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Form **990-PF**

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

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

For calendar year 2010, or tax year beginning

, and ending

G Check all that apply

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

Name of foundation

THE BFF FOUNDATION INC.

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

1428 36TH STREET

Room/suite

200

City or town, state, and ZIP code

BROOKLYN**NY 11218**H Check type of organization ☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col (c),

line 16) **\$ 29,208,055** (Part I, column (d) must be on cash basis)

J Accounting method

☐ Cash ☒ Accrual☐ Other (specify)

A Employer identification number

11-3261912

B Telephone number (see page 10 of the instructions)

718-975-5303C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the
85% test, check here and attach computation ☐E If private foundation status was terminated under
section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here ☐**Part I**Analysis of Revenue and Expenses (The total of
amounts in columns (b), (c), and (d) may not necessarily equal
the amounts in column (a) (see page 11 of the instructions))(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

Revenue

- 1 Contributions, gifts, grants, etc., received (attach schedule)
- 2 Check ☒ if the foundation is not required to attach Sch B
- 3 Interest on savings and temporary cash investments **475,824**
- 4 Dividends and interest from securities **488,360**
- 5a Gross rents
- b Net rental income or (loss)
- 6a Net gain or (loss) from sale of assets not on line 10 **200,049**
- b Gross sales price for all assets on line 6a **3,717,767**
- 7 Capital gain net income (from Part IV, line 2)
- 8 Net short-term capital gain
- 9 Income modifications
- 10a Gross sales less returns & allowances
- b Less Cost of goods sold
- c Gross profit or (loss) (attach schedule)
- 11 Other income (attach schedule) **STMT 1** **75**
- 12 Total. Add lines 1 through 11 **1,164,308**

475,824**475,824****475,824****488,360****488,360****488,360****200,049****200,049****60,678****75****75****1,164,308****1,164,233****1,024,937**

Operating and Administrative Expenses

- 13 Compensation of officers, directors, trustees, etc
- 14 Other employee salaries and wages
- 15 Pension plans, employee benefits
- 16a Legal fees (attach schedule) **SEE STMT 2** **15,564**
- b Accounting fees (attach schedule)
- c Other professional fees (attach schedule)
- 17 Interest **58,500**
- 18 Taxes (attach schedule) (see page 14 of the instructions) **STMT 3** **12,069**
- 19 Depreciation (attach schedule) and depletion
- 20 Occupancy
- 21 Travel, conferences, and meetings
- 22 Printing and publications
- 23 Other expenses (att sch) **STMT 4** **35,589**
- 24 Total operating and administrative expenses.
Add lines 13 through 23 **121,722**
- 25 Contributions, gifts, grants paid **1,437,239**
- 26 Total expenses and disbursements. Add lines 24 and 25 **1,558,961**

0**15,564****15,564****58,500****58,500****12,069****35,589****35,589****121,722****109,653****0****0****1,437,239****0****1,437,239****1,558,961****109,653****0****1,437,239**

27 Subtract line 26 from line 12.

a Excess of revenue over expenses and disbursements **-394,653**

b Net investment income (if negative, enter -0-)

1,054,580

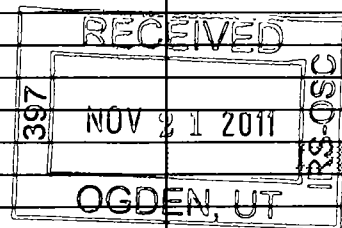
c Adjusted net income (if negative, enter -0-)

1,024,937

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

Form **990-PF** (2010)

DAA



Part II Balance Sheets

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

			Beginning of year			End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing						
	2	Savings and temporary cash investments	11,349,760	10,730,887	10,730,887			
	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 (att schedule) ▶ SEE WRK 5,142,000						
		Less allowance for doubtful accounts ▶ 0	5,115,000	5,142,000	5,142,000			
	8	Inventories for sale or use						
	9	Prepaid expenses and deferred charges						
	10a	Investments—U S and state government obligations (attach schedule) STMT 5		818,118	818,118			
	b	Investments—corporate stock (attach schedule) SEE STMT 6	4,386,279	4,730,187	4,730,187			
	c	Investments—corporate bonds (attach schedule) SEE STMT 7	8,372,183	7,786,863	7,786,863			
	11	Investments—land, buildings, and equipment basis ▶						
Liabilities		Less accumulated depreciation (attach sch) ▶						
	12	Investments—mortgage loans						
	13	Investments—other (attach schedule)						
	14	Land, buildings, and equipment basis ▶						
		Less accumulated depreciation (attach sch) ▶						
	15	Other assets (describe ▶ SEE STATEMENT 8)	2,678					
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	29,225,900	29,208,055	29,208,055			
	17	Accounts payable and accrued expenses	750	9,390				
	18	Grants payable						
	19	Deferred revenue						
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons						
	21	Mortgages and other notes payable (attach schedule)						
	22	Other liabilities (describe ▶ SEE STATEMENT 9)	754,954	726,532				
	23	Total liabilities (add lines 17 through 22)	755,704	735,922				
		Foundations that follow SFAS 117, check here ▶ ☐						
	24	Unrestricted						
	25	Temporarily restricted						
	26	Permanently restricted						
		Foundations that do not follow SFAS 117, check here ▶ ☒						
		and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds						
	28	Paid-in or capital surplus, or land, bldg, and equipment fund						
	29	Retained earnings, accumulated income, endowment, or other funds	28,470,196	28,472,133				
	30	Total net assets or fund balances (see page 17 of the instructions)	28,470,196	28,472,133				
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	29,225,900	29,208,055				

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	28,470,196
2	Enter amount from Part I, line 27a	2	-394,653
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 10	3	396,590
4	Add lines 1, 2, and 3	4	28,472,133
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	28,472,133

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(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	1,212,390		1,097,947	114,443
b	1,318,966		1,258,288	60,678
c	1,180,000		1,161,483	18,517
d	5,075			5,075
e	1,336			1,336

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				114,443
b				60,678
c				18,517
d				5,075
e				1,336

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	200,049
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	60,678

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	1,158,044	28,799,817	0.040210
2008	1,384,841	23,570,188	0.058754
2007	1,329,430	28,180,851	0.047175
2006	402,329	27,166,984	0.014809
2005	709,494	15,254,108	0.046512

2	Total of line 1, column (d)	2	0.207460
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	0.041492
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	29,056,747
5	Multiply line 4 by line 3	5	1,205,623
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,546
7	Add lines 5 and 6	7	1,216,169
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	1,437,239

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 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	10,546
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	10,546
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	10,546
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,801
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	12,801
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	110
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,145
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 2,145 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► ROTH AND COMPANY 1428 36TH ST Located at ► BROOKLYN NY Telephone no ► 718-236-1600 ZIP+4 ► 11218			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	15		
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	
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?	N/A	
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? If "Yes," list the years ► 20 , 20 , 20 , 20	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions)	N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ 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)	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No

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

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

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

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

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

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

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

If "Yes" to 6b, file Form 8870

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (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
JOSEPH BISTRITZKY 4625 POST AVENUE MIAMI BEACH FL 33140	PRESIDENT 5.00	0	0	0
SHEILA BISTRITZKY 4625 POST AVENUE MIAMI BEACH FL 33140	TREASURER 5.00	0	0	0
YEHUDIS GOLD 1078 EAST 26TH STREET BROOKLYN NY 11210	SECRETARY 1.00	0	0	0

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

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

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

0

Form 990-PF (2010) **THE BFF FOUNDATION INC.****11-3261912**Page **7****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."**

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

Total number of others receiving over \$50,000 for professional services ▶**Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 ▶	

Form **990-PF** (2010)

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	12,308,743
b	Average of monthly cash balances	1b	12,045,993
c	Fair market value of all other assets (see page 25 of the instructions)	1c	5,144,500
d	Total (add lines 1a, b, and c)	1d	29,499,236
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	29,499,236
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	442,489
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	29,056,747
6	Minimum investment return. Enter 5% of line 5	6	1,452,837

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	1,452,837
2a	Tax on investment income for 2010 from Part VI, line 5	2a	10,546
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,546
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,442,291
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,442,291
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	1,442,291

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	1,437,239
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,437,239
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	10,546
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,426,693

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				1,442,291
2 Undistributed income, if any, as of the end of 2010.				
a Enter amount for 2009 only			1,374,560	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2010.				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e				
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,437,239				
a Applied to 2009, but not more than line 2a			1,374,560	
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				62,679
e Remaining amount distributed out of corpus				
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				
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				1,379,612
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the 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))

N/A

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 ☒ 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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE STATEMENT 11				1,437,239
Total			▶ 3a	1,437,239
b Approved for future payment N/A				
Total			▶ 3b	

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

- 1** Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?
- a** Transfers from the reporting foundation to a noncharitable exempt organization of
- (1) Cash
- (2) Other assets
- b** Other transactions
- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

- b** If "Yes," complete the following schedule

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

**Sign
Here**

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

Signature of officer or trustee

Date _____

DIRECTOR

Title

Paid
Preparer
Use Only

Print/Type preparer's name _____

Preparer's signature

Date _____

Check ☐ if
self-employed

HESHY KATZ

HESHY KATZ

11/11/11

Firm's name ► **ROTH & COMPANY, LLP**

PTIN P00841428

Firm's address ► 1428 36TH STREET, SUITE 200
BROOKLYN, NY 11218

Firm's EIN ► **11-3360065**

Phone no **718-236-1600**

Form **990-PF** (2010)

Other Notes and Loans Receivable

Forms
990 / 990-PF**2010**

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

Name

Employer Identification Number

THE BFF FOUNDATION INC.**11-3261912****FORM 990-PF, PART II, LINE 7 - ADDITIONAL INFORMATION**

Name of borrower	Relationship to disqualified person
(1) FOREMOST REALTY	NONE
(2) MOSDOS SANZ KLAUZENBERG	NONE
(3) SHAULSON	NONE
(4) RDMSC (LAKEWOOD) JACK SEGAL ESQ.	NONE
(5) AGUDAH ISRAEL OF MADISON	NONE
(6) RACHMIM V'CHAIM	NONE
(7) RACHMIM V'CHAIM	NONE
(8)	
(9)	
(10)	

Original amount borrowed	Date of loan	Maturity date	Repayment terms	Interest rate
(1) 3,000,000	04/30/09	04/30/12	INT SEMI-ANNU PRINC @ TERM	10.000
(2) 650,000	04/17/08	06/01/11	AT MATURITY	9.000
(3) 720,000	07/16/09	12/31/10	QUARTERLY	2.000
(4) 1,400,000	11/03/09	11/03/10	LUMP SUM	13.000
(5) 60,000	06/13/07		ON DEMAND	0.000
(6) 24,000	09/07/08	09/07/10	1000/MONTH	0.000
(7) 48,000	06/02/10		2000/MONTH	0.000
(8)				
(9)				
(10)				

Security provided by borrower	Purpose of loan
(1) MORTGAGE & PERSONAL GUARANTEE	INVESTMENT
(2)	INVESTMENT
(3) INVENTORY & A/R	INVESTMENT
(4) 1ST MORTGAGE	INVESTMENT
(5)	CHARITY
(6)	CHARITY
(7)	CHARITY
(8)	
(9)	
(10)	

Consideration furnished by lender	Balance due at beginning of year	Balance due at end of year	Fair market value (990-PF only)
(1) NONE	3,000,000	3,000,000	3,000,000
(2) NONE	650,000	650,000	650,000
(3) NONE	50,000	50,000	50,000
(4) NONE	1,400,000	1,400,000	1,400,000
(5) NONE	6,000	6,000	6,000
(6) NONE	9,000		
(7) NONE		36,000	36,000
(8)			
(9)			
(10)			
Totals	5,115,000	5,142,000	5,142,000

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Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
LAWSUIT INCOME	\$ 75	\$	\$ 75
TOTAL	\$ 75	\$ 0	\$ 75

Statement 2 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$ 15,564	\$ 15,564	\$	\$
TOTAL	\$ 15,564	\$ 15,564	\$ 0	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL TAXES	\$ 11,319	\$	\$	\$
STATE TAXES	750			
TOTAL	\$ 12,069	\$ 0	\$ 0	\$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES	\$	\$	\$	\$
BANK CHARGES	70	70		
INVESTMENT EXPENSES	35,519	35,519		
TOTAL	\$ 35,589	\$ 35,589	\$ 0	\$ 0

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Statement 5 - Form 990-PF, Part II, Line 10a - US and State Government Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SANFORD BERNSTEIN	\$	\$ 818,118	MARKET	\$ 818,118
TOTAL	\$ 0	\$ 818,118		\$ 818,118

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SANFORD BERNSTEIN	\$ 4,386,279	\$ 4,730,187	MARKET	\$ 4,730,187
TOTAL	\$ 4,386,279	\$ 4,730,187		\$ 4,730,187

Statement 7 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SANFORD BERNSTEIN	\$ 2,215,121	\$ 1,023,001	MARKET	\$ 1,023,001
SANFORD BERNSTEIN	6,157,062	6,763,862	MARKET	6,763,862
TOTAL	\$ 8,372,183	\$ 7,786,863		\$ 7,786,863

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Statement 8 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
PREPAID TAXES	\$ 2,678	\$	\$
TOTAL	\$ 2,678	\$ 0	\$ 0

Statement 9 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
QUALIFIED NON INTEREST LOAN	\$ 754,954	\$ 726,532
TOTAL	\$ 754,954	\$ 726,532

Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
UNREALIZED GAIN	\$ 396,590
TOTAL	\$ 396,590

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11-3261912
FYE: 12/31/2010

Federal Statements

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
ADL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	50
AGUDATH BENEVOLENT SOCIET			TAX EXEMPT	TO FURTHER JEWISH CAUSES	5,072
AGUDATH ISRAEL OF AMERICA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	144
AGUDATH ISRAEL OF MADISON			TAX EXEMPT	TO FURTHER JEWISH CAUSES	18,000
AMERICAN COMMITTEE FOR SH			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
AMERICAN FRIENDS OF CHASD			TAX EXEMPT	TO FURTHER JEWISH CAUSES	12,750
AMERICAN FRIENDS OF MAGEN			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
AMERICAN FRIENDS OF TZOHA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	50
AMERICAN SOCIETY FOR YAD			TAX EXEMPT	TO FURTHER JEWISH CAUSES	36
ANTI DEFAMATION LEAGUE			TAX EXEMPT	TO FURTHER JEWISH CAUSES	18
BAIS CHAYA MUSHKA SCHOOL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	5,000
BAYIT LAYELED			TAX EXEMPT	TO FURTHER JEWISH CAUSES	50
BETH JACOB DAY SCHOOL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	11,420
BOBBIE'S PLACE			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,800
CAMERA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
CAMP BNOSEINU			TAX EXEMPT	TO FURTHER JEWISH CAUSES	7,150
CAMP BONIM			TAX EXEMPT	TO FURTHER JEWISH CAUSES	4,675
CAMP DORA GOLDING			TAX EXEMPT	TO FURTHER JEWISH CAUSES	5,120
					11

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
CAMP ROMIMU			TAX EXEMPT	TO FURTHER JEWISH CAUSES	8,480
CAMP SDEI CHEMED			TAX EXEMPT	TO FURTHER JEWISH CAUSES	4,540
CAMP SHIRA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	5,395
CAMP STERNBERG			TAX EXEMPT	TO FURTHER JEWISH CAUSES	5,175
CAMPS MOGEN AVRAHAM HELLE			TAX EXEMPT	TO FURTHER JEWISH CAUSES	4,450
CHABAD OF CALABASAS			TAX EXEMPT	TO FURTHER JEWISH CAUSES	2,350
CHAI LIFELINE			TAX EXEMPT	TO FURTHER JEWISH CAUSES	250
CONGREGATION ANSHEI WOODL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	72
CONGREGATION ATARES SHLOI			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,200
CONGREGATION BAIS YISROEL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	180
CONGREGATION BNAI ISRAEL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,000
CONGREGATION KOL SHIMON			TAX EXEMPT	TO FURTHER JEWISH CAUSES	2,000
CONGREGATION KOLLEL BNEI			TAX EXEMPT	TO FURTHER JEWISH CAUSES	250
CONGREGATION NACHALEI SHA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	4,400
CONGREGATION OHAVE SHOLOM			TAX EXEMPT	TO FURTHER JEWISH CAUSES	500
CONGREGATION OHR CHAIM			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,850
CONGREGATION SANZ KLAUZEN			TAX EXEMPT	TO FURTHER JEWISH CAUSES	30,500
CONGREGATION TORAH TMIMAH			TAX EXEMPT	TO FURTHER JEWISH CAUSES	500

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
COUNT ME IN			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
EZRAS YISROEL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	180
FTN FOUNDATION			TAX EXEMPT	TO FURTHER JEWISH CAUSES	27,500
GUSH ETZION FOUNDATION			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
HEBREW DAY SCHOOL OF SULL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	500
JEWISH EDUCATIONAL MEDIA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,000
K. Z. M.			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,000
KEHILAS MORESHES YAAKOV			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,500
KEREN ANIYEM			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
KEREN OR			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
KEREN Z'CHUS			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
KESSER CHAIM			TAX EXEMPT	TO FURTHER JEWISH CAUSES	13,950
KHAL ADATH JESHURUN			TAX EXEMPT	TO FURTHER JEWISH CAUSES	360
KIRUV KROVIM			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,000
KOLEL SHOMRE HACHOMOS REB			TAX EXEMPT	TO FURTHER JEWISH CAUSES	325
KOLLEL OHR YEHUDA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	200
LEV BAIS YAAKOV			TAX EXEMPT	TO FURTHER JEWISH CAUSES	41,450
LUBAVITCH YOUTH ORGANIZAT			TAX EXEMPT	TO FURTHER JEWISH CAUSES	360

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Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
MASORES BAIS YAAKOV			TAX EXEMPT	TO FURTHER JEWISH CAUSES	350
MAYAN YISROEL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	10,360
MERKOS LINYONEI CHINUCH,			TAX EXEMPT	TO FURTHER JEWISH CAUSES	500
MESORAS BAIS YAAKOV			TAX EXEMPT	TO FURTHER JEWISH CAUSES	4,900
MIFAL HASHAS			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,800
MIRREY YESHIVA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	7,800
MITZVAH SHARE			TAX EXEMPT	TO FURTHER JEWISH CAUSES	500
MOSDOS BYAD YEMIN			TAX EXEMPT	TO FURTHER JEWISH CAUSES	180
MST G'MACH			TAX EXEMPT	TO FURTHER JEWISH CAUSES	5,000
NOAM SHABBAT			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
OD YOSEF CHAI			TAX EXEMPT	TO FURTHER JEWISH CAUSES	3,000
OHEL CHILDREN'S HOME & FA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	50,000
OHR YISROEL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	500
OTSAR			TAX EXEMPT	TO FURTHER JEWISH CAUSES	250
P.E.F. ISRAEL ENDOWMENT F			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,800
PROSPECT PARK YESHIVA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	4,700
RCCS			TAX EXEMPT	TO FURTHER JEWISH CAUSES	180
RENEE SCHICK GEMILAS CHES			TAX EXEMPT	TO FURTHER JEWISH CAUSES	51,800
					11

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**Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
SHALOM TORAH CENTERS			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,000
SIMCHA DAY CAMP			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,995
SIMON WIESENTHAL CENTER			TAX EXEMPT	TO FURTHER JEWISH CAUSES	36
THE ALEH FOUNDATION			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
THE JEWISH GUILD FOR THE			TAX EXEMPT	TO FURTHER JEWISH CAUSES	18
TIFERES ACHIM			TAX EXEMPT	TO FURTHER JEWISH CAUSES	36
TIKVAH LAYELED			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
TOMCHEI SHABBOS			TAX EXEMPT	TO FURTHER JEWISH CAUSES	500
TORAH ACADEMY H.S. OF BR			TAX EXEMPT	TO FURTHER JEWISH CAUSES	10,000
UNITED STATES HOLOCAUST M			TAX EXEMPT	TO FURTHER JEWISH CAUSES	36
WORLD JEWISH CONGRESS			TAX EXEMPT	TO FURTHER JEWISH CAUSES	36
YAD DOVID			TAX EXEMPT	TO FURTHER JEWISH CAUSES	2,000
YESHIVA & KOLLEL MEOR HAT			TAX EXEMPT	TO FURTHER JEWISH CAUSES	360
YESHIVA GEDOLAH RABBINICA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	5,000
YESHIVA MEOR HATORAH			TAX EXEMPT	TO FURTHER JEWISH CAUSES	360
YESHIVA OHR ELCHANAN			TAX EXEMPT	TO FURTHER JEWISH CAUSES	7,200
YESHIVA OHR SHRAGA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	3,960
YESHIVA OHR SHRAGA VERETZ			TAX EXEMPT	TO FURTHER JEWISH CAUSES	5,140
					11

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**Statement 11 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name	Address	Relationship	Status	Purpose	Amount
YESHIVA TIFERES YISROEL			TAX EXEMPT	TO FURTHER JEWISH CAUSES	600
YESHIVA TORAH TEMIMAH			TAX EXEMPT	TO FURTHER JEWISH CAUSES	10,000
YESHIVA TORAS EMES			TAX EXEMPT	TO FURTHER JEWISH CAUSES	9,890
YESHIVAH OHR YITZCHOK			TAX EXEMPT	TO FURTHER JEWISH CAUSES	500
ZAKA RESCUE AND RECOVERY			TAX EXEMPT	TO FURTHER JEWISH CAUSES	100
ZICHRON FRAIDA RIVKA			TAX EXEMPT	TO FURTHER JEWISH CAUSES	1,000,000
TOTAL					<u>1,437,239</u>

Capital Gains Report

THE BFF FOUNDATION INC. (Account: 888-22399)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM								
04/01/2009	01/11/2010	25	***ACE LTD	47.70	39.81	1,192.56	995.15	197.41
04/20/2009	01/11/2010	75	***ACE LTD	47.70	44.37	3,577.69	3,327.62	250.07
02/10/2009	01/11/2010	100	HOME DEPOT INC	28.18	22.46	2,818.46	2,246.24	572.22
02/25/2009	01/11/2010	400	HOME DEPOT INC	28.18	20.35	11,273.84	8,139.28	3,134.56
05/06/2009	01/11/2010	100	VISA INC - CLASS A SHRS	87.64	66.91	8,763.78	6,690.72	2,073.06
07/09/2009	01/12/2010	50	CATERPILLAR INC	61.86	30.92	3,092.75	1,545.91	1,546.84
07/28/2009	01/12/2010	75	CATERPILLAR INC	61.86	42.81	4,639.13	3,210.45	1,428.68
02/17/2009	01/12/2010	850	NEWS CORP	13.69	6.15	11,637.01	5,230.48	6,406.53
02/17/2009	01/12/2010	50	NEWS CORP	13.69	6.15	684.53	307.68	376.85
02/03/2009	01/19/2010	200	OCCIDENTAL PETROLEUM CORP	78.63	55.26	15,725.88	11,051.19	4,674.69
06/17/2009	01/19/2010	21	OCCIDENTAL PETROLEUM CORP	78.63	63.69	1,651.22	1,337.54	313.68
06/23/2009	01/19/2010	19	OCCIDENTAL PETROLEUM CORP	78.63	62.58	1,493.95	1,188.98	304.97
06/29/2009	01/19/2010	4	OCCIDENTAL PETROLEUM CORP	78.63	66.16	314.52	264.66	49.86
05/18/2009	01/19/2010	300	US BANCORP	24.48	18.96	7,344.72	5,687.43	1,657.29
03/26/2009	01/22/2010	150	CHEVRON CORP	75.33	70.35	11,298.77	10,553.22	745.55
04/15/2009	01/22/2010	50	CHEVRON CORP	75.33	66.30	3,766.25	3,315.19	451.06
02/25/2009	01/25/2010	120	LOWE'S COS INC	22.17	15.37	2,660.60	1,843.89	816.71
04/22/2009	01/25/2010	75	LOWE'S COS INC	22.17	20.80	1,662.88	1,559.86	102.92
03/24/2009	01/26/2010	175	BUNGE LTD	62.53	58.82	10,942.36	10,293.64	648.72
06/05/2009	01/28/2010	75	INGERSOLL-RAND PLC	33.31	22.84	2,497.96	1,713.12	784.84
10/23/2009	01/28/2010	125	INGERSOLL-RAND PLC	33.31	35.06	4,163.26	4,382.16	-218.90
08/29/2009	01/29/2010	100	OCCIDENTAL PETROLEUM CORP	78.73	66.16	7,873.34	6,616.48	1,256.86
09/14/2009	01/29/2010	125	UNITED PARCEL SERVICE-CL B	58.31	58.99	7,288.34	7,374.05	-85.71
05/27/2009	02/01/2010	150	LOWE'S COS INC	21.91	19.73	3,286.35	2,959.08	327.27
05/29/2009	02/02/2010	125	NATIONAL - OILWELL INC	42.55	38.40	5,319.20	4,800.30	518.90
08/11/2009	02/04/2010	75	FEDEX CORP	79.54	66.26	5,965.43	4,969.71	995.72
06/29/2009	02/04/2010	71	OCCIDENTAL PETROLEUM CORP	76.98	66.16	5,465.61	4,697.70	767.91
09/21/2009	02/04/2010	4	OCCIDENTAL PETROLEUM CORP	76.98	76.07	307.92	304.28	3.64
04/28/2009	02/04/2010	200	VODAFONE GROUP PLC-SP ADR	22.41	18.08	4,482.82	3,615.26	867.56
04/17/2009	02/05/2010	175	BANK OF NEW YORK MELLON CORP	26.61	30.57	4,656.65	5,350.33	-693.68
10/23/2009	02/05/2010	100	INGERSOLL-RAND PLC	32.08	35.06	3,205.71	3,505.73	-300.02
02/17/2009	02/05/2010	350	NEWS CORP	12.84	6.15	4,494.32	2,153.72	2,340.60
04/27/2009	02/09/2010	375	TYCO ELECTRONICS LTD	25.00	16.28	9,373.80	6,105.09	3,268.71
06/10/2009	02/11/2010	55	AIR PRODUCTS & CHEMICALS INC	68.39	67.97	3,761.44	3,738.28	23.16
10/29/2009	02/11/2010	25	AIR PRODUCTS & CHEMICALS INC	68.39	79.26	1,709.74	1,981.51	-271.77
05/28/2009	02/11/2010	600	MASCO CORP	13.95	9.96	8,371.32	5,973.72	2,397.60
04/30/2009	02/12/2010	125	DU PONT (E.I.) DE NEMOURS	32.19	27.92	4,024.20	3,489.98	534.22
05/22/2009	02/12/2010	125	DU PONT (E.I.) DE NEMOURS	32.19	28.01	4,024.20	3,501.66	522.54
05/27/2009	02/12/2010	75	DU PONT (E.I.) DE NEMOURS	32.19	27.78	2,414.52	2,083.82	330.80
05/27/2009	02/17/2010	200	NEXEN INC	22.33	22.84	4,466.22	4,567.88	-101.66
03/24/2009	02/18/2010	175	NORTHROP GRUMMAN CORP	60.43	41.87	10,575.18	7,327.13	3,248.05
11/25/2009	02/18/2010	150	VALE SA-SP ADR	28.31	29.54	4,245.75	4,431.36	-185.61
10/29/2009	02/19/2010	25	AIR PRODUCTS & CHEMICALS INC	69.68	79.26	1,741.62	1,981.50	-239.88
11/16/2009	02/19/2010	25	AIR PRODUCTS & CHEMICALS INC	69.66	85.00	1,741.62	2,125.01	-383.39
09/30/2009	02/23/2010	200	CORNING INC	17.27	15.28	3,454.24	3,055.38	398.86
11/16/2009	02/25/2010	150	AIR PRODUCTS & CHEMICALS INC	68.79	85.00	10,317.93	12,750.08	-2,432.13

Capital Gains Report

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
03/24/2009	02/26/2010	175	J.C. PENNEY CO INC	27.73	19.28	4,851.96	3,374.46	1,477.50
04/01/2009	02/26/2010	150	SYMANTEC CORP	16.56	15.01	2,484.32	2,251.11	233.21
06/05/2009	03/05/2010	52	FREEMPORT-MCMORAN COPPER	80.33	57.49	4,176.90	2,989.73	1,187.17
04/22/2009	03/08/2010	70	LOWE'S COS INC	24.02	20.80	1,681.72	1,455.98	225.76
07/09/2009	03/08/2010	205	LOWE'S COS INC	24.02	18.88	4,925.05	3,870.91	1,054.14
07/09/2009	03/09/2010	200	LOWE'S COS INC	23.99	18.88	4,798.26	3,776.50	1,021.76
04/01/2009	03/09/2010	350	SYMANTEC CORP	17.12	15.01	5,990.88	5,252.59	738.29
09/02/2009	03/19/2010	300	SYMANTEC CORP	17.22	14.94	5,167.14	4,482.72	684.42
06/23/2009	03/22/2010	75	SPX CORP	60.70	44.73	4,552.80	3,354.87	1,197.73
07/27/2009	03/22/2010	550	VALERO ENERGY CORP	20.01	18.70	11,003.08	10,285.33	717.75
08/06/2009	03/22/2010	250	VALERO ENERGY CORP	20.01	18.73	5,001.40	4,683.40	318.00
05/27/2009	03/24/2010	100	DU PONT (E.I.) DE NEHOUS	38.74	27.78	3,874.13	2,778.18	1,095.97
06/23/2009	03/24/2010	75	SPX CORP	81.61	44.73	6,202.58	3,354.87	1,265.69
12/03/2009	03/24/2010	100	SPX CORP	61.61	53.80	6,160.75	5,379.51	781.24
12/04/2009	03/24/2010	25	SPX CORP	61.61	54.09	1,540.19	1,352.14	188.05
06/25/2009	03/29/2010	700	RRI ENERGY INC	3.80	4.51	2,657.83	3,159.52	-501.69
10/08/2009	04/01/2010	250	SUPERVALU INC	16.74	15.52	4,184.63	3,880.00	304.63
10/08/2009	04/01/2010	250	SUPERVALU INC	16.74	15.52	4,184.63	3,880.00	304.63
07/06/2009	04/05/2010	75	FREEMPORT-MCMORAN COPPER	87.56	45.90	6,566.89	3,442.39	3,124.50
11/25/2009	04/06/2010	125	VALE SA-SP ADR	33.05	29.54	4,131.45	3,692.80	438.65
09/25/2009	04/08/2010	550	AETNA INC	33.74	29.02	18,559.59	15,962.32	2,597.27
10/09/2009	04/08/2010	150	AETNA INC	33.74	26.05	5,061.70	3,906.80	1,154.90
11/18/2009	04/08/2010	50	AIR PRODUCTS & CHEMICALS INC	73.95	83.85	3,697.35	4,192.72	-495.37
01/11/2010	04/08/2010	50	AIR PRODUCTS & CHEMICALS INC	73.95	83.04	3,697.35	4,152.25	-454.90
11/25/2009	04/09/2010	125	ANHEUSER-BUSCH INBEV SPN ADR	51.67	52.41	6,458.19	6,551.61	-93.42
07/06/2009	04/09/2010	25	FREEMPORT-MCMORAN COPPER	85.16	45.90	2,129.09	1,147.46	981.63
08/05/2009	04/09/2010	50	FREEMPORT-MCMORAN COPPER	85.16	64.44	4,258.17	3,222.05	1,036.12
04/17/2009	04/09/2010	150	TARGET CORP	55.80	40.23	8,370.24	6,034.76	2,335.48
08/17/2009	04/13/2010	400	SPRINT NEXTEL CORP	4.20	3.81	1,680.64	1,523.12	157.52
08/17/2009	04/13/2010	200	SPRINT NEXTEL CORP	4.20	3.81	840.32	761.56	78.76
05/27/2009	04/14/2010	25	DU PONT (E.I.) DE NEHOUS	38.70	27.78	967.51	694.54	272.97
06/19/2009	04/14/2010	250	DU PONT (E.I.) DE NEHOUS	38.70	24.94	9,676.07	6,233.93	3,441.14
06/24/2009	04/14/2010	25	DU PONT (E.I.) DE NEHOUS	38.70	24.89	967.51	622.17	345.34
06/17/2009	04/16/2010	2	GOLDMAN SACHS GROUP INC	161.72	142.85	323.44	285.71	37.73
12/07/2009	04/16/2010	200	J.C. PENNEY CO INC	31.25	28.22	6,250.38	5,643.32	607.06
06/24/2009	04/29/2010	375	DU PONT (E.I.) DE NEHOUS	40.43	24.89	15,160.39	9,332.58	5,827.80
05/27/2009	04/29/2010	400	NEXEN INC	24.87	22.84	9,949.44	9,135.76	813.68
08/19/2009	04/30/2010	500	AK STEEL HOLDING CORP	17.01	19.84	8,504.85	9,919.00	-1,414.15
05/11/2009	04/30/2010	225	GOLDMAN SACHS GROUP INC	145.85	137.58	32,815.80	30,955.21	1,860.59
10/16/2009	04/30/2010	35	GOLDMAN SACHS GROUP INC	145.85	185.38	5,104.68	6,488.21	-1,383.53
10/26/2009	04/30/2010	25	GOLDMAN SACHS GROUP INC	145.85	179.77	3,646.20	4,494.26	-848.06
11/30/2009	04/30/2010	25	GOLDMAN SACHS GROUP INC	145.85	166.46	3,646.20	4,161.46	-515.26
02/16/2010	04/30/2010	43	GOLDMAN SACHS GROUP INC	145.85	158.10	6,271.46	6,712.17	-440.71
08/28/2009	05/03/2010	370	BANK OF AMERICA CORP	18.09	18.04	6,693.23	6,676.46	16.77
12/07/2009	05/03/2010	150	BANK OF AMERICA CORP	18.09	16.17	2,713.47	2,424.76	288.71
04/07/2010	05/03/2010	200	BANK OF AMERICA CORP	18.09	18.68	3,617.96	3,735.20	-117.24
10/29/2009	05/05/2010	100	AMERIPRISE FINANCIAL INC	45.06	35.15	4,505.95	3,514.97	990.98
08/26/2009	05/06/2010	300	QUANTA SERVICES INC	20.34	23.05	6,102.96	6,916.11	-813.15
07/16/2009	05/10/2010	1,050	DELL INC	15.43	12.58	16,202.34	13,207.74	2,994.60

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
10/15/2009	05/10/2010	92	PRINCIPAL FINANCIAL GROUP	30.05	29.48	2,764.82	2,711.76	53.06
11/05/2009	05/10/2010	125	PRINCIPAL FINANCIAL GROUP	30.05	25.24	3,756.55	3,154.74	601.81
06/05/2009	05/12/2010	5	FREEMPORT-MCMORAN COPPER	72.46	57.49	362.29	287.47	74.82
06/05/2009	05/12/2010	18	FREEMPORT-MCMORAN COPPER	72.46	57.49	1,304.25	1,034.91	269.34
02/05/2010	05/12/2010	100	FREEMPORT-MCMORAN COPPER	72.46	68.00	7,245.81	6,800.04	445.77
02/08/2010	05/12/2010	50	FREEMPORT-MCMORAN COPPER	72.46	70.99	3,622.90	3,549.72	73.18
02/10/2010	05/12/2010	25	FREEMPORT-MCMORAN COPPER	72.46	70.50	1,811.45	1,762.48	48.96
08/17/2009	05/13/2010	950	SPRINT NEXTEL CORP	4.36	3.81	4,145.99	3,617.41	528.58
08/04/2009	05/17/2010	75	CIMAREX ENERGY CO	69.04	37.20	5,177.67	2,789.87	2,387.80
01/12/2010	05/18/2010	25	***ROYAL CARIBBEAN CRUISES LTD	31.10	25.60	777.54	639.89	137.65
01/12/2010	05/18/2010	200	***ROYAL CARIBBEAN CRUISES LTD	31.10	25.60	6,220.32	5,119.12	1,101.20
02/22/2010	05/18/2010	275	ROWAN COMPANIES INC	24.98	24.96	6,869.23	6,864.58	4.65
10/29/2009	05/20/2010	175	AMERIPRISE FINANCIAL INC	39.02	35.15	6,827.96	6,151.20	676.76
10/29/2009	05/20/2010	125	AMERIPRISE FINANCIAL INC	39.02	35.15	4,877.11	4,393.71	483.40
02/18/2010	05/25/2010	175	***NOBLE CORP	30.45	42.34	5,328.16	7,409.29	-2,081.13
08/17/2009	05/25/2010	650	SPRINT NEXTEL CORP	4.92	3.81	3,198.78	2,475.07	723.71
03/12/2010	05/26/2010	100	***RESEARCH IN MOTION	60.39	74.93	6,038.50	7,492.98	-1,454.49
07/29/2009	06/09/2010	25	***ARCELORMITTAL-NY REGISTERED	27.47	34.10	686.79	852.59	-165.80
08/05/2009	06/09/2010	150	***ARCELORMITTAL-NY REGISTERED	27.47	37.86	4,120.72	5,678.43	-1,557.71
11/13/2009	06/10/2010	475	STEEL DYNAMICS INC	14.08	14.91	6,687.00	7,081.97	-394.97
08/31/2009	06/11/2010	200	US BANCORP	23.28	22.55	4,656.72	4,510.30	146.42
10/15/2009	06/14/2010	700	GENERAL ELECTRIC CO	15.58	16.79	10,904.81	11,751.67	-846.86
03/02/2010	06/15/2010	150	***TRANSOCEAN LTD	46.63	81.59	6,994.91	12,237.76	-5,242.85
06/29/2009	06/16/2010	25	ILLINOIS TOOL WORKS	46.47	37.97	1,161.79	949.15	212.64
01/13/2010	06/17/2010	150	DOVER CORP	45.92	45.86	6,888.26	6,879.70	8.56
08/04/2009	06/18/2010	75	CIMAREX ENERGY CO	79.43	37.20	5,957.27	2,789.87	3,167.40
02/17/2010	06/18/2010	75	NEWFIELD EXPLORATION CO	56.04	50.99	4,203.31	3,824.07	379.28
09/15/2009	06/23/2010	150	BB&T CORP	28.99	27.83	4,349.24	4,175.19	174.05
05/13/2010	06/23/2010	225	EXXON MOBIL CORP	61.35	64.74	13,804.68	14,566.75	-762.07
05/20/2010	06/23/2010	25	EXXON MOBIL CORP	61.35	61.14	1,533.85	1,528.53	5.32
11/06/2009	06/23/2010	500	FORD MOTOR CO	11.07	7.61	5,532.95	3,807.25	1,725.70
10/15/2009	06/23/2010	475	GENERAL ELECTRIC CO	15.56	16.79	7,389.77	7,974.35	-584.58
10/16/2009	06/23/2010	1	MICROSOFT CORP	25.39	26.44	25.39	26.44	-1.05
10/16/2009	06/23/2010	274	MICROSOFT CORP	25.39	26.44	6,955.54	7,245.66	-290.12
10/28/2009	06/23/2010	50	MICROSOFT CORP	25.39	28.17	1,269.26	1,408.71	-139.45
01/21/2010	06/23/2010	75	NOBLE ENERGY INC	62.46	77.01	4,684.79	5,775.55	-1,090.76
08/20/2009	06/25/2010	125	CONOCOPHILLIPS	52.08	43.30	6,509.85	5,412.13	1,097.72
05/20/2010	06/25/2010	225	EXXON MOBIL CORP	59.53	61.14	13,393.53	13,756.77	-363.24
11/06/2009	06/25/2010	400	FORD MOTOR CO	10.59	7.61	4,235.48	3,045.80	1,189.68
10/15/2009	06/25/2010	125	GENERAL ELECTRIC CO	14.97	16.79	1,871.85	2,098.51	-226.66
10/23/2009	06/25/2010	300	GENERAL ELECTRIC CO	14.97	15.26	4,492.44	4,577.07	-84.63
08/10/2009	06/28/2010	175	JOHNSON CONTROLS INC	27.87	26.11	4,877.14	4,568.69	308.45
09/15/2009	06/28/2010	75	JOHNSON CONTROLS INC	27.87	27.20	2,090.21	2,039.64	50.57
04/16/2010	06/28/2010	150	RELANCE STEEL & ALUMINUM	39.77	52.26	5,966.10	7,839.53	-1,873.43
03/29/2010	07/07/2010	200	***NOKIA CORP-SPON ADR	8.72	15.39	1,744.66	3,078.60	-1,333.94
09/14/2009	07/12/2010	175	KLA-TENCOR CORPORATION	29.50	34.65	5,163.04	6,063.56	-900.52
07/21/2009	07/15/2010	10	***ALCON INC	154.72	122.95	1,547.25	1,229.50	317.75
07/20/2009	07/15/2010	50	INTEL CORP	21.30	18.66	1,064.94	932.89	132.05
10/28/2009	07/20/2010	125	MICROSOFT CORP	24.91	28.17	3,114.08	3,521.79	-407.71

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/05/2009	07/20/2010	150	MICROSOFT CORP	24.91	28.68	3,736.89	4,301.96	-565.07
12/22/2009	07/20/2010	75	MICROSOFT CORP	24.91	30.70	1,868.44	2,302.86	-434.42
10/08/2009	07/21/2010	200	SUPERVALU INC	11.24	15.52	2,247.20	3,104.00	-856.80
11/20/2009	07/21/2010	250	SUPERVALU INC	11.24	15.02	2,809.00	3,754.80	-945.80
02/17/2010	07/22/2010	155	AOL INC	20.85	24.14	3,231.46	3,741.65	-510.19
01/08/2010	07/26/2010	400	MOTOROLA INC	7.84	7.94	3,137.80	3,175.24	-37.44
01/27/2010	07/26/2010	500	MOTOROLA INC	7.84	7.33	3,922.25	3,665.95	256.30
02/01/2010	07/26/2010	200	MOTOROLA INC	7.84	6.30	1,568.90	1,259.66	309.24
03/02/2010	07/26/2010	25	***TRANSOCEAN LTD	45.46	81.59	1,136.42	2,039.63	-903.21
04/21/2010	07/26/2010	75	***TRANSOCEAN LTD	45.46	90.26	3,409.25	6,769.83	-3,360.58
04/30/2010	07/26/2010	50	***TRANSOCEAN LTD	45.46	74.05	2,272.84	3,702.69	-1,429.85
08/04/2009	08/02/2010	125	CIMAREX ENERGY CO	70.85	37.20	8,856.11	4,849.77	4,006.34
12/22/2009	08/02/2010	300	CONCAST CORP-CL A	19.38	17.23	5,814.84	5,167.83	647.01
11/19/2009	08/02/2010	25	FRANKLIN RESOURCES INC	103.82	113.19	2,595.44	2,829.87	-234.43
08/06/2009	08/03/2010	300	VALERO ENERGY CORP	17.64	18.73	5,292.78	5,620.08	-327.30
08/20/2009	08/03/2010	400	VALERO ENERGY CORP	17.64	17.85	7,057.04	7,139.32	-82.28
12/22/2009	08/05/2010	150	CONCAST CORP-CL A	19.00	17.23	2,850.41	2,583.92	266.49
05/03/2010	08/05/2010	50	CONCAST CORP-CL A	19.00	20.40	950.13	1,020.12	-69.99
12/22/2009	08/05/2010	75	MICROSOFT CORP	25.27	30.70	1,895.61	2,302.86	-407.25
02/12/2010	08/05/2010	75	MICROSOFT CORP	25.27	27.76	1,895.60	2,081.84	-186.24
03/29/2010	08/06/2010	225	CVS/CAREMARK CORP	29.63	36.99	6,665.92	8,322.03	-1,656.11
12/09/2009	08/12/2010	150	***COVIDIEN PLC	37.79	46.92	5,668.79	7,038.63	-1,369.84
10/06/2009	08/18/2010	375	DEAN FOODS CO	10.25	18.82	3,845.29	7,055.93	-3,210.64
10/16/2009	08/19/2010	11	PRINCIPAL FINANCIAL GROUP	22.79	29.48	250.74	324.23	-73.49
10/15/2009	08/19/2010	1	PRINCIPAL FINANCIAL GROUP	22.79	29.48	22.79	29.48	-6.69
10/15/2009	08/19/2010	65	PRINCIPAL FINANCIAL GROUP	22.79	29.48	1,481.64	1,915.92	-434.28
10/15/2009	08/19/2010	6	PRINCIPAL FINANCIAL GROUP	22.79	29.48	136.77	176.86	-40.09
04/01/2010	08/19/2010	321	PRINCIPAL FINANCIAL GROUP	22.79	29.49	7,317.03	9,467.45	-2,150.42
04/05/2010	08/19/2010	150	PRINCIPAL FINANCIAL GROUP	22.79	29.90	3,419.18	4,484.45	-1,065.27
08/28/2009	08/26/2010	30	BANK OF AMERICA CORP	12.54	18.04	376.16	541.33	-165.17
12/07/2009	08/26/2010	650	BANK OF AMERICA CORP	12.54	16.17	8,150.22	10,507.31	-2,357.09
12/08/2009	08/26/2010	600	BANK OF AMERICA CORP	12.54	15.50	7,523.28	9,302.28	-1,779.00
01/25/2010	08/26/2010	520	BANK OF AMERICA CORP	12.54	15.06	6,520.18	7,830.37	-1,310.19
05/03/2010	08/30/2010	25	VISA INC - CLASS A SHRS	70.11	89.93	1,752.82	2,248.24	-495.42
01/23/2009	09/01/2010	25	GOLDMAN SACHS GROUP INC	139.50	182.22	3,487.40	4,555.58	-1,068.18
01/21/2010	09/01/2010	32	GOLDMAN SACHS GROUP INC	139.50	159.31	4,463.87	5,097.82	-633.95
11/19/2009	09/02/2010	50	FRANKLIN RESOURCES INC	100.81	113.19	5,040.39	5,659.74	-619.35
05/03/2010	09/03/2010	75	FEDEX CORP	83.05	91.92	6,228.45	6,894.06	-665.61
01/26/2010	09/14/2010	250	BANK OF AMERICA CORP	13.78	15.06	3,444.98	3,764.60	-319.62
04/19/2010	09/14/2010	275	WELLS FARGO & COMPANY	26.16	32.57	7,193.42	8,967.05	-1,763.63
04/22/2010	09/14/2010	50	WELLS FARGO & COMPANY	26.16	33.50	1,307.90	1,674.97	-367.07
05/03/2010	09/15/2010	225	CONCAST CORP-CL A	17.95	20.40	4,039.25	4,590.54	-551.29
12/07/2009	09/15/2010	750	HUNTSMAN CORP	10.22	10.77	7,661.33	8,077.50	-416.17
06/03/2010	09/15/2010	200	HYATT HOTELS CORP - CL A	38.61	39.36	7,722.26	7,871.88	-149.62
02/01/2010	09/17/2010	300	MOTOROLA INC	8.48	6.30	2,542.80	1,889.49	653.31
02/05/2010	09/17/2010	400	MOTOROLA INC	8.48	6.39	3,390.40	2,554.92	835.48
07/29/2010	09/17/2010	125	RAYTHEON COMPANY	45.98	47.50	5,747.49	5,936.95	-189.46
03/01/2010	09/17/2010	75	ROSS STORES INC	54.27	49.19	4,070.25	3,689.27	380.98
04/22/2010	09/17/2010	150	WELLS FARGO & COMPANY	25.94	33.50	3,890.57	5,024.91	-1,134.34

Capital Gains Report

THE BFF FOUNDATION INC. (Account: 888-22399)

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
06/22/2010	09/21/2010	100	JOHNSON & JOHNSON	62.09	59.89	6,208.56	5,988.70	219.86
05/13/2010	09/21/2010	100	PROCTER & GAMBLE CO	61.49	63.21	6,149.03	6,320.78	-171.75
04/09/2010	09/22/2010	200	COMMUNITY HEALTH SYSTEMS INC	31.00	39.22	6,199.66	7,844.10	-1,644.44
04/21/2010	09/22/2010	175	COMMUNITY HEALTH SYSTEMS INC	31.00	41.17	5,424.70	7,204.81	-1,780.11
07/27/2010	09/22/2010	125	COMMUNITY HEALTH SYSTEMS INC	31.00	31.85	3,874.79	3,980.74	-105.95
05/13/2010	09/22/2010	25	PROCTER & GAMBLE CO	61.91	63.21	1,547.75	1,580.20	-32.45
05/14/2010	09/22/2010	100	PROCTER & GAMBLE CO	61.91	62.55	6,190.99	6,255.31	-64.32
05/20/2010	09/22/2010	225	PROCTER & GAMBLE CO	61.91	62.24	13,929.73	14,005.08	-75.35
06/16/2010	09/22/2010	50	PROCTER & GAMBLE CO	61.91	61.58	3,095.49	3,079.17	16.32
06/17/2010	09/22/2010	25	PROCTER & GAMBLE CO	61.91	61.36	1,547.75	1,533.99	13.76
05/03/2010	09/22/2010	25	VISA INC - CLASS A SHRS	70.20	89.93	1,754.89	2,248.24	-493.35
07/16/2010	09/27/2010	75	VISA INC - CLASS A SHRS	70.20	72.84	5,264.67	5,462.73	-198.06
05/03/2010	09/27/2010	175	COMCAST CORP-CL A	18.36	20.40	1,377.20	1,530.18	-152.98
05/06/2010	09/27/2010	175	COMCAST CORP-CL A	18.36	18.78	3,213.45	3,286.40	-72.95
03/30/2010	09/28/2010	550	SARA LEE CORP	13.57	13.98	7,463.45	7,687.96	-224.51
05/06/2010	09/28/2010	350	SARA LEE CORP	13.57	13.57	4,749.46	4,751.01	-1.55
12/21/2009	10/01/2010	50	FRANKLIN RESOURCES INC	107.25	106.37	5,362.61	5,318.38	44.23
10/01/2009	10/01/2010	75	KLA-TENCOR CORPORATION	34.98	34.37	2,623.55	2,577.55	46.00
11/02/2009	10/01/2010	1,600	SPRINT NEXTEL CORP	4.89	2.98	7,509.28	4,764.64	2,744.64
11/03/2009	10/01/2010	400	SPRINT NEXTEL CORP	4.89	2.91	1,877.32	1,163.80	713.52
07/16/2010	10/01/2010	50	VISA INC - CLASS A SHRS	73.39	72.84	3,669.89	3,841.82	-171.93
10/13/2009	10/07/2010	30	FREEPORT-MCMORAN COPPER	91.31	74.95	2,739.31	2,248.65	490.66
03/01/2010	10/07/2010	75	ROSS STORES INC	55.28	49.19	4,146.13	3,689.26	456.87
03/10/2010	10/07/2010	125	ROSS STORES INC	55.28	51.98	6,910.21	6,497.78	412.43
10/16/2009	10/08/2010	75	TARGET CORP	54.20	50.04	4,064.88	3,752.04	312.84
01/13/2010	10/12/2010	25	DOVER CORP	53.75	45.86	1,343.64	1,145.62	197.02
02/09/2010	10/12/2010	75	DOVER CORP	53.75	42.02	4,030.92	3,151.44	879.48
02/18/2010	10/14/2010	75	DOVER CORP	54.62	48.00	4,096.69	3,449.99	646.70
02/10/2010	10/14/2010	10	FREEPORT-MCMORAN COPPER	99.37	70.50	993.72	704.99	288.73
08/20/2010	10/14/2010	200	JUNIPER NETWORKS INC	31.64	27.13	6,328.24	5,426.38	901.86
02/01/2010	10/15/2010	475	FORD MOTOR CO	13.73	11.09	5,260.66	5,269.41	-8.75
02/19/2010	10/20/2010	25	DOVER CORP	53.42	46.00	1,335.43	1,149.99	185.44
02/22/2010	10/20/2010	50	DOVER CORP	53.42	45.97	2,670.87	2,298.32	372.55
02/22/2010	10/20/2010	25	DOVER CORP	53.42	45.97	1,335.43	1,149.16	186.27
04/29/2010	10/20/2010	50	DOVER CORP	53.42	52.76	2,670.87	2,638.17	32.70
02/10/2010	10/20/2010	55	FREEPORT-MCMORAN COPPER	95.46	70.50	6,204.70	4,582.47	1,622.23
02/22/2010	10/20/2010	35	FREEPORT-MCMORAN COPPER	95.46	76.98	3,340.99	2,694.30	646.69
07/19/2010	10/20/2010	15	FREEPORT-MCMORAN COPPER	95.46	60.56	1,431.85	908.38	523.47
01/25/2010	10/21/2010	230	BANK OF AMERICA CORP	11.70	15.06	2,691.53	3,463.43	-771.90
01/27/2010	10/21/2010	200	BANK OF AMERICA CORP	11.70	15.02	2,340.46	3,003.94	-663.48
03/24/2010	10/21/2010	45	BANK OF AMERICA CORP	11.70	17.42	526.60	784.04	-257.44
05/06/2010	10/21/2010	275	COMCAST CORP-CL A	19.61	18.78	5,393.36	5,164.33	229.03
02/05/2010	10/22/2010	600	MOTOROLA INC	7.86	6.39	4,716.24	3,832.38	883.86
05/03/2010	10/25/2010	25	FEDEX CORP	89.58	91.92	2,239.43	2,298.02	-58.59
08/04/2010	10/25/2010	50	FEDEX CORP	89.58	84.58	4,478.85	4,229.25	249.60
05/06/2010	10/29/2010	200	COMCAST CORP-CL A	20.64	18.78	4,128.60	3,755.88	372.72
05/10/2010	11/01/2010	100	KLA-TENCOR CORPORATION	35.62	32.62	3,562.10	3,262.34	299.76
01/25/2010	11/02/2010	125	***COVIDIEN PLC	39.86	51.42	4,983.04	6,427.14	-1,444.10
01/27/2010	11/02/2010	25	***COVIDIEN PLC	39.86	50.75	996.61	1,268.74	-272.13

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/29/2010	11/04/2010	125	DOVER CORP	55.29	52.76	6,910.79	6,595.43	315.36
02/22/2010	11/04/2010	40	FREEMPORT-MCMORAN COPPER	101.09	76.98	4,043.61	3,079.21	964.40
06/28/2010	11/04/2010	110	FREEMPORT-MCMORAN COPPER	101.09	65.15	11,119.92	7,168.71	3,953.21
06/24/2010	11/08/2010	100	POLO RALPH LAUREN CORP	100.47	76.83	10,047.14	7,682.55	2,364.59
11/11/2009	11/09/2010	100	**GARMIN LTD	29.98	29.32	2,998.47	2,932.01	66.46
05/11/2010	11/09/2010	1	HEWLETT-PACKARD CO	44.40	49.15	44.40	49.15	-4.75
02/22/2010	11/10/2010	25	ROWAN COMPANIES INC	31.91	24.96	797.74	624.05	173.69
03/25/2010	11/10/2010	250	ROWAN COMPANIES INC	31.91	26.61	7,977.37	6,652.55	1,324.82
02/01/2010	11/11/2010	250	FORD MOTOR CO	16.39	11.09	4,087.10	2,773.38	1,323.72
05/06/2010	11/16/2010	225	COMCAST CORP-CL A	20.35	18.78	4,578.66	4,225.37	353.29
03/30/2010	11/17/2010	25	PEPSICO INC	63.90	66.72	1,597.40	1,668.01	-70.61
06/17/2010	11/18/2010	75	PROCTER & GAMBLE CO	64.00	61.36	4,799.79	4,601.97	197.82
06/23/2010	11/18/2010	50	PROCTER & GAMBLE CO	64.00	60.98	3,199.86	3,048.90	150.96
06/30/2010	11/18/2010	125	PROCTER & GAMBLE CO	64.00	60.16	7,999.65	7,520.23	479.42
03/24/2010	11/22/2010	305	BANK OF AMERICA CORP	11.28	17.42	3,441.22	5,314.08	-1,872.86
04/26/2010	11/22/2010	470	BANK OF AMERICA CORP	11.28	18.29	5,302.87	8,596.96	-3,294.09
05/17/2010	11/22/2010	300	BANK OF AMERICA CORP	11.28	16.22	3,384.81	4,864.86	-1,480.05
05/21/2010	11/22/2010	200	BANK OF AMERICA CORP	11.28	15.90	2,256.54	3,179.44	-922.90
06/15/2010	11/22/2010	400	BANK OF AMERICA CORP	11.28	15.60	4,513.08	6,239.28	-1,726.20
07/08/2010	11/22/2010	300	BANK OF AMERICA CORP	11.28	14.83	3,384.81	4,448.10	-1,063.29
06/30/2010	11/23/2010	175	PROCTER & GAMBLE CO	62.56	60.16	10,947.28	10,528.31	418.97
02/05/2010	12/03/2010	500	MOTOROLA INC	8.08	6.39	4,040.65	3,193.65	847.00
10/05/2010	12/03/2010	500	PEPCO HOLDINGS INC	8.08	8.56	4,040.65	4,278.50	-237.85
03/10/2010	12/07/2010	800	PEPCO HOLDINGS INC	18.70	16.85	14,960.40	13,559.68	1,400.72
08/06/2010	12/08/2010	50	CF INDUSTRIES HOLDINGS INC	121.93	84.67	6,096.28	4,233.71	1,862.57
07/29/2010	12/09/2010	125	RAYTHEON COMPANY	45.90	47.50	5,738.06	5,936.95	-198.89
07/29/2010	12/13/2010	250	MEREDITH CORP	35.28	32.60	8,819.60	8,149.53	670.07
01/27/2010	12/15/2010	50	**COVIDIEN PLC	45.32	50.75	2,266.15	2,537.47	-271.32
01/29/2010	12/15/2010	50	**COVIDIEN PLC	45.32	50.62	2,266.14	2,530.98	-264.84
05/11/2010	12/17/2010	150	HEWLETT-PACKARD CO	41.95	49.15	6,293.22	7,372.18	-1,078.96
06/21/2010	12/20/2010	75	NEWS CORP	14.45	13.92	1,083.55	1,043.65	39.90
05/06/2010	12/22/2010	125	COMCAST CORP-CL A	22.22	18.78	2,778.08	2,347.42	430.66
06/10/2010	12/22/2010	50	COMCAST CORP-CL A	22.22	17.99	1,111.23	899.46	211.77
01/29/2010	12/22/2010	25	**COVIDIEN PLC	45.64	50.62	1,140.97	1,265.49	-124.52
05/10/2010	12/22/2010	75	**COVIDIEN PLC	45.64	44.75	3,422.90	3,356.38	66.52
07/26/2010	12/22/2010	125	HESS CORP	78.22	52.56	9,527.10	6,569.43	2,957.67
01/12/2010	12/22/2010	75	**ROYAL CARIBBEAN CRUISES LTD	46.39	25.60	3,478.58	1,919.67	1,559.91
03/30/2010	12/30/2010	50	PEPSICO INC	65.22	66.72	3,260.91	3,336.03	-75.12
04/12/2010	12/30/2010	25	PEPSICO INC	65.22	66.61	1,630.46	1,665.30	-34.84
SUBTOTAL FOR SHORT-TERM				1,318,966.19	1,258,288.09	80,678.10		
LONG-TERM								
08/15/2006	01/07/2010	30	APPLE INC	210.86	65.33	6,325.67	1,959.90	4,365.77
01/25/2008	01/11/2010	18	CME GROUP INC	349.30	636.87	6,287.42	11,463.64	-5,176.22
03/17/2008	01/11/2010	2	CME GROUP INC	349.30	432.76	698.60	865.52	-166.92
11/02/2007	01/12/2010	65	CELGENE CORP	57.10	64.52	3,711.24	4,194.08	-482.84

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
12/07/2007	01/12/2010	75	CELGENE CORP	57.10	58.39	4,282.20	4,379.00	-96.80
10/23/2008	01/25/2010	175	LOWE'S COS INC	22.17	18.21	3,880.05	3,185.98	694.07
03/30/2008	01/25/2010	200	PFIZER INC	19.00	25.27	3,800.04	5,053.38	-1,253.34
05/11/2008	01/25/2010	250	PFIZER INC	19.00	25.07	4,750.05	6,267.53	-1,517.48
05/16/2006	01/25/2010	300	PFIZER INC	19.00	24.93	5,700.06	7,479.00	-1,778.94
08/25/2008	01/25/2010	125	WESTERN DIGITAL CORP	41.65	28.09	5,206.64	3,511.70	1,694.94
12/01/2008	01/26/2010	25	**BUNGE LTD	62.53	38.99	1,563.20	974.79	588.41
06/04/2008	01/26/2010	57	MERCK & CO. INC.	38.48	38.26	2,193.29	2,180.56	12.73
06/19/2008	01/26/2010	218	MERCK & CO. INC.	38.48	35.65	8,388.38	7,771.39	616.99
05/29/2008	01/27/2010	143	TIME WARNER INC	26.85	33.35	3,839.91	4,769.14	-929.23
09/05/2008	01/27/2010	100	TIME WARNER INC	26.85	31.72	2,685.25	3,172.50	-487.25
11/28/2008	01/27/2010	107	TIME WARNER INC	26.85	18.40	2,873.22	1,989.06	904.16
10/09/2008	01/28/2010	25	WAL-MART STORES INC	52.68	54.58	1,316.93	1,364.55	-47.62
12/09/2008	01/28/2010	100	WAL-MART STORES INC	52.68	56.69	5,267.70	5,668.72	-401.02
11/13/2007	01/29/2010	80	MEDCO HEALTH SOLUTIONS INC	62.23	49.39	4,978.23	3,950.92	1,027.31
02/14/2008	01/29/2010	45	MEDCO HEALTH SOLUTIONS INC	62.23	49.51	2,800.26	2,228.07	572.19
08/24/2007	02/04/2010	210	AT&T INC	25.36	40.24	5,326.34	8,449.40	-3,123.06
09/17/2007	02/04/2010	200	AT&T INC	25.36	40.36	5,072.70	8,071.62	-2,998.92
06/12/2008	02/05/2010	25	QUALCOMM INC	37.81	48.79	945.30	1,219.74	-274.44
07/08/2008	02/05/2010	75	QUALCOMM INC	37.81	46.49	2,835.90	3,486.94	-651.04
07/28/2008	02/05/2010	150	QUALCOMM INC	37.81	54.42	5,671.80	8,162.94	-2,491.14
08/25/2008	02/09/2010	50	WESTERN DIGITAL CORP	40.45	28.09	2,022.41	1,404.68	617.73
09/08/2008	02/09/2010	25	WESTERN DIGITAL CORP	40.45	25.35	1,011.20	633.77	377.43
08/13/2007	02/11/2010	30	AIR PRODUCTS & CHEMICALS INC	68.39	88.72	2,051.69	2,681.64	-609.95
11/08/2007	02/11/2010	40	AIR PRODUCTS & CHEMICALS INC	68.39	88.97	2,735.59	3,958.92	-1,223.33
03/17/2008	02/11/2010	13	CME GROUP INC	283.99	432.76	3,691.93	5,625.89	-1,933.96
03/26/2008	02/11/2010	15	CME GROUP INC	283.99	497.36	4,259.91	7,460.33	-3,200.42
11/28/2008	02/11/2010	150	TIME WARNER INC	27.23	18.40	4,083.81	2,760.37	1,323.44
07/28/2008	02/12/2010	125	QUALCOMM INC	38.73	54.42	4,841.15	6,802.45	-1,961.30
10/27/2008	02/12/2010	75	QUALCOMM INC	38.73	34.88	2,904.69	2,615.69	289.00
09/25/2007	02/19/2010	300	AT&T INC	25.11	42.48	7,533.42	12,742.77	-5,209.35
10/01/2007	02/19/2010	40	AT&T INC	25.11	42.22	1,004.46	1,688.70	-684.24
01/22/2009	02/22/2010	200	METLIFE INC	35.04	24.89	7,008.36	4,978.38	2,029.98
01/22/2009	02/23/2010	150	CORNING INC	17.27	9.39	2,590.68	1,407.99	1,182.69
09/08/2008	02/23/2010	175	WESTERN DIGITAL CORP	41.02	25.35	7,177.84	4,436.41	2,741.43
10/27/2008	02/24/2010	25	QUALCOMM INC	37.92	34.88	947.96	871.90	76.06
11/17/2008	02/24/2010	175	QUALCOMM INC	37.92	32.26	6,635.72	5,645.26	990.46
02/11/2008	02/26/2010	50	J.C. PENNEY CO INC	27.73	49.11	1,386.28	2,455.44	-1,069.16
02/24/2009	02/26/2010	600	SYMANTEC CORP	16.56	14.14	9,937.26	8,481.18	1,456.08
10/01/2007	03/01/2010	160	AT&T INC	25.01	42.22	4,000.83	6,754.78	-2,753.95
12/26/2007	03/01/2010	90	AT&T INC	25.01	41.90	2,250.47	3,770.60	-1,520.13
01/25/2008	03/01/2010	300	AT&T INC	25.01	35.39	7,501.56	10,616.94	-3,115.38
08/05/2008	03/08/2010	25	DEVON ENERGY CORPORATION	69.35	86.46	1,733.81	2,161.52	-427.71
08/08/2008	03/08/2010	25	DEVON ENERGY CORPORATION	69.35	90.34	1,733.81	2,258.57	-524.76
09/16/2008	03/08/2010	50	DEVON ENERGY CORPORATION	69.35	90.80	3,467.62	4,540.22	-1,072.60
01/28/2009	03/08/2010	50	DEVON ENERGY CORPORATION	69.35	64.32	3,467.62	3,215.78	251.84
08/15/2006	03/10/2010	25	APPLE INC	224.59	65.33	5,614.78	1,633.25	3,981.53
10/03/2005	03/10/2010	250	XL CAPITAL LTD -CLASS A	18.77	67.07	4,691.50	16,766.28	-12,074.78
09/17/2008	03/10/2010	50	XL CAPITAL LTD -CLASS A	18.77	16.66	938.30	833.19	105.11

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/15/2006	03/12/2010	18	APPLE INC	226.79	65.33	4,082.13	1,175.94	2,906.19
06/25/2008	03/17/2010	3	GOLDMAN SACHS GROUP INC	176.96	185.38	530.89	556.15	-25.26
09/09/2008	03/17/2010	22	GOLDMAN SACHS GROUP INC	176.96	162.35	3,893.18	3,571.63	321.55
02/11/2008	03/19/2010	141	JPMORGAN CHASE & CO	43.72	43.70	6,164.54	6,164.54	0.00
03/04/2008	03/19/2010	16	JPMORGAN CHASE & CO	43.72	38.77	699.52	820.39	-120.87
06/19/2008	03/19/2010	100	MERCK & CO. INC.	38.28	35.65	3,828.48	3,564.86	263.62
06/19/2008	03/23/2010	82	MERCK & CO. INC.	38.42	35.65	3,150.10	2,923.18	226.91
07/03/2008	03/23/2010	100	MERCK & CO. INC.	38.42	38.41	3,841.58	3,840.93	0.65
07/03/2008	03/23/2010	115	MERCK & CO. INC.	38.42	38.42	4,417.82	2,288.62	2,131.20
07/08/2008	03/23/2010	115	MERCK & CO. INC.	38.42	20.69	4,417.81	2,378.84	2,038.97
07/23/2008	03/23/2010	13	MERCK & CO. INC.	38.42	31.65	499.41	411.43	87.98
01/08/2007	03/26/2010	25	CONOCOPHILLIPS	51.31	67.97	1,282.71	1,699.32	-416.61
08/02/2007	03/26/2010	200	CONOCOPHILLIPS	51.31	79.89	10,261.68	15,977.60	-5,715.92
08/30/2007	03/26/2010	25	CONOCOPHILLIPS	51.31	81.50	1,282.71	2,037.56	-754.85
08/30/2007	03/26/2010	75	CONOCOPHILLIPS	51.31	81.50	3,848.13	6,112.70	-2,264.57
11/26/2007	03/26/2010	100	CONOCOPHILLIPS	51.31	78.41	5,130.84	7,840.98	-2,710.14
01/23/2008	03/26/2010	175	CONOCOPHILLIPS	51.31	71.21	8,978.97	12,461.26	-3,482.29
11/17/2008	03/26/2010	25	QUALCOMM INC	41.82	32.26	1,045.51	806.46	239.05
12/05/2008	03/26/2010	200	QUALCOMM INC	41.82	30.30	8,364.06	6,060.80	2,303.26
12/19/2008	03/26/2010	100	QUALCOMM INC	41.82	34.85	4,182.03	3,485.13	696.90
09/26/2008	03/29/2010	600	RRI ENERGY INC	3.80	12.52	2,278.14	7,510.56	-5,232.42
12/11/2008	04/07/2010	350	CBS CORP-CLASS B NON VOTING	14.62	7.77	5,116.20	2,719.92	2,396.28
10/29/2008	04/13/2010	900	SPRINT NEXTEL CORP	4.20	3.31	3,871.44	2,979.63	891.81
02/08/2006	04/15/2010	14	GOOGLE INC-CL A	595.13	387.37	8,331.85	5,143.20	3,188.65
06/25/2008	04/16/2010	7	GOLDMAN SACHS GROUP INC	161.72	185.38	1,132.03	1,297.69	-165.66
09/09/2008	04/16/2010	57	GOLDMAN SACHS GROUP INC	161.72	162.35	9,217.97	9,253.77	-35.80
09/09/2008	04/16/2010	3	GOLDMAN SACHS GROUP INC	161.72	162.35	485.16	487.04	-1.88
09/16/2008	04/16/2010	68	GOLDMAN SACHS GROUP INC	161.72	130.10	10,998.88	8,846.48	2,150.40
10/29/2008	04/16/2010	10	GOLDMAN SACHS GROUP INC	161.72	93.30	1,617.18	933.03	684.16
11/04/2008	04/16/2010	53	GOLDMAN SACHS GROUP INC	161.72	89.05	8,571.09	4,719.65	3,851.44
03/24/2009	04/16/2010	50	J.C. PENNEY CO INC	31.25	19.28	1,582.60	964.13	598.47
02/11/2008	04/19/2010	50	***DEUTSCHE BANK AG-REGISTERED	73.46	109.40	3,672.77	5,469.92	-1,797.15
05/29/2008	04/19/2010	50	***DEUTSCHE BANK AG-REGISTERED	73.46	113.17	3,672.76	5,658.53	-1,985.77
06/16/2008	04/19/2010	50	***DEUTSCHE BANK AG-REGISTERED	73.46	95.81	3,672.77	4,790.30	-1,117.53
02/18/2009	04/19/2010	150	***DEUTSCHE BANK AG-REGISTERED	73.46	25.26	11,018.29	3,788.73	7,229.56
11/28/2008	04/19/2010	100	TIME WARNER INC	32.90	18.40	3,290.47	1,840.25	1,450.22
08/15/2006	04/20/2010	32	APPLE INC	245.29	65.33	7,849.13	2,090.56	5,758.57
02/14/2008	04/20/2010	75	***TEVA PHARMACEUTICAL-SP ADR	62.23	47.24	4,666.98	3,543.14	1,123.84
08/08/2006	04/21/2010	30	***ALCON INC	158.65	108.64	4,759.61	3,259.13	1,500.48
12/06/2007	04/21/2010	5	***ALCON INC	158.65	141.88	793.27	709.41	83.86
11/04/2008	04/21/2010	22	GOLDMAN SACHS GROUP INC	160.10	89.05	3,522.10	1,959.10	1,563.00
12/05/2008	04/21/2010	33	GOLDMAN SACHS GROUP INC	160.10	67.00	5,283.15	2,211.03	3,072.12
08/15/2006	04/23/2010	30	APPLE INC	270.25	65.33	8,107.57	1,959.90	6,147.67
06/15/2006	04/28/2010	65	JPMORGAN CHASE & CO	42.93	40.31	2,790.27	2,620.36	169.91
06/15/2008	04/28/2010	35	JPMORGAN CHASE & CO	42.93	40.31	1,502.46	1,410.97	91.49
02/11/2008	04/28/2010	5	JPMORGAN CHASE & CO	42.93	43.70	214.64	218.49	-3.85
02/11/2008	04/28/2010	13	JPMORGAN CHASE & CO	42.93	43.70	558.05	568.06	-10.01
03/31/2009	04/28/2010	300	QUALCOMM INC	38.23	39.14	11,469.12	11,740.80	-271.68
03/04/2008	04/29/2010	59	JPMORGAN CHASE & CO	43.97	38.77	2,594.37	2,287.68	306.69

Capital Gains Report

THE BFF FOUNDATION INC. (Account: 888-22399)

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
10/03/2008	04/29/2010	6	JPMORGAN CHASE & CO	43.97	49.94	263.83	299.84	-35.81
10/03/2008	04/29/2010	110	JPMORGAN CHASE & CO	43.97	49.94	4,836.97	5,493.33	-656.36
07/23/2008	04/29/2010	87	HERCK & CO. INC.	35.45	31.65	3,084.04	2,753.43	330.61
07/24/2008	04/29/2010	88	HERCK & CO. INC.	35.45	32.57	3,119.48	2,866.44	253.04
12/05/2008	04/30/2010	122	GOLDMAN SACHS GROUP INC	145.85	67.00	17,793.46	8,174.11	9,619.35
12/09/2008	04/30/2010	75	WAL-MART STORES INC	53.92	56.69	4,044.05	4,251.54	-207.49
09/05/2008	05/03/2010	25	BAXTER INTERNATIONAL INC	47.50	67.29	1,187.45	1,682.25	-494.80
12/05/2008	05/03/2010	75	BAXTER INTERNATIONAL INC	47.50	51.44	3,562.35	3,857.63	-295.28
02/14/2008	05/03/2010	25	MEDCO HEALTH SOLUTIONS INC	57.85	49.51	1,446.17	1,237.81	208.36
03/25/2008	05/03/2010	100	MEDCO HEALTH SOLUTIONS INC	57.85	43.77	5,784.69	4,377.09	1,407.60
09/04/2008	05/05/2010	275	INTEL CORP	22.03	21.22	6,057.45	5,835.01	222.44
12/05/2008	05/05/2010	25	INTEL CORP	22.03	12.58	550.68	314.53	236.15
12/05/2008	05/07/2010	75	BAXTER INTERNATIONAL INC	45.05	51.43	3,378.57	3,857.62	-479.05
02/11/2008	05/07/2010	9	JPMORGAN CHASE & CO	40.36	43.70	363.26	393.28	-30.02
02/11/2008	05/07/2010	7	JPMORGAN CHASE & CO	40.36	43.70	282.54	305.88	-23.34
03/04/2008	05/07/2010	25	JPMORGAN CHASE & CO	40.36	38.77	1,009.07	869.36	139.71
10/03/2008	05/07/2010	34	JPMORGAN CHASE & CO	40.36	49.94	1,372.33	1,697.94	-325.61
10/14/2008	05/07/2010	50	JPMORGAN CHASE & CO	40.36	43.22	2,018.13	2,161.07	-142.94
02/17/2009	05/12/2010	425	UNUM GROUP	14.48	6.15	6,155.62	2,615.24	3,540.38
01/25/2008	05/14/2010	100	AT&T INC	25.57	35.39	2,557.28	3,538.98	-981.70
04/17/2008	05/14/2010	100	AT&T INC	25.57	26.10	2,557.28	2,610.40	-53.12
05/08/2009	05/14/2010	150	***DEUTSCHE BANK AG-REGISTERED	60.75	57.28	9,112.53	8,592.74	519.79
09/17/2008	05/14/2010	300	XL CAPITAL LTD -CLASS A	18.72	16.66	5,615.01	4,999.11	615.90
12/05/2008	05/18/2010	200	INTEL CORP	21.58	12.58	4,315.78	2,516.20	1,799.58
01/26/2009	05/18/2010	200	***NOKIA CORP-SPON ADR	10.26	11.82	2,051.76	2,364.88	-313.12
02/05/2009	05/18/2010	700	***NOKIA CORP-SPON ADR	10.26	13.00	7,181.16	9,100.91	-1,919.75
02/06/2009	05/18/2010	350	***NOKIA CORP-SPON ADR	10.26	13.38	3,590.58	4,684.26	-1,093.68
02/28/2007	05/20/2010	125	MACY'S INC	20.79	44.61	2,598.29	5,576.53	-2,978.24
05/01/2007	05/20/2010	175	MACY'S INC	20.79	43.85	3,637.60	7,674.05	-4,036.45
05/16/2007	05/20/2010	200	MACY'S INC	20.79	39.73	4,157.26	7,945.46	-3,788.20
06/05/2007	05/20/2010	75	MACY'S INC	20.79	40.08	1,558.97	3,005.78	-1,446.81
08/25/2008	05/20/2010	1,500	MOTOROLA INC	6.72	7.86	10,079.70	11,785.80	-1,706.10
01/28/2009	05/25/2010	25	DEVON ENERGY CORPORATION	59.28	64.32	1,481.88	1,607.89	-126.01
01/29/2009	05/25/2010	50	DEVON ENERGY CORPORATION	59.28	63.22	2,963.76	3,160.94	-197.18
02/03/2009	05/25/2010	50	DEVON ENERGY CORPORATION	59.28	61.19	2,963.76	3,059.41	-95.65
02/23/2009	05/25/2010	25	DEVON ENERGY CORPORATION	59.28	46.34	1,481.88	1,158.45	323.43
08/15/2008	06/01/2010	24	APPLE INC	263.63	65.33	6,327.05	1,567.92	4,759.13
07/24/2008	06/02/2010	12	HERCK & CO. INC.	34.20	32.57	410.36	390.88	19.48
01/22/2009	06/02/2010	162	HERCK & CO. INC.	34.20	27.46	5,539.82	4,448.80	1,091.02
01/22/2009	06/02/2010	138	HERCK & CO. INC.	34.20	27.46	4,719.10	3,789.71	929.39
04/27/2009	06/02/2010	13	HERCK & CO. INC.	34.20	22.25	444.55	289.23	155.32
04/27/2009	06/02/2010	25	HERCK & CO. INC.	34.20	22.25	854.91	556.22	298.69
11/04/2008	06/04/2010	70	GENERAL MILLS INC	74.00	68.58	5,180.00	4,800.32	379.68
12/09/2008	06/04/2010	5	GENERAL MILLS INC	74.00	63.93	370.00	319.66	50.34
12/05/2008	06/08/2010	100	INTEL CORP	20.03	12.58	2,002.74	1,258.10	744.64
04/30/2009	06/08/2010	175	INTEL CORP	20.03	15.79	3,504.80	2,762.92	741.88
06/05/2007	06/08/2010	125	MACY'S INC	20.56	40.08	2,570.49	5,009.64	-2,439.15
07/11/2008	06/08/2010	200	MACY'S INC	20.56	15.67	4,112.78	3,133.94	978.84

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/23/2007	06/08/2010	65	FRANKLIN RESOURCES INC	90.15	133.06	5,859.78	8,648.88	-2,789.12
11/19/2007	06/09/2010	10	FRANKLIN RESOURCES INC	90.15	116.51	901.50	1,165.14	-263.64
05/18/2009	06/11/2010	100	US BANCORP	23.28	18.96	2,328.36	1,895.81	432.55
05/21/2009	06/11/2010	300	US BANCORP	23.28	18.00	6,985.08	5,399.18	1,585.92
10/01/2008	06/15/2010	150	MORGAN STANLEY	25.44	22.58	3,815.70	3,387.75	427.95
11/13/2008	08/15/2010	125	MORGAN STANLEY	25.44	12.02	3,179.75	1,502.46	1,677.29
05/22/2009	06/16/2010	100	ENSCO PLC- SPON ADR	39.61	35.37	3,961.36	3,537.27	424.09
05/21/2009	06/16/2010	100	ILLINOIS TOOL WORKS	46.47	32.70	4,647.14	3,270.28	1,376.86
08/15/2008	06/23/2010	6	APPLE INC	270.88	65.33	1,625.30	391.98	1,233.32
02/21/2008	06/23/2010	18	APPLE INC	270.88	123.00	4,875.89	2,214.03	2,661.86
12/18/2008	06/24/2010	225	LIMITED BRANDS INC	23.00	9.49	5,175.32	2,135.46	3,039.86
01/23/2008	06/25/2010	25	CONOCOPHILLIPS	52.08	71.21	1,301.97	1,780.18	-478.21
06/05/2009	06/28/2010	225	INGERSOLL-RAND PLC	37.54	22.84	8,447.58	5,139.36	3,308.22
02/23/2009	07/07/2010	75	DEVON ENERGY CORPORATION	61.27	46.34	4,594.98	3,475.33	1,119.65
03/27/2009	07/07/2010	25	DEVON ENERGY CORPORATION	61.27	45.47	1,531.66	1,136.86	394.80
02/06/2009	07/07/2010	50	NOKIA CORP-SPON ADR	8.72	13.38	438.17	669.18	-233.01
02/18/2009	07/07/2010	400	NOKIA CORP-SPON ADR	8.72	10.99	3,488.32	4,397.80	-908.48
04/30/2009	07/08/2010	150	INTEL CORP	20.03	15.79	3,005.24	2,368.21	637.03
05/29/2009	07/08/2010	225	INTEL CORP	20.03	15.50	4,507.85	3,486.51	1,021.34
12/06/2007	07/13/2010	25	ALCON INC	154.62	141.88	3,865.41	3,547.03	318.38
02/08/2006	07/13/2010	3	GOOGLE INC-CL A	491.69	387.37	1,475.08	1,102.12	372.96
08/08/2006	07/13/2010	8	GOOGLE INC-CL A	491.69	381.78	3,933.55	3,054.26	879.29
12/06/2007	07/15/2010	15	ALCON INC	154.72	141.88	2,320.87	2,128.22	192.65
05/29/2009	07/15/2010	350	INTEL CORP	21.30	15.50	7,454.58	5,423.46	2,031.12
01/08/2007	07/15/2010	60	SCHLUMBERGER LTD	57.73	59.03	3,463.86	3,541.65	-77.79
02/05/2007	07/15/2010	40	SCHLUMBERGER LTD	57.73	55.42	2,308.24	2,616.68	-307.45
12/21/2007	07/16/2010	49	HEWLETT-PACKARD CO	46.45	51.80	2,276.21	2,538.33	-262.12
01/29/2008	07/16/2010	76	HEWLETT-PACKARD CO	46.45	43.36	3,530.44	3,295.34	235.10
12/05/2008	07/16/2010	100	PEPSICO INC	62.49	52.33	6,248.68	5,233.12	1,015.56
05/05/2008	07/22/2010	18	AOL INC	20.85	27.09	375.27	487.54	-112.27
05/29/2008	07/22/2010	24	AOL INC	20.85	27.22	500.35	653.34	-152.99
09/05/2008	07/22/2010	9	AOL INC	20.85	25.96	187.63	233.64	-46.01
11/28/2008	07/22/2010	42	AOL INC	20.85	15.04	875.62	631.56	244.08
01/14/2009	07/22/2010	15	AOL INC	20.85	15.92	312.72	238.76	73.98
02/26/2009	07/22/2010	22	AOL INC	20.85	12.50	458.66	275.00	183.66
04/17/2009	07/22/2010	15	AOL INC	20.85	17.77	312.72	266.56	46.16
01/29/2008	07/26/2010	24	HEWLETT-PACKARD CO	46.22	43.36	1,109.32	1,040.64	68.68
04/22/2008	07/26/2010	76	HEWLETT-PACKARD CO	46.22	48.15	3,512.83	3,659.04	-146.21
09/25/2008	07/26/2010	300	MOTOROLA INC	7.84	7.86	2,353.35	2,357.16	-3.81
12/18/2008	07/26/2010	1,500	MOTOROLA INC	7.84	4.31	11,766.75	6,462.45	5,304.30
11/19/2007	08/02/2010	100	CAMERON INTERNATIONAL CORP	40.90	44.78	4,089.67	4,477.84	-388.17
04/09/2008	08/02/2010	75	CAMERON INTERNATIONAL CORP	40.90	46.75	3,067.25	3,505.97	-438.72
11/19/2007	08/02/2010	25	FRANKLIN RESOURCES INC	103.82	116.51	2,595.44	2,912.84	-317.40
04/27/2009	08/05/2010	250	MERCK & CO. INC.	35.00	22.25	8,750.28	5,562.15	3,188.13
07/13/2009	08/11/2010	375	TEXTRON INC	18.91	9.21	7,080.69	3,454.24	3,636.45
08/05/2009	08/12/2010	200	ARCELORMITTAL-NY REGISTERED	30.31	37.86	6,061.08	7,571.24	-1,510.16
07/20/2009	08/12/2010	250	INTEL CORP	19.50	18.66	4,875.70	4,664.45	211.25
06/29/2009	08/18/2010	75	ILLINOIS TOOL WORKS	42.83	37.97	3,211.88	2,847.45	364.43
06/30/2009	08/18/2010	25	ILLINOIS TOOL WORKS	42.83	37.33	1,070.62	933.22	137.40

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Proceeds	Total Cost	Gain or Loss
03/11/2008	08/19/2010	15	COSTCO WHOLESALE CORP	54.86	61.23	822.87	918.48	-95.61
06/18/2008	08/19/2010	85	COSTCO WHOLESALE CORP	54.86	69.53	4,662.92	5,910.11	-1,247.19
06/20/2008	08/19/2010	25	COSTCO WHOLESALE CORP	54.86	69.90	1,371.45	1,747.49	-376.04
03/02/2009	08/20/2010	150	DANAHER CORP	36.28	24.84	5,441.25	3,726.74	1,715.51
05/07/2009	08/20/2010	25	DANAHER CORP	36.28	30.51	906.88	762.81	144.07
02/09/2006	08/24/2010	146	GILEAD SCIENCES INC	32.25	29.70	4,708.60	4,335.87	372.73
07/20/2009	08/27/2010	500	INTEL CORP	18.31	18.66	9,153.95	9,328.90	-174.95
04/27/2009	08/27/2010	75	***TYCO ELECTRONICS LTD	25.01	18.84	1,875.65	1,413.02	462.63
06/25/2009	08/27/2010	300	***TYCO ELECTRONICS LTD	25.01	18.36	7,502.61	5,607.43	1,995.18
05/13/2009	08/30/2010	75	TARGET CORP	51.11	40.52	3,833.12	3,038.78	794.34
05/06/2009	08/30/2010	50	VISA INC - CLASS A SHRS	70.11	66.91	3,505.64	3,345.36	160.28
08/31/2008	09/01/2010	58	GOLDMAN SACHS GROUP INC	139.50	163.34	8,090.78	9,473.82	-1,383.06
05/13/2009	09/03/2010	50	TARGET CORP	52.85	40.52	2,642.69	2,025.86	616.83
06/05/2009	09/03/2010	25	TARGET CORP	52.85	40.86	1,321.35	1,021.62	299.73
06/05/2009	09/14/2010	75	TARGET CORP	53.98	40.86	4,048.24	3,064.85	983.39
05/20/2008	09/15/2010	78	HEWLETT-PACKARD CO	39.81	46.38	3,105.48	3,617.93	-512.45
06/16/2008	09/15/2010	200	HEWLETT-PACKARD CO	39.81	47.44	7,962.78	9,487.08	-1,524.30
07/22/2008	09/15/2010	100	HEWLETT-PACKARD CO	39.81	42.93	3,981.40	4,292.66	-311.26
12/05/2008	09/15/2010	1	HEWLETT-PACKARD CO	39.81	32.98	39.81	32.98	6.83
12/05/2008	09/17/2010	100	HEWLETT-PACKARD CO	39.47	32.98	3,947.12	3,297.67	649.45
07/29/2009	09/21/2010	225	NISOURCE INC	17.21	12.78	3,872.30	2,876.49	995.81
06/20/2008	09/22/2010	75	COSTCO WHOLESALE CORP	62.04	69.90	4,652.97	5,242.46	-589.49
02/09/2006	09/22/2010	100	GILEAD SCIENCES INC	36.06	29.70	3,606.23	2,969.77	636.46
06/30/2009	09/23/2010	75	ILLINOIS TOOL WORKS	45.87	37.33	3,440.41	2,799.64	640.77
11/28/2008	09/24/2010	109	TIME WARNER INC	31.40	18.40	3,423.01	2,005.87	1,417.14
01/14/2009	09/24/2010	166	TIME WARNER INC	31.40	19.53	5,213.03	3,241.94	1,971.09
02/26/2009	09/24/2010	175	TIME WARNER INC	31.40	16.03	5,495.67	2,804.51	2,691.16
07/20/2009	09/30/2010	275	INTEL CORP	19.26	18.66	5,295.32	5,130.90	164.42
12/05/2008	10/01/2010	75	HEWLETT-PACKARD CO	40.56	32.98	3,042.23	2,473.25	568.98
09/14/2009	10/01/2010	50	KLA-TENCOR CORPORATION	34.98	34.65	1,749.04	1,732.44	16.60
08/17/2008	10/01/2010	1,800	SPRINT NEXTEL CORP	4.69	3.81	8,447.94	6,854.04	1,593.90
06/08/2009	10/01/2010	75	TARGET CORP	53.46	40.59	4,009.49	3,044.33	965.16
02/09/2006	10/04/2010	5	GILEAD SCIENCES INC	35.35	29.70	176.77	148.49	28.28
08/08/2006	10/04/2010	120	GILEAD SCIENCES INC	35.35	30.83	4,242.52	3,699.06	543.46
12/09/2008	10/06/2010	75	COSTCO WHOLESALE CORP	63.80	54.44	4,784.91	4,082.67	702.24
12/05/2008	10/06/2010	100	HEWLETT-PACKARD CO	40.71	32.98	4,070.97	3,297.67	773.30
08/07/2009	10/07/2010	300	EMC CORP/MASS	19.56	15.15	5,868.63	4,544.67	1,323.96
08/05/2009	10/07/2010	25	TARGET CORP	91.31	64.44	2,282.76	1,611.02	671.74
06/08/2009	10/08/2010	35	FREEPORT-MCMORAN COPPER	54.20	40.59	1,354.96	1,014.77	340.19
10/13/2009	10/14/2010	35	FREEPORT-MCMORAN COPPER	99.37	74.95	3,478.03	2,623.42	854.61
06/25/2009	10/18/2010	50	***TYCO ELECTRONICS LTD	30.73	18.36	1,536.30	917.91	618.39
08/11/2009	10/18/2010	75	***TYCO ELECTRONICS LTD	30.73	22.27	2,304.44	1,670.03	634.41
02/21/2008	10/19/2010	25	APPLE INC	310.59	123.00	7,764.81	3,075.04	4,689.77
10/13/2009	10/20/2010	35	FREEPORT-MCMORAN COPPER	95.46	74.95	3,341.00	2,623.42	717.58
06/30/2009	10/20/2010	125	ILLINOIS TOOL WORKS	46.73	37.33	5,841.25	4,666.08	1,175.17
12/05/2008	10/20/2010	25	PEPSICO INC	65.26	52.33	1,631.45	1,308.28	323.17
12/17/2008	10/20/2010	100	PEPSICO INC	65.26	53.91	6,526.80	5,390.91	1,134.89
07/21/2009	10/22/2010	30	***ALCON INC	167.34	122.95	5,020.28	3,688.50	1,331.78
10/01/2009	10/22/2010	125	KLA-TENCOR CORPORATION	36.08	34.37	4,510.34	4,295.91	214.43

Capital Gains Report

THE BFF FOUNDATION INC. (Account: 888-22399)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
03/31/2009	10/22/2010	50	PEPSICO INC	65.08	52.10	3,254.24	2,605.04	649.20
12/05/2008	10/27/2010	150	HEWLETT-PACKARD CO	42.09	32.98	6,313.20	4,946.50	1,366.70
08/08/2006	10/28/2010	13	GOOGLE INC-CL A	615.79	381.78	8,005.23	4,963.18	3,042.05
10/16/2009	10/28/2010	75	TARGET CORP	52.33	50.04	3,924.48	3,752.84	171.64
04/22/2008	10/28/2010	75	***TEVA PHARMACEUTICAL-SP ADR	52.08	46.81	3,906.27	3,510.74	395.53
10/01/2009	11/01/2010	75	KLA-TENCOR CORPORATION	35.62	34.37	2,671.58	2,577.55	94.03
02/21/2008	11/02/2010	12	APPLE INC	310.03	123.00	3,720.30	1,476.02	2,244.28
06/30/2009	11/03/2010	25	ILLINOIS TOOL WORKS	46.21	37.33	1,155.37	933.21	222.16
08/31/2009	11/03/2010	50	ILLINOIS TOOL WORKS	46.21	41.63	2,310.73	2,081.61	229.12
05/05/2008	11/05/2010	53	TIME WARNER CABLE	62.04	47.42	3,288.18	2,513.26	774.92
05/29/2008	11/05/2010	66	TIME WARNER CABLE	62.04	51.03	4,094.71	3,367.96	726.75
11/28/2008	11/05/2010	116	TIME WARNER CABLE	62.04	28.07	7,196.77	3,256.69	3,941.08
01/14/2009	11/05/2010	15	TIME WARNER CABLE	62.04	30.02	930.62	450.29	480.33
03/31/2009	11/08/2010	50	PEPSICO INC	65.09	52.10	3,254.35	2,605.03	649.32
08/13/2008	11/08/2010	75	PEPSICO INC	65.09	56.58	4,881.53	4,243.64	637.89
12/05/2008	11/09/2010	74	HEWLETT-PACKARD CO	44.40	32.98	3,285.83	2,440.28	845.55
08/31/2009	11/09/2010	75	ILLINOIS TOOL WORKS	48.32	41.63	3,623.77	3,122.41	501.36
05/07/2009	11/12/2010	100	DANAHER CORP	43.54	30.51	4,354.25	3,051.24	1,303.01
09/23/2008	11/17/2010	95	KOHL'S CORP	52.34	47.51	4,972.03	4,513.08	458.95
12/05/2008	11/17/2010	25	KOHL'S CORP	52.34	33.71	1,308.43	842.82	465.61
08/13/2009	11/17/2010	25	PEPSICO INC	63.80	56.58	1,597.40	1,414.55	182.85
12/11/2008	11/18/2010	250	CBS CORP-CLASS B NON VOTING	16.48	7.77	4,121.05	1,942.80	2,178.25
02/09/2009	11/18/2010	500	CBS CORP-CLASS B NON VOTING	16.48	6.23	8,242.10	3,117.00	5,125.10
12/09/2008	11/22/2010	100	COSTCO WHOLESALE CORP	66.73	54.44	6,673.35	5,443.56	1,229.79
08/31/2009	11/22/2010	25	ILLINOIS TOOL WORKS	47.25	41.63	1,181.26	1,040.80	140.46
09/21/2009	11/22/2010	100	ILLINOIS TOOL WORKS	47.25	43.84	4,725.02	4,384.28	340.74
06/15/2009	11/23/2010	700	D R HORTON INC	10.10	9.35	7,071.12	6,544.09	527.03
11/06/2009	11/23/2010	100	FORD MOTOR CO	15.80	7.61	1,580.41	761.45	818.96
11/09/2009	11/23/2010	200	FORD MOTOR CO	15.80	8.08	3,160.82	1,615.36	1,545.46
11/13/2009	11/23/2010	200	FORD MOTOR CO	15.80	8.36	3,160.82	1,671.92	1,488.90
08/11/2009	11/26/2010	650	PULTE GROUP INC	6.20	11.95	4,030.98	7,766.98	-3,736.00
07/16/2009	12/02/2010	650	ALTRIA GROUP INC	24.00	17.05	15,601.50	11,083.61	4,517.89
01/14/2009	12/02/2010	21	TIME WARNER CABLE	64.81	30.02	1,361.02	630.41	730.61
02/26/2009	12/02/2010	29	TIME WARNER CABLE	64.81	24.44	1,879.50	708.81	1,170.69
03/27/2008	12/07/2010	100	CELGENE CORP	57.17	61.70	5,717.38	6,170.18	-452.80
08/08/2006	12/08/2010	60	GILEAD SCIENCES INC	37.54	30.83	2,252.34	1,849.53	402.81
02/06/2007	12/08/2010	120	GILEAD SCIENCES INC	37.54	34.96	4,504.68	4,195.03	309.65
04/17/2009	12/09/2010	200	AT&T INC	28.73	26.10	5,746.20	5,220.80	525.40
06/15/2009	12/09/2010	75	AT&T INC	28.73	24.54	2,154.83	1,840.75	314.08
06/15/2009	12/09/2010	25	AT&T INC	28.73	24.54	718.28	613.58	104.70
01/15/2009	12/09/2010	225	ARCHER-DANIELS-MIDLAND CO	30.28	24.87	6,812.46	5,596.74	1,215.72
01/30/2009	12/09/2010	275	ARCHER-DANIELS-MIDLAND CO	30.28	27.31	8,326.34	7,509.95	816.39
12/09/2008	12/09/2010	50	COSTCO WHOLESALE CORP	70.57	54.44	3,528.38	2,721.78	806.61
10/26/2009	12/09/2010	150	ILLINOIS TOOL WORKS	50.49	47.28	7,572.86	7,091.61	481.25
11/12/2009	12/09/2010	100	ILLINOIS TOOL WORKS	50.49	48.79	5,048.57	4,879.34	169.23
12/05/2008	12/13/2010	100	KOHL'S CORP	53.45	33.71	5,345.21	3,371.28	1,973.93
04/22/2008	12/13/2010	100	***TEVA PHARMACEUTICAL-SP ADR	53.43	46.81	5,343.41	4,680.99	662.42
11/10/2009	12/13/2010	125	VERTEX PHARMACEUTICALS INC	33.99	40.40	4,248.74	5,049.98	-801.24
07/21/2008	12/17/2010	35	***ALCON INC	162.14	122.95	5,674.92	4,303.24	1,371.68

Capital Gains Report

THE BFF FOUNDATION INC. (Account: 888-22399)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/27/2009	12/20/2010	21	***ALCON INC	161.70	128.69	3,395.71	2,702.41	693.30
02/17/2009	12/20/2010	225	NEWS CORP	14.45	6.15	3,250.67	1,384.54	1,866.13
06/15/2009	12/22/2010	250	AT&T INC	29.02	24.54	7,255.18	6,135.83	1,119.35
08/20/2009	12/22/2010	200	CONOCOPHILLIPS	68.87	43.30	13,373.60	8,669.40	4,714.20
07/27/2009	12/30/2010	29	***ALCON INC	163.53	128.69	4,742.49	3,731.90	1,010.59
SUBTOTAL FOR LONG-TERM				1,212,389.56	1,097,948.84	114,442.72		
TOTAL				2,531,355.75	2,356,234.93	175,120.82		

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L 175,120.82

60,678.10
114,442.72

SHORT TERM
LONG TERM

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.

Capital Gains Report

THE BFF FOUNDATION INC. (Account: 038-19403)

January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
LONG-TERM								
01/01/1950	02/22/2010	390,000	CITIGROUP INC	100.00	97.33	390,000.00	379,602.60	10,397.40
			DUE 02/22/2010					
01/01/1950	08/16/2010	390,000	WAL-MART STORES INC	100.00	100.06	390,000.00	390,241.80	-241.80
			DUE 08/16/2010					
01/01/1950	09/15/2010	400,000	US TREASURY	100.00	97.91	400,000.00	391,638.28	8,361.72
			DUE 09/15/2010					
SUBTOTAL FOR LONG-TERM								
						1,180,000.00	1,161,482.68	18,517.32
TOTAL								
						1,180,000.00	1,161,482.68	18,517.32

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L 18,517.32

SHORT TERM
LONG TERM

0.00
18,517.32

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.