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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , 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

JOSEPH H STAHLBERG FOUNDATION

A Employer identification number

26-3456559

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

B Telephone number (see page 10 of the instructions)

Wells Fargo Bank N A - PO BOX 63954 MAC A0348-012

(888) 730-4933

City or town, state, and ZIP code

SAN FRANCISCO

CA

94163

C If exemption application is pending, check here ☐D 1 Foreign organizations, check here ☐2 If private foundation status was terminated under section 507(b)(1)(A), check here ☐E 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 foundationI Fair market value of all assets at end of year (from Part II, col (c), line 16) ☐ \$ 2,057,508J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	8,949			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	0	0		
4 Dividends and interest from securities	52,243	52,243		
5 a Gross rents		0		
b Net rental income or (loss)	0			
6 a Net gain or (loss) from sale of assets not on line 10	75,103			
b Gross sales price for all assets on line 6a	602,576			
7 Capital gain net income (from Part IV, line 2)		75,103		
8 Net short-term capital gain			0	
9 Income modifications				
10 a Gross sales less returns and allowances	0			
b Less Cost of goods sold	0			
c Gross profit or (loss) (attach schedule)	0			
11 Other income (attach schedule)	0	0	0	
12 Total Add lines 1 through 11	136,295	127,346	0	
13 Compensation of officers, directors, trustees, etc	0			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)	0	0	0	0
b Accounting fees (attach schedule)	960	0	0	960
c Other professional fees (attach schedule)	0	0	0	0
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	4,203	651	0	0
19 Depreciation (attach schedule) and depletion	0	0	0	
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	27,428	20,649	0	6,779
24 Total operating and administrative expenses				
Add lines 13 through 23	32,591	21,300	0	7,739
25 Contributions, gifts, grants paid	80,000			80,000
26 Total expenses and disbursements Add lines 24 and 25	112,591	21,300	0	87,739
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	23,704			
b Net investment income (if negative, enter -0-)		106,046		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2010)

(HTA)

ENVELOPE
POSTMARK DATE MAY 04 2011

SCANNED MAY 11 2011

17

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	731,803	0	
	2	Savings and temporary cash investments		59,501	59,501
	3	Accounts receivable	0		
		Less allowance for doubtful accounts	0	0	0
	4	Pledges receivable	0		
		Less allowance for doubtful accounts	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule)	0		
		Less allowance for doubtful accounts	0	0	0
	8	Inventories for sale or use		0	
	9	Prepaid expenses and deferred charges		0	
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	0	0	0
	c	Investments—corporate bonds (attach schedule)	898,972	0	0
	11	Investments—land, buildings, and equipment basis	0		
	Less accumulated depreciation (attach schedule)	0	0	0	
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	259,040	1,849,334	1,998,007	
14	Land, buildings, and equipment basis	0			
	Less accumulated depreciation (attach schedule)	0	0	0	
15	Other assets (describe)	0	0	0	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,889,815	1,908,835	2,057,508	
Liabilities	17	Accounts payable and accrued expenses		0	
	18	Grants payable			
	19	Deferred revenue		0	
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe)	0	0	
	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. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	1,889,815	1,908,835	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	1,889,815	1,908,835		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,889,815	1,908,835		

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	1,889,815
2	Enter amount from Part I, line 27a	2	23,704
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	3	3,711
4	Add lines 1, 2, and 3	4	1,917,230
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> See Attached Statement	5	8,395
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,908,835

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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 Statement			
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	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

(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	0	0	0
b	0	0	0
c	0	0	0
d	0	0	0
e	0	0	0

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	75,103
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 }	3	0

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.

(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	91,684	1,877,657	0.048829
2008	3,257	1,781,153	0.001829
2007			0.000000
2006			0.000000
2005			0.000000

2 Total of line 1, column (d)	2	0.050658
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	0.025329
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,988,260
5 Multiply line 4 by line 3	5	50,361
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,060
7 Add lines 5 and 6	7	51,421
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	8	87,739

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of 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 instructions)		1	1,060
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	1,060
3 Add lines 1 and 2		4	
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	1,060
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,879	
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	0	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,879	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0	
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	819	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax <input checked="" type="checkbox"/> 819 Refunded <input type="checkbox"/>	11	0	

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 page 19 of 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 checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
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, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input checked="" type="checkbox"/> 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 General Instruction G? <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 on page 27)? <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>		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 page 20 of the 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 ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933			
Located at ▶ PO BOX 63954 MAC A0348-012 SAN FRANCISCO CA ZIP+4 ▶ 94163				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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 ▶				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 checked="" type="checkbox"/> Yes <input 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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 page 22 of the instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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 page 22 of the instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?**5b** N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

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**7b** N/A**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N A PO BOX 63954 MAC A0348-012 SAN FRANCISCO	Trustee	4 00	27,077	0
		00	0	0
		00	0	0
		00	0	0
		00	0	0

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

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

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

▶

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 (see page 23 of the instructions) If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
		0
		0
		0
		0
		0
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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	0
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,823,103
b	Average of monthly cash balances	1b	195,435
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,018,538
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,018,538
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	30,278
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,988,260
6	Minimum investment return. Enter 5% of line 5	6	99,413

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

1	Minimum investment return from Part X, line 6	1	99,413
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,060
b	Income tax for 2010 (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	1,060
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	98,353
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	98,353
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	98,353

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	87,739
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	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	87,739
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	1,060
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	86,679

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				98,353
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			84,162	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2010				
a From 2005	NONE			
b From 2006	NONE			
c From 2007	NONE			
d From 2008	NONE			
e From 2009	NONE			
f Total of lines 3a through e	0			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 87,739				
a Applied to 2009, but not more than line 2a			84,162	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)	0			
d Applied to 2010 distributable amount	0			3,577
e Remaining amount distributed out of corpus	0			
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				94,776
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)	0			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2006	0			
b Excess from 2007	0			
c Excess from 2008	0			
d Excess from 2009	0			
e Excess from 2010	0			

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- b** 85% of line 2a

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

- 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**

[illegible]

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

- c. Any submission deadlines

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

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Attached Statement				
Total			▶ 3a	80,000
b Approved for future payment NONE				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1	Program service revenue					
a			0		0	0
b			0		0	0
c			0		0	0
d			0		0	0
e			0		0	0
f			0		0	0
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	52,243	
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	75,103	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____		0		0	0
b	_____		0		0	0
c	_____		0		0	0
d	_____		0		0	0
e	_____		0		0	0
12	Subtotal Add columns (b), (d), and (e)		0		127,346	0
13	Total Add line 12, columns (b), (d), and (e)				13	127,346

(See worksheet in line 13 instructions on page 29 to verify calculations.)

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

[illegible]

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?

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

- (1) Cash**

- (2) Other assets**

- b Other transactions**

- (1) Sales of assets to a noncharitable exempt organization**

- (2) Purchases of assets from a noncharitable exempt organization**

- (3) Rental of facilities, equipment, or other assets**

- (4) Reimbursement arrangements

- (5) Loans or loan guarantees

- (6) Performance of services or membership or fundraising solicitations**

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

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

[illegible]

- 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

**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.

John A Sulentic

4/26/2011

VP AND TAX DIRECTOR

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

Donald J Roman

[Handwritten signature]

4/26/2011

Firm's EIN ▶ 13-4008324

Firm's name ► PricewaterhouseCoopers, LLP

Phone no 412-355-6000

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Form 990-PF

JOSEPH H STAHLBERG FOUNDATION

26-3456559 Page 1 of 1

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

AUTISM RESEARCH INSTITUTE

Street

4182 ADAMS AVENUE

City

SAN DIEGO

State

CA

Zip Code

92116

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

UCI INSTITUTE FOR MEMORY IMPAIRMENTS AND NEUROLOGICAL DISORDERS

Street

2642 BIOLOGICAL SCIENCES III

City

IRVINE

State

CA

Zip Code

92697-4545

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

UCLA ALZHEIMER DISEASE CENTER

Street

710 WESTWOOD PLAZA, SIUTE 1-145

City

LOS ANGELES

State

CA

Zip Code

90095-1769

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

USC ALZHEIMER DISEASE RESEARCH CTR

Street

1520 SAN PABLO STREET

City

LOS ANGELES

State

CA

Zip Code

90033

Foreign Country

Relationship

NONE

Foundation Status

501 (C) (3) PUBLIC CHARITY

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

20,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

0

Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Index	Check "X" if Sale of Security	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals				Net Gain or Loss	
									Gross Sales		Cost, Other Basis and Expenses			
									Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements		
									Securities					
Long Term CG Distributions									Amount		67		75,103	
Short Term CG Distributions											0		0	
1	X	VANGUARD EXTENDED MARKET INDEX FUND	922908652			6/16/2010		11/22/2010	26,952	24,465			2,487	
2	X	TAXABLE SHORT-TERM BOND FUND	999612906			12/22/2008		6/22/2010	25,000	24,174			826	
3	X	TAXABLE SHORT-TERM BOND FUND	999612906			12/22/2008		9/22/2010	75,000	72,741			2,259	
4	X	TAXABLE SHORT-TERM BOND FUND	999612906			12/22/2008		11/30/2010	40,200	39,206			994	
5	X	TAXABLE INTERMEDIATE TERM BOND FUND	999708902			12/22/2008		6/22/2010	25,000	22,407			2,593	
6	X	TAXABLE INTERMEDIATE TERM BOND FUND	999708902			12/22/2008		9/22/2010	75,000	66,874			8,126	
7	X	TAXABLE INTERMEDIATE TERM BOND FUND	999708902			12/22/2008		11/5/2010	60,765	54,237			6,528	
8	X	TAXABLE INTERMEDIATE TERM BOND FUND	999708902			12/22/2008		12/7/2010	100,545	92,146			8,399	
9	X	UIT	464285105			1/2/2010		3/31/2010	6	5			1	
10	X	UIT	464285105			1/2/2010		4/30/2010	5	0			5	
11	X	UIT	464285105			1/2/2010		5/28/2010	6	5			1	
12	X	UIT	464285105			1/2/2010		6/30/2010	6	5			1	
13	X	UIT	464285105			1/2/2010		7/30/2010	4	3			1	
14	X	UIT	464285105			1/2/2010		8/31/2010	4	3			1	
15	X	UIT	464285105			1/2/2010		9/30/2010	4	3			1	
16	X	UIT	464285105			1/2/2010		10/29/2010	4	3			1	
17	X	UIT	464285105			1/2/2010		11/30/2010	4	3			1	
18	X	UIT	464285105			1/2/2010		12/31/2010	4	3			1	
19	X	ISHARES MSCI EAFE GROWTH FUND	464288885			1/6/2010		5/25/2010	9,410	11,346			-1,936	
20	X	ISHARES MSCI EAFE GROWTH FUND	464288885			3/1/2010		5/25/2010	5,881	6,708			-827	
21	X	UIT	46428Q109			1/2/2010		5/28/2010	8	8			0	
22	X	UIT	46428Q109			1/2/2010		6/30/2010	8	8			0	
23	X	UIT	46428Q109			1/2/2010		7/30/2010	8	8			0	
24	X	UIT	46428Q109			1/2/2010		8/31/2010	8	8			0	
25	X	UIT	46428Q109			1/2/2010		9/30/2010	9	7			2	
26	X	UIT	46428Q109			1/2/2010		10/29/2010	11	8			3	
27	X	UIT	46428Q109			1/2/2010		11/30/2010	12	5			7	
28	X	UIT	46428Q109			1/2/2010		12/31/2010	13	8			5	
29	X	SPDR DOW JONES REIT ETF	78464A607			2/16/2010		4/30/2010	8,703	7,036			1,667	
30	X	SPDR DOW JONES REIT ETF	78464A607			8/19/2009		4/30/2010	12,474	8,497			3,977	
31	X	VANGUARD EXTENDED MARKET INDEX FUND	922908652			1/2/2010		11/22/2010	35,936	29,687			6,249	
32	X	VANGUARD EXTENDED MARKET INDEX FUND	922908652			2/4/2010		11/22/2010	17,968	14,493			3,475	
33	X	VANGUARD EXTENDED MARKET INDEX FUND	922908652			2/10/2010		11/22/2010	19,251	15,474			3,777	
34	X	VANGUARD EXTENDED MARKET INDEX FUND	922908652			2/16/2010		11/22/2010	30,802	25,747			5,055	
35	X	VANGUARD EXTENDED MARKET INDEX FUND	922908652			2/22/2010		11/22/2010	14,118	12,062			2,056	
36	X	SECTION 1256 GAIN FROM POWERSHARE SA							7,271	73			7,271	
37	X	STL FROM SALE OF POWERSHARE SA											-73	
38	X	SHORT TERM CTF GAIN							9,177				9,177	
39	X	LTG FROM POWERSHARE SA							135				135	
40	X	LONG TERM CTF GAIN							2,797				2,797	
41													0	
42													0	

Line 16b (990-PF) - Accounting Fees

		960	0	0	960
	Name of Organization or Person Providing Service	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	960			960
2					
3					
4					
5					
6					
7					
8					
9					
10					

Line 18 (990-PF) - Taxes

		4,203	651	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	PY FED EXCISE TAX	1,673			
2	ESTIMATED EXCISE TAX PAID	1,879			
3	FOREIGN TAX WITHHELD	651	651		
4					
5					
6					
7					
8					
9					
10					

Line 23 (990-PF) - Other Expenses

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Amortization See attached statement	0	0	0	0
2	TRUSTEE FEES	27,077	20,308		6,769
3	INVESTMENT EXPENSES	123	123		
4	STATE FILING FEE	10			10
5	PARTNERSHIP EXPENSES	218	218		
6					
7					
8					
9					
10					

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

	Description	Interest Rate	Maturity Date	Book Value Beg. of Year	Book Value End of Year	FMV Beg. of Year	FMV End of Year
1	PRIOR YEAR			898,972			
2							
3							
4							
5							
6							
7							
8							
9							
10							

Part II, Line 13 (990-PF) - Investments - Other

		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	PRIOR YEAR		259,040	1,849,334	1,998,007
2	SEE ATTACHED STATEMENT		259,040	0	
3				1,849,334	1,998,007
4					
5					
6					
7					
8					
9					
10					

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	98
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	1,062
3	UNDISTRIBUTED CTF CAPITAL GAIN	3	2,551
4	Total	4	3,711

Line 5 - Decreases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	1,249
2	PARTNERSHIP INCOME ADJUSTMENT	2	7,146
3	Total	3	8,395

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Kind(s) of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Totals		Gross Sales Price	Depreciation Allowed	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						Long Term CG Distributions	Short Term CG Distributions								
						Amount	67								
1	VANGUARD EXTENDED MARKET VIPER	922908652		6/16/2010	11/22/2010			26,952	0	24,465	2,487			0	75,036
2	TAXABLE SHORT-TERM BOND FUND	999612906		12/22/2008	6/22/2010			25,000	0	24,174	826			0	826
3	TAXABLE SHORT-TERM BOND FUND	999612906		12/22/2008	9/22/2010			75,000	0	72,741	2,259			0	2,259
4	TAXABLE SHORT-TERM BOND FUND	999612906		12/22/2008	11/30/2010			40,200	0	39,206	994			0	994
5	TAXABLE INTERMEDIATE TERM BD FD	999708902		12/22/2008	6/22/2010			25,000	0	22,407	2,593			0	2,593
6	TAXABLE INTERMEDIATE TERM BD FD	999708902		12/22/2008	9/22/2010			75,000	0	66,874	8,126			0	8,126
7	TAXABLE INTERMEDIATE TERM BD FD	999708902		12/22/2008	11/5/2010			60,765	0	54,237	6,528			0	6,528
8	TAXABLE INTERMEDIATE TERM BD FD	999708902		12/22/2008	12/7/2010			100,545	0	92,146	8,399			0	8,399
9	UIT	464285105		1/2/2010	3/31/2010			6	0	5	1			0	1
10	UIT	464285105		1/2/2010	4/30/2010			5	0	5	0			0	0
11	UIT	464285105		1/2/2010	5/28/2010			5	0	5	1			0	1
12	UIT	464285105		1/2/2010	6/30/2010			6	0	5	1			0	1
13	UIT	464285105		1/2/2010	7/30/2010			4	0	3	1			0	1
14	UIT	464285105		1/2/2010	8/31/2010			4	0	3	1			0	1
15	UIT	464285105		1/2/2010	9/30/2010			4	0	3	1			0	1
16	UIT	464285105		1/2/2010	10/29/2010			4	0	3	1			0	1
17	UIT	464285105		1/2/2010	11/30/2010			4	0	3	1			0	1
18	UIT	464285105		1/2/2010	12/31/2010			4	0	3	1			0	1
19	ISHARES MSCI EAFE GROWTH	464288855		1/6/2010	5/25/2010			9,410	0	11,346	-1,936			0	-1,936
20	ISHARES MSCI EAFE GROWTH	464288855		3/1/2010	5/25/2010			5,881	0	6,708	-827			0	-827
21	UIT	46428Q109		1/2/2010	5/28/2010			8	0	8	0			0	0
22	UIT	46428Q109		1/2/2010	6/30/2010			8	0	8	0			0	0
23	UIT	46428Q109		1/2/2010	7/30/2010			8	0	8	0			0	0
24	UIT	46428Q109		1/2/2010	8/31/2010			8	0	8	0			0	0
25	UIT	46428Q109		1/2/2010	9/30/2010			9	0	7	2			0	2
26	UIT	46428Q109		1/2/2010	10/29/2010			11	0	8	3			0	3
27	UIT	46428Q109		1/2/2010	11/30/2010			12	0	7	5			0	5
28	UIT	46428Q109		1/2/2010	12/31/2010			13	0	8	5			0	5
29	SPDR DOW JONES REIT ETF	78464A607		2/16/2010	4/30/2010			8,703	0	7,036	1,667			0	1,667
30	SPDR DOW JONES REIT ETF	78464A607		8/19/2009	4/30/2010			12,474	0	8,497	3,977			0	3,977
31	VANGUARD EXTENDED MARKET VIPER	922908652		1/27/2010	11/22/2010			35,936	0	29,687	6,249			0	6,249
32	VANGUARD EXTENDED MARKET VIPER	922908652		2/4/2010	11/22/2010			17,968	0	14,493	3,475			0	3,475
33	VANGUARD EXTENDED MARKET VIPER	922908652		2/10/2010	11/22/2010			19,251	0	15,474	3,777			0	3,777
34	VANGUARD EXTENDED MARKET VIPER	922908652		2/16/2010	11/22/2010			30,802	0	25,747	5,055			0	5,055
35	VANGUARD EXTENDED MARKET VIPER	922908652		2/22/2010	11/22/2010			14,118	0	12,062	2,056			0	2,056
36	SECTION 1256 GAIN FROM POWERSHARES							7,271	0	0	7,271			0	7,271
37	STL FROM SALE OF POWERSHARES							0	0	73	-73			0	-73
38	SHORT TERM CTF GAIN							9,177	0	0	9,177			0	9,177
39	LTG FROM POWERSHARES SALES							135	0	0	135			0	135
40	LONG TERM CTF GAIN							2,797	0	0	2,797			0	2,797
41								0	0	0	0			0	0
42								0	0	0	0			0	0

Part

	0	0	0
	Benefits	Expense Account	Explanation
1			
2			
3			
4			
5			
6			
7			
8			
9			
10			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	
2 First quarter estimated tax payment	5/12/2010	2	470
3 Second quarter estimated tax payment	6/11/2010	3	470
4 Third quarter estimated tax payment	9/13/2010	4	470
5 Fourth quarter estimated tax payment	9/13/2010	5	469
6 Other payments		6	0
7 Total		7	1,879

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2009 that remained undistributed at the beginning of the 2010 tax year	1	84,162
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	84,162

STAHLBERG, JOSEPH H. FOUNDATION
 EIN: 26-3456559
 12/31/2010

Security Description	Security Category	Account #	CUSIP	Asset Name	FMV	Fed Cost
Bank CTFs	Invest - Other	73164000	999612906	TAXABLE SHORT-TERM BOND FUND	323,087	315,412
Bank CTFs	Invest - Other	73164000	999708902	TAXABLE INTERMEDIATE TERM BD FD	246,159	226,302
Mutual Fund	Invest - Other	73164000	464287200	ISHARES S & P 500 INDEX FUND	407,156	361,959
Mutual Fund	Invest - Other	73164000	464287465	ISHARES MSCI EAFE	202,315	192,185
Mutual Fund	Invest - Other	73164000	464286665	ISHARES INC MSCI PACIFIC EX-JAPAN	18,792	17,118
Mutual Fund	Invest - Other	73164000	448108100	HUSSMAN STRATEGIC GROWTH FUND #601	172,431	180,000
Mutual Fund	Invest - Other	73164000	464287176	ISHARES BARCLAYS TIPS BOND FUND	48,384	47,280
Mutual Fund	Invest - Other	73164000	464285105	ISHARES GOLD TRUST	20,850	16,194
Mutual Fund	Invest - Other	73164000	922042858	VANGUARD EMERGING MARKETS ETF	97,736	89,813
MLP	Invest - Other	73164000	73935S105	POWERSHARES DB COMMODITY INDEX	77,002	69,853
Mutual Fund	Invest - Other	73164000	78464A607	SPDR DOW JONES REIT ETF	108,921	70,543
Mutual Fund	Invest - Other	73164000	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	49,052	48,974
MLP	Invest - Other	73164000	46428Q109	ISHARES SILVER TR	33,198	19,215
Mutual Fund	Invest - Other	73164000	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	46,128	47,260
Mutual Fund	Invest - Other	73164000	464287242	ISHARES IBOXX \$ INV GR CORP BD FD	27,110	28,092
Mutual Fund	Invest - Other	73164000	51855Q655	LAUDUS MONDRIAN INTL FI-INST #2940	67,341	67,055
Mutual Fund	Invest - Other	73164000	76628T645	RIDGEWORTH SEIX HY BD-I #5855	52,346	52,080
Demand Note	Savings & Temp Inv	73164000	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	22,145	22,145
Demand Note	Savings & Temp Inv	73164000	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	37,356	37,356
Invest - Other					1,998,007	1,849,334
Savings & Temp Inv					59,501	59,501
TOTAL					2,057,508	1,908,835