 00	26,991 75	438 00	S	-	438 00
PKVN	KFW	100216	45000 00	45,294 30	091014	45,000 00	44,966 70	327 60	S	-	327 60
PKVN	LANDWIRTSCH RENTENBANK	100129	80000 00	80,654 08	090915	80,000 00	79,832 80	821 28	S	-	821 28
PKVN	MORGAN STANLEY GROUP INC	100816	20000 00	20,723 80	090909	20,000 00	21,321 00	(597 20)	S	-	(597 20)
PKVN	MORGAN STANLEY GROUP INC	100816	15000 00	15,994 50	090916	15,000 00	15,752 25	242 25	S	-	242 25
PKVN	NOBLE HOLDING INTL LTD	100917	20000 00	20,634 80	100721	20,000 00	20,000 00	634 80	S	-	634 80
PKVN	NOVARTIS CAPITAL CORP	100917	10000 00	10,444 50	100309	10,000 00	9,952 20	492 30	S	-	492 30
PKVN	PEPSICO INC	100519	30000 00	30,868 80	100111	30,000 00	29,969 70	899 10	S	-	899 10

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss: Base	Gain Loss: Type	Currency Gain Loss: Base	Total Gain Loss: Base
PKVN	PHILIP MORRIS INTL INC	100816	10000 00	10,935 20	090930	10,000 00	10,647 90	287 30	S	-	287 30
PKVN	PRUDENTIAL FINANCIAL INC	100816	10000 00	10,368 60	090910	10,000 00	9,998 30	370 30	S	-	370 30
PKVN	PRUDENTIAL FINANCIAL INC	100816	10000 00	10,155 90	100111	10,000 00	9,986 30	169 60	S	-	169 60
PKVN	RIO TINTO FIN USA LTD	100816	10000 00	11,139 60	091123	10,000 00	10,829 90	309 70	S	-	309 70
PKVN	RIO TINTO FIN USA LTD	101028	35000 00	39,618 95	091123	35,000 00	37,904 65	1,714 30	S	-	1,714 30
PKVN	ROGERS WIRELESS INC	100816	15000 00	17,103 90	090904	15,000 00	16,550 28	553 62	S	-	553 62
PKVN	SBC COMMUNICATIONS INC	100816	15000 00	16,040 55	090909	15,000 00	16,178 70	(138 15)	S	-	(138 15)
PKVN	ST JUDE MEDICAL INC	100730	20000 00	20,375 20	100310	20,000 00	19,984 00	391 20	S	-	391 20
PKVN	SCHERING PLOUGH CORP	100702	20000 00	22,364 40	091006	20,000 00	21,945 80	418 60	S	-	418 60
PKVN	SHELL INTERNATIONAL FIN	100816	20000 00	21,578 80	091124	20,000 00	21,154 60	424 20	S	-	424 20
PKVN	TJX COS INC	100226	25000 00	26,618 00	091124	25,000 00	26,485 00	133 00	S	-	133 00
PKVN	TELEFONICA EMISIONES S A U	100126	75000 00	79,641 75	090904	75,000 00	79,908 75	(267 00)	S	-	(267 00)
PKVN	TEVA PHARMA FIN III LLC	100728	15000 00	15,103 20	100615	15,000 00	14,985 30	117 90	S	-	117 90
PKVN	TIME WARNER INC	100802	30000 00	30,642 90	100707	30,000 00	29,964 30	678 60	S	-	678 60
PKVN	TIME WARNER CABLE INC	100816	25000 00	26,812 25	090914	25,000 00	26,740 25	72 00	S	-	72 00
PKVN	TYCO INTERNATIONAL FINAN	100816	15000 00	16,229 10	090930	10,000 00	9,965 30	854 10	S	-	854 10
PKVN	TYCO INTERNATIONAL FINAN				090930	5,000 00	5,040 65	369 05	S	-	369 05
PKVN	US TREASURY N/B	100212	300000 00	301,500 00	090930	300,000 00	299,542 97	1,957 03	S	-	1,957 03
PKVN	US TRASURY N/B	100205	400000 00	405,609 38	090930	400,000 00	401,140 63	4,468 75	S	-	4,468 75
PKVN	US TREASURY N/B	100816	375000 00	377,900 39	090930	375,000 00	375,366 21	2,534 18	S	-	2,534 18
PKVN	US TREASURY N/B	101027	65000 00	65,457 03	090930	65,000 00	65,063 48	393 55	L	-	393 55
PKVN	US TREASURY N/B	101229	140000 00	140,781 56	090930	140,000 00	140,136 72	644 84	L	-	644 84
PKVN	US TREASURY N/B	100816	190000 00	191,335 94	100315	190,000 00	189,755 08	1,580 86	S	-	1,580 86
PKVN	US TREASURY N/B	100816	75000 00	75,881 84	100630	75,000 00	75,266 60	615 24	S	-	615 24
PKVN	US TREASURY N/B	100922	15000 00	15,319 34	100805	15,000 00	15,109 57	209 77	S	-	209 77
PKVN	VERIZON COMMUNICATIONS INC	100816	20000 00	21,492 00	091001	20,000 00	21,130 00	362 00	S	-	362 00
PKVN	VIRGINIA ELEC + PWR CO	101215	25000 00	25,000 00	090908	25,000 00	25,890 63	(890 63)	L	-	(890 63)
PKVN	VODAFONE GROUP PLC NEW	100816	10000 00	10,576 70	090916	10,000 00	10,697 40	(120 70)	S	-	(120 70)
PKVN	WYETH	100816	30000 00	33,329 40	090903	30,000 00	32,790 30	539 10	S	-	539 10
PKVN Total				3,874,860.19			3,825,160 27	49,699.92		-	49,699.92

Summary PKVN						
Short-term capital gain (loss)	3,643,621 60	3,594,069 44	49,552 16	S		49,552 16
Long-term capital gain (loss)	231,238 59	231,090 83	147 76	L		147 76
	3,874,860 19	3,825,160 27	49,699 92		-	49,699 92

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss: Base	Gain Loss: Type	Currency Gain Loss: Base	Total Gain Loss: Base
PKVO	AT+T INC	100125	1980 00	50,496 87	090831	1,980 00	51,499 80	(1,002 93)	S	-	(1,002 93)
PKVO	AT+T INC	100129	3795 00	96,702 20	090831	2,625 00	68,276 25	(1,387 38)	S	-	(1,387 38)
PKVO	AT+T INC				091112	1,170 00	30,999 15	(1,185 82)	S	-	(1,185 82)
PKVO	AGILENT TECHNOLOGIES INC	100423	270 00	9,866 58	090831	270 00	6,934 57	2,932 01	S	-	2,932 01
PKVO	AGILENT TECHNOLOGIES INC	100604	1910 00	59,323 59	090831	1,910 00	49,055 68	10,267 91	S	-	10,267 91
PKVO	AGILENT TECHNOLOGIES INC	100929	985 00	31,893 76	090831	985 00	25,298 35	6,595 41	L	-	6,595 41
PKVO	AMERICAN WATER WORKS CO INC	100309	2700 00	57,017 33	090831	2,700 00	54,405 00	2,612 33	S	-	2,612 33
PKVO	AMERICAN WATER WORKS CO INC	100604	1285 00	25,649 19	090831	1,285 00	25,892 75	(243 56)	S	-	(243 56)
PKVO	AMERICAN WATER WORKS CO INC	100929	2070 00	48,043 88	090831	1,980 00	39,897 00	6,058 02	L	-	6,058 02
PKVO	AMERICAN WATER WORKS CO INC				091112	90 00	1,823 53	265 33	S	-	265 33
PKVO	APOLLO GROUP INC CL A	100604	160 00	8,401 45	091201	160 00	8,925 42	(523 97)	S	-	(523 97)
PKVO	APOLLO GROUP INC CL A	100929	830 00	41,673 42	091201	830 00	46,300 64	(4,627 22)	S	-	(4,627 22)
PKVO	APOLLO GROUP INC CL A	101104	165 00	5,861 53	091201	165 00	9,204 34	(3,342 81)	S	-	(3,342 81)
PKVO	APOLLO GROUP INC CL A	101104	1915 00	67,755 76	091201	1,040 00	58,015 26	(21,218 40)	S	-	(21,218 40)
PKVO	APOLLO GROUP INC CL A				100108	430 00	26,051 72	(10,837 63)	S	-	(10,837 63)
PKVO	APOLLO GROUP INC CL A				100111	340 00	20,278 82	(8,249 08)	S	-	(8,249 08)
PKVO	APOLLO GROUP INC CL A				100826	105 00	4,459 31	(744 24)	S	-	(744 24)
PKVO	AVERY DENNISON CORP	100604	1245 00	40,848 75	090923	1,245 00	44,255 64	(3,406 89)	S	-	(3,406 89)
PKVO	AVERY DENNISON CORP	100929	675 00	25,190 57	090923	485 00	17,240 15	859 74	L	-	859 74
PKVO	AVERY DENNISON CORP				091222	190 00	7,041 82	48 86	S	-	48 86
PKVO	BAYER AG SPONSORED ADR	100929	705 00	49,102 41	090901	705 00	42,769 04	6,333 37	L	-	6,333 37
PKVO	BIOVAIL CORPORATION	100928	2250 00	41,990 63	100622	2,250 00	41,990 63	-	S	-	-
PKVO	CA INC	100604	925 00	18,240 69	100406	925 00	21,580 44	(3,339 75)	S	-	(3,339 75)
PKVO	CA INC	100929	1450 00	30,812 41	100406	1,450 00	33,828 79	(3,016 38)	S	-	(3,016 38)
PKVO	COMPUWARE CORP	100604	5410 00	43,387 46	100122	5,410 00	44,398 25	(1,010 79)	S	-	(1,010 79)
PKVO	COMPUWARE CORP	100929	7020 00	60,905 88	100122	3,000 00	24,620 10	1,408 05	S	-	1,408 05
PKVO	COMPUWARE CORP				100201	1,490 00	11,357 23	1,570 09	S	-	1,570 09
PKVO	COMPUWARE CORP				100202	1,260 00	9,508 72	1,423 10	S	-	1,423 10
PKVO	COMPUWARE CORP				100203	1,270 00	9,529 70	1,488 89	S	-	1,488 89
PKVO	COPART INC	100604	695 00	25,574 66	090831	695 00	24,597 51	977 15	S	-	977 15
PKVO	COPART INC	101215	480 00	17,823 29	090831	480 00	16,988 21	835 08	L	-	835 08
PKVO	COPART INC	101216	545 00	20,274 52	090831	545 00	19,288 69	985 83	L	-	985 83
PKVO	COPART INC	101217	560 00	20,825 87	090831	560 00	19,819 58	1,006 29	L	-	1,006 29
PKVO	COPART INC	101220	300 00	11,192 90	090831	300 00	10,617 63	575 27	L	-	575 27
PKVO	COPART INC	101221	220 00	8,197 13	090831	220 00	7,786 26	410 87	L	-	410 87
PKVO	COPART INC	101222	590 00	22,046 33	090831	590 00	20,881 34	1,164 99	L	-	1,164 99
PKVO	CROWN HOLDINGS INC	100604	1925 00	46,314 71	090831	1,925 00	47,682 25	(1,367 54)	S	-	(1,367 54)
PKVO	CROWN HOLDINGS INC	100929	1860 00	53,128 14	090831	1,860 00	46,072 20	7,055 94	L	-	7,055 94
PKVO	DEAN FOODS CO	100510	1270 00	14,288 27	100309	1,270 00	20,399 50	(6,111 23)	S	-	(6,111 23)
PKVO	DEAN FOODS CO	100929	1750 00	17,569 70	100309	1,750 00	28,109 55	(10,539 85)	S	-	(10,539 85)
PKVO	DEAN FOODS CO	101123	1720 00	12,754 27	100309	1,235 00	19,837 31	(10,679 45)	S	-	(10,679 45)
PKVO	DEAN FOODS CO				100903	485 00	5,303 04	(1,706 63)	S	-	(1,706 63)
PKVO	DEAN FOODS CO	101124	2655 00	19,656 48	100903	2,410 00	26,351 18	(8,508 57)	S	-	(8,508 57)
PKVO	DEAN FOODS CO				100907	245 00	2,649 31	(835 44)	S	-	(835 44)
PKVO	DEAN FOODS CO	101126	1185 00	8,833 67	100907	1,185 00	12,814 00	(3,980 33)	S	-	(3,980 33)
PKVO	DIAGEO PLC SPONSORED ADR	100604	905 00	56,467 96	090831	905 00	56,190 09	277 87	S	-	277 87
PKVO	DIAGEO PLC SPONSORED ADR	100929	620 00	43,064 10	090831	620 00	38,494 87	4,569 23	L	-	4,569 23

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss: Base	Gain Loss: Type	Currency Gain Loss: Base	Total Gain Loss: Base
PKVO	DIGITALGLOBE INC	100604	2385 00	63,925 73	090831	1,000 00	20,127 90	6,675 34	S	-	6,675 34
PKVO	DIGITALGLOBE INC				090901	1,385 00	27,771 19	9,351 30	S	-	9,351 30
PKVO	DIGITALGLOBE INC	100929	830 00	25,389 93	090901	830 00	16,642 66	8,747 27	L	-	8,747 27
PKVO	FMC CORP	100604	600 00	35,459 76	091119	600 00	33,792 84	1,666 92	S	-	1,666 92
PKVO	FMC CORP	100929	430 00	29,389 40	091119	430 00	24,218 20	5,171 20	S	-	5,171 20
PKVO	FMC CORP	101012	695 00	47,825 96	091119	585 00	32,948 02	7,308 36	S	-	7,308 36
PKVO	FMC CORP				091120	110 00	6,167 04	1,402 54	S	-	1,402 54
PKVO	GEN PROBE INC	100604	360 00	16,187 34	090831	360 00	13,894 85	2,292 49	S	-	2,292 49
PKVO	GEN PROBE INC	100929	605 00	29,037 69	090831	605 00	23,351 06	5,686 63	L	-	5,686 63
PKVO	GOODRICH CORP	100604	600 00	40,595 31	100129	530 00	32,819 56	3,039 63	S	-	3,039 63
PKVO	GOODRICH CORP				100205	70 00	4,322 12	414 00	S	-	414 00
PKVO	GOODRICH CORP	100914	1465 00	104,264 18	100205	1,465 00	90,455 84	13,808 34	S	-	13,808 34
PKVO	HEALTHSOUTH CORP	100604	3400 00	66,331 85	090831	3,400 00	53,144 04	13,187 81	S	-	13,187 81
PKVO	HEALTHSOUTH CORP	100929	2185 00	42,332 78	090831	2,185 00	34,152 86	8,179 92	L	-	8,179 92
PKVO	HONEYWELL INTERNATIONAL INC	100604	240 00	9,981 43	100423	240 00	11,394 12	(1,412 69)	S	-	(1,412 69)
PKVO	JOHNSON + JOHNSON	100604	560 00	32,546 64	090918	560 00	34,154 40	(1,607 76)	S	-	(1,607 76)
PKVO	JOHNSON + JOHNSON	100722	665 00	38,004 10	090918	665 00	40,558 35	(2,554 25)	S	-	(2,554 25)
PKVO	JOHNSON + JOHNSON	100929	570 00	35,521 79	090918	570 00	34,764 30	757 49	L	-	757 49
PKVO	LABORATORY CRP OF AMER HLDGS	100308	330 00	23,809 59	090831	330 00	23,027 40	782 19	S	-	782 19
PKVO	LABORATORY CRP OF AMER HLDGS	100604	410 00	31,130 77	090831	410 00	28,609 80	2,520 97	S	-	2,520 97
PKVO	LABORATORY CRP OF AMER HLDGS	100825	330 00	25,081 88	090831	330 00	23,027 40	2,054 48	S	-	2,054 48
PKVO	LABORATORY CRP OF AMER HLDGS	100826	325 00	24,562 07	090831	325 00	22,678 50	1,883 57	S	-	1,883 57
PKVO	LABORATORY CRP OF AMER HLDGS	100827	325 00	24,308 38	090831	325 00	22,678 50	1,629 88	S	-	1,629 88
PKVO	MCGRAW HILL COMPANIES INC	100510	2140 00	60,159 52	090831	2,140 00	71,732 80	(11,573 28)	S	-	(11,573 28)
PKVO	MEDTRONIC INC	100604	880 00	33,888 22	090831	880 00	33,624 80	263 42	S	-	263 42
PKVO	MEDTRONIC INC	100929	495 00	16,473 32	090831	495 00	18,913 95	(2,440 63)	L	-	(2,440 63)
PKVO	MEDTRONIC INC	101214	2450 00	88,766 89	090831	1,765 00	67,440 65	(3,492 26)	L	-	(3,492 26)
PKVO	MEDTRONIC INC				091112	685 00	27,362 25	(2,543 75)	L	-	(2,543 75)
PKVO	MEDTRONIC INC	101215	920 00	33,055 13	091112	920 00	36,749 31	(3,694 18)	L	-	(3,694 18)
PKVO	NII HOLDINGS	100816	275000 00	275,000 00	090915	210,000 00	205,800 00	4,200 00	S	-	4,200 00
PKVO	NII HOLDINGS				090915	65,000 00	63,700 00	1,300 00	S	-	1,300 00
PKVO	NALCO HOLDING CO	100604	2255 00	47,444 39	090831	2,255 00	40,174 85	7,269 54	S	-	7,269 54
PKVO	NESTLE SA SPONS ADR FOR REG	100308	1040 00	51,106 82	090901	1,040 00	42,949 09	8,157 73	S	-	8,157 73
PKVO	NESTLE SA SPONS ADR FOR REG	100604	945 00	43,289 71	090901	945 00	39,025 85	4,263 86	S	-	4,263 86
PKVO	NESTLE SA SPONS ADR FOR REG	100901	1260 00	65,866 01	090901	910 00	37,580 45	9,989 45	S	-	9,989 45
PKVO	NESTLE SA SPONS ADR FOR REG				090925	350 00	14,970 59	3,325 52	S	-	3,325 52
PKVO	NESTLE SA SPONS ADR FOR REG	100929	390 00	20,946 54	090925	320 00	13,687 39	3,499 51	L	-	3,499 51
PKVO	NESTLE SA SPONS ADR FOR REG				091112	70 00	3,281 79	477 85	S	-	477 85
PKVO	NV ENERGY INC	100120	2725 00	33,622 26	090831	2,725 00	33,040 35	581 91	S	-	581 91
PKVO	NV ENERGY INC	100121	2120 00	26,050 64	090831	2,120 00	25,704 79	345 85	S	-	345 85
PKVO	NV ENERGY INC	100122	765 00	9,229 15	090831	765 00	9,275 55	(46 40)	S	-	(46 40)
PKVO	NV ENERGY INC	100125	870 00	10,404 28	090831	870 00	10,548 66	(144 38)	S	-	(144 38)
PKVO	NV ENERGY INC	100126	400 00	4,782 33	090831	400 00	4,849 96	(67 63)	S	-	(67 63)
PKVO	NV ENERGY INC	100128	770 00	9,015 04	090831	770 00	9,336 17	(321 13)	S	-	(321 13)
PKVO	NV ENERGY INC	100201	2265 00	26,102 20	090831	2,265 00	27,462 90	(1,360 70)	S	-	(1,360 70)
PKVO	OCCIDENTAL PETROLEUM CORP	100604	825 00	65,899 88	090831	825 00	60,060 75	5,839 13	S	-	5,839 13
PKVO	OCCIDENTAL PETROLEUM CORP	100929	850 00	64,724 36	090831	825 00	60,060 74	2,759 96	L	-	2,759 96

Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss: Base	Gain Loss: Type	Currency Gain Loss: Base	Total Gain Loss: Base
PKVO	OCCIDENTAL PETROLEUM CORP				091112	25 00	2,066 17	(162 51)	S	-	(162 51)
PKVO	QEP RESOURCES INC	100729	3960 00	128,509 32	090831	2,100 00	47,035 88	21,113 00	S	-	21,113 00
PKVO	QEP RESOURCES INC				091112	1,195 00	33,994 54	4,785 42	S	-	4,785 42
PKVO	QEP RESOURCES INC				100629	665 00	20,134 57	1,445 91	S	-	1,445 91
PKVO	QUESTAR CORP	100604	1460 00	65,848 82	090831	1,460 00	49,170 03	16,678 79	S	-	16,678 79
PKVO	QUESTAR CORP	100929	1565 00	27,167 93	090831	1,565 00	17,653 30	9,514 63	L	-	9,514 63
PKVO	QWEST CAP FDG INC	100309	240000 00	239,100 00	090915	240,000 00	244,200 00	(5,100 00)	S	-	(5,100 00)
PKVO	REPUBLIC SERVICES INC	100604	2265 00	65,616 38	090831	2,265 00	58,006 65	7,609 73	S	-	7,609 73
PKVO	REPUBLIC SERVICES INC	100929	1045 00	31,767 46	090831	1,045 00	26,762 45	5,005 01	L	-	5,005 01
PKVO	SAFEWAY INC	100604	1385 00	29,853 17	090910	1,385 00	27,476 60	2,376 57	S	-	2,376 57
PKVO	SAFEWAY INC	100929	950 00	19,930 66	090910	950 00	18,846 77	1,083 89	L	-	1,083 89
PKVO	SAFEWAY INC	101207	2130 00	44,847 03	090910	105 00	2,083 06	127 71	L	-	127 71
PKVO	SAFEWAY INC				090911	1,415 00	28,438 39	1,354 36	L	-	1,354 36
PKVO	SAFEWAY INC				090914	610 00	12,322 12	521 39	L	-	521 39
PKVO	SCHOOL SPECIALTY INC	100727	300000 00	300,000 00	090918	300,000 00	292,747 50	7,252 50	S	-	7,252 50
PKVO	SEMPRA ENERGY	100604	555 00	25,068 92	090831	555 00	27,872 10	(2,803 18)	S	-	(2,803 18)
PKVO	SEMPRA ENERGY	100628	3295 00	160,536 93	090831	1,835 00	92,153 70	(2,749 98)	S	-	(2,749 98)
PKVO	SEMPRA ENERGY				091102	1,350 00	67,357 58	(1,583 72)	S	-	(1,583 72)
PKVO	SEMPRA ENERGY				100225	110 00	5,514 62	(155 27)	S	-	(155 27)
PKVO	SYMETRA FINANCIAL CORP	100604	1750 00	22,156 20	100121	1,455 00	17,460 00	961 30	S	-	961 30
PKVO	SYMETRA FINANCIAL CORP				100122	295 00	3,824 91	(90 01)	S	-	(90 01)
PKVO	TELEFLEX INC	100604	860 00	47,537 07	090831	860 00	39,018 72	8,518 35	S	-	8,518 35
PKVO	TELEFLEX INC	100929	295 00	16,928 82	090831	295 00	13,384 33	3,544 49	L	-	3,544 49
PKVO	TRANSATLANTIC HOLDINGS INC	100604	515 00	23,699 89	090831	515 00	25,158 57	(1,458 68)	S	-	(1,458 68)
PKVO	TRANSATLANTIC HOLDINGS INC	100929	660 00	33,583 20	090831	660 00	32,242 06	1,341 14	L	-	1,341 14
PKVO	UNILEVER N V	100604	1640 00	44,883 91	090831	1,640 00	45,897 04	(1,013 13)	S	-	(1,013 13)
PKVO	UNILEVER N V	100929	1335 00	40,009 27	090831	1,335 00	37,361 31	2,647 96	L	-	2,647 96
PKVO	VALEANT PHARMACEUTICALS INTE	100929	2265 00	58,322 76	090831	2,265 00	32,987 17	25,335 59	L	-	25,335 59
PKVO	VALEANT PHARMACEUTICALS INTE	101007	0 50	12 71	090831	0 50	7 25	5 46	L	-	5 46
PKVO	VALEANT PHARMACEUTICALS INTE	100604	1415 00	64,871 41	090831	1,415 00	36,700 57	28,170 84	S	-	28,170 84
PKVO	VALEANT PHARMACEUTICALS INTE	100928	3220 00	83,516 50	090831	3,220 00	83,516 50	-	L	-	-
PKVO	VERISIGN INC	100604	2530 00	72,645 95	090831	2,530 00	53,686 60	18,959 35	S	-	18,959 35
PKVO	VERISIGN INC	100709	1505 00	40,696 77	090831	1,505 00	31,936 10	8,760 67	S	-	8,760 67
PKVO	VERISIGN INC	100728	1130 00	32,159 93	090831	1,130 00	23,978 60	8,181 33	S	-	8,181 33
PKVO	VERISIGN INC	100929	400 00	12,599 78	090831	400 00	8,488 00	4,111 78	L	-	4,111 78
PKVO	VERISIGN INC	101202	565 00	19,842 06	090831	110 00	2,334 20	1,528 86	L	-	1,528 86
PKVO	VERISIGN INC				091112	455 00	10,503 27	5,475 73	L	-	5,475 73
PKVO	VERISIGN INC	101203	725 00	25,287 93	091112	725 00	16,735 97	8,551 96	L	-	8,551 96
PKVO	VERISIGN INC	101206	610 00	21,315 41	091112	610 00	14,081 30	7,234 11	L	-	7,234 11
PKVO	VERISIGN INC	101207	1090 00	38,271 76	091112	1,090 00	25,161 67	13,110 09	L	-	13,110 09
PKVO	WATERS CORP	100201	1200 00	68,446 28	090831	1,200 00	60,396 00	8,050 28	S	-	8,050 28
PKVO	WEBSENSE INC	100604	2095 00	43,818 90	090831	2,095 00	31,933 25	11,885 65	S	-	11,885 65
PKVO	WEBSENSE INC	100929	450 00	8,190 36	090831	450 00	6,859 17	1,331 19	L	-	1,331 19
PKVO	WILLIAMS COS INC	100604	1380 00	27,254 53	100106	1,380 00	30,837 62	(3,583 09)	S	-	(3,583 09)
PKVO	WILLIAMS COS INC	100929	3480 00	66,118 87	100106	3,480 00	77,764 43	(11,645 56)	S	-	(11,645 56)
PKVO Total				4,993,106.52			4,707,445.85	285,660.67		-	285,660.67

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Fund	Security Description	Trade Date	Shrs	BASE - USD Sell Net Proceeds: (Net Amt - Interest)	Buy Trd Dt	Shares/Par	ID Cost Base	Security Gain Loss: Base	Gain Loss: Type	Currency Gain Loss: Base	Total Gain Loss: Base
	Summary PKVO										
	Short-term capital gain (loss)			3,819,324 39			3,679,399 07	139,925 32	S	-	139,925 32
	Long-term capital gain (loss)			1,173,782 13			1,028,046 78	145,735 35	L	-	145,735 35
				4,993,106 52			4,707,445 85	285,660 67		-	285,660 67

Fund	Security Name	Shares/Par Value	Base Total Cost	Base Market Value	Base Unrealized Gain/Loss
PKUS	EII REALTY SECURITIES FUND	691,621 02	3,191,926.97	2,738,819 24	(453,107 73)
			3,191,926.97	2,738,819.24	(453,107.73)

Fund	Security Name	Shares/Par Value	Base Total Cost	Base Market Value	Base Unrealized Gain/Loss
PKVO	AGILENT TECHNOLOGIES INC	3,810.00	102,080 94	157,848.30	55,767 36
PKVO	AMERICAN WATER WORKS CO INC	3,660 00	76,033.35	92,561 40	16,528.05
PKVO	APACHE CORP	1,000 00	88,143.96	119,230 00	31,086 04
PKVO	AVERY DENNISON CORP	2,315 00	83,376.14	98,017.10	14,640.96
PKVO	AVNET INC	2,570 00	75,563.36	84,887.10	9,323.74
PKVO	BAYER AG SPONSORED ADR	1,735.00	105,254.29	127,279.60	22,025 31
PKVO	CA INC	3,555 00	82,938 86	86,884 20	3,945 34
PKVO	CITIGROUP INC	18,075 00	82,832.73	85,494 75	2,662.02
PKVO	COMPUTER SCIENCES CORP	850 00	42,027.93	42,160.00	132 07
PKVO	COMPUWARE CORP	13,205 00	102,670.96	154,102 35	51,431 39
PKVO	CROWN HOLDINGS INC	4,305 00	109,651 25	143,700 90	34,049 65
PKVO	DIAGEO PLC SPONSORED ADR	1,765 00	114,178 28	131,192 45	17,014 17
PKVO	DIGITALGLOBE INC	2,720 00	54,539 81	86,251 20	31,711 39
PKVO	DOLLAR GEN CORP	200,000 00	220,000 00	217,500 00	(2,500.00)
PKVO	FMC CORP	550 00	30,835.20	43,939.50	13,104 30
PKVO	FIRST REPUBLIC BANK/SAN FRAN	1,925 00	51,921.03	56,056 00	4,134 97
PKVO	GEN PROBE INC	2,150 00	82,983 12	125,452 50	42,469 38
PKVO	HEALTHSOUTH CORP	5,400 00	86,830 78	111,834 00	25,003 22
PKVO	HEWLETT PACKARD CO	1,855 00	79,209 20	78,095 50	(1,113.70)
PKVO	HONEYWELL INTERNATIONAL INC	1,190.00	56,495.85	63,260 40	6,764.55
PKVO	JOHNSON + JOHNSON	1,960 00	118,297 23	121,226.00	2,928 77
PKVO	MARKS + SPENCER PLC ADR	5,185.00	60,356 93	59,627.50	(729 43)
PKVO	MICROSOFT CORP	4,520.00	120,808 30	126,198 40	5,390 10
PKVO	NALCO HOLDING CO	2,345 00	44,179 05	74,899 30	30,720 25
PKVO	NESTLE SA SPONS ADR FOR REG	1,040 00	48,758.01	61,172.80	12,414 79
PKVO	OCCIDENTAL PETROLEUM CORP	1,005.00	83,059.83	98,590.50	15,530 67
PKVO	QUALCOMM INC	1,290 00	50,337 09	63,842 10	13,505 01
PKVO	QUESTAR CORP	6,005 00	91,175.09	104,547 05	13,371.96
PKVO	REPUBLIC SERVICES INC	4,075 00	109,337.61	121,679 50	12,341.89
PKVO	SAFEWAY INC	3,780 00	76,285.15	85,012 20	8,727 05
PKVO	SYMETRA FINANCIAL CORP	5,845 00	75,735 96	80,076 50	4,340 54
PKVO	TARGA RESOURCES CORP	1,235 00	27,170.00	33,110 35	5,940 35
PKVO	TELEFLEX INC	1,495 00	67,829 04	80,445 95	12,616.91
PKVO	TRANSATLANTIC HOLDINGS INC	2,030.00	108,088.42	104,788 60	(3,299 82)
PKVO	UNILEVER N V	4,090 00	120,951.74	128,426 00	7,474 26
PKVO	VALEANT PHARMACEUTICALS INTE	5,719 00	92,512.71	161,790 51	69,277 80
PKVO	WEBSENSE INC	5,445 00	82,995 95	110,261 25	27,265.30
PKVO	WILLIAMS COS INC	4,010 00	89,629.62	99,127 20	9,497.58
PKVO	COSAN LTD CLASS A SHARES	5,900 00	51,899 94	80,358.00	28,458 06
			3,246,974.71	**3,900,926.96**	**653,952.25**

Fund	Security Name	Shares/Par Value	Base Total Cost	Base Market Value	Base Unrealized Gain/Loss
PKVN	ACE INA HLDG INC	20,000 00	21,952 80	22,424.80	472.00
PKVN	ACE INA HLDG INC	5,000.00	5,436.70	5,509.55	72.85
PKVN	ALLSTATE LIFE GBL FDG SECD	25,000.00	27,048.00	27,224.00	176.00
PKVN	AMERICA MOVIL S A DE C V	30,000 00	31,782.00	32,513.10	731.10
PKVN	AMER EXPRESS CREDIT CO	30,000.00	31,980.60	32,345 40	364 80
PKVN	BANK OF AMERICA	25,000.00	26,860 50	26,333 25	(527 25)
PKVN	BERKSHIRE HATHAWAY FIN CORP	30,000.00	32,024 40	32,269 20	244 80
PKVN	CVS CORP	30,000.00	32,216.40	30,930 30	(1,286.10)
PKVN	CANADIAN IMP BK COMM NY	10,000 00	9,988.60	9,967 10	(21.50)
PKVN	CANADIAN NATL RY CO	25,000.00	26,294 75	26,645 75	351 00
PKVN	CAPITAL ONE FINL CORP	30,000.00	31,170.60	31,049 40	(121 20)
PKVN	CITIGROUP INC	15,000 00	15,028 50	16,161 75	1,133 25
PKVN	CITIGROUP INC	10,000.00	10,197.76	10,425 10	227 34
PKVN	CITIBANK NA	70,000 00	69,869.87	70,540 40	670.53
PKVN	COCA COLA CO	20,000.00	19,954 00	19,196 80	(757.20)
PKVN	COMCAST CORP NEW	55,000 00	59,209.95	59,914 80	704 85
PKVN	CONSOLIDATED NAT GAS CO	35,000 00	37,069 20	38,057.60	988 40
PKVN	DUKE ENERGY CORP	20,000 00	19,989 00	20,589.00	600.00
PKVN	EBAY INC	15,000 00	14,968 95	14,850 15	(118.80)
PKVN	EKSPORTFINANS A/S	25,000 00	24,927.50	25,291 50	364.00
PKVN	FED HM LN PC POOL G11720	144,378 45	151,263 90	152,410 22	1,146 32
PKVN	FED HM LN PC POOL G12978	84,631 21	90,502 50	90,753.43	250 93
PKVN	FREDDIE MAC	80,000.00	81,300 08	84,214 40	2,914 32
PKVN	FREDDIE MAC	80,000.00	80,944 40	82,048 00	1,103 60
PKVN	FANNIE MAE	80,000.00	81,739.04	83,597 60	1,858.56
PKVN	FANNIE MAE	180,000 00	182,196.00	183,362 40	1,166 40
PKVN	FANNIE MAE	80,000 00	81,144 08	84,263 20	3,119 12
PKVN	FNMA POOL 734753	127,822 75	134,373 66	133,435 45	(938 21)
PKVN	FNMA POOL 888104	198,112 57	210,989 87	211,887 34	897 47
PKVN	FLORIDA PWR CORP	40,000 00	42,734 80	42,881 60	146 80
PKVN	FRANCE TELECOM	30,000 00	31,409 40	32,054 10	644 70
PKVN	FRANCE TELECOM SA	15,000 00	14,920 20	14,601 60	(318 60)
PKVN	GENERAL ELEC CO	55,000.00	58,685.10	58,793 35	108 25
PKVN	GENERAL ELEC CAP CORP	25,000 00	25,022 25	24,033 75	(988.50)
PKVN	GENERAL ELEC CAP CORP	35,000.00	35,522 20	35,740 60	218 40
PKVN	GENERAL ELEC CAP CORP	95,000.00	95,409.45	97,606 80	2,197 35
PKVN	GENERAL ELEC CAP CORP	80,000.00	80,261.60	81,716 00	1,454 40

Fund	Security Name	Shares/Par Value	Base Total Cost	Base Market Value	Base Unrealized Gain/Loss
PKVN	GENERAL MLS INC	65,000.00	70,911.75	69,967.30	(944 45)
PKVN	GOLDMAN SACHS GROUP INC	15,000.00	14,982 30	15,283.65	301 35
PKVN	GOLDMAN SACHS GROUP INC	50,000 00	52,916.45	53,263 50	347.05
PKVN	GOLDMAN SACHS GROUP	20,000 00	21,365 40	20,927 60	(437 80)
PKVN	GOLDMAN SACHS GROUP INC FDIC	80,000 00	80,685.60	80,572 00	(113.60)
PKVN	JPMORGAN CHASE + CO	80,000.00	84,828 80	85,651 20	822 40
PKVN	JPMORGAN CHASE + CO	45,000.00	44,904 60	46,570.05	1,665 45
PKVN	JPMORGAN CHASE+CO FDIC GTD TLG	80,000 00	80,940 80	81,786 40	845.60
PKVN	JPMORGAN CHASE + CO FDIC	80,000.00	81,772.32	81,844 00	71.68
PKVN	KELLOGG CO	25,000 00	26,383.00	26,535 00	152 00
PKVN	KRAFT FOODS INC	20,000.00	21,593.40	21,901.20	307 80
PKVN	LINCOLN NATL CORP IN	35,000 00	36,837 50	36,657 95	(179 55)
PKVN	MANULIFE FINANCIAL CORP	20,000.00	19,970.80	19,590 60	(380 20)
PKVN	METLIFE INC	40,000.00	42,377 40	42,833 20	455 80
PKVN	METLIFE INC	35,000.00	37,494 10	37,924 60	430 50
PKVN	MICROSOFT CORP	15,000 00	14,934.15	14,628 45	(305 70)
PKVN	MIDAMERICAN ENERGY HLDGS CO	20,000.00	21,711 40	21,579 20	(132 20)
PKVN	MORGAN STANLEY GROUP INC	55,000 00	58,632.75	55,917 40	(2,715.35)
PKVN	MORGAN STANLEY GROUP INC	45,000 00	47,256 75	47,952 90	696.15
PKVN	NORTHROP GRUMMAN CORP	30,000 00	31,978.20	30,210.30	(1,767.90)
PKVN	PHILIP MORRIS INTL INC	35,000 00	37,267 65	37,889 25	621 60
PKVN	PRUDENTIAL FINL INC	20,000.00	21,126 00	20,668 00	(458 00)
PKVN	PRUDENTIAL FINANCIAL INC	15,000 00	14,997.45	15,567.15	569 70
PKVN	RIO TINTO FIN USA LTD	15,000.00	14,987 85	14,436 15	(551 70)
PKVN	ROGERS WIRELESS INC	55,000 00	60,946 12	61,798 00	851 88
PKVN	SBC COMMUNICATIONS INC	45,000.00	48,536 10	47,374 20	(1,161 90)
PKVN	SHELL INTERNATIONAL FIN	20,000 00	21,154 60	21,282 00	127 40
PKVN	STATE STR CORP FDIC GTD	80,000 00	81,024 80	81,671 20	646 40
PKVN	THOMSON CORP	25,000 00	26,638 75	27,260.25	621 50
PKVN	TIME WARNER CABLE INC	85,000 00	90,916 85	90,238 55	(678 30)
PKVN	TYCO INTERNATIONAL FINAN	25,000.00	25,517 15	26,509 75	992 60
PKVN	US CENTRAL FEDERAL CRED	90,000.00	89,954 10	90,642 60	688 50
PKVN	US BANCORP	80,000 00	81,000.00	81,324 00	324.00
PKVN	US TREASURY N/B	100,000 00	99,847.66	101,449 00	1,601 34
PKVN	US TREASURY N/B	820,000 00	820,644 53	824,419 80	3,775 27
PKVN	US TREASURY N/B	175,000 00	174,774 41	176,018 50	1,244.09
PKVN	US TREASURY N/B	405,000.00	406,977.54	408,276 45	1,298 91

Fund	Security Name	Shares/Par Value	Base Total Cost	Base Market Value	Base Unrealized Gain/Loss
PKVN	US TREASURY N/B	230,000.00	230,817.58	231,886 00	1,068.42
PKVN	US TREASURY N/B	240,000 00	242,153.52	239,232.00	(2,921.52)
PKVN	WI TREASURY SEC	265,000.00	264,969 92	257,110 95	(7,858 97)
PKVN	US TREASURY N/B	25,000.00	24,887.70	24,295 00	(592.70)
PKVN	WI TREASURY N/B	145,000.00	143,420.21	143,969 05	548 84
PKVN	VERIZON COMMUNICATIONS INC	40,000.00	41,230.80	40,217 60	(1,013 20)
PKVN	VERIZON COMMUNICATIONS INC	55,000.00	58,107.50	58,487 55	380 05
PKVN	VODAFONE GROUP PLC NEW	15,000 00	16,046.10	15,728 40	(317.70)
PKVN	WELLS FARGO + COMPANY	80,000.00	80,933 60	81,839.20	905 60
PKVN	WYETH	40,000 00	43,720 40	43,735 20	14 80
			6,181,464.97	**6,200,561.09**	**19,096.12**

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Fund	Security Name	Shares/Par Value	Base Total Cost	Base Market Value	Base Unrealized Gain/Loss
PKUO	FAIRHOLME FUND	120,154.86	3,442,436.85	4,275,110 06	832,673.21
PKUO	OCA ASHMORE EMERGING MARKETS	2,500,000 00	2,500,000.00	2,613,505.00	113,505.00
PKUO	ODYSSEY INVESTMENT PARTNERSHIP	216,579.29	216,579.29	20,944.95	(195,634.34)
PKUO	ODYSSEY INV PTNRS FD III LP	4,287,056.11	4,287,056.11	3,698,211 81	(588,844.30)
PKUO	ODYSSEY INVESTMENT PTNRS IV	1,462,514 27	1,462,514.27	1,248,305.65	(214,208 62)
PKUO	ROBECO SAGE CAPITAL INTL	3,317.71	3,570,301.53	4,858,046 87	1,287,745 34
PKUO	TAG RELATIVE VALUE OFFSHORE FD	5,000,000 00	5,000,000.00	6,170,420 00	1,170,420.00
PKUO	VANGUARD SHORT TERM BOND INDEX	617,046.25	6,432,592.07	6,509,837 90	77,245.83
PKUO	VENTURE STAR SHANGHAI CO LTD	2,002,391 00	2,002,391 00	1,783,519 65	(218,871.35)
PKUO	YACKTMAN FOCUSED FUND/THE	185,636.32	3,065,518 12	3,282,050 05	216,531.93
			31,979,389.24	**34,459,951.94**	**2,480,562.70**

Fund	Security Name	Shares/Par Value	Base Total Cost	Base Market Value	Base Unrealized Gain/Loss
PKUZ	EII INTERNATIONAL PRPTY FUND	191,686 01	2,148,624 99	3,471,433 64	1,322,808 65
			2,148,624.99	3,471,433.64	1,322,808 65

Part XV - line 3a - Grants and Contributions Paid During the Year

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
Am Fr of the Rambam Medical Center 521 Fifth Avenue - Suite 1723 New York, NY 10175	N/A	Public	Medical clinical	50,000
American Society of the French Legion of Honor 22 East 60th Street New York, NY 10022	N/A	Public	Community service	1,000
Caritas Seniorenheim St. Gunter Geyersberger Strasse 36 94078 Freyung, Germany	N/A	Public	Medical clinical	5,000
Citta 30 Central Park South, Suite 13A New York, NY 10019	N/A	Public	Medical clinical	5,000
Congregation of the Holy Ghost 6230 Brush Rund Road Bethel Park, PA 15102-2214	N/A	Public	Interreligious understanding	3,000
Congregation Shearith Israel 8 West 70th Street New York, NY 10023	N/A	Public	Museums & cultural	4,500
Danbury Police Department 375 Main Street Danbury, CT 06810	N/A	Public	Community service	1,000
Danbury Regional Child Advocacy Center 268 Main Street Danbury, CT 06810	N/A	Public	Children's program	30,000
Digital Heritage Mapping, Inc 304 Newberry Street - No 311 Boston, MA 02115	N/A	Public	Museums & cultural	10,000
Finsterau Fire Department Museumstrasse 43 94151 Mauth, Germany	N/A	Public	Community service	1,000
Friends of Ridgefield Community Programs, Inc (CHIRP) 400 Main Street Ridgefield, CT 06877	N/A	Public	Museums & cultural	1,300
Fund For Global Human Rights 1666 Connecticut Avenue N.W - Suite 410 Washington, DC 20009	N/A	Public	Relief of disadvantaged	10,000

Part XV - line 3a - Grants and Contributions Paid During the Year

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
Green Chimneys 400 Doansburg Rd , Box 719 Brewster, NY 10509	N/A	Public	Children's program	1,000
Hadassah 50 West 58th Street New York, NY 10019	N/A	Public	Medical clinical	225,000
Hebrew University, Inc. 1 Battery Park Plaza, 25th Fl. New York, NY 10004-1405	N/A	Public	Education and libraries	325,000
Israel Guide Dog Center 732 S. Settlers Circle Warrington, PA 18976	N/A	Public	Community service	5,000
Israel Museum 500 Fifth Avenue, Suite 2450 New York, NY 10110	N/A	Public	Museums & cultural	30,000
JDC Haiti Earthquake Relief 711 Third Avenue New York, NY 10017	N/A	Public	Relief of disadvantaged	10,000
Jericho Partnership, Inc 13 Rose Street Danbury, CT 06810	N/A	Public	Relief of disadvantaged	10,000
Kannerduerf Village d'Enfants Rue Hermann Gmeiner 10 L-7534 Mersch, Luxembourg	N/A	Public	Community service	15,000
Kannerland Letzebuerg, Centre d'Accueil Kannerland 59a, av. Victor Hugo L-1750 Luxembourg	N/A	Public	Relief of disadvantaged	40,000
Lincoln Center Corporate Fund 70 Lincoln Center Plaza - 9th Floor New York, NY 10023	N/A	Public	Museums & cultural	10,000
Lower East Side Tenement Museum 91 Orchard Street New York, NY 10002	N/A	Public	Museums & cultural	5,000
Luxembourg American Chamber of Commerce 17 Beekman Avenue New York, NY 10022	N/A	Public	Museums & cultural	10,400

Part XV - line 3a - Grants and Contributions Paid During the Year

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
Luxembourg Heritage Society 180 North LaSalle Street, Suite 1400 Chicago, IL 60601	N/A	Public	Museums & cultural	21,000
Mapendo International, Inc. 689 Massachusetts Avenue - 2nd Floor Cambridge, MA 02139	N/A	Public	Relief of disadvantaged	75,000
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028-0198	N/A	Public	Museums & cultural	3,000
Musee d'Art Moderne (MUDAM) 3, Park Drai Eechelen L-1499, Luxembourg	N/A	Public	Museums & cultural	13,600
National Marfan Foundation 22 Manhasset Avenue Port Washington, NY 11050	N/A	Public	Medical research	5,000
Pfarr-Caritasverein Mauth e V Gemeinde Mauth, Giesekstrasse 2 94151 Mauth, Germany	N/A	Public	Children's program	5,000
Ridgefield Chorale P O. Box 686 Ridgefield, CT 06877	N/A	Public	Children's program	2,000
Ridgefield Community Center 316 Main Street Ridgefield, CT 06877	N/A	Public	Community service	10,000
Ridgefield Operation for Animal Rescue 45 South Street Ridgefield, CT 06877	N/A	Public	Community service	4,000
Ridgefield Police Department 76 East Ridge Ridgefield, CT 06877	N/A	Public	Community service	15,000
Ridgefield Sunrise Cottage 6 Sunset Lane, P.O. Box 486 Ridgefield, CT 06877	N/A	Public	Relief of disadvantaged	10,000
Rogosin Institute 505 East 70th Street New York, NY 10021	N/A	Public	Medical research	75,000

Part XV - line 3a - Grants and Contributions Paid During the Year

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
Sacred Heart University 5151 Park Avenue Fairfield, CT 06432-1000	N/A	Public	Education	300,000
SCAN New York 207 East 27th Street New York, NY 10016	N/A	Public	Children's program	40,000
Shelter of the Cross 18 Aaron Samuels Blvd. Danbury, CT 06810-7735	N/A	Public	Relief of disadvantaged	3,000
SV Finsterau 1957 e V Auenweg 1 94151 Mauth, Germany	N/A	Public	Community service	10,000
Tufts University Medford, MA 02111	N/A	Public	Education	1,000,000
Waldgeschichtliches Museum Klosterallee 4 94568 St. Oswald, Germany	N/A	Public	Museums & cultural	10,000
Weizmann Institute of Science 633 Third Avenue New York, NY 10017	N/A	Public	Medical research	355,000
Women's Center of Greater Danbury 2 West Street Danbury, CT 06810	N/A	Public	Relief of disadvantaged	15,000
World Wildlife Fund 1250 24th Street NW Washington, DC 20037-1132	N/A	Public	Museums & cultural	10,000
Total				2,789,800

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (*e-file*). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs.gov/efile* and click on *e-file for Charities & Nonprofits*

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

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

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

Type or print	Name of exempt organization THE LEIR FOUNDATION, INC.	**Employer identification number** 06-1466481
File by the due date for filing your return See instructions.	Number, street, and room or suite no If a P O. box, see instructions 570 LEXINGTON AVENUE, 33RD FLOOR	
	City, town or post office, state, and ZIP code For a foreign address see instructions NEW YORK, NY 10022	

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-T (corporation)	07
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

- The books are in the care of ▶ ARTHUR S. HOFFMAN

Telephone No. ▶ 212 750-9330 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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 11 , to file the exempt organization return for the organization named above The extension is for the organization's return for:
▶ [X] calendar year 20 10 or
▶ [ ] tax year beginning ______, 20___, and ending ______, 20___

2 If the tax year entered in line 1 is for less than 12 months, check reason [ ] Initial return [ ] Final return [ ] Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 35,000.
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	3b	$ 15,000.
c	**Balance Due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 20,000.

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

For Paperwork Reduction Act Notice, see Instructions. Form **8868** (Rev 1-2011)