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Form **990-PF**

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

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

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

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

Name of foundation THE JOSEPH AND ROBERT CORNELL MEMORIAL FOUNDATION		A Employer identification number 13-3097502
Number and street (or P.O. box number if mail is not delivered to street address) C/O RSM MCGLADREY, 1185 6TH AVE		B Telephone number 212-372-1000
City or town, state, and ZIP code NEW YORK, NY 10036-2602		C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 62,860,379.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		2,564.	2,564.		STATEMENT 1
4 Dividends and interest from securities		2,559,166.	2,559,166.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-85,065.			
b Gross sales price for all assets on line 6a 4,117,930.					
7 Capital gain net income (from Part IV, line 2)			0.		
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)					
11 Other income		30,636.	30,636.		STATEMENT 3
12 Total. Add lines 1 through 11		2,507,301.	2,592,366.		
13 Compensation of officers, directors, trustees, etc.		185,000.	115,625.		69,375.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		10,894.	5,447.		5,447.
b Accounting fees STMT 5		11,675.	7,297.		4,378.
c Other professional fees STMT 6		37,500.	37,500.		0.
17 Interest					
18 Taxes					
19 Depreciation and depletion		313.	0.		
20 Occupancy					
21 Travel, conferences, and meetings		321.	0.		321.
22 Printing and publications					
23 Other expenses STMT 7		4,764.	150.		4,614.
24 Total operating and administrative expenses. Add lines 13 through 23		250,467.	166,019.		84,135.
25 Contributions, gifts, grants paid		5,025,000.			5,025,000.
26 Total expenses and disbursements. Add lines 24 and 25		5,275,467.	166,019.		5,109,135.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-2,768,166.			
b Net investment income (if negative, enter -0-)			2,426,347.		
c Adjusted net income (if negative, enter -0-)				N/A	

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12-07-10

LHA For Paperwork Reduction Act Notice, see the instructions.

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	171,866.	151,742.	151,742.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	40,011,818.	37,870,514.	59,067,073.
	c Investments - corporate bonds STMT 9	2,796,222.	2,242,765.	2,468,681.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment basis ▶ 3,966.				
Less accumulated depreciation STMT 10 ▶ 3,733.	546.	233.	233.	
15 Other assets (describe ▶ STATEMENT 11)	647,758.	594,790.	1,172,650.	
16 Total assets (to be completed by all filers)	43,628,210.	40,860,044.	62,860,379.	
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			
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	43,628,210.	40,860,044.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
30 Total net assets or fund balances	43,628,210.	40,860,044.		
31 Total liabilities and net assets/fund balances	43,628,210.	40,860,044.		

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	43,628,210.
2 Enter amount from Part I, line 27a	2	-2,768,166.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	40,860,044.
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	40,860,044.

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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 LONG TERM CAPITAL GAIN - SEE STATEMENT 13	P	VARIOUS	VARIOUS
b SECURITIES LITIGATION - CASH IN LIEU	P	VARIOUS	VARIOUS
c SALE OF ARTWORK - SEE STATEMENT 14	D	VARIOUS	VARIOUS
d CAPITAL GAINS DIVIDENDS			
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 4,066,131.		4,150,995.	-84,864.
b 872.			872.
c 48,263.		52,000.	-3,737.
d 2,664.			2,664.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			-84,864.
b			872.
c			-3,737.
d			2,664.
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	-85,065.
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). If (loss), enter -0- in Part I, line 8 }	3	N/A

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 instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	3,916,790.	55,277,643.	.070857
2008	3,334,863.	71,047,454.	.046939
2007	4,152,984.	81,933,917.	.050687
2006	200,068.	72,077,988.	.002776
2005	4,040,533.	64,237,466.	.062900

2 Total of line 1, column (d)	2	.234159
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	.046832
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	60,841,983.
5 Multiply line 4 by line 3	5	2,849,352.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	24,263.
7 Add lines 5 and 6	7	2,873,615.
8 Enter qualifying distributions from Part XII, line 4	8	5,109,135.

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.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	24,263.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	24,263.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	24,263.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 52,145.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	52,145.
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	27,882.
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax 27,882. Refunded		11	0.

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A 14 The books are in care of ▶ RSM MCGLADREY, INC Telephone no. ▶ 212 372-1000 Located at ▶ 1185 AVENUE OF AMERICAS, NEW YORK, NY ZIP+4 ▶ 10036-2602 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 N/A 16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶	<table border="1"> <tr> <td>11</td> <td></td> <td>X</td> </tr> <tr> <td>12</td> <td></td> <td>X</td> </tr> <tr> <td>13</td> <td>X</td> <td></td> </tr> <tr> <td>16</td> <td></td> <td>X</td> </tr> </table>	11		X	12		X	13	X		16		X
11		X											
12		X											
13	X												
16		X											

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

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

		Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ 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?	1b 1c	X X	
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ▶ _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____	2b	N/A	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) N/A	3b	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?	4a 4b	X X	

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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)?

☐ 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 instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

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

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

(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
RICHARD M. ADER	TRUSTEE			
201 CRANDON BLVD., #724				
KEY BISCAYNE, FL 33149	20.00	110,000.	0.	0.
DONALD WINDHAM (DECEASED 6/2/2010)	TRUSTEE			
230 CENTRAL PARK SOUTH				
NEW YORK, NY 10019	3.00	75,000.	0.	0.
JOSEPH ERDMAN	TRUSTEE			
550 SE MICNER, SUITE 404				
BOCA RATON, FL 33432-5585	3.00	0.	0.	0.

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

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

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

0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

		Amount
1	NOT APPLICABLE	
		0.
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	60,015,924.
b	Average of monthly cash balances	1b	571,785.
c	Fair market value of all other assets	1c	1,180,802.
d	Total (add lines 1a, b, and c)	1d	61,768,511.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	61,768,511.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	926,528.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	60,841,983.
6	Minimum investment return. Enter 5% of line 5	6	3,042,099.

Part XI Distributable Amount (see 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	3,042,099.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	24,263.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	24,263.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,017,836.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,017,836.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,017,836.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	5,109,135.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,109,135.
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	5	24,263.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,084,872.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				3,017,836.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			1,981,397.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 5,109,135.				
a Applied to 2009, but not more than line 2a			1,981,397.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				3,017,836.
e Remaining amount distributed out of corpus	109,902.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	109,902.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	109,902.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010	109,902.			

Form 990-PF (2010)

MEMORIAL FOUNDATION

13-3097502

Page 10

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

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(i)(5)

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

[illegible]

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 the instructions.)**

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient		If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)					
a Paid during the year					
SEE STATEMENT 12					
Total		▶ 3a			5,025,000.
b Approved for future payment					
NONE					
Total		▶ 3b			0

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
THRU MERRILL LYNCH	2,564.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	2,564.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
THRU MERRILL LYNCH	2,559,166.	0.	2,559,166.
THRU MERRILL LYNCH	2,664.	2,664.	0.
TOTAL TO FM 990-PF, PART I, LN 4	2,561,830.	2,664.	2,559,166.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PERMISSIONS AND LICENSES	30,636.	30,636.	
TOTAL TO FORM 990-PF, PART I, LINE 11	30,636.	30,636.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROSKAUER ROSE LLP	10,894.	5,447.		5,447.
TO FM 990-PF, PG 1, LN 16A	10,894.	5,447.		5,447.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RSM MCGLADREY INC	11,675.	7,297.		4,378.
TO FORM 990-PF, PG 1, LN 16B	11,675.	7,297.		4,378.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ALBEMARLE ASSET MANAGEMENT	37,500.	37,500.		0.
TO FORM 990-PF, PG 1, LN 16C	37,500.	37,500.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL FILING FEE	1,500.	0.		1,500.
BROKER SERVICE FEE	150.	150.		0.
POSTAGE & FREIGHT	257.	0.		257.
TELEPHONE	1,950.	0.		1,950.
OFFICE SUPPLIES & EXPENSE	331.	0.		331.
UTILITIES	576.	0.		576.
TO FORM 990-PF, PG 1, LN 23	4,764.	150.		4,614.

FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
10,000 AGL RESOURCES INC	295,466.	358,500.
25,000 ALLIANT ENERGY GROUP	591,203.	919,250.
5,000 AMEREN CORP	107,433.	140,950.
15,000 AMN ELEC POWER CO	447,273.	539,700.
20,000 AT&T INC	494,624.	587,600.
20,000 ATMOS ENERGY CORP	528,126.	624,000.
30,000 AVON PROD INC	403,986.	871,800.
15,000 BHP BILLITON LTD	507,396.	1,393,800.
25,000 BRISTOL-MYERS SQUIBB CO	371,797.	662,000.
12,500 CENTERPOINT ENERGY INC	143,915.	196,500.
5,000 CENTURYLINK INC	177,715.	230,850.
15,000 CH ENERGY GROUP INC	577,593.	733,350.
25,000 CHEVRON CORP	1,143,845.	2,281,250.
7,500 COLGATE PALMOLIVE	538,730.	602,775.
15,000 CONSOLIDATED EDISON INC	493,883.	743,550.
30,000 DOMINION RES INC	503,430.	1,281,600.
25,000 DPL INC	251,001.	642,750.
20,000 DU PONT E I DE NEMOURS	982,831.	997,600.
50,600 DUKE ENERGY CORP	405,195.	901,186.
20,000 EQT CORP	466,544.	896,800.
20,000 EXXON MOBIL CORP	1,612,646.	1,462,400.
25,000 GATX CORPORATION	573,165.	882,000.
15,000 GENERAL MILLS	430,311.	533,850.
5,000 HEWLETT PACKARD CO	232,655.	210,500.
15,000 HONEYWELL INTL INC	547,273.	797,400.
15,000 HORMEL FOODS CORP	193,265.	768,900.
25,000 JOHNSON AND JOHNSON COM	1,395,496.	1,546,250.
10,000 KELLOGG CO	464,116.	510,800.
10,000 KIMBERLY CLARK	614,621.	630,400.
20,000 MARATHON OIL CORP	206,419.	740,600.
20,000 MCDONALDS CORP	1,192,669.	1,535,200.
50,625 MDU RESOURCES GRP INC	229,098.	1,026,169.
25,000 MICROSOFT CORP	606,462.	697,750.
25,000 NEW JERSEY RESOURCE CORP	280,215.	1,077,750.
40,000 NEXTERA ENERGY INC	842,828.	2,079,600.
15,000 NICOR INC	221,440.	748,800.
10,000 NISOURCE INC	230,769.	176,200.
15,000 PEPSICO INC	811,735.	979,950.
19,850 PFIZER INC	350,828.	347,574.
20,000 PIEDMONT NATRL GAS N C	378,673.	559,200.
20,000 PLUM CREEK TIMBER CO INC	589,793.	749,000.
10,000 PNC FINCL SERVICES CORP	330,879.	607,200.
10,000 PPG INDUSTRIES INC SHS	444,507.	840,700.
20,000 PROCTER & GAMBLE CO	1,083,316.	1,286,600.
15,000 PROGRESS ENERGY INC	352,638.	652,200.
50,000 QEP RESOURCES INC	207,161.	1,815,500.
50,000 QUESTAR CORP	106,245.	870,500.

15,000	SCANA CORP NEW	279,600.	609,000.
25,000	SEMPRA ENERGY	573,693.	1,312,000.
25,000	SOUTH JERSEY IND	272,652.	1,320,500.
20,000	SOUTHERN COMPANY	545,741.	764,600.
25,000	SOWEST GAS CORP	364,344.	916,750.
25,300	SPECTRA ENERGY CORP	292,095.	632,247.
20,000	TECO ENERGY INC	379,050.	356,000.
10,000	TRAVELERS COS INC	369,277.	557,100.
45,000	UGI CORP NEW	457,156.	1,421,100.
20,000	VERIZON COMMUNICATIONS	475,865.	715,600.
10,000	VULCAN MATERIALS CO	448,938.	443,600.
10,000	WAL-MART STORES INC	483,805.	539,300.
10,000	WESTAR ENERGY INC	180,411.	251,600.
10,000	WGL HOLDINGS INC	115,626.	357,700.
15,000	XCEL ENERGY INC	269,192.	353,250.
7,500	3M COMPANY	540,352.	647,250.
1,361.2391	AGIC CONV & INCOME FD	6,119.	13,939.
13,894.5713	ALLIANCEBERNSTEIN GLOBAL	173,021.	198,692.
82,455.5822	BLACKROCK INCOME TRUST	578,747.	563,996.
34,102.2990	CALAMOS CONV & HIGH INC	492,114.	431,735.
348,193.5852	DNP SELECT INCOME FD INC	3,225,139.	3,182,489.
5,662.5100	DWS HIGH INCOME TRUST	46,160.	53,171.
15,822.1154	EATON VANCE TAX-MANAGED	230,445.	166,607.
10,000	INVESCO VAN KAMPEN BD FD	169,724.	186,400.
44,304.2488	JOHN HANCOCK PREMIUM	493,663.	512,157.
62,476.2270	MORG STAN INCOME SEC	1,020,278.	1,051,475.
70,667.6595	PUTNAM HIGH INCOME SECS	520,486.	592,195.
110,076.2707	TEMPLETON GLOBAL INCOME	905,612.	1,177,816.
TOTAL TO FORM 990-PF, PART II, LINE 10B		37,870,514.	59,067,073.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
400,000	AT&T INC	395,296.	444,352.
250,000	BANK OF AMERICA CORP	249,974.	262,003.
100,000	BARCLAYS BANK PLC	99,748.	102,126.
500,000	GOLDMAN SACHS	488,140.	536,770.
400,000	JP MORGAN CHASE & CO	369,145.	426,604.
250,000	NM HOUSEHOLD FIN CORP BE	250,000.	257,250.
400,000	VERIZON COMMUNICATIONS	390,462.	439,576.
TOTAL TO FORM 990-PF, PART II, LINE 10C		2,242,765.	2,468,681.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
OFFICE FURNITURE	2,189.	1,956.	233.
COMPUTER	1,777.	1,777.	0.
TOTAL TO FM 990-PF, PART II, LN 14	3,966.	3,733.	233.

FORM 990-PF OTHER ASSETS STATEMENT 11

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM RELATED ASSETS	641,440.	589,440.	1,167,300.
DUE FROM BROKER	6,318.	5,350.	5,350.
TO FORM 990-PF, PART II, LINE 15	647,758.	594,790.	1,172,650.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 12

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
HOSPICE OF THE PIEDMONT 675 PETER JEFFERSON PARKWAY CHARLOTTESVILLE, VA 22911	NONE GRANT IS FOR DONEE'S EXEMPT PURPOSE	501(C)(3)	625,000.
MARTHA JEFFERSON HOSPITAL FOUNDATION 459 LOCUST AVENUE CHARLOTTESVILLE, VA 22902	NONE GRANT IS FOR DONEE'S EXEMPT PURPOSE	501(C)(3)	1000000.
ST. JOHN'S COLLEGE 60 COLLEGE AVENUE ANNAPOLIS, MD 21401	NONE GRANT IS FOR DONEE'S EXEMPT PURPOSE	501(C)(3)	250,000.
THE MONTPELIER FOUNDATION PO BOX 911 ORANGE, VA 22960	NONE GRANT IS FOR DONEE'S EXEMPT PURPOSE	501(C)(3)	1000000.
THOMAS JEFFERSON FOUNDATION, INC. PO BOX 217 CHARLOTTESVILLE, VA 22902	NONE GRANT IS FOR DONEE'S EXEMPT PURPOSE	501(C)(3)	1000000.
UNIVERSITY OF VIRGINIA ART MUSEUM 155 RUGBY ROAD CHARLOTTESVILLE, VA 22904	NONE GRANT IS FOR DONEE'S EXEMPT PURPOSE	501(C)(3)	1000000.
VIRGINIA FOUNDATION FOR THE HUMANITIES 145 EDNAM PLACE CHARLOTTESVILLE, VA 22903	NONE GRANT IS FOR DONEE'S EXEMPT PURPOSE	501(C)(3)	150,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			5,025,000.

THE JOSEPH AND ROBERT CORNELL MEMORIAL FOUNDATION
LONG TERM CAPITAL GAINS/(LOSSES)
12/31/2010

SHARES OR PV	SECURITY	DATE ACQUIRED	DATE SOLD	SALES PROCEEDS	COST BASES	GAIN/ (LOSS)
37,300	NORAM ENERGY CORP 6%	4/12/1993	1/13/2010	37,300.00	28,727.16	8,572.84
125,000	NORAM ENERGY CORP 6%	4/12/1993	1/13/2010	125,000.00	99,358.05	25,641.95
125,000	NORAM ENERGY CORP 6%	7/15/1996	1/13/2010	125,000.00	103,619.43	21,380.57
5,000	B & G FOODS HOLDING 12%	3/1/2006	2/26/2010	16,517.72	35,750.00	(19,232.28)
1,000	B & G FOODS HOLDING 12%	5/17/2006	2/26/2010	3,303.54	7,150.00	(3,846.46)
1,000	B & G FOODS HOLDING 12%	5/17/2006	2/26/2010	3,303.54	7,150.00	(3,846.46)
900	B & G FOODS HOLDING 12%	5/17/2006	2/26/2010	2,973.19	6,435.00	(3,461.81)
100	B & G FOODS HOLDING 12%	5/17/2006	2/26/2010	330.35	715.00	(384.65)
500	B & G FOODS HOLDING 12%	5/17/2006	2/26/2010	1,651.77	3,575.00	(1,923.23)
500	B & G FOODS HOLDING 12%	5/17/2006	2/26/2010	1,651.77	3,575.00	(1,923.23)
1,000	B & G FOODS HOLDING 12%	5/17/2006	2/26/2010	3,303.56	7,150.00	(3,846.44)
100,000	PSEG POWER LLC 6.5%	4/21/2010	1/20/2009	100,000.00	100,000.00	-
250,000	SLM CORP	6/29/2004	12/9/2010	220,162.15	250,000.00	(29,837.85)
10,000	BB&T CORPORATION	VAR	12/7/2010	245,553.69	345,633.40	(100,079.71)
10,000	B & G FOODS INC.	VAR	12/7/2010	132,172.41	39,034.22	93,138.19
10,000	FIRSTENERGY CORP	11/14/1997	12/7/2010	356,845.57	197,778.70	159,066.87
5,000	FIRSTENERGY CORP	5/4/2009	12/7/2010	178,315.39	210,405.35	(32,089.96)
4,800	FRONTIER COMMUNICATIONS	VAR	12/7/2010	44,154.38	31,459.72	12,694.66
15,000	NEW YORK CMNTY BANCORP	VAR	12/7/2010	260,160.22	347,870.40	(87,710.18)
10,000	PEPCO HLDGS INC	VAR	12/7/2010	185,809.31	220,177.65	(34,368.34)
10,000	US BANCORP (NEW)	2/5/2009	12/7/2010	242,442.87	150,985.35	91,457.52
20,000	WINDSTREAM CORP	VAR	12/7/2010	273,791.14	288,971.40	(15,180.26)
37,400	BLACKROCK INCOME TRUST	VAR	12/9/2010	250,711.57	281,326.22	(30,614.65)
6,688	MORGAN STANLEY INCOME	VAR	12/9/2010	107,828.38	120,204.26	(12,375.88)
8,807	DWS HIGH INCOME TR	VAR	12/9/2010	85,702.17	125,359.68	(39,657.51)
7,377	MORGAN STANLEY INCOME	VAR	12/10/2010	119,886.20	134,634.82	(14,748.62)
10,000	INTEL CORP	VAR	12/10/2010	217,313.46	150,705.35	66,608.11
13,500	DWS HIGH INCOME TR	VAR	12/10/2010	130,728.04	186,432.58	(55,704.54)
4,774	DWS HIGH INCOME TR	VAR	12/13/2010	46,110.70	39,940.23	6,170.47
10,000	BANK NEW YORK MELLON	VAR	12/14/2010	293,590.17	325,350.22	(31,760.05)
8,500	MORGAN STANLEY INCOME	VAR	12/13/2010	136,037.89	157,724.92	(21,687.03)
2,000	MORGAN STANLEY INCOME	1/30/2001	12/14/2010	32,034.11	37,444.75	(5,410.64)
5,000	NISOURCE INC.	VAR	12/17/2010	86,445.62	106,350.83	(19,905.21)
TOTAL LONG TERM LOSSES				4,066,130.88	4,150,994.69	(84,863.81)

THE JOSEPH AND ROBERT CORNELL MEMORIAL FOUNDATION
 COMPUTATION OF GAIN/LOSS ON ARTWORK
 1/1/2010 - 12/31/2010

INVENTORY NUMBER	DATE SOLD	SALES PROCEEDS	INVENTORY COST	GAIN/ (LOSS)
1M - 4C	Dec-10	13,332.00	14,000.00	(668.00)
1M - 10E	Dec-10	11,999.00	12,000.00	(1.00)
1M - 10H	Dec-10	7,999.00	12,000.00	(4,001.00)
1M - 11E	Dec-10	14,933.00	14,000.00	933.00
		<u>48,263.00</u>	<u>52,000.00</u>	<u>(3,737.00)</u>

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► **File a separate application for each return.**

- 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 File by the due date for filing your return. See instructions.	Name of exempt organization THE JOSEPH AND ROBERT CORNELL MEMORIAL FOUNDATION	Employer identification number 13-3097502
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O RSM MCGLADREY, 1185 6TH AVE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10036-2602	

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

0 4

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

RSM MCGLADREY, INC

- The books are in the care of ► **1185 AVENUE OF AMERICAS - NEW YORK, NY 10036-2602**
Telephone No ► **212 372-1000** FAX No. ►

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

- 1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2010** or
► ☐ tax year beginning _____, and ending _____.

- 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	\$ 52,145.
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	\$ 52,145.
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.

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.

LHA **For Paperwork Reduction Act Notice, see Instructions.**

Form **8868** (Rev. 1-2011)