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

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

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

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

Name of foundation: RICHARD ROTH FOUNDATION  
A Employer identification number: 20-5706189

Number and street (or P O box number if mail is not delivered to street address): C/O PRICEWATERHOUSECOOPERS LLP  
Room/suite: 2020 MAIN STREET, SUITE 400  
B Telephone number (see page 10 of the instructions): (949) 437-5200

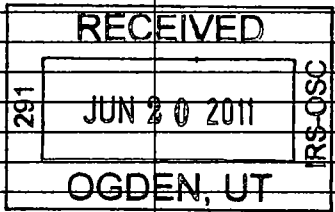
City or town, state, and ZIP code: IRVINE, CA 92614  
C If exemption application is pending, check here   
D 1. Foreign organizations, check here   
2. Foreign organizations meeting the 85% test, check here and attach computation

H Check type of organization  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) ▶ \$ 885,799.  
J Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

**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) . . . . .	0.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B . . . . .				
3 Interest on savings and temporary cash investments . . . . .				
4 Dividends and interest from securities . . . . .	18,810.	18,810.		
5a Gross rents . . . . .				
b Net rental income or (loss) . . . . .				
6a Net gain or (loss) from sale of assets not on line 10 . . . . .	-11,113.			
b Gross sales price for all assets on line 6a 72,907.				
7 Capital gain net income (from Part IV, line 2) . . . . .				
8 Net short-term capital gain . . . . .				
9 Income modifications . . . . .				
10 a Gross sales less returns and allowances . . . . .				
b Less Cost of goods sold . . . . .				
c Gross profit or (loss) (attach schedule) . . . . .				
11 Other income (attach schedule) . . . . .				
12 Total. Add lines 1 through 11 . . . . .	7,697.	18,810.		
13 Compensation of officers, directors, trustees, etc . . . . .				
14 Other employee salaries and wages . . . . .				
15 Pension plans, employee benefits . . . . .				
16 a Legal fees (attach schedule) . . . . .				
b Accounting fees (attach schedule) ATCH 1 . . . . .	1,100.	550.	0.	550.
c Other professional fees (attach schedule) * . . . . .	1,516.	1,516.		
17 Interest . . . . .				
18 Taxes (attach schedule) (see page 14 of the instructions) ** . . . . .	450.			
19 Depreciation (attach schedule) and depletion . . . . .				
20 Occupancy . . . . .				
21 Travel, conferences, and meetings . . . . .				
22 Printing and publications . . . . .				
23 Other expenses (attach schedule) ATCH 4 . . . . .	10,003.			10.
24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	13,069.	2,066.	0.	560.
25 Contributions, gifts, grants paid . . . . .	47,550.			47,550.
26 Total expenses and disbursements. Add lines 24 and 25 . . . . .	60,619.	2,066.	0.	48,110.
Subtract line 26 from line 12 . . . . .				
Excess of revenue over expenses and disbursements . . . . .	-52,922.			
b Net investment income (if negative, enter -0-) . . . . .		16,744.		
c Adjusted net income (if negative, enter -0-) . . . . .				



SCANNED JUN 24 2011

Operating and Administrative Expenses

4

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	17,543.	3,423.	3,423.
	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	Investments - U S and state government obligations (attach schedule)			
	a	Investments - corporate stock (attach schedule) <b>ATCH 5</b>	587,857.	572,437.	512,293.
	c	Investments - corporate bonds (attach schedule) <b>ATCH 6</b>	365,459.	344,421.	353,736.
	11	Investments - land, buildings, and equipment basis			
	Less accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule) <b>ATCH 7</b>	29,231.	26,887.	16,347.	
14	Land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I)	1,000,090.	947,168.	885,799.	
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	<b>Total liabilities</b> (add lines 17 through 22)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	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			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,000,090.	947,168.	
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	1,000,090.	947,168.	
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	1,000,090.	947,168.		

**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	1,000,090.
2	Enter amount from Part I, line 27a	2	-52,922.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	947,168.
5	Decreases not included in line 2 (itemize)	5	
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	947,168.

**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.)
<b>1a</b>	SEE PART IV SCHEDULE			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>a</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }	<b>2</b>	-11,113.
<b>3</b> 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.		<b>3</b>	

**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	41,799.	746,925.	0.055961
2008	41,420.	910,641.	0.045484
2007	35,905.	1,037,172.	0.034618
2006	0.	994,539.	0.000000
2005			

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.136063
<b>3</b> 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	<b>3</b>	0.034016
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	<b>4</b>	845,560.
<b>5</b> Multiply line 4 by line 3	<b>5</b>	28,763.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	167.
<b>7</b> Add lines 5 and 6	<b>7</b>	28,930.
<b>8</b> 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.	<b>8</b>	48,110.

**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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	1	167.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	
3	Add lines 1 and 2 . . . . .	3	167.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	0.
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	167.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 . . . . .	6a	791.
b	Exempt foreign organizations-tax withheld at source . . . . .	6b	0.
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	0.
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d . . . . .	7	791.
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached . . . . .	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	624.
11	Enter the amount of line 10 to be <b>Credited to 2011 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input checked="" type="checkbox"/> . . . . .	11	

**Part VII-A Statements Regarding Activities**

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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)
12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
Website address N/A
14 The books are in care of PRICEWATERHOUSECOOPERS, LLP Telephone no 949-437-5200
Located at 2020 MAIN STREET, SUITE 400 IRVINE, CA ZIP + 4 92614
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
and enter the amount of tax-exempt interest received or accrued during the year 15 NONE
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

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

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

1a During the year did the foundation (either directly or indirectly)
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).
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
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?
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?
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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here

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

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**  Yes  No **X**

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**  Yes  No **N/A**

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

**1 List all officers, directors, trustees, foundation managers and their compensation (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 8		-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
NONE				

Total number of other employees paid over \$50,000  Yes  No

**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
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 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.)

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	853,033.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	5,404.
<b>c</b>	Fair market value of all other assets (see page 25 of the instructions)	<b>1c</b>	0.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	858,437.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	858,437.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	<b>4</b>	12,877.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	845,560.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	42,278.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	42,278.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	167.
<b>b</b>	Income tax for 2010 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	167.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	42,111.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b>	Add lines 3 and 4	<b>5</b>	42,111.
<b>6</b>	Deduction from distributable amount (see page 25 of the instructions)	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	42,111.

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	48,110.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	0.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	0.
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	0.
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	48,110.
<b>5</b>	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)	<b>5</b>	167.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	47,943.

**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 . . . . .				42,111.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only . . . . .			31,546.	
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 . . . . .				
d From 2008 . . . . .				
e From 2009 . . . . .				0.
f Total of lines 3a through e . . . . .	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 48,110.				
a Applied to 2009, but not more than line 2a . . . . .			31,546.	
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 . . . . .				16,564.
e Remaining amount distributed out of corpus . . . . .	0.			
5 Excess distributions carryover applied to 2010 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5 . . . . .	0.			
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 . . . . .				25,547.
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 . . . . .	0.			
10 Analysis of line 9				
a Excess from 2006 . . . . .				
b Excess from 2007 . . . . .				
c Excess from 2008 . . . . .				
d Excess from 2009 . . . . .				
e Excess from 2010 . . . . .				0.

**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)

	Tax year		Prior 3 years		(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
b 85% of line 2a . . . . .					
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c . . . . .					
3 Complete 3a, b or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					
(3) Largest amount of support from an exempt organization . . . . .					
(4) Gross investment income . . . . .					

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

- 1 Information Regarding Foundation Managers:
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
- RICHARD ROTH
- 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
- NOT APPLICABLE
- 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 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
a <i>Paid during the year</i>  ATTACHMENT 9				
<b>Total</b> ..... ▶ <b>3a</b>				47,550.
b <i>Approved for future payment</i>				
<b>Total</b> ..... ▶ <b>3b</b>				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Fees and contracts from government agencies, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income or (loss) from real estate, Net rental income or (loss) from personal property, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income or (loss) from special events, Gross profit or (loss) from sales of inventory, Other revenue, and Subtotal.

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

Table with 2 columns: Line No. and 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 (other than by providing funds for such purposes) (See page 29 of the instructions). The first row contains 'NOT APPLICABLE'.



**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)	
72,907.						P	VARIOUS  -11,113.	VARIOUS
TOTAL GAIN (LOSS) .....							<u>-11,113.</u>	

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL TAXES	450.
TOTALS	<u>450.</u>

ATTACHMENT 1

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	1,100.	550.		550.
TOTALS	<u>1,100.</u>	<u>550.</u>	<u>0.</u>	<u>550.</u>

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT FEES	1,516.	1,516.
TOTALS	<u>1,516.</u>	<u>1,516.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>CHARITABLE PURPOSES</u>
STATE FILING FEE	10.	10.
MISC. EXPENSES	9,993.	
TOTALS	<u>10,003.</u>	<u>10.</u>

ATTACHMENT 5

FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITIES	572,437.	512,293.
TOTALS	<u>572,437.</u>	<u>512,293.</u>

TAXPAYER: RICHARD ROTH FOUNDATION  
 ATTACHMENT TO PART IV. CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME  
 TAX YEAR ENDING 12/31/2010

Symbol/ CUSIP	Qty	Description	Date Acquired	Date Sold / Covered	Proceeds (Base)	Cost (Base)	Gain/Loss (Base)
GSLX	195 695	GOLDMAN SACHS LARGE CAP VALUE CLASS I	15-Nov-2006	4-Jun-2010	2,000	2,935	(935)
GSLX	176 367	GOLDMAN SACHS LARGE CAP VALUE CLASS I	15-Nov-2006	1-Dec-2010	2,000	2,646	(646)
GGOIX	443 066	GOLDMAN SACHS GROWTH OPPORTUNITES FUND CLASS I	15-Nov-2006	12-Oct-2010	10,000	10,549	(549)
GGRIX	87 26	GOLDMAN SACHS CONCENTRATED GROWTH INS MUTUAL FUND INSTL	15-Nov-2006	4-Jun-2010	1,000	1,247	(247)
GCRIX	758 15	GOLDMAN SACHS CONCENTRATED GROWTH INS MUTUAL FUND INSTL	15-Nov-2006	1-Dec-2010	10,000	10,834	(834)
EFA	22	ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF	15-Nov-2006	4-Jun-2010	1,043	1,572	(528)
EFA	107	ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF	15-Nov-2006	1-Dec-2010	5,964	7,645	(1,681)
GIRIX	318 471	GOLDMAN SACHS INTL REAL ESTATE SECS FUND - INSTL CL	15-Nov-2006	1-Dec-2010	2,000	3,513	(1,513)
GSFIX	20 79	GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I	15-Nov-2006	22-Apr-2010	200	205	(5)
GSFIX	51 813	GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I	15-Nov-2006	12-May-2010	500	511	(11)
GSFIX	1,008 07	GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I	15-Nov-2006	1-Dec-2010	10,000	9,940	60
GSFIX	40 323	GOLDMAN SACHS CORE FIXED-INC I MUTUAL FUND CLASS I	15-Nov-2006	3-Dec-2010	400	398	2
GSHIX	171 92	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	15-Nov-2006	28-Jan-2010	1,200	1,394	(194)
GSHIX	1,310 54	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	15-Nov-2006	10-Feb-2010	8,990	10,628	(1,638)
GSHIX	924 784	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	30-Nov-2006	10-Feb-2010	6,344	7,500	(1,156)
GSHIX	27 584	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	29-Dec-2006	10-Feb-2010	189	224	(35)
GSHIX	4 395	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	30-Nov-2006	10-Feb-2010	30	36	(5)
GSHIX	648 148	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	19-Jan-2007	10-Feb-2010	4,446	5,295	(849)
GSHIX	144 3	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	19-Jan-2007	22-Feb-2010	1,000	1,179	(179)
GSHIX	19 8	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-Jan-2007	4-Jun-2010	136	162	(25)
GSHIX	39 49	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-Dec-2007	4-Jun-2010	272	301	(30)
GSHIX	64 345	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	19-Jan-2007	4-Jun-2010	443	526	(83)
GSHIX	22 352	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	28-Feb-2007	4-Jun-2010	154	184	(30)
GSHIX	22 683	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	30-Mar-2007	4-Jun-2010	156	186	(30)
GSHIX	22 59	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	30-Apr-2007	4-Jun-2010	155	187	(31)
GSHIX	22 698	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-May-2007	4-Jun-2010	156	188	(32)
GSHIX	23 333	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	29-Jun-2007	4-Jun-2010	161	189	(28)
GSHIX	25 13	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-Jul-2007	4-Jun-2010	173	194	(21)
GSHIX	25 063	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-Aug-2007	4-Jun-2010	172	195	(23)
GSHIX	24 71	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	28-Sep-2007	4-Jun-2010	170	196	(26)
GSHIX	24 909	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-Oct-2007	4-Jun-2010	171	198	(26)
GSHIX	25 822	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	30-Nov-2007	4-Jun-2010	178	199	(21)
GSHIX	0 447	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-Jan-2008	4-Jun-2010	3	3	(0)
GSHIX	160 451	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	7-Oct-2008	1-Dec-2010	1,157	968	189
GSHIX	27 018	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	29-Feb-2008	1-Dec-2010	195	194	1
GSHIX	26 395	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	30-Apr-2008	1-Dec-2010	190	197	(6)
GSHIX	28 56	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	30-Jun-2008	1-Dec-2010	206	203	3
GSHIX	27 357	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-Mar-2008	1-Dec-2010	197	195	2
GSHIX	26 661	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	30-May-2008	1-Dec-2010	192	198	(6)
GSHIX	29 405	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-Jul-2008	1-Dec-2010	212	205	7
GSHIX	30 242	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	29-Aug-2008	1-Dec-2010	218	210	8
GSHIX	33 023	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	30-Sep-2008	1-Dec-2010	238	211	27
GSHIX	26 977	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	31-Jan-2008	1-Dec-2010	195	198	(3)
GSHIX	13 812	GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	7-Oct-2008	3-Dec-2010	100	83	17
<b>TOTAL LONG TERM GAIN (LOSS):</b>					<b>\$ 72,906 93</b>	<b>\$ 84,019 54</b>	<b>\$ (11,112 62)</b>



Statement Detail

# RICHARD ROTH FND. Holdings

Period Ended December 31, 2010

## PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
<b>US EQUITY</b>								
GS CONCENTRATED GROWTH FUND								
GOLDMAN SACHS CONCENTRATED GROWTH INS MUTUAL FUND INSTL (GCRX)	11,970,877	13.5900	162,684.22	14.2679	170,799.36	(8,115.14) 1,184.21	0.1472	239.42
GS LARGE CAP VALUE FUND								
GOLDMAN SACHS LARGE CAP VALUE CLASS I (GSLIX)	14,240,357	11.8900	169,317.84	14.5871	207,725.34	(38,407.50) (16,182.15)	0.9756	1,651.88

Portfolio No. 027-28857-D

STATEMENT  
5 & 7  
DETAIL



**Statement Detail**  
**RICHARD ROTH FND.**  
Holdings (Continued)

Period Ended December 31, 2010

**PUBLIC EQUITY (Continued)**

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
<b>US EQUITY</b>								
GS GROWTH OPPORTUNITIES FUND								
GOLDMAN SACHS GROWTH OPPORTUNITES FUND CLASS I (GGOIX)	911 129	24 3500	22,185.99	22 2109	20,237.01	1,948.98 7,486.00	0 0164	3 64
<b>TOTAL US EQUITY</b>			<b>354,188.05</b>		<b>398,761.71</b>	<b>(44,573.66)</b>	<b>0.5350</b>	<b>1,894.94</b>

**NON-US EQUITY**

MSCI EAFE INDEX FUND (ISHARES)								
ISHARES TR-ISHARES MSCI EAFE INDEX FUND ETF (EFA)	2,163 00	58 2200	125,929.86	68 9079	149,047.86	(23,118.00)	2 3992	3,021.28
MSCI EMERGING MARKETS INDEX FUND (ISHARES)								
ISHARES MSCI EMERGING MKT INDEX FUND ETF (EEM)	675 00	47 6420	32,158.35 16.96	36 4848	24,627.22	7,531.13	1 3562	436.12

**GS INTERNATIONAL REAL ESTATE SECURITIES FUND**

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Cost Basis	Unrealized / Economic Gain (Loss)	Dividend Yield	Estimated Annual Income
GOLDMAN SACHS INTL REAL ESTATE SECS FUND - INSTL CL (GIRIX)	2,636 677	6 2000	16,347.40	10 1975	26,887.43	(10,540.03) (6,252.61)	7 4032	1,210.23
<b>TOTAL NON-US EQUITY</b>			<b>174,435.61</b> 16.96		<b>200,562.51</b>	<b>(26,126.90)</b>	<b>2.6758</b>	<b>4,667.63</b>

**TOTAL PUBLIC EQUITY**

			<b>528,623.66</b>		<b>599,324.22</b>	<b>(70,700.56)</b>	<b>1.2414</b>	<b>6,562.57</b>
--	--	--	-------------------	--	-------------------	--------------------	---------------	-----------------

**TOTAL PORTFOLIO**

			<b>883,886.39</b>		<b>945,255.45</b>	<b>(61,366.01)</b>		<b>18,225.47</b>
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ATTACHMENT 6

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
MUTUAL FUNDS	344,421.	353,736.
TOTALS	<u>344,421.</u>	<u>353,736.</u>



Statement Detail  
**RICHARD ROTH FND.**  
Holdings

Period Ended December 31, 2010

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
<b>INVESTMENT GRADE FIXED INCOME</b>								
GS CORE FIXED INCOME FUND								
GOLDMAN SACHS CORE FIXED-INC 1 MUTUAL FUND CLASS I	32,025,028	9,8400	315,126,28	9,7463	312,124,57	3,001,71 52,116,28		8,678,78
<b>OTHER FIXED INCOME</b>								
GS HIGH YIELD FUND								
GOLDMAN SACHS HIGH YIELD INSTL MUTUAL FUND CLASS I	5,288,943	7,3000	38,609,28	6,1064	32,296,45	6,312,84 13,929,28		2,982,96
<b>TOTAL FIXED INCOME</b>			<b>353,735,56</b>		<b>344,421,02</b>	<b>9,314,55</b>		<b>11,661,75</b>

ATTACHMENT 7

FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
REAL ESTATE FUND	26,887.	16,347.
TOTALS	<u>26,887.</u>	<u>16,347.</u>

RICHARD ROTH FOUNDATION

20-5706189

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

ATTACHMENT 8

TITLE AND AVERAGE HOURS PER  
WEEK DEVOTED TO POSITION

NAME AND ADDRESS

RICHARD ROTH  
9302 S GARFIELD AVE  
SOUTH GATE, CA 90280

TRUSTEE  
1.00

GRAND TOTALS

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 9

<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>
CARNEGIE HALL SOCIETY 881 SEVENTH AVENUE NEW YORK, NY 10019	NONE PUBLIC CHARITY	ANNUAL FUND TO OFFSET THE HALL'S EXPENSES	3,500
MUSEUM OF MODERN ART 11 WEST 53 STREET NEW YORK, NY 10019-5497	NONE PUBLIC CHARITY	DEPARTMENT OF PAINTING AND SCULPTURE	10,500
NEW MUSEUM OF CONTEMPORARY ART 235 BOWERY NEW YORK, NY 10002	NONE PUBLIC CHARITY	OPERATION OF NEW MUSEUM	5,000
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE PUBLIC CHARITY	GENERAL OPERATIONS	550
LIGHTHOUSE INTERNATIONAL 111 EAST 59TH STREET NEW YORK, NY 10022	NONE PUBLIC CHARITY	GENERAL OPERATIONS	1,000
AZUERO EARTH PROJECT INC 962 SPRINGS FIREPLACE RD E HAMPTON, NY 11937	NONE PUBLIC CHARITY	GENERAL OPERATIONS	1,000

RICHARD ROTH FOUNDATION

20-5706189

FORM 990E, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 5 (CONT'D.)

<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>
AMERICAN FRIENDS OF KESHET EILON INC 411 EAST 53RD STREET, SUITE 14H NEW YORK, NY 10022	NONE PUBLIC CHARITY	GENERAL OPERATIONS	1,600
DOCTORS WITHOUT BORDERS USA INC 333 SEVENTH AVE, 2ND FLOOR NEW YORK, NY 10001	NONE PUBLIC CHARITY	GENERAL OPERATIONS	25,000
<u>TOTAL CONTRIBUTIONS PAID</u>			<u>47,650</u>

# Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

► **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  **X**
- 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](http://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

<b>Type or print</b>	Name of exempt organization	Employer identification number
	RICHARD ROTH FOUNDATION	20-5706189
	Number, street, and room or suite no. If a P O box, see instructions	C/O PRICEWATERHOUSECOOPERS LLP
	2020 MAIN STREET, SUITE 400	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	IRVINE, CA 92614	

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-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 ► PRICEWATERHOUSECOOPERS, LLP

Telephone No ► 949 437-5200 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

►  **X** 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 \$	0.
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 \$	0.
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.