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990-PF

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

OMB No 1545-0052

2010

Form 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 2010

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

Name of foundation: THE JOHN E PESSIN PRIVATE FOUNDATION RPC-47C101012; Employer identification number: 20-5173303

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 60078 SC-MPK-03-M; Room/suite; Telephone number: (415) 765-4873

City or town, state, and ZIP code: LOS ANGELES, CA 90060

H Check type of organization: [X] Section 501(c)(3) exempt private foundation; [] Section 4947(a)(1) nonexempt charitable trust; [] Other taxable private foundation

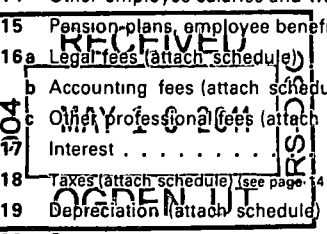
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,019,312; J Accounting method: [X] Cash; [] Accrual; [] Other (specify)

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))

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes (cash basis only). Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

ENVELOPE POSTMARK DATE MAY 14 2011

SCANNED MAY 18 2011



18

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			
	2	Savings and temporary cash investments	76,167.	1,173,851.	1,173,851.
	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			NONE
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) STMT 4		429,943.	476,710.
	c	Investments - corporate bonds (attach schedule) STMT 6		350,351.	368,751.
	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)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item l)	76,167.	1,954,145.	2,019,312.	
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)			
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 and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	76,167.	1,954,145.	
	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)	76,167.	1,954,145.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	76,167.	1,954,145.		

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	76,167.
2	Enter amount from Part I, line 27a	2	1,847,332.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 7	3	31,652.
4	Add lines 1, 2, and 3	4	1,955,151.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 8	5	1,006.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,954,145.

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 DETAIL					
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))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
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	-46,102.	
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	11,220.	77,721.	0.14436252750
2008	15,574.	179,562.	0.08673327319
2007	6,088.	103,136.	0.05902885510
2006	NONE	99,429.	NONE
2005			
2 Total of line 1, column (d)			2 0.29012465579
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 0.07253116395
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 1,003,086.
5 Multiply line 4 by line 3			5 72,755.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 299.
7 Add lines 5 and 6			7 73,054.
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 9,688.

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

Table with 11 rows for excise tax calculations. Includes items like 'Exempt operating foundations', 'Domestic foundations', 'Tax under section 511', 'Credits/Payments', and 'Tax due'. Total amount owed is 598.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaigns, political expenditures, and reporting requirements. Includes sub-questions 1a-1c, 2, 3, 4a-4b, 5, 6, 7, 8a-8b, 9, and 10.

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)			X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <input type="checkbox"/> N/A	X		
14	The books are in care of <input type="checkbox"/> SEE STATEMENT 11 Telephone no <input type="checkbox"/> Located at <input type="checkbox"/> ZIP + 4 <input type="checkbox"/>			
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 <input type="checkbox"/> 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 <input type="checkbox"/>		Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
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? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="checkbox"/>		
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) <input type="checkbox"/> STMT 12	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <input type="checkbox"/>		
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) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? <input type="checkbox"/>	4b	X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? Yes No
Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No
If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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 STATEMENT 13		8,251.	-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
SEE STATEMENT 14		NONE	NONE	NONE

Total number of other employees paid over \$50,000 Yes No 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
SEE STATEMENT 15		NONE
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 NONE	
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	808,309.
b	Average of monthly cash balances	1b	210,052.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,018,361.
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	NONE
3	Subtract line 2 from line 1d	3	1,018,361.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	15,275.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,003,086.
6	Minimum investment return. Enter 5% of line 5	6	50,154.

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	50,154.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	598.
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	598.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	49,556.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	49,556.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	49,556.

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	9,688.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	9,688.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	9,688.

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				49,556.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			NONE	
b Total for prior years 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2010				
a From 2005				NONE
b From 2006				NONE
c From 2007				NONE
d From 2008				NONE
e From 2009				7,340.
f Total of lines 3a through e	7,340.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ _____, 9,688.				
a Applied to 2009, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2010 distributable amount				9,688.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	7,340.			7,340.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions			NONE	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				32,528.
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)	NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2006				NONE
b Excess from 2007				NONE
c Excess from 2008				NONE
d Excess from 2009				NONE
e Excess from 2010				NONE

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

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

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with columns: Tax year (a) 2010, Prior 3 years (b) 2009, (c) 2008, (d) 2007, (e) Total. Rows include 2a-2e (Qualifying distributions) and 3a-3d (Alternative tests).

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).

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 [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds.

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 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 STATEMENT 16</p>				
Total				▶ 3a 7,615.
<p>b <i>Approved for future payment</i></p>				
Total				▶ 3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Membership dues, Dividends, Net rental income, etc.

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

Table with 2 columns: Line No, Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes.

Schedule of Contributors

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

2010

Name of the organization

Employer identification number

THE JOHN E PESSIN PRIVATE FOUNDATION

20-5173303

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 JOHN E PESSIN PRIVATE FOUNDATION	Employer identification number 20-5173303
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Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JOHN E PESSIN 2006 LIVING TRUST C/O BANK OF THE WEST SAN FRANCISCO, CA 94104	\$ 875,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	JOHN E PESSIN 2006 LIVING TRUST C/O BANK OF THE WEST SAN FRANCISCO, CA 94104	\$ 998,209.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" 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.)

Name of organization THE JOHN E PESSIN PRIVATE FOUNDATION	Employer identification number 20-5173303
---	---

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	VARIOUS SECURITIES - SEE ATTACHED LIST _____ _____ _____	\$ 998,209.	03/30/2010
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	1,344.	1,344.
NONDIVIDEND DISTRIBUTIONS	37.	
DOMESTIC DIVIDENDS	4,747.	4,747.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE	5,500.	5,500.
NONQUALIFIED FOREIGN DIVIDENDS	52.	52.
NONQUALIFIED DOMESTIC DIVIDENDS	24,617.	24,617.
TOTAL	36,297.	36,260.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAX PAID	193.	193.
FED TAX PAID	3.	
TOTALS	----- 196.	----- 193.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
CA ST FILING FEE	10.	10.
TOTALS	10.	10.
	=====	=====

THE JOHN E PESSIN PRIVATE FOUNDATION
 FORM 990PF, PART II - CORPORATE STOCK
 =====

20-5173303

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
-----	-----	---
INVESCO LTD	4,587.	7,218.
AFLAC INC COM	3,851.	6,207.
AT&T INC	7,590.	7,345.
ALTERA CORP	7,118.	14,232.
APACHE CORP	5,699.	10,373.
APPLE INC	8,978.	32,256.
AVON PRODS INC	3,043.	2,906.
BAKER HUGHES INC	7,224.	6,289.
BIOGEN IDEC INC	8,129.	10,326.
CISCO SYS INC	8,384.	6,575.
COMCAST CORP CI A	9,863.	13,182.
DANAHER CORP	4,867.	6,132.
DIAMOND OFFSHORE DRILLING INC	5,320.	4,079.
DIRECTV COM CI A	6,763.	7,986.
ECOLAB INC COM	4,230.	5,042.
EMERSON ELEC CO	5,935.	7,432.
EXELON CORP	7,446.	5,163.
EXPRESS SCRIPTS INC	2,661.	8,648.
EXXON MOBIL CORP	5,559.	5,776.
FIFTH THIRD BANCORP	4,932.	5,872.
FLOWERVE CORP	3,462.	5,842.
ACCESSOR STRATEGIC ALTERNATIVE	37,033.	32,901.
FORWARD SMIDPLUS INSTL	115,074.	92,066.
GENERAL ELEC CO	10,603.	5,487.
GENERAL MILLS INC	2,452.	2,420.
GILEAD SCIENCES INC	3,661.	4,023.
GOLDMAN SACHS GROUP INC	7,324.	5,886.
GOOGLE INC CI A	7,496.	11,285.
HEWLETT PACKARD CO	5,084.	5,052.

THE JOHN E PESSIN PRIVATE FOUNDATION
 FORM 990PF, PART II - CORPORATE STOCK
 =====

20-5173303

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
INTEL CORP	6,110.	6,309.
INTERCONTINENTALEXCHANGE INC	4,318.	6,077.
MCKESSON CORP	5,524.	7,038.
MEDTRONIC INC	6,796.	4,636.
MURPHY OIL CORP	5,197.	7,455.
MYLAN LABS INC	3,437.	5,473.
NATIONAL OILWELL VARCO	6,914.	13,450.
NEXTRA ENERGY INC	3,305.	3,327.
ORACLE CORP	7,589.	12,520.
PALL CORP	4,923.	6,198.
PEPSICO INC	6,497.	6,533.
PRECISION CASTPARTS CORP	4,048.	6,961.
PROCTER & GAMBLE CO	6,985.	7,076.
TARGET CORP	11,138.	11,124.
UNITED TECHNOLOGIES CORP	9,299.	11,257.
WAL MART STORES INC	6,015.	6,526.
WELLPOINT INC	4,786.	5,686.
WELLS FARGO & CO NEW	12,694.	11,063.
TOTALS	429,943.	476,710.

THE JOHN E PESSIN PRIVATE FOUNDATION
 FORM 990PF, PART II - CORPORATE BONDS
 =====

20-5173303

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FEDERAL HOME LOAN BKS. 5.50%	217,920.	228,978.
FEDERATED INSTL HIGH YIELD	84,841.	88,775.
VANGUARD INTER TERM CORP #571	47,590.	50,998.
TOTALS	350,351.	368,751.

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

=====

DESCRIPTION -----	AMOUNT -----
COST VS FMV STOCK GIFT	31,652.

TOTAL	31,652.
	=====

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

=====

DESCRIPTION -----	AMOUNT -----
INCOME TIMING DIFF	1,006.
TOTAL	----- 1,006. =====

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

CA

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

NAME AND ADDRESS

JOHN E PESSIN 2006 LIVING TRUST
C/O BANK OF THE WEST
SAN FRANCISCO, CA 94104

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
=====

NAME: BANK OF THE WEST
ADDRESS: 180 MONTGOMERY STREET, #400
SAN FRANCISCO, CA 94104
TELEPHONE NUMBER: (415)765-4873

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
=====

This question does not apply. The organization does not have any undistributed income from prior years.

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

=====

OFFICER NAME:

BANK OF THE WEST

ADDRESS:

180 MONTGOMERY ST, 4TH FLOOR

SAN FRANCISCO, CA 94104

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 4

COMPENSATION 8,251.

TOTAL COMPENSATION: 8,251.

=====

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES
=====

EMPLOYEE NAME:
NONE

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS
=====

NAME:
NONE

RECIPIENT NAME:
HUMANE SOCIETY OF THE UNITED STATES
ADDRESS:
2100 L STREET, NW
WASHINGTON, DC 20037
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 3,046.

RECIPIENT NAME:
ANIMAL RESCUE FOUNDATION
ADDRESS:
2890 MITCHELL DRIVE
WALNUT CREEK, CA 94598
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 1,523.

RECIPIENT NAME:
SPCA INTERNATIONAL
ADDRESS:
P O BOX 8682
NEW YORK, NY 10001
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 3,046.

TOTAL GRANTS PAID: 7,615.
=====

FEDERAL CAPITAL GAIN DIVIDENDS
=====

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

LONG-TERM 15% CAPITAL GAIN DIVIDENDS

756.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

756.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

756.00

=====

ASSETS FROM JOHN PESSIN 2006 LIVING TRUST RECEIVED 3/30/10

ASSET NAME	# OF SHS	COST	FMV 3/31	DIFF
INVESCO LTD	300	4,586.70	6,573.00	(1,986.30)
AFLAC INC	110	3,851.22	5,971.90	(2,120.68)
AT&T INC	250	7,589.62	6,460.00	1,129.62
ALLEGHENY TECHNOLOGIES INC	40	3,611.43	2,159.60	1,451.83
ALTERA CORP	400	7,118.09	9,720.00	(2,601.91)
APACHE CORP	87	5,699.37	8,830.50	(3,131.13)
APPLE INC	100	8,978.00	23,500.00	(14,522.00)
AVON PRODS INC	100	3,042.74	3,387.00	(344.26)
BAKER HUGHES INC	110	7,223.55	5,152.40	2,071.15
BIOGEN IDEC INC	154	8,128.99	8,838.06	(709.07)
CISCO SYS INC	325	8,384.40	8,459.75	(75.35)
COMCAST CORP CL A	600	9,862.74	11,298.00	(1,435.26)
DANAHER CORP	65	4,866.55	5,194.15	(327.60)
DIAMOND OFFSHORE DRILLING INC	61	5,319.60	5,417.41	(97.81)
DIRECTV COM CL A	200	6,763.08	6,762.00	1.08
ECOLAB INC COM	100	4,229.69	4,395.00	(165.31)
EMERSON ELEC CO	130	5,934.81	6,544.20	(609.39)
EXELON CORP	124	7,445.54	5,432.44	2,013.10
EXPRESS SCRIPTS INC	80	2,661.49	8,140.80	(5,479.31)
EXXON MOBIL CORP	79	5,559.17	5,291.42	267.75
FPL GROUP IND	64	3,304.53	3,093.12	211.41
FIFTH THIRD BANCORP	400	4,932.00	5,424.00	(492.00)
FLOWERVE CORP	49	3,462.39	5,403.23	(1,940.84)
ACCESSOR STRAT ALTERNATIVES FD	5,675	70,708.36	63,955.31	6,753.05
ACCESSOR SMALL TO MID CAP FD	3,551	115,073.58	94,515.85	20,557.73
GENERAL ELEC CO	300	10,603.30	5,460.00	5,143.30
GENERAL MILLS INC	34	2,451.87	2,406.86	45.01
GILEAD SCIENCES	111	3,661.26	5,047.17	(1,385.91)
GOLDMAN SACHS GROUP	35	7,324.45	5,972.05	1,352.40
GOOGLE INC CL A	19	7,495.61	10,775.28	(3,279.67)
HEWLETT PACKARD CO	120	5,084.40	6,378.00	(1,293.60)
ITT CORP	100	5,907.86	5,361.00	546.86
INTEL CORP	300	6,109.59	6,687.00	(577.41)
INTERCONTINENTALEXCHANGE INC	51	4,317.54	5,721.18	(1,403.64)
MFS INSTITUTIONAL EQUITY FD	4,589	98,374.74	75,909.16	22,465.58
MFS INTL NEW DISCOVERY FUND	3,857	108,000.00	74,635.72	33,364.28
MCKESSON CORP	100	5,524.00	6,572.00	(1,048.00)
MEDTRONIC INC	125	6,796.25	5,628.75	1,167.50
MURPHY OIL CORP	100	5,196.58	5,619.00	(422.42)
MYLAN LABSINC	259	3,437.09	5,881.89	(2,444.80)
NATIONAL OILWELL VARCO INC	200	6,913.78	8,116.00	(1,202.22)
ORACLE CORP	400	7,588.56	10,284.00	(2,695.44)
PALL CORP	125	4,923.34	5,061.25	(137.91)
PEPSICO INC	100	6,497.00	6,616.00	(119.00)
PRECISION CASTPARTS CORP	50	4,048.05	6,335.50	(2,287.45)
PROCTER & GAMBLE CO	110	6,985.49	6,959.70	25.79
TARGET CORP	185	11,137.61	9,731.00	1,406.61
UNITED TECHNOLOGIES CORP	143	9,299.09	10,526.23	(1,227.14)
WAL MART STORES INC	121	6,014.94	6,727.60	(712.66)
WELLPOINT INC	100	4,785.68	6,438.00	(1,652.32)
WELLS FARGO & CO	357	12,693.54	11,109.84	1,583.70
FED HOME LN BK 5 5% 8/13/14	200,000	217,920.00	225,281.00	(7,361.00)
FEDERATED INST HIGH YIELD #900	8,940	84,841.08	86,718.49	(1,877.41)
VANGUARD INTER TERM CORP FD	5,141	47,590.33	50,329.86	(2,739.53)
		1,029,860.67	998,208.67	31,652.00

**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)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					756.	
2,103.00		40. ALLEGHENY TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 3,611.00				P	01/18/2007	12/10/2010
							-1,508.00	
30,000.00		2702.704 ACCESSOR STRATEGIC ALTERNATIVES PROPERTY TYPE: SECURITIES 33,676.00				P	04/24/2008	12/10/2010
							-3,676.00	
4,897.00		100. ITT CORP NEW COM PROPERTY TYPE: SECURITIES 5,908.00				P	01/18/2007	12/09/2010
							-1,011.00	
81,279.00		4589.429 MFS INSTITUTIONAL EQUITY FD #40 PROPERTY TYPE: SECURITIES 98,375.00				P	08/08/2007	12/16/2010
							-17,096.00	
84,433.00		3857.143 MFS INTL NEW DISCOVERY FUND INS PROPERTY TYPE: SECURITIES 108,000.00				P	01/29/2007	12/16/2010
							-23,567.00	
TOTAL GAIN (LOSS)							----- -46,102. =====	