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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

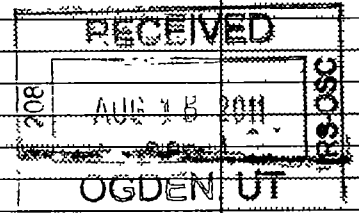
For calendar year 2010, or tax year beginning , and ending

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 <b>JOHN L LOEB JR FOUNDATION</b>		A Employer identification number <b>13-6142345</b>
Number and street (or P O box number if mail is not delivered to street address) <b>B STRAUSS ASSOC LTD, 307 5TH AVE</b>	Room/suite <b>8TH FL</b>	B Telephone number
City or town, state, and ZIP code <b>NEW YORK, NY 10016-6517</b>		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) ▶ \$ <b>7,711,844.</b> (Part I, column (d) must be on cash basis)	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"/>

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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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2,516.	2,516.		STATEMENT 1
4 Dividends and interest from securities		112,021.	112,021.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		130,323.			
b Gross sales price for all assets on line 6a <b>1,280,029.</b>					
7 Capital gain net income (from Part IV, line 2)			130,323.		
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		40,415.	40,415.		STATEMENT 3
12 Total. Add lines 1 through 11		285,275.	285,275.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		100,000.	0.		100,000.
15 Pension plans, employee benefits					
16a Legal fees STMT 4		4,687.	0.		4,687.
b Accounting fees STMT 5		7,250.	0.		7,250.
c Other professional fees STMT 6		12,680.	12,511.		169.
17 Interest					
18 Taxes STMT 7		13,414.	0.		18,276.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		3,635.	0.		3,635.
24 Total operating and administrative expenses. Add lines 13 through 23		141,666.	12,511.		134,017.
25 Contributions, gifts, grants paid		2,023,526.			2,023,526.
26 Total expenses and disbursements. Add lines 24 and 25		2,165,192.	12,511.		2,157,543.
27 Subtract line 26 from line 12		-1,879,917.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			272,764.		
c Adjusted net income (if negative, enter -0-)				N/A	



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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		2,321,847.	1,011,794.	1,011,794.
	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 STMT 9		953,101.	942,240.	961,402.
	b	Investments - corporate stock STMT 10		4,250,028.	4,100,028.	4,874,849.
	c	Investments - corporate bonds STMT 11		595,674.	342,129.	353,500.
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 12		677,444.	521,985.	510,299.	
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	<b>Total assets (to be completed by all filers)</b>		<b>8,798,094.</b>	<b>6,918,176.</b>	<b>7,711,844.</b>	
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	<b>Total liabilities (add lines 17 through 22)</b>		<b>0.</b>	<b>0.</b>		
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		8,798,094.	6,918,176.		
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	<b>Total net assets or fund balances</b>		<b>8,798,094.</b>	<b>6,918,176.</b>		
31	<b>Total liabilities and net assets/fund balances</b>		<b>8,798,094.</b>	<b>6,918,176.</b>		

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	8,798,094.
2	Enter amount from Part I, line 27a	2	-1,879,917.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,918,177.
5	Decreases not included in line 2 (itemize) ▶ <b>ROUNDING ADJUSTMENT</b>	5	1.
6	<b>Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30</b>	6	<b>6,918,176.</b>

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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			
b	SEE ATTACHED STATEMENT		
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e	1,280,029.	1,149,706.	130,323.

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			130,323.

2	Capital gain net income or (net capital loss) <small>{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</small>	2	130,323.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <small>{ If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8 }</small>	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	3,684,722.	9,679,118.	.380688
2008	586,702.	15,153,727.	.038717
2007	747,684.	19,665,145.	.038021
2006	1,507,496.	17,687,175.	.085231
2005	1,056,022.	17,027,866.	.062017

2	Total of line 1, column (d)	2	.604674
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	.120935
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	8,847,802.
5	Multiply line 4 by line 3	5	1,070,009.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,728.
7	Add lines 5 and 6	7	1,072,737.
8	Enter qualifying distributions from Part XII, line 4	8	2,157,543.

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	2,728.
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	2,728.
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	2,728.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,500.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	7,500.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	9,000.
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	6,272.
11	Enter the amount of line 10 to be credited to 2011 estimated tax <input type="checkbox"/> 3,000.   Refunded <input checked="" type="checkbox"/>	11	3,272.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a		X
1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.	
2		X
If "Yes," attach a detailed description of the activities		
3		X
If "Yes," attach a conformed copy of the changes		
4a		X
4b		
N/A		
5		X
If "Yes," attach the statement required by General Instruction T.		
6	X	
7	X	
If "Yes," complete Part II, col (c), and Part XV.		
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY	
8b	X	
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		
9		X
If "Yes," complete Part XIV		
10		X
If "Yes," attach a schedule listing their names and addresses		

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?
14 The books are in care of THE FOUNDATION Telephone no 212-779-4700
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
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?

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.
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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(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 )
1b 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)?
1c 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?
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))
2a 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?
2b 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 )
2c 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?
3b 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 )
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
4b 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?

**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

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

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

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

**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
JOHN L LOEB, JR B STRAUSS ASSOC LTD 307 5TH AVENUE NEW YORK, NY 100166517	PRESIDENT/TREASURER 10.00	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
JUDITH E RINGER 1441 THIRD AVENUE, NEW YORK, NY 10028	ADMINISTRATOR 40.00	0.	0.	0.

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	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶ 0.</span>	

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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	2,162,254.
b	Average of monthly cash balances	1b	1,495,152.
c	Fair market value of all other assets	1c	5,325,134.
d	Total (add lines 1a, b, and c)	1d	8,982,540.
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	8,982,540.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	134,738.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	8,847,802.
6	Minimum investment return. Enter 5% of line 5	6	442,390.

**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	442,390.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,728.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,728.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	439,662.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	439,662.
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	439,662.

**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	2,157,543.
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	2,157,543.
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	2,728.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,154,815.

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				439,662.
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		104,017.		
e From 2009		3,623,471.		
f Total of lines 3a through e	3,727,488.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 2,157,543.				
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) **	2,157,543.			
d Applied to 2010 distributable amount				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	439,662.			439,662.
6 Enter the net total of each column as indicated below	5,445,369.			
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	5,445,369.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009		3,287,826.		
e Excess from 2010		2,157,543.		

\*\* SEE STATEMENT 13

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**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				(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					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

JOHN L LOEB, JR

- 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





JOHN L LOEB JR FOUNDATION

**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 SCHEDULE ATTACHED	P		
b 5,000 SHS ANNALY CAPITAL MANAGEMENT	P	06/08/10	08/05/10
c 11 SHS CALPINE CORP	P	09/21/09	08/05/10
d 500,000 GS CORP CREDIT INVEST	P	09/01/09	12/01/10
e DAVIDSON KEMPNER I'NTL CL S - LIQ DIST	P		
f HEDGE FUND 7 - LIQ DIST	P		
g KDC OFFSHORE DISTRESSED FUND - LIQ DIST	P		
h			
i			
j			
k			
l			
m			
n			
o			

(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 411,353.		417,730.	-6,377.
b 86,511.		86,752.	-241.
c 145.			145.
d 578,366.		500,000.	78,366.
e 48,847.			48,847.
f 145,244.		145,224.	20.
g 9,563.			9,563.
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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			-6,377.
b			-241.
c			145.
d			78,366.
e			48,847.
f			20.
g			9,563.
h			
i			
j			
k			
l			
m			
n			
o			

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	130,323.
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

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


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SOURCE	AMOUNT
BEAR STEARNS SECURITIES CORP	1.
FIDUCIARY TRUST CO	10.
GOLDMAN SACHS	45.
MERRILL LYNCH	1,528.
MERRILL LYNCH INSTITUTIONAL FUND	932.
<b>TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A</b>	<b>2,516.</b>

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**FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2**


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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BEAR STEARNS SECURITIES CORP	25,776.	0.	25,776.
FIDUCIARY TRUST CO	85,562.	0.	85,562.
THRU L ONE CANAL PLACE LLC	683.	0.	683.
<b>TOTAL TO FM 990-PF, PART I, LN 4</b>	<b>112,021.</b>	<b>0.</b>	<b>112,021.</b>

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**FORM 990-PF OTHER INCOME STATEMENT 3**


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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
THRU L ONE CANAL PLACE LLC	40,415.	40,415.	
<b>TOTAL TO FORM 990-PF, PART I, LINE 11</b>	<b>40,415.</b>	<b>40,415.</b>	

FORM 990-PF	LEGAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,687.	0.		4,687.
TO FM 990-PF, PG 1, LN 16A	4,687.	0.		4,687.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BARRY STRAUSS ASSOC LTD	7,250.	0.		7,250.
TO FORM 990-PF, PG 1, LN 16B	7,250.	0.		7,250.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEE	3,862.	3,862.		0.
FIDUCIARY TRUST CO - A/C	8,649.	8,649.		0.
FEE	169.	0.		169.
MERRILL LYNCH - A/C FEE				
TO FORM 990-PF, PG 1, LN 16C	12,680.	12,511.		169.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
US EXCISE TAX	-4,862.	0.		0.
PAYROLL TAXES	18,276.	0.		18,276.
TO FORM 990-PF, PG 1, LN 18	13,414.	0.		18,276.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPT OF LAW - FILING FEE	250.	0.		250.
MESSENGER SERVICE & POSTAGE	2,730.	0.		2,730.
UTILITIES	655.	0.		655.
TO FORM 990-PF, PG 1, LN 23	3,635.	0.		3,635.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT 9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED	X		411,256.	440,744.
SCHEDULE ATTACHED		X	530,984.	520,658.
TOTAL U.S. GOVERNMENT OBLIGATIONS			411,256.	440,744.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			530,984.	520,658.
TOTAL TO FORM 990-PF, PART II, LINE 10A			942,240.	961,402.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10	
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED		4,100,028.	4,874,849.
TOTAL TO FORM 990-PF, PART II, LINE 10B		4,100,028.	4,874,849.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11	
DESCRIPTION		BOOK VALUE	FAIR MARKET VALUE
SCHEDULE ATTACHED		342,129.	353,500.
TOTAL TO FORM 990-PF, PART II, LINE 10C		342,129.	353,500.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
L ONE CANAL PLACE LLC	COST	521,985.	510,299.
TOTAL TO FORM 990-PF, PART II, LINE 13		521,985.	510,299.

FORM 990-PF

ELECTION UNDER REGULATIONS SECTION  
53.4942(A)-3(D)(2) TO TREAT  
EXCESS QUALIFYING DISTRIBUTIONS  
AS DISTRIBUTIONS OUT OF CORPUS

STATEMENT 13

JOHN L LOEB JR. FOUNDATION  
EIN 13-6142345  
DECEMBER 31, 2008

RIDER T FORM 990-PF

PART XIII, LINE 4C

PURSUANT TO IRC SECTION 53.4942(A)-(D)(2), THE FOUNDATION HEREBY  
ELECTS TO TREAT CURRENT YEAR CONTRIBUTIONS AS OUT OF CORPUS.

Part II, Line 10b,  
Investments -

<u># of Shares</u>		<u>Cost</u>	<u>Fair Value</u>
<u>Corporate Stock</u>			
20,000	Davidson Kempner Int'l Ltd - CI C	2,000,000.00	2,310,400
14,793	Doubleline Total Return Bond Fund	150,000.00	161,686
4	Greenlight Capital Offshore Fund	250,000.00	429,659
899	Paulson Credit Opportunity Ltd	1,500,000.00	1,777,300
4,562	Pimco Income Fund	50,000.00	50,635
4,371	Pimco Total Return Fund	50,000.00	47,421
1	Southern Union Co	27.98	0
9,854	TCW Total Return Bond Fund	100,000.00	97,748
	Total Corporate Stock	<u>4,100,027.98</u>	<u>4,874,849</u>
<u>Corporate Bonds</u>			
250,000	Corrections Corp America sr nts 06.250% due 3/15/13	243,127.00	251,875
100,000	Corrections Corp America sr nts 06.750% due 1/31/14	99,002.00	101,625
	Total Corporate Bonds	<u>342,129.00</u>	<u>353,500</u>
<u>GNMA Pools</u>			
79,958	#003348 6.00% due 2/20/33	81,357.23	90,321
10,152	#389737 6.00% due 10/15/32	10,583.46	11,211
2,713	#434556 7.50% due 10/1/29	2,819.45	3,139
1,841	#434892 7.00% due 10/15/30	1,881.64	2,095
840	#543716 7.50% due 11/15/30	872.00	971
1,600	#550865 7.50% due 9/15/31	1,673.03	1,857
20,616	#583047 6.00% due 9/15/34	21,543.24	22,919
61,727	#602555 6.00% due 3/15/36	61,399.22	68,067
15,306	#605699 6.00% due 9/15/34	15,918.18	17,017
32,750	#612895 6.00% due 7/15/33	33,412.71	33,117
21,296	#615494 6.00% due 8/15/33	21,698.27	19,294
34,240	#623897 6.00% due 8/15/34	35,781.02	38,067
27,641	#629347 5.50% due 2/15/34	28,073.03	30,169
59,477	#634367 6.00% due 9/15/34	60,368.63	65,977
5,750	#780896 7.00% due 11/15/28	5,843.02	6,638
2,456	#780995 7.00% due 12/15/28	2,497.71	2,788
24,675	#781834 6.00% due 9/15/34	25,534.27	27,097
	Total US Obligations	<u>411,256.11</u>	<u>440,744</u>
<u>State Obligations</u>			
75,000	California Urban Devlp 5 500% due 12/1/25	77,625.00	70,986
200,000	Minn MN GO Nts 6 000% due 2/1/26	205,094.00	200,772
100,000	Ohio St Hsg Fin Agy 5 800% due 9/1/22	100,000.00	103,570
100,000	Nassau Cnty, NY GO 6.650% due 10/1/26	102,150.00	100,698
40,000	NM Mtg Fin Auth 5.820% due 7/1/30	40,940.00	39,632
5,000	South Carolina Hsg Fin 8 300% due 7/1/32	5,175.00	5,000
	Total State Obligations	<u>530,984.00</u>	<u>520,658</u>

## Capital Gains Report by Year

01/01/10 Through 12/31/10

Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
01/01/10 - 12/31/10						
SC HSG 8.3% 7/1/32	5,000.00	09/16/03	01/05/10	5,000.00	5,175.00	-175.00
GNMA #780896 7 0% 11/15/28	169.25	05/25/01	01/15/10	169.25	172.00	-2.75
GNMA #780995 7.0% 12/15/28	25.85	06/21/01	01/15/10	25.85	26.29	-0.44
GNMA #543716 7.5% 11/15/30	1.34	08/21/01	01/15/10	1.34	1.39	-0.05
GNMA #434892 7.0% 10/15/30	9.17	07/30/01	01/15/10	9.17	9.37	-0.20
GNMA #434556 7 5% 10/1/29	9.70	08/21/01	01/15/10	9.70	10.08	-0.38
GNMA #550865 7.5% 9/15/31	3 78	03/21/02	01/15/10	3 78	3 95	-0.17
GNMA #389737 6.0% 10/15/32	221 25	01/26/04	01/15/10	221.25	230.65	-9.40
GNMA #612895 6.0% 7/15/33	67.36	10/22/03	01/15/10	67.36	68.72	-1.36
GNMA #615494 6.0% 8/15/33	2,772 54	09/26/03	01/15/10	2,772.54	2,824.84	-52.30
GNMA #623897 6.0% 8/15/34	85.58	10/14/09	01/15/10	85.58	89.43	-3.85
GNMA #605699 6.0% 9/15/34	924.99	02/16/05	01/15/10	924.99	961.99	-37.00
GNMA #634367 6.0% 9/15/34	147.17	09/29/08	01/15/10	147.17	149.38	-2.21
GNMA #583047 6.0% 9/15/34	51.95	10/14/09	01/15/10	51.95	54.29	-2.34
GNMA #629347 5.5% 2/15/34	274.23	01/27/06	01/15/10	274.23	278.51	-4.28
GNMA #602555 6.0% 03/15/36	1,983.05	07/19/07	01/15/10	1,983.05	1,972.52	10.53
GNMA #781834 6.0% 9/15/34	877.66	06/20/05	01/15/10	877.66	908.24	-30.58
GNMA #003348 6.5% 2/20/33	5,911 42	07/24/08	01/20/10	5,911.42	6,014.87	-103.45
GNMA #780896 7.0% 11/15/28	34 47	05/25/01	02/15/10	34 47	35 03	-0.56
GNMA #780995 7 0% 12/15/28	19 31	06/21/01	02/15/10	19 31	19 64	-0.33
GNMA #434892 7.0% 10/15/30	9 23	07/30/01	02/15/10	9 23	9 43	-0.20
GNMA #543716 7.5% 11/15/30	1 35	08/21/01	02/15/10	1 35	1 40	-0 05
GNMA #434556 7.5% 10/1/29	9 42	08/21/01	02/15/10	9 42	9 79	-0 37
GNMA #550865 7.5% 9/15/31	4 69	03/21/02	02/15/10	4 69	4 91	-0 22
GNMA #389737 6.0% 10/15/32	177 52	01/26/04	02/15/10	177 52	185 06	-7 54
GNMA #615494 6.0% 8/15/33	33 78	09/26/03	02/15/10	33 78	34 42	-0 64
GNMA #612895 6.0% 7/15/33	72 40	10/22/03	02/15/10	72 40	73 87	-1 47
GNMA #605699 6.0% 9/15/34	312 29	02/16/05	02/15/10	312 29	324 78	-12 49
GNMA #623897 6 0% 8/15/34	88 16	10/14/09	02/15/10	88 16	92 13	-3 97
GNMA #634367 6.0% 9/15/34	123 09	09/29/08	02/15/10	123 09	124 94	-1 85
GNMA #583047 6 0% 9/15/34	1,255 97	10/14/09	02/15/10	1,255 97	1,312 49	-56 52
GNMA #629347 5 5% 2/15/34	2,999 04	01/27/06	02/15/10	2,999 04	3,045 90	-46 86
GNMA #602555 6.0% 03/15/36	1,876 67	07/19/07	02/15/10	1,876 67	1,866 70	9 97
GNMA #781834 6.0% 9/15/34	861 64	06/20/05	02/16/10	861 64	891 66	-30 02
GNMA #003348 6.5% 2/20/33	1,123 87	07/24/08	02/22/10	1,123 87	1,143 54	-19 67
GNMA #780896 7.0% 11/15/28	37 53	05/25/01	03/15/10	37 53	38 14	-0 61
GNMA #780995 7.0% 12/15/28	44 08	06/21/01	03/15/10	44 08	44 82	-0 74
GNMA #434892 7 0% 10/15/30	9 29	07/30/01	03/15/10	9 29	9 50	-0 21
GNMA #434556 7.5% 10/1/29	9 50	08/21/01	03/15/10	9 50	9 87	-0 37
GNMA #543716 7 5% 11/15/30	1 35	08/21/01	03/15/10	1 35	1 40	-0 05
GNMA #550865 7.5% 9/15/31	3 75	03/21/02	03/15/10	3 75	3 92	-0 17
GNMA #389737 6.0% 10/15/32	424 90	01/26/04	03/15/10	424 90	442 96	-18 06
GNMA #612895 6.0% 7/15/33	67 61	10/22/03	03/15/10	67 61	68 98	-1 37
GNMA #615494 6.0% 8/15/33	737 09	09/26/03	03/15/10	737 09	751 00	-13 91
GNMA #623897 6.0% 8/15/34	3,001 70	10/14/09	03/15/10	3,001 70	3,136 78	-135 08
GNMA #605699 6 0% 9/15/34	306 74	02/16/05	03/15/10	306 74	319 01	-12 27
GNMA #634367 6.0% 9/15/34	124 84	09/29/08	03/15/10	124 84	126 71	-1 87
GNMA #583047 6.0% 9/15/34	44 00	10/14/09	03/15/10	44 00	45 98	-1 98
GNMA #629347 5.5% 2/15/34	61 60	01/27/06	03/15/10	61 60	62 56	-0 96
GNMA #602555 6.0% 03/15/36	2,022 65	07/19/07	03/15/10	2,022 65	2,011 90	10 75
GNMA #781834 6.0% 9/15/34	514 35	06/20/05	03/15/10	514 35	532 27	-17 92
GNMA #003348 6.5% 2/20/33	3,342 46	07/24/08	03/22/10	3,342 46	3,400 95	-58 49
Freddie Mac3.625 due 8/25/14	100,000.00	09/17/09	04/15/10	100,450.00	101,620.00	-1,170 00
GNMA #780896 7.0% 11/15/28	166 40	05/25/01	04/15/10	166 40	169 10	-2 70
GNMA #780995 7.0% 12/15/28	70 36	06/21/01	04/15/10	70 36	71 55	-1 19
GNMA #434892 7.0% 10/15/30	9 35	07/30/01	04/15/10	9 35	9 56	-0 21
GNMA #434556 7.5% 10/1/29	9 18	08/21/01	04/15/10	9 18	9 54	-0 36
GNMA #543716 7.5% 11/15/30	1 36	08/21/01	04/15/10	1 36	1 41	-0 05

## Capital Gains Report by Year

01/01/10 Through 12/31/10

Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
GNMA #550865 7.5% 9/15/31	4.86	03/21/02	04/15/10	4.86	5.08	-0.22
GNMA #389737 6.0% 10/15/32	23.08	01/26/04	04/15/10	23.08	24.06	-0.98
GNMA #615494 6.0% 8/15/33	33.06	09/26/03	04/15/10	33.06	33.68	-0.62
GNMA #612895 6.0% 7/15/33	68.57	10/22/03	04/15/10	68.57	69.96	-1.39
GNMA #605699 6.0% 9/15/34	372.66	02/16/05	04/15/10	372.66	387.57	-14.91
GNMA #623897 6.0% 8/15/34	1,059.12	10/14/09	04/15/10	1,059.12	1,106.78	-47.66
GNMA #634367 6.0% 9/15/34	127.96	09/29/08	04/15/10	127.96	129.88	-1.92
GNMA #583047 6.0% 9/15/34	43.75	10/14/09	04/15/10	43.75	45.72	-1.97
GNMA #629347 5.5% 2/15/34	1,428.06	01/27/06	04/15/10	1,428.06	1,450.37	-22.31
GNMA #602555 6.0% 03/15/36	1,871.59	07/19/07	04/15/10	1,871.59	1,861.65	9.94
GNMA #781834 6.0% 9/15/34	307.03	06/20/05	04/15/10	307.03	317.73	-10.70
GNMA #003348 6.5% 2/20/33	1,684.67	07/24/08	04/20/10	1,684.67	1,714.15	-29.48
GNMA #780896 7.0% 11/15/28	85.53	05/25/01	05/17/10	85.53	86.92	-1.39
GNMA #780995 7.0% 12/15/28	18.96	06/21/01	05/17/10	18.96	19.28	-0.32
GNMA #434892 7.0% 10/15/30	9.40	07/30/01	05/17/10	9.40	9.61	-0.21
GNMA #543716 7.5% 11/15/30	1.45	08/21/01	05/17/10	1.45	1.50	-0.05
GNMA #434556 7.5% 10/1/29	10.00	08/21/01	05/17/10	10.00	10.39	-0.39
GNMA #550865 7.5% 9/15/31	3.69	03/21/02	05/17/10	3.69	3.86	-0.17
GNMA #389737 6.0% 10/15/32	22.83	01/26/04	05/17/10	22.83	23.80	-0.97
GNMA #615494 6.0% 8/15/33	33.24	09/26/03	05/17/10	33.24	33.87	-0.63
GNMA #612895 6.0% 7/15/33	1,992.74	10/22/03	05/17/10	1,992.74	2,033.08	-40.34
GNMA #605699 6.0% 9/15/34	436.08	02/16/05	05/17/10	436.08	453.52	-17.44
GNMA #634367 6.0% 9/15/34	132.78	09/29/08	05/17/10	132.78	134.77	-1.99
GNMA #583047 6.0% 9/15/34	43.62	10/14/09	05/17/10	43.62	45.58	-1.96
GNMA #629347 5.5% 2/15/34	1,451.61	01/27/06	05/17/10	1,451.61	1,474.29	-22.68
GNMA #602555 6.0% 03/15/36	97.42	07/19/07	05/17/10	97.42	96.90	0.52
GNMA #781834 6.0% 9/15/34	392.61	06/20/05	05/17/10	392.61	406.29	-13.68
GNMA #623897 6.0% 8/15/34	1,595.44	10/14/09	05/17/10	1,595.44	1,667.23	-71.79
GNMA #003348 6.5% 2/20/33	471.52	07/24/08	05/20/10	471.52	479.77	-8.25
GNMA #780896 7.0% 11/15/28	128.72	05/25/01	06/15/10	128.72	130.81	-2.09
GNMA #780995 7.0% 12/15/28	18.06	06/21/01	06/15/10	18.06	18.36	-0.30
GNMA #434892 7.0% 10/15/30	9.46	07/30/01	06/15/10	9.46	9.67	-0.21
GNMA #434556 7.5% 10/1/29	9.47	08/21/01	06/15/10	9.47	9.84	-0.37
GNMA #543716 7.5% 11/15/30	1.39	08/21/01	06/15/10	1.39	1.44	-0.05
GNMA #550865 7.5% 9/15/31	4.00	03/21/02	06/15/10	4.00	4.18	-0.18
GNMA #615494 6.0% 8/15/33	33.96	09/26/03	06/15/10	33.96	34.60	-0.64
GNMA #389737 6.0% 10/15/32	447.26	01/26/04	06/15/10	447.26	466.27	-19.01
GNMA #612895 6.0% 7/15/33	64.35	10/22/03	06/15/10	64.35	65.65	-1.30
GNMA #634367 6.0% 9/15/34	129.31	09/29/08	06/15/10	129.31	131.25	-1.94
GNMA #605699 6.0% 9/15/34	723.41	02/16/05	06/15/10	723.41	752.35	-28.94
GNMA #623897 6.0% 8/15/34	1,175.98	10/14/09	06/15/10	1,175.98	1,228.90	-52.92
GNMA #583047 6.0% 9/15/34	1,284.59	10/14/09	06/15/10	1,284.59	1,342.40	-57.81
GNMA #629347 5.5% 2/15/34	60.43	01/27/06	06/15/10	60.43	61.37	-0.94
GNMA #602555 6.0% 03/15/36	98.77	07/19/07	06/15/10	98.77	98.25	0.52
GNMA #781834 6.0% 9/15/34	570.41	06/20/05	06/15/10	570.41	590.29	-19.88
GNMA #003348 6.5% 2/20/33	157.74	07/24/08	06/21/10	157.74	160.50	-2.76
SC HSG 8.3% 7/1/32	10,000.00	09/16/03	07/02/10	10,000.00	10,350.00	-350.00
NM Mtg Fin 5.82% 7/1/30	10,000.00	01/08/10	07/02/10	10,000.00	10,235.00	-235.00
GNMA #780896 7.0% 11/15/28	73.40	05/25/01	07/15/10	73.40	74.59	-1.19
GNMA #780995 7.0% 12/15/28	122.07	06/21/01	07/15/10	122.07	124.13	-2.06
GNMA #434892 7.0% 10/15/30	9.52	07/30/01	07/15/10	9.52	9.73	-0.21
GNMA #543716 7.5% 11/15/30	1.40	08/21/01	07/15/10	1.40	1.45	-0.05
GNMA #434556 7.5% 10/1/29	9.80	08/21/01	07/15/10	9.80	10.18	-0.38
GNMA #550865 7.5% 9/15/31	4.00	03/21/02	07/15/10	4.00	4.18	-0.18
GNMA #389737 6.0% 10/15/32	272.31	01/26/04	07/15/10	272.31	283.88	-11.57
GNMA #615494 6.0% 8/15/33	33.62	09/26/03	07/15/10	33.62	34.25	-0.63
GNMA #612895 6.0% 7/15/33	890.70	10/22/03	07/15/10	890.70	908.73	-18.03
GNMA #605699 6.0% 9/15/34	530.43	02/16/05	07/15/10	530.43	551.65	-21.22
GNMA #634367 6.0% 9/15/34	157.57	09/29/08	07/15/10	157.57	159.93	-2.36
GNMA #623897 6.0% 8/15/34	82.65	10/14/09	07/15/10	82.65	86.37	-3.72
GNMA #781834 6.0% 9/15/34	356.81	06/20/05	07/15/10	356.81	369.24	-12.43
GNMA #583047 6.0% 9/15/34	2,747.25	10/14/09	07/15/10	2,747.25	2,870.88	-123.63

## Capital Gains Report by Year

01/01/10 Through 12/31/10

Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
GNMA #629347 5.5% 2/15/34	992.01	01/27/06	07/15/10	992.01	1,007.51	-15.50
GNMA #602555 6.0% 03/15/36	98.49	07/19/07	07/15/10	98.49	97.97	0.52
GNMA #003348 6.5% 2/20/33	3,381.65	07/24/08	07/20/10	3,381.65	3,440.83	-59.18
GNMA #780896 7.0% 11/15/28	71.80	05/25/01	08/16/10	71.80	72.97	-1.17
GNMA #780995 7.0% 12/15/28	38.64	06/21/01	08/16/10	38.64	39.29	-0.65
GNMA #434892 7.0% 10/15/30	9.58	07/30/01	08/16/10	9.58	9.79	-0.21
GNMA #543716 7.5% 11/15/30	1.41	08/21/01	08/16/10	1.41	1.46	-0.05
GNMA #434556 7.5% 10/1/29	9.87	08/21/01	08/16/10	9.87	10.26	-0.39
GNMA #550865 7.5% 9/15/31	4.81	03/21/02	08/16/10	4.81	5.03	-0.22
GNMA #615494 6.0% 8/15/33	34.16	09/26/03	08/16/10	34.16	34.80	-0.64
GNMA #612895 6.0% 7/15/33	956.02	10/22/03	08/16/10	956.02	975.38	-19.36
GNMA #389737 6.0% 10/15/32	279.47	01/26/04	08/16/10	279.47	291.35	-11.88
GNMA #623897 6.0% 8/15/34	2,883.09	10/14/09	08/16/10	2,883.09	3,012.83	-129.74
GNMA #634367 6.0% 9/15/34	9,213.11	09/29/08	08/16/10	9,213.11	9,351.31	-138.20
GNMA #605699 6.0% 9/15/34	384.19	02/16/05	08/16/10	384.19	399.56	-15.37
GNMA #781834 6.0% 9/15/34	674.91	06/20/05	08/16/10	674.91	698.43	-23.52
GNMA #583047 6.0% 9/15/34	38.49	10/14/09	08/16/10	38.49	40.22	-1.73
GNMA #629347 5.5% 2/15/34	61.95	01/27/06	08/16/10	61.95	62.92	-0.97
GNMA #602555 6.0% 03/15/36	1,841.09	07/19/07	08/16/10	1,841.09	1,831.31	9.78
GNMA #003348 6.5% 2/20/33	583.97	07/24/08	08/20/10	583.97	594.19	-10.22
Federal Hm Ln 5.5% 8/25/14	100,000.00	07/22/08	08/26/10	100,000.00	102,800.00	-2,800.00
Range Res 7.375% due 7/15/13	50,000.00	07/07/09	08/27/10	50,614.50	49,125.00	1,489.50
GNMA #780896 7.0% 11/15/28	111.93	05/25/01	09/15/10	111.93	113.75	-1.82
GNMA #780995 7.0% 12/15/28	9.44	06/21/01	09/15/10	9.44	9.60	-0.16
GNMA #434892 7.0% 10/15/30	9.64	07/30/01	09/15/10	9.64	9.85	-0.21
GNMA #434556 7.5% 10/1/29	8.05	08/21/01	09/15/10	8.05	8.36	-0.31
GNMA #543716 7.5% 11/15/30	1.41	08/21/01	09/15/10	1.41	1.46	-0.05
GNMA #550865 7.5% 9/15/31	4.57	03/21/02	09/15/10	4.57	4.78	-0.21
GNMA #389737 6.0% 10/15/32	161.32	01/26/04	09/15/10	161.32	168.18	-6.86
GNMA #615494 6.0% 8/15/33	33.98	09/26/03	09/15/10	33.98	34.62	-0.64
GNMA #612895 6.0% 7/15/33	62.93	10/22/03	09/15/10	62.93	64.20	-1.27
GNMA #605699 6.0% 9/15/34	203.37	02/16/05	09/15/10	203.37	211.50	-8.13
GNMA #623897 6.0% 8/15/34	79.73	10/14/09	09/15/10	79.73	83.32	-3.59
GNMA #634367 6.0% 9/15/34	125.10	09/29/08	09/15/10	125.10	126.98	-1.88
GNMA #781834 6.0% 9/15/34	498.50	06/20/05	09/15/10	498.50	515.87	-17.37
GNMA #583047 6.0% 9/15/34	1,844.10	10/14/09	09/15/10	1,844.10	1,927.08	-82.98
GNMA #629347 5.5% 2/15/34	1,911.93	01/27/06	09/15/10	1,911.93	1,941.80	-29.87
GNMA #602555 6.0% 03/15/36	2,979.47	07/19/07	09/15/10	2,979.47	2,963.64	15.83
GNMA #003348 6.5% 2/20/33	2,036.91	07/24/08	09/20/10	2,036.91	2,072.56	-35.65
GNMA #780896 7.0% 11/15/28	51.16	05/25/01	10/15/10	51.16	51.99	-0.83
GNMA #780995 7.0% 12/15/28	13.59	06/21/01	10/15/10	13.59	13.82	-0.23
GNMA #543716 7.5% 11/15/30	1.43	08/21/01	10/15/10	1.43	1.48	-0.05
GNMA #434556 7.5% 10/1/29	212.43	08/21/01	10/15/10	212.43	220.73	-8.30
GNMA #434892 7.0% 10/15/30	9.70	07/30/01	10/15/10	9.70	9.92	-0.22
GNMA #550865 7.5% 9/15/31	3.83	03/21/02	10/15/10	3.83	4.01	-0.18
GNMA #615494 6.0% 8/15/33	34.53	09/26/03	10/15/10	34.53	35.18	-0.65
GNMA #389737 6.0% 10/15/32	21.54	01/26/04	10/15/10	21.54	22.46	-0.92
GNMA #623897 6.0% 8/15/34	6,705.04	10/14/09	10/15/10	6,705.04	7,006.77	-301.73
GNMA #634367 6.0% 9/15/34	120.42	09/29/08	10/15/10	120.42	122.23	-1.81
GNMA #612895 6.0% 7/15/33	62.22	10/22/03	10/15/10	62.22	63.48	-1.26
GNMA #605699 6.0% 9/15/34	361.07	02/16/05	10/15/10	361.07	375.51	-14.44
GNMA #781834 6.0% 9/15/34	485.75	06/20/05	10/15/10	485.75	502.68	-16.93
GNMA #583047 6.0% 9/15/34	45.32	10/14/09	10/15/10	45.32	47.36	-2.04
GNMA #629347 5.5% 2/15/34	547.04	01/27/06	10/15/10	547.04	555.59	-8.55
GNMA #602555 6.0% 03/15/36	2,924.95	07/19/07	10/15/10	2,924.95	2,909.41	15.54
GNMA #003348 6.5% 2/20/33	1,374.50	07/24/08	10/20/10	1,374.50	1,398.55	-24.05
GNMA #780896 7.0% 11/15/28	111.03	05/25/01	11/15/10	111.03	112.83	-1.80
GNMA #780995 7.0% 12/15/28	9.81	06/21/01	11/15/10	9.81	9.98	-0.17
GNMA #434892 7.0% 10/15/30	9.76	07/30/01	11/15/10	9.76	9.98	-0.22
GNMA #434556 7.5% 10/1/29	6.35	08/21/01	11/15/10	6.35	6.60	-0.25
GNMA #543716 7.5% 11/15/30	1.43	08/21/01	11/15/10	1.43	1.48	-0.05
GNMA #550865 7.5% 9/15/31	3.85	03/21/02	11/15/10	3.85	4.03	-0.18

## Capital Gains Report by Year

01/01/10 Through 12/31/10

Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
GNMA #615494 6.0% 8/15/33	34.35	09/26/03	11/15/10	34.35	35.00	-0.65
GNMA #612895 6.0% 7/15/33	62.26	10/22/03	11/15/10	62.26	63.52	-1.26
GNMA #605699 6.0% 9/15/34	298.24	02/16/05	11/15/10	298.24	310.17	-11.93
GNMA #634367 6.0% 9/15/34	4,904.25	09/29/08	11/15/10	4,904.25	4,977.81	-73.56
GNMA #623897 6.0% 8/15/34	3,726.23	10/14/09	11/15/10	3,726.23	3,893.91	-167.68
GNMA #389737 6.0% 10/15/32	21.07	01/26/04	11/15/10	21.07	21.97	-0.90
GNMA #781834 6.0% 9/15/34	394.08	06/20/05	11/15/10	394.08	407.81	-13.73
GNMA #583047 6.0% 9/15/34	1,356.96	10/14/09	11/15/10	1,356.96	1,418.02	-61.06
GNMA #629347 5.5% 2/15/34	52.89	01/27/06	11/15/10	52.89	53.72	-0.83
GNMA #602555 6.0% 03/15/36	1,856.70	07/19/07	11/15/10	1,856.70	1,846.84	9.86
GNMA #003348 6.5% 2/20/33	149.94	07/24/08	11/22/10	149.94	152.56	-2.62
GNMA #780995 7.0% 12/15/28	56.90	06/21/01	12/15/10	56.90	57.86	-0.96
GNMA #780995 7.0% 12/15/28	7.94	06/21/01	12/15/10	7.94	8.07	-0.13
GNMA #434892 7.0% 10/15/30	9.82	07/30/01	12/15/10	9.82	10.04	-0.22
GNMA #434556 7.5% 10/1/29	6.39	08/21/01	12/15/10	6.39	6.64	-0.25
GNMA #543716 7.5% 11/15/30	1.44	08/21/01	12/15/10	1.44	1.49	-0.05
GNMA #550865 7.5% 9/15/31	3.87	03/21/02	12/15/10	3.87	4.05	-0.18
GNMA #612895 6.0% 7/15/33	2,691.99	10/22/03	12/15/10	2,691.99	2,746.49	-54.50
GNMA #389737 6.0% 10/15/32	22.61	01/26/04	12/15/10	22.61	23.57	-0.96
GNMA #615494 6.0% 8/15/33	1,105.58	09/26/03	12/15/10	1,105.58	1,126.44	-20.86
GNMA #623897 6.0% 8/15/34	3,871.86	10/14/09	12/15/10	3,871.86	4,046.09	-174.23
GNMA #634367 6.0% 9/15/34	3,497.14	09/29/08	12/15/10	3,497.14	3,549.60	-52.46
GNMA #605699 6.0% 9/15/34	361.93	02/16/05	12/15/10	361.93	376.41	-14.48
GNMA #583047 6.0% 9/15/34	1,539.23	10/14/09	12/15/10	1,539.23	1,608.50	-69.27
GNMA #629347 5.5% 2/15/34	54.88	01/27/06	12/15/10	54.88	55.74	-0.86
GNMA #781834 6.0% 9/15/34	422.70	06/20/05	12/15/10	422.70	437.43	-14.73
GNMA #602555 6.0% 03/15/36	1,264.68	07/19/07	12/15/10	1,264.68	1,257.96	6.72
GNMA #003348 6.5% 2/20/33	5,173.39	07/24/08	12/20/10	5,173.39	5,263.92	-90.53
TOTAL 01/01/10 - 12/31/10				411,353.11	417,730.39	-6,377.28

John L Loeb Jr Foundation  
 EIN 13-6142345  
 2010

Schedule of Contributions.

ASPCA	\$	2,000
American Cancer Society		250
American Council for Capital Foundation		5,000
American Family Institute		250
American Friends of Statens Museum		1,000
American Friends of the Isarel Museum		500
American Jewish Committee		1,000
American Jewish Historical Society		18,248
American Scandinavian Foundation		10,000
Arizona Bridge to Independent Living		20,000
Aspen Brain Forum Foundation		5,000
Association for Diplomatic Studies		135
Battery Conservancy		250
Bill of Rights Institute		3,500
Central & South Jersey Affiliate of Susan G Komen Cure		250
Center for Jewish History		1,000
Children of Bellevue		1,000
Columbia University		5,000
City Harvest		500
Congregation Emanu-el		4,600
Congregation Jeshuat Israel		250
Council of American Ambassadors		16,000
Cystic Fibrosis Foundation		1,000
Documentary Educational Resources		10,000
East Sixties Property Owners		7,825
Edwin Gould Service for Children		1,000
Eli Wiesel Foundation for Humanity		1,000
Exponents		1,000
Facing History & Ourselves		10,000
Fountain House		1,000
Fund for Park Avenue		100
General Society of Colonial Wars		250
George Washington Institute for Religious Freedom		1,690,000
Gomez Mill House		100
Greenwich Roundtable		1,000
HEAF		5,000
Harrison Food Pantry		5,500
Harrison Police Assn		500
Harrison Volunteer Ambulance		500
Harvard Divinity School		1,000
Harvard Humaist Chaplaincy		1,000
Henry Street Settlement		250
Holocaust Museum USA		36
Holy Name of Mary Church		500
Hudson Institute		250
Institute for Sephardic Studies at CUNY		1,500
International Council of Museum of Modern Art		15,000
International Friends of Lyric Arts Festival		250

John L Loeb Jr Foundation  
EIN 13-6142345  
2010

Schedule of Contributions  
(Cont'd)

Jewish Outreach Institute	1,000
John Carter Brown Library	250
Julliard School	250
Lantos Foundation	1,000
Madison Square Boys & Girls Club	1,250
Memorial Sloan Kettering Medical Center	25,000
Meridian International Center	1,000
Museum of Artes & Design	500
National Menigitis Assn	2,000
National Trust for Scotland	500
Neuropathy Assn	10,000
New York City Center	1,000
New York Landmark Preservation	1,000
New York Society for Prevention of Cruelty to Children	500
New York Studio School	250
New York Womens Foundation	500
Newport Historical Society	2,500
PBA	250
Pendragon Theatre	250
Playwrights Horizons	1,000
Police Fresh Air Fund	150
Preservation Society of Newport	500
Prince of Wales Foundation	5,000
Pro Musicis	5,000
Purchase College Foundation	250
Purchase Community House	250
Purchase Fire Department	1,000
Ronald Reagan Presidential Foundation	250
St. George Society	200
Satire Foundation	1,000
Sleep Hollow Employee Fund	100
Sons of the American Revolution	5,083
Straus Historical Society	200
Supreme Court Historical Society	1,000
Team Work Foudation	1,500
The Doe Fund	5,250
The Horticultural Society of NY	1,000
Third Street Mistic School	250
UC Regents	25,000
United Hospital Fund	1,000
Weil Cornell Medical Center	50,000
Westchester Historical Society	250
Winston Churchill Foundation	17,500
92nd Street Y	500

Total

\$ 2,023,526