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

2010

Department of the Treasury
Internal Revenue Service

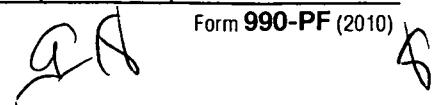
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2010, or tax year beginning

, 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		A Employer identification number																																																																																																																																																																												
THE ZISMAN FAMILY FOUNDATION		23-3033239																																																																																																																																																																												
Number and street (or P O box number if mail is not delivered to street address) 311 ORCHARD WAY		Room/suite																																																																																																																																																																												
City or town, state, and ZIP code WAYNE, PA 19087																																																																																																																																																																														
<p>H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation</p>																																																																																																																																																																														
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ► \$ 530,238.		<p>J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____</p>																																																																																																																																																																												
<p>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))</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 30%;">Revenue</th> <th style="width: 20%;">(a) Revenue and expenses per books</th> <th style="width: 20%;">(b) Net investment income</th> <th style="width: 20%;">(c) Adjusted net income</th> <th style="width: 20%;">(d) Disbursements for charitable purposes (cash basis only)</th> </tr> </thead> <tbody> <tr> <td>1 Contributions, gifts, grants, etc., received</td> <td style="text-align: right;">383,529.</td> <td></td> <td style="text-align: right;">N/A</td> <td></td> </tr> <tr> <td>2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch 8 Interest on savings and temporary cash investments</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>4 Dividends and interest from securities</td> <td style="text-align: right;">4,796.</td> <td style="text-align: right;">4,796.</td> <td></td> <td style="text-align: center;">STATEMENT 1</td> </tr> <tr> <td>5a Gross rents</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b Net rental income or (loss)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a</td> <td style="text-align: right;">396,933.</td> <td></td> <td></td> <td></td> </tr> <tr> <td>7 Capital gain net income (from Part IV, line 2)</td> <td style="text-align: right;">396,933.</td> <td></td> <td></td> <td></td> </tr> <tr> <td>8 Net short-term capital gain</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>9 Income modifications Gross sales less returns and allowances</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>b Less Cost of goods sold</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>c Gross profit or (loss)</td> <td></td> <td></td> <td></td> <td></td> </tr> <tr> <td>11 Other income</td> <td style="text-align: right;"><413.></td> <td style="text-align: right;"><413.></td> <td></td> <td style="text-align: center;">STATEMENT 2</td> </tr> <tr> <td>12 Total. 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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	End of year
			(a) Book Value	(b) Book Value
	1 Cash - non-interest-bearing		16,279.	530,238.
	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		359,245.	
	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)		375,524.	530,238.
	530,238.			
	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.
	0.			
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		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		375,524.	530,238.
	30 Total net assets or fund balances		375,524.	530,238.
	375,524.			
	31 Total liabilities and net assets/fund balances		375,524.	530,238.
	530,238.			

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	375,524.
2 Enter amount from Part I, line 27a	2	494,123.
3 Other increases not included in line 2 (itemize) ► <u>K-1 BASIS ADJUSTMENT</u>	3	654.
4 Add lines 1, 2, and 3	4	870,301.
5 Decreases not included in line 2 (itemize) ► <u>UNREALIZED GAIN ON CONTRIBUTED ASSETS</u>	5	340,063.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	530,238.

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					
b	SEE ATTACHED STATEMENT				
c					
d					
e					
	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a					
b					
c					
d					
e	1,071,089.		674,156.	396,933.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(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		
a					
b					
c					
d					
e				396,933.	
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	396,933.
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	473,911.	549,551.	.862360
2008	527,792.	1,114,644.	.473507
2007	360,801.	1,415,274.	.254934
2006	405,237.	1,347,968.	.300628
2005	504,798.	1,323,557.	.381395

2 Total of line 1, column (d)

2 2.272824

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 .454565

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 335,037.

5 Multiply line 4 by line 3

5 152,296.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 3,979.

7 Add lines 5 and 6

7 156,275.

8 Enter qualifying distributions from Part XII, line 4

8 286,300.

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 ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	3,979.
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			
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-)			
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 6b 6c 6d	3,403.	
b	Exempt foreign organizations - tax withheld at source			
c	Tax paid with application for extension of time to file (Form 8868)			
d	Backup withholding erroneously withheld			
7	Total credits and payments. Add lines 6a through 6d	7 8 9 10	3,403. 576.	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax ► Refunded ►			

Part VII-A Statements Regarding Activities

	Yes	No
1a	<input checked="" type="checkbox"/>	X
1b	<input checked="" type="checkbox"/>	X
1c	<input checked="" type="checkbox"/>	X
2	<input checked="" type="checkbox"/>	X
3	<input checked="" type="checkbox"/>	X
4a	<input checked="" type="checkbox"/>	X
4b	<input checked="" type="checkbox"/>	X
5	<input checked="" type="checkbox"/>	X
6	<input checked="" type="checkbox"/>	X
7	<input checked="" type="checkbox"/>	X
8b	<input checked="" type="checkbox"/>	X
9	<input checked="" type="checkbox"/>	X
10	<input checked="" type="checkbox"/>	X
	N/A	
1	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?	
2	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	
3	Did the foundation file Form 1120-POL for this year?	
4	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>	
5	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>	
6	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	
7	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	
8	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	
9	If "Yes," has it filed a tax return on Form 990-T for this year?	
10	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	
11	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?	
12	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	
13	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>PA</u>	
14	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? <i>If "No," attach explanation</i>	
15	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)? <i>If "Yes," complete Part XIV</i>	
16	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11

12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? 12

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A 13

14 The books are in care of ► MR. MICHAEL D. ZISMAN Telephone no. ► (610) 254-9821
Located at ► 311 ORCHARD WAY, WAYNE, PA ZIP+4 ► 19087

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

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 ► 16 Yes No

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

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

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)? Organizations relying on a current notice regarding disaster assistance check here ► N/A

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? 1c

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? 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

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.) 3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? 4b

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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
 Yes No
 Yes No
 Yes No
 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 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 No

6b



b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

Yes No

7b



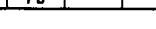
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes No

N/A

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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
LINDA J. GAMBLE 311 ORCHARD WAY WAYNE, PA 19087	DIR/PRES/SEC 1.00	0.	0.	0.
MICHAEL D. ZISMAN 311 ORCHARD WAY WAYNE, PA 19087	DIR/VP/TREAS 1.00	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
NONE				

Total number of other employees paid over \$50,000

0

Form 990-PF (2010)

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	N/A	
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		
3	All other program-related investments. See instructions.	
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	241,078.
b	Average of monthly cash balances	1b	99,061.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	340,139.
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	340,139.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,102.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	335,037.
6	Minimum investment return. Enter 5% of line 5	6	16,752.

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	16,752.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,979.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,979.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	12,773.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	12,773.
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	12,773.

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	286,300.
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	286,300.
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	3,979.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	282,321.

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 instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				12,773.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	448,264.			
b From 2006	345,365.			
c From 2007	298,435.			
d From 2008	473,476.			
e From 2009	446,611.			
f Total of lines 3a through e	2,012,151.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 286,300.			0.	
a Applied to 2009, but not more than line 2a				
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				12,773.
e Remaining amount distributed out of corpus	273,527.			
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:	2,285,678.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
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	448,264.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	1,837,414.			
10 Analysis of line 9:				
a Excess from 2006	345,365.			
b Excess from 2007	298,435.			
c Excess from 2008	473,476.			
d Excess from 2009	446,611.			
e Excess from 2010	273,527.			

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

4942(j)(3) or 4942(j)(5)

2 a Enter the lesser of the adjusted net assets or the fair value of the assets

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 7

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ► if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c. Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 8				
Total			► 3a	286,300.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		(e) Related or exempt function income	
		(a) Business code	(b) Amount		
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities				14	4,796.
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				14	<413.>
8 Gain or (loss) from sales of assets other than inventory				18	396,933.
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.	401,316.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	401,316.
(See worksheet in line 13 instructions to verify calculations.)					

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

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

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
- (2) Other assets

b Other transactions:

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

c. Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b. If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A	`	

Sign 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.

**Sign
Here**

Signature of officer or trustee

5/12/11
Date

Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	RANDI L. JOWERS	Randi Jowers	5/1/11		
	Firm's name ► THE FAIRMAN GROUP LLC 801 CASSATT ROAD, SUITE 111			Firm's EIN ►	
Firm's address ► BERWYN, PA 19312			Phone no.	610-889-7300	

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

THE ZISMAN FAMILY FOUNDATION

Employer identification number

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 (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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

THE ZISMAN FAMILY FOUNDATION**23-3033239****Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<u>ZISMAN EQUITIES GROUP</u> <u>311 ORCHARD WAY</u> <u>WAYNE, PA 19087</u>	\$ <u>400.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	<u>MICHAEL ZISMAN</u> <u>311 ORCHARD WAY</u> <u>WAYNE, PA 19087</u>	\$ <u>28,443.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	<u>MICHAEL ZISMAN</u> <u>311 ORCHARD WAY</u> <u>WAYNE, PA 19087</u>	\$ <u>21,309.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
4	<u>MICHAEL ZISMAN</u> <u>311 ORCHARD WAY</u> <u>WAYNE, PA 19087</u>	\$ <u>23,680.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	<u>MICHAEL ZISMAN</u> <u>311 ORCHARD WAY</u> <u>WAYNE, PA 19087</u>	\$ <u>24,113.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	<u>MICHAEL ZISMAN</u> <u>311 ORCHARD WAY</u> <u>WAYNE, PA 19087</u>	\$ <u>285,584.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

THE ZISMAN FAMILY FOUNDATION**23-3033239****Part II Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	<u>488</u> SHS CITRIX SYSTEMS INC COMMON	\$ <u>28,443.</u>	<u>10/21/10</u>
3	<u>964</u> SHS CEVA INC COMMON	\$ <u>21,309.</u>	<u>11/17/10</u>
4	<u>1,024</u> SHS CEVA INC COMMON	\$ <u>23,680.</u>	<u>12/10/10</u>
5	<u>343</u> SHS CITRIX SYSTEMS INC COMMON	\$ <u>24,113.</u>	<u>12/10/10</u>
6	<u>1600</u> SHS NETFLIX COM INC	\$ <u>285,584.</u>	<u>12/15/10</u>
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization

Employer identification number

THE ZISMAN FAMILY FOUNDATION

23-3033239

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.) ► \$

THE ZISMAN FAMILY FOUNDATION

CONTINUATION FOR 990-PF, PART IV
23-3033239 PAGE 1 OF 1

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 POWERSHARES DB COMMODITY INDEX TRACKING	P	VARIOUS	VARIOUS
b POWERSHARES DB COMMODITY INDEX TRACKING	P	VARIOUS	VARIOUS
c WILMINGTON TRUST - SEE ATTACHED	P	VARIOUS	VARIOUS
d WILMINGTON TRUST - SEE ATTACHED	P	VARIOUS	VARIOUS
e 488 SHS CITRIX SYSTEMS INC COMMON	D	VARIOUS	10/21/10
f 964 SHS CEVA INC COMMON	D	VARIOUS	11/17/10
g 1,024 SHS CEVA INC COMMON	D	VARIOUS	12/10/10
h 343 SHS CITRIX SYSTEMS INC COMMON	D	VARIOUS	12/10/10
i POWERSHARES DB COMMODITY INDEX TRACKING	P	VARIOUS	VARIOUS
j POWERSHARES DB COMMODITY INDEX TRACKING	P	VARIOUS	VARIOUS
k 1600 SHS NETFLIX COM INC	D	10/21/08	12/15/10
l			
m			
n			
o			

(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 383.			383.
b		175.	<175.>
c 350,120.		340,498.	9,622.
d 337,572.		290,417.	47,155.
e 28,283.		1,175.	27,108.
f 21,337.		3,236.	18,101.
g 23,774.		4,389.	19,385.
h 24,366.		826.	23,540.
i 4.			4.
j 66.			66.
k 285,184.		33,440.	251,744.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			383.
b			<175.>
c			9,622.
d			47,155.
e			27,108.
f			18,101.
g			19,385.
h			23,540.
i			4.
j			66.
k			251,744.
l			
m			
n			
o			

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	396,933.
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

FSB PA/I₁, AGT/THE ZISMAN FAMILY FDN INC
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
75. ISHARES TRUST S&P 500/BARRA VALUE INDEX FUND	09/28/2009	02/17/2010	3,961.65	3,846.16	115.49
143. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	03/02/2009	02/17/2010	8,342.86	5,120.60	3,222.26
3. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	09/28/2009	02/17/2010	175.03	171.40	3.63
151. ISHARES TRUST S&P SMALLCAP 600/BARRA GROWTH INDEX FUN	03/02/2009	02/17/2010	8,537.50	5,257.59	3,279.91
24. POWERSHARES DB COMMODITY	03/02/2009	02/17/2010	565.73	447.35	118.38
220. ISHARES TRUST S & P 500/BARRA GROWTH INDEX FUN	02/17/2010	03/22/2010	13,091.55	12,503.90	587.65
25. ISHARES TRUST S&P 500/BARRA VALUE INDEX FUND	09/28/2009	03/22/2010	1,395.41	1,282.05	113.36
155. ISHARES MSCI EAFE VALUE	09/28/2009	04/23/2010	7,884.17	7,998.23	-114.06
339. VANGUARD EUROPE PACIFIC	06/22/2009	04/23/2010	11,752.52	9,540.24	2,212.28
156. ISHARES MSCI EAFE SMALL CAP INDEX FUND	10/30/2009	05/17/2010	5,399.14	5,582.65	-183.51
223. ISHARES MSCI EAFE VALUE	09/28/2009	05/17/2010	9,961.04	11,507.14	-1,546.10
459. ISHARES MSCI EAFE VALUE	02/17/2010	05/17/2010	20,502.77	22,151.52	-1,648.75
1480.416 CREDIT SUISSE COMM RET ST FUND CO	02/17/2010	06/15/2010	11,784.11	12,257.84	-473.73
1287.272 FIDELITY FOCUSED HIGH	05/21/2010	06/15/2010	11,252.94	11,727.05	-474.11
248. ISHARES TRUST S & P 500/BARRA GROWTH INDEX FUN	02/17/2010	06/15/2010	14,008.66	14,971.18	-962.52
477. ISHARES TRUST S&P 500/BARRA VALUE INDEX FUND	04/23/2010	06/15/2010	25,322.31	27,945.38	-2,623.07
13. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	07/27/2009	06/15/2010	784.89	497.41	287.48
275. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	03/22/2010	06/15/2010	16,941.76	17,278.55	-336.79
290. ISHARES TRUST S&P SMALLCAP 600/BARRA GROWTH INDEX FUN	03/22/2010	06/15/2010	17,619.36	17,482.13	137.23
CAP INDEX FUND	10/30/2009	06/15/2010	6,510.71	6,799.39	-288.68
190. ISHARES MSCI EAFE SMALL CAP INDEX FUND	06/22/2009	06/15/2010	9,223.25	8,414.55	808.70
Totals					

FSB PA/I, AGT/ THE ZISMAN FAMILY FDN INC
Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
486. VANGUARD EUROPE PACIFIC	05/17/2010	06/15/2010	14,991.63	15,051.08	-59.45
689. 705 VANGUARD FIXED INCOME	02/17/2010	06/15/2010	3,710.61	3,717.51	-6.90
29. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	05/21/2010	07/26/2010	1,790.09	1,774.58	15.51
27. ISHARES TRUST S&P SMALLCAP 600/BARRA GROWTH INDEX FUN	05/21/2010	07/26/2010	1,663.52	1,589.90	73.62
2. ISHARES MSCI EAFE SMALL CAP INDEX FUND	10/30/2009	07/26/2010	71.79	71.57	0.22
203. 444 CREDIT SUISSE COMM RET ST FUND CO	02/17/2010	09/28/2010	1,757.76	1,684.52	73.24
18. 621 CREDIT SUISSE COMM RET ST FUND CO	07/26/2010	09/28/2010	160.89	149.15	11.74
30. 11 FIDELITY FOCUSED HIGH	05/21/2010	10/25/2010	285.74	274.30	11.44
2. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	07/26/2010	10/25/2010	132.57	121.27	11.30
58. ISHARES MSCI EAFE SMALL CAP INDEX FUND	10/30/2009	10/25/2010	2,343.15	2,075.60	267.55
4. POWERSHARES DB COMMODITY	07/26/2010	10/25/2010	100.63	89.85	10.78
804. 361 FIDELITY FOCUSED HIGH	05/21/2010	11/29/2010	7,528.82	7,327.73	201.09
66. 38 FIDELITY FOCUSED HIGH	06/11/2010	11/29/2010	621.32	583.48	37.84
3. ISHARES BARCLAYS TIPS BOND FUND	07/26/2010	11/29/2010	328.83	323.46	5.37
2. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	07/26/2010	11/29/2010	125.71	121.26	4.45
26. ISHARES MSCI EAFE SMALL CAP INDEX FUND	02/17/2010	11/29/2010	1,006.38	913.41	92.97
91. ISHARES MSCI EAFE GROWTH	10/25/2010	11/29/2010	5,183.08	5,391.59	-208.51
171. VANGUARD EUROPE PACIFIC	10/25/2010	11/29/2010	5,872.23	5,959.73	-87.50
92. VANGUARD EMERGING MARKETS	02/17/2010	11/29/2010	4,168.22	3,645.27	522.95
60. VANGUARD EMERGING MARKETS	11/29/2010	11/29/2010	2,718.40	2,733.92	-15.52
1267. 211 WILMINGTON SMALL - CAP	07/26/2010	11/29/2010	12,025.83	10,924.02	1,101.81
7170. 366 WILMINGTON LARGE - CAP	07/26/2010	11/29/2010	78,515.51	73,192.17	5,323.34
Totals			350,120.00	340,498.00	9,622.00

FSB PA/IN, AGT/ THE ZISMAN FAMILY FDN INC
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
15% RATE CAPITAL GAINS (LOSSES)					
154. ISHARES BARCLAYS TIPS BOND FUND					
24. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	01/31/2007	02/17/2010	16,040.54	15,046.09	994.45
551. VANGUARD EUROPE PACIFIC	08/20/2008	02/17/2010	1,213.20	1,821.46	-608.26
144. ISHARES TRUST S&P 500/BARRA VALUE INDEX FUND	07/29/2008	02/17/2010	18,059.62	20,824.81	-2,765.19
135. VANGUARD EUROPE PACIFIC	07/29/2008	04/23/2010	4,680.21	5,102.27	-422.06
311. VANGUARD EMERGING MARKETS	04/02/2008	04/23/2010	13,288.02	15,003.96	-1,715.94
394. VANGUARD EMERGING MARKETS	04/02/2008	05/17/2010	15,528.77	17,080.92	-1,552.15
98. ISHARES BARCLAYS TIPS BOND FUND	01/31/2007	06/15/2010	10,361.10	9,574.79	786.31
525. ISHARES TRUST S & P 500/BARRA GROWTH INDEX FUN	03/02/2009	06/15/2010	29,655.43	20,231.40	9,424.03
336. ISHARES TRUST S&P 500/BARRA VALUE INDEX FUND	03/02/2009	06/15/2010	17,837.10	11,353.71	6,483.39
154. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	08/20/2008	06/15/2010	9,297.97	8,569.64	728.33
308. POWERSHARES DB COMMODITY	05/01/2007	06/15/2010	6,815.14	5,631.62	1,183.52
403 9.945 VANGUARD FIXED INCOME	01/27/2009	06/15/2010	21,734.91	17,937.36	3,797.55
521. VANGUARD EMERGING MARKETS	04/02/2008	06/15/2010	20,452.81	22,586.69	-2,133.88
457. ISHARES TRUST S & P 500/BARRA GROWTH INDEX FUN	03/02/2009	07/26/2010	26,170.30	17,610.95	8,559.35
487. ISHARES TRUST S&P 500/BARRA VALUE INDEX FUND	03/02/2009	07/26/2010	26,067.01	16,456.12	9,610.89
139. ISHARES S&P SMALLCAP 600 VAL INDEX FUND	03/02/2009	07/26/2010	8,580.09	4,977.37	3,602.72
143. ISHARES TRUST S&P SMALLCAP 600/BARRA GROWTH INDEX FUN	03/02/2009	07/26/2010	8,810.51	4,979.05	3,831.46
13. VANGUARD EUROPE PACIFIC	06/22/2009	07/26/2010	422.50	365.85	56.65
2.845 VANGUARD FIXED INCOME	01/27/2009	07/26/2010	15.88	12.63	3.25
10. VANGUARD EMERGING MARKETS	04/02/2008	07/26/2010	417.66	433.53	-15.87
Totals					

FSB PA/INv AGT/THE ZISMAN FAMILY FDN INC
Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
729.637 CREDIT SUISSE COMM RET ST FUND CO	02/03/2009	09/28/2010	6,304.07	4,996.67	1,307.40
2. POWERSHARES DB COMMODITY	05/01/2007	10/25/2010	50.31	33.23	17.08
81. VANGUARD EMERGING MARKETS	04/02/2008	10/25/2010	3,835.28	3,511.56	323.72
700. GENERAL ELECTRIC CO COMMON	04/24/2006	11/29/2010	11,023.13	23,807.00	-12,783.87
27. ISHARES BARCLAYS TIPS BOND FUND	01/31/2007	11/29/2010	2,959.46	2,637.95	321.51
29. ISHARES BARCLAYS TIPS BOND FUND	01/31/2007	11/29/2010	3,183.13	2,825.13	358.00
37. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	07/27/2009	11/29/2010	2,325.70	1,415.71	909.99
36. ISHARES TRUST COHEN & STEERS REALTY MAJORS INDEX	12/01/2008	11/29/2010	2,271.01	1,362.57	908.44
27. ISHARES MSCI EAFE SMALL CAP INDEX FUND	10/30/2009	11/29/2010	1,045.09	966.23	78.86
100. POWERSHARES DB COMMODITY	05/01/2007	11/29/2010	2,508.66	1,661.36	847.30
98. POWERSHARES DB COMMODITY	05/01/2007	11/29/2010	2,456.57	1,628.13	828.44
442. VANGUARD EUROPE PACIFIC	03/02/2009	11/29/2010	15,178.51	9,465.14	5,713.37
2737.21 VANGUARD FIXED INCOME	01/27/2009	11/29/2010	15,508.17	12,153.21	3,354.96
120. VANGUARD EMERGING MARKETS	04/02/2008	11/29/2010	5,436.80	3,487.48	1,949.32
TOTAL 15% RATE CAPITAL GAINS (LOSSES)			337,572.00	290,417.00	47,155.00
Totals			337,572.00	290,417.00	47,155.00

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BARCLAYS WEALTH	46.	0.	46.
POWERSHARES DB COMMODITY INDEX			
TRACKING FUND (DBC)	8.	0.	8.
WILMINGTON TRUST COMPANY	4,742.	0.	4,742.
TOTAL TO FM 990-PF, PART I, LN 4	4,796.	0.	4,796.

FORM 990-PF	OTHER INCOME	STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
POWERSHARES DB COMMODITY INDEX			
TRACKING FUND (DBC)	<413.>	<413.>	
TOTAL TO FORM 990-PF, PART I, LINE 11	<413.>	<413.>	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,000.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,000.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISOR FEES (WILMINGTON TRUST COMPANY)	3,336.	3,336.		0.
TO FORM 990-PF, PG 1, LN 16C	3,336.	3,336.		0.

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID 2009 PA INSTITUTION OF PURELY PUBLIC CHARITY REGISTRATION STATEMENT	3.	3.		0.
	15.	0.		0.
TO FORM 990-PF, PG 1, LN 18	18.	3.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POWERSHARES DB COMMODITY INDEX TRACKING	68.	68.		0.
TO FORM 990-PF, PG 1, LN 23	68.	68.		0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 7

NAME OF MANAGER

LINDA J. GAMBLE
MICHAEL D. ZISMAN

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 8

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
AFRICAN EDUCATION PROGRAM P.O. BOX 6 WAYNE, PA 19087	N/A GENERAL FUND	CHARITY	1,000.
BRYN MAWR REHAB 414 PAOLI PIKE MALVERN, PA 19355	N/A GENERAL FUND	CHARITY	7,500.
BRYN MAWR PRESBYTERIAN CHURCH 625 MONTGOMERY AVENUE BRYN MAWR, PA 19010	N/A GENERAL FUND	CHARITY	5,800.
JEWISH FEDERATION OF GREATER PHILADELPHIA 2100 ARCH STREET PHILADELPHIA, PA 19103	N/A GENERAL FUND	CHARITY	5,000.
KIMMEL CENTER 260 SOUTH BROAD STREET PHILADELPHIA, PA 19102	N/A GENERAL FUND	CHARITY	50,000.
LEHIGH UNIVERSITY 27 MEMORIAL DRIVE WEST BETHLEHEM, PA 18015	N/A GENERAL FUND	CHARITY	65,000.

THE ZISMAN FAMILY FOUNDATION

23-3033239

MAINLINE HEALTH 130 S. BRYN MAWR AVE. BRYN MAWR, PA 19010	N/A GENERAL FUND	CHARITY	15,000.
PETER'S PLACE 150 NORTH RADNOR CHESTER ROAD RADNOR, PA 19087	N/A GENERAL FUND	CHARITY	10,000.
PHILADELPHIA ORCHESTRA 260 SOUTH BROAD STREET PHILADELPHIA, PA 19102	N/A GENERAL FUND	CHARITY	2,500.
RUSSELL BYERS SCHOOL 1911 ARCH STREET PHILADELPHIA, PA 19103	N/A GENERAL FUND	CHARITY	20,000.
SALVATION ARMY 615 SLATERS LANE, PO BOX 269 ALEXANDRIA, VA 22313	N/A GENERAL FUND	CHARITY	10,000.
TEACH FOR AMERICA 315 W. 36TH ST., 7TH FLOOR NEW YORK, NY 10018	N/A GENERAL FUND	CHARITY	15,000.
UNITED WAY 909 GREEN STREET HARRISBURG, PA 17102	N/A GENERAL FUND	CHARITY	25,000.
UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET PHILADELPHIA, PA 19104	N/A GENERAL FUND	CHARITY	52,000.
ACADEMY OF MUSIC 1420 LOCUST STREET PHILADELPHIA, PA 19102	N/A GENERAL FUND	CHARITY	2,500.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			<u>286,300.</u>