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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 , 2010, and ending , 20

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

Name of foundation: HENRY AND ELAINE KAUFMAN FOUNDATION, INC.

A Employer identification number: 23-7045903

Number and street (or P O box number if mail is not delivered to street address): C/O EDWARD I. SPEER, CPA, 4400 NORTH FEDERAL HWY

Room/suite: 210

B Telephone number (see page 10 of the instructions)

City or town, state, and ZIP code: BOCA RATON, FL 33431

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here . ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 16,272,088

J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions).)*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	1175	1175	N/A	
	4	Dividends and interest from securities	126475	126475		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	<20624>			
	b	Gross sales price for all assets on line 6a 1,401,107				
	7	Capital gain net income (from Part IV, line 2)		-0-		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) STMT 1	1087413	1087413		
	12	**Total.** Add lines 1 through 11	1194439	1215063		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	1000	1000		
	b	Accounting fees (attach schedule)	8500	8500		
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 2	324	324		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 3	82213	81463		750
	24	**Total operating and administrative expenses.** Add lines 13 through 23	92037	91287		750
	25	Contributions, gifts, grants paid	1266673			1266673
	26	**Total expenses and disbursements.** Add lines 24 and 25	1358710	91287		1267423
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	<164,271>			
	b	**Net investment income** (if negative, enter -0-)		1123776		
	c	**Adjusted net income** (if negative, enter -0-)				

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Part II	Balance Sheets. Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	5615194	1368123	1368123
3	Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
4	Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less: allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U.S. and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)	4236044	8505583	9192924
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			
14	Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ STMT 4)	5565841	5379102	5711041
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	15 417 079	15 252 808	16 272 088
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	NONE	NONE	
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 ▶ ☒ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	15417079	15252808	
28	Paid-in or capital surplus, or land, bldg., and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see page 17 of the instructions)	15417079	15252808	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	15417079	15252808	

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	15417079
2	Enter amount from Part I, line 27a	2	< 164271 >
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15 252 808
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15252808

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	RHJ INTERNATIONAL	P	LT	10/19/10
b	THRU CHIEFTAN - SCHEDULE ATTACHED	P	VAR	VAR
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	21312		-0-	21312
b	1379795		1421731	<41936>
c				
d				
e				

	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				

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 — <20624>

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions).
If (loss), enter -0- in Part I, line 8 . . . — 3 — 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 page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col. (c))
2009	7124688	15445184	.461288604505
2008	2802541	24214078	.115740014918
2007	5623191	33122380	.169770137729
2006	2978061	32943318	.090399546227
2005	3153503	31104743	.101383334851

2	**Total** of line 1, column (d) . . .	2	.938581822630
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	.187716365526
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 . . .	4	16268698
5	Multiply line 4 by line 3 . . .	5	3053901
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	11238
7	Add lines 5 and 6 . . .	7	3065139
8	Enter qualifying distributions from Part XII, line 4 . . .	8	1267423

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	22476	
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	22476	
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	22476	
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 10,149			
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	10,149	
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	12,574	*
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		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		✓
	*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		✓
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ________ **(2)** On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/	A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		✓
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	✓	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ NEW YORK			
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	✓	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

* Tax 12,327
Interest 247 (5/15/11 – 11/15/11)
12,574

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 page 20 of the 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?	13	✓	

Website address ▶

14 The books are in care of ▶ HENRY KAUFMAN Telephone no. ▶ 212-758-7100
Located at ▶ 590 MADISON AVE, NEW YORK, NY ZIP+4 ▶ 10022

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 |

			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		✓
	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)?	1b	N/A	
	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		✓
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 ▶ 20___ , 20___ , 20___ , 20___			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see page 22 of the instructions.)	2b	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. ▶ 20___ , 20___ , 20___ , 20___			
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	N/A	
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))? ☐ Yes ☒ No

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

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

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

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

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

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

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STMT. 5		-0-	-0-	-0-

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

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

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

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

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2 N/A	
All other program-related investments See page 24 of the instructions.	
3 N/A	
Total. Add lines 1 through 3 ▶	N/A

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	7 483 449
b	Average of monthly cash balances	1b	2613683
c	Fair market value of all other assets (see page 25 of the instructions)	1c	6 171566
d	**Total** (add lines 1a, b, and c)	1d	16 268698
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	16 268 698
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see page 25 of the instructions)	4	244030
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16 024 668
6	**Minimum investment return.** Enter 5% of line 5	6	801 233

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

1	Minimum investment return from Part X, line 6	1	801 233
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 22 476		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	22476
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	778757
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	778757
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	778 757

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1 267 423
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	1 267 423
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1267423

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

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

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				778757
2	Undistributed income, if any, as of the end of 2010:				
a	Enter amount for 2009 only			-0-	
b	Total for prior years: 20___,20___,20___		-0-		
3	Excess distributions carryover, if any, to 2010:				
a	From 2005 3153503				
b	From 2006 2978061				
c	From 2007 5665867				
d	From 2008 2802541				
e	From 2009 7133203				
f	**Total** of lines 3a through e	21733175			
4	Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 1,267,423.				
a	Applied to 2009, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)	1267423			
d	Applied to 2010 distributable amount				
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	778757			778757
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	22221841			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		-0-		
e	Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			-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) (see page 27 of the instructions)	-0-			
8	Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	2374746			
9	**Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	19847095			
10	Analysis of line 9:				
a	Excess from 2006 2978061				
b	Excess from 2007 5665867				
c	Excess from 2008 2802541				
d	Excess from 2009 7133203				
e	Excess from 2010 1267423				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

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

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

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

1 Information Regarding Foundation Managers:

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

HENRY KAUFMAN ELAINE KAUFMAN

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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

DR. HENRY & ELAINE KAUFMAN, 590 MADISON AVE, NEW YORK, NY 10022

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

APPLICATIONS SHOULD BE SUBMITTED IN WRITING

c Any submission deadlines:

NONE

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

NONE

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			GENERAL PURPOSES OF THE ORGANIZATIONS	1,266,673
Total ▶ 3a				1266673
b Approved for future payment				
Total ▶ 3b				NONE

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 (See page 28 of the instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1175	
4 Dividends and interest from securities			14	126475	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<20624>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b PARTNERSHIP INCOME			14+18	1087324	
c FGN. TAX REBATE				89	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1194439	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,194,439

(See worksheet in line 13 instructions on page 29 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). (See page 29 of the instructions.)
	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)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓

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] 11/10/11 President

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Edward I Speer	[signature]	11/8/11	☒	P00121746

Firm's name ► EDWARD I. SPEER, CPA Firm's EIN ► 13-4119826

Firm's address ► 4400 NORTH FEDERAL HWY #210 Phone no 561-368-6860

BOCA RATON, FL 33431

HENRY AND ELAINE KAUFMAN FOUNDATION, INC. 2010
#23-7045903

FORM 990-PF

PART I, Line 11 - OTHER INCOME

	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
Foreign Tax Rebate	89	89
Thru Partnerships:		
Cerebus Asia Partners	(28,481)	(28,481)
Dalmation Offshore	37	37
Autonomy Cap. Fd. Ltd. Cl B	142,019	142,019
Leeds Wels Equity Ptrs. IV	933,215	933,215
CD&R Fd. VII Offshore	30,122	30,122
Elevation Partners	10,412	10,412
	1,087,324	1,087,324

HENRY AND ELAINE KAUFMAN FOUNDATION, INC. 2010
#23-7045903

FORM 990-PF

PART I, Line 18 - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
Foreign Tax Paid	324	324

STATEMENT 2

FORM 990-PF

PART I, Line 23 - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
Invest. Advisory Fees - Chieftan	49,993	49,993	
Partnership Invest. Expense	31,030	31,030	
ADR Fees	328	328	
Bank Charge	112	112	
New York State Dept. of Law	750		750
	82,213	81,463	750

Henry & Elaine Kaufman Foundation, Inc.
Balance Sheet - Cost and Market Value by Account and by Position
As of 12/31/10

		Cost Basis		
	Amount	**Cash**	**US Government Obligations**	**Corporate Stock**
JPM 000120971:				
CASH	42,202	$ 42,202	$ -	$ -
Total JPM 000120971		**$ 42,202**	**$ -**	**$ -**
JPM Q76567009:				
CASH	1,105,261	$ 1,105,261	$ -	$ -
BOEING Corp	10,000			$ 485,706
BERKLEY W R CORP	4,532	-	-	165,282
Total JPM Q76567009		**$ 1,105,261**	**$ -**	**$ 650,988**
MS 04-H089M :				
CASH	8,713	$ 8,713		
General Dynamics	10,000			713,520.00
CVS	30,000			1,043,258.00
Aerovironment	20,000			524,860.60
Citigroup	100,000			1,752,840
Walmart	10,000			1,091,423
Boeing	10,000			561,551
Total MS 04-H089M		**$ 8,713**		**$ 5,687,453**
Chieftain:				
CASH	424,963	$ 211,947		
ABBOTT LABS				222,496
AON CORP				183,653
CROWN HOLDINGS INC				173,400
LABORATORY CORP AMER HLDGS				122,144
LOCKHEED MARTIN CORP				418,509
RYANAIR HLDGS PLC				257,056
TEMPUR PEDIC				154,877
TIME WARNER				351,812
US BANCORP DEL				200,819
CROSSTEX ENERGY INC				82,375
Total Chieftain		**$ 211,947**	**$ -**	**$ 2,167,142**
TOTAL		**$ 1,368,123**		**$ 8,505,583**

BALANCE SHEET
1/2

Corporate Bonds		Fair Market Value		
	Cash	US Government Obligations	Corporate Stock	Corporate Bonds
$ -	$ 42,202	$ -	$ -	$ -
$ -	**$ 42,202**	**$ -**	**$ -**	**$ -**
$ -	$ 1,105,261	$ -	$ -	$ -
			$ 652,600	
-	-	-	124,086	-
$ -	**$ 1,105,261**	**$ -**	**$ 776,686**	**$ -**
	$ 8,713			
			709,600.00	
			1,043,100.00	
			536,600.00	
			1,892,000	
			1,078,600	
			652,600	
	$ 8,713		**$ 5,912,500**	
	$ 211,947			
			220,386	
			212,336	
			214,633	
			212,831	
			382,058	
			214,397	
			156,635	
			510,082	
			350,610	
			29,770	
$ -	**$ 211,947**	**$ -**	**$ 2,503,738**	**$ -**
$ -	**$ 1,368,123**	[illegible]	**$ 9,192,924**	**$ -**

BALANCE SHEET
2/2

FORM 990-PF

PART II - CORPORATE STOCK

	BEGINNING OF YEAR	END OF YEAR	
	BOOK VALUE	BOOK VALUE	MKT VALUE
Schedule Attached - Chieftan	1,993,351	2,167,142	2,503,738
Schedule Attached - JP Morgan	650,988	650,988	776,686
Schedule Attached - Morgan Stanley	1,591,705	5,687,453	5,912,500
TOTALS	4,236,044	8,505,583	9,192,924

PART II
BALANCE SHEET
12/31/10

HENRY AND ELAINE KAUFMAN FOUNDATION, INC. #23-7045903 2010

FORM 990-PF

PART II - OTHER ASSETS

	BEGINNING OF YEAR	END OF YEAR	
	BOOK VALUE	BOOK VALUE	MKT VALUE
Autonomy Capital Fd. Cl B	533,808	354,040	354,040
CD&R Fund VII	803,296	815,462	815,462
Cerebus Asia Partners Ltd.	(24,318)	(76,782)	364,657
Dalmation Offshore Fds. CL A&B	3,577	-	
Elevation Partners LP	446,859	355,254	355,254
Leeds Equity Ptrs. IV LP	3,802,619	3,931,128	3,821,628
TOTALS	5,565,841	5,379,102	5,711,041

HENRY AND ELAINE KAUFMAN FOUNDATION, INC. #23-7045903 2010

FORM 990-PF

PART IV - CAPITAL GAINS AND (LOSSES)

	SHORT TERM		LONG TERM
SECURITIES SOLD THRU CHIEFTAN	(16,643)		(25,293)
NET CAPITAL (LOSS)		(41,936)	

Henry & Elaine Kaufman Foundation, Inc.
Schedule of Gross Proceeds and Capital Gains/(Losses)
Account: Chieftain #045-41249
Year Ended 12/31/10

Name	Amount	Date Purchased	Cost	Date Sold	Proceeds	Short Term Gain/(Loss)	
VAR	480	05/20/09	17,135 33	03/22/10	25,931 91	8,796 58	ST
BAX	1,140	04/12/10	66,221 46	08/10/10	52,270 05	(13,951 41)	ST
BAX	255	04/07/10	14,787 04	08/10/10	11,691 98	(3,095 06)	ST
PCP	105	06/04/10	11,606 49	09/13/10	13,110 21	1,503 72	ST
PCP	115	06/04/10	12,711 87	09/17/10	14,546 25	1,834 38	ST
BAX	1,275	04/07/10	73,935 21	09/28/10	61,018 80	(12,916 41)	ST
BAX	690	04/07/10	40,012 00	10/21/10	35,213 90	(4,798 10)	ST
BAX	75	04/07/10	4,349 13	10/25/10	3,849 80	(499 33)	ST
BAX	115	04/22/10	5,786 33	10/25/10	5,903 01	116 68	ST
BAX	315	04/22/10	15,849 51	11/04/10	16,184 26	334 75	ST
BAX	405	04/22/10	20,377 94	12/13/10	20,365 60	(12 34)	ST
BAX	670	04/22/10	33,711 65	12/14/10	34,298 53	586 88	ST
BAX	40	05/04/10	1,833 63	12/14/10	2,047 67	214 04	ST
BAX	370	05/04/10	16,961 10	12/16/10	19,228 98	2,267 88	ST
BAX	555	05/04/10	25,441 64	12/17/10	28,415 68	2,974 04	ST
Total Short Term			$ 360,720 33		$ 344,076 63	$ (16,643 70)	

Name	Amount	Date Purchased	Cost	Date Sold	Proceeds	Long Term Gain/(Loss)	
CMCSK	1,990	12/11/02	30,211 81	01/14/10	31,558 40	1,346 59	LT
CMCSK	5,615	12/11/02	85,245 89	01/15/10	88,204 34	2,958 45	LT
CMCSK	1,865	12/11/02	28,314 09	01/19/10	29,680 54	1,366 45	LT
CMCSK	435	12/11/02	6,604 09	01/20/10	6,771 57	167 48	LT
CMCSK	1,535	12/12/02	23,171 85	01/20/10	23,895 03	723 18	LT
CMCSK	1,395	12/12/02	21,058 45	01/28/10	21,254 22	195 77	LT
CMCSK	1,820	12/12/02	27,474 11	01/29/10	27,686 21	212 10	LT
CMCSK	350	12/12/02	5,283 49	02/08/10	5,083 03	(200 46)	LT
CMCSK	2,887	06/27/02	40,065 60	02/08/10	41,927 66	1,862 06	LT
CMCSK	1,400	12/11/02	21,254 55	02/08/10	20,332 07	(922 48)	LT
DELL	2,350	02/07/08	45,540 41	02/19/10	31,341 08	(14,199 33)	LT

DELL	2,733	04/17/08	52,074 86	02/19/10	36,449 01	-	(15,625 85)	LT
DELL	3,867	04/17/08	73,682 20	02/19/10	51,750 23	-	(21,931.97)	LT
WAT	275	01/23/09	10,063 98	04/05/10	18,724 47	-	8,660 49	LT
WAT	375	01/20/09	14,269 64	04/05/10	25,533 35	-	11,263 71	LT
WAT	345	01/23/09	12,625 73	04/06/10	23,397 95	-	10,772 22	LT
WAT	330	01/23/09	12,076 78	04/07/10	22,274 62	-	10,197 84	LT
RYAAY	270	12/14/06	10,560 04	05/17/10	6,326 83	-	(4,233 21)	LT
RYAAY	205	12/14/06	8,017 81	05/18/10	4,790 93	-	(3,226 88)	LT
RYAAY	225	12/13/06	8,779 35	05/18/10	5,258 33	-	(3,521 02)	LT
RYAAY	335	12/13/06	13,071 48	05/19/10	7,847 34	-	(5,224 14)	LT
RYAAY	370	12/13/06	14,437 16	06/17/10	10,505 82	-	(3,931 34)	LT
USB	1,105	05/13/09	19,273 85	06/25/10	25,364 96	-	6,091 11	LT
VAR	225	05/22/09	8,008 90	06/30/10	11,953 41	-	3,944 51	LT
RYAAY	290	12/13/06	11,315 61	07/13/10	8,664 33	-	(2,651 28)	LT
VAR	230	05/22/09	8,186 87	07/13/10	12,485 35	-	4,298 48	LT
RYAAY	80	12/13/06	3,121 56	07/14/10	2,396 98	-	(724 58)	LT
RYAAY	180	12/15/06	7,012 49	07/14/10	5,393 19	-	(1,619 30)	LT
RYAAY	315	12/15/06	12,271 85	07/26/10	9,508 14	-	(2,763 71)	LT
VAR	220	05/22/09	7,830 92	07/26/10	12,432 43	-	4,601 51	LT
VAR	40	06/23/09	1,418 91	07/26/10	2,260 44	-	841 53	LT
RYAAY	235	12/15/06	9,155 19	08/03/10	7,188 87	-	(1,966 32)	LT
VAR	285	06/23/09	10,109 75	08/03/10	15,912 40	-	5,802 65	LT
VAR	255	05/21/09	8,965 14	08/03/10	14,237 39	-	5,272 25	LT
VAR	180	05/21/09	6,328 33	09/13/10	10,611 61	-	4,283 28	LT
PCP	175	07/06/09	11,991 16	09/17/10	22,135 59	-	10,144 43	LT
PCP	30	11/19/08	1,602 80	09/17/10	3,794 68	-	2,191 88	LT
PCP	90	11/13/08	4,699 31	09/17/10	11,384 00	-	6,684 69	LT
VAR	255	05/21/09	8,965 14	09/17/10	15,060 50	-	6,095 36	LT
VAR	110	05/21/09	3,867 31	09/21/10	6,614 47	-	2,747 16	LT
VAR	80	05/28/09	2,809 81	09/21/10	4,810 51	-	2,000 70	LT
VAR	445	05/28/09	15,629 56	09/24/10	26,911 45	-	11,281 89	LT
VAR	25	05/28/09	878 06	09/28/10	1,500 95	-	622 89	LT
VAR	400	06/24/09	13,801 52	09/28/10	24,015 03	-	10,213 51	LT
VAR	215	07/01/09	7,318 90	09/28/10	12,908 08	-	5,589 18	LT
VAR	255	07/01/09	8,680 56	09/29/10	15,468 06	-	6,787 50	LT
VAR	355	07/01/09	12,084 70	09/30/10	21,505 46	-	9,420 76	LT
PCP	130	11/13/08	6,787 89	10/21/10	17,893 44	-	11,105 55	LT
PCP	275	04/23/39	14,358 98	10/22/10	38,385 45	-	24,026 47	LT
PCP	200	12/05/08	10,088 30	10/22/10	27,916 68	-	17,828 38	LT
XTXI	7,600	06/29/06	177,764 00	11/22/10	73,436 03	-	(104,327 97)	LT
XTXI	695	06/29/06	16,256 05	11/23/10	6,546 43	-	(9,709 62)	LT
XTXI	775	06/29/06	18,127 25	11/24/10	7,338 19	-	(10,789 06)	LT
XTXI	375	06/29/06	8,771 25	11/29/10	3,492 39	-	(5,278 86)	LT
XTXI	225	06/29/06	5,262 75	11/30/10	2,075 20	-	(3,187 55)	LT
XTXI	200	06/29/06	4,678 00	12/02/10	1,909 98	-	(2,768 02)	LT
XTXI	50	06/29/06	1,169 50	12/06/10	475 93	-	(693 57)	LT
XTXI	200	06/29/06	4,678 00	12/06/10	1,890 96	-	(2,787 04)	LT

XTXI	400	06/29/06	9,356 00	12/10/10	3,673 89	-	(5,682 11)	LT
XTXI	100	06/29/06	2,339 00	12/13/10	910 73	-	(1,428 27)	LT
XTXI	75	06/29/06	1,754 25	12/14/10	663 78	-	(1,090 47)	LT
XTXI	200	06/29/06	4,678 00	12/16/10	1,777 08	-	(2,900 92)	LT
XTXI	80	06/29/06	1,871 20	12/22/10	724 11	-	(1,147.09)	LT
XTXI	150	06/29/06	3,508 50	12/29/10	1,360 94	-	(2,147 56)	LT
XTXI	15	06/29/06	350 85	12/30/10	135 88	-	(214 97)	LT
Total Long Term			$ 1,061,011 34		$ 1,035,718 40		$ (25,292 94)	

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

NAME AND ADDRESS	TITLE AND TIME DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCOUNT
Henry Kaufman 590 Madison Avenue New York, NY 10022	Pres/Treas/Dir. As Req'd	None	None	None
Elaine Kaufman 590 Madison Avenue New York, NY 10022	V. Pres./Dir. As Req'd	None	None	None
Daniel S. Kaufman 590 Madison Avenue New York, NY 10022	Sec'y/Dir. As Req'd	None	None	None
Glenn D. Kaufman 590 Madison Avenue New York, NY 10022	Director As Req'd	None	None	None
Craig S. Kaufman 590 Madison Avenue New York, NY 10022	Director As Req'd	None	None	None

HENRY AND ELAINE KAUFMAN FOUNDATION, INC. 2010
#23-7045903

ELECTION UNDER REGULATIONS SEC. 53.4942(a)-3(d)(2)

We hereby elect under Regulations Sec. 53.4942(a)-3(d)(2) to treat the qualifying distributions made during the year ended 12/31/10 of $1,267,423. as having been made out of corpus.

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

01/06/2010	Student Advocacy	500
	3 West Main Street	
	Elmsford, NY 10523	
01/06/2010	Woodruff Arts Center	1,000
	Atlanta, GA	
01/06/2010	Weber School	50
	Atlanta, GA	
01/06/2010	Washington University	5,000
	Campus Box 1163	
	One Brookings Drive	
	St Louis, MO 63130	
01/06/2010	The Temple	5,000
	Atlanta, GA	
01/06/2010	Sigma Phi Epsilon Educational Foundation	1,000
	Zollinger House	
	310 South Boulevard	
	PO Box 1901	
	Richmond, VA 23218	
01/06/2010	The Study Hall	500
	Atlanta, GA	
01/07/2010	Orpheus Chamber Orchestra	500
	490 Riverside Drive,11th Floor	
	New York, NY 10027	
01/07/2010	Cystic Fibrosis Foundation	500
	2200 N Florida Mango Road, Suiote 403	
	West Palm Beach, FLA 33409	
01/12/2010	Norton Museum of Art	21,640
	1452 South Olive Avenue	
	West Palm Beach, FL 33401	
01/12/2010	The Jewish Museum	10,000
	1109 Fifth Avenue	
	New York, NY 10128	
01/12/2010	Leo Baeck Institute	2,000
	15 West 16th Street	
	New York, NY 10011	
01/19/2010	Roots & Branches Theater	7,500
	F E G S	
	315 Hudson Street	
	New York, NY 10013	
01/21/2010	Phelps Memorial Hospital Center	940
	701 No Broadway	
	Sleepy Hollow, NY 10591	
02/01/2010	Children's Museum - Imagine It	500
	Atlanta, GA	

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

02/02/2010		The Museum of Modern Art	120
		11 West 53rd Street	
		New York, NY 10019	
02/03/2010		GW Baseball Fund	5,000
		549 Audubon Avenue	
		New York, NY 10040	
02/04/2010		Bachmann-Strauss Dystonia & Parkinson Fdn	500
		551 Fifth Avenue, Suite 520	
		New York, NY 10176	
02/04/2010		Kaufman Center	955
		129 West 67th Street	
		New York, NY 10023	
03/09/2010		Group of Thirty	3,000
		1726 M Street, NW, Suite 200	
		Washington ,DC 20036	
03/18/2010		Jewish Educatoinal Loan Fund	500
		4549 Chamblee Dunwoody Road,	
		Atlanta, GA 30338	
03/22/2010		Harvard University	5,000
		Office of the Recording Secretary	
		124 Mt Auburn Street	
		Cambridgeg, MA 02138	
03/22/2010		Orpheus Chamber Orchestra	5,000
		490 Riverside Drive,11th Floor	
		New York, NY 10027	
03/23/2010		Bergen Volunteer Medical Initiative, Inc	3,000
		PO Box 337	
		Hackensack, NJJ 07602	
03/24/2010		Franklin Lakes P B A 150	100
		Post Office Box 46	
		Franklin Lakes, NJ 07417	
03/24/2010		Museum of American Finance	50,000
		48 Wall Street	
		New York, NY 10005	
03/25/2010		The Jerusalem Fellowshhips	25,000
		119 West 72nd Street	
		New York, NY 0023	
04/01/2010		Jewish Federation of Palm Beach County	6,000
		4601 Community Drive	
		West Palm Beach, FL 33417	
04/06/2010		Palm Beach Country Club Foundation	1,000
		760 N Ocean Blvd.	
		Palm Beach, FL 33480	

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

04/12/2010		Franklin Lakes Volunteer Fire Dept.	100
		P.O Box 330	
		Franklin Lakes, NJ 07417	
04/12/2010		SUNY New Paltz/Piano Summer Institute	20,000
		1 Hawk Drive	
		New Paltz, NY 12561	
04/12/2010		F E G S	1,000
		315 Hudson Street	
		New York, NY 10013	
04/12/2010		The Bretton Woods Committee	500
		1726 M Street, NW, Suite 200	
		Washington, DC 20036	
04/15/2010		Westchester Children's Association	3,500
		175 Main Street, Suite 702	
		White Plains, NY 10601	
04/15/2010		The Jewish Museum	445
		1109 Fifth Avenue	
		New York, NY 10128	
04/19/2010		Institute of International Education	20,000
		809 United Nations Plaza	
		New York, NY 10017	
34/19/2010		NFTE	7,500
		120 Wall Street, 29th Floor	
		New York, NY 10005	
04/20/2010		Kaufman Center	23,150
		129 West 67th Street	
		New York, NY 10023	
04/20/2010		Kaufman Center	8,150
		129 West 67th Street	
		New York, NY 10023	
04/26/2010		BCHSJS	500
		940 Main Street	
		Hackensack, NJ 07601	
04/26/2010		Women for Women International	380
		1776 Broadway, Suite 701	
		New York, NY 10019	
04/26/2010		The Rockefeller University	375
		1230 York Avenue, Box 164	
		New York, NY 10065	
04/26/2010		Society of the Four Arts	10,000
		2 Four Arts Plaza	
		Palm Beach, FL 33480	
04/29/2010		The Valley Hospital Foundation	10,000
		223 North Van Dien Avenue	

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

		Ridgewood, NJ 07450	
04/29/2010		KiDS of NYU Foundation	10,000
		902 Broadway, Suite 1603	
		New York, NY 10010	
05/10/2010		Palm Beach United Way	1,000
		44 Cocoanut Row, M201	
		Post Office Box 1141	
		Palm Beach, FL 33480	
05/10/2010		University of Maryland College Park Fdn	200,000
		Robert H Smith School of Business	
		2570 Van Munching Hall	
		College Park, MD 20741	
05/11/2010		Re'uth	1,000
		545 Madison Avenue, 6th Floor	
		New York, NY 10022	
05/17/2010		The Metropolitan Museum of Art	338
		1000 Fifth Avenue	
		New York, NY 10028	
05/17/2010		The Jewish Museum	10,000
		1109 Fifth Avenue	
		New York, NY 10128	
05/18/2010		NYU Stern	10,000
		44 West Fourth St Suite 11-58	
		New York, NY 10012	
05/24/2010		American Jewish Committee	1,000
		165 East 56th St , Suite 819	
		New York, NY 10022	
05/24/2010		Fleetwood Synagogue	400
		11 E Broad Street	
		Mt Vernon, NY 10552	
06/08/2010		Jewish Home at Rockleigh	30,000
		10 Link Drive	
		Rockleigh, NJ 07647	
06/29/2010		Temple Emanu-El of Palm Beach	3,775
		190 N County Rd	
		Palm Beach, FL 33480	
06/29/2010		Glen Rock Jewish Center	1,775
		682 Harristown Road	
		Glen Rock, NJ 07452	
07/22/2010		Temple Beth Rishon	2,320
		585 Russell Avenue	
		Wyckoff, NJ 07481	

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

07/27/2010		Institute of International Educatoin	23,200 00
		809 United Nations Plaza	
		New York, NY 10017	
08/02/2010		American Friends of the Israel Museum	1,000
		500 Fifth Avenue, Suite 2540	
		New York, NY 10110	
08/02/2010		Animal Medical Center	5,000
		510 East 62nd Street	
		New York, NY 10065	
08/09/2010		Jewish Federation of Atlanta	4,000
		Atlanta, GA	
08/09/2010		ULI Foundation	1,000
		1025 Thomas Jefferson St , NW, Suite 500 West	
		Washington, DC 20007	
08/09/2010		American Jewish Committee	1,800
		Atlanta, GA	
08/09/2010		ADL	4,400
		Atlanta, GA	
08/09/2010		Camp Sunshine	10,000
		1850 Clairmont Rd	
		Decatur, GA 30033	
08/09/2010		Children's Healthcare of Atlanta	2,500
		1687 Tullie Circle NE	
		Atlanta, GA 30329	
08/09/2010		Children's Healthcare of Atlanta	1,500
		1687 Tullie Circle NE	
		Atlanta, GA 30329	
08/09/2010		Jewish Family & Career Services	300
		4549 Chamblee Dunwoody Road	
		Atlanta, GA 30338	
08/23/2010		WMHT	1,000
		4 Global View	
		Troy, NY 12180	
08/23/2010		WAMC	1,000
		318 Central Avenue	
		Albany, NY 12206	
08/23/2010		Woodstock Jewish Congregation	3,000
		168 Glasco Turnpike	
		Woodstock,NY 12498	
08/23/2010		American Brittany Rescue	1,000
		114 Marlin Court	
		Centreville, MD 21617	
08/23/2010		Woodstock Jewish Congregation	5,000

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

		168 Glasco Turnpike	
		Woodstock,NY 12498	
08/23/2010		Austen Riggs Center	15,000
		25 Main Street	
		PO Box 962	
		Stockbridge, MA 01262	
09/02/2010		Foundation for Jewish Camp	360
		15 West 36th Street, 13th Floor	
		New York, NY 10018	
09/07/2010		Juvenile Diabetes Research	200
		560 Sylvan Avenue	
		Englewood Cliffs, NJ 07632	
09/08/2010		Chabad	
		Post Office Box 63	5,000
		Franklin Lakes, NJ 07417	
09/08/2010		NYP Fund	20,000
		NY Weill Cornell Medical Center	
		525 East 68th Street, Box 123	
		New York, NY 10021	
09/08/2010		New York University	200,000
		Stern School of Business	
		44 West 4th Street	
		New York, NY 10012	
09/08/2010		New York University	25,000
		Stern School of Business	
		44 West 4th Street	
		New York, NY 10012	
09/08/2010		Phelps Memorial Hospital Center	20,000
		1 Phelps Lane	
		Sleepy Hollow, NY 10591	
09/08/2010		Riverdale Country School	25,000
		5250 Fieldston Road	
		Riverdale, NY 10471	
09/08/2010		Temple Emanu-El of Palm Beach	500
		190 N County Rd	
		Palm Beach, FL 33480	
09/13/2010		Temple Beth Rishon	
		585 Russell Avenue	10,000
		Wyckoff, NJ 07481	
09/13/2010		Roots & Branches Theater	7,500
		F E G S	
		315 Hudson Street	
		New York, NY 10013	
9/16/2010		Franklin Lakes P B A 150	100
		Post Office Box 46	

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

		Franklin Lakes, NJ 07417	
09/20/2010		Bergen Volunteer Medical Initiative, Inc	2,000
		PO Box 337	
		Hackensack, NJJ 07602	
09/21/2010		Animal Medical Center	5,000
		510 East 62nd Street	
		New York, NY 10065	
09/27/2010		Irvington Police Benevolent Association	500
		Irvington, NY	
09/27/2010		Aperture Foundation	500
		547 West 27th Street, 4th Fl	
		New York, NY 10001	
10/04/2010		New York Pubic Radio	500
		160 Varick Street	
		New York, NY 10013	
10/04/2010		Police Athletic League	500
		New York, NY	
10/04/2010		Center for Financial Stability	10,000
		1120 Avenue of the Americas, 4th Fl.	
		New York, NY 10036	
10/04/2010		Cystic Fibrosis Foundation	750
		2200 N Florida Mango Road, Suiote 403	
		West Palm Beach, FLA 33409	
10/12/2010		Kravis Center for the Performing Arts	5,000
		701 Okeechobee Boulevard	
		West Palm Beach, FL 33401	
10/12/2010		The Metropolitan Opera	8,500
		Lincoln Center	
		New York, NY 10023	
10/13/2010		Leo Baeck Institute	2,000
		15 West 16th Street	
		New York, NY 10011	
10/18/2010		Glen Rock Jewish Center	8,000
		682 Harristown Road	
		Glen Rock, NJ 07452	
10/19/2010		Norton Museum of Art	400
		1451 South Olive Avenue	
		West Palm Beach, FL 33401	
10/25/2010		Franklin Lakes Volunteer Ambulance Corps	100
		PO Box 302	
		Frankln Lakes, NJ 07417	
10/28/2010		YAI	1,000
		460 West 34th St - 11th Floor	

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

		New York, NY 10117	
10/28/2010		The Rockefeller University	1,000
		1230 York Avenue, Box 164	
		New York, NY 10065	
10/28/2010		Animal Medical Center	9,700
		510 East 62nd Street	
		New York, NY 10065	
10/28/2010		Norton Museum of Art	25,000
		1451 South Olive Avenue	
		West Palm Beach, FL 33401	
11/09/2010		Northwest Bergen Hadassah	500
		136 Greenway Road	
		Glen Rock, NJ 07452	
11/09/2010		Council on Foreign Relations	35,000 00
		58 East 68th Street	
		New York, NY 10021	
11/09/2010		Manhattan Theatre Club	3,000
		311 West 43rd Street,8th Floor	
		New York, NY 10036	
11/15/2010		PEDS	1,000
		Pedestrians Education Driver on Safety	
		Atlanta, GA	
11/15/2010		Washington University	5,000
		Campus Box 1163	
		One Brookings Drive	
		St Louis, MO 63130	
11/15/2010		American Friends of the Hebrew University	500
		7280 West Palmetto Park R d , Suite 301	
		Boca Raton, FL 33433	
11/30/2010		Kaufman Center	15,000
		129 West 67th Street	
		New York, NY 10023	
12/07/2010		Education Through Music	1,000
		122 East 42nd Street, Suite 1501	
		New York, NY 10168	
12/07/2010		Austen Riggs Center	30,000
		25 Main Street	
		PO Box 962	
		Stockbridge, MA 01262	
12/09/2010		Sacred Heart School	3,000
		410 North "M" Street	
		Lake Worth, FL 33460	
12/14/2010		Dwight Englewood School	2,500
		315 East Palisade Avenue	

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

		Englewood, NJ 07631	
12/14/2010		Point Foundation	500
		461 West 49th Street, Suite 4	
		New York, NY 10019	
12/14/2010		GLAAD	2,500
		104 West 29th Street, 4th Floor	
		New York, NY 10001	
12/14/2010		The Center	1,500
		208 West 13th Street	
		New York, NY 10011	
12/14/2010		WMHT	1,000
		Schenectady, NY	
12/14/2010		LAM Foundation	250
		Cincinnati, OH 45241	
12/14/2010		Callen-Lorde Community Health Center	1,000
		356 West 18th Street	
		New York, NY 10011	
12/14/2010		Princeton University	1,000
		Princeton, NJ	
12/14/2010		Scenic Hudson	250
		One Civic Center Plaza, Suite 200	
		Poughkeepsie, NY 12601	
12/14/2010		Princeton Alumni Corps	500
		12 Stockton Street	
		Princeton, NJ 08540	
12/14/2010		Center for Jewish Life/Princeton Hillel	500
		Princeton University	
		Princeton, NJ	
12/14/2010		St Catharine RC Church	200
		905 S Maple Avenue	
		Glen Rock, NJ 07452	
12/14/2010		CURE	1,000
		1117 Perimeter Center West, Suite N402	
		Atlanta, GA 30338	
12/14/2010		The Temple	5,000
		Atlanta, GA	
12/15/2010		Temple Beth Abraham	6,750
		25 Leroy Avenue	
		Tarrytown, NY 10591	
12/20/2010		American Friends of the Israel Museum	2,300
		500 Fifth Avenue, Suite 2540	
		New York, NY 10110	

Henry & Elaine Kaufman Foundation
Cash Contributions 2010

12/202010		Society of the Four Arts	2,500
		2 Four Arts Plaza	
		Palm Beach, FL 33480	
12/22/2010		American Friends of the Israel Philharmonic	4,600
		122 East 42nd Street, Suite 4507	
		New York, NY 10168	
12/28/2010		UJA Federation of Northern New Jersey	100,000
		111 Kinderkamaack Road	
		River Edge, NJ 07661	
12/28/2010		UJA Federation of Northern New Jersey	25,000
		111 Kinderkamaack Road	
		River Edge, NJ 07661	
		TOTAL CASH CONTRIBUTIONS:	**1,266,673**