Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2010

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

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

Name of foundation ALBERS-SCHONBERG FOUNDATION, INC.	**A Employer identification number** 26-1603215
Number and street (or P O box number if mail is not delivered to street address) 43 SCRIBNER COURT — Room/suite	B Telephone number 609-921-6223
City or town, state, and ZIP code PRINCETON, NJ 08540	C If exemption application is pending, check here ▶ [ ] D 1. Foreign organizations, check here ▶ [ ] 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]
H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 1,033,944. J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

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

		(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	1,107.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	19,256.	19,256.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	374,356.			
	b Gross sales price for all assets on line 6a 713,195.				
	7 Capital gain net income (from Part IV, line 2)		374,356.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	4.	0.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	394,723.	393,612.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	4,012.	2,006.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	129.	129.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	15,368.	15,313.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	19,509.	17,448.		0.
	25 Contributions, gifts, grants paid	75,000.			75,000.
	26 **Total expenses and disbursements** Add lines 24 and 25	94,509.	17,448.		75,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	300,214.			
	b **Net investment income** (if negative, enter -0-)		376,164.		
	c **Adjusted net income** (if negative enter -0-)			N/A	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	5,535.	4,999.	4,999.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	421,723.	722,473.	1,028,945.
	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)	427,258.	727,472.	1,033,944.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	427,258.	727,472.	
	30 **Total net assets or fund balances**	427,258.	727,472.	
	31 **Total liabilities and net assets/fund balances**	427,258.	727,472.	

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	427,258.
2	Enter amount from Part I, line 27a	2	300,214.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	727,472.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	727,472.

Part IV | Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE ATTACHED			
b	SEE ATTACHED			
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	145,364.		162,367.	<17,003.>
b	567,831.		176,472.	391,359.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<17,003.>
b				391,359.
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	374,356.
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	66,929.	473,507.	.141347
2008	1,500.	625,091.	.002400
2007	0.	775,502.	.000000
2006			
2005			

2	**Total** of line 1, column (d)	2	.143747
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	.047916
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	945,092.
5	Multiply line 4 by line 3	5	45,285.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,762.
7	Add lines 5 and 6	7	49,047.
8	Enter qualifying distributions from Part XII, line 4	8	75,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	3,762.
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	3,762.
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	3,762.
6 Credits/Payments:				
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,709.		
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	1,709.
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	2,053.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11 Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 7	10	X	

Form **990-PF** (2010)

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

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

Website address ▶ N/A

14 The books are in care of ▶ ALBERS-SCHONBERG FOUNDATION, INC. Telephone no. ▶ 609-921-6223

Located at ▶ 43 SCRIBNER COURT, PRINCETON, NJ ZIP+4 ▶ 08540

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

				Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?		4b		X

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)? ☐ 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 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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

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

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GEORGE E. ALBERS-SCHONBERG 43 SCRIBNER COURT PRINCETON, NJ 08540	TRUSTEE 1.00	0.	0.	0.
JOYCE M. ALBERS-SCHONBERG 43 SCRIBNER COURT PRINCETON, NJ 08540	PRESIDENT 1.00	0.	0.	0.
RICHARD KOVATCH 43 SCRIBNER COURT PRINCETON, NJ 08540	TRUSTEE 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

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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	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	940,489.
b	Average of monthly cash balances	1b	18,995.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	959,484.
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	959,484.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,392.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	945,092.
6	**Minimum investment return** Enter 5% of line 5	6	47,255.

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	47,255.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 3,762.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	3,762.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	43,493.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	43,493.
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	43,493.

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	75,000.
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	75,000.
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	3,762.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	71,238.

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				43,493.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009 15,708.				
f Total of lines 3a through e	15,708.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 75,000.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				43,493.
e Remaining amount distributed out of corpus	31,507.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	47,215.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	47,215.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009 15,708.				
e Excess from 2010 31,507.				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

JOYCE M. ALBERS-SCHONBERG

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 8				
Total			▶ 3a	75,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
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	19,256.	
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	374,356.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a OTHER INCOME			14	4.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		393,616.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 393,616.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Joyce Albers-Schonberg 5/13/11 ▶ 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
CONRAD L. DRUKER		5/9/11		

Firm's name ▶ MERCADIEN, P.C. | Firm's EIN ▶

P.O. BOX 7648

Firm's address ▶ PRINCETON, NJ 08543-7648 | Phone no. 609-689-9700

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
RIDGE CLEARING	19,256.	0.	19,256.
TOTAL TO FM 990-PF, PART I, LN 4	19,256.	0.	19,256.

FORM 990-PF	OTHER INCOME		STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	4.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4.	0.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES	4,012.	2,006.		0.
TO FORM 990-PF, PG 1, LN 16B	4,012.	2,006.		0.

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	129.	129.		0.
TO FORM 990-PF, PG 1, LN 18	129.	129.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESMENT ADV FEES	15,313.	15,313.		0.
ANNUAL REPORT	25.	0.		0.
CONSUMER AFFAIRS LICENSE	30.	0.		0.
TO FORM 990-PF, PG 1, LN 23	15,368.	15,313.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS	722,473.	1,028,945.
TOTAL TO FORM 990-PF, PART II, LINE 10B	722,473.	1,028,945.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 STATEMENT 7

NAME OF CONTRIBUTOR	ADDRESS
JOYCE ALBERS-SCHONBERG	43 SCRIBNER COURT PRINCETON, NJ 08540

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
BISHOPS ANNUAL APPEAL - TRENTON 701 LAWRENCEVILLE ROAD LAWRENCEVILLE, NJ 08638	NONE GENERAL	EXEMPT	10,000.
DOUGLAS ANNUAL FUND 181 RYDERS LANE NEW BRUNSWICK, NJ 08901	NONE GENERAL	EXEMPT	10,000.
GEORGE STREET PLAYHOUSE 9 LIVINGSTON AVE NEW BRUNSWICK, NJ 08901	NONE GENERAL	EXEMPT	15,000.
PRINCETON HEALTH SYSTEM FOUNDATION 3626 US HIGHWAY 1 PRINCETON, NJ 08540	NONE GENERAL	EXEMPT	10,000.
PRINCETON SYMPHONY ORCHESTRA PO BOX 250 PRINCETON, NJ 08542	NONE GENERAL	EXEMPT	15,000.
HAITI RELIEF FUND 48-D ATLANTIC AVENUE LYNBROOK, NY 11563	NONE GENERAL	EXEMPT	10,000.
METROPOLITAN OPERA LINCOLN CENTER NEW YORK, NY 10023	NONE GENERAL	EXEMPT	5,000.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			75,000.

Acct #: 55003320 Phone #

12/13/2010 Foundation Corporate Cash NonTaxable Domestic NJ IA Fee=Y DISC/CMN=N FI Acct=N Capital Appreciation and Income ,PO=Y DOB=

Capital Gains

ALBERS-SCHONBERG FOUNDATION INC
43 SCRIBNER COURT
PRINCETON NJ 08540-6764

Capital Gains Summary From 01/01/2010 To 12/13/2010

Description	Totals
Short Term Gain/Loss	-17,002.91
Long Term Gain/Loss	391 359 43
Total Short Sale Gain/Loss	0.00
Discount Income	0 00
Total Capital Gains/Losses	374,356.52
Adjusted Basis	338,838.84
Proceeds	713,195.36
Total Curr Gain/Loss	0 00

EQUITIES

Purchase Date	Close Date	No of Shares	Orig Face	Symbol	Description	Unit Cost	Sale Price	Total Cost	Net Amount	Ind	ST Gain/Loss	LT Gain/Loss	Book Cost	Disc Inc	Curr Gain/Loss
01/06/2010	03/26/2010	100 00	0 00	ACN	***ACCENTURE PLC IRELAND SHS CL A	42 432	42 500	4,243.23	4 249 94	ST	6 71	0 00	4,243 23	0 00	0 00
01/04/2010	03/29/2010	500 00	0 00	ACN	***ACCENTURE PLC IRELAND SHS CL A	42 039	42 510	21,018.70	21 254 64	ST	234 94	0 00	21,018 70	0 00	0 00
01/06/2010	03/29/2010	200 00	0 00	ACN	***ACCENTURE PLC IRELAND SHS CL A	42 432	42 510	8,486 46	8,501 85	ST	15 39	0 00	8,486 46	0 00	0 00
01/06/2010	04/30/2010	100 00	0 00	RIG	***TRANSOCEAN LTD NAMEN AKT US LISTED	88 585	70 216	8,858 53	7,021 44	ST	1,837 09	0 00	8,858 53	0 00	0 00
11/10/2009	04/30/2010	150 00	0 00	RIG	***TRANSOCEAN LTD NAMEN AKT US LISTED	88 227	70 216	13,234 08	10,532 16	ST	2,701 92	0 00	13,234 08	0 00	0 00

01/14/2010	06/01/2010	200.00	0.00	APC	ANADARKO PETROLEUM CORP	66.175	45.413	13,314.94	9,082.43	ST	-4,232.51	0.00	13,314.94	0.00	0.00
01/26/2010	06/01/2010	100.00	0.00	APC	ANADARKO PETROLEUM CORP	64.509	45.413	6,450.89	4,541.22	ST	1,909.67	0.00	6,450.89	0.00	0.00
04/01/2010	06/08/2010	2,000.00	0.00	BC12879	**BABCOCK & BROWN AIR LIMITED SPONSORED ADR	10.337	10.584	20,674.60	21,167.84	ST	493.04	0.00	20,674.60	0.00	0.00
01/04/2010	06/09/2010	150.00	0.00	APC	ANADARKO PETROLEUM CORP	64.481	37.194	9,672.20	5,578.94	ST	-4,093.26	0.00	9,672.20	0.00	0.00
01/26/2010	06/09/2010	50.00	0.00	APC	ANADARKO PETROLEUM CORP	64.509	37.194	3,225.45	1,859.65	ST	-1,365.80	0.00	3,225.45	0.00	0.00
05/03/2010	06/09/2010	100.00	0.00	APC	ANADARKO PETROLEUM CORP	62.794	37.194	6,279.38	3,719.29	ST	-2,560.09	0.00	6,279.38	0.00	0.00
01/06/2010	09/16/2010	100.00	0.00	BA	BOEING CO	58.609	62.626	5,860.90	6,262.52	ST	401.62	0.00	5,860.90	0.00	0.00
04/01/2010	09/16/2010	200.00	0.00	BA	BOEING CO	73.260	62.626	14,651.90	12,525.06	ST	-2,126.65	0.00	14,651.90	0.00	0.00
01/06/2010	09/17/2010	200.00	0.00	BA	BOEING CO	58.609	62.399	11,721.81	12,479.66	ST	757.85	0.00	11,721.81	0.00	0.00
01/26/2010	11/15/2010	200.00	0.00	LH	LABORATORY CORP AMER HLDGS	73.364	82.939	14,672.80	16,587.53	ST	1,914.73	0.00	14,672.80	0.00	0.00
ST - TERM TOTAL		4,350.00						162,368.87	145,363.96	ST	17,002.91	0.00	162,366.87	0.00	0.00
02/02/1902	01/04/2010	1,700.00	0.00	MHS	MEDCO HEALTH SOLUTIONS INC	12.190	64.939	20,723.00	110,393.97	LT	0.00	89,670.97	20,723.00	0.00	0.00
02/02/1902	01/06/2010	900.00	0.00	MHS	MEDCO HEALTH SOLUTIONS INC	12.190	63.410	10,971.00	57,067.62	LT	0.00	46,096.62	10,971.00	0.00	0.00
10/30/2008	01/08/2010	200.00	0.00	WSH	**WILLIS GROUP HOLDINGS PLC	25.903	26.954	5,180.52	5,390.76	LT	0.00	210.24	5,180.52	0.00	0.00
09/29/2008	01/08/2010	200.00	0.00	WSH	**WILLIS GROUP HOLDINGS PLC	30.851	26.954	6,170.19	5,390.76	LT	0.00	779.43	6,170.19	0.00	0.00
02/02/1902	01/08/2010	400.00	0.00	MHS	MEDCO HEALTH SOLUTIONS INC	12.190	63.911	4,876.00	25,563.54	LT	0.00	20,687.54	4,876.00	0.00	0.00

02/02/1902	01/11/2010	269 00	0 00	MHS	MEDCO HEALTH SOLUTIONS INC	12 190	65 650	3 279 11	7 654 04	LT	0 00	4 374 93	3,279 11	0 00	0 00
02/02/1902	01/14/2010	800 00	0 00	MHS	MEDCO HEALTH SOLUTIONS INC	12 190	66 240	9 752 00	52 991 40	LT	0 00	43 239 40	9 752 00	0 00	0 00
02/02/1902	01/19/2010	1 100 00	0 00	MHS	MEDCO HEALTH SOLUTIONS INC	12 190	66 477	13 409 00	73,124 21	LT	0 00	59,715 21	13 409 00	0 00	0 00
02/02/1902	01/26/2010	500 00	0 00	MHS	MEDCO HEALTH SOLUTIONS INC	12 190	62 130	6,095 00	31,064 65	LT	0.00	24,969 65	6 095 00	0 00	0 00
02/02/1902	02/22/2010	300 00	0 00	MHS	MEDCO HEALTH SOLUTIONS INC	12 190	64 830	3,657 00	19,448 78	LT	0 00	15,791 78	3,657 00	0 00	0 00
02/02/1902	03/05/2010	200 00	0 00	MHS	MEDCO HEALTH SOLUTIONS INC	12 190	63 500	2,438 00	12,699 85	LT	0 00	10,261 85	2,438 00	0 00	0 00
02/02/1902	03/16/2010	500 00	0 00	MHS	MEDCO HEALTH SOLUTIONS INC	12 190	63 853	6,095 00	31 926 19	LT	0 00	25,831 19	6,095 00	0 00	0 00
02/02/1902	03/25/2010	500 00	0 00	MHS	MEDCO HEALTH SOLUTIONS INC	12 190	65 590	6,095 00	32,794 58	LT	0 00	26 699 58	6,095 00	0 00	0 00
02/02/1902	04/07/2010	400 00	0 00	MHS	MEDCO HEALTH SOLUTIONS INC	12 190	64 240	4 876 00	25 695 60	LT	0 00	20,819 60	4 876 00	0 00	0 00
01/28/2009	05/03/2010	100 00	0 00	RGA	REINSURANCE GROUP OF AMERICA INCORPORATED	37 538	50 830	3 753 76	5,082 91	LT	0 00	1 329 15	3,753.76	0 00	0 00
01/02/2008	06/08/2010	1 300.00	0 00	B012679	***BABCOCK & BROWN AIR LIMITED SPONSORED ADR	18 156	10 584	23 603 19	13,758 96	LT	0 00	9,844 23	23 603 19	0 00	0 00
01/27/2009	06/08/2010	100.00	0 00	RGA	REINSURANCE GROUP OF AMERICA INCORPORATED	35 378	44 605	3 537 83	4,460 41	LT	0 00	942 58	3 537 83	0 00	0 00

01/02/2008	06/08/2010	1,500.00	0.00	XRX	XEROX CORP	15.924	8.374	23,885.70	12,560.63	LT	0.00	11,325.07	23,885.70	0.00	0.00
01/15/2008	06/08/2010	00.00	0.00	APC	ANADARKO PETROLEUM CORP	67.343	37.164	6,734.31	3,719.29	LT	0.00	3,015.02	6,734.31	0.00	0.00
02/02/1902	07/23/2010	300.00	0.00	MRK	MERCK & CO INC NEW	13.354	34.910	4,006.20	10,472.85	LT	0.00	6,466.65	4,006.20	0.00	0.00
02/02/1902	10/11/2010	364.00	0.00	MRK	MERCK & CO INC NEW	13.354	36.750	4,860.86	13,376.81	LT	0.00	8,515.95	4,860.86	0.00	0.00
10/13/2008	11/04/2010	100.00	0.00	UN	***UNILEVER N V NEW YORK SHS NEW	24.733	31.737	2,473.30	3,173.59	LT	0.00	700.29	2,473.30	0.00	0.00
LT TERM TOTAL		11,833.00						176,471.97	567,831.40	LT	0.00	391,359.43	176,471.97	0.00	0.00
SECTION TOTAL		18,183.00						338,838.84	713,195.35		17,002.91	391,359.43	338,838.84	0.00	0.00

Indicators

ST	- Short Term
LT	- Long Term
WO	- Written Option
SS	- Short Sale
P	- Purchase includes option premium
S	- Sale includes option premium

*** This report is intended to be an internal worksheet and should not be relied upon for accuracy, unless it confirms with the official records of the firm

*** Mortgage backed factors are updated on the 8th business day of the month

Source: Neuberger Berman

This capital gain and loss summary is provided for information purposes only and does not conform to tax preparation standards, please refer to your account statement or other statement provided by your custodian for the official records of your account(s). It is provided for your personal record keeping purposes only. This review contains information supplied by third parties, including but not limited to the client. This report is based upon information that we consider reliable but we do not represent that it is accurate or complete, and it should not be relied upon as such. It is accordingly not a substitute Form 1099 and should not be supplied to the Internal Revenue Service. This report should not be relied on in extending credit to the client or any individual or entity affiliated with the client

PLEASE CONSULT YOUR TAX ADVISOR.

LT is the designation for a gain or loss on a security held for more than twelve (12) months.

ST is the designation for a gain or loss on a security held for twelve (12) months