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990-PF

Form
Department of the Treasury
Internal Revenue ServiceReturn of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No. 1545-0052

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

2010

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

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

Name of foundation A Employer identification number

THE ROBERTO FOUNDATION

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

610 NEWPORT CENTER DRIVE 1220 (949) 209-6210

City or town, state, and ZIP code

NEWPORT BEACH, CA 92660

H Check type of organization. Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end J Accounting method Cash Accrual
of year (from Part II, col (c), line 16) ► \$ 27,450,971. (Part I, column (d) must be on cash basis)

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

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)
1 Contributions, gifts, grants, etc., received (attach schedule)	3,075,045			
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B	164	164		
3 Interest on savings and temporary cash investments	732,745	732,745		
4 Dividends and interest from securities				
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-251,411			
b Gross sales price for all assets on line 6a	9,451,566			
7 Capital gain net income (from Part IV, line 2)				
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)	-406	-948	0	ATTACH 1
12 Total. Add lines 1 through 11	3,556,137	731,961	0	
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) ATTACH 2	19,505	0	0	19,505
c Other professional fees (attach schedule) *	25,477	25,477		
17 Interest	22,055	22,055	0	0
18 Taxes (attach schedule) (see page 14 of the instructions) *	22,920	0	0	0
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) ATTACH 6	150	0	0	150
24 Total operating and administrative expenses.	90,107	47,532	0	19,655
Add lines 13 through 23	139,455			1,500,000
25 Contributions, gifts, grants paid	229,562	47,532	0	1,519,655
26 Total expenses and disbursements. Add lines 24 and 25				
27 Subtract line 26 from line 12.				
a Excess of revenue over expenses and disbursements	3,326,575			
b Net investment income (if negative, enter -0)		684,429		
c Adjusted net income (if negative, enter -0)			0	

For Paperwork Reduction Act Notice, see page 30 of the Instructions.

* ATTACH 3 JSA ** ATTACH 5

Form 990-PF (2010)

OE14101000

14195G 1673

V 10-8.2

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
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		4,513,661.	1,859,543.	1,859,543.
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less. allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10 a Investments - U S and state government obligations (attach schedule)	**	635,024.	1,835,363.	1,835,363.
	b Investments - corporate stock (attach schedule) ATTACH 8		2,911,671.	3,291,157.	3,291,157.
	c Investments - corporate bonds (attach schedule) ATTACH 9		0.	1,153,610.	1,153,610.
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	12 Investments - mortgage loans				
	13 Investments - other (attach schedule) ATTACH 10		15,477,356.	19,280,479.	19,280,479.
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation ► (attach schedule)				
	15 Other assets (describe ► ATTACH 11)		52,445.	30,819.	30,819.
	16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		23,590,157.	27,450,971.	27,450,971.
	17 Accounts payable and accrued expenses				
	18 Grants payable		2,789,116.	1,428,571.	
	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 ► ATTACH 12)		36,576.	37,870.	
	23 Total liabilities (add lines 17 through 22)		2,825,692.	1,466,441.	
	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		20,764,465.	25,984,530.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input type="checkbox"/>				
	27 Capital stock, trust principal, or current funds				
	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)		20,764,465.	25,984,530.	
	31 Total liabilities and net assets/fund balances (see page 17 of the instructions)		23,590,157.	27,450,971.	

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	20,764,465.
2 Enter amount from Part I, line 27a	2	3,326,575.
3 Other increases not included in line 2 (itemize) ► ATTACHMENT 13	3	1,893,490.
4 Add lines 1, 2, and 3	4	25,984,530.
5 Decreases not included in line 2 (itemize) ►	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	25,984,530.

**ATTACH 7

Form 990-PF (2010)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(l) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (l) over col. (j), 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	-250,869.	
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	1,530,160.	17,971,108.	0.085146
2008	1,510,387.	19,229,829.	0.078544
2007	2,195,960.	19,324,900.	0.113634
2006	16,436.	16,211,191.	0.001014
2005	33,000.	10,202,391.	0.003235
2 Total of line 1, column (d)			2 0.281573
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.056315
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 23,875,418.
5 Multiply line 4 by line 3			5 1,344,544.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 6,844.
7 Add lines 5 and 6			7 1,351,388.
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 1,519,655.

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 ruling letter if necessary - see instructions)
1	6,844.	
2		
3	6,844.	
4	0.	
5	6,844.	
6	Credits/Payments	
6a	52,445.	
6b	0.	
6c	0.	
6d		
7	Total credits and payments Add lines 6a through 6d	52,445.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	45,601.
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ► 45,601. Refunded ► 11	

Part VII-A Statements Regarding Activities

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b	X
<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>			
1c	Did the foundation file Form 1120-POL for this year?	1c	
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.	d	
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.	e	
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	X
<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? If "Yes," attach a conformed copy of the changes	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	X
<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?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► CA	8a	
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

11			X
12			X
13		X	
Website address ► N/A			
14	JENNIFER T. LAVENSON		Telephone no ► 949-209-6210
Located at ► 610 NEWPORT CENTER DRIVE #1220, NEWPORT BEACH, CA ZIP + 4 ► 92660			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		► <input type="checkbox"/> 15
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?		<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ►			

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

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

		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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?		
Organizations relying on a current notice regarding disaster assistance check here ► <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?		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ►			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 22 of the instructions)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		

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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/>	►	5b	
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?	<input type="checkbox"/> Yes <input type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			7b	X

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter 0)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 14		0.	0.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances

Total number of other employees paid over \$50,000 ► NONE

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

Total number of others receiving over \$50,000 for professional services ▶ **NONE**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1	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	NONE	
2		
All other program-related investments See page 24 of the instructions		
3	NONE	
Total. Add lines 1 through 3		

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	22,848,338.
b	Average of monthly cash balances	1b	1,390,665.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	24,239,003.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1b (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	24,239,003.
4	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	363,585.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	23,875,418.
6	Minimum investment return. Enter 5% of line 5	6	1,193,771.

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

1	Minimum investment return from Part X, line 6	1	1,193,771.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	6,844.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	6,844.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,186,927.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,186,927.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,186,927.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes	1a	1,519,655.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	0.
3	Amounts set aside for specific charitable projects that satisfy the	3b	0.
a	Suitability test (prior IRS approval required)	4	1,519,655.
b	Cash distribution test (attach the required schedule)	5	6,844.
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	6	1,512,811.
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)		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,186,927.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only				
b Total for prior years 20 08 20 07 20 06				
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
c From 2007	47,414.			
d From 2008	569,742.			
e From 2009	646,658.			
f Total of lines 3a through e	1,263,814.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 1,519,655.				
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2010 distributable amount				1,186,927.
e Remaining amount distributed out of corpus	332,728.			
5 Excess distributions carryover applied to 2010. (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,596,542.			
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions				
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				
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)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,596,542.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007	47,414.			
c Excess from 2008	569,742.			
d Excess from 2009	646,658.			
e Excess from 2010	332,728.			

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

1 a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ►				
b	Check box to indicate whether the foundation is a private operating foundation described in section				4942(j)(3) or 4942(j)(5)
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				(e) Total
(a) 2010	(b) 2009	(c) 2008	(d) 2007		
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(e)(5)), or royalties)				
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)				
(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))

ATTACHMENT 15

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

N/A

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
ATTACHMENT 16				
Total			► 3a	1,500,000.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14		164.
4 Dividends and interest from securities			14		732,745.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18		-251,411.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue. a					
b PARTNERSHIP INCOME			-81.	14	-325.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)			-81.		481,173.
13 Total Add line 12, columns (b), (d), and (e)				13	481,092.

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

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

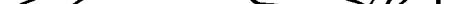
Part XVII . Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

	Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a Transfers from the reporting foundation to a noncharitable exempt organization of		
(1) Cash	1a(1)	X
(2) Other assets	1a(2)	X
b Other transactions		
(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3) Rental of facilities, equipment, or other assets	1b(3)	X
(4) Reimbursement arrangements	1b(4)	X
(5) Loans or loan guarantees	1b(5)	X
(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received		

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here  11/14/11 **TRUSTEE**

Signature of officer or trustee		Date	Title	
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	PTIN
	<i>M. Michalowski</i>	<i>MR. Michalowski</i>	<i>11-14-2011</i>	Check <input type="checkbox"/> if self-employed
	Firm's name ► PRICEWATERHOUSECOOPERS LLP		Firm's EIN ► 13-4008324	
Firm's address ► 1301 K STREET NW, SUITE 800W WASHINGTON, DC		20005-3333	Phone no. 202-414-1000	

Schedule of Contributors

OMB No 1545-0047

► Attach to Form 990, 990-EZ, or 990-PF.

2010

Name of the organization
THE ROBERTO FOUNDATION

Employer identification number
20-1688777

Organization type (check one)

Filers of: **Section:**

Form 990 or 990-EZ

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust not treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the General Rule or a Special Rule.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose Do not complete any of the parts unless the General Rule applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE ROBERTO FOUNDATION

Employer identification number
20-1688777**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	PAMELA B. MUZZY 610 NEWPORT CENTER DRIVE SUITE 1220 NEWPORT BEACH, CA 92660	\$ 75,045.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	JAMES F. & PAMELA B. MUZZY 610 NEWPORT CENTER DRIVE SUITE 1220 NEWPORT BEACH, CA 92660	\$ 3,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

FORM 990PF - GENERAL EXPLANATION ATTACHMENT

FOOTNOTE TO PART II, BALANCE SHEET

FOR THE YEAR ENDED DECEMBER 31, 2009, THE FOUNDATION RECEIVED ITS AUDITED FINANCIAL STATEMENTS AFTER THE TAX RETURN FOR THE SAME PERIOD WAS FILED. THE BALANCE SHEET OF THESE FINANCIAL STATEMENTS DIFFERED FROM THE TAX RETURN, AS FILED. FOR THE YEAR ENDED DECEMBER 31, 2010, THE BEGINNING OF YEAR, BOOK VALUE AMOUNTS SHOWN ON PART II HAVE BEEN UPDATED TO MATCH THE AUDITED FINANCIAL STATEMENTS.

FORM 990PF, PART I - OTHER INCOME

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
PARTNERSHIP INCOME	-406.	-948.	0.
TOTALS	<u>-406.</u>	<u>-948.</u>	<u>0.</u>

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PRICEWATERHOUSECOOPERS LLP	8,505.	0.	0.	8,505.
WRIGHT FORD YOUNG & CO	11,000.	0.	0.	11,000.
TOTALS	<u>19,505.</u>	<u>0.</u>	<u>0.</u>	<u>19,505.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FIDELITY INVESTMENT FEES	157.	157.
GOLDMAN SACHS INVESTMENT FEES	25,320.	25,320.
TOTALS	<u><u>25,477.</u></u>	<u><u>25,477.</u></u>

FORM 990PF, PART I - INTEREST EXPENSE

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
INVESTMENT INTEREST EXPENSE	22,055.	22,055.	0.	0.
TOTALS	<u>22,055.</u>	<u>22,055.</u>	<u>0.</u>	<u>0.</u>

FORM 990PF, PART I - TAXESATTACHMENT 5

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
EXCISE TAX - CURRENT	21,626.	0.	0.	0.
EXCISE TAX - DEFERRED	1,294.	0.	0.	0.
TOTALS	<u>22,920.</u>	<u>0.</u>	<u>0.</u>	<u>0.</u>

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
REGISTRATION/RENEWAL FEE	150.	0.	0.	150.
TOTALS	150.	0.	0.	150.

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS ACCOUNT X2559: GOV'T BONDS (SEE ATCH 7A)	0.	1,181,666.	1,181,666.
GOLDMAN SACHS ACCOUNT X6910: GOV'T BONDS (SEE ATCH 7A)	635,024.	653,697.	653,697.
US OBLIGATIONS TOTAL	<u>635,024.</u>	<u>1,835,363.</u>	<u>1,835,363.</u>

THE ROBERTO FOUNDATION
EIN: 20-1688777
TAX YEAR 2010

PAGE 2, PART II BALANCE SHEET SUPPLEMENT

LINE 10a, INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

DESCRIPTION OF PROPERTY	QTY/CURRENT FACE	BOOK VALUE	ENDING FMV
GOLDMAN SACHS X2559: GOVERNMENT AND GOVERNMENT AGENCY BONDS	1,050,000.000	1,181,666	1,181,666
GOLDMAN SACHS X2559 TOTAL		1,181,666	1,181,666
 GOLDMAN SACHS X6910: GOVERNMENT AND GOVERNMENT AGENCY BONDS	600,000.000	653,697	653,697
GOLDMAN SACHS X6910 TOTAL		653,697	653,697

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS ACCOUNT X2559: CORP. STOCK (SEE ATCH 8A)	2,911,671.	3,291,157.	3,291,157.
TOTALS	<u>2,911,671.</u>	<u>3,291,157.</u>	<u>3,291,157.</u>

THE ROBERTO FOUNDATION
EIN: 20-1688777
TAX YEAR 2010

PAGE 2, PART II BALANCE SHEET SUPPLEMENT

LINE 10b, INVESTMENTS - CORPORATE STOCK

DESCRIPTION OF PROPERTY	SHARES	ENDING BOOK VALUE	ENDING FMV
GOLDMAN SACHS X2559:			
AFLAC INCORPORATED (AFL)	1, 960.00	110, 603	110, 603
APPLE, INC. CMN (AAPL)	431.00	139, 023	139, 023
BANK OF AMERICA CORP CMN (BAC)	4, 048.00	54, 000	54, 000
BAXTER INT'L INC. CMN (BAX)	2, 138.00	108, 888	108, 888
BIOGEN IDEC INC. CMN (BIIB)	1, 062.00	71, 207	71, 207
BOEING COMPANY CMN (BA)	1, 447.00	94, 431	94, 431
CHARLES SCHAB CORP CMN (SCHW)	4, 092.00	70, 014	70, 014
CISCO SYSTEMS, INC. CMN (CSCO)	4, 657.00	94, 211	94, 211
COSTCO WHOLESALE CORP CMN (COST)	1, 554.00	112, 214	112, 214
EMERSON ELECTRIC CO. CMN (EMR)	1, 779.00	101, 705	101, 705
EXXON MOBIL CORP CMN (XOM)	861.00	62, 956	62, 956
FREEPORT-MCMORAN COPPER & GOLD (FCX)	714.00	85, 744	85, 744
GENERAL ELECTRIC CO CMN (GE)	5, 514.00	100, 851	100, 851
GENERAL MILLS INC. CMN (GIS)	1, 983.00	70, 575	70, 575
GOOGLE, INC. CMN CL A (GOOG)	183.00	108, 697	108, 697
HONEYWELL INTL INC. CMN (HON)	2, 398.00	127, 478	127, 478
JOHNSON & JOHNSON CMN (JNJ)	1, 581.00	97, 785	97, 785
JPMORGAN CHASE & CO CMN (JPM)	2, 520.00	106, 898	106, 898
LOWES COMPANIES INC. CMN (LOW)	3, 505.00	87, 905	87, 905
MCDONALDS CORP CMN (MCD)	736.00	56, 495	56, 495
MICROSOFT CORP. CMN (MSFT)	3, 549.00	99, 053	99, 053
NIKE CLASS-B CMN (NKE)	1, 035.00	88, 410	88, 410
OCCIDENTAL PETROLEUM CORP CMN (OXY)	1, 515.00	149, 197	149, 197
ORACLE CORP. CMN (ORCL)	3, 123.00	97, 750	97, 750
PEPSICO INC. CMN (PEP)	2, 037.00	134, 055	134, 055

THE ROBERTO FOUNDATION
EIN: 20-1688777
TAX YEAR 2010

PAGE 2, PART II BALANCE SHEET SUPPLEMENT

LINE 10b, INVESTMENTS - CORPORATE STOCK

DESCRIPTION OF PROPERTY	SHARES	ENDING BOOK VALUE	ENDING FMV
PRAXAIR, INC. CMN SERIES (PX)	698.00	66,638	66,638
PROCTER & GAMBLE CO. CMN (PG)	1,204.00	77,453	77,453
QUALCOMM INC. CMN (QCOM)	2,452.00	121,349	121,349
SCHLUMBERGER LTD. CMN (SLB)	1,514.00	126,737	126,737
SOUTHWESTERN ENERGY CO. CMN (SWN)	1,380.00	51,653	51,653
STAPLES, INC. CMN (SPLS)	5,049.00	115,420	115,420
THE BANK OF NY MELLON CORP CMN (BK)	1,978.00	59,736	59,736
THE TRAVELERS COMPANIES, INC. CMN (TRV)	1,629.00	90,752	90,752
TERMO FISHER SCIENTIFIC, INC. CMN (TMO)	1,507.00	83,428	83,428
VISA, INC. CMN CL A (V)	964.00	67,846	67,846
GOLDMAN SACHS X2559 TOTAL	3,291,157	3,291,157	3,291,157

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS ACCOUNT X2559: CORP. BONDS (SEE ATCH 9A)	0.	1,153,610.	1,153,610.
TOTALS	<u>0.</u>	<u>1,153,610.</u>	<u>1,153,610.</u>

THE ROBERTO FOUNDATION
EIN: 20-1688777
TAX YEAR 2010

PAGE 2, PART II BALANCE SHEET SUPPLEMENT

LINE 10c, INVESTMENTS - CORPORATE BONDS

<u>DESCRIPTION OF PROPERTY</u>	<u>QTY/CURRENT FACE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
GOLDMAN SACHS X2559:			
PRAXAIR, INC.	110,000.000	111,684	111,684
PUBLIC SVC ELEC & GAS CO MTN	100,000.000	111,717	111,717
AT&T INC.	110,000.000	122,003	122,003
BANK OF NOVA SCOTIA	110,000.000	115,822	115,822
TVA	175,000.000	192,452	192,452
SCHERING-PLough CORPORATION	110,000.000	130,488	130,488
PHILIP MORRIS INT'L IN	110,000.000	124,793	124,793
CONOCOPHILLIPS	110,000.000	127,993	127,993
SHELL INT'L FINANCE	110,000.000	116,658	116,658
GOLDMAN SACHS X2559 TOTAL		<u>1,153,610</u>	<u>1,153,610</u>

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
FIDELITY ACCOUNT X9623:			
MUTUAL FUNDS (SEE ATCH 10A)	15,477,356.	11,303,219.	11,303,219.
GOLDMAN SACHS ACCOUNT X2599:	0.	6,901,605.	6,901,605.
MUTUAL FUNDS (SEE ATCH 10A)	0.	1,075,655.	1,075,655.
PARTNERSHIP INVESTMENTS:			
DRAKES LANDING ASSOC. , LP			
TOTALS	<u>15,477,356.</u>	<u>19,280,479.</u>	<u>19,280,479.</u>

THE ROBERTO FOUNDATION
EIN: 20-1688777
TAX YEAR 2010

PAGE 2, PART II BALANCE SHEET SUPPLEMENT

LINE 13, INVESTMENTS - OTHER

DESCRIPTION OF PROPERTY	QTY/CURRENT FACE	ENDING BOOK VALUE	ENDING FMV
			ENDING FMV
FIDELITY ACCOUNT X9623:			
BLACKROCK INT'L OPPORT INSTL CL (BISIX)	-	-	-
WILLIAM BLAIR INT'L GROWTH CL N (WBIGX)	-	-	-
COLUMBIA ACORN CLASS Z (ACRNX)	-	-	-
HARBOR INT'L INSTITUTIONAL FUND (HAINX)	-	-	-
PIMCO TOTAL RETURN INSTL (PPTRX)	341,149.796	3,701,475	3,701,475
PIMCO REAL RETURN BOND INSTL CL (PRRIX)	90,702.769	1,030,383	1,030,383
PIMCO FLOATING INCOME INSTITUTIONAL (PFIIX)	118,731.282	1,078,080	1,078,080
PIMCO STOCK PLUS TOTAL RETURN CL I (PSPTX)	-	-	-
PIMCO COMMODITY REAL RETURN INST (PCRIX)	210,037.012	1,951,244	1,951,244
PIMCO INV GRADE CORP BOND INSTL (PIGIX)	209,700.054	2,197,657	2,197,657
PIMCO DEV LOCAL MKTS FD INST (PLMIX)	126,828.314	1,344,380	1,344,380
TCW SELECT EQUITIES CLASS I (TGCEX)	-	-	-
FIDELITY ACCOUNT X9623 TOTAL:		11,303,219	11,303,219
GOLDMAN SACHS ACCOUNT X2599:			
GS SHORT DURATION GOVERNMENT FUND	40,414.291	413,034	413,034
GS HIGH YIELD FUND	51,567.388	376,442	376,442
GS LOCAL EMERGING MARKETS DEBT FUND	38,257.134	364,208	364,208
S&P 500 INDEX FUND	12,399.000	1,567,268	1,567,268
RUSSELL MID CAP INDEX FUND (ISHARES)	2,628.000	267,399	267,399
GS GROWTH OPPORTUNITIES FUND	21,883.142	532,855	532,855
GS MID CAP VALUE FUND	7,401.010	267,547	267,547
RUSSELL 2000 INDEX FUND (ISHARES)	5,118.000	400,432	400,432
GS SMALL CAP VALUE FUND	6,507.110	269,394	269,394
GS REAL ESTATE SECURITIES FUND	21,616.382	272,799	272,799
MSCI EAFE INDEX FUND (ISHARES)	30,063.000	1,750,268	1,750,268
GS EMERGING MARKETS FUND	23,189.332	419,959	419,959
FIDELITY ACCOUNT X2599 TOTAL:		6,901,605	6,901,605

FORM 990PF, PART II - OTHER ASSETS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
DEFERRED EXCISE TAX RECEIVABLE	52,445.	30,819.	30,819.
TOTALS	<u>52,445.</u>	<u>30,819.</u>	<u>30,819.</u>

THE ROBERTO FOUNDATION

20-1688777

ATTACHMENT 12

FORM 990PF, PART II - OTHER LIABILITIES

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>
DEFERRED EXCISE TAX LIABILITY	36,576.	37,870.
TOTALS	<u>36,576.</u>	<u>37,870.</u>

THE ROBERTO FOUNDATION

20-1688777

ATTACHMENT 13

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED GAINS ON INVESTMENTS	1,893,490.
TOTAL	<u>1,893,490.</u>

THE ROBERTO FOUNDATION

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

20-1688777

ATTACHMENT 14

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS	EXPENSE ACCT
			TO EMPLOYEE	AND OTHER ALLOWANCES
BENEFIT PLANS				
JAMES F. MUZZY 610 NEWPORT CENTER DRIVE NEWPORT BEACH, CA 92660	TRUSTEE 1.00	0.	0.	0.
PAMELA B. MUZZY 610 NEWPORT CENTER DRIVE NEWPORT BEACH, CA 92660	TRUSTEE 1.00	0.	0.	0.
GRAND TOTALS		0.	0.	0.

THE ROBERTO FOUNDATION

20-1688777

ATTACHMENT 15

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

JAMES F. MUZZY
PAMELA B. MUZZY

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 16

<u>RECIPIENT NAME AND ADDRESS</u>	<u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT</u>	<u>PURPOSE OF GRANT OR CONTRIBUTION</u>	<u>AMOUNT</u>
HODA HOSPITAL FOUNDATION NEWPORT BEACH, CA 92663	NONE PUBLIC CHARITY	GENERAL SUPPORT	1,000,000.
SERRA CATHOLIC SCHOOL RANCHO SANTA MARGARITA, CA 92688	NONE SCHOOL	GENERAL SUPPORT	500,000.

TOTAL CONTRIBUTIONS PAID1,500,000.

THE ROBERTO FOUNDATION

20-1688777

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
9,451,566.						VARIOUS	VARIOUS	
						-647,371.		
						VARIOUS	VARIOUS	
						258,636.		
						VARIOUS	VARIOUS	
						137,324.		
						VARIOUS	VARIOUS	
						542.		
TOTAL GAIN(LOSS)						<u>-250,869.</u>		

Application for Extension of Time To File an
Exempt Organization Return

► 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 THE ROBERTO FOUNDATION	Employer identification number 20-1688777
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 610 NEWPORT CENTER DRIVE, SUITE 1220	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEWPORT BEACH, CA 92660	

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

Telephone No ► 949 209-6210 FAX No ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 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 \$ 52,445.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$ 52,445.
c	Balance Due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c \$ 0.

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

For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev 1-2011)

• 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 File by the extended due date for filing your return. See instructions	Name of exempt organization THE ROBERTO FOUNDATION	Employer identification number 20-1688777
	Number, street, and room or suite no. if a P.O. box, see instructions. 610 NEWPORT CENTER DRIVE, SUITE 1220	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NEWPORT BEACH, CA 92660	

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

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

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

- The books are in the care of ► **JENNIFER TACCINI** Telephone No. ► **949-209-6210** FAX No. ►
- If the organization does not have an office or place of business in the United States, check this box □
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box □. If it is for part of the group, check this box □ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until NOVEMBER 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 AWAITING INFORMATION FROM THIRD PARTIES WHICH IS NECESSARY TO PREPARE A COMPLETE AND ACCURATE RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 8069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	52,445
b	If this application is for Form 990-PF, 990-T, 4720, or 8069, 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	\$	52,445
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

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.

Supports

Yolanda Walker

Title ► TAX MANAGED

Date **8-26-2011**

Form 8868 (Rev. 1-2011)