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

2010

Department of the Treasury
Internal Revenue Service

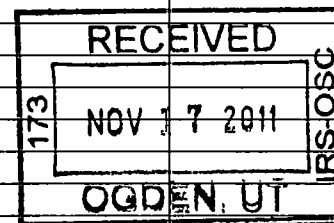
Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements.

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

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

Name of foundation ZLOTOFF GENERATIONS FUND C/O PAUL ZLOTOFF		A Employer identification number 26-4094446
Number and street (or P O box number if mail is not delivered to street address) 280 DAINES STREET	Room/suite 300	B Telephone number 248-645-9220
City or town, state, and ZIP code BIRMINGHAM, MI 48009		C If exemption application is pending, 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		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,021,858. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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 ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		8,552.	8,552.		STATEMENT 1
4 Dividends and interest from securities		23,551.	23,551.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		48,728.			
b Gross sales price for all assets on line 6a 453,821.					
7 Capital gain net income (from Part IV, line 2)			48,728.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		-11,405.	-11,405.		STATEMENT 3
12 Total Add lines 1 through 11		69,426.	69,426.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		2,640.	0.		0.
c Other professional fees					
17 Interest		1,471.	1,471.		0.
18 Taxes STMT 5		1,215.	215.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		19,580.	19,580.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		24,906.	21,266.		0.
25 Contributions, gifts, grants paid		179,570.			179,570.
26 Total expenses and disbursements. Add lines 24 and 25		204,476.	21,266.		179,570.
27 Subtract line 26 from line 12:		-135,050.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			48,160.		
c Adjusted net income (if negative, enter -0-)				N/A	



5

ZLOTOFF GENERATIONS FUND

Form 990-PF (2010)

C/O PAUL ZLOTOFF

26-4094446

Page 2

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	4,819.	610.	610.
	2 Savings and temporary cash investments	962,466.	790,775.	790,775.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations STMT 7	0.	3,800.	4,153.
	b Investments - corporate stock STMT 8	1,090,542.	1,152,649.	1,495,219.
	c Investments - corporate bonds STMT 9	51,862.	0.	0.
11 Investments - land, buildings, and equipment basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 10	681,866.	708,671.	731,101.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	2,791,555.	2,656,505.	3,021,858.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	2,791,555.	2,656,505.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	2,791,555.	2,656,505.		
31 Total liabilities and net assets/fund balances	2,791,555.	2,656,505.		

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	2,791,555.
2 Enter amount from Part I, line 27a	2	-135,050.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,656,505.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,656,505.

ZLOTOFF GENERATIONS FUND

Form 990-PF (2010)

C/O PAUL ZLOTOFF

26-4094446 Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
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 453,821.		443,321.	48,728.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			48,728.

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	48,728.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }	3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	20,205.	1,821,371.	.011093
2008			
2007			
2006			
2005			

2 Total of line 1, column (d)	2	.011093
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	.011093
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,840,607.
5 Multiply line 4 by line 3	5	31,511.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	482.
7 Add lines 5 and 6	7	31,993.
8 Enter qualifying distributions from Part XII, line 4	8	179,570.

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.

ZLOTOFF GENERATIONS FUND

Form 990-PF (2010)

C/O PAUL ZLOTOFF

26-4094446

Page 4

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	482.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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	482.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	482.
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 612.	7	612.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	130.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ☒ 130. Refunded ☒			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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.		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. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ MI		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2010)

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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>PAUL ZLOTOFF</u> Telephone no. ► <u>248-645-9220</u> Located at ► <u>280 DAINES STREET, SUITE 300, BIRMINGHAM, MI</u> ZIP+4 ► <u>48009</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐ N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) ☐ Yes ☒ No	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) ☐ Yes ☒ No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

ZLOTOFF GENERATIONS FUND

Form 990-PF (2010)

C/O PAUL ZLOTOFF

26-4094446

Page 6

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

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

6b

X

If "Yes" to 6b, file Form 8870

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PAUL ZLOTOFF	PRESIDENT, TRUSTEE			
280 DAINES STREET, SUITE 300				
BIRMINGHAM, MI 48009	1.00	0.	0.	0.

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

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

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

0

Form 990-PF (2010)

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services

0

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

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B**Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2010)

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	1,956,611.
b	Average of monthly cash balances	1b	927,254.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,883,865.
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	2,883,865.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	43,258.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,840,607.
6	Minimum investment return. Enter 5% of line 5	6	142,030.

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	142,030.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	482.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	482.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	141,548.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	141,548.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	141,548.

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	179,570.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	179,570.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	482.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	179,088.

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				141,548.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			70,476.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 179,570.				
a Applied to 2009, but not more than line 2a			70,476.	
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				109,094.
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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				32,454.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

N/A

- ▶

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]Form **990-PF** (2010)

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	64.347 SHS JANUS INTL EQUITY CLASS	P	01/16/08	03/31/10
b	34.585 SHS JANUS INTL EQUITY	P	01/16/08	07/13/10
c	180 SHS ARTIO GLOBAL INVESTORS INC COM	P	VARIOUS	11/18/10
d	100 SHS GOODRICH PETROLEUM CORP	P	12/23/09	03/25/10
e	110 SHS INVESTMETN TECH GROUP INC	P	09/17/09	08/27/10
f	110 SHS BANKFINANCIAL CORP	P	03/26/07	11/29/10
g	120 SHS BRINKS HOME SEC HLDG INC	P	VARIOUS	01/22/10
h	60 SHS BUCYRUS INTL INC NEW	P	03/26/07	09/17/10
i	100 SHS BUCYRUS INTL INC	P	03/26/07	11/18/10
j	340 SHS COVANTA HLDG CORP COM	P	03/26/07	07/07/10
k	120 SHS EXCO RES INC	P	03/26/07	11/03/10
l	120 SHS BRINKS HOME SEC HLDG INC	P	03/26/07	11/17/10
m	50 SHS FLOWSERVE CORP	P	03/26/07	05/05/10
n	140 SHS GOODRICH PETROLEUM CORP	P	03/26/07	03/25/10
o	50 SHS JOY GLOBAL	P	03/26/07	11/17/10

(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 675.		734.	-59.
b 350.		395.	-45.
c 2,455.		3,521.	-1,066.
d 1,603.		2,557.	-954.
e 1,526.		2,912.	-1,386.
f 1,037.		1,802.	-765.
g 4,956.		3,142.	1,814.
h 4,187.		1,561.	2,626.
i 8,913.		2,601.	6,312.
j 5,712.		7,752.	-2,040.
k 2,258.		1,949.	309.
l 2,206.		1,949.	257.
m 5,347.		2,900.	2,447.
n 2,244.		4,680.	-2,436.
o 3,747.		2,152.	1,595.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-59.
b			-45.
c			-1,066.
d			-954.
e			-1,386.
f			-765.
g			1,814.
h			2,626.
i			6,312.
j			-2,040.
k			309.
l			257.
m			2,447.
n			-2,436.
o			1,595.

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
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3

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	50 SHS JOY GLOBAL INC	P	03/26/07	12/28/10
b	560 SHS MUELLER WTR PRODS INC COM	P	03/26/07	08/11/10
c	470 SHS NEWALLIANCE BANCSHARES INC	P	03/26/07	09/10/10
d	210 SHS PULTEGROUP INC	P	08/11/09	11/18/10
e	40 SHS RALCORP HLGDS INC	P	03/26/07	06/22/10
f	40 SHS WALTER ENERGY INC	P	03/26/07	12/14/10
g	76 SHS WALTER INVT MGMT CORP COM	P	VARIOUS	06/22/10
h	200 SHS WENDYS ARBYS GROUP INC	P	03/26/07	03/09/10
i	336 CH ROBINSON WORLDWIDE INC	P	03/11/10	09/13/10
j	602 SHS AUTOMATIC DATA PROCESSING	P	05/18/07	06/30/10
k	242 SHS AUTOMATIC DATA PROCESSING	P	02/15/08	06/30/10
l	261 BERKSHIRE HATHAWAY INC	P	05/18/07	02/18/10
m	269 BERKSHIRE HATHAWAY INC	P	05/18/07	06/30/10
n	822 SHS ECOLAB INC	P	10/24/08	06/30/10
o	55 SHS FASTENAL CO	P	11/21/08	03/02/10

(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 4,357.		2,152.	2,205.
b 1,545.		7,737.	-6,192.
c 5,895.		7,661.	-1,766.
d 1,404.		2,489.	-1,085.
e 2,222.		2,502.	-280.
f 4,704.		1,007.	3,697.
g 1,294.		1,459.	-165.
h 929.		3,760.	-2,831.
i 22,858.		17,948.	4,910.
j 24,339.		29,227.	-4,888.
k 9,784.		9,454.	330.
l 20,002.		18,771.	1,231.
m 21,648.		19,346.	2,302.
n 37,258.		30,801.	6,457.
o 2,464.		1,810.	654.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,205.
b			-6,192.
c			-1,766.
d			-1,085.
e			-280.
f			3,697.
g			-165.
h			-2,831.
i			4,910.
j			-4,888.
k			330.
l			1,231.
m			2,302.
n			6,457.
o			654.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

3

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	597 SHS FASTENAL CO	P	12/03/08	03/03/10
b	260 SHS FASTENAL CO	P	12/03/08	03/03/10
c	250 ITT EDUCATIONAL SERVICE	P	02/27/09	08/06/10
d	326 SHS ITT EDUCATIONAL SERVICES	P	05/07/09	08/06/10
e	5 SHS ALCON INC	P	07/15/09	05/05/10
f	5 SHS ARCHER DANIELS MID	P	03/10/09	04/14/10
g	5 SHS ARCHER DANIELS MID	P	03/23/09	04/14/10
h	15 SHS ARCHER DANIELS MID	P	05/26/09	04/14/10
i	25 SHS APPLIED MATERIALS INC	P	03/12/09	05/04/10
j	25 SHS APPLIED MATERIALS INC	P	05/19/09	05/04/10
k	25 SHS APPLIED MATERIALS INC	P	05/26/09	05/04/10
l	75 SHS APPLIED MATERIALS INC	P	08/18/09	05/04/10
m	5 SHS ANADARKO PETROLEUM	P	11/04/08	05/04/10
n	10 SHS ANADARKO PETROLEUM	P	05/26/09	05/04/10
o	10 SHS ANADARKO PETROLEUM	P	08/18/09	05/04/10

(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 26,748.		19,378.	7,370.
b 11,792.		8,439.	3,353.
c 17,909.		28,390.	-10,481.
d 23,354.		30,267.	-6,913.
e 780.		600.	180.
f 141.		140.	1.
g 141.		144.	-3.
h 422.		407.	15.
i 333.		250.	83.
j 333.		280.	53.
k 333.		275.	58.
l 998.		1,002.	-4.
m 320.		179.	141.
n 640.		445.	195.
o 640.		504.	136.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			7,370.
b			3,353.
c			-10,481.
d			-6,913.
e			180.
f			1.
g			-3.
h			15.
i			83.
j			53.
k			58.
l			-4.
m			141.
n			195.
o			136.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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	25 SHS ANADARKO PETROLEUM	P	09/17/09	05/04/10
b	25 SHS BOEING CO	P	08/27/09	05/05/10
c	25 SHS BOEING CO	P	08/27/09	11/16/10
d	25 SHS BOEING CO	P	09/15/10	11/16/10
e	15 SHS BOSTON PROPERTIES	P	04/14/10	05/05/10
f	5 SHS CELGENE CORP	P	03/13/09	05/25/10
g	5 SHS CELGENE CORP	P	03/16/09	05/25/10
h	10 SHS CLOROX CO	P	04/30/09	11/04/10
i	15 SHS CLOROX CO	P	05/26/09	11/04/10
j	15 SHS CLOROX CO	P	08/18/09	11/04/10
k	10 SHS CLOROX CO	P	09/15/10	11/04/10
l	25 SHS CUMMINS INC	P	05/26/09	05/19/10
m	25 SHS CUMMINS INC	P	03/25/09	05/20/10
n	25 SHS COSTCO WHOLESALE	P	03/03/10	05/06/10
o	10 SHS CREE INC	P	05/26/10	10/20/10

(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	1,600.		1,646.	-46.
b	1,779.		1,298.	481.
c	1,556.		1,298.	258.
d	1,556.		1,569.	-13.
e	1,210.		1,201.	9.
f	265.		239.	26.
g	265.		241.	24.
h	625.		560.	65.
i	937.		779.	158.
j	937.		855.	82.
k	625.		669.	-44.
l	1,710.		833.	877.
m	1,585.		678.	907.
n	1,458.		1,525.	-67.
o	493.		670.	-177.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-46.
b			481.
c			258.
d			-13.
e			9.
f			26.
g			24.
h			65.
i			158.
j			82.
k			-44.
l			877.
m			907.
n			-67.
o			-177.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

2

3

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	5 SHS CREE INC	P	06/15/10	10/20/10
b	15 SHS CISCO SYSTEMS INC	P	08/08/08	05/19/10
c	25 SHS CISCO SYSTEMS INC	P	07/20/09	05/19/10
d	10 SHS CISCO SYSTEMS INC	P	08/18/09	05/19/10
e	50 SHS CISCO SYSTEMS INC	P	09/15/10	12/03/10
f	10 SHS DEERE & CO	P	03/05/10	08/11/10
g	100 SHS DOW CHEMICAL CO	P	09/20/10	11/12/10
h	25 SHS FREEPORT-MCMORAN	P	08/18/09	01/27/10
i	5 SHS FREEPORT-MCMORAN	P	03/10/09	02/05/10
j	5 SHS FREEPORT-MCMORAN	P	03/19/09	02/05/10
k	5 SHS FREEPORT-MCMORAN	P	04/02/09	02/05/10
l	10 SHS FREEPORT-MCMORAN	P	05/26/09	02/05/10
m	25 SHS FREEPORT-MCMORAN	P	07/21/10	11/16/10
n	5 SHS FIRST SOLAR INC	P	04/29/10	05/20/10
o	10 SHS FMC TECHNOLOGIES	P	08/18/09	05/20/10

(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 246.		348.	-102.
b 363.		364.	-1.
c 605.		527.	78.
d 242.		210.	32.
e 955.		1,088.	-133.
f 652.		597.	55.
g 3,106.		2,707.	399.
h 1,736.		1,506.	230.
i 336.		171.	165.
j 336.		210.	126.
k 336.		212.	124.
l 672.		501.	171.
m 2,407.		1,695.	712.
n 535.		746.	-211.
o 560.		441.	119.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-102.
b			-1.
c			78.
d			32.
e			-133.
f			55.
g			399.
h			230.
i			165.
j			126.
k			124.
l			171.
m			712.
n			-211.
o			119.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

2

3

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	15 SHS FMC TECHNOLOGIES	P	03/14/09	05/20/10
b	50 SHS GENERAL ELECTRIC CO	P	03/24/10	05/06/10
c	100 SHS GENERAL ELECTRIC CO	P	03/17/10	05/20/10
d	50 SHS GENERAL ELECTRIC CO	P	03/24/10	05/20/10
e	50 SHS CORNING INC	P	08/18/09	05/06/10
f	3 SHS GOOGLE INC	P	01/03/07	03/24/10
g	2 SHS GOOGLE INC	P	05/26/09	03/24/10
h	50 SHS GOODYEAR TIRE & RUB	P	04/08/09	02/04/10
i	50 SHS GOODYEAR TIRE & RUB	P	01/28/09	02/04/10
j	25 SHS HSBC HLDS PLC ADR	P	03/24/09	02/05/10
k	25 SHS HSBC HLDS PLC ADR	P	08/18/09	02/05/10
l	25 SHS HESS CORP	P	11/23/09	05/06/10
m	25 SHS HESS CORP	P	10/14/09	07/01/10
n	5 SHS IBM CORP	P	10/30/08	05/14/10
o	5 SHS IBM CORP	P	05/26/09	05/14/10

(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 840.		854.	-14.
b 808.		943.	-135.
c 1,649.		1,824.	-175.
d 824.		943.	-119.
e 893.		792.	101.
f 1,627.		1,401.	226.
g 1,084.		807.	277.
h 654.		396.	258.
i 654.		331.	323.
j 1,260.		717.	543.
k 1,260.		1,363.	-103.
l 1,470.		1,505.	-35.
m 1,226.		1,479.	-253.
n 650.		461.	189.
o 650.		526.	124.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-14.
b			-135.
c			-175.
d			-119.
e			101.
f			226.
g			277.
h			258.
i			323.
j			543.
k			-103.
l			-35.
m			-253.
n			189.
o			124.

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 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8 }

2

3

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	15 SHS IBM CORP	P	05/28/09	05/14/10
b	25 SHS JPMORGAN CHASE	P	04/14/10	06/04/10
c	25 SHS JPMORGAN CHASE	P	05/10/10	11/04/10
d	25 SHS COCA COLA CO	P	08/18/09	05/06/10
e	20 SHS MONSANTO CO	P	05/26/09	05/06/10
f	5 SHS MONSANTO CO	P	08/18/09	05/06/10
g	5 SHS MONSANTO CO	P	01/03/07	05/11/10
h	5 SHS MONSANTO CO	P	08/18/09	05/11/10
i	15 SHS MONSANTO CO	P	04/09/10	05/11/10
j	25 SHS MICROSOFT CORP	P	02/27/08	08/11/11
k	25 SHS MICROSOFT CORP	P	05/26/09	08/11/11
l	25 SHS MICROSOFT CORP	P	03/10/10	08/11/11
m	25 SHS MICROSOFT CORP	P	03/16/10	08/11/11
n	10 SHS NETFLIX	P	01/02/10	08/11/11
o	50 SHS NUCOR CORP	P	09/17/09	04/12/10

(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 1,949.		1,767.	182.
b 947.		1,193.	-246.
c 950.		1,071.	-121.
d 1,346.		1,216.	130.
e 1,184.		1,714.	-530.
f 296.		404.	-108.
g 290.		257.	33.
h 290.		404.	-114.
i 869.		1,044.	-175.
j 616.		708.	-92.
k 616.		509.	107.
l 616.		727.	-111.
m 616.		735.	-119.
n 1,249.		1,062.	187.
o 2,369.		2,518.	-149.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			182.
b			-246.
c			-121.
d			130.
e			-530.
f			-108.
g			33.
h			-114.
i			-175.
j			-92.
k			107.
l			-111.
m			-119.
n			187.
o			-149.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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	50 SHS NUCOR CORP	P	05/27/09	05/14/10
b	25 SHS OWENS CORNING INC	P	04/29/10	11/16/10
c	50 SHS OWENS CORNING INC	P	09/15/10	11/16/10
d	50 SHS ORACLE CORP	P	12/18/09	01/28/10
e	100 SHS ORACLE CORP	P	11/13/09	05/05/10
f	10 SHS OCCIDENTAL PETROLEUM	P	05/18/10	11/ /10
g	10 SHS POTASH CORP	P	02/17/10	05/05/10
h	5 SHS POTASH CORP	P	03/02/10	05/05/10
i	10 SHS POTASH CORP	P	03/03/10	05/05/10
j	25 SHS STANLEY BLACK & DECKER	P	11/16/09	01/28/10
k	25 SHS VISA INC CL A	P	05/26/09	05/14/10
l	15 SHS VISA INC CL A	P	04/09/09	12/16/10
m	5 SHS VISA INC CL A	P	03/12/09	12/16/10
n	5 SHS VISA INC CL A	P	03/16/09	12/16/10
o	25 SHS VALE SA ADR	P	03/20/09	01/29/10

(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 2,253.		2,172.	81.
b 670.		868.	-198.
c 1,340.		1,299.	41.
d 1,172.		1,230.	-58.
e 2,491.		2,223.	268.
f 851.		825.	26.
g 1,019.		1,148.	-129.
h 509.		580.	-71.
i 1,019.		1,168.	-149.
j 1,288.		1,274.	14.
k 1,950.		1,661.	289.
l 1,022.		884.	138.
m 341.		267.	74.
n 341.		265.	76.
o 642.		501.	141.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			81.
b			-198.
c			41.
d			-58.
e			268.
f			26.
g			-129.
h			-71.
i			-149.
j			14.
k			289.
l			138.
m			74.
n			76.
o			141.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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	25 SHS VALE SA ADR	P	08/18/09	01/29/10
b	25 SHS VALE SA ADR	P	05/26/09	05/20/10
c	25 SHS VALE SA ADR	P	08/18/09	05/20/10
d	25 SHS WELLS FARGO & CO	P	03/17/10	04/13/10
e	25 SHS WELLS FARGO & CO	P	03/02/10	04/13/10
f	25 SHS WELLS FARGO & CO	P	03/02/10	05/06/10
g	10 SHS WEYERHAEUSER CO REIT	P	04/30/09	02/04/10
h	15 SHS WEYERHAEUSER CO REIT	P	05/26/09	02/04/10
i	15 SHS WEYERHAEUSER CO REIT	P	03/19/09	05/25/10
j	10 SHS WEYERHAEUSER CO REIT	P	05/26/09	05/25/10
k	15 SHS EXXON MOBIL CORP	P	01/03/07	04/14/10
l	10 SHS EXXON MOBIL CORP	P	05/26/09	04/14/10
m	25000 SHS FORD MOTOR CREDIT	P	05/20/10	11/01/10
n	25000 SHS GENERAL DYNAMICS CORP	P	11/19/07	08/15/10
o	25000 SHS WAL-MART STORES	P	02/19/09	04/30/10

(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 642.		498.	144.
b 597.		480.	117.
c 598.		498.	100.
d 799.		761.	38.
e 799.		701.	98.
f 755.		701.	54.
g 406.		354.	52.
h 609.		505.	104.
i 601.		432.	169.
j 401.		337.	64.
k 1,026.		1,112.	-86.
l 684.		698.	-14.
m 25,000.		25,531.	-531.
n 25,000.		25,064.	-64.
o 26,750.		26,798.	-48.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			144.
b			117.
c			100.
d			38.
e			98.
f			54.
g			52.
h			104.
i			169.
j			64.
k			-86.
l			-14.
m			-531.
n			-64.
o			-48.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

3

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 TIM HEDGED STRATEGIES 1 LP		P		
b TIM HEDGED STRATEGIES 1 LP		P		
c CAPITAL GAINS DIVIDENDS				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			33,185.
b			5,043.
c 3.			3.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			33,185.
b			5,043.
c			3.
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2	48,728.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }		3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
NSTAR COMMUNITY BANK	8,492.
TIM HEDGED STRATEGIES 1 LP	60.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	8,552.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MORGAN STANLEY SMITH BARNEY LLC	9,733.	0.	9,733.
NATIONAL FINANCIAL SERVICES #4979	4,061.	3.	4,058.
NATIONAL FINANCIAL SERVICES #4987	2,960.	0.	2,960.
STATE STREET BANK & TRUST CO	4,402.	0.	4,402.
TIM HEDGED STRATEGIES 1 LP	2,398.	0.	2,398.
TOTAL TO FM 990-PF, PART I, LN 4	23,554.	3.	23,551.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
TIM HEDGED STRATEGIES 1 LP	-11,405.	-11,405.	
TOTAL TO FORM 990-PF, PART I, LINE 11	-11,405.	-11,405.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
PROFESSIONAL FEES	2,640.	0.		0.	
TO FORM 990-PF, PG 1, LN 16B	2,640.	0.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL EXCISE TAX	1,000.	0.		0.	
FOREIGN TAX	215.	215.		0.	
TO FORM 990-PF, PG 1, LN 18	1,215.	215.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT & ADVISORY FEES	19,580.	19,580.		0.	
TO FORM 990-PF, PG 1, LN 23	19,580.	19,580.		0.	

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
50 SHS DEER & CO		X	3,800.	4,153.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			3,800.	4,153.	
TOTAL TO FORM 990-PF, PART II, LINE 10A			3,800.	4,153.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
100 SHS GOODYEAR TIRE & RUBBER CO	0.	0.	
25 SHS ARCHER DANIELS MIDLAND CO	0.	0.	
50 SHS COCA COLA CO	5,483.	6,577.	
50 SHS ALERGAN INC	3,564.	3,434.	
40 SHS CLOROX CO	0.	0.	
50 SHS BRISTOL MYERS SQUIBB CO	5,055.	5,296.	
25 SHS CELGENE CORP	642.	887.	
25 SHS GILEAD SCIENCES INC	895.	906.	
25 SHS JOHNSON & JOHNSON	1,451.	1,546.	
100 SHS DIRECTV-A	3,970.	3,993.	
100 SHS DISNEY (THE WALT) COMPANY	3,430.	3,751.	
25 SHS NETFLIX INC	3,268.	4,393.	
50 SHS PROCTER & GAMBLE CO	3,035.	3,217.	
75 SHS MCDONALDS CORP	5,133.	5,757.	
100 SHS COSTCO WHOLESALE CORP	6,308.	7,221.	
25 SHS STANLEY WORKS	0.	0.	
75 SHS REPUBLIC SERVICES INC	2,227.	2,240.	
100 SHS CISCO SYSTEMS INC	2,012.	2,023.	
10 SHS GOGGLE INC	4,791.	5,940.	
50 SHS 3M CO	4,419.	4,315.	
50 SHS MICROSOFT CORP	0.	0.	
150 SHS ORACLE CORP	0.	0.	
50 SHS CATERPILLAR INC	0.	0.	
50 SHS CUMMINS INC	0.	0.	
50 SHS BOEING CO	0.	0.	
25 SHS ITC HOLDINGS CORP	1,331.	1,550.	
75 SHS CATERPILLAR	3,908.	7,025.	
15 SHS APPLE INC	1,722.	4,838.	
25 SHS IBM CORP	0.	0.	
50 SHS CITRIX	3,357.	3,421.	
100 SHS XEROX CORP	1,493.	1,152.	

150 SHS CORNING INC	2,391.	2,898.
150 SHS APPLIED MATERIALS INC	0.	0.
25 SHS EXXON MOBIL CORP	0.	0.
100 SHS DEVON ENERGY CORP	7,234.	7,851.
50 SHS FMC TECHNOLOGIES INC	2,608.	4,446.
50 SHS HESS CORP	2,759.	3,827.
100 SHS PEABODY ENERGY CORP	5,055.	6,398.
75 SHS NATIONAL OIL WELL	3,195.	5,044.
25 SHS ANADARKO PETROLEUM CORP	0.	0.
50 SHS FREEPORT-MCMORAN COPPER & GOLD	1,609.	3,002.
100 SHS MOLYCORP INC	3,368.	4,990.
50 SHS MONSANTO CO	3,069.	3,482.
100 SHS NUCOR CORP	0.	0.
50 SHS WEYERHAEUSER CO	0.	0.
50 SHS FEDEX CORP	3,009.	4,651.
50 SHS UNION PACIFIC CORP	3,008.	4,633.
200 SHS US BANCORP	4,871.	5,394.
100 SHS AMERICAN EXPRESS CO	4,161.	4,292.
50 SHS VISA INC	0.	0.
35 SHS MONSANTO CO	0.	0.
5 SHS ALCON INC	0.	0.
50 SHS HSBC HOLDINGS PLC	0.	0.
100 SHS ANHEUSER-BUSCH INBEV	4,768.	5,709.
75 SHS BARRICK GOLD CORP	4,080.	3,989.
50 SHS BHP BILLITON LTD ADR	3,671.	4,646.
75 SHS HSBC HOLDINGS PLC ADR	3,978.	3,828.
25 SHS NESTLE SA	887.	1,471.
10 SHS POTASH CORP SASK	1,073.	1,548.
10 SHS ROCHE HOLDINGS LTD	962.	916.
50 SHS SCHLUMBERGER LTD	2,833.	4,175.
25 SHS TEVA PHARM INDS	2,355.	2,607.
100 SHS VALE SA	0.	0.
1410 SHS ACCENTURE PLC	53,040.	68,371.
1611 SHS AFLAC INC	31,425.	90,909.
593 SHS AFFILIATED MANAGERS GROUP	47,784.	58,837.
844 AUTOMATIC DATA PROCESSING INC	0.	0.
270 SHS BERKSHIRE HATHAWAY INC CL B	19,418.	21,630.
308 SHS C.H. ROBINSON WORLDWIDE	16,453.	24,699.
515 COLGATE PALMOLIVE CO	36,932.	41,391.
3383 EMC CORP-MASS	51,047.	77,471.
822 ECOLAB	0.	0.
528 EXPEDITORS INTL OF WASH IN	22,552.	28,829.
636 SHS EXPRESS SCRIPTS INC.COMMON	33,185.	34,376.
912 FASTENAL CO	0.	0.
576 ITT EDUCATIONAL SERVICES INC	0.	0.
174 MASTERCARD INC	28,530.	38,995.
1659 SHS QUALCOMM	56,901.	82,104.
1651 SHS ROBERT HALF INTERNATIONAL	39,635.	50,521.
755 ROCKWELL COLLINS	46,956.	43,986.
1242 SCRIPPS NETWORK INTERACTIVE	42,339.	64,274.
1067 SHS STATE STREET	45,460.	49,445.
1809 SUNCOR ENERGY INC	43,089.	69,267.
1757 SHS TERADATA CORP	48,629.	72,318.
646 VISA INC COM	39,977.	45,465.

150 ACUITY BRANDS INC	5,794.	8,651.
90 ALLETE INC	2,266.	3,353.
120 ARCH CHEMICALS	4,669.	4,552.
250 SHS AVIS BUDGET GROUP INC	3,786.	3,890.
240 BANKFINANCIAL CORP	0.	0.
195 SHS BABCOCK & WILCOX CO NEW	4,152.	4,990.
130 SHS BANKFINANCIAL CORP	2,129.	1,268.
410 BENEFICIAL MUT BANCORP	4,054.	3,620.
200 BRINKS CO	5,136.	5,376.
120 BRINKS HOME SEC HLDG INC	0.	0.
350 BROADRIDGE FINANCAIL SOLUTIONS	5,939.	7,676.
160 BUCYRUS INTL INC NEW COM	0.	0.
80 SHS CARRIZO OIL & GAS INC	2,643.	2,759.
250 CHICAGO BRIDGE & IRON CO	7,670.	8,225.
110 CIRCOR INTL INC	3,912.	4,651.
60 COMPASS MINERALS INTL INC	4,379.	5,356.
160 COMSTOCK RES INC	4,577.	3,930.
260 SHS CORELOGIC INC	4,788.	4,815.
340 COVANTA HLDG CORP	0.	0.
100 DELTIC TIMBER CORP	4,606.	5,634.
550 SHS DENNYS CORP COM	1,736.	1,969.
130 DINEEQUITY INC COM	7,583.	6,419.
100 SHS DRESSER RAND GROUP INC COM	3,452.	4,259.
110 ENPRO INDS INC	4,081.	4,572.
240 EXCO RES INC	0.	0.
120 EXTERRAN HLDGS INC	4,031.	3,832.
250 SHS FEDERAL SIGNAL CORP	1,601.	1,715.
340 SHS FIRST AMERICAN FINANCIAL CORP	4,842.	5,080.
400 SHS FIRST NIAGARA FINL GROUP INC	5,069.	5,592.
301 FIRSTMERIT CORP	5,915.	5,957.
270 FLOWERSFOODS INC	5,326.	7,266.
60 SHS FLOWERVE CORP	3,479.	7,153.
230 SHS FORESTAR GROUP	5,226.	4,439.
90 FOSTER L B CO	1,913.	3,685.
130 FOSTER WHEELER AG COM ISIN	3,793.	4,488.
180 GALLAGHER ARTHUR	4,315.	5,234.
240 GOODRICH PETROLEUM	0.	0.
310 HANESBRANDS INC	8,752.	7,874.
110 HANOVER INS GROUP INC	4,081.	5,139.
250 HILL ROM HLDGS COM	6,822.	9,843.
110 IBERIABANK CORP	4,893.	6,504.
110 INVESTMENT TECH GROUP INC	0.	0.
100 ITC HLDGS CORP	4,709.	6,198.
140 JOY GLOBAL INC	1,722.	3,470.
130 KAISER ALUM CORP COM	8,736.	6,512.
240 KANSAS CITY SOUTHERN	8,723.	11,486.
60 SHS KOPPERS HLDGS INC COM	1,947.	2,147.
240 MB FINL INC	8,453.	4,157.
110 MCDERMOTT INTL INC	704.	2,276.
560 MUELLER WTR PRODS INC COM	0.	0.
470 NEW ALLIANCE BANCSHARES INC	0.	0.
330 SHS NORTHWEST BANCSHARES INC OCM	3,737.	3,887.
170 PATTERSON COS	3,406.	5,207.
180 PETROHAWK ENERGY CORP	2,380.	3,285.

260 SHS PHH CORP COM NEW	5,265.	6,019.
210 PULTE HOMES INC	0.	0.
150 RALCORP HLDGS INC	6,761.	7,151.
60 SHS REGAL BELOIT CORP COM STK	3,418.	4,006.
360 SHS SALLY BEAUTY HLDGS INC COM	3,060.	5,231.
100 SHS SOLUTIA INC COM NEW	1,524.	2,308.
260 SPDR SER TR KBW REGL BKG	9,284.	9,522.
80 TENNANT CO	3,865.	3,073.
60 TEXAS INDUSTRIES INC	4,247.	2,747.
250 TIMKEN CO	7,445.	11,933.
290 TOLL BROS INC	5,652.	5,510.
140 TREEHOUSE FOODS INC	3,995.	7,153.
160 SHS TRINITY INDS INC	2,958.	4,258.
140 VAIL RESORTS INC	6,230.	7,286.
190 VECTREN CORP	4,769.	4,822.
220 WABTEC	7,577.	11,636.
130 WALTER ENERGY INC	2,266.	11,506.
200 WENDYS ARBYS GROUP	0.	0.
320 WESTAR ENERGY INC	8,545.	8,051.
280 WESTFIELD FINL INC	2,916.	2,590.
180 WILLBROS GROUP INC DEL COM	4,012.	1,768.
250 WRIGHT EXPRESS	7,625.	11,500.
220 WYNDHAM WORLDWIDE CORP	7,518.	6,591.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,152,649.	1,495,219.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
25000 PV GENERAL SYNAMICS CORP	0.	0.	
25000 PV WAL MART STORES INC	0.	0.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
5,196.685 ARTISAN INTL VALUE FUND INV CL	COST	118,253.	140,882.
TIM HEDGED STRATEGIES II, LP	COST	0.	0.
11,062.062 JANUS INTL EQUITY CLASS INVESTMENT - AKANI	COST	126,132.	125,933.
	COST	464,286.	464,286.
TOTAL TO FORM 990-PF, PART II, LINE 13		708,671.	731,101.

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 11

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
BRANDEIS UNIVERSITY - THE BERNIE REISMAN BOLLI FUND PO BOX 549110, MS 126 WALTHAM, MA 02454-9110	NONE SUPPORT FOR THE ARTS	501(C)(3)	50,500.
BREAST CANCER 3-DAY 205 N MICHIGAN AVE., SUITE 264 CHICAGO, IL 60601	NONE MEDICAL RESEARCH	501(C)(3)	100.
COLORADO SKI MUSEUM 231 SOUTH FRONTAGE ROAD EAST VAIL, VT 81657	NONE EDUCATIONAL	501(C)(3)	50.
DETROIT SYMPHONY ORCHESTRA 3711 WOODWARD AVENUE DETROIT, MI 48201	NONE SUPPORT FOR THE ARTS	501(C)(3)	27,000.
FRANK P. MACARNEY FOUNDATION C/O DAVID LEACH 6650 CHALLIS ROAD BRIGHTON, MI 48116	NONE EDUCATIONAL	501(C)(3)	200.
HENRY FORD HEALTH CARE SYSTEMS ONE FORD PLACE DETROIT, MI 48202	NONE MEDICAL RESEARCH	501(C)(3)	700.
LUBAVITCH CHEDER 14100 W 9 MILE ROAD OAK PARK, MI 48237-2621	NONE EDUCATIONAL	501(C)(3)	300.
SOUTH HERO LAND TRUST 6 SOUTH ST SOUTH HERO, VT 05486-4912	NONE CONSERVATION	501(C)(3)	2,200.

TEMPLE ISRAEL 5725 WALNUT LAKE ROAD WEST BLOOMFIELD, MI 48323	NONE RELIGIOUS	501(C)(3)	200.
ZLOTOFF FOUNDATION PO BOX 2030 BLOOMFIELD HILLS, MI 48303-2030	TRUSTEE BUILDING REVOLUTION	501(C)(3)	50,000.
NATIONAL FOUNDATION FACIAL RECONSTRUCTION 333 EAST 30TH STREET LOBBY UNIT NEW YORK, NY 10016	NONE MEDICAL RESEARCH	501(C)(3)	200.
MAKE A WISH FOUNDATION 1003 K STREET, NW, SUITE 200 WASHINGTON DETROIT, MI 48201	NONE PROVIDE WISHES FOR CHILDREN WITH LIFE THREATENING ILLNESS	501(C)(3)	200.
WDET FM 101.9 4600 CASS AVENUE DETROIT, MI 48201	NONE SUPPORT FOR PUBLIC RADIO	501(C)(3)	120.
BEAUMONT FOUNDATION 470 ORLEANS, FIRST FLOOR BEAUMONT, TX 77701	NONE MEDICAL RESEARCH	501(C)(3)	200.
NATIONAL MS SOCIETY 733 THIRD AVENUE, THIRD FLOOR NEW YORK, NY 10017	NONE MEDICAL RESEARCH	501(C)(3)	100.
FRIENDSHIP CIRCLE LUBAVITCH 6892 WEST MAPLE ROAD WEST BLOOMFIELD, MI 48322	NONE COUNSELING AND FAMILY SUPPORT FOR SPECIAL NEED CHILDREN	501(C)(3)	100.
AMERICAN FRIENDS OF BAR-ILAN UNIVERSITY 6735 TELEGRAPH ROAD SUITE 130 BLOOMFIELD HILLS, MI 48301	NONE EDUCATIONAL	501(C)(3)	22,000.
HARBOR SPRINGS FOOD PANTRY 8791 MCBRIDE PARK DRIVE HARBOR SPRINGS, MI 49740	NONE FOOD BANK	501(C)(3)	50.

ZLOTTOFF GENERATIONS FUND C/O PAUL ZLOTOF

26-4094446

ROCKY MOUNTAIN RESCUE GROUP NONE
3720 WALNUT STREET BOULDER, CO EDUCATIONAL
80301

501(C)(3) 100.

HILLEL:THE FOUNDATION FOR THE NONE
JEWISH CAMPUS LIFE EDUCATIONAL
800 EIGHTH STREET WASHINGTON,
DC 20001

501(C)(3) 250.

UNITED JEWISH FOUNDATION NONE
6735 TELEGRAPH ROAD BLOOMFIELD EDUCATIONAL, RELIGIOUS
HILLS, MI 48301 AND CHARITABLE

501(C)(3) 25,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

179,570.

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for *Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization ZLOTOFF GENERATIONS FUND C/O PAUL ZLOTOFF	Employer identification number 26-4094446
	Number, street, and room or suite no. If a P.O. box, see instructions. 280 DAINES STREET, NO. 300	
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions. BIRMINGHAM, MI 48009	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

PAUL ZLOTOFF

- The books are in the care of ► **280 DAINES STREET, SUITE 300 - BIRMINGHAM, MI 48009**
Telephone No. ► **248-645-9220** FAX No. ► _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2011**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
► ☒ calendar year **2010** or
► ☐ tax year beginning _____, and ending _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	1,212.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	612.
c	Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	600.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II		Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Type or print File by the extended due date for filing your return. See instructions	Name of exempt organization ZLOTOFF GENERATIONS FUND C/O PAUL ZLOTOFF	Employer identification number 26-4094446	
	Number, street, and room or suite no. If a P.O. box, see instructions 280 DAINES STREET, NO. 300		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions BIRMINGHAM, MI 48009		

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

PAUL ZLOTOFF

- The books are in the care of **280 DAINES STREET, SUITE 300 - BIRMINGHAM, MI 48009**

Telephone No **248-645-9220**

FAX No

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2011**

5 For calendar year **2010**, or other tax year beginning _____, and ending _____

6 If the tax year entered in line 5 is for less than 12 months, check reason. ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

ALL INFORMATION NEEDED TO COMPLETE AN ACCURATE RETURN IS NOT YET AVAILABLE.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	1,212.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	1,212.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **Paul Zlotoff**

Title **CPA**

Date **8-12-11**

Form 8868 (Rev. 1-2011)