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

OMB No 1545-0052

2010Department of the Treasury
Internal Revenue Service

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

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

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

ROSENTHAL FAMILY FOUNDATION
16255 VENTURA BLVD STE 625
ENCINO, CA 91436

A Employer identification number

26-2982710

B Telephone number (see the instructions)

(818) 981-3115

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, column (c), line 16)

\$ 4,136,666.

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 the instructions))

(a) Revenue and expenses per books**(b) Net investment income****(c) Adjusted net income****(d) Disbursements for charitable purposes (cash basis only)****1** Contributions, gifts, grants, etc, received (att sch)

2,142,540.

2 ☐ If the foundn is not req to att Sch B**3** Interest on savings and temporary cash investments**4** Dividends and interest from securities**5a** Gross rents**b** Net rental income or (loss)**6a** Net gain/(loss) from sale of assets not on line 10**b** Gross sales price for all assets on line 6a**7** Capital gain net income (from Part IV, line 2)**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/(loss) (att sch)**11** Other income (attach schedule)**12 Total.** Add lines 1 through 11

2,142,540.

0.

0.

13 Compensation of officers, directors, trustees, etc

0.

14 Other employee salaries and wages**15** Pension plans, employee benefits**16a** Legal fees (attach schedule)**b** Accounting fees (attach sch) SEE ST 1

12,000.

12,000.

c Other prof fees (attach sch) SEE ST 2

143,500.

143,500.

17 Interest**18** Taxes (attach schedule)(see instr) SEE STM 3

175.

19 Depreciation (attach sch) and depletion**20** Occupancy**21** Travel, conferences, and meetings**22** Printing and publications**23** Other expenses (attach schedule)

SEE STATEMENT 4

4.

24 Total operating and administrative expenses. Add lines 13 through 23

155,679.

25 Contributions, gifts, grants paid PART XV

946,965.

856,965.

26 Total expenses and disbursements. Add lines 24 and 25

1,102,644.

0.

0.

1,012,465.

27 Subtract line 26 from line 12:**a Excess of revenue over expenses and disbursements**

1,039,896.

b Net investment income (if negative, enter -0-)

0.

c Adjusted net income (if negative, enter -0-)

0.

REVENUE

EXPENSES

ADMINISTRATIVE AND

G18

20

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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing	3,444,770.	4,136,666.	4,136,666.
	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 (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch)			
	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)			
	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)				
16 Total assets (to be completed by all filers — see instructions. Also, see page 1, item I)	3,444,770.	4,136,666.	4,136,666.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable	450,000.	330,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)	450,000.	330,000.	
N E T A S S E T S O R F U N D B A L A N C E S	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>			
	24 Unrestricted	2,994,770.	3,806,666.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see the instructions)	2,994,770.	3,806,666.	
	31 Total liabilities and net assets/fund balances (see the instructions)	3,444,770.	4,136,666.	

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	2,994,770.
2 Enter amount from Part I, line 27a	2	1,039,896.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	4,034,666.
5 Decreases not included in line 2 (itemize) <u>SEE STATEMENT 5</u>	5	228,000.
6 Total net assets or fund balances at end of year (line 4 minus line 5)— Part II, column (b), line 30	6	3,806,666.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a N/A				
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss).	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2
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 the instructions) If (loss), enter -0- in Part I, line 8		3

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.)

N/A

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 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 (column (b) divided by column (c))
2009			
2008			
2007			
2006			
2005			

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

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 the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary- see instr.)		1	0.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	0.
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	0.
6 Credits/Payments:			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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		0.
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	11		
	Refunded		

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		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? Website address ► N/A	13	X	
14	The books are in care of ► SUMMIT BUSINESS MANAGEMENT Telephone no. ► (818) 981-3115 Located at ► 16255 VENTURA BLVD, SUITE 625 ENCINO CA ZIP + 4 ► 91436			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here ► N/A and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►	16	Yes	No
				X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	N/A
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ 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 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 instructions)?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

N/A

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? ☐ Yes ☒ 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? ☐ Yes ☒ No

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see 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
PHILIP ROSENTHAL 16255 VENTURA BLVD, SUITE 625 ENCINO, CA 91436	PRESIDENT 0	0.	0.	0.
MONICA ROSENTHAL 16255 VENTURA BLVD, SUITE 625 ENCINO, CA 91436	CFO 0	0.	0.	0.
PATTI FELKER 16255 VENTURA BLVD, SUITE 625 ENCINO, CA 91436	SECRETARY 0	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1 see 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

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see 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		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 (see 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	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0.

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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
b Average of monthly cash balances	1b 2,828,540.
c Fair market value of all other assets (see instructions)	1c
d Total (add lines 1a, b, and c)	1d 2,828,540.
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 2,828,540.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4 42,428.
5 Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5 2,786,112.
6 Minimum investment return Enter 5% of line 5	6 139,306.

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	1 139,306.
2a Tax on investment income for 2010 from Part VI, line 5	2a
b Income tax for 2010 (This does not include the tax from Part VI.)	2b
c Add lines 2a and 2b	2c
3 Distributable amount before adjustments. Subtract line 2c from line 1	3 139,306.
4 Recoveries of amounts treated as qualifying distributions	4
5 Add lines 3 and 4	5 139,306.
6 Deduction from distributable amount (see instructions)	6
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 139,306.

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 1,012,465.
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 1,012,465.
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 instructions)	5
6 Adjusted qualifying distributions Subtract line 5 from line 4	6 1,012,465.

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				139,306.
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				
b From 2006				
c From 2007				
d From 2008				
e From 2009				1,149,485.
f Total of lines 3a through e	1,149,485.			
4 Qualifying distributions for 2010 from Part XII, line 4. ► \$ 1,012,465.				
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				139,306.
e Remaining amount distributed out of corpus	873,159.			
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	2,022,644.			
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 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 instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,022,644.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	1,149,485.			
e Excess from 2010	873,159.			

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

N/A

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

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

- 2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

- 3** Complete 3a, b, or c for the alternative test relied upon:

- a 'Assets' alternative test – enter**

- (1) Value of all assets

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)

- b** 'Endowment' alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c 'Support' alternative test – enter

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

SEE STATEMENT 7

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

NONE

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

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

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

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

- c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient 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	856,965.
b Approved for future payment TEMPLE ISRAEL OF HOLLYWOOD 7300 HOLLYWOOD BLVD LOS ANGELES, CA 90046	NONE	501C3	TO SUPPORT VARIOUS TEMPLE ACTIVITIES.	90,000.
Total			3b	90,000.

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, 990-EZ, or 990-PF

OMB No 1545-0047

2010

Name of the organization

ROSENTHAL FAMILY FOUNDATION

Employer identification number

26-2982710

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

- ☐ 501(c)(____) (enter number) organization
☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
☐ 527 political organization

Form 990-PF

- ☒ 501(c)(3) exempt private foundation
☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ, that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of ☒ \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ, that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc, purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for *arexclusively* religious, charitable, etc, purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc, contributions of \$5,000 or more during the year ► \$ _____

Caution: An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF) but it **must** answer 'No' on Part IV, line 2 of their Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

ROSENTHAL FAMILY FOUNDATION

26-2982710

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MONICA & PHIL ROSENTHAL 16255 VENTURA BLVD., #625 ENCINO, CA 91436	\$ 2,000,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	SUMMIT BUSINESS MANAGEMENT 16255 VENTURA BLVD., #625 ENCINO, CA 91436	\$ 85,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	MAGERY TABANKIN & ASSOCIATES 2800 28TH ST, #105 SANTA MONICA, CA 90405	\$ 57,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

ROSENTHAL FAMILY FOUNDATION

26-2982710

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	CONTRIBUTED ACCOUNTING SERVICES (PER CERTIFIED AUDIT OF FINANCIAL STATEMENTS)		
		\$ 85,000.	12/31/10
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
3	CONTRIBUTED CONSULTING SERVICES (PER CERTIFIED AUDIT OF FINANCIAL STATEMENTS)		
		\$ 57,000.	12/31/10
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

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

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

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

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

		\$	

BAA

Name of organization

Employer identification number

ROSENTHAL FAMILY FOUNDATION

26-2982710

Part III Exclusively religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete cols (a) through (e) and the following line entry.

For organizations completing Part III, enter total of exclusively religious, charitable, etc, contributions of \$1,000 or less for the year (Enter this information once. See instructions.)

► \$ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

BAA

2010

FEDERAL STATEMENTS

PAGE 1

ROSENTHAL FAMILY FOUNDATION

26-2982710

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONTRIBUTED ACCOUNTING SERVICES	\$ 12,000.			\$ 12,000.
TOTAL	\$ 12,000.	\$ 0.	\$ 0.	\$ 12,000.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CONSULTING SERVICES	\$ 13,500.			\$ 13,500.
CONTRIBUTED CONSULTING SERVICES	130,000.			130,000.
TOTAL	\$ 143,500.	\$ 0.	\$ 0.	\$ 143,500.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BUSINESS TAX	\$ 175.			
TOTAL	\$ 175.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	\$ 4.			
TOTAL	\$ 4.	\$ 0.	\$ 0.	\$ 0.

STATEMENT 5
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

PRIOR PERIOD ADJUSTMENT				\$ 228,000.
TOTAL				\$ 228,000.

ROSENTHAL FAMILY FOUNDATION

26-2982710

STATEMENT 6
FORM 990-PF, PART VII-A, LINE 10
SUBSTANTIAL CONTRIBUTORS DURING THE TAX YEAR

<u>NAME OF SUBSTANTIAL CONTRIBUTOR</u>	<u>ADDRESS OF SUBSTANTIAL CONTRIBUTOR</u>
MONICA ROSENTHAL	16255 VENTURA BLVD, STE 625 ENCINO, CA 91436
PHIL ROSENTHAL	16255 VENTURA BLVD, STE 625 ENCINO, CA 91436

STATEMENT 7
FORM 990-PF, PART XV, LINE 1A
FOUNDATION MANAGERS - 2% OR MORE CONTRIBUTORS

PHILIP ROSENTHAL
 MONICA ROSENTHAL

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
A BETTER LA 1150 S. OLIVE STREET, STE 340 LOS ANGELES, CA 90015	NONE	501C3	TO SUPPORT VARIOUS COMMUNITY OUTREACH PROGRAMS.	\$ 30,000.
AIDS RESEARCH ALLIANCE 1400 S. GRAND AVE, STE 701 LOS ANGELES, CA 90015	NONE	501C3	TO SUPPPORT AIDS RESEARCH.	2,500.
BET TZEDEK 145 S. FAIRFAX AVE., SUITE 200 LOS ANGELES, CA 90036	NONE	501C3	TO SUPPORT COMMUNITY LEGAL ASSISTANCE PROGRAMS.	15,325.
BIG BROTHERS & SISTERS OF LA 800 S. FIGUEROA ST., SUITE 620 LOS ANGELES, CA 90017	NONE	501C3	TO SUPPORT VARIOUS COMMUNITY PROGRAMS.	6,000.
BIG SUNDAY 6111 MELROSE AVE. LOS ANGELES, CA 90038	NONE	501C3	TO SUPPORT VARIOUS COMMUNITY PROGRAMS.	50,000.

ROSENTHAL FAMILY FOUNDATION

26-2982710

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CHILDREN AFFECTED BY AIDS 6033 W. CENTURY BLVD., STE 603 LOS ANGELES, CA 90045	NONE	501C3	TO SUPPORT VARIOUS PROGRAMS.	\$ 5,000.
CORNERSTONE THEATRE 708 TRACTION AVENUE LOS ANGELES, CA 90013	NONE	501C3	TO COVER VARIOUS THEATRE AND PRODUCTION COSTS.	10,000.
DOWNTOWN WOMEN'S CENTER 325 S. LOS ANGELES STREET LOS ANGELES, CA 90013	NONE	501C3	TO COVER HOUSING COSTS AND COMMUNITY PROGRAMS.	31,750.
GARDEN SCHOOL FOUNDATION 1660 STANFORD STREET SANTA MONICA, CA 90404	NONE	501C3	TO SUPPORT VARIOUS SCHOOL PROGRAMS.	25,000.
HOFSTRA UNIVERSITY 900 FULTON AVENUE HEMPSTEAD, NY 11550	NONE	501C3	TO SUPPORT VARIOUS UNIVERSITY PROGRAMS.	51,000.
HOMEBOY INDUSTRIES 130 W. BRUNO ST. LOS ANGELES, CA 90012	NONE	501C3	TO SUPPORT VARIOUS YOUTH OUTREACH PROGRAMS.	101,000.
INNER CITY ARTS 720 KOHLER STREET LOS ANGELES, CA 90021	NONE	501C3	TO SUPPORT VARIOUS ARTS PROGRAMS.	30,600.
INTERNATIONAL MYELOMA FOUNDATION 12650 RIVERSIDE DRIVE, SUITE 206 NORTH HOLLYWOOD, CA 91607	NONE	501C3	TO SUPPORT VARIOUS MEDICAL RESEARCH.	10,000.
LA BEST 200 N. SPRING STREET, SUITE M-120 LOS ANGELES, CA 90012	NONE	501C3	TO SUPPORT VARIOUS AFTERSCHOOL PROGRAMS.	50,000.
LAMP COMMUNITY 526 SAN PEDRO STREET LOS ANGELES, CA 90013	NONE	501C3	TO COVER HOUSING AND VARIOUS PROGRAMS.	5,000.
OAKWOOD SCHOOL 5220 LEMP AVENUE NORTH HOLLYWOOD, CA 91606	NONE	501C3	TO SUPPORT VARIOUS EDUCATIONAL PROGRAMS.	114,000.

ROSENTHAL FAMILY FOUNDATION

26-2982710

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
PALEY CENTER FOR MEDIA 465 N. BEVERLY DRIVE BEVERLY HILLS, CA 90210	NONE	501C3	TO SUPPORT VARIOUS MEDIA PROGRAMS.	\$ 2,500.
SANTA MONICA BAYKEEPER 120 BROADWAY SUITE 105 SANTA MONICA, CA 90401	NONE	501C3	TO SUPPORT VARIOUS CONSERVATION PROGRAMS.	20,000.
TEMPLE ISRAEL OF HOLLYWOOD 7300 HOLLYWOOD BLVD LOS ANGELES, CA 90046	NONE	501C3	TO SUPPORT VARIOUS TEMPLE ACTIVITIES.	130,000.
JEWISH FAMILY SERVICE 3580 WILSHIRE BLVD, 7TH FLOOR LOS ANGELES, CA 90010	NONE	501C3	TO SUPPORT SOVA COMMUNITY FOOD AND RESOURCE PROGRAM.	25,000.
ABRAHAM'S VISION 270 CHESTNUT ST, STE 202 REDWOOD CITY, CA 94063	NONE	501C3	GENERAL SUPPORT TO THE VISION PROGRAM.	25,000.
ALEX'S LEMONADE STAND FOUNDATION 333 E. LANCASTER AVE., #414 WYNNEWOOD, PA 19096	NONE	501C3	TO SUPPORT THE CHEFS COOK-OUT EVENT.	700.
AMERICAN CANCER SOCIETY 1710 WEBSTER STREET OAKLAND, CA 94612	NONE	501C3	TO SUPPORT THE 2010 CA SPIRIT AWARDS.	650.
ARDEN THEATRE COMPANY 40 N. 2ND STREET PHILADELPHIA, PA 19106	NONE	501C3	TO SUPPORT THE SYLVAN SOCIETY.	5,500.
ARTS FOR LA 1149 S HILL SUITE H-100 LOS ANGELES, CA 90015	NONE	501C3	TO SUPPORT VARIOUS ART PROGRAMS.	40,000.
ATLANTIC THEATER COMPANY 76 NINTH AVENUE, STE 537 NEW YORK, NY 10011	NONE	501C3	TO SUPPORT VARIOUS ART PROGRAMS.	5,000.
AVODAH THE JEWISH SERVICE CORPS 45 WEST 36TH STREET, 8TH FL NEW YORK, NY 10018	NONE	501C3	TO SUPPORT VARIOUS SERVICE AND COMMUNITY PROGRAMS.	1,000.

ROSENTHAL FAMILY FOUNDATION

26-2982710

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CALIFORNIA FOOD POLICY ADVOCATES 205 S. BROADWAY ST., STE 402 LOS ANGELES, CA 90012	NONE	501C3	GENERAL SUPPORT TO FURTHER PUBLIC EDUCATION ABOUT KEY NUTRITION ISSUES AND NUTRITION PROGRAMS.	\$ 35,000.
THE CHINATI FOUNDATION PO BOX 1135 / 1 CAVALRY ROW MARFA, TX 79843	NONE	501C3	TO SUPPORT VARIOUS ART PROGRAMS AND THE MUSEUM.	5,000.
LOS ANGELES COUNTY BICYCLE COALITION 634 S. SPRING STREET, SUITE 821 LOS ANGELES, CA 90014	NONE	501C3	TO SUPPORT VARIOUS COMMUNITY PROGRAMS.	25,000.
CLARKSTOWN SUMMER THEATRE PO BOX 223 NEW CITY, NY 10956	NONE	501C3	TO SUPPORT VARIOUS ART PROGRAMS.	1,000.
DISABILITY RIGHTS LEGAL CENTER 800 SOUTH FIGUEROA STREET, ST 1120 LOS ANGELES, CA 90017	NONE	501C3	TO SUPPORT VARIOUS COMMUNITY OUTREACH PROGRAMS TO PROVIDE BASIC DISABILITY RIGHTS, SPECIAL EDUCATION AND OTHER TRAININGS TO THE PUBLIC AND PRIVATE SECTOR.	10,000.
DONALDSON ADOPTION INSTITUTE 120 E. 38TH STREET NEW YORK, NY 10016	NONE	501C3	TO SUPPORT THE LA BENEFIT - CELEBRATING OUR FAMILIES EVENT.	1,000.
EVERYCHILD FOUNDATION PO BOX 1808 PACIFIC PALISADES, CA 90272	NONE	501C3	GENERAL SUPPORT TO VARIOUS AT-RISK YOUTH PROGRAMS.	5,000.

ROSENTHAL FAMILY FOUNDATION

26-2982710

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
FAMILY VIOLENCE PROJECT PO BOX 304 AUGUSTA, ME 04332	NONE	501C3	TO SUPPORT THE SPECIAL NEEDS OF WOMEN, CHILDREN, AND MEN WHO ARE EXPERIENCING DOMESTIC VIOLENCE AND ABUSE.	\$ 1,000.
FEMINIST MAJORITY FOUNDATION 1600 WILSON BLVD, STE 801 ARLINGTON, VA 22209	NONE	501C3	TO SUPPORT VARIOUS COMMUNITY OUTREACH PROGRAMS.	5,000.
FOOD BANK FOR NEW YORK CITY 39 BROADWAY NEW YORK, NY 10006	NONE	501C3	TO SUPPORT VARIOUS PROGRAMS TO HELP END HUNGER IN NEW YORK CITY BY ORGANIZING FOOD, INFORMATION AND SUPPORT FOR COMMUNITY SURVIVAL AND DIGNITY.	2,500.
FORD THEATRES 2580 CAHUENGA BLVD, EAST HOLLYWOOD, CA 90068	NONE	501C3	TO SUPPORT PERFORMING ARTS AND OUTREACH ACTIVITES.	40,000.
FRIENDS OF THE FAMILY 15350 SHERMAN WAY, STE 140 VAN NUYS, CA 91406	NONE	501C3	TO SUPPORT THE FAMILIES MATTER BENEFIT AND CELEBRATION.	25,000.
HAMMER MUSEUM 10899 WILSHIRE BLVD LOS ANGELES, CA 90024	NONE	501C3	TO SUPPORT THE ALICE WATERS GALA.	2,500.
HEART OF LOS ANGELES 2701 WILSHIRE BLVD, STE 100 LOS ANGELES, CA 90057	NONE	501C3	TO SUPPORT VARIOUS AFTER-SCHOOL PROGRAMMING IN ACADEMICS, ARTS AND ATHLETICS TO UNDERSERVED AND AT-RISK YOUTHS.	26,000.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
HOMELESS HEALTH CARE LOS ANGELES 2330 BEVERLY BLVD LOS ANGELES, CA 90057	NONE	501C3	TO SUPPORT PROGRAMS TO IMPROVE THE HEALTH OF HOMELESS PEOPLE THROUGH DIRECT SERVICES, EDUCATION AND ADVOCACY.	\$ 15,000.
HOPE FOR HAITI 1021 5TH AVENUE NORTH NAPLES, FL 34102	NONE	501C3	TO SUPPORT VARIOUS PROGRAMS TO PROVIDE GREATER ACCESS AND INCREASING THE QUALITY OF LEARNING TO HAITIAN GIRLS AND BOYS.	10,000.
IRAQ AND AFGHANISTAN VETERANS OF AMERICA 292 MADISON AVENUE, 10TH FL NEW YORK, NY 10017	NONE	501C3	TO SUPPORT VARIOUS PROGRAMS TO IMPROVE THE LIVES OF IRAQ AND AFGHANISTAN VETERANS AND THEIR FAMILIES.	20,000.
JAY DOOLEY MEMORIAL FOUNDATION PO BOX 22 RUMSON, NJ 07760	NONE	501C3	TO SUPPORT PROGRAMS TO PROVIDE RESOURCES FOR HEALTH AND EDUCATIONAL SERVICES FOR CHILDREN WITH DISABILITIES.	250.
JEWISH NATIONAL FUND LOS ANGELES 42 EAST 69TH STREET NEW YORK, NY 10021	NONE	501C3	TO SUPPORT THE TREE OF LIFE GALA DINNER.	5,000.
JEWISH WORLD WATCH 551 BALBOA BLVD ENCINO, CA 91316	NONE	501C3	TO SUPPORT THE GLOBAL SOUL EVENT.	10,000.
JOHN WAYNE CANCER FOUNDATION PO BOX 1779 NEWPORT BEACH, CA 92659	NONE	501C3	TO SUPPORT CANCER RESEARCH AT THE JOHN WAYNE CANCER INSTITUTE.	5,000.

ROSENTHAL FAMILY FOUNDATION

26-2982710

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
KATAHDIN PRODUCTIONS 1516 FIFTH STREET BERKELEY, CA 94710	NONE	501C3	TO COVER COSTS OF FILM PRODUCTION.	\$ 25,000.
MAKING FACES PRODUCTIONS PO BOX 241193 LOS ANGELES, CA 90024	NONE	501C3	TO SUPPORT VARIOUS ART PROGRAMS.	20,000.
MARY LIND RECOVERY CENTER 2500 WILSHIRE BLVD, STE 826 LOS ANGELES, CA 90057	NONE	501C3	TO SUPPORT VARIOUS PROGRAMS TO LOS ANGELES' HOMELESS MEN AND WOMEN RECOVER FROM DRUG AND ALCOHOL ADDICTION.	1,000.
MITZVAH DAY UK 152 WEST END LANE LONDON, LONDON NW6 1SD UNITED KINGDOM	NONE	501C3	TO SUPPORT VARIOUS COMMUNITY OUTREACH PROGRAMS.	300.
PEER HEALTH EXCHANGE 300 S. GRAND., 32 FLOOR LOS ANGELES, CA 90071	NONE	501C3	TO SUPPORT VARIOUS PROGRAMS TO GIVE TEENAGERS THE KNOWLEDGE AND SKILLS THEY NEED TO MAKE HEALTHY DECISIONS.	20,000.
RICHSTONE FAMILY CENTER 13620 CORDARY AVE HAWTHORNE, CA 90250	NONE	501C3	TO SUPPORT VARIOUS PROGRAMS TO PREVENT AND TREAT CHILD ABUSE, STRENGTHEN FAMILIES AND PREVENT VIOLENCE IN FAMILIES, SCHOOLS AND COMMUNITIES.	5,000.
SPINDLEWORKS 7 LINCOLN STREET BRUNSWICK, ME 04011	NONE	501C3	TO SUPPORT VARIOUS ART PROGRAMS.	1,000.
THE ACTORS' GANG 9070 VENICE BLVD CULVER CITY, CA 90232	NONE	501C3	TO SUPPORT VARIOUS ART PROGRAMS.	1,000.

ROSENTHAL FAMILY FOUNDATION

26-2982710

STATEMENT 8 (CONTINUED)
 FORM 990-PF, PART XV, LINE 3A
 RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE HEART PROJECT 1140 NORTH CITRUS AVENUE LOS ANGELES, CA 90038	NONE	501C3	TO SUPPORT VARIOUS ART PROGRAMS OFFERED IN SCHOOL AND AFTER SCHOOL CARE.	\$ 2,500.
THE NANCY DAVIS FOUNDATION FOR MS 1801 AVE OF THE STARS, STE 1400 LOS ANGELES, CA 90067	NONE	501C3	TO SUPPORT THE RACE TO ERASE MS.	2,500.
VIRGINIA AVENUE PROJECT 3000 OLYMPIC BLVD SANTA MONICA, CA 90404	NONE	501C3	TO SUPPORT THE ANNUAL GALA AND VARIOUS ART PROGRAMS.	1,250.
VISTA DEL MAR CHILD & FAMILY SERVICES 3200 MOTOR AVENUE LOS ANGELES, CA 90034	NONE	501C3	TO SUPPORT VARIOUS PROGRAMS FOR CHILDREN EXPERIENCING MENTAL HEALTH PROBLEMS, BEHAVIORAL PROBLEMS, EMOTIONAL PROBLEMS, OR SOCIAL PROBLEMS.	10,000.
THE WRITERS GUILD FOUNDATION 7000 W 3RD ST LOS ANGELES, CA 90048	NONE	501C3	TO SUPPORT THE WRITERS GUILD FOUNDATION SHAVELSON-WEBB LIBRARY INTERN PROGRAM.	8,500.
YOUNG AUDIENCES NEW YORK ONE EAST 53RD STREET NEW YORK, NY 10022	NONE	501C3	TO SUPPORT THE CHILDREN'S ARTS AWARD BENEFIT.	500.
ADJUST FOR 2009 CONTRIBUTIONS (CHECKS NOT CASHED) VARIOUS, US 91436	NONE	501C3	ADJUST FOR 2009 CONTRIBUTIONS	-55,360.
FUTURE CONTRIBUTIONS COMMITTED TO AND EXPENSED IN 2009, BUT PAID IN 2010, US 91436	NONE	501C3	FUTURE CONTRIBUTIONS COMMITTED TO AND EXPENSED IN 2009, BUT PAID IN 2010.	-228,000.
TOTAL				\$ 856,965.