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

2010

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:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return
<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

Name of foundation

WEINBERG/NEWTON FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
2135 N. CLEVELAND AVENUE

Room/suite

City or town, state, and ZIP code

CHICAGO, IL 60614

H Check type of organization:

<input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation	<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust	<input type="checkbox"/> Other taxable private foundation
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I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
► \$ 4,425,750. (Part I, column (d) must be on cash basis.)

J Accounting method: Cash Accrual Other (specify) _____

A Employer identification number

26-4407166

B Telephone number

(773) 929-2960

C If exemption application is pending, check here ►

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

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

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

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	215.		N/A	
2	Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	67,351.	67,351.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10				
b	Gross sales price for all assets on line 6a	1,362,354.			
7	Capital gain net income (from Part IV, line 2)			0.	
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	13,525.	0.		STATEMENT 1
12	Total. Add lines 1 through 11	74,564.	67,351.		
13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees	558.	558.		
b	Accounting fees	382	382		0.
c	Other professional fees	111	111		
17	Interest				
18	Taxes	226.	81.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses	25,159.	25,159.		0.
24	Total operating and administrative expenses. Add lines 13 through 23	25,943.	25,798.		0.
25	Contributions, gifts, grants paid	229,885.			229,885.
26	Total expenses and disbursements. Add lines 24 and 25	255,828.	25,798.		229,885.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<181,264.>			
b	Net investment income (if negative, enter -0-)		41,553.		
c	Adjusted net income (if negative, enter -0-)			N/A	

	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
	1 Cash - non-interest-bearing		3,183,302.	448,661.	448,661.
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations				
	b Investments - corporate stock				
	c Investments - corporate bonds				
	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other	STMT 6	1,283,963.	3,837,340.	3,977,089.
	14 Land, buildings, and equipment; basis ►				
	Less accumulated depreciation ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers)		4,467,265.	4,286,001.	4,425,750.
	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.	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>				
	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 ► <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds		4,467,265.	4,286,001.	
	30 Total net assets or fund balances		4,467,265.	4,286,001.	
	31 Total liabilities and net assets/fund balances		4,467,265.	4,286,001.	

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 4,467,265.
2 Enter amount from Part I, line 27a	2 <181,264.
3 Other increases not included in line 2 (itemize) ►	3 0.
4 Add lines 1, 2, and 3	4 4,286,001.
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 4,286,001.

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.)
a					
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	1,362,354.	1,368,881.			<6,527. >
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					<6,527. >
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		<6,527. >
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	16,000.	3,629,740.	.004408
2008	21,487.	4,941,903.	.004348
2007	109,860.	4,907,786.	.022385
2006	148,553.	2,454,054.	.060534
2005	92,808.	2,627,853.	.035317

2 Total of line 1, column (d)

2 .126992

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 .025398

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 4,287,598.

5 Multiply line 4 by line 3

5 108,896.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 416.

7 Add lines 5 and 6

7 109,312.

8 Enter qualifying distributions from Part XII, line 4

8 229,885.If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)	
1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.
Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	
1b	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	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
3	Add lines 1 and 2
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-
6	Credits/Payments:
6a	2010 estimated tax payments and 2009 overpayment credited to 2010
6b	Exempt foreign organizations - tax withheld at source
6c	Tax paid with application for extension of time to file (Form 8868)
6d	Backup withholding erroneously withheld
7	Total credits and payments. Add lines 6a through 6d
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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 ► 34 . Refunded ► 11 0 .

Part VII-A **Statements Regarding Activities**

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?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
1c	Did the foundation file Form 1120-POL for this year?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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? <i>If "Yes," attach a detailed description of the activities.</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/>	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► IL	<input type="checkbox"/>	
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>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

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	<input checked="" type="checkbox"/>
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12	<input checked="" type="checkbox"/>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>N/A</u>	13	<input checked="" type="checkbox"/>
14	The books are in care of ► <u>GRACE ALLEN NEWTON</u> Located at ► <u>2135 NORTH CLEVELAND AVENUE, CHICAGO, IL</u>	Telephone no. ► <u>773-929-2960</u> ZIP+4 ► <u>60614</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	<input checked="" type="checkbox"/>
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	<input checked="" type="checkbox"/>

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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
1b	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 checked="" type="checkbox"/>	
1c	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?	<input checked="" type="checkbox"/>	
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? 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.) c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
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
3b	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.)	<input checked="" type="checkbox"/>	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<input type="checkbox"/>	
4b	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?	<input type="checkbox"/>	

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

6b

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

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
DAVID A. WEINBERG 2135 NORTH CLEVELAND CHICAGO, IL 60614	DIRECTOR AND 1.00	PRESIDENT 0.	0.	0.
GRACE ALLEN NEWTON 2135 NORTH CLEVELAND CHICAGO, IL 60614	DIRECTOR AND 5.00	SECRETARY/TRE 0.	0.	0.
DANIEL C. WEINBERG 575 DEL RAY ROAD WHITEFISH, MT 59937	DIRECTOR 0.25	0.	0.	0.

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

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

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

0

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

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

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

► 0

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	N/A	
2		
3	All other program-related investments. See instructions.	
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	3,175,340.
b	Average of monthly cash balances	1b	1,177,551.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	4,352,891.
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	4,352,891.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	65,293.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,287,598.
6	Minimum investment return. Enter 5% of line 5	6	214,380.

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	214,380.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	416.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	416.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	213,964.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	213,964.
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	213,964.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	1a	229,885.
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1b	0.
b	Program-related investments - total from Part IX-B	2	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	3a	
3	Amounts set aside for specific charitable projects that satisfy the:	3b	
a	Suitability test (prior IRS approval required)	4	229,885.
b	Cash distribution test (attach the required schedule)	5	416.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	6	229,469.
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		
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				213,964.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	192,038.			
b From 2006	195,735.			
c From 2007	144,754.			
d From 2008	28,312.			
e From 2009	0.			
f Total of lines 3a through e	560,839.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 229,885.			0.	
a Applied to 2009, but not more than line 2a				
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			213,964.	
e Remaining amount distributed out of corpus	15,921.			
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:	576,760.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed	0.			
d Subtract line 6c from line 6b. Taxable amount - see instructions	0.			
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	192,038.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	384,722.			
10 Analysis of line 9:				
a Excess from 2006	195,735.			
b Excess from 2007	144,754.			
c Excess from 2008	28,312.			
d Excess from 2009				
e Excess from 2010	15,921.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)					
2 a	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities.					
Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(ii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

c. Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<i>a Paid during the year</i>				
SEE STATEMENT 7				
Total			► 3a	229,885.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

023611 12-07-10

Form 990-PF (2010)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		(e) Related or exempt function income	
		(a) Business code	(b) Amount		
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments				14	
4 Dividends and interest from securities					
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				14	<11,075.>
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a MISCELLANEOUS INCOME				13,525.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)			0.	2,450.	71,899.
13 Total. Add line 12, columns (b), (d), and (e)				13	74,349.

Part XVI-B Relationship of Activities to the Accomplishment of Event Purpose

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

- (1) Cash
- (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 solicitation**

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.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes No

b. If "Yes," complete the following schedule.

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

**Sign
Here**

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

Signature of officer or trustee

8
B-1

Date

Title

**Paid
Preparer
Use Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DAVID LOWENTHAL	DAVID LOWENTHAL	08/18/11		
	Firm's name ► BLACKMAN KALLICK, LLP			Firm's EIN ►	
Firm's address ► 10 S. RIVERSIDE PLAZA, 9TH FLOOR CHICAGO, IL 60606			Phone no. (312) 207-1040		

Application for Extension of Time To File an
Exempt Organization Return

► 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 ►
- 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 WEINBERG/NEWTON FAMILY FOUNDATION	Employer identification number 26-4407166
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 2135 N. CLEVELAND AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions CHICAGO, IL 60614	

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

0 4

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

GRACE ALLEN NEWTON

- The books are in the care of ► **2135 NORTH CLEVELAND AVENUE - CHICAGO, IL 60614**

Telephone No ► **773-929-2960** 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	\$ 450.
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	\$ 0.
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	\$ 450.

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	Name of exempt organization	Employer identification number
File by the extended due date for filing your return. See instructions.	WEINBERG/NEWTON FAMILY FOUNDATION 2135 N. CLEVELAND AVENUE CHICAGO, IL 60614	26-4407166
	Number, street, and room or suite no. If a P.O. box, see instructions.	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	

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-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.

GRACE ALLEN NEWTON

- The books are in the care of ► 2135 NORTH CLEVELAND AVENUE - CHICAGO, IL 60614
Telephone No. ► 773-929-2960 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.

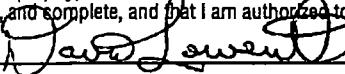
- 4 I request an additional 3-month extension of time until NOVEMBER 15, 2011.
- 5 For calendar year 2010, or other tax year beginning , and ending .
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period
- 7 State in detail why you need the extension

THE INFORMATION NECESSARY TO FILE A COMPLETE AND 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	\$ 416.
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	\$ 450.
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 ►  Title ► CPA

Date ► 8/12/2011

Form 8868 (Rev. 1-2011)

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.)
a BP AMACO PLC SPONS ADR	P	04/23/10	05/17/10
b BP AMACO PLC SPONS ADR	P	12/17/09	06/10/10
c WALGREENS COMPANY	P	04/23/10	06/11/10
d LOOMIS BOND FUND- R CL	P	04/23/10	06/24/10
e ISHARES BARCLAYS 1-3 YEAR TREAS INDEX FUND	P	04/13/10	08/02/10
f ISHARES BARCLAYS AGGREGATE BOND FUND	P	11/24/09	11/24/09
g ISHARES BARCLAYS AGGREGATE BOND FUND	P	04/13/10	08/03/10
h RESEARCH IN MOTION LTD	P	04/13/10	08/11/10
i ISHARES BARCLAYS AGGREGATE BOND FUND	P	04/23/10	08/26/10
j SAKS INC	P	03/24/10	08/31/10
k GNMA POOL	P	08/02/10	09/15/10
l BARRICK GOLD CORP	P	07/07/10	09/21/10
m BARRICK GOLD CORP	P	04/13/10	09/21/10
n GNMA POOL	P	08/02/10	10/15/10
o FUSHI COPPERWELD, INC.	P	09/29/10	11/03/10

(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 163,488.		177,491.	<14,003. >
b 6,540.		11,226.	<4,686. >
c 14,666.		17,915.	<3,249. >
d 54,207.		56,310.	<2,103. >
e 42,046.		41,630.	416.
f 85,960.		84,198.	1,762.
g 105,661.		104,098.	1,563.
h 11,070.		14,516.	<3,446. >
i 384,521.		374,841.	9,680.
j 20,233.		22,650.	<2,417. >
k 137.		142.	<5. >
l 45,602.		42,929.	2,673.
m 4,560.		4,021.	539.
n 137.		143.	<6. >
o 10,028.		8,297.	1,731.

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			<14,003. >
b			<4,686. >
c			<3,249. >
d			<2,103. >
e			416.
f			1,762.
g			1,563.
h			<3,446. >
i			9,680.
j			<2,417. >
k			<5. >
l			2,673.
m			539.
n			<6. >
o			1,731.

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):

3

If gain, also enter in Part I, line 8, column (c).
If (loss), enter "-0-" in Part I, line 8

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.)
a GNMA POOL	P	08/02/10	10/15/10
b FRANKLIN TEMPLETON HARD CURRENCY A	P	04/23/10	11/16/10
c LOOMIS BOND FUND	P	04/23/10	11/16/10
d TEMPLETON GLOBAL FUND	P	04/23/10	11/16/10
e TEMPLETON GLOBAL FUND	P	11/24/09	11/16/10
f GNMA POOL	P	08/02/10	11/16/10
g HUMANA INC.	P	12/17/09	12/10/10
h ROCKWELL COLLINS	P	04/23/10	12/13/10
i GOOGLE INC	P	04/13/10	12/13/10
j LAYNE CHRISTENSEN COMPANY	P	12/17/09	12/13/10
k MCDONALDS CORP	P	04/23/10	12/13/10
l MICROCHIP TECHNOLOGY INC.	P	04/15/10	12/13/10
m MOLEX INCORPORATED	P	04/23/10	12/13/10
n TE CONNECTIVITY LTD	P	03/24/10	12/13/10
o VODAFONE GROUP INC.	P	12/15/09	12/13/10

(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 137.		143.	<6. >
b 103,930.		100,721.	3,209.
c 49,330.		48,362.	968.
d 40,136.		40,374.	<238. >
e 9,064.		8,521.	543.
f 101,971.		103,504.	<1,533. >
g 9,970.		7,610.	2,360.
h 17,400.		19,667.	<2,267. >
i 15,027.		14,700.	327.
j 3,418.		2,671.	747.
k 15,498.		14,210.	1,288.
l 8,735.		7,571.	1,164.
m 4,592.		4,518.	74.
n 6,778.		5,642.	1,136.
o 9,424.		8,067.	1,357.

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			<6. >
b			3,209.
c			968.
d			<238. >
e			543.
f			<1,533. >
g			2,360.
h			<2,267. >
i			327.
j			747.
k			1,288.
l			1,164.
m			74.
n			1,136.
o			1,357.

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	SUNPOWER CORP	P	12/13/10	12/14/10
b	ST. JOE COMPANY	P	12/17/09	12/15/10
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 3,454.		3,420.	34.
b 10,086.		18,773.	<8,687. >
c 4,548.			4,548.
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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (l) over col. (j), if any	
a			34.
b			<8,687. >
c			4,548.
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	<6,527. >
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	OTHER INCOME	STATEMENT	1
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	13,525.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	13,525.	0.	

FORM 990-PF	LEGAL FEES	STATEMENT	2	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NEAL GERBER & EISENBERG	558.	558.		0.
TO FM 990-PF, PG 1, LN 16A	558.	558.		0.

FORM 990-PF	TAXES	STATEMENT	3	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN DIVIDEND TAX	81.	81.		0.
STATE TAXES PAID	125.	0.		0.
FEDERAL TAXES	20.	0.		0.
TO FORM 990-PF, PG 1, LN 18	226.	81.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	4	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	100.	100.		0.
INVESTMENT MANAGEMENT FEES	25,059.	25,059.		0.
TO FORM 990-PF, PG 1, LN 23	25,159.	25,159.		0.

FOOTNOTES

STATEMENT 5

WEINBERG/NEWTON FOUNDATION IS A SUCCESSOR FOUNDATION TO THE RELATIONS FOUNDATION [23-7032294]. RELATIONS DISTRIBUTED \$4,506,016 OF ITS ASSETS IN LIQUIDATION TO THE WEINBERG/NEWTON FOUNDATION. THE WEINBERG/NEWTON FOUNDATION ALSO INHERITED A PROPORTIONAL SHARE OF RELATIONS FOUNDATION TAX ATTRIBUTES INCLUDING EXCESS DISTRIBUTIONS. WEINBERG/NEWTON FOUNDATION HAS ALSO AGREED TO BE RESPONSIBLE FOR ALL EXPENDITURE RESPONSIBILITY DOCUMENTATION UNDER IRC SEC. 4945 FOR WHICH RELATIONS FOUNDATION WAS PREVIOUSLY OBLIGATED. THIS OBLIGATION COMMENCES JANUARY 1, 2010. FOR THE YEAR ENDING DECEMBER 31, 2010, RELATIONS DID MAKE ANY GRANTS REQUIRING EXPENDITURE RESPONSIBILITY.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	6
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BARRINGTON STRATEGIC WEALTH MANAGEMENT GROUP	COST	3,837,340.	3,977,089.
SIRE PARTNERS K-1	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,837,340.	3,977,089.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	7
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
CHICAGO FOUNDATION FOR WOMEN EAST WACKER DRIVE CHICAGO, IL 60601	NONE	EXEMPT	10,500.
CHICAGO PUBLIC LIBRARY FOUNDATION 20 NORTH MICHIGAN CHICAGO, IL 60602	NONE	EXEMPT	1,250.
CHICAGO PUBLIC RADIO 848 EAST GRAND AVE CHICAGO, IL 60661	NONE	EXEMPT	150.
INCS 205 W. RANDOLPH STREET, SUITE 1340 CHICAGO, IL 60606	NONE	EXEMPT	41,408.
BETTER BOYS FOUNDATION 1512 S PULASKI RD CHICAGO, IL 60623	NONE	EXEMPT	500.
GREATER CHICAGO FOOD DEPOSITORY 4100 WEST ANN LURIE PLACE CHICAGO, IL 60632	NONE	EXEMPT	500.

AMIGOS 5618 STAR LANE, HOUSTON, TX 77057	NONE	EXEMPT	500.
PARTNERS IN HEALTH 326 WEST 64TH STREET CHICAGO, IL 60621	NONE	EXEMPT	10,000.
CHICAGO COUNCIL ON GLOBAL AFFAIRS 332 S. MICHIGAN AVENUE, SUITE 1100 CHICAGO, IL 60604	NONE	EXEMPT	1,000.
OPEN BOOKS 213 WEST INSTITUTE PLACE CHICAGO, IL 60610	NONE	EXEMPT	100.
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK, NY 10018	NONE	EXEMPT	10,500.
MIKVA CHALLENGE 25 E WASHINGTON ST # 820 CHICAGO, IL 60602	NONE	EXEMPT	5,500.
FIELD MUSEUM 1400 S. LAKE SHORE DRIVE CHICAGO, IL 60605	NONE	EXEMPT	15,507.
BETTER GOVERNMENT ASSOCIATION 223 W. JACKSON BLVD. SUITE 620 CHICAGO, IL 60606	NONE	EXEMPT	1,300.
CHICAGO HUMANITIES FESTIVAL 500 NORTH DEARBORN STREET #825 CHICAGO, IL 60654	NONE	EXEMPT	2,500.
WOMEN EMPLOYED 65 E. WACKER PLACE CHICAGO, IL 60601	NONE	EXEMPT	4,000.

THE SONIA SHANKMAN ORTHOGENIC SCHOOL 1365 E. 60TH STREET CHICAGO, IL 60637	NONE	EXEMPT	250.
YOUNG WOMEN'S LEADERSHIP CHARTER SCHOOL 2641 S. CALUMET AVE. CHICAGO, IL 60616	NONE	EXEMPT	300.
PERSPECTIVES CHARTER SCHOOL 1930 SOUTH ARCHER AVENUE CHICAGO, IL 60616	NONE	EXEMPT	250.
FACING HISTORY 200 E RANDOLPH ST # 2100 CHICAGO, IL 60601	NONE	EXEMPT	1,000.
ART THERAPY 2349 ARBELEDA LANE NORTHBROOK, IL 60062	NONE	EXEMPT	500.
MARWEN FOUNDATION 833 N ORLEANS STREET CHICAGO, IL 60610	NONE	EXEMPT	45,900.
ROGER BALDWIN FOUNDATION 180 N. MICHIGAN, STE 2300 CHICAGO, IL 60601	NONE	EXEMPT	10,000.
BPI 25 E WASHINGTON STREET, SUITE 1515 CHICAGO, IL 60602	NONE	EXEMPT	1,000.
NEW VENTURE FUND 734 15TH STREET, NW SUITE 600 WASHINGTON, DC 20005	NONE	EXEMPT	500.
CHANGING WORLDS 329 W. 18TH STREET, SUITE 613 CHICAGO, IL 60616	NONE	EXEMPT	150.

WEINBERG/NEWTON FAMILY FOUNDATION

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TEACH FOR AMERICA 315 WEST 36TH STREET NEW YORK, NY 10018	NONE	EXEMPT	10,000.
HUMAN RIGHTS WATCH 350 FIFTH AVENUE, 34TH FLOOR NEW YORK, NY 10118	NONE	EXEMPT	9,000.
JUDD GOLDMAN ADAPTIVE SAILING FOUNDATION 1362 S. LYNN WHITE DRIVE CHICAGO, IL 60605	NONE	EXEMPT	1,000.
DYSTONIA MEDICAL RESEARCH ONE EAST WACKER DRIVE, SUITE 2810 CHICAGO, IL 60601	NONE	EXEMPT	2,500.
DEPAUL UNIVERSITY SCHOOL FUND 1 E. JACKSON CHICAGO, IL 60604	NONE	EXEMPT	250.
SCLERODERMA FOUNDATION 300 ROSEWOOD DRIVE, SUITE 105 DANVERS , MA 01923	NONE	EXEMPT	250.
SINAI COMMUNITY INSTITUTE 2653 WEST OGDEN AVENUE CHICAGO, IL 60608	NONE	EXEMPT	1,000.
HAND IN HAND	NONE	EXEMPT	500.
RIDE FOR AIDS	NONE	EXEMPT	500.
ACOUSTIC NEUROMA SOCIETY	NONE	EXEMPT	2,000.

YOUNG CHICAGO AUTHORS 1180 NORTH MILWAUKEE AVENUE CHICAGO, IL 60642	NONE	EXEMPT	500.
GIRF 70 EAST LAKE STREET SUITE 1015 CHICAGO, IL 60601	NONE	EXEMPT	7,500.
NORHT SHORE SCULPTURE PARK 9351 KEELER AVENUE SKOKIE, IL 60076	NONE	EXEMPT	1,670.
ALZHEIMER'S ASSOCIATION 225 N. MICHIGAN AVE., FL. 17 CHICAGO, IL 60601	NONE	EXEMPT	1,000.
CANCER WELLNESS CENTER 215 REVERE DRIVE NORTHBROOK, IL 60062	NONE	EXEMPT	1,000.
HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AR 72202	NONE	EXEMPT	250.
SHRIVER CENTER 111 N WABASH AVE CHICAGO, IL 60602	NONE	EXEMPT	3,000.
SIERRA CLUB 85 SECOND STREET, 2ND FLOOR SAN FRANCISCO, CA 94105	NONE	EXEMPT	150.
MOTHER JONES 222 SUTTER ST, SUITE 600 SAN FRANCISCO, CA 94108	NONE	EXEMPT	1,500.
PLANNED PARENTHOOD 434 WEST 33RD STREET NEW YORK, NY 10001	NONE	EXEMPT	500.

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INTERFAITH HOUSE 3456 WEST FRANKLIN BOULEVARD CHICAGO, IL 60624	NONE	EXEMPT	250.
METRO CHICAGO BREAST CANCER TASK	NONE	EXEMPT	500.
1645 WEST JACKSON BOULEVARD, SUITE 450 CHICAGO, IL 60612			
NOBLE NETWORK	NONE	EXEMPT	20,000.
<hr/> TOTAL TO FORM 990-PF, PART XV, LINE 3A			<hr/> 229,885. <hr/>