Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2010

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

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

Name of foundation
KASSEL-BACKER FOUNDATION

A Employer identification number
22-6966562

Number and street (or P O box number if mail is not delivered to street address) 44 WEST 77TH STREET Room/suite 12E

B Telephone number 732-549-5600

City or town, state, and ZIP code NEW YORK 10024

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 [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here [ ]

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 980,389.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

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))

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received	250,000.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	686.	686.		Statement 1
	4 Dividends and interest from securities	16,235.	16,235.		Statement 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	8,235.			
	b Gross sales price for all assets on line 6a 151,620.				
	7 Capital gain net income (from Part IV, line 2)		8,235.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 **Total.** Add lines 1 through 11	275,156.	25,156.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees				
	17 Interest				
	18 Taxes Stmt 3	116.	35.		81.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 4	10,822.	9,737.		1,085.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	10,938.	9,772.		1,166.
	25 Contributions, gifts, grants paid	63,603.			63,603.
	26 **Total expenses and disbursements** Add lines 24 and 25	74,541.	9,772.		64,769.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	200,615.			
	b **Net investment income** (if negative, enter -0-)		15,384.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	254,952.	441,692.	441,692.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock Stmt 5	506,708.	538,697.	538,697.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	761,660.	980,389.	980,389.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	761,660.	980,389.	
	30 **Total net assets or fund balances**	761,660.	980,389.	
	31 **Total liabilities and net assets/fund balances**	761,660.	980,389.	

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	761,660.
2	Enter amount from Part I, line 27a	2	200,615.
3	Other increases not included in line 2 (itemize) ▶ UNREALIZED GAIN	3	18,222.
4	Add lines 1, 2, and 3	4	980,497.
5	Decreases not included in line 2 (itemize) ▶ PENALTIES	5	108.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	980,389.

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 SCHEDULE ATTACHED	P		
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	151,620.		143,385.	8,235.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				8,235.
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	8,235.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	61,054.	454,620.	.134297
2008	51,067.	711,168.	.071807
2007	52,588.	741,885.	.070884
2006	44,084.	441,008.	.099962
2005	16,825.	207,821.	.080959

2 Total of line 1, column (d)	2	.457909
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	.091582
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	968,066.
5 Multiply line 4 by line 3	5	88,657.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	154.
7 Add lines 5 and 6	7	88,811.
8 Enter qualifying distributions from Part XII, line 4	8	64,769.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1			
Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	308.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	308.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	308.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d		7	0.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	308.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	**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
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
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.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
If "Yes," attach a detailed description of the activities.			
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? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
If "Yes," attach the statement required by General Instruction T.			
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?	7	X	
If "Yes," complete Part II, col. (c), and Part XV.			
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ None			
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)? *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

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Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MICHAEL A BACKER Telephone no ▶732-549-5600

Located at ▶44 W 77TH ST, NEW YORK, NY ZIP+4 ▶10024

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 N/A

			Yes	No
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?	16		X
	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.

			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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ 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)? ☐ Yes ☒ 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.) ☐ Yes ☒ 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)? N/A	1b		
	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?	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? ☐ Yes ☒ 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 instructions) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	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?	4b		X

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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 [X] 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 [X] No

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

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes [X] 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 [X] No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**

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? N/A ☐ 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 [X] No

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL A BACKER 44 W 77TH ST NY NY	TRUSTEE 0.50	0.	0.	0.
TERRY KASSEL 44 W 77TH ST NY NY	TRUSTEE 0.50	0.	0.	0.
STEPHEN BACKER 1805 SPRUCE ST BERKELEY,CA	TRUSTEE 0.50	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A	0.00	0.	0.	0.

Total number of other employees paid over $50,000 ▶ 0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services	▶	0

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 SEE STATEMENT ATTACHED	0.
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes				
a	Average monthly fair market value of securities			1a	518,249.
b	Average of monthly cash balances			1b	464,559.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	982,808.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	982,808.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	14,742.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	968,066.
6	**Minimum investment return.** Enter 5% of line 5			6	48,403.

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

1	Minimum investment return from Part X, line 6			1	48,403.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	308.		
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	308.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	48,095.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	48,095.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	48,095.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	64,769.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	64,769.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	64,769.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				48,095.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006 23,444.				
c From 2007 16,443.				
d From 2008 15,836.				
e From 2009 38,485.				
f Total of lines 3a through e	94,208.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 64,769.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				48,095.
e Remaining amount distributed out of corpus	16,674.			
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	110,882.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	110,882.			
10 Analysis of line 9				
a Excess from 2006 23,444.				
b Excess from 2007 16,443.				
c Excess from 2008 15,836.				
d Excess from 2009 38,485.				
e Excess from 2010 16,674.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

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

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

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

See Statement 6

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 If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

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 *Paid during the year*				
SEE SCHEDULE ATTACHED IN RESPONSE TO PART I				63,603.
Total			▶ 3a	63,603.
b *Approved for future payment*				
None				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a N/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					686.
4 Dividends and interest from securities					16,235.
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					8,235.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		0.	25,156.

13 Total. Add line 12, columns (b), (d), and (e) 13 25,156.

(See worksheet in line 13 instructions to verify calculations)

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

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 (other than by providing funds for such purposes)
	N/A

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

Signature of officer or trustee — Date 3/22/11 — Title Trustee

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
STEVEN J TRUPPO CPA				

Firm's name ▶ ROSENBERG RICH BAKER BERMAN & CO — Firm's EIN ▶

Firm's address ▶ 111 DUNNELL ROAD MAPLEWOOD, NJ 07040 — Phone no 973-763-6363

023622
12-29-10

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization	**Employer identification number**
KASSEL-BACKER FOUNDATION	22-6966562

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	Employer identification number
KASSEL-BACKER FOUNDATION	22-6966562

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MICHAEL BACKER AND TERRY KASSEL 44 WEST 77TH ST. APT.12E NEW YORK, NY 10024	$ 250,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
KASSEL-BACKER FOUNDATION	22-6966562

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
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
KASSEL-BACKER FOUNDATION	22-6966562

Part III **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Form 990-PF	Interest on Savings and Temporary Cash Investments	Statement 1

Source	Amount
S BERNSTEIN	686.
Total to Form 990-PF, Part I, line 3, Column A	686.

Form 990-PF	Dividends and Interest from Securities	Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
S BERNSTEIN	16,235.	0.	16,235.
Total to Fm 990-PF, Part I, ln 4	16,235.	0.	16,235.

Form 990-PF	Taxes	Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES	35.	35.		0.
FEDERAL EXCISE TAX	81.	0.		81.
To Form 990-PF, Pg 1, ln 18	116.	35.		81.

Form 990-PF	Other Expenses	Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT MNGT FEES	9,737.	9,737.		0.
ACCOUNTING	1,075.	0.		1,075.
BANK CHARGES	10.	0.		10.
To Form 990-PF, Pg 1, ln 23	10,822.	9,737.		1,085.

Form 990-PF	Corporate Stock	Statement 5

Description	Book Value	Fair Market Value
SEE SCHEDULE ATTACHED	538,697.	538,697.
Total to Form 990-PF, Part II, line 10b	538,697.	538,697.

Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement 6

Name of Manager
MICHAEL A BACKER
TERRY KASSEL

2010 FORM 990-PF

KASSEL-BACKER FOUNDATION
EIN: 22-696652

Statement for Part IX-A

Under Article SECOND of the February 7, 2005 Trust Agreement by which this Foundation was established, the Trustees are directed to distribute so much of the net income and principal of the Trust fund "to or for the use of one or more 'charitable organizations' within the meaning of that term [as therein defined]." During 2010, the Trustees distributed amounts totaling $63,603, as described more particularly in this Return, for allowed charitable purposes.

FORM 990-PF
2010
22-6966562

KASSEL-BACKER FAMILY FOUNDATION
2010 CONTRIBUTIONS PAID - PG 1, LINE 25

January	Rodeph Shalom	$ 518.00
February	Montclair Art Museum	5000.00
	Arts Engine, Inc.	1,500.00
March	All Stars Project	1,250.00
April	Birthright Israel	1,500.00
	WNYC	2,500.00
	NYC Parks & Recreation Dept.	5,000.00
May	FECA	2,500.00
	CF Foundation	1,000.00
	Montclair Art Museum	5,000.00
	Reach Out Against Eating Disorders	1,000.00
	THE MOUNTAIN SCHOOL	5000.00
June	The Mountain School	5,000.00
	American Cancer Society	250.00
July	Rodeph Shalom	5,985.00
August	Channel 13	2,000.00
November	Mountain School	5,000.00
	Pro Musica Hebraica	1,000.00
	Lee National Denim Day	1,100.00
December	Biomimicry Institute	1,500.00
	Robert Woodruff Foundation (Wounded Warriors)	10,000.00
CONTRIBUTIONS PAID - PG 1, LINE 25	TOTAL	$ 63,603.00

Account No.*	Period Ending	Last Statement
888-49268	12/31/2010	11/30/2010

* Comprised of the following sub-accounts:
039-03715 038-52484

FORM 990-PF

22-6966562

THE KASSEL-BACKER FAMILY FOUNDATION
MICHAEL BACKER, TERRY KASSEL, AND STEPHEN BACKER, TRUSTEES
44 WEST 77TH STREET, #12E
NEW YORK NY 10024-5150

Bernstein Advisor:	Ken Mayer	(212) 756-4063
Advisor Associate(s):	Keri Goldberg	(212) 756-4035
	Lindsay Moy	(212) 756-4576
	Lauren Wood	(212) 823-3655
	Jacqueline Lukasik	(212) 756-4662
Fax Number:		(212) 407-5850

MEMBER, NEW YORK STOCK EXCHANGE, INC. SIPC

ACCOUNT SUMMARY

	Opening Balance	%	Closing Balance	%
Cash	424,578	45.0	424,937	44.1
Intermediate Duration	270,890	28.7	270,106	28.0
Strategic Value	85,132	9 0	90,589	9 4
Strategic Growth	108,522	11.5	114,864	11.9
Unmanaged Equity	55,354	5 9	63,138	6 6
Total Account Value	**944,475**	**100.0**	**963,634**	**100.0**

(424937)
538697

CASH- INCLUDED IN BALANCE SHEET - LINE 1
CORP STOCK - BALANCE SHEET - LINE 10 B

INCOME SUMMARY

	Current Month	Year To Date
Credit Interest	103	687
Taxable Bond Fund Dividends	3,773	13,024
Equity Dividends	449	2,925
Total Income	**4,326**	**16,636**

PORTFOLIO SUMMARY

Quantity	Description	Price	Market Value	Estimated Annual Income Rate	Amount
Cash					
	Closing Cash Balance		424,937	0.17%	723
Fixed Income Taxable Intermediate Duration					
19,664.300	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.720	269,794 312AI	$0.50	9,793

INVESTMENTS DETAIL 12/31/10

ЛB

SANFORD C. BERNSTEIN & Co., LLC

A subsidiary of AllianceBernstein L.P

www.bernstein.com

FORM 990-PF

22-6966562

THE KASSEL-BACKER FAMILY

Account No.*	Period Ending	Last Statement
888-49268	12/31/2010	11/30/2010

* Comprised of the following sub-accounts:
039-03715 038-52484

PORTFOLIO SUMMARY

Quantity	Description	Price	Market Value	Estimated Annual Income Rate	Estimated Annual Income Amount
U.S. Equity					
Strategic Value					
11	AGRIUM INC	91.750	1,009	$0.11	1
65	ALCOA INC	15.390	1,000	$0.12	8
50	ALTRIA GROUP INC	24.620	1,231	$1.52	76
15	ARCHER-DANIELS-MIDLAND CO	30.080	451	$0.60	9
55	ASTRAZENECA PLC	46.190	2,540	$2.41	133
30	AT&T INC	29.380	881	$1.72	52
25	BB&T CORP	26.290	657	$0.60	15
30	BUNGE LTD	65.520	1,966	$0.92	28
35	CABLEVISION SYSTEMS CORP-CL A	33.840	1,184	$0.50	18
20	CAPITAL ONE FINANCIAL CORP	42.560	851	$0.20	4
20	CENTURYLINK INC	46.170	923	$2.90	58
7	CF INDUSTRIES HOLDINGS INC	135.150	946	$0.40	3
70	COMCAST CORP	21.970	1,538	$0.38	26
15	COMERICA INC	42.240	634	$0.40	6
30	COMMERCIAL METALS CO	16.590	498	$0 48	14
19	CONOCOPHILLIPS	68.100	1,294	$2.20	42
30	CONSTELLATION ENERGY GROUP INC	30.630	919	$0.96	29
55	CONSTELLATION BRANDS INC	22.150	1,218	$0.00	0
45	CORNING INC	19.320	869	$0 20	9
160	DELL INC	13.550	2,168	$0.00	0
110	DELTA AIR LINES INC DEL	12.600	1,386	$0.00	0
23	DEVON ENERGY CORPORATION NEW	78.510	1,806	$0 64	15
15	DIRECTV	39.930	599	$0.00	0
13	EATON CORP	101.510	1,320	$2.32	30
15	EDISON INTERNATIONAL	38.600	579	$1.28	19
30	ENSCO PLC	53.380	1,601	$1.08	32
75	FIFTH THIRD BANCORP	14.680	1,101	$0.04	3
65	FORD MOTOR CO	16 790	1,091	$0.00	0
35	GANNETT CO INC	15 090	528	$0.16	6
50	GAP INC	22.140	1,107	$0 40	20
35	GARMIN LTD	30 990	1,085	$1 50	53
70	GENERAL ELECTRIC CO	18.290	1,280	$0.56	39
15	GENERAL MOTORS COMPANY	36.860	553	$0 00	0
35	GILEAD SCIENCES INC	36.240	1,268	$0.00	0
6	GOLDMAN SACHS GROUP INC	168.160	1,009	$1 40	8
15	HEALTH NET INC	27.290	409	$0 00	0
17	HESS CORPORATION	76.540	1,301	$0.40	7
32	HEWLETT PACKARD CO	42.100	1,347	$0.32	10
45	INGERSOLL RAND PLC	47.090	2,119	$0.28	13
65	JOHNSON & JOHNSON	61.850	4,020	$2.16	140
95	JPMORGAN CHASE & CO	42 420	4,030	$0.20	19
12	KIMBERLY CLARK CORP	63.040	756	$2 64	32
24	KOHLS CORP	54 340	1,304	$0.00	0
11	LEAR CORPORATION	98.710	1,086	$0.00	0
35	LOWES COMPANIES INC	25.080	878	$0.44	15
55	MARATHON OIL CORP	37.030	2,037	$1.00	55
45	MICROSOFT CORP	27.920	1,256	$0 64	29
30	MORGAN STANLEY	27.210	816	$0.20	6
15	NEWFIELD EXPLORATION CO	72 110	1,082	$0.00	0

INVESTMENTS DETAIL
12/31/10

SANFORD C. BERNSTEIN & CO., LLC

A subsidiary of AllianceBernstein LP

www.bernstein.com

FORM 990-PF
22-6966562

THE KASSEL-BACKER FAMILY

Account No.*	Period Ending	Last Statement
888-49268	12/31/2010	11/30/2010

* Comprised of the following sub-accounts:
039-03715 038-52484

PORTFOLIO SUMMARY

Quantity	Description	Price	Market Value	Estimated Annual Income Rate	Estimated Annual Income Amount
90	NEWS CORPORATION	14.560	1,310	$0.15	14
55	NEXEN INC	22.900	1,260	$0.20	11
40	NORTHROP GRUMMAN CORP	64.780	2,591	$1.88	75
1	NVR INC	691.020	691	$0.00	0
105	OFFICE DEPOT INC	5.400	567	$0.00	0
21	PARKER HANNIFIN CORP	86.300	1,812	$1.16	24
200	PFIZER INC	17.510	3,502	$0.80	160
11	RAYTHEON CO	46.340	510	$1 50	17
15	ROYAL CARIBBEAN CRUISES LTD	47.000	705	$0 00	0
65	SAFEWAY INC	22.490	1,462	$0.48	31
60	SARA LEE CORP	17.510	1,051	$0.46	28
60	SMITHFIELD FOODS INC	20.630	1,238	$0.00	0
25	THE TRAVELERS COMPANIES INC	55.710	1,393	$1.44	36
32	TIME WARNER CABLE INC	66.030	2,113	$1.60	51
30	TIME WARNER INC	32.170	965	$0 85	26
30	TYCO ELECTRONICS LTD	35.400	1,062	$0.64	19
20	VIACOM INC	39.610	792	$0 60	12
50	VODAFONE GROUP PLC	26.430	1,322	$1.30	65
135	WELLS FARGO & CO	30.990	4,184	$0.20	27
20	XL GROUP PLC	21.820	436	$0.40	8
			92 AI		
	Total Strategic Value		**90,589**	**1.86%**	**1,686**
Strategic Growth					
25	ACCENTURE PLC IRELAND	48.490	1,212	$0.90	23
28	ALCON INC	163 400	4,575	$3 40	95
11	ALLERGAN INC	68.670	755	$0 20	2
7	AMAZON.COM INC	180 000	1,260	$0.00	0
26	APPLE INC	322.560	8,387	$0.00	0
50	BROADCOM CORP	43.550	2,178	$0.32	16
20	CAMERON INTERNATIONAL	50.730	1,015	$0.00	0
35	CARNIVAL CORP	46.110	1,614	$0.40	14
20	CELGENE CORP	59.140	1,183	$0.00	0
145	CISCO SYSTEMS INC	20 230	2,933	$0.00	0
25	CITRIX SYSTEMS INC	68 410	1,710	$0.00	0
7	CME GROUP INC	321.750	2,252	$4.60	32
35	COMCAST CORP	21.970	769	$0.38	13
40	COOPER INDUSTRIES PLC	58.290	2,332	$1.08	43
11	COSTCO WHOLESALE CORP-NEW	72.210	794	$0.82	9
60	DANAHER CORP	47.170	2,830	$0.08	5
22	DEERE & CO	83.050	1,827	$1.40	31
85	DOW CHEMICAL CO.	34.140	2,902	$0 60	51
150	EMC CORP-MASS	22 900	3,435	$0.00	0
15	EOG RES INC	91 410	1,371	$0.62	9
25	EXPRESS SCRIPTS INC COMMON	54.050	1,351	$0.00	0
11	FLOWSERVE CORP	119 220	1,311	$1.16	13
120	FORD MOTOR CO	16.790	2,015	$0.00	0
6	FREEPORT MCMORAN COPPER & GOLD	120.090	721	$2.00	12
65	GILEAD SCIENCES INC	36.240	2,356	$0.00	0
30	GOLDMAN SACHS GROUP INC	168.160	5,045	$1.40	42
16	GOODRICH CORPORATION	88.070	1,409	$1.16	19
10	GOOGLE INC	593 970	5,940	$0.00	0

INVESTMENTS DETAIL
12/31/10

SANFORD C. BERNSTEIN & CO., LLC

A subsidiary of AllianceBernstein LP

www.bernstein.com

FORM 990-PF
22-6966562

THE KASSEL-BACKER FAMILY

Account No.*	Period Ending	Last Statement
888-49268	12/31/2010	11/30/2010

* Comprised of the following sub-accounts:
039-03715 038-52484

PORTFOLIO SUMMARY

Quantity	Description	Price	Market Value	Estimated Annual Income Rate	Estimated Annual Income Amount
30	HONEYWELL INTL INC	53.160	1,595	$1.21	36
45	INTEL CORP	21.030	946	$0.63	28
10	INTUIT INC	49.300	493	$0.00	0
60	JOHNSON CONTROLS INC	38.200	2,292	$0.64	38
145	JPMORGAN CHASE & CO	42.420	6,151	$0.20	29
10	JUNIPER NETWORKS	36.920	369	$0.00	0
46	KOHLS CORP	54.340	2,500	$0.00	0
30	LIMITED BRANDS INC	30.730	922	$0.60	18
55	LOWES COMPANIES INC	25.080	1,379	$0.44	24
60	MARVELL TECHNOLOGY GROUP	18.550	1,113	$0.00	0
30	MICROSOFT CORP	27.920	838	$0.64	19
10	MONSANTO CO	69.640	696	$1.12	11
105	NEWS CORPORATION	14.560	1,529	$0.15	16
30	NOBLE ENERGY INC	86.080	2,582	$0.72	22
40	NVIDIA CORP	15.400	616	$0.00	0
15	OCCIDENTAL PETE CORP	98.100	1,472	$1.52	23
110	ORACLE CORP	31.300	3,443	$0.20	22
10	PEPSICO INC	65.330	653	$1.92	19
9	ROVI CORP	62.010	558	$0.00	0
69	SCHLUMBERGER LTD	83.500	5,762	$0.84	58
45	SOUTHWESTERN ENERGY CO	37.430	1,684	$0.00	0
55	STARBUCKS CORP	32.130	1,767	$0.52	29
30	SUNCOR ENERGY INC NEW	38.290	1,149	$0.40	12
12	TARGET CORP	60.130	722	$1.00	12
30	TEVA PHARMACEUTICAL	52.130	1,564	$0.67	20
45	UNITED PARCEL SVC INC	72.580	3,266	$1.88	85
20	VERTEX PHARMACEUTICALS INC	35.030	701	$0.00	0
55	WALT DISNEY CO	37.510	2,063	$0.40	22
15	WELLS FARGO & CO	30.990	465	$0.20	3
			92 AI		
	Total Strategic Growth		**114,864**	**0.85%**	**975**
	Total U.S. Equity		**205,454**	**1.30%**	**2,661**
Unmanaged Assets					
Unmanaged Equity					
1,667	BANK OF AMERICA CORP	13.340	22,238	$0.04	67
10,000	HOVNANIAN ENTERPRISES INC-CL A	4.090	40,900	$0.00	0
	Total Unmanaged Equity		**63,138**	**0.11%**	**67**
	Total Portfolio Value		**963,634**	**1.37%**	**13,244**

INVESTMENTS DETAIL
12/31/10

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account 888-49268) 22-6966562 January 1, 2010 through December 31, 2010

FORM 990-PF
PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM								
08/06/2009	01/05/2010	60	SPRINT NEXTEL CORP	4.10	3.87	246.26	232 23	14.03
04/20/2009	01/06/2010	15	AT&T INC	27 85	25 67	417 79	385 12	32.67
09/09/2009	01/06/2010	5	APPLE INC	213 11	174.20	1,065.54	870.99	194.55
03/24/2009	01/06/2010	3	CHEVRON CORP	79.56	69.71	238 68	209.12	29.56
06/17/2009	01/06/2010	4	OCCIDENTAL PETROLEUM CORP	82 40	63 69	329 62	254.77	74.85
04/20/2009	01/12/2010	5	***ACE LTD	48.05	44 37	240 26	221 84	18.42
07/28/2009	01/12/2010	7	CATERPILLAR INC	61.86	42.81	432.99	299.64	133.35
05/21/2009	01/12/2010	5	***NEXEN INC	23.78	21.10	118.90	105 49	13 41
05/26/2009	01/12/2010	5	***NEXEN INC	23 78	22.24	118.89	111.21	7.68
09/09/2009	01/13/2010	11	CELGENE CORP	57 55	51 93	633.09	571.26	61.83
02/26/2009	01/15/2010	20	HOME DEPOT INC	28.39	20.69	567.72	413.75	153.97
09/09/2009	01/15/2010	8	VISA INC - CLASS A SHRS	87.50	70.74	700 00	565 90	134.10
02/04/2009	01/19/2010	50	NEWS CORP	13 37	6 64	668.35	332.14	336 21
04/20/2009	01/19/2010	5	NEWS CORP	13.37	7 81	66.84	39.05	27.79
04/20/2009	01/19/2010	15	NEWS CORP	13.37	7 81	200.51	117.14	83.37
05/13/2009	01/19/2010	15	US BANCORP	24.48	17.54	367.24	263 04	104.20
03/24/2009	01/22/2010	7	CHEVRON CORP	75.33	69.70	527 28	487.93	39.35
04/28/2009	01/25/2010	10	***BUNGE LTD	62 79	46 60	627.89	465 99	161.90
09/09/2009	01/25/2010	2	CME GROUP INC	308 83	274.50	617 66	549 01	68.65
04/20/2009	01/26/2010	5	MERCK & CO INC.	38 48	23 36	192 40	116 82	75.58
05/27/2009	01/26/2010	5	MERCK & CO. INC.	38.48	26.65	192.39	133 25	59.14
06/17/2009	01/26/2010	16	OCCIDENTAL PETROLEUM CORP	77.12	63.69	1,233.90	1,019.09	214.81
02/09/2009	01/27/2010	15	LOWE'S COS INC	22.17	18.95	332.62	284 27	48.35
06/17/2009	01/29/2010	4	OCCIDENTAL PETROLEUM CORP	78.73	63 69	314.93	254.77	60 16
06/17/2009	01/29/2010	1	OCCIDENTAL PETROLEUM CORP	78 73	63 69	78 73	63 69	15.04
10/16/2009	01/29/2010	2	OCCIDENTAL PETROLEUM CORP	78 73	81.56	157.47	163.12	-5 65
07/13/2009	02/01/2010	10	LOWE'S COS INC	21.91	19.25	219.09	192.46	26.63
09/14/2009	02/01/2010	12	UNITED PARCEL SERVICE-CL B	57.82	58.99	693.86	707 91	-14.05
04/27/2009	02/02/2010	10	***VODAFONE GROUP PLC-SP ADR	21 74	18.30	217.38	183 01	34.37
05/27/2009	02/03/2010	5	MERCK & CO. INC	38 70	26 65	193.48	133.25	60.23
09/09/2009	02/04/2010	8	FEDEX CORP	79.54	71.65	636 31	573 18	63.13
10/16/2009	02/04/2010	2	OCCIDENTAL PETROLEUM CORP	76.98	81.55	153 96	163.11	-9 15
10/20/2009	02/04/2010	3	OCCIDENTAL PETROLEUM CORP	76 98	81.25	230 94	243 75	-12.81
09/09/2009	02/05/2010	20	QUALCOMM INC	37.81	46.07	756.24	921 47	-165 23
07/22/2009	02/09/2010	2	***INGERSOLL-RAND PLC	33 76	23 28	67.52	46.56	20.96
10/26/2009	02/09/2010	15	***INGERSOLL-RAND PLC	33 76	34 02	506.36	510.27	-3.91
05/13/2009	02/09/2010	20	***TYCO ELECTRONICS LTD	25.00	16.02	499.94	320.44	179 50
09/09/2009	02/11/2010	9	AIR PRODUCTS & CHEMICALS INC	68 39	75.99	615 51	683.94	-68 43
06/19/2009	02/12/2010	15	DU PONT (E.I.) DE NEMOURS	32.19	24.94	482.90	374 04	108.86
04/17/2009	02/12/2010	5	NORTHROP GRUMMAN CORP	58 73	47.97	293.67	239 87	53.80
08/17/2009	02/12/2010	6	NORTHROP GRUMMAN CORP	58.73	46.63	352.40	279 77	72.63
09/09/2009	02/12/2010	15	QUALCOMM INC	38.73	46.07	580.94	691 10	-110 16
04/20/2009	02/17/2010	10	TIME WARNER INC	28.84	20 86	288 38	208 60	79.78
05/27/2009	02/18/2010	20	AT&T INC	25.22	24.52	504.44	490 42	14 02
11/25/2009	02/18/2010	10	***VALE SA-SP ADR	28.31	29.54	283.05	295.43	-12.38
09/09/2009	02/19/2010	3	AIR PRODUCTS & CHEMICALS INC	69.66	75 99	209 00	227 98	-18.98

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) 22-6966562 January 1, 2010 through December 31, 2010

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
11/13/2009	02/19/2010	1	AIR PRODUCTS & CHEMICALS INC	69.66	83.19	69.66	83.19	-13.53
06/19/2009	02/19/2010	5	DU PONT (E.I.) DE NEMOURS	33.84	24.94	169.21	124.68	44.53
03/16/2009	02/22/2010	35	SYMANTEC CORP	16.93	13.34	592.51	466.76	125.75
09/09/2009	02/24/2010	10	QUALCOMM INC	37.92	46.07	379.18	460 74	-81.56
11/13/2009	02/25/2010	6	AIR PRODUCTS & CHEMICALS INC	68.79	83.19	412.72	499.12	-86.40
11/16/2009	02/25/2010	3	AIR PRODUCTS & CHEMICALS INC	68.79	85.00	206.36	255.00	-48.64
05/27/2009	03/03/2010	5	AT&T INC	24.93	24.52	124 65	122.60	2.05
06/23/2009	03/03/2010	25	AT&T INC	24.93	24.62	623.24	615.46	7.78
09/09/2009	03/05/2010	5	FREEPORT-MCMORAN COPPER	80.33	68.11	401.63	340.57	61.06
12/22/2009	03/08/2010	10	FORTUNE BRANDS INC	46.22	41.59	462.20	415.94	46.26
03/16/2009	03/08/2010	20	SYMANTEC CORP	16.91	13.34	338.29	266.72	71.57
03/30/2009	03/10/2010	1	DEVON ENERGY CORPORATION	70.96	44.06	70.96	44.06	26.90
05/21/2009	03/10/2010	5	***ENSCO PLC- SPON ADR	45 45	33 19	227.23	165.97	61.26
09/09/2009	03/12/2010	1	APPLE INC	226.79	174.20	226.79	174.20	52.59
03/16/2009	03/16/2010	15	SYMANTEC CORP	17.25	13.34	258 74	200.04	58.70
03/30/2009	03/17/2010	5	DEVON ENERGY CORPORATION	67.94	44.06	339.70	220.32	119.38
10/13/2009	03/17/2010	20	SUPERVALU INC	17.50	15.45	350.02	308.93	41.09
09/09/2009	03/17/2010	10	TARGET CORP	53.08	47 27	530.84	472.67	58.17
11/12/2009	03/19/2010	10	***ANHEUSER-BUSH INBEV SPN ADR	51.56	48.13	515.63	481 25	34.38
09/09/2009	03/22/2010	10	QUALCOMM INC	40.49	46.07	404.91	460.74	-55.83
06/30/2009	03/22/2010	7	SPX CORP	60.70	48.83	424 91	341 79	83.12
12/03/2009	03/22/2010	3	SPX CORP	60.70	53.80	182.10	161.39	20.71
05/27/2009	03/23/2010	25	MERCK & CO. INC	38 42	26.65	960.40	666.25	294.15
09/09/2009	03/23/2010	45	QUANTA SERVICES INC	20 01	24 16	900.56	1,087 10	-186.54
08/07/2009	03/24/2010	20	VALERO ENERGY CORP	20 37	18.65	407.41	372.97	34.44
08/25/2009	03/24/2010	20	VALERO ENERGY CORP	20.37	18.92	407.41	378.47	28.94
09/09/2009	03/26/2010	15	QUALCOMM INC	41.82	46.07	627.30	691.10	-63.80
10/13/2009	03/26/2010	10	SUPERVALU INC	16 42	15.45	164.17	154.46	9.71
11/19/2009	03/26/2010	5	SUPERVALU INC	16.42	15.21	82.09	76.03	6.06
09/09/2009	04/05/2010	1	APPLE INC	237.42	174.20	237.42	174.20	63.22
09/09/2009	04/05/2010	6	FREEPORT-MCMORAN COPPER	87.56	68 11	525.35	408.69	116.66
11/25/2009	04/06/2010	10	***VALE SA-SP ADR	33.05	29.54	330.52	295.42	35.10
12/02/2009	04/07/2010	10	J.C. PENNEY CO INC	33.14	29.01	331.39	290.07	41.32
11/16/2009	04/08/2010	2	AIR PRODUCTS & CHEMICALS INC	73.95	85.00	147.90	170 00	-22.10
12/22/2009	04/08/2010	6	AIR PRODUCTS & CHEMICALS INC	73.95	80.93	443.68	485.61	-41.93
08/17/2009	04/08/2010	15	DELL INC	15 59	13.86	233.85	207.89	25.96
09/09/2009	04/09/2010	4	FREEPORT-MCMORAN COPPER	85 16	68.11	340 65	272.46	68.19
12/03/2009	04/12/2010	4	SPX CORP	68.20	53.79	272.78	215.18	57.60
06/26/2009	04/13/2010	20	DU PONT (E.I) DE NEMOURS	38.67	25.30	773.46	505 98	267.48
08/06/2009	04/13/2010	100	SPRINT NEXTEL CORP	4.20	3 87	420.16	387.06	33.10
08/06/2009	04/13/2010	10	SPRINT NEXTEL CORP	4.20	3.87	42.02	38 71	3.31
09/09/2009	04/15/2010	30	***CREDIT SUISSE GROUP-SPON AD	53 13	51.69	1,594 01	1,550.79	43.22
09/09/2009	04/15/2010	1	GOOGLE INC-CL A	595.13	462.97	595.13	462.97	132.16
05/08/2009	04/19/2010	10	***DEUTSCHE BANK AG-REGISTERED	73 46	57 28	734.55	572.85	161.70
09/09/2009	04/20/2010	4	***ALCON INC	159.26	134.56	637 04	538.26	98.78
09/09/2009	04/20/2010	2	APPLE INC	245.29	174.20	490.57	348 40	142 17
09/09/2009	04/20/2010	5	***TEVA PHARMACEUTICAL-SP ADR	62 23	52.24	311.13	261.19	49.94
09/09/2009	04/23/2010	2	APPLE INC	270.25	174.20	540 50	348 40	192.10
08/17/2009	04/27/2010	55	DELL INC	16.82	13.86	925.35	762.25	163 10

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Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account. 888-49268) 22-6966562 January 1, 2010 through December 31, 2010

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/24/2009	04/28/2010	25	AK STEEL HOLDING CORP	17.51	21.14	437.63	528.51	-90.88
09/09/2009	04/28/2010	10	BAXTER INTERNATIONAL INC	48.02	55.88	480.19	558.85	-78.66
05/26/2009	04/28/2010	15	***NEXEN INC	24.91	22.24	373.69	333.62	40.07
09/09/2009	04/28/2010	20	QUALCOMM INC	38.23	46.07	764.61	921.47	-156.86
12/09/2009	04/29/2010	10	BANK OF AMERICA CORP	18.14	15.46	181.38	154.57	26.81
04/12/2010	04/29/2010	18	BANK OF AMERICA CORP	18.14	18.76	326.49	337.61	-11.12
08/19/2009	04/30/2010	10	GOLDMAN SACHS GROUP INC	145.85	159.50	1,458.48	1,595.04	-136.56
09/10/2009	04/30/2010	19	GOLDMAN SACHS GROUP INC	145.85	173.44	2,771.11	3,295.35	-524.24
02/16/2010	04/30/2010	4	GOLDMAN SACHS GROUP INC	145.85	156.10	583.39	624.39	-41.00
09/09/2009	04/30/2010	18	WAL-MART STORES INC	53.92	51.03	970.57	918.55	52.02
09/09/2009	05/03/2010	3	BAXTER INTERNATIONAL INC	47.50	55.89	142.49	167.66	-25.17
01/27/2010	05/03/2010	12	BAXTER INTERNATIONAL INC	47.50	58.23	569.98	698.81	-128.83
09/21/2009	05/03/2010	13	MEDCO HEALTH SOLUTIONS INC	57.85	56.01	752.01	728.14	23.87
05/27/2009	05/04/2010	15	MERCK & CO INC	35.97	26.65	539.55	399.75	139.80
07/08/2009	05/04/2010	15	XL CAPITAL LTD -CLASS A	17.12	11.04	256.81	165.61	91.20
09/25/2009	05/05/2010	40	AETNA INC	29.22	29.02	1,168.62	1,160.90	7.72
09/09/2009	05/06/2010	25	INTEL CORP	22.08	19.76	552.02	494.09	57.93
04/06/2010	05/07/2010	5	BAXTER INTERNATIONAL INC	45.05	58.26	225.24	291.32	-66.08
06/26/2009	05/10/2010	20	DU PONT (E.I) DE NEMOURS	38.06	25.30	761.14	505.98	255.16
10/14/2009	05/11/2010	16	PRINCIPAL FINANCIAL GROUP	30.23	29.26	483.63	468.21	15.42
09/09/2009	05/12/2010	1	FREEPORT-MCMORAN COPPER	72.46	68.11	72.46	68.11	4.35
02/17/2010	05/12/2010	8	FREEPORT-MCMORAN COPPER	72.46	74.95	579.66	599.64	-19.98
02/22/2010	05/12/2010	2	FREEPORT-MCMORAN COPPER	72.46	76.98	144.92	153.96	-9.04
08/06/2009	05/12/2010	30	SPRINT NEXTEL CORP	4.14	3.87	124.27	116.11	8.16
08/12/2009	05/12/2010	25	SPRINT NEXTEL CORP	4.14	3.71	103.56	92.71	10.85
10/30/2009	05/13/2010	10	AMERIPRISE FINANCIAL INC	45.93	34.65	459.32	346.54	112.78
01/13/2010	05/14/2010	10	***ROYAL CARIBBEAN CRUISES LTD	31.14	26.28	311.36	262.85	48.51
07/24/2009	05/17/2010	3	CIMAREX ENERGY CO	69.04	34.92	207.11	104.77	102.34
09/09/2009	05/18/2010	15	INTEL CORP	21.58	19.76	323.68	296.45	27.23
02/23/2010	05/18/2010	10	***NOBLE CORP	34.33	42.23	343.29	422.31	-79.02
11/02/2009	05/20/2010	5	AMERIPRISE FINANCIAL INC	39.02	34.86	195.09	174.31	20.78
11/04/2009	05/20/2010	5	AMERIPRISE FINANCIAL INC	39.02	37.53	195.08	187.64	7.44
02/26/2010	05/20/2010	4	RAYTHEON COMPANY	54.25	56.44	216.99	225.75	-8.76
03/08/2010	05/21/2010	6	***RESEARCH IN MOTION	60.43	73.12	362.55	438.70	-76.15
02/26/2010	05/21/2010	10	ROWAN COMPANIES INC	23.41	25.95	234.13	259.49	-25.36
08/12/2009	05/25/2010	35	SPRINT NEXTEL CORP	4.92	3.71	172.24	129.79	42.45
03/08/2010	05/26/2010	4	***RESEARCH IN MOTION	60.39	73.11	241.54	292.46	-50.92
01/20/2010	05/28/2010	7	NOBLE ENERGY INC	59.76	77.55	418.30	542.84	-124.54
01/29/2010	05/28/2010	3	NOBLE ENERGY INC	59.76	74.68	179.27	224.04	-44.77
09/09/2009	06/08/2010	20	INTEL CORP	20.03	19.76	400.55	395.27	5.28
09/09/2009	06/09/2010	10	***ARCELORMITTAL-NY REGISTERED	27.47	37.97	274.72	379.70	-104.98
11/13/2009	06/10/2010	25	STEEL DYNAMICS INC	14.08	14.91	351.95	372.74	-20.79
10/16/2009	06/11/2010	30	GENERAL ELECTRIC CO	15.45	16.16	463.42	484.67	-21.25
03/04/2010	06/14/2010	5	***TRANSOCEAN LTD	45.91	82.68	229.56	413.39	-183.83
02/12/2010	06/15/2010	5	NEWFIELD EXPLORATION CO	56.09	51.21	280.44	256.04	24.40
01/19/2010	06/17/2010	10	DOVER CORP	45.92	45.69	459.22	456.86	2.36
09/09/2009	06/17/2010	6	FRANKLIN RESOURCES INC	92.65	97.03	555.91	582.16	-26.25
09/09/2009	06/22/2010	10	ILLINOIS TOOL WORKS	45.49	43.33	454.94	433.29	21.65
09/09/2009	06/23/2010	2	APPLE INC	270.88	174.20	541.77	348.40	193.37

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account. 888-49268) 22-696652 January 1, 2010 through December 31, 2010

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
05/14/2010	06/23/2010	12	EXXON MOBIL CORP	61 35	64 08	736 25	768 95	-32.70
11/09/2009	06/23/2010	30	FORD MOTOR CO	11.07	8.08	331 98	242 30	89.68
10/16/2009	06/23/2010	20	GENERAL ELECTRIC CO	15.56	16 16	311.15	323 11	-11.96
10/19/2009	06/23/2010	10	GENERAL ELECTRIC CO	15.56	15 96	155 57	159 63	-4.06
10/16/2009	06/23/2010	15	MICROSOFT CORP	25.39	26 44	380.78	396.66	-15.88
10/30/2009	06/23/2010	5	MICROSOFT CORP	25.39	27 95	126 92	139.75	-12 83
05/14/2010	06/25/2010	1	EXXON MOBIL CORP	59 53	64.08	59.53	64 08	-4.55
05/20/2010	06/25/2010	9	EXXON MOBIL CORP	59.53	61.14	535.74	550 27	-14.53
05/21/2010	06/25/2010	3	EXXON MOBIL CORP	59 53	60.43	178.58	181 30	-2.72
11/09/2009	06/25/2010	20	FORD MOTOR CO	10 59	8.08	211 78	161 54	50 24
11/13/2009	06/25/2010	5	FORD MOTOR CO	10 59	8 36	52 94	41.80	11.14
10/19/2009	06/25/2010	20	GENERAL ELECTRIC CO	14.97	15 96	299 50	319.25	-19 75
07/22/2009	06/30/2010	15	***INGERSOLL-RAND PLC	35 53	23.28	532.97	349 19	183.78
07/14/2009	07/06/2010	2	DEVON ENERGY CORPORATION	61 98	52 52	123.96	105 05	18.91
09/09/2009	07/08/2010	25	INTEL CORP	20 03	19.76	500 87	494.09	6.78
04/16/2010	07/09/2010	8	RELIANCE STEEL & ALUMINUM	37 49	52 26	299 89	418.11	-118 22
09/15/2009	07/12/2010	15	KLA-TENCOR CORPORATION	29.50	35 32	442.55	529.79	-87.24
10/01/2009	07/12/2010	5	KLA-TENCOR CORPORATION	29.50	34.37	147.51	171.84	-24.33
01/27/2010	07/12/2010	20	***NOKIA CORP-SPON ADR	8 39	12 73	167.89	254 61	-86.72
05/06/2010	07/13/2010	5	CAPITAL ONE FINANCIAL CORP	44 11	44 58	220 55	222.92	-2.37
09/09/2009	07/14/2010	5	COSTCO WHOLESALE CORP	56.02	56.82	280.09	284.12	-4 03
09/09/2009	07/14/2010	1	GOOGLE INC-CL A	492.37	462.97	492.37	462.97	29.40
09/09/2009	07/15/2010	25	INTEL CORP	21 30	19.76	532 47	494.09	38.38
09/09/2009	07/15/2010	6	SCHLUMBERGER LTD	57.73	57.93	346.39	347 58	-1.19
09/09/2009	07/16/2010	2	***ALCON INC	151.67	134.56	303.33	269.13	34.20
09/09/2009	07/16/2010	6	PEPSICO INC	62.49	58 00	374.92	348.03	26.89
04/06/2010	07/21/2010	8	AOL INC	20.81	25.95	166 50	207 57	-41.07
03/04/2010	07/21/2010	3	***TRANSOCEAN LTD	47 91	82 68	143.74	248.03	-104.29
03/10/2010	07/21/2010	2	***TRANSOCEAN LTD	47.91	85.67	95.83	171.34	-75.51
04/22/2010	07/21/2010	2	***TRANSOCEAN LTD	47.91	89 86	95.83	179.73	-83.90
04/28/2010	07/21/2010	3	***TRANSOCEAN LTD	47.91	84 39	143.74	253 17	-109.43
11/19/2009	07/26/2010	10	SUPERVALU INC	11 51	15 21	115.14	152.06	-36.92
12/02/2009	07/26/2010	15	SUPERVALU INC	11.51	14.28	172 70	214.16	-41.46
08/25/2009	07/26/2010	40	VALERO ENERGY CORP	17 44	18.92	697.77	756.93	-59 16
01/06/2010	08/02/2010	100	MOTOROLA INC	7.62	7 94	761.70	793 81	-32.11
01/14/2010	08/02/2010	20	MOTOROLA INC	7.62	7 74	152.34	154.80	-2.46
09/09/2009	08/03/2010	15	CAMERON INTERNATIONAL CORP	39.86	37.02	597 84	555.34	42.50
12/16/2009	08/05/2010	15	COMCAST CORP-CL A	19.00	17.62	285.04	264.25	20.79
12/07/2009	08/05/2010	45	HUNTSMAN CORP	10.88	10 77	489 57	484.65	4.92
03/29/2010	08/06/2010	15	CVS/CAREMARK CORP	29.63	36.99	444.39	554.80	-110.41
09/09/2009	08/12/2010	15	***ARCELORMITTAL-NY REGISTERED	30.31	37.97	454 58	569 55	-114.97
12/18/2009	08/12/2010	10	***COVIDIEN PLC	37 79	46.55	377.92	465 48	-87 56
09/09/2009	08/12/2010	20	INTEL CORP	19 50	19 76	390.06	395.27	-5.21
02/02/2010	08/12/2010	8	MICROSOFT CORP	24.48	28.41	195.82	227.26	-31.44
09/09/2009	08/17/2010	7	HEWLETT-PACKARD CO	41.05	45.90	287.33	321.32	-33.99
09/09/2009	08/18/2010	5	HEWLETT-PACKARD CO	41 16	45.90	205.81	229 51	-23.70
09/09/2009	08/18/2010	10	ILLINOIS TOOL WORKS	42 83	43.33	428.25	433 29	-5.04
10/14/2009	08/19/2010	3	PRINCIPAL FINANCIAL GROUP	22.79	29.26	68 38	87.79	-19.41
10/14/2009	08/19/2010	1	PRINCIPAL FINANCIAL GROUP	22.79	29.26	22.79	29.26	-6.47

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Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account. 888-49268) 22-6966562 January 1, 2010 through December 31, 2010

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Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/16/2010	08/19/2010	6	PRINCIPAL FINANCIAL GROUP	22.79	29.23	136.77	175.36	-38.59
05/25/2010	08/19/2010	15	PRINCIPAL FINANCIAL GROUP	22.79	24.98	341.92	374.69	-32.77
09/09/2009	08/24/2010	9	COSTCO WHOLESALE CORP	54.60	56.82	491.38	511.41	-20.03
09/09/2009	08/24/2010	8	GILEAD SCIENCES INC	32.25	47.26	258.01	378.08	-120.07
10/07/2009	08/25/2010	20	DEAN FOODS CO	10.14	18.54	202.80	370.72	-167.92
09/10/2009	08/26/2010	7	BANK OF AMERICA CORP	12.54	16.93	87.77	118.48	-30.71
09/10/2009	08/26/2010	8	BANK OF AMERICA CORP	12.54	16.92	100.31	135.40	-35.09
12/07/2009	08/26/2010	45	BANK OF AMERICA CORP	12.54	16.17	564.25	727.43	-163.18
12/09/2009	08/26/2010	30	BANK OF AMERICA CORP	12.54	15.46	376.16	463.69	-87.53
01/25/2010	08/26/2010	10	BANK OF AMERICA CORP	12.54	15.06	125.39	150.58	-25.19
09/09/2009	08/27/2010	35	INTEL CORP	18.31	19.76	640.78	691.73	-50.95
04/19/2010	08/30/2010	20	COMMUNITY HEALTH SYSTEMS INC	26.45	39.96	528.99	799.16	-270.17
09/09/2009	08/30/2010	6	TARGET CORP	51.11	47.27	306.65	283.60	23.05
10/23/2009	08/31/2010	2	GOLDMAN SACHS GROUP INC	137.20	182.22	274.40	364.45	-90.05
01/22/2010	08/31/2010	1	GOLDMAN SACHS GROUP INC	137.20	156.73	137.20	156.73	-19.53
09/09/2009	09/03/2010	3	FRANKLIN RESOURCES INC	102.11	97.03	306.34	291.08	15.26
11/25/2009	09/03/2010	3	FRANKLIN RESOURCES INC	102.11	112.18	306.34	336.55	-30.21
09/09/2009	09/03/2010	5	TARGET CORP	52.85	47.27	264.27	236.33	27.94
01/25/2010	09/14/2010	15	BANK OF AMERICA CORP	13.78	15.06	206.70	225.88	-19.18
04/16/2010	09/14/2010	25	WELLS FARGO & COMPANY	26.16	32.55	653.95	813.71	-159.76
04/19/2010	09/14/2010	3	WELLS FARGO & COMPANY	26.16	32.57	78.47	97.71	-19.24
12/16/2009	09/15/2010	15	COMCAST CORP-CL A	17.95	17.62	269.28	264.25	5.03
06/02/2010	09/22/2010	15	HYATT HOTELS CORP - CL A	39.35	38.92	590.27	583.86	6.41
05/03/2010	09/22/2010	3	VISA INC - CLASS A SHRS	70.20	89.93	210.58	269.79	-59.21
07/16/2010	09/22/2010	2	VISA INC - CLASS A SHRS	70.20	72.83	140.39	145.67	-5.28
05/03/2010	09/23/2010	3	FEDEX CORP	83.36	91.92	250.07	275.76	-25.69
05/03/2010	09/27/2010	20	COMCAST CORP-CL A	18.36	20.40	367.25	408.05	-40.80
03/09/2010	09/28/2010	8	ROSS STORES INC	55.77	51.42	446.14	411.33	34.81
03/10/2010	09/28/2010	8	ROSS STORES INC	55.77	51.98	446.13	415.86	30.27
05/17/2010	09/30/2010	13	PROCTER & GAMBLE CO	60.03	63.16	780.41	821.13	-40.72
05/21/2010	09/30/2010	8	PROCTER & GAMBLE CO	60.03	61.55	480.25	492.42	-12.17
05/24/2010	09/30/2010	4	PROCTER & GAMBLE CO	60.03	61.50	240.12	246.02	-5.90
06/24/2010	09/30/2010	6	PROCTER & GAMBLE CO	60.03	61.14	360.19	366.83	-6.64
01/07/2010	10/01/2010	3	FRANKLIN RESOURCES INC	107.25	108.12	321.76	324.37	-2.61
07/16/2010	10/01/2010	4	VISA INC - CLASS A SHRS	73.39	72.84	293.58	291.35	2.23
05/04/2010	10/04/2010	5	KLA-TENCOR CORPORATION	34.35	33.41	171.76	167.07	4.69
03/30/2010	10/04/2010	35	SARA LEE CORP	14.63	13.98	512.01	489.23	22.78
05/07/2010	10/04/2010	20	SARA LEE CORP	14.63	13.47	292.57	269.34	23.23
10/20/2009	10/08/2010	3	TARGET CORP	54.20	49.95	162.59	149.86	12.73
02/12/2010	10/11/2010	7	DOVER CORP	54.10	42.48	378.72	297.34	81.38
02/22/2010	10/14/2010	2	FREEPORT-MCMORAN COPPER	99.37	76.98	198.74	153.96	44.78
08/23/2010	10/14/2010	10	JUNIPER NETWORKS INC	31.64	27.23	316.41	272.34	44.07
02/12/2010	10/15/2010	8	DOVER CORP	53.92	42.48	431.34	339.81	91.53
02/26/2010	10/15/2010	1	DOVER CORP	53.92	45.25	53.92	45.25	8.67
02/01/2010	10/15/2010	30	FORD MOTOR CO	13.73	11.09	411.83	332.80	79.03
02/26/2010	10/19/2010	4	DOVER CORP	52.74	45.24	210.94	180.98	29.96
04/26/2010	10/19/2010	2	DOVER CORP	52.74	53.72	105.47	107.44	-1.97
02/22/2010	10/19/2010	4	FREEPORT-MCMORAN COPPER	93.19	76.98	372.76	307.92	64.84
04/19/2010	10/19/2010	8	WELLS FARGO & COMPANY	25.19	32.57	201.50	260.57	-59.07

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) 22-6966562 January 1, 2010 through December 31, 2010

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
04/22/2010	10/19/2010	5	WELLS FARGO & COMPANY	25.19	33.50	125 94	167.50	-41.56
04/22/2010	10/19/2010	8	WELLS FARGO & COMPANY	25.19	33.50	201.49	268.00	-66.51
01/25/2010	10/21/2010	30	BANK OF AMERICA CORP	11.70	15.06	351.07	451.76	-100.69
05/03/2010	10/21/2010	20	COMCAST CORP-CL A	19 61	20 40	392.24	408.05	-15.81
01/14/2010	10/22/2010	5	MOTOROLA INC	7.86	7.74	39.30	38.70	0.60
02/10/2010	10/22/2010	50	MOTOROLA INC	7.86	6.65	393.02	332.64	60.38
05/03/2010	10/25/2010	3	FEDEX CORP	89.58	91.92	268.73	275.76	-7.03
11/10/2009	10/26/2010	75	SPRINT NEXTEL CORP	4 80	3 27	360.24	245.14	115.10
07/15/2010	10/27/2010	3	FREEPORT-MCMORAN COPPER	94.85	62 33	284.54	186.99	97.55
05/04/2010	10/27/2010	5	KLA-TENCOR CORPORATION	36.05	33.41	180 23	167.06	13 17
05/05/2010	10/27/2010	5	KLA-TENCOR CORPORATION	36.05	33.47	180.23	167.36	12.87
05/05/2010	10/29/2010	10	KLA-TENCOR CORPORATION	35.77	33.47	357.67	334 72	22.95
01/22/2010	11/01/2010	10	***COVIDIEN PLC	39.63	50.79	396.26	507.89	-111.63
01/13/2010	11/01/2010	5	***ROYAL CARIBBEAN CRUISES LTD	39.17	26.28	195.87	131.42	64 45
05/03/2010	11/02/2010	20	COMCAST CORP-CL A	20.62	20.40	412.38	408 05	4.33
02/24/2010	11/02/2010	3	FREEPORT-MCMORAN COPPER	97.71	72.86	293 12	218.59	74.53
06/21/2010	11/02/2010	6	FREEPORT-MCMORAN COPPER	97.71	69 11	586.24	414 64	171.60
04/26/2010	11/04/2010	8	DOVER CORP	55.29	53.72	442.29	429.76	12.53
06/21/2010	11/04/2010	3	POLO RALPH LAUREN CORP	99 06	79.76	297.19	239.27	57.92
06/21/2010	11/08/2010	2	POLO RALPH LAUREN CORP	100 47	79.76	200.94	159.52	41.42
06/24/2010	11/08/2010	3	POLO RALPH LAUREN CORP	100.47	76.83	301.42	230.48	70 94
02/01/2010	11/11/2010	20	FORD MOTOR CO	16.39	11.09	327.77	221.87	105.90
06/24/2010	11/16/2010	4	PROCTER & GAMBLE CO	63.68	61.14	254.71	244.56	10.15
06/25/2010	11/16/2010	5	PROCTER & GAMBLE CO	63.68	60.24	318.39	301.18	17.21
06/30/2010	11/16/2010	5	PROCTER & GAMBLE CO	63.68	60.16	318.38	300.81	17.57
01/25/2010	11/22/2010	10	BANK OF AMERICA CORP	11.28	15.06	112.83	150.58	-37.75
01/27/2010	11/22/2010	15	BANK OF AMERICA CORP	11.28	15 02	169.24	225.30	-56.06
03/08/2010	11/22/2010	22	BANK OF AMERICA CORP	11 28	16.80	248.22	369.71	-121.49
05/19/2010	11/22/2010	33	BANK OF AMERICA CORP	11 28	15.97	372.33	527.03	-154.70
06/15/2010	11/22/2010	25	BANK OF AMERICA CORP	11 28	15.60	282.07	389.96	-107.89
06/30/2010	11/23/2010	5	PROCTER & GAMBLE CO	62.56	60.16	312.78	300 81	11 97
07/01/2010	11/23/2010	5	PROCTER & GAMBLE CO	62.56	60.15	312.78	300.77	12.01
02/26/2010	11/23/2010	5	ROWAN COMPANIES INC	30.42	25.95	152.09	129.74	22.35
03/25/2010	11/23/2010	15	ROWAN COMPANIES INC	30.42	26.61	456.27	399 15	57.12
02/10/2010	12/03/2010	50	MOTOROLA INC	8.08	6.65	404.07	332.64	71.43
04/19/2010	12/07/2010	5	ILLINOIS TOOL WORKS	50.71	48.62	253.57	243.08	10.49
08/24/2010	12/08/2010	2	CF INDUSTRIES HOLDINGS INC	121.93	87.70	243 85	175 41	68.44
05/03/2010	12/10/2010	5	COMCAST CORP-CL A	21 25	20.40	106.25	102.01	4.24
05/06/2010	12/10/2010	10	COMCAST CORP-CL A	21.25	18 78	212.51	187.79	24.72
05/12/2010	12/10/2010	5	VERTEX PHARMACEUTICALS INC	34 21	38 57	171.03	192 86	-21.83
05/03/2010	12/17/2010	5	HEWLETT-PACKARD CO	41.95	52 82	209.78	264 12	-54 34
06/01/2010	12/17/2010	5	HEWLETT-PACKARD CO	41.95	46.17	209.77	230.87	-21.10
06/22/2010	12/20/2010	10	NEWS CORP	14.45	13.67	144.47	136.73	7.74
01/22/2010	12/21/2010	3	***COVIDIEN PLC	45.67	50 79	137 00	152 37	-15.37
01/26/2010	12/21/2010	7	***COVIDIEN PLC	45.67	51.04	319.66	357.26	-37.60
05/04/2010	12/21/2010	5	***COVIDIEN PLC	45.67	46.97	228.33	234.86	-6.53
07/27/2010	12/22/2010	8	HESS CORP	76 22	52 61	609.73	420.89	188.84
03/12/2010	12/22/2010	35	PEPCO HOLDINGS INC	18.32	17.03	641.21	596 19	45.02
03/16/2010	12/22/2010	10	PEPCO HOLDINGS INC	18.32	17 24	183.20	172.41	10.79

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THE KASSEL-BACKER FAMILY FOUNDATION (Account. 888-49268) 22-6966562 January 1, 2010 through December 31, 2010

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
03/31/2010	12/30/2010	1	PEPSICO INC	65.22	66.35	65.22	66.35	-1.13
SUBTOTAL FOR SHORT-TERM						106,341.23	103,585.02	2,756.21
LONG-TERM								
09/11/2008	01/22/2010	5	WESTERN DIGITAL CORP	41.39	23.71	206.97	118.54	88.43
05/07/2007	01/25/2010	20	PFIZER INC	19.00	27.14	380.01	542.71	-162.70
05/14/2007	01/25/2010	20	PFIZER INC	19.00	27.21	380.00	544.13	-164.13
01/08/2009	01/28/2010	20	TIME WARNER INC	26.79	21.36	535.84	427.21	108.63
01/21/2009	02/09/2010	10	CORNING INC	17.82	9.34	178.22	93.39	84.83
09/11/2008	02/09/2010	5	WESTERN DIGITAL CORP	40.45	23.71	202.24	118.54	83.70
01/13/2009	02/19/2010	10	METLIFE INC	35.00	28.99	350.05	289.88	60.17
01/21/2009	02/23/2010	15	CORNING INC	17.27	9.34	259.07	140.08	118.99
09/11/2008	02/24/2010	10	WESTERN DIGITAL CORP	40.08	23.71	400.84	237.08	163.76
12/18/2008	02/26/2010	10	J.C. PENNEY CO INC	27.73	21.04	277.26	210.36	66.90
03/03/2009	03/08/2010	5	DEVON ENERGY CORPORATION	69.35	41.02	346.76	205.11	141.65
02/09/2009	03/08/2010	25	LOWE'S COS INC	24.02	18.95	600.62	473.77	126.85
03/03/2009	03/10/2010	4	DEVON ENERGY CORPORATION	70.96	41.02	283.84	164.09	119.75
10/08/2007	03/11/2010	10	MORGAN STANLEY	29.89	68.24	298.86	682.38	-383.52
05/01/2007	03/17/2010	12	JPMORGAN CHASE & CO	43.54	52.25	522.46	627.01	-104.55
01/05/2009	03/23/2010	15	CBS CORP-CLASS B NON VOTING	14.18	8.75	212.72	131.30	81.42
12/18/2008	03/24/2010	5	J C. PENNEY CO INC	32.81	21.04	164.07	105.18	58.89
01/23/2008	03/25/2010	19	CONOCOPHILLIPS	52.17	71.21	991.16	1,352.94	-361.78
01/23/2008	03/25/2010	16	CONOCOPHILLIPS	52.17	71.21	834.66	1,139.31	-304.65
12/19/2008	03/29/2010	70	RRI ENERGY INC	3.80	5.50	265.78	385.05	-119.27
01/23/2008	04/15/2010	3	CONOCOPHILLIPS	57.21	71.21	171.62	213.62	-42.00
09/09/2008	04/16/2010	3	GOLDMAN SACHS GROUP INC	161.72	162.35	485.16	487.05	-1.89
09/09/2008	04/16/2010	1	GOLDMAN SACHS GROUP INC	161.72	162.35	161.72	162.35	-0.63
09/09/2008	04/16/2010	1	GOLDMAN SACHS GROUP INC	161.72	162.35	161.72	162.35	-0.63
09/16/2008	04/16/2010	4	GOLDMAN SACHS GROUP INC	161.72	130.09	646.87	520.38	126.49
09/16/2008	04/16/2010	2	GOLDMAN SACHS GROUP INC	161.72	130.09	323.44	260.19	63.25
09/16/2008	04/21/2010	4	GOLDMAN SACHS GROUP INC	160.10	130.09	640.38	520.38	120.00
05/01/2007	04/28/2010	8	JPMORGAN CHASE & CO	42.93	52.25	343.42	418.01	-74.59
05/01/2007	05/07/2010	10	JPMORGAN CHASE & CO	40.36	52.25	403.63	522.52	-118.89
03/10/2009	05/13/2010	55	MOTOROLA INC	6.87	3.27	377.72	180.08	197.64
04/20/2009	05/13/2010	30	NEWS CORP	14.48	7.81	434.36	234.28	200.08
05/08/2009	05/14/2010	8	***DEUTSCHE BANK AG-REGISTERED	60.75	57.28	486.00	458.28	27.72
02/04/2009	05/14/2010	10	***NOKIA CORP-SPON ADR	10.29	12.70	102.85	126.97	-24.12
02/09/2009	05/14/2010	50	***NOKIA CORP-SPON ADR	10.29	13.30	514.28	664.80	-150.52
02/23/2009	05/14/2010	30	***NOKIA CORP-SPON ADR	10.29	10.20	308.56	306.05	2.51
12/24/2008	05/18/2010	20	LIMITED BRANDS INC	24.95	9.30	498.94	185.94	313.00
07/30/2008	05/19/2010	30	MACY'S INC	21.51	19.21	645.24	576.24	69.00
05/05/2009	05/19/2010	15	UNUM GROUP	21.95	17.65	329.20	264.81	64.39
12/24/2008	06/11/2010	15	LIMITED BRANDS INC	24.94	9.30	374.09	139.46	234.63
05/13/2009	06/11/2010	25	US BANCORP	23.28	17.54	582.09	438.40	143.69
05/13/2009	06/11/2010	10	US BANCORP	23.28	17.54	232.84	175.36	57.48
05/27/2009	06/23/2010	15	MERCK & CO INC	35.52	26.65	532.73	399.75	132.98

Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account: 888-49268) 22-6966562 January 1, 2010 through December 31, 2010

FORM 990-PF PG 3, PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
07/30/2008	06/24/2010	20	MACY'S INC	19 11	19.21	382.10	384 16	-2 06
01/23/2008	06/25/2010	6	CONOCOPHILLIPS	52.08	71.21	312 47	427 25	-114.78
03/30/2009	07/06/2010	4	DEVON ENERGY CORPORATION	61.98	44.06	247 92	176.25	71.67
02/23/2009	07/12/2010	20	***NOKIA CORP-SPON ADR	8 39	10.20	167 89	204.03	-36.14
05/01/2007	07/19/2010	66 .324	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.81	13.22	915 93	876.80	39.13
01/08/2009	07/21/2010	3	AOL INC	20.81	15.73	62.43	47 19	15.24
04/20/2009	07/21/2010	2	AOL INC	20 81	19 20	41.62	38.41	3.21
05/27/2009	07/21/2010	2	AOL INC	20.81	20.28	41 62	40.57	1.05
07/24/2009	07/28/2010	12	CIMAREX ENERGY CO	70 71	34.92	848.54	419 09	429.45
03/10/2009	08/02/2010	45	MOTOROLA INC	7 62	3.27	342 77	147.34	195.43
05/27/2009	08/13/2010	15	MERCK & CO INC	34.88	26 65	523.22	399 74	123 48
07/16/2009	08/16/2010	20	TEXTRON INC	17 92	10 02	358.49	200 39	158.10
05/13/2009	08/27/2010	20	***TYCO ELECTRONICS LTD	25.01	16.54	500.18	330.83	169 35
08/21/2009	08/27/2010	5	***TYCO ELECTRONICS LTD	25 01	23 59	125 04	117 97	7.07
09/16/2008	08/31/2010	1	GOLDMAN SACHS GROUP INC	137.20	130 09	137.20	130 09	7.11
09/09/2009	09/14/2010	5	TARGET CORP	53.98	47.27	269.88	236 33	33.55
09/09/2009	09/22/2010	4	COSTCO WHOLESALE CORP	62.04	56 82	248 16	227.29	20.87
09/09/2009	09/22/2010	10	GILEAD SCIENCES INC	36.06	47.26	360.62	472.61	-111.99
09/09/2009	09/22/2010	3	VISA INC - CLASS A SHRS	70 20	70.74	210.59	212.21	-1.62
09/09/2009	09/23/2010	5	ILLINOIS TOOL WORKS	45.87	43.33	229.36	216 64	12.72
04/20/2009	09/24/2010	15	TIME WARNER INC	31.40	20 86	471 06	312.90	158 16
05/27/2009	09/24/2010	5	TIME WARNER INC	31.40	22.04	157 02	110.18	46.84
09/09/2009	09/30/2010	15	INTEL CORP	19.26	19 76	288 84	296.46	-7.62
09/09/2009	10/01/2010	16	HEWLETT-PACKARD CO	40.56	45.90	649.01	734.44	-85.43
09/09/2009	10/01/2010	6	TARGET CORP	53.46	47 27	320.76	283.60	37 16
10/01/2009	10/04/2010	5	KLA-TENCOR CORPORATION	34.35	34 37	171.77	171.83	-0.06
09/09/2009	10/06/2010	4	COSTCO WHOLESALE CORP	63 80	56.82	255.20	227.29	27 91
09/09/2009	10/07/2010	4	FREEPORT-MCMORAN COPPER	91.31	68.11	365 24	272.46	92.78
09/09/2009	10/08/2010	10	HEWLETT-PACKARD CO	41.10	45.90	411.03	459.03	-48 00
09/09/2009	10/08/2010	3	TARGET CORP	54.20	47.27	162 60	141.80	20.80
09/09/2009	10/14/2010	4	FREEPORT-MCMORAN COPPER	99.37	68 11	397 49	272 45	125.04
05/01/2007	10/15/2010	41 .799	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	14.17	13.22	592.29	552.58	39.71
09/09/2009	10/19/2010	1	APPLE INC	310.59	174.20	310.59	174.20	136.39
09/09/2009	10/20/2010	10	ILLINOIS TOOL WORKS	46 73	43.33	467.30	433.29	34 01
09/09/2009	10/20/2010	8	PEPSICO INC	65.26	58.00	522.06	464.03	58.03
09/09/2009	10/22/2010	2	***ALCON INC	167 34	134 56	334 69	269 13	65.56
09/09/2009	10/22/2010	4	PEPSICO INC	65 08	58.00	260 34	232 02	28.32
08/12/2009	10/26/2010	140	SPRINT NEXTEL CORP	4.80	3 71	672 45	519 16	153.29
09/09/2009	10/27/2010	4	COSTCO WHOLESALE CORP	62 77	56.82	251.10	227.29	23.81
09/09/2009	10/27/2010	1	FREEPORT-MCMORAN COPPER	94.85	68.11	94 85	68.11	26.74
09/09/2009	10/28/2010	1	GOOGLE INC-CL A	615.79	462.97	615.79	462.97	152.82
10/20/2009	10/28/2010	5	TARGET CORP	52.33	49.95	261.63	249.76	11.87
09/09/2009	10/28/2010	6	***TEVA PHARMACEUTICAL-SP ADR	52.08	52.24	312.50	313.43	-0.93
09/09/2009	11/03/2010	5	ILLINOIS TOOL WORKS	46 21	43.33	231.07	216.65	14.42
09/09/2009	11/08/2010	8	PEPSICO INC	65.09	58.00	520.70	464.03	56.67
09/09/2009	11/09/2010	10	HEWLETT-PACKARD CO	44.40	45.90	444.03	459.02	-14.99
09/09/2009	11/09/2010	5	ILLINOIS TOOL WORKS	48.32	43.33	241.58	216.64	24.94

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Capital Gains Report

THE KASSEL-BACKER FAMILY FOUNDATION (Account 888-49268) 22-6966562 January 1, 2010 through December 31, 2010

FORM 990-PF PG 3 PART IV, LINE 1A

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
08/21/2009	11/09/2010	10	***TYCO ELECTRONICS LTD	33 04	23 59	330.38	235 94	94 44
09/09/2009	11/12/2010	10	DANAHER CORP	43 54	32 99	435 43	329.94	105.49
04/03/2009	11/15/2010	9	TIME WARNER CABLE	63.05	26 14	567 48	235 28	332.20
04/03/2009	11/15/2010	1	TIME WARNER CABLE	63.05	26 14	63 05	26 14	36 91
01/05/2009	11/17/2010	40	CBS CORP-CLASS B NON VOTING	16.21	8.75	648 24	350 15	298 09
09/09/2009	11/17/2010	4	PEPSICO INC	63 90	58 00	255 58	232.02	23.56
09/09/2009	11/19/2010	4	COSTCO WHOLESALE CORP	66.53	56 82	266.10	227.29	38 81
10/26/2009	11/22/2010	10	ILLINOIS TOOL WORKS	47 25	47.28	472 50	472.77	-0.27
11/13/2009	11/23/2010	30	FORD MOTOR CO	15.80	8 36	474.12	250.79	223.33
07/14/2009	11/26/2010	15	ALTRIA GROUP INC	24.41	16 62	366.18	249 31	116.87
07/28/2009	11/26/2010	20	ALTRIA GROUP INC	24 41	17 65	488.24	352.93	135.31
09/09/2009	11/29/2010	1	APPLE INC	313 41	174.20	313.41	174.20	139 21
06/15/2009	12/02/2010	40	D R HORTON INC	10 89	9 35	435 48	373.95	61.53
08/04/2009	12/02/2010	45	PULTE GROUP INC	6.72	11 43	302 50	514 50	-212.00
09/09/2009	12/07/2010	10	CELGENE CORP	57.17	51 93	571.74	519.32	52 42
11/13/2009	12/07/2010	10	ILLINOIS TOOL WORKS	50.71	48.79	507.15	487 93	19.22
07/06/2009	12/08/2010	25	AT&T INC	28.56	24.61	714.10	615.21	98 89
07/20/2009	12/08/2010	5	AT&T INC	28.56	24 23	142 82	121.15	21.67
09/09/2009	12/08/2010	10	GILEAD SCIENCES INC	37.54	47 26	375 39	472.61	-97 22
09/09/2009	12/09/2010	4	COSTCO WHOLESALE CORP	70 57	56 82	282 27	227 29	54 98
02/04/2009	12/10/2010	25	ARCHER-DANIELS-MIDLAND CO	30 93	25.44	773.26	636.05	137.21
04/03/2009	12/10/2010	3	TIME WARNER CABLE	65 74	26.14	197.23	78.43	118 80
11/09/2009	12/10/2010	15	VERTEX PHARMACEUTICALS INC	34.21	39 74	513 09	596 04	-82.95
09/09/2009	12/13/2010	6	***TEVA PHARMACEUTICAL-SP ADR	53 43	52.24	320 60	313 44	7.16
09/09/2009	12/17/2010	2	***ALCON INC	162 14	134 56	324 28	269 13	55.15
09/09/2009	12/20/2010	2	***ALCON INC	161.70	134.56	323 40	269.13	54 27
04/20/2009	12/20/2010	10	NEWS CORP	14 45	7.81	144.48	78.10	66 38
07/20/2009	12/22/2010	15	AT&T INC	29.02	24.23	435.31	363.45	71.86
01/23/2008	12/23/2010	6	CONOCOPHILLIPS	66 92	71.21	401 53	427.24	-25.71
10/19/2009	12/23/2010	5	CONOCOPHILLIPS	66 92	52 59	334.61	262.95	71.66
10/19/2009	12/23/2010	1	CONOCOPHILLIPS	66.92	52.59	66 92	52.59	14 33
07/08/2009	12/27/2010	10	***XL GROUP PLC	22.19	11 04	221.87	110 41	111.46
09/09/2009	12/30/2010	2	***ALCON INC	163 53	134 56	327 07	269.13	57 94
09/09/2009	12/30/2010	5	PEPSICO INC	65 22	58 00	326 09	290.02	36.07
SUBTOTAL FOR LONG-TERM						45,279.21	39,800.10	5,479.11
TOTAL SHORT + LONG TERM						151,620.44	143,385.12	8,235.32

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L		8,235 32
SHORT TERM	2,756.21	
LONG TERM	5,479.11	

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