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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

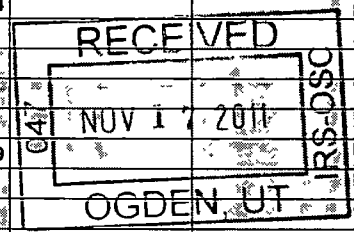
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

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

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 FLORENCE GOULD FOUNDATION		A Employer identification number 13-6176855
Number and street (or P O box number if mail is not delivered to street address) C/O CAHILL GORDON & REINDEL LLP	Room/suite 2040	B Telephone number (see page 10 of the instructions) 212-701-3400
City or town, state, and ZIP code 80 PINE ST. NEW YORK, N Y. 10005-1702		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) ▶ \$ 75,330,135	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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	248	248		
	4 Dividends and interest from securities	1,607,184	1,607,184		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,076,929			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		1,076,929		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	84,898	84,898			
12 Total. Add lines 1 through 11	2,769,259	2,769,259			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	195,000			195,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	-126,690	17,628		109,062
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	193,025	193,025		
	17 Interest	331	331		
	18 Taxes (attach schedule) (see page 14 of the instructions)	63,440	53,231		10,209
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	30,020			30,020
	22 Printing and publications	125			125
	23 Other expenses (attach schedule)	216,682	150,045		66,637
	24 Total operating and administrative expenses. Add lines 13 through 23	825,313	414,260		411,053
	25 Contributions, gifts, grants paid	5,914,383			5,914,383
26 Total expenses and disbursements. Add lines 24 and 25	6,739,696	414,260		6,325,436	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	(3,970,437)				
b Net investment income (if negative, enter -0-)		2,354,999			
c Adjusted net income (if negative, enter -0-)					



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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	63,360	37,033	37,033
	2	Savings and temporary cash investments	127,638	7,391	7,391
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	69,488,378	65,568,991	58,359,771
	c	Investments—corporate bonds (attach schedule)	15,910,816	15,982,226	16,284,021
	11	Investments—land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶ Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ SEE ATTACHMENT)	608,707	577,788	641,919	
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	86,198,899	82,173,429	75,330,135	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <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	86,198,899	82,173,409	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see page 17 of the instructions)	86,198,899	82,173,409		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	86,198,899	82,173,409		

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 86,198,899
2	Enter amount from Part I, line 27a	2 (3,970,437)
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3	4 82,228,462
5	Decreases not included in line 2 (itemize) ▶ SEE ATTACHMENT	5 (55,033)
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 82,173,429

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 ATTACHMENT	P		
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 34,739,108		33,662,179	1,076,929	
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(j) FMV as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col. (j) over col. (k), if any		
a				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	1,076,929
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	7,636,730	64,913,281	.117645
2008	7,052,508	82,732,998	.085245
2007	8,067,390	95,539,507	.084440
2006	7,847,823	90,232,002	.086974
2005	7,263,411	87,812,600	.082715

2	Total of line 1, column (d)	2	.457019
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	.091403
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	70,128,631
5	Multiply line 4 by line 3	5	6,409,967
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	23,550
7	Add lines 5 and 6	7	6,433,517
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	6,325,436

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <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 type="checkbox"/> and enter 1% of Part I, line 27b	1	47,100	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2		
3	Add lines 1 and 2	3	47,100	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	47,100	
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	74,297	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	74,297	
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	27,197	
11	Enter the amount of line 10 to be. Credited to 2011 estimated tax 27,197 Refunded	11		0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)			✓
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	✓		
14	The books are in care of ▶ CAHILL GORDON & REINDEL LLP Telephone no. ▶ 212-701-3400 Located at ▶ 80 PINE ST NEW YORK, N.Y. ZIP+4 ▶ 10005-1702			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here. ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ FRANCE		Yes ✓	No

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 checked="" type="checkbox"/> Yes <input 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)? . . . 1b		✓
	Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>		
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		✓
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 ▶ 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions.) 2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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.) 3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a		✓
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		✓

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** 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? **6b** 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? **7b** Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHMENT		195,000	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
"NONE"				
Total number of other employees paid over \$50,000				0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CAHILL GORDON & REINDEL LLP 80 PINE ST. NEW YORK, N.Y. 10005-1702	LEGAL SERVICES	26,690
LUSSAN & ASSOCIES 25 BIS BLVD. ST. GERMAIN, 75007 PARIS, FRANCE	LEGAL SERVICES	100,000
CAMBRIDGE ASSOCIATES LLC 100 SUMMER ST. BOSTON, MA. 02210-2122	INVESTMENT ADVISORY SERVICES	75,556
WELLINGTON TRUST CO. 72 STATE ST. BOSTON, MA 02109	INVESTMENT ADVISORY SERVICES	96,330
Total number of others receiving over \$50,000 for professional services		298,576

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

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

	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	71,149,470
b	Average of monthly cash balances	1b	47,110
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	71,196,580
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	71,196,580
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	1,067,949
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	70,128,631
6	Minimum investment return. Enter 5% of line 5	6	3,506,432

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	3,506,432
2a	Tax on investment income for 2010 from Part VI, line 5	2a	47,100
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	47,100
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,459,332
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,459,332
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,459,332

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	6,325,436
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	6,325,436
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	6,325,436

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				3,459,332
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0	
b Total for prior years: 20__ ,20__ ,20__		0		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	3,036,915			
b From 2006	3,336,223			
c From 2007	3,534,198			
d From 2008	3,502,146			
e From 2009	4,432,332			
f Total of lines 3a through e	17,841,814			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 6,325,436				
a Applied to 2009, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount				3,459,332
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).)	2,866,104			0
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	20,707,918			
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 page 27 of the instructions		0		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			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) (see page 27 of the instructions)	0			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	3,036,915			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	17,671,003			
10 Analysis of line 9:				
a Excess from 2006	3,336,223			
b Excess from 2007	3,534,198			
c Excess from 2008	3,502,146			
d Excess from 2009	4,432,332			
e Excess from 2010	2,866,104			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶ **N/A**
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	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
JOHN R. YOUNG C/O CAHILL GORDON & REINDEL LLP 80 PINE ST NEW YORK, N.Y. 10005-1702 212-701-3400

b The form in which applications should be submitted and information and materials they should include:
NO PARTICULAR FORM OF APPLICATION IS PRESCRIBED

c Any submission deadlines:
NO DEADLINES, APPLICATIONS CONSIDERED THROUGHOUT THE YEAR

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

ESSENTIAL AIM OF THE FOUNDATION IS TO PROMOTE FRANCO-AMERICAN AMITY

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i></p> <p>SEE ATTACHMENT</p>	<p>N/A</p>	<p>PUBLIC*</p>	<p>SEE ATTACHMENT</p>	<p>5,914,383</p>
* EXCEPT AS NOTED.				
<p>Total</p>			<p>▶ 3a</p>	<p>5,914,383</p>
<p>b <i>Approved for future payment</i></p> <p>SEE ATTACHMENT</p> <p>2011 5,092,311</p> <p>2012 2,713,000</p> <p>2013 1,310,000</p> <p>2014 750,000</p>	<p>N/A</p>	<p>PUBLIC</p>	<p>SEE ATTACHMENT</p>	<p>9,865,311</p>
<p>Total</p>				<p>▶ 3b</p> <p>9,865,311</p>

The Florence Gould Foundation
I.D. # 13-6176855

Attachment to 2010 Form 990-PF

Part I – Revenue

Line 11 - Other Income

U.S. Total Market Index

pass-thru
lending fee income 2,301

Passive Bond Market Index

pass-thru
lending fee income 858

Real Asset CTF

pass-thru
IRC Sec 988 loss (144)
Swap contracts income 39,124

Emerging Mkts Countrv

IRC Sec 988 loss (238)

AEW Global Property Securities Fd

pass-thru
IRC Sec 988 loss (2,642)

PFIC oncome 11,634

WTC-CTF Int'l Research Equity

IRC Sec 988 loss (53,785)
PFIC income 87,790

Total: 84,898

Part I - Operating & Administrative Expenses

<u>Line 16(a)</u> - Legal Fees	
Cahill Gordon & Reindel LLP	26,690
Lussan Brouillaud	<u>100,000</u>
	Total: <u>126,690</u>

<u>Line 16(c)</u> - Other Professional Fees	
U.S. Trust Co., Custodial & Investment Management Fees	21,139
Cambridge Associates LLC Investment Advisory fees	75,556
Wellington Trust Co., Investment advisory fees	<u>96,330</u>
	Total: <u>193,025</u>

Line 18 - Taxes

Foundation's shares of federal & state employment taxes	10,209
Foreign Taxes on Dividends	<u>53,231</u>
	Total: <u>63,440</u>

Line 23 - Other expenses

Paychex, services for payroll keeping	1,393
Cahill Gordon & Reindel LLP, legal disbursements and charitable administrative services	55,376
Lussan Brouillaud, legal disbursements	9,373
Passive Bond Market Index portfolio expenses pass-thru Investment Advisory Fees	3,858 10,573
U.S. Total Mkt Index Sec expenses pass-thru Fees Investment Advisory Fees	5,858 6,379
Excelsior Venture Partners III,	14,855
WTC - CTF Int'l Research Equity expenses pass-thru	22,941

AEW Global Property Securities Fd

Pass-thru ~~xxxxxx~~ x 22,146

Real Asset Ctf.

pass-thru ~~xxxxxx~~ o 4,502

Investment Advisory Fees 10,000

portfolio expenses pass-thru 48,933

Association of Small Foundations,
membership fee

495

Total: 216,682

The Florence Gould Foundation
I.D. # 13-6176855

Attachment to Part II - Balance Sheets

	<u>Book Value</u> <u>End of Year</u>	<u>Fair Market</u> <u>Value</u>
<u>Line 10-b, Stocks</u>		
257,828.170 units IVA Worldwide Fund	4,130,475	4,310,887
67,096.414 units Emerging Markets Country Fund	6,622,225	4,023,511
20,617.090 units Common Sense Offshore Common Stock	2,642,083	2,877,940
383,837.301 units WTC-CTF Int'l Research Equity Portfolio	16,946,308	12,225,218
1,021,500.428 units U.S. Total Market Index Sec. Lend Ctf	18,394,278	15,706,579
3,000 units Excelsior Venture Partners III	450,783	377,304
656,419.355 units Real Asset Ctf	6,941,249	7,744,508
97,034.177 units Vanguard Inflation Protected Secs.	2,441,590	2,478,253
7,476.711 units Weatherlow Offshore Fund	<u>7,000,000</u>	<u>8,615,571</u>
Total:	<u>65,568,991</u>	<u>58,359,771</u>
<u>Line 10-c, Bonds</u>		
276,510.332 units Loomis Sayles Global Bond Fd.	4,510,765	4,592,837
971,081.466 units Passive Bond Market Index Sec. Lend Ctf	<u>11,471,461</u>	<u>11,691,184</u>
Total:	<u>15,982,226</u>	<u>16,284,021</u>

Line 15, Other Assets

Interests in Trusts u/w

577,788

641,919

The Florence Gould Foundation
I.D. # 13-6176855
Attachment to 2010 Form 990-PF

Part III - Analysis of Changes in Net Assets

Line 5, Decreases

Decrease in Inventory Value of Interests in Trusts u/w	30,919
Decrease re French Euro Account foreign currency conversion adjustment and 2009 checks cleared in 2010	<u>24,114</u>
Total:	<u>55,033</u>

ATTACHMENT TO PART VII

THE FLORENCE GOULD FOUNDATION
 I.D. 13-6176855
 ATTACHMENT TO
 FORM 990-PF

PART VIII. LINE 1 OFFICERS, DIRECTORS, TRUSTEES
 FOUNDATION MANAGERS AND THEIR
 COMPENSATION

<u>NAME AND ADDRESS</u>	<u>TITLE AND TIME DEVOTED TO POSITION</u>	<u>COMPENSATION</u>
JOHN R. YOUNG C/O CAHILL GORDON & REINDEL LLP 80 PINE STREET NEW YORK, NY 10005	PRESIDENT, DIRECTOR, MEMBER FULL TIME	195,000.00
KATUSHA DAVISON C/O U.S. TRUST CO. 114 W. 47 TH STREET NEW YORK, NY 10036	DIRECTOR, MEMBER, PARTIAL	-0-
WALTER C. CLIFF C/O CAHILL GORDON & REINDEL LLP 80 PINE STREET NEW YORK, NY 10005	SECRETARY, ASSISTANT TREASURER, VICE PRESIDENT, DIRECTOR, MEMBER PARTIAL	-0-
MARY R. YOUNG C/O CAHILL GORDON & REINDEL LLP 80 PINE STREET NEW YORK, NY 10005	DIRECTOR, MEMBER PARTIAL	-0-
URSULA CLIFF C/O CAHILL GORDON & REINDEL LLP 80 PINE STREET NEW YORK, NY 10005	DIRECTOR, MEMBER PARTIAL	-0-

Florence Gould Foundation
I.D. # 13-6176855

Statement Regarding Currency Requirements

The Foundation maintains a French bank account at Credit Suisse Hottinguer.

The transfers from U.S. Trust Co., miscellaneous receipts and expenses, and grant payments have been converted from Euros to U.S. dollars at the rate applicable on the date of the transaction.

THE FLORENCE GOULD FOUNDATION
GRANTS MADE AS OF DECEMBER 31, 2010

01/18/10	College de France (Mme. de Maintenon)(1,500 Euros)	\$2,158.19
01/20/10	Camerata Internazionale (French programming)	25,000.00
01/20/10	Opera Francais de New York (support for 2010-11 season)	25,000.00
01/20/10	School of American Ballet (French auditions; scholarships for French students; post for Verdy)	24,330.00
01/20/10	French-American School of Music (support for 2010)	10,000.00
01/20/10	Boston/Strasbourg Sister City Association (general support)	5,000.00
01/20/10	Brooklyn Academy of Music (Opera Biennial 2010)	200,000.00
01/20/10	Indianapolis Museum of Art (exhibition "Bonnard to Vuillard: Painter Photographers and the Snapshot")	75,000.00
01/20/10	Z Space Studio (performances in France)	59,325.00
01/27/10	San Francisco Conservatory of Music (purchase of French harpsichord)	20,000.00
01/27/10	H-France (general support)	3,000.00
01/27/10	French American Cultural Services (various FACE projects for 2010)	165,000.00

01/27/10	New York City Ballet (support for new Millepied ballet)	150,000.00
01/27/10	Friends of Hermione-Lafayette (ship construction)	125,000.00
02/05/10	Documentary Arts, Inc. (general support)	28,000.00
02/05/10	The Byrd Hoffman Watermill Foundation (support for translation of Castelli biography)	18,000.00
02/23/10	French-American Cultural Foundation (France Magazine)	25,000.00
02/23/10	French-American Aid for Children (general support)	15,000.00
02/23/10	Alliance Francaise de Washington (Anne Bujon Educational Initiative)	10,000.00
02/23/10	The Newberry Library (acquisition of incunable leaflet)	5,000.00
02/24/10	City of Angers (Angers American Library)(10,000 Euros)	13,579.20
03/03/10	New York City Opera (production of L'Etoile)	50,000.00
03/03/10	New York University (FG Lectures)	35,000.00
	(Campus conference)	10,000.00
03/03/10	American Antiquarian Society (American and French lithography exhibition)	32,400.00
03/03/10	American Friends of the Franco-American Institute (Rennes)	25,000.00
03/03/10	The University of Chicago (Visiting Scholars Program with College de France)	22,800.00

03/03/10	French American Cultural Services (various FACE projects for 2010)	130,000.00
03/03/10	French Heritage Society (restoration - Abbey of Lagrasse)	115,876.00
03/03/10	The New Press (translations from French)	100,000.00
03/03/10	Morgan Library (Babar exhibition)	85,000.00
03/11/10	University of Virginia (subsidy for Tocqueville book)	10,000.00
03/11/10	Brown University (preserving Haitian library)	5,000.00
04/02/10	Mint Theater Company (production of Dr. Knock)	25,000.00
04/02/10	Grolier Club (Imprimerie Nationale exhibition)	25,000.00
04/02/10	Ansonia Music Outreach (concerts for the elderly)	25,000.00
04/02/10	Tulane University (partnership with Ecole des Hautes Etudes en Sciences Sociales)	15,598.00
04/02/10	Watermill Center (French artist in summer program)	10,000.00
04/02/10	Society for French Historical Studies (French History in Translation conference)	3,500.00
04/02/10	Metropolitan Museum of Art (FG Gallery Bonnard and Vuillard)	400,000.00
04/02/10	Friends of the Institut des Hautes Etudes Scientifiques (support for Fellowship Program)	75,000.00

04/26/10	Cornell University (clerkship at Cour de Cassation)	5,000.00
05/04/10	Harvard University (Connors Festschrift)	30,000.00
05/04/10	Mount Holyoke College (internships in France)	8,000.00
05/04/10	Boston University (residency for French percussion group)	5,000.00
05/04/10	Foundation for French Museums (FG endowment for FRAME programs)	250,000.00
05/04/10	The Frick Collection (endowment for Curator of Decorative Arts)	83,334.00
05/04/10	French-American Foundation (Translation Prizes)	52,940.00
05/26/10	Columbia University (renovation of Maison Francaise building)	45,000.00
05/26/10	Grace Church School (exchange program - France)	25,000.00
05/26/10	European American Musical Alliance (summer program in Paris)	25,000.00
05/26/10	Weill Cornell Medical College (stroke research)	200,000.00
05/26/10	Medici Archive Project (Research Coordinator)	65,000.00
	(Fellows expenses)	25,000.00
05/26/10	French American Cultural Services (various FACE projects for 2010)	75,000.00
05/26/10	Harvard University (FG Fellow)	60,000.00

06/02/10	Young Concert Artists, Inc. (performance by French artist)	5,000.00
06/17/10	French-American Foundation (Publishing Exchange Program)	50,000.00
06/17/10	CUNY TV Foundation (French programming)	35,000.00
06/17/10	Center for Fiction Inc. (Proust programs)	10,000.00
06/17/10	Music Before 1800 Inc. (concert by Diabolus in Musica)	3,000.00
06/17/10	Yale University (Benjamin Franklin Papers)	75,000.00
06/25/10	Les Amis Du Lyrique En Bretagne (general support)	50,000.00
06/25/10	Lincoln Center for the Performing Arts (French programming)	100,000.00
06/25/10	World Monuments Fund (Preservation - Cloister of St. Trophine)	90,000.00
07/05/10	City of Nancy (Nancy American Library)(10,000 Euros)	12,570.10
07/13/10	Hamilton Rare Breeds Foundation (purchase of Poitou donkeys)	31,403.00 ¹
07/13/10	St. Bart's Scholars (concerts at Chateau Ainey)	12,000.00
07/13/10	The Library of America (shipping costs to libraries in France)	780.00

¹ Expenditure responsibility grant; private operating foundation.

07/28/10	Le Rire Medecin (general support - hospital clowns)	50,000.00
07/28/10	American Friends of the Paris Opera & Ballet (renovation work - FG Salon at Garnier)	50,000.00
07/28/10	Center for Khmer Studies (support for Fellows)	30,000.00
07/28/10	Massachusetts Historical Society (The Adams Papers)	20,000.00
07/28/10	Ville D'Angers (American Library)	15,000.00
07/28/10	The Newberry Library (manuscript acquisition)	5,000.00
07/28/10	International Foundation for Art Research (general support)	25,000.00
07/28/10	French Institute Alliance Francaise (programming in FG Hall 2010-2011)	150,000.00
07/28/10	American University of Paris (support for Arts Arena)	100,000.00
09/01/10	Ville de Vendome (Rochambeau statue)(6,000 Euros)	7,609.80
09/01/10	Mackinac Associates (translation of French documents of Colonial Michilimackinac)	43,000.00
09/01/10	French American Cultural Services (various FACE projects for 2010)	30,000.00
09/01/10	Fools Fury Theater Company (French productions)	25,000.00
09/01/10	Z Space (additional support for Word for Word)	10,806.00
09/01/01	Brooklyn Chamber Music Society (general support)	5,000.00

09/01/10	Jupiter Symphony (general support)	5,000.00
09/01/10	Pasteur Foundation (Paris residencies for American researchers)	240,000.00
09/07/10	The American Foundation for the Paris School of Economics (support for dinner)	5,000.00
09/07/10	Melodia Women's Choir (concert of French works)	1,000.00
09/22/10	Animal Medical Center (support for Seniors' Animal Veterinary Effort)	30,000.00
10/05/10	Metropolitan Museum of Art (FG Gallery Bonnard and Vuillard)	500,000.00
10/08/10	Wadsworth Athenaeum Museum (Monet exhibition)	75,000.00
10/12/10	Ville de Vendome (Rochambeau statue) (6,596.86 Euros)	9,186.13
10/15/10	La Ville de Pont-Aven (gift to museum to honor Rivets)	25,000.00
10/15/10	Pearl Theater Company (The Misanthrope)	20,000.00
10/15/10	Commonwealth Zoological - Boston (Support for Poitou donkeys)	5,000.00
10/15/10	French Institute/Alliance Francaise (new seating - FG Hall)	100,000.00
10/15/10	French-American Foundation (Publishing Exchange Program)	89,880.00
10/19/10	Fondation Prince Pierre de Monaco (FG Contemporary Art Prize) (5,000 Euros)	7,038.00

11/02/10	Chameleon Arts Ensemble (general support)	4,000.00
11/02/10	The Library of America (shipping costs for volumes sent to American libraries in France)	922.60
11/24/10	Pennsylvania State University (subvention for book on Chartres Cathedral)	6,000.00
11/24/10	Early Music Foundation (harpsichord concert by French musician)	5,000.00
11/24/10	City of La Ronde (church bells)(35,000 Euros)	47,346.60
11/29/10	Metropolitan Museum of Art (FG Gallery Bonnard and Vuillard)	500,000.00
12/02/10	Citymeals-On-Wheels (general support)	30,000.00
12/02/10	The Pennsylvania State University (work of Robert Darnton)	<u>10,000.00</u>
		\$5,914,382.62

REPORT CONCERNING EXPENDITURE RESPONSIBILITY GRANT

The Florence Gould Foundation (the "grantor") hereby reports as follows, pursuant to Treasury Reg. Sec. 53.4945-5(d), concerning its expenditure responsibility grant to the Hamilton Rare Breeds Foundation, Inc. (the "grantee"):

(1) Name and address of the grantee: The Hamilton Rare Breeds Foundation, Inc.
P. O. Box 282
Hartland, Vermont 05048

(2) Date and amount of the grant: Date: July 13, 2010 Amount: \$31,403.00

(3) Purpose of the grant: To reimburse the grantee for the costs of purchase of two Poitou donkeys.

(4) Amounts expended by the grantee (based upon the most recent report received by the grantor from the grantee; if no such report has yet been received, write "NOT KNOWN"):
\$31,403.00

(5) To the knowledge of the grantor, the grantee has not diverted any portion of the funds (or the income therefrom in the case of an endowment grant) from the purpose of the grant, except for (if none write "NONE"): NONE

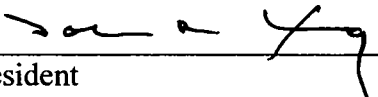
(6) The grantor has received reports from the grantee with the following dates (if none write "NONE"): June 21, 2010 (enumerating costs for which the grant provided reimbursement)

(7) No verification of the grantee's reports has been taken by the grantor or by others at

the direction of the grantor except for (if none write "NONE"): NONE

Name of grantor: The Florence Gould Foundation

Dated: May 16, 2011

by:  _____
Title: President

THE FLORENCE GOULD FOUNDATION
PLEDGES AS OF DECEMBER 31, 2010

	<u>2011</u>	<u>2012</u>
American Friends of Blerancourt (support for Historic Pavillion)	125,000.00	0
American Friends of Paris Opera & Ballet (FG American Artists Fund)	100,000.00	0
American Philosophical Society (planning - "Revolutions! The Science and Politics of French Natural History. 1780-1850")	150,000.00	0
Brooklyn Academy of Music (Atys)	250,000.00	0
Center for Khmer Studies (support for Fellows)	30,000.00	0
City of Paris (Paris literary scene during Occupation) (100,000 Euros)	140,000.00	0
Columbia University (conference on Jewish rescue in France)	20,000.00	0
(Why France Matters conference)	20,000.00	0
European American Musical Alliance (Summer Music Program in Paris)	25,000.00	0
Fondation Prince Pierre (sculpture prize)	6,500.00	0
Fools Fury (French productions)	25,000.00	0
French American Cultural Exchange (projects in 2011)	350,000.00	0

✓ →

	<u>2011</u>	<u>2012</u>
French Institute/Alliance Francaise (new seating - FG Hall)	100,000.00	0
French Regional American Museums Exchange (FG endowment for FRAME programs)	250,000.00	250,000.00 ¹
The Frick Collection (endowment for Curator of Decorative Arts) (Renoir exhibition)	83,333.00 150,000.00	0 150,000.00
Grace Church School (exchange program - France)	25,000.00	0
Grolier Club (Imprimerie Nationale exhibition)	175,000.00	0
Harvard University (FG Gallery in Art Museums)	500,000.00	500,000.00 ²
Hermione-LaFayette (ship construction)	125,000.00	125,000.00
Hull, University of (publication of Histoire des deux Indes)	0	0 ³
Lincoln Center (support for 2010-11 season)	100,000.00	0
Mackinaw Associates (translation of French documents of Colonial Michilimackinac)	43,000.00	43,000.00

1 Also \$250,000 in 2013 plus up to \$250,000 in 2014 less increase in endowment fund.

2 Also \$500,000 in each of 2013 and 2014.

3 There is a pledge of \$10,000 each for a future two volumes.

	<u>2011</u>	<u>2012</u>
Massachusetts Historical Society (The Adams Papers)	20,000.00	20,000.00
Metropolitan Museum of Art (FG Gallery Bonnard and Vuillard)	1,400,000.00	1,400,000.00 ⁴
New York City Ballet (All French Evening)	150,000.00	150,000.00
New York University (FG lectures)	35,000.00	0
(Camus conference)	10,000.00	0
Princeton University (conference to honor Robert Darnton)	13,328.29	0
St. Barts Scholars (2011 concerts at Chateau Ainal)	13,000.00	0
School of American Ballet (Paris auditions; post for Verdy; scholarships for French students)	30,165.00	0
U.S. Department of State (refurbishment of Jefferson Suite at U.S. Embassy Paris)	280,055.00	0
University of North Texas (Summer Institute for French Organ Studies)	6,000.00	0
Villa I Tatti (FG Fellow)	60,000.00	60,000.00 ⁵
Ville d'Angers (American Library)	15,000.00	15,000.00

⁴ Also \$500,000 in 2013.

⁵ Also \$60,000 in 2013

	<u>2011</u>	<u>2012</u>
Weill Cornell Medical College (stroke research)	200,000.00	0
Z Space (performances in France - Word for Word)	<u>66,930.00</u>	<u>0</u>
	<u>\$5,092,311.29</u>	<u>\$2,713,000.00</u>

*

Pledges payable in 2013 - \$1,310,000; in 2014 - \$750,000 less increase in FRAME endowment fund.

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only
All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization FLORENCE GOULD FOUNDATION	Employer identification number 13-6176855
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions C/O CAHILL GORDON & REINDEL LLP 80 PINE STREET 17TH FLOOR MAILROOM	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NEW YORK 10005-1702	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ▶ **CAHILL GORDON & REINDEL LLP**
- Telephone No. ▶ **212 701-3456** FAX No. ▶ **212 269-5420**
- If the organization does not have an office or place of business in the United States, check this box
 - If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

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

- ▶ calendar year 20 **10** or
- ▶ tax year beginning _____, 20____, and ending _____, 20_____.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	57,130.00
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	74,297.00
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.00

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

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

Type or print <small>File by the extended due date for filing the return. See instructions</small>	Name of exempt organization FLORENCE GOULD FOUNDATION	Employer identification number 13-6176855
	Number, street, and room or suite number. If a P O box, see instructions 80 PINE STREET SUITE 2040 City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK NY 10005-1702	

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

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

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

- The books are in care of CAHILL GORDON & REINDEL LLP
 Telephone No (212) 701-3456 FAX No (212) 269-5420
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOV. 15, 2011

5 For calendar year 2010, or other tax year beginning _____, 20____, and ending _____, 20____

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

7 State in detail why you need the extension THE FOUNDATION IS STILL IN THE PROCESS OF COLLECTING AND ANALIZING TAX DATA RELEVANT TO THE PREPARATION OF A PROPER AND COMPLETE RETURN, INCLUDING SCH K-1'S FROM LIMITED PARTNERSHIPS

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a \$ 57,130.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b \$ 74,297.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c \$ 0.

Signature and Verification

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

Signature Title **PRESIDENT** Date

BAA FIF20502 11/15/10 Form 8868 (Rev 1-2011)