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

2010

Department of the Treasury
Internal Revenue Service

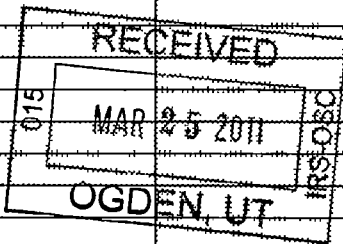
Note The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2010, or tax year beginning _____, 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 MELIK-BASCHKOPF FOUNDATION		A Employer identification number 13-3684990
Number and street (or P O box number if mail is not delivered to street address) C/O EISNERAMPER, 21 MAIN ST.	Room/suite 200	B Telephone number 201-678-1400
City or town, state, and ZIP code HACKENSACK, NJ 07601-7092		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,187,541.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>	(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	81,409.	81,409.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-38,781.			
b Gross sales price for all assets on line 6a 612,146.				
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				
12 Total. Add lines 1 through 11	42,628.	81,409.		
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 2	11,468.	11,468.		0.
c Other professional fees STMT 3	17,734.	17,734.		0.
17 Interest				
18 Taxes STMT 4	495.	495.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	250.	250.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	29,947.	29,947.		0.
25 Contributions, gifts, grants paid	300,896.			300,896.
26 Total expenses and disbursements. Add lines 24 and 25	330,843.	29,947.		300,896.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-288,215.			
b Net investment income (if negative, enter -0-)		51,462.		
c Adjusted net income (if negative, enter -0-)			N/A	



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Operating and Administrative Expenses

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	155,579.	4,801.	4,801.
	2 Savings and temporary cash investments	1,556,429.	403,748.	403,748.
	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 6	942,674.	1,509,944.	1,733,411.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	592,149.	1,040,123.	1,045,581.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
16 Total assets (to be completed by all filers)	3,246,831.	2,958,616.	3,187,541.	
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 ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
27 Capital stock, trust principal, or current funds	0.	0.		
28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	3,246,831.	2,958,616.		
30 Total net assets or fund balances	3,246,831.	2,958,616.		
31 Total liabilities and net assets/fund balances	3,246,831.	2,958,616.		

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	3,246,831.
2 Enter amount from Part I, line 27a	2	-288,215.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,958,616.
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	2,958,616.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED EXHIBIT A	P	VARIOUS	VARIOUS
b SEE ATTACHED EXHIBIT B	P	VARIOUS	VARIOUS
c FNMA - ROP	P	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 308,831.		328,242.	-19,411.
b 231,482.		251,748.	-20,266.
c 70,937.		70,937.	0.
d 896.			896.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-19,411.
b			-20,266.
c			0.
d			896.
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	-38,781.
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	349,544.	3,010,338.	.116115
2008	149,443.	3,786,170.	.039471
2007	5,000.	2,342,481.	.002134
2006	192.	52,876.	.003631
2005	2,201.	51,072.	.043096

2 Total of line 1, column (d)	2	.204447
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	.040889
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,002,024.
5 Multiply line 4 by line 3	5	122,750.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	515.
7 Add lines 5 and 6	7	123,265.
8 Enter qualifying distributions from Part XII, line 4	8	300,896.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	515.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0.
3	Add lines 1 and 2	3	515.
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	515.
6	Credits/Payments		
6a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,144.
6b	Exempt foreign organizations - tax withheld at source	6b	
6c	Tax paid with application for extension of time to file (Form 8868)	6c	
6d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	1,144.
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	629.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax <input type="checkbox"/> 629. Refunded <input type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ EISNERAMPER, LLP Telephone no ▶ 201-678-1400 Located at ▶ 21 MAIN ST., STE. 200, HACKENSACK, NJ ZIP+4 ▶ 07601-7092			
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 ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? ▶	1c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? 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)? Yes No **N/A** **5b**

Organizations relying on a current notice regarding disaster assistance check here

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

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? Yes No **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? Yes No **N/A** **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
MILTON E. KAHN 481 IVY AVE. HAWORTH, NJ 07641	TRUSTEE 1.00	0.	0.	0.
EDWARD H. DIETRICH 168 COMPO RD. SOUTH WESTPORT, CT	TRUSTEE 0.00	0.	0.	0.
ANDREA REIFF 200 CONGRESS ST. #6D BROOKLYN, NY 11201	TRUSTEE 0.00	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**

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	
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 N/A	
2	
3 All other program-related investments See instructions	
Total. Add lines 1 through 3 ▶	0.

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	2,349,102.
b	Average of monthly cash balances	1b	698,638.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	3,047,740.
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	3,047,740.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	45,716.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,002,024.
6	Minimum investment return. Enter 5% of line 5	6	150,101.

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	150,101.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	515.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	515.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	149,586.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	149,586.
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	149,586.

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	300,896.
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	300,896.
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	515.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	300,381.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				149,586.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
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				50,637.
f Total of lines 3a through e	50,637.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 300,896.				
a Applied to 2009, but not more than line 2a			0.	
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				149,586.
e Remaining amount distributed out of corpus	151,310.			
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:	201,947.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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	201,947.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				50,637.
e Excess from 2010				151,310.

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(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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					
3 Subtract line 2d from line 2c					
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 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

SEE STATEMENT 8

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	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)				
<p>a <i>Paid during the year</i> ALPINE LEARNING GROUP, INC 777 PARAMUS ROAD PARAMUS, NJ 07652</p>		501(C)(3)	ADULTS WITH AUTISM PROGRAM	300,896.
Total				▶ 3a 300,896.
<p>b <i>Approved for future payment</i></p> <p>NONE</p>				
Total				▶ 3b 0.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SANFORD BERNSTEIN	186.	0.	186.
UBS (211)	50,504.	0.	50,504.
UBS (212)	30,609.	896.	29,713.
UBS (213)	921.	0.	921.
VALLEY NATIONAL BANK	85.	0.	85.
TOTAL TO FM 990-PF, PART I, LN 4	82,305.	896.	81,409.

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	11,468.	11,468.		0.
TO FORM 990-PF, PG 1, LN 16B	11,468.	11,468.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	17,734.	17,734.		0.
TO FORM 990-PF, PG 1, LN 16C	17,734.	17,734.		0.

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	495.	495.		0.
TO FORM 990-PF, PG 1, LN 18	495.	495.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	250.	250.		0.
TO FORM 990-PF, PG 1, LN 23	250.	250.		0.

FORM 990-PF	CORPORATE STOCK		STATEMENT 6
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
VARIOUS MUTUAL FUNDS	871,692.	999,013.	
COMMON STOCKS	638,252.	734,398.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,509,944.	1,733,411.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 7
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	COST	1,040,123.	1,045,581.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,040,123.	1,045,581.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MILTON KAHN C/O EISNERAMPER, LLP
COURT PLAZA SOUTH, 21 MAIN ST., STE. 200
HACKENSACK, NJ 07601-7092

TELEPHONE NUMBER

201-678-1400

FORM AND CONTENT OF APPLICATIONS

NO PARTICULAR FORM OF APPLICATION; THE REQUEST SHOULD INCLUDE THE NAME OF THE ORGANIZATION, PURPOSE AND USE OF REQUESTED FUNDS.

ANY SUBMISSION DEADLINES

APPLICATIONS AND REQUESTS ARE ACCEPTED AND REVIEWED AT ANY TIME.

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO RESTRICTIONS.



2010 Year End Summary

Account name: THE MELIK-BASCHKOPF FOUNDATION
ATTN: AMPER, POLITZINER & MATT

THE MELIK-BASCHKOPF FOUNDATION
ATTN: AMPER, POLITZINER & MATT
21 MAIN STREET
SUITE 200
HACKENSACK NJ 07601-7080

EIN: 13-3684990

Summary of gains and losses

	Amount (\$)
Short term	-19,410.45

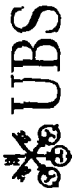
Realized gains and losses

Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
AARONS INC **EXCHANGE EFF 12/10**	FIFO	8 000	Dec 16, 09	Sep 03, 10	136.00	151.30	-15.30		
	FIFO	10 000	Dec 16, 09	Sep 02, 10	166.69	189.12	-22.43		
	FIFO	9 000	Dec 16, 09	Sep 01, 10	149.18	170.21	-21.03		
	FIFO	7 000	Dec 16, 09	Aug 31, 10	114.44	132.39	-17.95		
	FIFO	17 000	Dec 16, 09	Aug 27, 10	286.07	321.51	-35.44		

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Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
ACE LTD CHF	FIFO	4 000	Dec 16, 09	Aug 25, 10	67.80	75.65	-7.85	1.81	
	FIFO	0.500	Dec 16, 09	Apr 16, 10	11.27	9.46			
	FIFO	19.000	Dec 16, 09	Mar 23, 10	992.22	931.19		61.03	
AFFILIATED MANAGERS GROUP									
	FIFO	8.000	Dec 16, 09	Mar 16, 10	616.39	525.76		90.63	
	FIFO	47 000	Dec 16, 09	Oct 25, 10	1,755.96	1,393.55		362.41	
	FIFO	30.000	Dec 16, 09	Oct 04, 10	1,134.21	889.50		244.71	
AMAZON.COM INC	FIFO	40.000	Dec 16, 09	Mar 18, 10	5,276.35	5,191.24		85.11	
AMER EXPRESS CO	FIFO	41.000	Dec 16, 09	Jan 27, 10	1,568.92	1,694.84	-125.92		
AMPHENOL CORP NEW CL A	FIFO	15 000	Dec 16, 09	Jan 15, 10	660.41	659.96		0.45	
	FIFO	7 000	Dec 16, 09	Jan 12, 10	309.64	307.98		1.66	
ANADARKO PETROLEUM CORP	FIFO	65.000	Dec 16, 09	Jun 14, 10	2,735.35	4,088.31	-1,352.96		
	FIFO	5.000	Dec 16, 09	Jun 01, 10	214.26	314.49	-100.23		
	FIFO	5.000	Dec 16, 09	Apr 22, 10	364.82	314.49		50.33	
APACHE CORP	FIFO	52.000	Dec 16, 09	Jun 04, 10	4,585.83	5,251.48	-665.65		
APPLIED MATERIALS INC	FIFO	400.000	Jan 26, 10	Sep 10, 10	4,235.04	5,147.92	-912.88		
	FIFO	85.000	Dec 16, 09	Jan 27, 10	1,090.46	1,150.89	-60.43		
ARCELORMITTAL SA NY REG	FIFO	20.000	Dec 16, 09	Jan 12, 10	932.96	869.80		63.16	
ASML HOLDING NV NY REG	FIFO	48 000	Dec 16, 09	Apr 09, 10	1,724.41	1,627.20		97.21	
SHS NEW	FIFO	12.000	Dec 16, 09	Mar 23, 10	421.70	406.80		14.90	
AT&T INC	FIFO	27 000	Dec 16, 09	Mar 08, 10	681.09	742.69	-61.60		
	FIFO	49.000	Dec 16, 09	Feb 02, 10	1,260.02	1,347.84	-87.82		
AXA ADR	FIFO	22 000	Mar 09, 10	Sep 14, 10	376.28	470.37	-94.09		
	FIFO	28 000	Mar 17, 10	Sep 14, 10	478.91	622.70	-143.79		
	FIFO	25 000	Mar 18, 10	Sep 14, 10	427.59	549.12	-121.53		
	FIFO	37 000	May 10, 10	Sep 14, 10	632.84	685.22	-52.38		
	FIFO	65.000	Mar 09, 10	Jul 14, 10	1,138.58	1,389.72	-251.14		
BANCO BILBAO VIZCAYA ARGENTARIA S.A. SPON ADR									
	FIFO	50 000	Dec 16, 09	Nov 29, 10	471.09	906.90	-435.81		
	FIFO	49.000	Dec 16, 09	Oct 27, 10	628.27	888.76	-260.49		

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Strategic Wealth Portfolio

Account name:

THE MELIK-BASCHKOPF FOUNDATION

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
BANCO SANTANDER S.A SPON ADR	FIFO	245,000	Dec 16, 09	Jun 04, 10	2,216.70	4,127.64	-1,910.94		
	FIFO	45,000	Dec 16, 09	Feb 24, 10	572.10	758.14	-186.04		
	FIFO	65,000	Dec 16, 09	Jan 29, 10	927.51	1,095.09	-167.58		
BARCLAYS PLC ADR	FIFO	90,000	Dec 16, 09	Jun 02, 10	1,543.94	1,723.86	-179.92		
	FIFO	29,000	Jan 08, 10	Jun 02, 10	497.49	592.98	-95.49		
BAXTER INTL INC	FIFO	23,000	Apr 22, 10	May 19, 10	980.83	1,179.44	-198.61		
BAYER A G SPON ADR	FIFO	4,000	Dec 16, 09	Oct 28, 10	299.80	319.80	-20.00		
BEST BUY CO INC	FIFO	5,000	Dec 16, 09	Oct 28, 10	213.78	206.79		6.99	
	FIFO	20,000	Dec 16, 09	Sep 02, 10	660.70	827.15	-166.45		
	FIFO	27,000	Dec 16, 09	Jul 14, 10	941.21	1,116.65	-175.44		
BG GROUP PLC SPON ADR	FIFO	20,000	Dec 16, 09	Apr 23, 10	1,708.73	1,804.00	-95.27		
	FIFO	4,000	Feb 05, 10	Apr 23, 10	341.75	346.40	-4.65		
BLACKBAUD INC	FIFO	9,000	Dec 16, 09	Oct 06, 10	217.24	201.37		15.87	
	FIFO	22,000	Dec 16, 09	Oct 05, 10	535.31	492.24		43.07	
	FIFO	14,000	Dec 16, 09	Aug 30, 10	298.39	313.24	-14.85		
	FIFO	31,000	Dec 16, 09	Aug 26, 10	657.80	693.61	-35.81		
BNP PARIBAS SA ADR	FIFO	8,000	Dec 16, 09	Oct 15, 10	290.57	326.80	-36.23		
	FIFO	15,000	Dec 16, 09	Jan 29, 10	543.77	612.75	-68.98		
BOSTON PROPERTIES INC	FIFO	13,000	Dec 16, 09	Jan 07, 10	883.52	896.31	-12.79		
BOSTON SCIENTIFIC CORP	FIFO	139,000	Dec 16, 09	Apr 22, 10	995.09	1,222.85	-227.76		
BP PLC SPON ADR	FIFO	27,000	Dec 16, 09	May 13, 10	1,302.67	1,549.54	-246.87		
BRISTOL MYERS SQUIBB CO	FIFO	71,000	Dec 16, 09	Apr 22, 10	1,729.30	1,830.91	-101.61		
CAPITAL ONE FINCL CORP	FIFO	40,000	Dec 16, 09	Jan 07, 10	1,647.88	1,609.60		38.28	
CARMAX INC	FIFO	14,000	Dec 16, 09	Dec 06, 10	481.83	301.82		180.01	
	FIFO	22,000	Dec 16, 09	Nov 17, 10	707.44	474.29		233.15	
CATERPILLAR INC	FIFO	11,000	Dec 16, 09	Aug 19, 10	765.17	639.84		125.33	
CHEVRON CORP	FIFO	43,000	Dec 16, 09	Jun 22, 10	3,220.33	3,350.88	-130.55		
	FIFO	24,000	Dec 16, 09	Apr 22, 10	1,949.16	1,870.26		78.90	
CHINA PETROLEUM & CHEMICAL CORP SPON ADR	FIFO	10,000	Dec 16, 09	Apr 29, 10	807.29	872.80	-65.51		

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Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
CITY NATIONAL CORP	FIFO	15,000	Dec 16, 09	May 21, 10	851.13	614.25		236.88	
COLUMBIA SPORTSWEAR CO	FIFO	15,000	Dec 16, 09	Apr 16, 10	864.86	602.70	-14.29	262.16	
COPART INC	FIFO	8,000	Dec 16, 09	Apr 19, 10	275.15	289.44			
	FIFO	22,000	Dec 16, 09	Apr 16, 10	771.30	795.96	-24.66		
CORNING INC	FIFO	60,000	Jan 27, 10	Jul 22, 10	1,070.69	1,132.96	-62.27		
DAIMLER AG ORD EUR	FIFO	5,000	Feb 24, 10	Sep 08, 10	267.10	210.18		56.92	
	FIFO	11,000	Feb 24, 10	Jul 06, 10	572.67	462.39		110.28	
	FIFO	55,000	Dec 16, 09	Jan 12, 10	2,874.14	2,980.45	-106.31		
DEUTSCHE BANK AG REG SHS ORD EUR	FIFO	30,000	Mar 17, 10	Sep 02, 10	1,900.36	2,258.75	-358.39		
	FIFO	6,000	Mar 30, 10	Sep 02, 10	380.07	467.57	-87.50		
DOLBY LABORATORIES INC CL A	FIFO	14,000	Dec 16, 09	Apr 28, 10	866.12	634.48		231.64	
DR PEPPER SNAPPLE GROUP INC	FIFO	30,000	Mar 10, 10	May 27, 10	1,131.78	1,007.21		124.57	
	FIFO	115,000	Dec 16, 09	Mar 18, 10	4,983.95	5,203.75	-219.80		
EMERSON ELECTRIC CO	FIFO	124,000	Dec 16, 09	May 24, 10	5,654.39	5,207.63		446.76	
	FIFO	30,000	Dec 16, 09	Jan 19, 10	1,328.15	1,246.65		81.50	
EXPEDITORS INTL WASH INC	FIFO	144,000	Dec 16, 09	Jan 25, 10	4,948.09	5,009.76	-61.67		
EXXON MOBIL CORP	FIFO	18,000	Dec 16, 09	Aug 03, 10	1,128.84	1,233.32	-104.48		
	FIFO	16,000	Dec 16, 09	Jun 01, 10	956.23	1,096.28	-140.05		
FAIR ISAAC CORP	FIFO	51,000	Dec 16, 09	Mar 02, 10	1,210.02	1,021.84		188.18	
FMC TECHNOLOGIES INC	FIFO	22,000	Dec 16, 09	Apr 19, 10	1,429.71	1,261.70		168.01	
	FIFO	6,000	Dec 16, 09	Apr 16, 10	399.15	344.10		55.05	
FRONTIER COMMUNICATIONS CORP	FIFO	17,000	Dec 16, 09	Jul 14, 10	124.13	146.37	-22.24		
	Adjustment	0.042	Dec 16, 09	Jul 02, 10	0.31	0.37	-0.06		
GILEAD SCIENCES INC	FIFO	117,000	Dec 16, 09	Sep 30, 10	4,165.60	5,161.46	-995.86		
GOOGLE INC CL A	FIFO	9,000	Dec 16, 09	Jul 09, 10	4,196.16	5,395.77	-1,199.61		
HALLIBURTON CO (HOLDING COMPANY)	FIFO	95,000	Dec 16, 09	Jun 14, 10	2,287.09	2,816.51	-529.42		
	FIFO	31,000	Jan 19, 10	Jun 14, 10	746.31	1,061.46	-315.15		

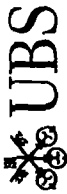
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Realized gains and losses (continued)
Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
HESS CORP	FIFO	4,000	Dec 16, 09	Sep 28, 10	231.95	229.00		2.95	
HEWLETT PACKARD CO	FIFO	16,000	Dec 16, 09	Aug 03, 10	894.92	916.00	-21.08		
HOSPIRA INC	FIFO	26,000	Dec 16, 09	Oct 28, 10	1,100.85	1,335.82	-234.97		
HSBC HOLDINGS PLC NEW GB	FIFO	85,000	Jun 25, 10	Jul 30, 10	4,391.32	4,856.44	-465.12		
SPON ADR	FIFO	21,000	Dec 16, 09	Nov 17, 10	1,104.17	1,216.89	-112.72		
	FIFO	23,000	Dec 16, 09	Nov 16, 10	1,213.23	1,332.78	-119.55		
	FIFO	22,000	Dec 16, 09	Mar 17, 10	1,163.64	1,274.83	-111.19		
HUTCHISON WHAMPOA LTD	FIFO	15,000	Dec 16, 09	Nov 17, 10	767.59	496.50		271.09	
ADR HONG KONG ADR	FIFO	19,000	Dec 16, 09	Jun 18, 10	579.51	628.90	-49.39		
IMPERIAL TOBACCO GROUP	FIFO	19,000	Dec 16, 09	Apr 15, 10	1,166.90	1,177.24	-10.34		
PLC SPON ADR	FIFO	6,000	Dec 16, 09	Apr 08, 10	367.23	371.76	-4.53		
ING GROEP N V NL SPON	FIFO	28,000	Dec 16, 09	Oct 15, 10	311.20	283.08		28.12	
ADR	FIFO	37,000	Dec 16, 09	Mar 23, 10	363.76	374.07	-10.31		
INTEL CORP	FIFO	22,000	Dec 16, 09	Aug 19, 10	416.98	425.65	-8.67		
INTERCONTINENTALEXCHANGE	FIFO	48,000	Dec 16, 09	Aug 17, 10	4,792.76	5,151.36	-358.60		
INC	FIFO	47,000	Dec 16, 09	Apr 14, 10	1,060.67	1,049.84		10.83	
INVESCO LTD	FIFO	100,000	Dec 16, 09	Aug 26, 10	4,293.22	5,226.50	-933.28		
ITT CORP	FIFO	80,000	Dec 16, 09	Jun 18, 10	4,735.24	5,198.40	-463.16		
JOHNSON & JOHNSON COM	FIFO	13,000	Jun 01, 10	Nov 30, 10	806.10	803.81		2.29	
KIMBERLY CLARK CORP	FIFO	28,000	Dec 16, 09	Oct 12, 10	1,315.07	1,347.92	-32.85		
KUBOTA CORP ADR JAPAN	FIFO	8,000	Dec 16, 09	Sep 21, 10	357.28	385.12	-27.84		
ADR	FIFO	14,000	Dec 16, 09	Feb 08, 10	619.41	673.96	-54.55		
L M ERICSSON TELEFON CO	FIFO	47,000	Dec 16, 09	Aug 19, 10	496.68	437.42		59.26	
SEK 10 NEW 2002 ADR	FIFO	75,000	Dec 16, 09	Dec 01, 10	2,774.97	2,922.00	-147.03		
LANDSTAR SYSTEMS INC	FIFO								

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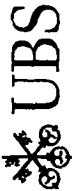


Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
LLOYDS BANKING GROUP PLC SPON ADR	FIFO	117,000	Dec 16, 09	Nov 02, 10	499,05	435,24		63,81	
	FIFO	98,000	Dec 16, 09	Oct 15, 10	436,03	364,56		71,47	
	FIFO	51,000	Dec 16, 09	Feb 12, 10	149,14	189,72	-40,58		
LOWES COMPANIES INC	FIFO	219,000	Dec 16, 09	Oct 18, 10	4,610.94	5,194.13	-583.19		
MATTHEWS INTL CORP CL A	FIFO	6,000	Dec 16, 09	Apr 30, 10	214.87	204.96		9.91	
	FIFO	4,000	Dec 16, 09	Apr 29, 10	142.20	136.64		5.56	
	FIFO	24,000	Dec 16, 09	Apr 23, 10	864.42	819.84		44.58	
	FIFO	24,000	Dec 16, 09	Apr 23, 10	863.55	819.84		43.71	
	FIFO	18,000	Dec 16, 09	Mar 02, 10	608.41	614.88	-6.47		
MCDONALDS CORP	FIFO	17,000	Dec 16, 09	Oct 28, 10	1,315.14	1,062.47		252.67	
	FIFO	6,000	Dec 16, 09	Jun 22, 10	416.72	374.99		41.73	
METTLER-TOLEDO INTL	FIFO	4,000	Dec 16, 09	Jul 06, 10	443.73	410.60		33.13	
MICROSOFT CORP	FIFO	83,000	Dec 16, 09	Apr 07, 10	2,443.49	2,507.22	-63.73		
	FIFO	88,000	Dec 16, 09	Apr 07, 10	2,590.69	2,667.54	-76.85		
MITSUBISHI CORP SPONS ADR ADR	FIFO	43,000	Dec 16, 09	Apr 23, 10	2,109.89	2,165.05	-55.16		
	FIFO	4,000	Dec 16, 09	Apr 08, 10	210.28	201.40		8.88	
	FIFO	13,000	Dec 16, 09	Mar 05, 10	668.19	654.55		13.64	
MOHAWK INDUSTRIES INC	FIFO	21,000	Dec 16, 09	Jan 15, 10	983.25	993.09	-9.84		
MONSANTO CO NEW	FIFO	63,000	Dec 16, 09	May 28, 10	3,127.30	5,200.02	-2,072.72		
NATIONAL GRID PLC NEW SPON ADR	FIFO	13,000	Dec 16, 09	Sep 07, 10	544.19	702.00	-157.81		
	FIFO	14,000	Dec 16, 09	Jul 13, 10	535.71	756.00	-220.29		
NATL INSTRUMENTS CORP	FIFO	37,000	Dec 16, 09	Jul 07, 10	1,147.19	1,094.46		52.73	
	FIFO	7,000	Dec 16, 09	Jul 06, 10	217.37	207.06		10.31	
NIKE INC CL B	FIFO	25,000	Dec 16, 09	Jun 14, 10	1,809.65	1,603.43		206.22	
	FIFO	14,000	Dec 16, 09	Jun 01, 10	1,007.46	897.92		109.54	
	FIFO	81,000	Dec 16, 09	Jan 25, 10	5,147.55	5,189.67	-42.12		
NINTENDO LTD ADR NEW JAPAN ADR	FIFO	13,000	Dec 16, 09	Jul 21, 10	449.97	393.51		56.46	

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Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
NISSAN MTR LTD SPONS ADR	FIFO	71,000	Dec 16, 09	Jan 12, 10	1,256.13	1,178.60		77.53	
JAPAN ADR									
NOKIA CORP SPONS ADR	FIFO	130,000	Dec 16, 09	Feb 17, 10	1,723.85	1,670.11		53.74	
FINLAND ADR									
NTHN TRUST CORP	FIFO	108,000	Dec 16, 09	Jun 23, 10	5,225.75	5,216.94		8.81	
NUCOR CORP	FIFO	120,000	Dec 16, 09	Feb 26, 10	4,930.35	5,192.04	-261.69		
O'REILLY AUTOMOTIVE INC	FIFO	8,000	Dec 16, 09	Dec 06, 10	490.95	302.94		188.01	
	FIFO	11,000	Dec 16, 09	Nov 17, 10	641.96	416.54		225.42	
	FIFO	7,000	Dec 16, 09	May 04, 10	335.87	265.07		70.80	
P.T. TELEKOMUNIKASI									
INDONESIA SPON ADR	FIFO	30,000	Dec 16, 09	Nov 24, 10	1,109.78	1,239.90	-130.12		
	FIFO	2,000	Jul 21, 10	Nov 24, 10	73.99	71.57		2.42	
	FIFO	11,000	Jul 22, 10	Nov 24, 10	406.92	403.27		3.65	
PNC FINANCIAL SERVICES GROUP	FIFO	7,000	Dec 16, 09	Apr 08, 10	449.42	363.48		85.94	
PRUDENTIAL PLC ADR									
UNITED KINGDOM	FIFO	75,000	Dec 16, 09	May 10, 10	1,231.76	1,528.43	-296.67		
	FIFO	40,000	Mar 11, 10	May 10, 10	656.94	658.08	-1.14		
QUEST DIAGNOSTICS INC	FIFO	83,000	Dec 16, 09	Apr 20, 10	4,964.26	5,169.24	-204.98		
ROCHE HLDG LTD SPONS ADR									
SWITZ ADR	FIFO	22,000	Apr 15, 10	Sep 08, 10	777.56	924.16	-146.60		
	FIFO	10,000	Apr 20, 10	Sep 08, 10	353.44	414.10	-60.66		
	FIFO	7,000	Apr 15, 10	Jul 06, 10	242.67	294.05	-51.38		
ROGERS COMMUNICATIONS INC NON VTG SHS CL B CAD	FIFO	30,000	Feb 02, 10	Dec 21, 10	1,014.74	936.73		78.01	
ROYAL KPN N.V. SPON ADR	FIFO	20,000	Dec 16, 09	Apr 20, 10	303.16	339.60	-36.44		
	FIFO	18,000	Dec 16, 09	Apr 08, 10	278.22	305.64	-27.42		
SEI INVESTMENTS CO	FIFO	34,000	Dec 16, 09	Aug 19, 10	646.95	610.19		36.76	
	FIFO	27,000	Dec 16, 09	May 13, 10	613.03	484.57		128.46	
	FIFO	35,000	Dec 16, 09	Apr 22, 10	837.99	628.14		209.85	
SIEMENS A G SPON ADR	FIFO	4,000	Dec 16, 09	Feb 12, 10	338.34	360.32	-21.98		
	FIFO	6,000	Dec 16, 09	Feb 05, 10	503.62	540.48	-36.86		

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Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
SOCIETE GENERALE FRANCE									
SPONS ADR ADR	FIFO	126,000	Dec 16, 09	Jan 25, 10	1,530.88	1,801.80	-270.92		
	FIFO	79,000	Dec 16, 09	Jan 22, 10	947.03	1,129.70	-182.67		
	FIFO	15,000	Dec 16, 09	Jan 21, 10	188.81	214.50	-25.69		
SONIC CORP									
	FIFO	21,000	Dec 16, 09	May 21, 10	228.72	214.98		13.74	
	FIFO	44,000	Dec 16, 09	May 20, 10	488.33	450.43		37.90	
	FIFO	11,000	Dec 16, 09	May 13, 10	129.29	112.61		16.68	
	FIFO	75,000	Dec 16, 09	May 11, 10	871.28	767.78		103.50	
	FIFO	44,000	Dec 16, 09	Feb 18, 10	374.30	450.43	-76.13		
	FIFO	40,000	Dec 16, 09	Feb 17, 10	341.58	409.48	-67.90		
	FIFO	51,000	Dec 16, 09	Feb 16, 10	430.43	522.09	-91.66		
SOUTHERN CO									
	FIFO	64,000	Dec 16, 09	May 04, 10	2,203.58	2,168.32		35.26	
STAPLES INC									
	FIFO	32,000	Dec 16, 09	Jul 14, 10	639.01	780.38	-141.37		
	FIFO	37,000	Dec 16, 09	Jun 22, 10	781.11	902.32	-121.21		
SUMITOMO MITSUI FINANCIAL GROUP INC ADR									
	FIFO	310,000	Dec 16, 09	May 12, 10	930.48	1,038.50	-108.02		
TIFFANY & CO NEW									
	FIFO	30,000	Dec 16, 09	Jan 15, 10	1,359.13	1,281.00		78.13	
TOTAL S.A. FRANCE SPON ADR									
	FIFO	25,000	Dec 16, 09	Mar 25, 10	1,421.67	1,601.00	-179.33		
	FIFO	18,000	Dec 16, 09	Mar 12, 10	1,051.55	1,144.08	-92.53		
	FIFO	37,000	Dec 16, 09	Feb 26, 10	2,061.60	2,351.72	-290.12		
TOTAL SYSTEM SERVICES INC									
	FIFO	53,000	Dec 16, 09	Mar 03, 10	772.09	920.48	-148.39		
	FIFO	36,000	Dec 16, 09	Mar 02, 10	519.05	625.23	-106.18		
	FIFO	14,000	Dec 16, 09	Feb 17, 10	201.08	243.15	-42.07		
	FIFO	9,000	Dec 16, 09	Feb 16, 10	128.93	156.31	-27.38		
TOYOTA MOTOR CORP NEW JAPAN SPON ADR									
	FIFO	35,000	Jan 12, 10	Feb 24, 10	2,586.40	3,113.04	-526.64		
	FIFO	2,000	Jan 13, 10	Feb 24, 10	147.79	177.71	-29.92		
	FIFO	9,000	Jan 12, 10	Feb 17, 10	660.29	800.50	-140.21		
	FIFO	10,000	Jan 12, 10	Feb 04, 10	713.46	889.44	-175.98		
TRANSOCEAN LTD CHF									
	FIFO	23,000	Dec 16, 09	Jun 01, 10	1,165.64	1,951.09	-785.45		

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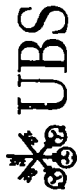
Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
UNTD TECHNOLOGIES CORP	FIFO	10,000	Mar 24, 10	Jun 01, 10	506.80	818.73	-311.93		
	FIFO	23,000	Dec 16, 09	Apr 29, 10	1,869.42	1,936.14	-66.72		
	FIFO	39,000	Dec 16, 09	Apr 29, 10	3,169.88	3,308.37	-138.49		
	FIFO	14,000	Dec 16, 09	Sep 28, 10	996.90	983.46		13.44	
	FIFO	12,000	Dec 16, 09	Jul 14, 10	813.29	842.96	-29.67		
VARIAN MEDICAL SYSTEMS INC	FIFO	6,000	Dec 16, 09	Dec 06, 10	413.68	274.32		139.36	
	FIFO	15,000	Dec 16, 09	Dec 02, 10	1,022.22	685.80		336.42	
	FIFO	8,000	Dec 16, 09	Jan 12, 10	382.53	365.76		16.77	
VERIZON COMMUNICATIONS INC	FIFO	37,000	Dec 16, 09	Mar 08, 10	1,092.89	1,210.92	-118.03		
VISA INC CL A	FIFO	60,000	Dec 16, 09	Aug 09, 10	4,436.71	5,182.80	-746.09		
VODAFONE GROUP PLC NEW SPON ADR	FIFO	226,000	Dec 16, 09	Apr 20, 10	5,241.03	5,253.80	-12.77		
WASTE MGMT INC NEW	FIFO	35,000	Dec 16, 09	Jun 22, 10	1,170.97	1,151.75		19.22	
XTO ENERGY INC *MERGER EFF 06/2010*	FIFO	23,000	Dec 16, 09	Jan 19, 10	1,082.30	1,082.31	-0.01		
	FIFO	17,000	Dec 16, 09	Jan 07, 10	810.44	799.97		10.47	
ZURICH FINANCIAL SVCS SPON ADR	FIFO	28,000	Dec 16, 09	Jul 26, 10	636.42	599.20		37.22	
JP MORGAN INTERNATIONAL VALUE SMA FUND	FIFO	285,000	Dec 16, 09	Sep 28, 10	3,348.75	3,229.05		119.70	
	FIFO	130,000	Dec 16, 09	Aug 24, 10	1,358.50	1,472.90	-114.40		
	FIFO	217,000	Dec 16, 09	Aug 04, 10	2,460.78	2,458.61		2.17	
	FIFO	451,000	Dec 16, 09	Jul 06, 10	4,609.22	5,109.83	-500.61		
	FIFO	199,000	Dec 16, 09	Mar 17, 10	2,294.47	2,254.67		39.80	
	FIFO	448,000	Dec 16, 09	Jan 11, 10	5,255.04	5,075.84		179.20	
US TSY INFL PROT NOTE 03,000 % DUE 07/15/12	FIFO	6,000,000	Dec 16, 09	Aug 19, 10	7,723.70	7,863.82	-140.12		
	FIFO	10,000,000	Dec 16, 09	Aug 17, 10	12,887.90	13,107.23	-219.33		

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Realized gains and losses (continued)

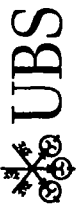
Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
US TSY NOTE 01.000 % DUE 12/31/11	FIFO	10,000,000	Jan 12, 10	Aug 13, 10	10,079.69	10,018.75		60.94	
DTD 12/31/09 FC 06/30/10	FIFO	5,000,000	Jan 14, 10	Aug 13, 10	5,039.84	5,007.81		32.03	
Total					\$308,831.41	\$328,241.86	-\$27,027.65	\$7,617.20	-\$19,410.45

Net capital gains/losses:

-\$19,410.45

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Account name: THE MELIK-BASCHKOPF FOUNDATION
ATTN: AMPER, POLITZINER & MATT

THE MELIK-BASCHKOPF FOUNDATION
ATTN: AMPER, POLITZINER & MATT
21 MAIN STREET
SUITE 200
HACKENSACK NJ 07601-7080

EIN: 13-3684990

Summary of gains and losses

	Amount (\$)
Short term	-20,265.63

Realized gains and losses

Short-term capital gains and losses

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
ISHARES MSCI EAFE INDEX FUND	FIFO	800 000	Dec 16, 09	Jun 18, 10	40,608.75	44,984.00	-4,375.25		
	FIFO	942.000	Feb 18, 10	Jun 18, 10	47,816.81	50,009.37	-2,192.56		
	FIFO	865.000	Apr 15, 10	Jun 18, 10	43,908.21	49,997.00	-6,088.79		
ISHARES TRUST RUSSELL 1000 VALUE INDEX FUND	FIFO	836.000	Apr 15, 10	Jun 18, 10	49,228.69	53,376.51	-4,147.82		

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Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value (\$)	Purchase date	Sale date	Sale amount (\$)	Purchase amount (\$)	Loss (\$)	Gain (\$)	Net gain or loss (\$)
ISHARES TRUST RUSSELL									
1000 GROWTH INDEX FUND	FIFO	998,000	Apr 15, 10	Jun 18, 10	49,919.81	53,381.02	-3,461.21		
Total					\$231,482.27	\$251,747.90	-\$20,265.63		-\$20,265.63

Net capital gains/losses:

-\$20,265.63
-\$20,265.63