Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 2010, and ending , 20

G Check all that apply [ ] Initial return [ ] Initial return of a former public charity [ ] Final return
[ ] Amended return [X] Address change [ ] Name change

Name of foundation

THE SIDNEY J. WEINBERG, JR. FOUNDATION

A Employer identification number

13-2998603

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

C/O BCRS ASSOCIATES, LLC
77 WATER STREET, 9TH FLOOR

B Telephone number (see page 10 of the instructions)

(212) 440-0800

City or town, state, and ZIP code

NEW YORK, NY 10005

C If exemption application is pending, check here ▶ [ ]
D 1 Foreign organizations, check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

H Check type of organization [X] 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) ▶ $ 31,211,280.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify) ______
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))*

Section	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0.			
	2	Check ▶ [ ] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	6.	6.	0.	ATCH 1
	4	Dividends and interest from securities	660,637.	659,358.	0.	ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-178,079.			
	b	Gross sales price for all assets on line 6a 6,175,700.				
	7	Capital gain net income (from Part IV, line 2)		NONE		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	-2,859.	63,515.	0.	ATCH 3
	12	**Total.** Add lines 1 through 11	479,705.	722,879.	0.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) ATCH 4	9,800.	4,900.	0.	4,900.
	c	Other professional fees (attach schedule) *	165,156.	165,156.	0.	0.
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) **	250.	0.	0.	0.
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) ATCH 7	96,365.	75,115.	0.	16,901.
	24	**Total operating and administrative expenses** Add lines 13 through 23	271,571.	245,171.	0.	21,801.
	25	Contributions, gifts, grants paid	3,298,618.			3,298,600.
	26	**Total expenses and disbursements** Add lines 24 and 25	3,570,189.	245,171.	0.	3,320,401.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-3,090,484.			
	b	**Net investment income** (if negative, enter -0-)		477,708.		
	c	**Adjusted net income** (if negative, enter -0-)			0.	

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	313,222.	-11,454.	-11,454.
	2 Savings and temporary cash investments	39,011.	8,741.	8,741.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 8	21,974,942.	19,016,489.	21,772,532.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ ATCH 9)	9,342,738.	9,565,656.	9,441,461.
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	31,669,913.	28,579,432.	31,211,280.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	31,669,913.	28,579,432.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	31,669,913.	28,579,432.	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	31,669,913.	28,579,432.	

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	31,669,913.
2	Enter amount from Part I, line 27a	2	-3,090,484.
3	Other increases not included in line 2 (itemize) ▶ ATTACHMENT 10	3	3.
4	Add lines 1, 2, and 3	4	28,579,432.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	28,579,432.

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(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				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** -178,079.

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** NONE

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	2,618,065.	30,953,749.	0.084580
2008	2,345,598.	20,567,678.	0.114043
2007	2,273,244.	42,454,363.	0.053546
2006	3,659,718.	40,900,311.	0.089479
2005	1,902,647.	39,267,749.	0.048453

2	**Total** of line 1, column (d)	2	0.390101
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	0.078020
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	31,549,459.
5	Multiply line 4 by line 3	5	2,461,489.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4,777.
7	Add lines 5 and 6	7	2,466,266.
8	Enter qualifying distributions from Part XII, line 4	8	3,320,401.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of ruling letter if necessary - see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	4,777.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3	Add lines 1 and 2		3	4,777.
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	4,777.
6	Credits/Payments			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 12,793.		
b	Exempt foreign organizations-tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 0.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	12,793.
8	Enter any **penalty** for underpayment of estimated tax Check here [X] if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	8,016.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 8,016. **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶$ 0. **(2)** On foundation managers ▶$ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NY,			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ BCRS ASSOCIATES, LLC Telephone no ▶ 212-440-0800
Located at ▶ 77 WATER STREET, 9TH FLOOR, NEW YORK, NY ZIP + 4 ▶ 10005

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

		Line	Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		1b		N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____ , ____ , ____ , ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see page 22 of the instructions)		2b		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 ▶ ____ , ____ , ____ , ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)*		3b		N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		5b	N/A
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 11		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		0.	0.	0.

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		0.
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. IT'S PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER SECTION	0.
2 501(C)(3) OF THE INTERNAL REVENUE CODE.	
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	0.
2 N/A	0.
All other program-related investments See page 24 of the instructions	
3 N/A	0.
Total. Add lines 1 through 3 ▶	0.

Part X **Minimum Investment Return** (All domestic foundations must complete this part Foreign foundations, see page 24 of the instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	22,691,899.
b	Average of monthly cash balances	1b	282,609.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	9,055,400.
d	**Total** (add lines 1a, b, and c)	1d	32,029,908.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	32,029,908.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	480,449.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	31,549,459.
6	**Minimum investment return.** Enter 5% of line 5	6	1,577,473.

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	1,577,473.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,777.		
b	Income tax for 2010 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	4,777.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,572,696.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,572,696.
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	1,572,696.

Part XII **Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	3,320,401.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0.
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	3,320,401.
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	4,777.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,315,624.

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				1,572,696.
2	Undistributed income, if any, as of the end of 2010				
a	Enter amount for 2009 only			O.	
b	Total for prior years 20____,20____,20____		0.		
3	Excess distributions carryover, if any, to 2010.				
a	From 2005 ... 0.				
b	From 2006 ... 1,732,216.				
c	From 2007 ... 197,489.				
d	From 2008 ... 1,753,378.				
e	From 2009 ... 1,081,400.				
f	Total of lines 3a through e	4,764,483.			
4	Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 3,320,401.				
a	Applied to 2009, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d	Applied to 2010 distributable amount				1,572,696.
e	Remaining amount distributed out of corpus	1,747,705.			
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	6,512,188.			
b	Prior years' undistributed income Subtract line 4b from line 2b		0.		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		0.		
e	Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			O.	
f	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				O.
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)	O.			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0.			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	6,512,188.			
10	Analysis of line 9				
a	Excess from 2006 ... 1,732,216.				
b	Excess from 2007 ... 197,489.				
c	Excess from 2008 ... 1,753,378.				
d	Excess from 2009 ... 1,081,400.				
e	Excess from 2010 ... 1,747,705.				

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

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

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

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

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

ELIZABETH W. SMITH; 121 E. 78TH ST., NEW YORK, NY 10075

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

NONE

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

Check here ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* SEE LIST ATTACHED				3,298,618.
Total			▶ **3a**	3,298,618.
b *Approved for future payment* NONE				0.
Total			▶ **3b**	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	6.	
4 Dividends and interest from securities	523000	1,279.	14	659,358.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	523000	-182,001.	18	3,922.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b ATTACHMENT 12	523000	-76,452.	01	73,593.	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		-257,174.		736,879.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 479,705.

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 29 of the instructions.)
	N/A

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

Signature of officer or trustee — Date 10/21/11 — Title TRUSTEE

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOHN D. COOK		10/18/11		P01450182

Firm's name ▶ BCRS ASSOCIATES, LLC — Firm's EIN ▶ 13-4078147

Firm's address ▶ 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005 — Phone no 212-440-0800

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		SEE REALIZED G(L) REPORT I ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
4,256,277.		4,344,340.					-88,063.	
		SEE REALIZED G(L) REPORT I ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
499,987.		518,521.					-18,534.	
		SEE REALIZED G(L) REPORT II ATTACHED PROPERTY TYPE: SECURITIES				P	VAR	VAR
1,359,980.		1,299,241.					60,739.	
		LTCG(L) THRU K-1'S						
54,373.							54,373.	
		LTCG(L) THRU K-1'S - UBTI						
		133,022.					-133,022.	
		STCG(L) THRU K-1'S						
4,876.							4,876.	
		STCG(L) THRU K-1'S - UBTI						
		567.					-567.	
		SEC 1231 15% G(L) THRU K-1'S						
		9,470.					-9,470.	
		SEC 1231 15% G(L) THRU K-1'S - UBTI						
		48,618.					-48,618.	
		SEC 1250 25% G(L) THRU K-1'S						
1.							1.	
		SEC 1250 25% G(L) THRU K-1'S - UBTI						
206.							206.	
TOTAL GAIN(LOSS)		....					-178,079.	

THE SIDNEY J. WEINBERG, JR. FOUNDATION **13-2998603**

SUPPLEMENTARY STATEMENTS

PART: XV **LINE: 2** **SUPPLEMENTAL INFORMATION**

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES. NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS OR SCHOLARSHIPS ARE MADE TO INDIVIDUALS. THE ORGANIZATION DOES NOT PRESENTLY RECEIVE APPLICATIONS OR CONDUCT PROGRAMS FOR DONATIONS IN ITS ACTIVITIES.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
INTEREST ON CREDIT BALANCE	6.	6.	0.
TOTAL	6.	6.	0.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDENDS THRU:			
-GOLDMAN SACHS BRKG	219,570.	219,570.	0.
-CHARLES SCHWAB BRKG	27,224.	27,224.	0.
-K-1'S	60,977.	60,977.	0.
-K-1'S - UBTI	568.	0.	0.
INTEREST ON BONDS	228,790.	228,790.	0.
INTEREST THRU:			
-K-1'S	122,797.	122,797.	0.
-K-1'S - UBTI	711.	0.	0.
TOTAL	660,637.	659,358.	0.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ORDINARY INCOME THRU K-1'S	83,458.	83,458.	0.
ORDINARY INCOME THRU K-1'S - UBTI	-49,229.	0.	0.
RENTAL REAL ESTATE THRU K-1'S	-14,117.	-14,117.	0.
RENTAL REAL ESTATE THRU K-1'S - UBTI	-30,822.	0.	0.
SEC. 988 GAIN THRU K-1'S	4,286.	4,286.	0.
SEC. 987 GAIN THRU K-1'S	-2.	-2.	0.
SEC. 986 LOSS THRU K-1'S	-32.	-32.	0.
CANCELLATION OF DEBT THRU K-1'S - UBTI	3,599.	0.	0.
UTILIZATION OF P/Y SUSPENDED PAL	0.	-10,078.	0.
TOTALS	-2,859.	63,515.	0.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BCRS ASSOCIATES, LLC	9,800.	4,900.	0.	4,900.
TOTALS	9,800.	4,900.	0.	4,900.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	165,156.	165,156.	0.	0.
TOTALS	165,156.	165,156.	0.	0.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
ARTICLE 13 NYS CORPORATION TAX BAL DUE W/ EXT FYE 12/31/09	250.	0.	0.	0.
TOTALS	250.	0.	0.	0.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
NEW YORK STATE FILING FEE	750.	0.	0.	750.
PUBLICATION NOTICE FEE	245.	0.	0.	245.
AMEX ANNUAL MEMBERSHIP FEE	110.	0.	0.	110.
TRAVEL/LODGING EXPENSES	15,707.	0.	0.	15,707.
MEETING EXPENSES	89.	0.	0.	89.
AMORTIZATION ON BONDS	13,688.	13,688.	0.	0.
INTEREST EXPENSE THRU:				
-K-1'S	6,785.	6,785.	0.	0.
-K-1'S - UBTI	2,420.	0.	0.	0.
PORTFOLIO DEDUCTIONS THRU:				
-K-1'S	51,469.	51,469.	0.	0.
-K-1'S - UBTI	256.	0.	0.	0.
FOREIGN TAX THRU:				
-K-1'S	3,173.	3,173.	0.	0.
-K-1'S - UBTI	394.	0.	0.	0.
SEC 59(E)(2) THRU K-1'S - UBTI	158.	0.	0.	0.
NON-DEDUCTIBLE EXP THRU K-1'S	1,121.	0.	0.	0.
TOTALS	96,365.	75,115.	0.	16,901.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE LONG POSITION I ATTACHED	21,974,780.	17,447,948.	20,045,463.
SEE LONG POSITION II ATTACHED	162.	162.	162.
SEE LONG POSITION III ATTACHED	0.	1,568,379.	1,726,907.
TOTALS	21,974,942.	19,016,489.	21,772,532.

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ETON PARK OVERSEAS FUND LTD	1,400,000.	1,400,000.	1,799,137.
FARALLON CAPITAL INSTL PTRS LP	2,075,929.	2,209,330.	2,037,020.
GS CAPITAL PTRS VI PARALLEL	1,168,773.	1,348,695.	1,159,975.
OMEGA OVERSEAS PARTNERS CLA B	2,000,000.	2,000,000.	2,512,450.
ARTISAN ALPHA PLUS ADVISERS 2	859,568.	906,276.	1,130,680.
WHITEHALL PARALLEL GLOBAL REAL ESTATE LP 2007	1,531,331.	1,260,620.	358,172.
GSCP VI PARALLEL AIV	87,137.	89,142.	60,163.
GS VINTAGE FD V OFFSHORE HLDGS	220,000.	351,593.	383,864.
TOTALS	9,342,738.	9,565,656.	9,441,461.

ATTACHMENT 10

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
ROUNDING		3.
	TOTAL	3.

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
SYDNEY H. WEINBERG 1 WEST 72ND STREET NEW YORK, NY 10023	TRUSTEE/PART-TIME	0.	0.	0.
ELIZABETH W. SMITH 1 WEST 72ND STREET NEW YORK, NY 10075	TRUSTEE/PART-TIME	0.	0.	0.
PETER A. WEINBERG C/O BCRS ASSOCIATES, LLC 77 WATER STREET, 9TH FLOOR NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

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

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
ORDINARY INCOME THRU K-1'S	523000	-49,229.	01	83,458.	
RENTAL REAL ESTATE THRU K-1'S	523000	-30,822.	01	-14,117.	
SEC. 988 THRU K-1'S			01	4,286.	
SEC. 987 THRU K-1'S			01	-2.	
SEC. 986 THRU K-1'S			01	-32.	
CANCELLATION OF DEBT INCOME	523000	3,599.			
TOTALS		-76,452.		73,593.	

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust: THE SIDNEY J. WEINBERG, JR. FOUNDATION

Employer identification number: 13-2998603

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	46,514.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	46,514.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-224,593.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	-224,593.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041. **Schedule D (Form 1041) 2010**

JSA
0F1210 2 000

Part III Summary of Parts I and II
Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			46,514.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			-224,593.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15			-178,079.

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet,** as necessary*

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . . . 16 (3,000)

Note: *If the loss on line 15, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if·*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21	
22	Subtract line 21 from line 20 If zero or less, enter -0-	22	
23	Subtract line 22 from line 17 If zero or less, enter -0-	23	
24	Enter the **smaller** of the amount on line 17 or $2,300	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (15)	30	
31	Figure the tax on the amount on line 23 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

SCHEDULE D-1 (Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

▶ See instructions for Schedule D (Form 1041).
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2010

Name of estate or trust: THE SIDNEY J. WEINBERG, JR. FOUNDATION

Employer identification number: 13-2998603

Part I — Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a SEE REALIZED G(L) REPORT I ATTACHED			499,987.	518,521.	-18,534.
SEE REALIZED G(L) REPORT II ATTACHED			1,359,980.	1,299,241.	60,739.
STCG(L) THRU K-1'S			4,876.		4,876.
STCG(L) THRU K-1'S - UBTI				567.	-567.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 46,514.

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a SEE REALIZED G(L) REPORT I ATTACHED			4,256,277.	4,344,340.	-88,063.
LTCG(L) THRU K-1'S			54,373.		54,373.
LTCG(L) THRU K-1'S - UBTI				133,022.	-133,022.
SEC 1231 15% G(L) THRU K-1'S				9,470.	-9,470.
SEC 1231 15% G(L) THRU K-1'S - UBTI				48,618.	-48,618.
SEC 1250 25% G(L) THRU K-1'S			1.		1.
SEC 1250 25% G(L) THRU K-1'S - UBTI			206.		206.

6b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . -224,593.

THE SIDNEY J. WEINBERG, JR. FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 12/31/2010
EIN: 13-2998603

Date Cleared	Ck #	Payee	City, State	Amount
1/4/10	1713	Woods Hole Oceanographic Institution	Woods Hole, MA	$25,000.00
1/4/10	1710	Sippican Historical & Preservation Society	Marion, MA	1,000.00
1/6/10	1684	Young Audiences	New York, NY	5,000.00
1/7/10	1706	Scripps College	Claremont, CA	45,000.00
1/13/10	1712	Public Agenda Foundation, Inc.	New York, NY	5,000.00
1/14/10	1685	Chamber Music Society of Lincoln Center	New York, NY	25,000.00
1/28/10	1704	American Academy of Arts & Sciences	Cambridge, MA	25,000.00
1/29/10	1718	Keck Graduate Institute	Claremont, CA	25,000.00
1/29/10	1719	Keck Graduate Institute	Claremont, CA	20,000.00
2/2/10	1657	Sharon Green Preservation Association	Sharon, CT	5,000.00
3/1/10	1721	United Way of the Desert	Palm Springs, CA	1,000.00
4/12/10	1724	The Huntington Library	San Marino, CA	50,000.00
4/12/10	1722	The Huntington Library	San Marino, CA	50,000.00
6/2/10	1735	Greater NY Councils, Boy Scouts of America	New York, NY	2,100.00
6/7/10	1729	New York-Presbyterian Hospital	New York, NY	100,000.00
6/7/10	1733	New Bedford Whaling Museum	New Bedford, MA	25,000.00
6/9/10	1734	The Concord Coalition	Arlington, VA	3,000.00
6/11/10	1727	Keck Graduate Institute	Claremont, CA	417,000.00
6/11/10	1730	Harvard Business School	Boston, MA	50,000.00
6/14/10	1728	King's Academy	New York, NY	250,000.00
6/15/10	1732	Woods Hole Oceanographic Institution	Woods Hole, MA	50,000.00
6/16/10	1736	The Coalition for Buzzards Bay	New Bedford, MA	1,000.00
6/22/10	1731	Rockefeller University	New York, NY	50,000.00
11/12/10	1750	Family Centers, Inc.	Greenwich, CT	75,000.00
12/3/10	1751	New York Public Library	New York, NY	25,000.00
12/6/10	1769	International Rescue Committee	New York, NY	10,000.00
12/7/10	1758	American Federation for Aging Research (AFAR)	New York, NY	1,000.00
12/7/10	1754	New Bedford Whaling Museum	New Bedford, MA	25,000.00
12/7/10	1762	Committee for Economic Development	Washington, DC	5,000.00
12/8/10	1765	Community Resources Network	Wareham, MA	5,000.00
12/8/10	1786	Thompson Island Outward Bound Education Center	Boston, MA	1,000.00
12/8/10	1775	Princeton University	Princeton, NJ	1,000.00
12/9/10	1796	YMCA Southcoast	New Bedford, MA	10,000.00
12/9/10	1753	Museum of Fine Arts, Boston	Boston, MA	10,000.00
12/9/10	1776	Public Agenda Foundation, Inc.	New York, NY	5,000.00
12/9/10	1789	United Way Greater New Bedford	New Bedford, MA	3,000.00
12/9/10	1781	Tabor Academy	Marion, MA	2,500.00
12/10/10	1763	Community Foundation of Southeastern Massachusetts	New Bedford, MA	1,000.00
12/10/10	1800	TriArts	Sharon, CT	500.00
12/13/10	1756	The Women's Center	New Bedford, MA	20,000.00

THE SIDNEY J. WEINBERG, JR. FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 12/31/2010
EIN: 13-2998603

Date Cleared	Ck #	Payee	City, State	Amount
12/13/10	1752	Community Nurse & Hospice Center	New Bedford, MA	20,000.00
12/13/10	1791	WGBH	Boston, MA	5,000.00
12/14/10	1768	Henry E. Huntington Library	San Marino, CA	50,000.00
12/14/10	1760	American University of Beirut	New York, NY	25,000.00
12/14/10	1777	Rockefeller University	New York, NY	10,000.00
12/15/10	1778	Scripps College	Claremont, CA	45,000.00
12/15/10	1755	St. Gabriel's Episcopal Church	Marion, MA	25,000.00
12/15/10	1759	American Academy of Arts & Sciences	Cambridge, MA	25,000.00
12/15/10	1797	American Academy of Arts & Sciences	Cambridge, MA	25,000.00
12/15/10	1783	Desert Community Foundation	Palm Desert, CA	10,000.00
12/15/10	1773	Middlebury College	Middlebury, VT	1,000.00
12/16/10	1743	Library of America	New York, NY	50,000.00
12/16/10	1793	Scripps College	Claremont, CA	600,000.00
12/16/10	1741	Chamber Music Society of Lincoln Center	New York, NY	50,000.00
12/16/10	1788	United Jewish Appeal Federation of New York	New York, NY	25,000.00
12/16/10	1772	Keck Graduate Institute	Claremont, CA	25,000.00
12/16/10	1771	Keck Graduate Institute	Claremont, CA	20,000.00
12/16/10	1784	The Salvation Army	Boston, MA	5,000.00
12/16/10	1785	The Trustees of Reservations	Beverly, MA	5,000.00
12/16/10	1790	United Way of the Desert	Palm Springs, CA	1,000.00
12/17/10	1747	Central Park Conservancy	New York, NY	25,000.00
12/17/10	1795	The Coalition for Buzzards Bay	New Bedford, MA	25,000.00
12/17/10	1766	Deerfield Academy	Deerfield, MA	5,000.00
12/17/10	1770	Junior Achievement	New Bedford, MA	1,000.00
12/20/10	1794	Claremont McKenna College	Claremont, CA	400,000.00
12/20/10	1801	Carnegie Institution of Washington	Washington, DC	50,000.00
12/20/10	1802	Carnegie Institution of Washington	Washington, DC	25,000.00
12/20/10	1767	Eisenhower Medical Center	Rancho Mirage, CA	10,000.00
12/21/10	1745	Young Audiences	New York, NY	25,000.00
12/21/10	1805	Woods Hole Oceanographic Institution	Woods Hole, MA	25,000.00
12/21/10	1779	Sippican Historical & Preservation Society	Marion, MA	1,000.00
12/21/10	1799	The Coalition for Buzzards Bay	New Bedford, MA	500.00
12/22/10	1742	East Harlem School	New York, NY	12,000.00
12/22/10	1780	Sippican Lands Trust	Marion, MA	1,000.00
12/27/10	1774	New York-Presbyterian Hospital	New York, NY	10,000.00
12/28/10	1806	Columbia University Medical Center	New York, NY	200,000.00
12/29/10	1764	Community Mental Health Affiliates	Lakeville, CT	1,000.00
12/30/10	1744	Peer Health Exchange	New York, NY	5,000.00
12/31/10	1757	Tobey Hospital	Wareham, MA	25,000.00

THE SIDNEY J. WEINBERG, JR. FOUNDATION
CHARITABLE CONTRIBUTIONS
FYE 12/31/2010
EIN: 13-2998603

Date Cleared	Ck #	Payee	City, State	Amount
		Through Whitehall Parallel Global Real Estate L.P. 2007		18.00
		SUB-TOTAL		3,298,618.00
		Less: amount of charitable contribution attributable to UBTI		(18.00)
		TOTAL CONTRIBUTIONS PAID *		**$3,298,600.00**

** ALL CONTRIBUTIONS WERE MADE TO THE GENERAL PURPOSE FUND OF PUBLIC CHARITABLE ORGANIZATIONS EXEMPT UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE*

WEINBERG SIDNEY J JR FDN
From 01-Jan-2010 To 31-Dec-2010

Base Currency :USD

Realized Gains/Losses

Description	Trade Date	Date Sold / Covered	Qty	Proceeds (Base)	Cost (Base)	Gain/Loss (Base)	Gain Type
JOHNSON & JOHNSON CMN	15-Dec-94	10-Mar-10	2,200	141,302.88	30,291.25	111,011.63	Long-Term
GENERAL ELECTRIC CO CMN	17-Oct-96	10-Mar-10	6,900	113,751.26	109,888.25	3,863.01	Long-Term
JOHNSON & JOHNSON CMN	17-Mar-95	10-Mar-10	3,900	250,491.48	60,656.09	189,835.39	Long-Term
JOHNSON & JOHNSON CMN	18-May-06	10-Mar-10	4,996	320,886.00	301,806.36	19,079.64	Long-Term
GENERAL ELECTRIC CO CMN	17-Oct-96	10-Mar-10	7,650	126,115.53	121,930.98	4,184.55	Long-Term
GENERAL ELECTRIC CO CMN	24-Oct-96	10-Mar-10	2,100	34,619.95	34,006.77	613.18	Long-Term
GENERAL ELECTRIC CO CMN	22-Apr-98	10-Mar-10	3,300	54,402.78	95,478.46	-41,075.68	Long-Term
TARGET CORPORATION CMN	10-May-05	10-Mar-10	4,500	236,703.74	213,597.45	23,106.29	Long-Term
TARGET CORPORATION CMN	26-Oct-05	10-Mar-10	2,516	132,343.69	137,113.45	-4,769.76	Long-Term
TARGET CORPORATION CMN	18-May-06	10-Mar-10	6,100	320,865.06	298,305.86	22,559.20	Long-Term
ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF	14-Nov-07	12-May-10	13,425	699,794.48	1,116,264.59	-416,470.11	Long-Term
U.S. TREASURY NOTE 4.500000% 05/15/2010 MN ON THE RUN	16-Aug-07	15-May-10	1,825,000	1,825,000.00	1,825,000.00	0 00	Long-Term
TOTAL LONG TERM CAPITAL GAIN/LOSS				4,256,276.85	4,344,339.51	-88,062.66	
SPDR S&P 500 ETF TRUST SPDR	15-Mar-10	28-Jul-10	4,500	499,986.54	518,520.60	-18,534 06	Short-Term
TOTAL LONG AND SHORT TERM CAPITAL GAIN/LOSS				4,756,263.39	4,862,860.11	-106,596.72	

REALIZED G/L I

1/1

charles SCHWAB

Accounts > History

Print in landscape for best results

History

Transactions | Statements & Reports | **Realized Gain / Loss**

Trades made today will not appear until tomorrow

View Unrealized Gain/Loss

Rules & Assumptions

Select Date Range: Previous Calendar Year | From: 01/01 2010 | To: 12/31/2010 | Search

Reporting Period 01 Jan, 2010 to 31 Dec, 2010

	Proceeds	Cost Basis	Total Gain/Loss ($| %)	Long Term Gain/Loss ($| %)	Short Term Gain/Loss ($| %)
Total	$1,359,979 80	$1,299,240 82	+$60,738 98	+$0 00	+$60,738 98

Symbol	Name (Full, Short)	Closed Date	Quantity	Proceeds	Cost Basis	Total Gain/Loss ($| %)	Long Term Gain/Loss ($| %)	Short Term Gain/Loss ($| %)
ADBE	ADOBE SYSTEM	09/09/2010	275	$9 066 61	$9,813 71	-$747 10	--	-$747 10
AMZN	AMAZON COM I	12/15/2010	25	$4,392 17	$3,143 12	+$1,249 05	--	+$1,249 05
AMZN	AMAZON COM I	09/29/2010	25	$4 017 95	$2 950 36	+$1 067 59	--	+$1,067 59
AMZN	AMAZON COM I	09/13/2010	50	$7,241 56	$5,900 73	+$1 340 83	--	+$1,340 83
AMZN	AMAZON COM I	12/22/2010	75	$13,829 49	$9 573 94	+$4,255 55	--	+$4,255 55
AMZN	AMAZON COM I	10/21/2010	50	$8,214 06	$5,900 73	+$2 313 33	--	+$2,313 33
BUD	ANHEUSER-BUS	07/15/2010	100	$5,364 47	$4 980 88	+$383 59	--	+$383 59
BUD	ANHEUSER-BUS	07/26/2010	100	$5,481 89	$4,980 87	+$501 02	--	+$501 02
BUD	ANHEUSER-BUS	10/13/2010	100	$6,409 10	$5,184 07	+$1,225 03	--	+$1,225 03
BUD	ANHEUSER-BUS	07/08/2010	75	$3,854 31	$3 735 65	+$118 66	--	+$118 66
CELG	CELGENE CORP	05/11/2010	125	$7,363 75	$7,087 77	+$275 98	--	+$275 98
CELG	CELGENE CORP	05/14/2010	325	$19,249 08	$18 526 50	+$722 58	--	+$722 58
CELG	CELGENE CORP	03/17/2010	125	$8 021 49	$7,087 78	+$933 71	--	+$933 71
CELG	CELGENE CORP	03/04/2010	100	$6,116 42	$5,670 22	+$446 20	--	+$446 20
CELG	CELGENE CORP	05/12/2010	125	$7,435 20	$7 087 78	+$347 42	--	+$347 42
KO	COCA COLA CO	08/27/2010	100	$5,535 55	$5,707 98	-$172 43	--	-$172 43
KO	COCA COLA CO	08/24/2010	150	$8,300 74	$8 561 98	-$261 24	--	-$261 24
KO	COCA COLA CO	12/14/2010	125	$8,013 20	$7,082 45	+$930 75	--	+$930 75
KO	COCA COLA CO	12/16/2010	100	$6,499 47	$5 637 95	+$861 52	--	+$861 52
COST	COSTCO WHSL	11/17/2010	150	$9,959 01	$8,849 69	+$1 109 32	--	+$1,109 32
COST	COSTCO WHSL	12/09/2010	150	$10,560 36	$8 849 69	+$1,710 67	--	+$1 710 67
DRI	DARDEN RESTA	11/12/2010	500	$24,260 68	$20 944 86	+$3 315 82	--	+$3,315 82
DRI	DARDEN RESTA	11/08/2010	100	$4,821 73	$3,563 96	+$1,257 77	--	+$1,257 77
DRI	DARDEN RESTA	11/10/2010	425	$20,340 49	$15 338 16	+$5 002 33	--	+$5 002 33
DRI	DARDEN RESTA	11/11/2010	250	$12,266 09	$9,736 54	+$2 529 55	--	+$2,529 55
DEO	DIAGEO PLC N	08/23/2010	50	$3,345 43	$3 403 93	-$58 50	--	-$58 50
DEO	DIAGEO PLC N	06/30/2010	50	$3,151 12	$3 403 93	-$252 81	--	-$252 81
DEO	DIAGEO PLC N	07/22/2010	50	$3,417 87	$3 403 93	+$13 94	--	+$13 94
DEO	DIAGEO PLC N	08/20/2010	125	$8,350 33	$8 509 82	-$159 49	--	-$159 49
DIS	DISNEY WALT	11/17/2010	100	$3,705 64	$3,410 03	+$295 61	--	+$295 61
EBAY	EBAY INC	03/17/2010	200	$5,385 51	$4 626 86	+$758 65	--	+$758 65
EBAY	EBAY INC	10/12/2010	300	$7,231 22	$6,968 79	+$262 43	--	+$262 43
EBAY	EBAY INC	09/21/2010	300	$7,393 67	$6,940 29	+$453 38	--	+$453 38
EBAY	EBAY INC	08/20/2010	100	$2 293 65	$2 313 43	-$19 78	--	-$19 78
EBAY	EBAY INC	03/25/2010	125	$3,448 01	$2 891 79	+$556 22	--	+$556 22
EBAY	EBAY INC	09/22/2010	425	$10,233 14	$9 832 08	+$401 06	--	+$401 06
EBAY	EBAY INC	07/28/2010	175	$3,674 82	$4,048 50	-$373 68	--	-$373 68
EBAY	EBAY INC	07/29/2010	125	$2,575 79	$2 891 79	-$316 00	--	-$316 00
EBAY	EBAY INC	11/02/2010	100	$2,980 97	$2,308 89	+$672 08	--	+$672 08
EBAY	EBAY INC	07/27/2010	100	$2,097 12	$2 313 43	-$216 31	--	-$216 31
EBAY	EBAY INC	07/08/2010	475	$9,463 49	$10,988 79	-$1 525 30	--	-$1,525 30

REALIZED G/L II

EBAY	EBAY INC	07/14/2010	200	$4,222 78	$4 626 86	-$404 08	--	-$404 08
EBAY	EBAY INC	07/22/2010	150	$3,109 98	$3,470 14	-$360 16	--	-$360 16
EBAY	EBAY INC	10/14/2010	200	$5,058 15	$4,664 87	+$393 28	--	+$393 28
EBAY	EBAY INC	10/28/2010	200	$5,857 84	$4 664 87	+$1 192 97	--	+$1,192 97
EBAY	EBAY INC	10/15/2010	200	$5,115 39	$4,664 87	+$450 52	--	+$450 52
EBAY	EBAY INC	08/04/2010	125	$2,613 14	$2 891 79	-$278 65	--	-$278 65
EBAY	EBAY INC	08/16/2010	250	$5,505 70	$5,783 57	-$277 87	--	-$277 87
EBAY	EBAY INC	08/19/2010	300	$6,804 46	$6 940 29	-$135 83	--	-$135 83
GPS	GAP INC	09/02/2010	300	$5 242 20	$6 977 90	-$1 735 70	--	-$1,735 70
GPS	GAP INC	10/05/2010	3,375	$62,977 97	$78,777 50	-$15,799 53	--	-$15,799 53
GPS	GAP INC	09/22/2010	825	$15,323 72	$19,189 05	-$3 865 33	--	-$3 865 33
IT	GARTNER INC	11/30/2010	250	$8 032 16	$5,427 11	+$2 605 05	--	+$2,605 05
IT	GARTNER INC	10/29/2010	400	$12,696 86	$8 683 39	+$4 013 47	--	+$4 013 47
IT	GARTNER INC	11/10/2010	150	$4,792 32	$3,256 27	+$1 536 05	--	+$1,536 05
IT	GARTNER INC	12/08/2010	100	$3,279 95	$2 170 85	+$1,109 10	--	+$1,109 10
IT	GARTNER INC	12/13/2010	150	$4,873 98	$3 212 77	+$1 661 21	--	+$1,661 21
IT	GARTNER INC	12/01/2010	100	$3,235 73	$2,170 85	+$1,064 88	--	+$1,064 88
IT	GARTNER INC	12/07/2010	250	$8,179 99	$5,427 11	+$2 752 88	--	+$2 752 88
GILD	GILEAD SCIEN	04/22/2010	350	$14,421 07	$15,686 99	-$1,265 92	--	-$1,265 92
GILD	GILEAD SCIEN	04/23/2010	300	$12,306 10	$13 446 00	-$1,139 90	--	-$1,139 90
GILD	GILEAD SCIEN	04/27/2010	1 525	$61,732 61	$69,229 51	-$7,496 90	--	-$7,496 90
GOOG	GOOGLE INC C	10/28/2010	20	$12,334 44	$11,845 16	+$489 28	--	+$489 28
HAS	HASBRO INC	05/27/2010	100	$4,031 79	$3,123 83	+$907 96	--	+$907 96
HAS	HASBRO INC	05/18/2010	100	$4,210 92	$3,123 83	+$1,087 09	--	+$1,087 09
HAS	HASBRO INC	09/13/2010	100	$4,374 05	$3,123 83	+$1 250 22	--	+$1 250 22
HAS	HASBRO INC	03/05/2010	125	$4,653 82	$3,904 79	+$749 03	--	+$749 03
HAS	HASBRO INC	06/16/2010	200	$8,491 11	$6,247 67	+$2,243 44	--	+$2 243 44
HAS	HASBRO INC	06/24/2010	125	$5,272 36	$3,904 79	+$1 367 57	--	+$1,367 57
HAS	HASBRO INC	06/30/2010	200	$8,414 25	$6 247 67	+$2,166 58	--	+$2,166 58
HAS	HASBRO INC	06/25/2010	75	$3,161 16	$2 342 87	+$818 29	--	+$818 29
HAS	HASBRO INC	03/29/2010	200	$7,768 08	$6,247 67	+$1,520 41	--	+$1 520 41
HAS	HASBRO INC	08/18/2010	125	$5,497 43	$3,904 79	+$1 592 64	--	+$1 592 64
HAS	HASBRO INC	11/03/2010	100	$4,730 97	$3,123 83	+$1 607 14	--	+$1,607 14
HAS	HASBRO INC	04/19/2010	125	$5,031 82	$3 904 79	+$1,127 03	--	+$1,127 03
HAS	HASBRO INC	05/26/2010	50	$1,975 80	$1 561 92	+$413 88	--	$413 88
HAS	HASBRO INC	03/30/2010	100	$3,927 77	$3,123 83	+$803 94	--	+$803 94
JCG	J CREW GROUP	11/22/2010	100	$3,708 56	$3 352 52	+$356 04	--	+$356 04
JCG	J CREW GROUP	11/16/2010	175	$6,178 35	$5,866 92	+$311 43	--	+$311 43
JCG	J CREW GROUP	11/23/2010	1,800	$78,833 20	$59,272 68	+$19 560 52	--	+$19 560 52
K	KELLOGG COMP	10/01/2010	100	$5,068 33	$5,355 74	-$287 41	--	-$287 41
K	KELLOGG COMP	06/08/2010	325	$17,498 89	$17,348 41	+$150 48	--	+$150 48
K	KELLOGG COMP	10/28/2010	100	$4 906 50	$5,373 49	-$466 99	--	-$466 99
K	KELLOGG COMP	08/17/2010	225	$11 569 06	$12 010 43	-$441 37	--	-$441 37
MKC	MC CORMICK &	04/15/2010	500	$19,124 62	$18,833 95	+$290 67	--	+$290 67
MCD	MC DONALDS C	06/09/2010	100	$6,833 33	$6 267 49	+$565 84	--	+$565 84
MCD	MC DONALDS C	06/03/2010	50	$3,379 28	$3 133 75	+$245 53	--	+$245 53
MCD	MC DONALDS C	06/08/2010	100	$6,724 25	$6,267 49	+$456 76	--	+$456 76
MCD	MC DONALDS C	02/03/2010	50	$3,248 79	$3,133 75	+$115 04	--	+$115 04
MCD	MC DONALDS C	02/01/2010	100	$6,364 77	$6,267 49	+$97 28	--	+$97 28
MCD	MC DONALDS C	07/07/2010	75	$4,997 86	$4,700 62	+$297 24	--	+$297 24
MCD	MC DONALDS C	06/21/2010	50	$3,490 08	$3 133 74	+$356 34	--	+$356 34
MCD	MC DONALDS C	06/15/2010	50	$3,493 57	$3,133 75	+$359 82	--	+$359 82
MCD	MC DONALDS C	08/25/2010	75	$5,461 49	$4 680 48	+$781 01	--	+$781 01
NFLX	NETFLIX INC	02/18/2010	250	$16,340 86	$13,120 07	+$3 220 79	--	+$3,220 79
NFLX	NETFLIX INC	04/05/2010	125	$9,778 57	$6 560 03	+$3,218 54	--	+$3 218 54
NFLX	NETFLIX INC	04/14/2010	50	$4,350 19	$2,623 82	+$1 726 37	--	+$1,726 37
NFLX	NETFLIX INC	03/30/2010	25	$1,863 01	$1,312 01	+$551 00	--	+$551 00

REALIZED G/L II

NFLX	NETFLIX INC	04/26/2010	50	$5,389 10	$2 623 61	+$2,765 49	--	+$2,765 49
NFLX	NETFLIX INC	03/25/2010	50	$3,699 66	$2 624 01	+$1 075 65	--	+$1,075 65
NFLX	NETFLIX INC	03/29/2010	100	$7,437 28	$5,248 03	+$2,189 25	--	+$2,189 25
NFLX	NETFLIX INC	03/04/2010	125	$8,479 89	$6 560 04	+$1 919 85	--	+$1,919 85
NFLX	NETFLIX INC	05/24/2010	125	$12 769 82	$6,559 03	+$6,210 79	--	+$6,210 79
NFLX	NETFLIX INC	03/10/2010	100	$7,098 99	$5 248 03	+$1,850 96	--	+$1 850 96
PAYX	PAYCHEX INC	09/20/2010	425	$11,080 54	$11,759 14	-$678 60	--	-$678 60
PAYX	PAYCHEX INC	09/16/2010	300	$7,760 38	$8 797 01	-$1,036 63	--	-$1,036 63
PAYX	PAYCHEX INC	09/17/2010	450	$11,671 17	$13 048 81	-$1 377 64	--	-$1,377 64
QCOM	QUALCOMM INC	02/11/2010	325	$12,191 72	$15,759 06	-$3,567 34	--	-$3,567 34
QCOM	QUALCOMM INC	02/10/2010	175	$6,580 72	$8 485 65	-$1 904 93	--	-$1 904 93
QCOM	QUALCOMM INC	02/12/2010	700	$26,895 98	$33,576 14	-$6,680 16	--	-$6,680 16
SMG	SCOTTS MIRAC	10/29/2010	125	$6,641 84	$6 104 53	+$537 31	--	+$537 31
SMG	SCOTTS MIRAC	10/28/2010	125	$6,753 46	$6,104 53	+$648 93	--	+$648 93
SNI	SCRIPPS NTWK	11/02/2010	125	$6,355 59	$5 627 19	+$728 40	--	+$728 40
SNI	SCRIPPS NTWK	06/15/2010	150	$6,822 66	$6 752 63	+$70 03	--	+$70 03
SNI	SCRIPPS NTWK	11/17/2010	175	$8,976 67	$7,752 77	+$1,223 90	--	+$1 223 90
SHW	SHERWIN WILL	06/01/2010	75	$5,774 60	$4 455 16	+$1 319 44	--	+$1 319 44
SHW	SHERWIN WILL	06/08/2010	100	$7 334 97	$5,940 21	+$1,394 76	--	+$1,394 76
SHW	SHERWIN WILL	06/24/2010	225	$16,265 17	$13 241 56	+$3,023 61	--	+$3 023 61
SHW	SHERWIN WILL	05/07/2010	200	$15 234 39	$11 880 42	+$3 353 97	--	+$3,353 97
SHW	SHERWIN WILL	06/23/2010	175	$12,907 71	$10 411 28	+$2,496 43	--	+$2,496 43
TGT	TARGET CORPO	12/22/2010	225	$13,524 60	$11 734 54	+$1 790 06	--	+$1,790 06
SCHW	THE CHARLES	10/01/2010	200	$2,803 98	$3,784 69	-$980 71	--	-$980 71
SCHW	THE CHARLES	10/05/2010	2,025	$28,609 10	$31 540 19	-$2,931 09	--	-$2,931 09
SCHW	THE CHARLES	09/21/2010	950	$13,238 03	$18,099 20	-$4,861 17	--	-$4,861 17
SCHW	THE CHARLES	09/23/2010	900	$12,167 19	$17 120 32	-$4,953 13	--	-$4,953 13
SCHW	THE CHARLES	04/07/2010	200	$3,841 07	$3 810 36	+$30 71	--	+$30 71
TWX	TIME WARNER	08/27/2010	100	$2,988 16	$2,881 45	+$106 71	--	+$106 71
TWX	TIME WARNER	03/05/2010	200	$6,082 14	$5 762 89	+$319 25	--	+$319 25
TWX	TIME WARNER	04/08/2010	325	$10,457 63	$9,364 70	+$1,092 93	--	+$1 092 93
TWX	TIME WARNER	10/28/2010	400	$12,867 62	$11 525 78	+$1 341 84	--	+$1 341 84
TWX	TIME WARNER	04/20/2010	125	$4,140 22	$3,601 81	+$538 41	--	+$538 41
TWX	TIME WARNER	04/09/2010	150	$4,875 61	$4 322 17	+$553 44	--	+$553 44
UN	UNILEVER N V	07/22/2010	125	$3,811 76	$4,018 05	-$206 29	--	-$206 29
WMT	WAL-MART STO	04/29/2010	525	$28,264 16	$28 345 37	-$81 21	--	-$81 21
WMT	WAL-MART STO	04/30/2010	150	$8,065 58	$8 098 68	-$33 10	--	-$33 10
WMT	WAL-MART STO	05/04/2010	175	$9,412 68	$9,487 15	-$74 47	--	-$74 47
WMT	WAL-MART STO	05/05/2010	150	$8,170 76	$8 214 74	-$43 98	--	-$43 98
WMT	WAL-MART STO	05/18/2010	150	$8,085 53	$8,214 74	-$129 21	--	-$129 21
WMT	WAL-MART STO	06/04/2010	275	$14,018 46	$15,056 20	-$1,037 74	--	-$1,037 74
WMT	WAL-MART STO	06/07/2010	575	$29,382 76	$31,202 19	-$1,819 43	--	-$1,819 43
WTW	WEIGHT WATCH	03/16/2010	300	$7,529 10	$8,791 73	-$1,262 63	--	-$1,262 63
WTW	WEIGHT WATCH	02/26/2010	300	$7,835 16	$8 791 74	-$956 58	--	-$956 58
WTW	WEIGHT WATCH	03/18/2010	400	$10,143 95	$11,722 31	-$1,578 36	--	-$1,578 36
WTW	WEIGHT WATCH	03/22/2010	400	$10,166 23	$11 668 45	-$1,502 22	--	-$1,502 22
WTW	WEIGHT WATCH	03/19/2010	700	$17,541 93	$20,526 42	-$2,984 49	--	-$2,984 49

⚠ Total includes missing cost basis values for one or more lots You can update missing cost basis values by using the Edit functionality—clicking on the Missing hyperlinks until reaching the Edit page

Data for this holding has been edited

The total Realized Gain/Loss for this account includes values for Short Positions held in the account For more information on summary totals when there are Short Positions, please see the Help Section

N/A Not Available

Values for fixed income securities have been adjusted for amortization/accretion with the exception of variable rate and mortgage-backed securities or for accounts with this preference turned off

Total Cash represents income and expenses as they occur It may be inconsistent with values shown elsewhere on Schwab com and on your monthly account statement

The realized Gain/Loss page provides summary information of closed transactions Not all closed transactions appear on this page

The information on this page is for estimating portfolio performance only It is not intended as tax or legal advice and should not be used for tax purposes Schwab is not responsible for the accuracy or completeness of the information you supply Please check your records carefully before supplying any information

REALIZED G/L II

WEINBERG SIDNEY J JR FDN

Holdings

Period Ended December 31, 2010

The alternative investment(s) described below may not be owned by the account holder(s) for this brokerage account Instead the investments may be owned by one of the account holders or a related party to the account holder(s)

CASH, DEPOSITS & MONEY MARKET FUNDS

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
DEPOSITS & MONEY MARKET FUNDS								
MONEY MARKET FUNDS								
GOLDMAN SACHS FINANCIAL SQUARE FEDERAL FUND (FST SHARES) Moody's Aaa	1,002,212 220	1 0000	1,002,212 22	1 0000	1,002,212 22	0 00	0 0100	100 22

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS ENHANCED INCOME FUND								
GOLDMAN SACHS ENHANCED INCOME INSTL SHARES	419,484 489	9 6000	4,027,051 09	9 6245	4,037,326 74	(10,275 65)		52,016 08
						18,841 09		

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
GOVERNMENT AND GOVERNMENT AGENCY BONDS								
U S TREASURY NOTE 4 500000% 11/30/2011 MN ON THE RUN S&P AAA /Moody's Aaa	2,462,000 00	103 7770	2,554,989 74	101 5562	2,500,314 11	54,675 63	2 7647	110,790 00
			9,409 56	105 79	2,604,526 72	(49,536 98) [11]		
U S TREASURY NOTE 3 125000% 04/30/2013 AO ON THE RUN S&P AAA /Moody's Aaa	2,462,000 00	105 6410	2,600,881 42	100 1615	2,465,976 97	134,904 45	3 0527	76,937 50
			12,858 05	100 33	2,470,078 44	130,802 98 [11]		
TOTAL GOVERNMENT AND GOVERNMENT AGENCY BONDS	4,924,000 00		5,155,871 16		4,966,291 08	189,580 08	2 9099	187,727 50
			22,267 61		5,074,605 16	81,266 00		

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
TOTAL INVESTMENT GRADE FIXED INCOME			**9,182,922.25**		**9,003,617.82**	**179,304.43**	**2.9099**	**239,743.58**
			22,267 61		**9,111,931.90**	**70,990.35**		

[11] This figure represents Unrealized Gain (Loss) calculated based on Original Cost

LONG POSITION I

WEINBERG SIDNEY J JR FDN

Holdings (Continued)

Period Ended December 31, 2010

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized Gain (Loss)	Dividend Yield	Estimated Annual Income
US EQUITY								
US STOCKS								
CORNING INCORPORATED CMN (GLW)	37,727 00	19 3200	728,885 64	0 0692	2,612 10	726,273 54	1 0352	7,545 40
EXXON MOBIL CORPORATION CMN (XOM)	13,000 00	73 1200	950,560 00	22 6678	294,680 88	655,879 12	2 4070	22,880 00
GOLDMAN SACHS GROUP, INC (THE) CMN (GS)	6,785 00	168 1600	1,140,965 60	53 0000	359,605 00	781,360 60	0 8325	9,499 00
TOTAL US STOCKS			2,820,411 24		656,897 98	2,163,513 26	1 4156	39,924 40
S&P 500 INDEX FUND (SPDR)								
SPDR S&P 500 ETF TRUST SPDR (SPY)	28,142 00	125 7500	3,538,856 50 18,369 97	104 0970	2,929,497 03	609,359 47	1 8025	63,786 66
TOTAL US EQUITY			**6,359,267.74** **18,369.97**		**3,586,395.01**	**2,772,872.73**	**1.6309**	**103,711.06**
NON-US EQUITY								
MSCI EAFE INDEX FUND (ISHARES)								
ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF (EFA)	44 550 00	58 2200	2,593 701 00	67 5199	3 008,013 45	(414,312 45)	2 3992	62,227 44
MSCI EMERGING MARKETS INDEX FUND (VANGUARD)								
VANGUARD EMERGING MARKET ETF ETF (VWO)	18,846 00	48 1460	907,359 52	39 2335	739,395 04	167,964 48	1 6928	15,359 49
TOTAL NON-US EQUITY			**3,501,060.52**		**3,747,408.49**	**(246,347.97)**	**2.2161**	**77,586.93**
TOTAL PUBLIC EQUITY			**9,860,328.26** **18,369.97**		**7,333,803.50**	**2,526,524.76**	**1.8387**	**181,297.99**

TOTAL 20,045,462.73 17,447,947.62

LONG POSITION I

Goldman Sachs

Statement Detail

GMS ALPHA+ ADVISERS 2-ARTISAN

Holdings

Period Ended December 31, 2010

The alternative investment(s) described below may not be owned by the account holder(s) for this brokerage account Instead the investments may be owned by one of the account holders or a related party to the account holder(s)

PUBLIC EQUITY

NON-US EQUITY	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
ARTISAN DYNAMIC EQUITY (NON-US EQUITY) (SERIES)								
GOLDMAN SACHS FINANCIAL SQUARE FEDERAL FUND (FST SHARES) (FEDXX)	162 240	1 0000	162 24	1 0000	162 24		0 0100	0.02

	Market Value	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Estimated Annual Income
TOTAL PORTFOLIO	162.24	162.24	0.00	0.02

LONG POSITION II

SIDNEY J. WEINBERG JR. FOUNDATION
SECURITIES LONG POSITION
AS OF DECEMBER 31, 2010

SECURITY	DATE PURCHASED	QTY	FAIR MARKET VALUE	COST BASIS	UNREALIZED GAIN/LOSS
3M COMPANY	10/13/2010	175		15,568.65	
	10/14/2010	150		13,264 63	
	10/15/2010	75		6,568.75	
	10/22/2010	50		4,425.58	
	11/2/2010	350		29,931 04	
	11/3/2010	150		12,679 53	
	11/10/2010	75		6,498.47	
	11/29/2010	75		6,267.81	
	12/10/2010	100		8,492.61	
	12/13/2010	50		4,210.98	
		1,250	107,875.00	107,908.05	(33.05)
ADOBE SYSTEMS INC	1/15/2010	325		11,598.02	
	1/19/2010	300		10,733.95	
	1/26/2010	150		5,468.65	
	1/27/2010	125		4,372 65	
	3/19/2010	275		9,683 62	
	4/6/2010	125		4,431.05	
	4/12/2010	150		5,313.28	
	4/30/2010	275		9,762 95	
	5/4/2010	200		6,993 80	
	5/5/2010	125		4,305.31	
	6/28/2010	250		7,807.30	
	8/24/2010	150		4,220.11	
	10/8/2010	325		8,445.31	
	10/12/2010	200		5,149.06	
	11/29/2010	325		8,990.46	
	12/16/2010	100		2,835.63	
	12/28/2010	100		3,063 39	

SIDNEY J. WEINBERG JR. FOUNDATION
SECURITIES LONG POSITION
AS OF DECEMBER 31, 2010

SECURITY	DATE PURCHASED	QTY	FAIR MARKET VALUE	COST BASIS	UNREALIZED GAIN/LOSS
		3,500	107,730.00	113,174.54	(5,444.54)
AMAZON COM INC	5/19/2010	5		638 26	
	5/24/2010	25		3,144.12	
	6/11/2010	125		14,791 50	
	6/14/2010	25		2,962.96	
		180	32,400.00	21,536.84	10,863.16
ANHEUSER-BUSCH	3/24/2010	150		7,718 77	
	3/29/2010	100		5,071.04	
	4/6/2010	100		5,023 98	
	4/16/2010	200		10,284.18	
	4/20/2010	125		6,353.40	
	4/21/2010	100		5,003 86	
	4/26/2010	175		8,707.18	
	5/12/2010	75		3,464.61	
	11/29/2010	100		5,899.86	
	12/3/2010	125		6,900 77	
	12/14/2010	50		2,854 61	
		1,300	74,217.00	67,282.26	6,934.74
COCA COLA COMPANY	1/21/2010	275		15,504 36	
	1/22/2010	275		15,451.19	
	1/25/2010	125		6,940.05	
	1/26/2010	100		5,460 85	
	2/18/2010	125		6,770.70	
	3/2/2010	50		2,657.70	
	3/3/2010	150		7,952.20	

SIDNEY J. WEINBERG JR. FOUNDATION
SECURITIES LONG POSITION
AS OF DECEMBER 31, 2010

SECURITY	DATE PURCHASED	QTY	FAIR MARKET VALUE	COST BASIS	UNREALIZED GAIN/LOSS
	4/30/2010	125		6,679 66	
		1,225	80,568.25	67,416.71	13,151.54
COSTCO WHSL CORP NEW	1/15/2010	300		17,699.37	
	1/25/2010	125		7,298 70	
	1/26/2010	50		2,898.75	
		475	34,299.75	27,896.82	6,402.93
DIAGEO PLC NEW ADR	1/15/2010	375		25,529.46	
	1/25/2010	100		7,006.95	
	1/26/2010	125		8,742.81	
	5/10/2010	100		6,596 07	
	5/19/2010	75		4,822.63	
	12/6/2010	50		3,587.81	
	12/17/2010	125		9,223.25	
	12/20/2010	100		7,327.76	
		1,050	78,046.50	72,836.74	5,209.76
DISNEY WALT CO	9/17/2010	375		12,787.60	
	9/21/2010	450		15,327.06	
	9/24/2010	600		20,868.84	
	9/27/2010	550		18,761 36	
	9/28/2010	300		10,066.17	
	10/4/2010	150		4,957.71	
		2,425	90,961.75	82,768.74	8,193.01

SIDNEY J. WEINBERG JR. FOUNDATION
SECURITIES LONG POSITION
AS OF DECEMBER 31, 2010

SECURITY	DATE PURCHASED	QTY	FAIR MARKET VALUE	COST BASIS	UNREALIZED GAIN/LOSS
EBAY INC	1/21/2010	275		6,155.14	
	2/9/2010	225		5,145 39	
	2/16/2010	300		6,643.31	
	4/27/2010	400		9,729.16	
	5/7/2010	250		5,708.48	
	5/25/2010	125		2,647.94	
	12/29/2010	200		5,698 18	
		1,775	**49,398.25**	**41,727.60**	**7,670.65**
GOOGLE INC CLASS A	1/15/2010	30		17,767 75	
	1/19/2010	15		8,708.54	
	1/21/2010	10		5,886 30	
	1/27/2010	25		14,151 45	
	3/26/2010	10		5,459 84	
	4/27/2010	10		5,467.02	
	4/30/2010	15		7,985 60	
	5/4/2010	10		5,308.23	
	5/14/2010	10		5,165 82	
	11/29/2010	10		5,818.51	
		145	**86,125.65**	**81,719.06**	**4,406.59**
HANESBRANDS INC	7/6/2010	475		11,536 85	
	7/7/2010	175		4,192 58	
	7/8/2010	100		2,431.81	
	7/9/2010	100		2,383.43	
	7/13/2010	100		2,453.43	
	7/22/2010	100		2,449.55	
	7/27/2010	250		6,080 33	
	7/30/2010	175		4,512.74	

SIDNEY J. WEINBERG JR. FOUNDATION
SECURITIES LONG POSITION
AS OF DECEMBER 31, 2010

SECURITY	DATE PURCHASED	QTY	FAIR MARKET VALUE	COST BASIS	UNREALIZED GAIN/LOSS
	8/2/2010	175		4,432.30	
	8/3/2010	150		3,794 76	
	9/23/2010	200		5,124.69	
	9/27/2010	200		4,928.37	
	9/28/2010	200		4,776.32	
	11/3/2010	200		5,039.96	
	12/14/2010	300		7,911 51	
	12/16/2010	100		2,619.08	
	12/28/2010	325		8,120.50	
		3,325	84,455.00	82,788.21	1,666.79
HASBRO INC	1/15/2010	675		21,085 88	
	1/25/2010	300		9,605.65	
	1/27/2010	150		4,748 59	
		1,125	53,077.50	35,440.12	17,637.38
HEINZ H J CO	10/8/2010	425		20,333 23	
	10/12/2010	250		11,934.83	
	11/10/2010	325		16,095.38	
	11/22/2010	125		5,970.60	
		1,125	55,642.50	54,334.04	1,308.46
KELLOGG COMPANY	1/20/2010	350		18,807.21	
	1/25/2010	250		13,440 65	
	1/26/2010	125		6,721 20	
	4/13/2010	350		18,382 05	
	7/27/2010	100		5,097.91	

SIDNEY J. WEINBERG JR. FOUNDATION
SECURITIES LONG POSITION
AS OF DECEMBER 31, 2010

SECURITY	DATE PURCHASED	QTY	FAIR MARKET VALUE	COST BASIS	UNREALIZED GAIN/LOSS
	8/3/2010	100		4,850.74	
		1,275	65,127.00	67,299.76	(2,172.76)
MC DONALDS CORP	1/20/2010	1,000		62,272.12	
	1/21/2010	100		6,253.05	
		1,100	84,436.00	68,525.17	15,910.83
NESTLE S A REG B ADR	1/15/2010	900		43,071.70	
	1/21/2010	350		16,752.46	
	1/27/2010	150		7,246.93	
		1,400	82,233.62	67,071.09	15,162.53
SCOTTS MIRACLE GRO CO	4/30/2010	175		8,546.35	
	5/3/2010	175		8,553.24	
	5/4/2010	125		6,104 47	
	5/7/2010	100		4,847.73	
	5/10/2010	75		3,592 89	
	5/14/2010	100		4,701.80	
	5/25/2010	75		3,221.97	
	6/21/2010	100		4,521 73	
		925	46,962.25	44,090.18	2,872.07
SCRIPPS NTWK INTERACTIV CLASS A	1/27/2010	50		2,200.76	
	1/28/2010	350		15,340.67	
	2/17/2010	300		11,547.55	
	2/18/2010	100		3,864 74	

SIDNEY J. WEINBERG JR. FOUNDATION
SECURITIES LONG POSITION
AS OF DECEMBER 31, 2010

SECURITY	DATE PURCHASED	QTY	FAIR MARKET VALUE	COST BASIS	UNREALIZED GAIN/LOSS
	8/24/2010	150		6,281 81	
	8/25/2010	100		4,081 48	
		1,050	54,337.50	43,317.01	11,020.49
TARGET CORPORATION	6/10/2010	275		14,342 21	
	6/11/2010	200		10 434.94	
	6/24/2010	175		9,269 42	
	6/29/2010	275		14,129.92	
	6/30/2010	100		5,098 88	
	7/13/2010	200		9,976.64	
	7/19/2010	100		4,975.17	
	8/19/2010	100		5,107 37	
	8/23/2010	100		4,969 39	
	10/18/2010	100		5,466.71	
	11/3/2010	100		5,189 52	
		1,725	103,724.25	88,960.17	14,764.08
TIME WARNER INC	1/15/2010	2,200		63,391.80	
	1/21/2010	150		4,303.60	
	1/27/2010	100		2,784.23	
	1/28/2010	100		2,700.56	
	2/9/2010	200		5,448.56	
	10/8/2010	350		10,616.61	
	10/12/2010	200		6,058.28	
	11/29/2010	350		10,505.90	
		3,650	117,420.50	105,809.54	11,610.96

SIDNEY J. WEINBERG JR. FOUNDATION
SECURITIES LONG POSITION
AS OF DECEMBER 31, 2010

SECURITY	DATE PURCHASED	QTY	FAIR MARKET VALUE	COST BASIS	UNREALIZED GAIN/LOSS
UNILEVER N V NY SHS	1/21/2010	800		25,715.50	
	1/25/2010	250		8,073.13	
	1/26/2010	350		11,161.84	
	1/27/2010	150		4,716 61	
	4/20/2010	300		9,302 27	
	5/3/2010	150		4,498.10	
	5/10/2010	75		2.197.31	
	5/17/2010	100		2,894.14	
	5/19/2010	100		2,821.28	
	10/22/2010	200		5,819 00	
	11/29/2010	350		10,375 07	
	12/3/2010	150		4,276.94	
		2,975	**93,415.00**	**91,851.19**	**1,563.81**
WALGREEN COMPANY	11/17/2010	775		26,981 28	
	11/18/2010	125		4,333.49	
	11/19/2010	100		3,431 88	
	11/22/2010	275		9,354 66	
	11/29/2010	550		18,693.55	
		1,825	**71,102.00**	**62,794.86**	**8,307.14**
WESTERN UNION COMPANY	11/12/2010	625		11,379.63	
	11/16/2010	850		15,696 64	
	11/17/2010	625		11,434 19	
	11/19/2010	350		6,235 38	
	11/22/2010	400		7,042.44	
	11/26/2010	100		1,826 00	
	11/29/2010	500		9,002.45	

SIDNEY J. WEINBERG JR. FOUNDATION
SECURITIES LONG POSITION
AS OF DECEMBER 31, 2010

SECURITY	DATE PURCHASED	QTY	FAIR MARKET VALUE	COST BASIS	UNREALIZED GAIN/LOSS
	12/21/2010	300		5,528.91	
	12/28/2010	100		1,840 25	
	12/29/2010	100		1,843.96	
		3,950	73,351.50	71,829.85	1,521.65
TOTAL LONG POSITION			1,726,906.77	1,568,378.55	158,528.22

THE SIDNEY J. WEINBERG JR. FOUNDATION
EIN: 13-2998603
FYE 12/31/2010

ATTACHMENT TO FORM 990-PF

SCHEDULE OF SUSPENDED PASSIVE ACTIVITY LOSS CARRY FORWARD:

FYE	CURRENT YEAR PASSIVE INCOME / (LOSS)	PASSIVE (LOSS) UTILIZED	NET PASSIVE INCOME / (LOSS)	TOTAL PASSIVE (LOSS) CARRYOVER
12/31/2009	(10,078)	0	(10,078)	(10,078)
12/31/2010	0	10,078	10,078	0

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

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return

OMB No 1545-1709

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

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

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

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

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

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

Type or print	Name of exempt organization	Employer identification number
	SIDNEY J. WEINBERG, JR FOUNDATION	13-2998603
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions c/o BCRS ASSOCIATES, LLC, 100 WALL STREET - 11TH FL	
	City, town or post office, state, and ZIP code For a foreign address, see instructions NEW YORK, NY 10005	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ BCRS ASSOCIATES, LLC

Telephone No ▶ 212-440-0811 FAX No ▶ N/A

- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ ☐ If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15 , 20 11 , to file the exempt organization return for the organization named above The extension is for the organization's return for

▶ ☒ calendar year 20 10 or

▶ ☐ tax year beginning ______, 20 ___ , and ending ______, 20 ___

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 10,500 00
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 12,793 00
c	**Balance due** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 0 00

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

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

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

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

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

Type or print	Name of exempt organization	Employer identification number
File by the extended due date for filing your return See instructions	SIDNEY J. WEINBERG, JR. FOUNDATION	13-2998603
	Number, street, and room or suite no If a P O box, see instructions c/o BCRS ASSOCIATES, LLC; 77 WATER STREET - 9TH FLOOR	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEW YORK, NY 10005	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

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

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

• The books are in the care of ▶ BCRS ASSOCIATES, LLC

Telephone No. ▶ 212-440-0811 FAX No. ▶ N/A

• If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . ▶ ☐ If it is for part of the group, check this box . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until NOVEMBER 15 , 20 11 .

5 For calendar year 2010 , or other tax year beginning ________ , 20 ___ , and ending ________ , 20 ___ .

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

7 State in detail why you need the extension ALL INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 10,500.00
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 12,793.00
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.00

Signature and Verification

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

Signature ▶ Title ▶ CPA Date ▶ 08/15/2011