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EXTENSION ATTACHED  
Return of Private Foundation

OMB No 1545-0052

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 <b>ZITRIN FOUNDATION C/O WERTHEIMER DRESS &amp; CO., CPAS, LLP</b>		A Employer identification number <b>26-4650967</b>
Number and street (or P O box number if mail is not delivered to street address) <b>595 MARKET STREET</b>		B Telephone number <b>415-824-5974</b>
City or town, state, and ZIP code <b>SAN FRANCISCO, CA 94105-2830</b>		C If exemption application is pending, check here <input type="checkbox"/>
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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 4,709,459.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	15,545.	15,545.		STATEMENT 1
4 Dividends and interest from securities	16,589.	16,589.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	221,416.			
b Gross sales price for all assets on line 6a <b>2,048,667.</b>				
7 Capital gain net income (from Part IV, line 2)		221,416.		
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)				
d Other income				
12 Total. Add lines 1 through 11	253,550.	253,550.		
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>STMT 3</b>	945.	945.		0.
b Accounting fees				
c Other professional fees				
17 Interest				
18 Taxes <b>STMT 4</b>	1,127.	300.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	14,748.	14,748.		0.
22 Printing and publications				
23 Other expenses <b>STMT 5</b>	21,391.	21,370.		0.
24 Total operating and administrative expenses. Add lines 13 through 23	38,211.	37,363.		0.
25 Contributions, gifts, grants paid	174,317.			174,317.
26 Total expenses and disbursements. Add lines 24 and 25	212,528.	37,363.		174,317.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	41,022.			
b Net investment income (if negative, enter -0-)		216,187.		
c Adjusted net income (if negative, enter -0-)			N/A	

9-14

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	
<b>Assets</b>	1 Cash - non-interest-bearing	1,426.			
	2 Savings and temporary cash investments	1,854,159.	2,223,000.	2,223,000.	
	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		1,152.	1,152.	
	10a Investments - U.S. and state government obligations <b>STMT 7</b>	491,275.	0.	0.	
	b Investments - corporate stock <b>STMT 8</b>	1,394,256.	1,678,276.	2,485,307.	
	c Investments - corporate bonds				
<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶				
	15 Other assets (describe ▶)				
	16 <b>Total assets</b> (to be completed by all filers)	3,741,116.	3,902,428.	4,709,459.	
	17 Accounts payable and accrued expenses				
	18 Grants payable				
<b>Net Assets or Fund Balances</b>	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ▶ <b>BANK OVERDRAFT</b> )	0.	25,000.		
	23 <b>Total liabilities</b> (add lines 17 through 22)	0.	25,000.		
	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	3,730,099.	3,825,389.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds	11,017.	52,039.		
	30 <b>Total net assets or fund balances</b>	3,741,116.	3,877,428.		
	31 <b>Total liabilities and net assets/fund balances</b>	3,741,116.	3,902,428.		

**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	3,741,116.
2 Enter amount from Part I, line 27a	2	41,022.
3 Other increases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 6</b>	3	95,290.
4 Add lines 1, 2, and 3	4	3,877,428.
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	3,877,428.

**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 JP MORGAN CLEARING CORP/GGHC (SEE STMT.)	P	VARIOUS	VARIOUS
b JP MORGAN CLEARING CORP/GGHC (SEE STMT.)	P	VARIOUS	VARIOUS
c JP MORGAN CLEARING CORP/GGHC-CORP. ACTION &			
d STOCK MOVEMENT	P	VARIOUS	VARIOUS
e CASH IN LIEU	P	VARIOUS	VARIOUS

(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 876,873.		854,678.	22,195.
b 1,142,544.		943,329.	199,215.
c			
d 29,244.		29,244.	0.
e 6.			6.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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			22,195.
b			199,215.
c			
d			0.
e			6.

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	221,416.
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	30,325.	4,209,408.	.007204
2008			
2007			
2006			
2005			

2 Total of line 1, column (d)	2	.007204
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	.007204
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,336,795.
5 Multiply line 4 by line 3	5	31,242.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,162.
7 Add lines 5 and 6	7	33,404.
8 Enter qualifying distributions from Part XII, line 4	8	174,317.

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.

## ZITRIN FOUNDATION

Form 990-PF (2010)

C/O WERTHEIMER DRESS &amp; CO., CPAS, LLP

26-4650967

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,162.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,162.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5	2,162.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,152.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	6,652.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	19.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,471.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input checked="" type="checkbox"/> 4,471. Refunded <input type="checkbox"/>	11	0.	

**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
b 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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) <input checked="" type="checkbox"/> NV, CA		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? 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 <b>N/A</b>	13	X	
14	The books are in care of <b>ELIZABETH ZITRIN</b> Telephone no. <b>415-824-5974</b> Located at <b>C/O 595 MARKET STREET, SUITE 1450, SAN FRANCISCO, CA 94105-2830</b> ZIP+4 <b>94105-2830</b>			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>N/A</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <b>N/A</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) <b>N/A</b>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A** ☐ Yes ☒ No  
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? ☐ Yes ☒ No  
If "Yes" to 6b, file Form 8870

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

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

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

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

(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
<b>ELIZABETH ZITRIN</b> <b>34 HILL STREET</b> <b>SAN FRANCISCO, CA 941102313</b>	<b>PRESIDENT</b>	<b>1.00</b>	<b>0.</b>	<b>0.</b>

**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
<b>NONE</b>				

**Total number of other employees paid over \$50,000** **0**

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

**3** Five highest-paid independent contractors for professional services. 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 NONE	
	0.
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 NONE	
	0.
2	
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3	0.



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,108,457.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	2,293,229.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	1,152.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	4,402,838.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	4,402,838.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	66,043.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	4,336,795.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	216,840.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	216,840.
<b>2a</b>	Tax on investment income for 2010 from Part VI, line 5	<b>2a</b>	2,162.
<b>b</b>	Income tax for 2010. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	2,162.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	214,678.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	214,678.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	214,678.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	174,317.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	174,317.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	2,162.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	172,155.

**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
<b>1</b> Distributable amount for 2010 from Part XI, line 7				214,678.
<b>2</b> Undistributed income, if any, as of the end of 2010				
<b>a</b> Enter amount for 2009 only			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005				
<b>b</b> From 2006				
<b>c</b> From 2007				
<b>d</b> From 2008				
<b>e</b> From 2009				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4: ▶ \$ 174,317.				
<b>a</b> Applied to 2009, but not more than line 2a			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2010 distributable amount				174,317.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	0.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				40,361.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006				
<b>b</b> Excess from 2007				
<b>c</b> Excess from 2008				
<b>d</b> Excess from 2009				
<b>e</b> Excess from 2010				

**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)

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

**SEE STATEMENT 9**

**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
<p><b>a Paid during the year</b>  <b>SEE LISTING ATTACHED</b>  <b>VARIOUS</b></p>	<p><b>NONE</b></p>		<p><b>VARIOUS</b></p>	<p><b>174,317.</b></p>
<b>Total</b>				<b>▶ 3a 174,317.</b>
<p><b>b Approved for future payment</b></p> <p><b>NONE</b></p>				
<b>Total</b>				<b>▶ 3b 0.</b>





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

SOURCE	AMOUNT
GILDER GAGNON HOWE & CO #93115	15,438.
WELLS FARGO BANK #3113620359	107.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	15,545.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GILDER GAGNON HOWE & CO #93116	16,589.	0.	16,589.
TOTAL TO FM 990-PF, PART I, LN 4	16,589.	0.	16,589.

## FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL & PROFESSIONAL FEES	945.	945.		0.
TO FM 990-PF, PG 1, LN 16A	945.	945.		0.

## FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX ON DIVIDENDS	300.	300.		0.
FEDERAL TAX PAID FOR 2009	827.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,127.	300.		0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ADR FEES	191.	191.			0.
AGENCY PROCESSING FEES	72.	72.			0.
BANK CHARGES	239.	239.			0.
FILING FEES	388.	388.			0.
INVESTMENT EXPENSES	16,275.	16,275.			0.
MEALS & ENTERTAINMENT	647.	647.			0.
OFFICE SUPPLIES	3,558.	3,558.			0.
NONDEDUCTIBLE EXPENSES	21.	0.			0.
TO FORM 990-PF, PG 1, LN 23	21,391.	21,370.			0.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
DESCRIPTION	AMOUNT		
FUND TRANSFERRED FROM CHARLOTTE & ARTHUR ZITRIN FOUNDATION FEIN: 51-0337212	95,290.		
TOTAL TO FORM 990-PF, PART III, LINE 3	95,290.		

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	
US TREASURY NOTES	X		0.		0.
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.		0.



FORM 990-PF

CORPORATE STOCK

STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	1,678,276.	2,485,307.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,678,276.	2,485,307.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 9

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ELIZABETH ZITRIN  
C/O 595 MARKET STREET, SUITE 1450  
SAN FRANCISCO, CA 94105-2830

TELEPHONE NUMBER

415-824-5974

FORM AND CONTENT OF APPLICATIONS

NO PRESCRIBED APPLICATION FORM. LETTER FROM THE REQUESTING ORGANIZATION OR INDIVIDUAL STATING THE TAX STATUS OF THE APPLICANT AND THE AMOUNT AND PURPOSE FOR WHICH FUNDS ARE BEING REQUESTED.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

Zitrin Foundation FEIN: 26-4650967 2010 Form 990-PF Attachment	Acquired Date	Beginning of Year			Acquisitions			Sales			End of Year		
		Number of Shares	Cost or Other Basis		Number of Shares	Cost or Other Basis		Number of Shares	Proceed		Number of Shares	Cost or Other Basis	Market Value on 12/31/10
Account #191-93116													
A WTS Bank of America Corp	03/04/10				4,075	35,116.53					4,075	35,116.53	29,095.50
Abaxis Inc	02/18/10				1,200	30,734.79					0	0.00	0.00
Actelion Ltd	08/23/06	137	3,587.61										0.00
Actelion Ltd	07/16/08	875	45,902.79										0.00
Actelion Ltd													0.00
Actelion Ltd													0.00
Adobe Systems Inc	04/23/09	813	19,647.07										0.00
Agnico Eagle Mines Ltd	05/26/09	600	33,955.24										0.00
Amazon.com Inc	12/31/08	500	26,060.15										0.00
Amazon.com Inc	05/27/09	200	15,464.49										0.00
Amazon.com Inc	10/28/09	65	8,121.56										0.00
Amazon.com Inc	02/01/10				90	10,650.46							0.00
Amazon.com Inc	03/09/10				200	26,362.82							0.00
Apache Corp	08/26/10				467	41,890.92							0.00
Arm HLDGS	03/11/10				8,875	31,146.44							0.00
ArvinMeritor Inc	04/13/10				1,900	28,831.32							0.00
Asos Plc	12/22/10				1,525	38,421.87							0.00
Autonomy Corp	12/08/09	750	18,275.59										0.00
Axis Bank Ltd	09/04/09	750	14,125.96										0.00
Axis Bank Ltd	09/03/10				570	17,239.21							0.00
Banco Bradesco S A	09/17/09	850	16,235.74										0.00
Banco Bradesco S A (Stk Div)	01/22/10				85	0.00							0.00
Banco Santander Brazil SA	12/02/09	1,675	24,577.52										0.00
Banco Santander Brazil SA													0.00
Bureau Veritas Registre	12/21/10				500	37,438.17							0.00
BYD Company Ltd	08/04/09	925	5,716.45										0.00
Capstone Turbine Corp	02/19/10				11,125	11,681.25							0.00
Capstone Turbine Corp	03/09/10				2,189	2,683.90							0.00
Carmax Inc	07/13/10				900	17,959.44							0.00
Carmax Inc	07/16/10				350	6,760.28							0.00
Carmax Inc	07/20/10				575	11,212.60							0.00
Carmax Inc	07/26/10				450	9,807.93							0.00
Carmax Inc	07/27/10				300	6,537.57							0.00
Carmax Inc	11/11/10				225	7,654.51							0.00
CGA Mining LTD Shs	03/15/10				6,450	13,082.01							0.00
CGA Mining LTD Shs	11/12/10				4,075	12,318.15							0.00
Citigroup Inc	01/08/10				350	11,601.73							0.00
Citigroup Inc	01/22/10				400	13,294.24							0.00
Citigroup Inc	02/03/10				200	6,386.50							0.00
Citigroup Inc	02/08/10				500	16,108.24							0.00
Citigroup Inc	02/26/10				200	7,175.92							0.00
Citigroup Inc	03/23/10				2,925	12,311.51							0.00
Citrix Systems Inc	09/14/10				375	25,766.90							0.00
Citrix Systems Inc	09/16/10				100	6,815.48							0.00
Clean Harbors Inc	06/03/09	487	27,472.84										0.00
Clean Harbors Inc	08/04/09	550	29,874.64										0.00
Cognizant Technology Solutions	12/07/04	1,037	19,359.44										0.00
Cognizant Technology Solutions	08/05/09	963	33,542.71										0.00
Cognizant Technology Solutions	12/08/09	150	6,752.22										0.00

Zikrin Foundation FEIN: 26-4650967 2010 Form 990-PF Attachment		Beginning of Year		Acquisitions		Sales		End of Year		Market		
		Number of Shares	Cost or Other Basis	Number of Shares	Cost or Other Basis	Number of Shares	Proceed	Cost	Long Term Gain or (Loss)	Number of Shares	Cost or Other Basis	Value on 12/31/10
Securities	Acquired Date											
Continental Airlines Inc CL B -Exch to United Continental Hldgs Country Style Cooking Crocs Inc Dragonwave Inc Ebay Inc Edwards Lifesciences Corp	03/10/10			725 (725)	16,438.56 (16,438.56)	03/10/10	(725)	16,438.56	(16,438.56)	0.00	0	0.00
	10/01/10			825	22,552.68						0	0.00
	12/17/10			1,400	17,287.93	09/16/10	(1,400)	15,390.01	(17,287.93)	(1,897.92)	825	22,552.68
	09/09/10			500	12,605.08	10/15/10	(500)	12,674.64	(12,605.08)	69.56	0	0.00
	10/21/09			1,100	25,062.80	10/15/10	(1,100)	27,884.20	(25,062.80)	2,821.40	0	0.00
	03/05/10			325	29,801.54	07/08/10	(225)	12,235.25	(10,315.92)	1,919.33	425	19,485.62
	08/17/10			325	0.00					0	0.00	34,357.00
	02/23/10			325	31,889.65					325	31,889.65	0.00
	10/13/10			100	9,796.55					100	9,796.55	42,302.00
	10/15/10			55	7,549.42					55	7,549.42	13,016.00
	11/29/10			2,125	24,449.61	10/28/10	(2,125)	32,130.60	(24,449.61)	7,680.99	0	0.00
	01/19/10			4,350	35,964.51	08/05/10	(4,350)	26,150.26	(35,964.51)	(9,814.25)	0	0.00
	04/23/10			3,213	15,261.75					3,213	15,261.75	53,946.27
	05/12/09			1,962	12,592.90					1,962	12,592.90	32,941.98
	06/04/09			2,500	17,930.75	01/22/10	(1,500)	15,867.35	(10,758.45)	5,108.90	1,000	7,172.30
	07/23/09			1,250	18,750.00					1,250	18,750.00	16,790.00
	03/18/10			650	11,436.78					650	11,436.78	19,000.00
	04/28/10			1,265	23,402.50	01/25/10	(900)	32,586.16	(36,500.34)	(3,914.18)	0	0.00
	12/16/09			78	37,244.41	03/24/10	(44)	23,358.84	(21,009.67)	2,349.17	0	0.00
04/02/08			50	16,506.62	04/22/10	(28)	15,052.05	(9,243.71)	5,808.34	0	0.00	
01/05/09			13	6,352.40	04/23/10	(22)	11,741.57	(7,262.91)	4,478.66	0	0.00	
11/24/09			25	12,484.33	04/23/10	(2)	1,067.42	(1,184.44)	(117.02)	15	8,883.31	
11/25/09			325	12,561.16						44	26,211.15	
12/08/09			550	22,397.62						15	8,920.07	
07/30/10			1,000	24,169.03	03/11/10	(1,000)	22,657.25	(24,169.03)	(1,511.78)	15	8,909.55	
08/03/10			38	674.11						13	6,352.40	
05/05/09			487	11,892.62						25	12,484.33	
05/14/09			587	13,041.30						325	12,561.16	
05/28/09			725	22,410.75						550	22,397.62	
07/21/10			2,500	22,757.04						212	17,212.58	
05/06/09										0	0.00	
01/12/10										38	674.11	
04/13/09										487	11,892.62	
05/05/09										587	13,041.30	
05/14/09										725	22,410.75	
05/28/09										0	0.00	
07/28/09										0	0.00	
08/04/09										0	0.00	
06/08/09										0	0.00	
08/04/09										0	0.00	
11/19/09										0	0.00	
09/01/09										0	0.00	
01/22/10										0	0.00	
11/26/10										0	0.00	
06/21/10										0	0.00	
01/21/10										0	0.00	
03/10/10										0	0.00	
05/15/10										0	0.00	
07/20/10										0	0.00	
09/24/10										0	0.00	
11/24/10										0	0.00	
01/24/11										0	0.00	
03/24/11										0	0.00	
05/24/11										0	0.00	
07/24/11										0	0.00	
09/24/11										0	0.00	
11/24/11										0	0.00	
01/24/12										0	0.00	
03/24/12										0	0.00	
05/24/12										0	0.00	
07/24/12										0	0.00	
09/24/12										0	0.00	
11/24/12										0	0.00	
01/24/13										0	0.00	
03/24/13										0	0.00	
05/24/13										0	0.00	
07/24/13										0	0.00	
09/24/13										0	0.00	
11/24/13										0	0.00	
01/24/14										0	0.00	
03/24/14										0	0.00	
05/24/14										0	0.00	
07/24/14										0	0.00	
09/24/14										0	0.00	
11/24/14										0	0.00	
01/24/15										0	0.00	
03/24/15										0	0.00	
05/24/15										0	0.00	
07/24/15										0	0.00	
09/24/15										0	0.00	
11/24/15										0	0.00	
01/24/16										0	0.00	
03/24/16										0	0.00	
05/24/16										0	0.00	
07/24/16										0	0.00	
09/24/16										0	0.00	
11/24/16										0	0.00	
01/24/17										0	0.00	
03/24/17										0	0.00	
05/24/17										0	0.00	
07/24/17										0	0.00	
09/24/17										0	0.00	
11/24/17										0	0.00	
01/24/18										0	0.00	
03/24/18										0	0.00	
05/24/18										0	0.00	
07/24/18										0	0.00	
09/24/18										0	0.00	
11/24/18										0	0.00	
01/24/19										0	0.00	
03/24/19										0	0.00	
05/24/19										0	0.00	
07/24/19										0	0.00	
09/24/19										0	0.00	
11/24/19										0	0.00	
01/24/20										0	0.00	
03/24/20										0	0.00	
05/24/20										0	0.00	
07/24/20										0	0.00	
09/24/20										0	0.00	
11/24/20										0	0.00	
01/24/21										0	0.00	
03/24/21										0	0.00	
05/24/21										0	0.00	
07/24/21										0	0.00	
09/24/21										0	0.00	
11/24/21										0	0.00	
01/24/22										0	0.00	
03/24/22										0	0.00	
05/24/22										0	0.00	
07/24/22										0	0.00	
09/24/22										0	0.00	
11/24/22										0	0.00	
01/24/23										0	0.00	
03/24/23										0	0.00	
05/24/23										0	0.00	
07/24/23										0	0.00	
09/24/23										0	0.00	
11/24/23										0	0.00	
01/24/24										0	0.00	
03/24/24										0	0.00	
05/24/24										0	0.00	
07/24/24										0	0.00	
09/24/24										0	0.00	
11/24/24										0	0.00	
01/24/25										0	0.00	
03/24/25										0	0.00	
05/24/25										0	0.00	
07/24/25										0	0.00	
09/24/25										0	0.00	
11/24/25										0	0.00	
01/24/26										0	0.00	
03/24/26										0	0.00	
05/24/26										0	0.00	
07/24/26										0	0.00	
09/24/26										0	0.00	
11/24/26										0	0.00	
01/24/27										0	0.00	
03/24/27										0	0.00	
05/24/27										0	0.00	
07/24/27										0	0.00	
09/24/27										0	0.00	
11/24/27										0	0.00	
01/24/28										0	0.00	
03/24/28										0	0.00	
05/24/28										0	0.00	
07/24/28										0	0.00	
09/24/28										0	0.00	
11/24/28										0	0.00	
01/24/29												

Zitron Foundation FEIN 26-4650967 2010 Form 990-PF Attachment	Acquired Date	Beginning of Year			Acquisitions			Sales			Short Term			Long Term			End of Year		
		Number of Shares	Cost or Basis	Other	Number of Shares	Cost or Basis	Other	Number of Shares	Proceed	Cost	Gain or (Loss)	Gain or (Loss)	Gain or (Loss)	Number of Shares	Cost or Basis	Other	Number of Shares	Cost or Basis	Market Value on 12/31/10
JP Morgan Chase & Co	04/21/09	400	13,417.50						1,873.67	(1,677.19)	196.48			0	0.00		0	0.00	0.00
JP Morgan Chase & Co									13,391.96	(11,740.31)		1,651.65		0	0.00		0	0.00	0.00
JP Morgan Chase & Co	05/04/09	165	5,692.15						6,313.35	(5,692.15)		621.20		0	0.00		0	0.00	0.00
JP Morgan Chase & Co	05/05/09	425	14,793.01						4,208.90	(3,828.78)		380.12		0	0.00		0	0.00	0.00
JP Morgan Chase & Co									11,291.54	(10,964.23)		327.31		0	0.00		0	0.00	0.00
Li Ning Co Ltd	06/30/09	12,238	35,943.20						17,678.95	(15,272.48)	2,406.47			0	0.00		0	0.00	0.00
Li Ning Co Ltd									23,032.10	(20,670.72)	2,361.38			0	0.00		0	0.00	0.00
Livestrong Inc	10/27/09	6,400	36,714.54						7,669.62	(3,872.24)		3,797.38		5,725	32,842.30		5,725	32,842.30	64,692.50
Mail Ru Group Ltd	11/08/10				1,000		35,510.64							1,000	35,510.64		1,000	35,510.64	35,720.00
Martek Biosciences Corp	08/27/10				550		12,004.84							550	12,004.84		550	12,004.84	17,215.00
MGM Resorts International	09/30/10				1,775		20,454.94							1,775	20,454.94		1,775	20,454.94	26,358.75
MGM Resorts International	10/06/10				545		6,544.27							545	6,544.27		545	6,544.27	8,093.25
MGM Resorts International	10/08/10				325		4,200.66							325	4,200.66		325	4,200.66	4,826.25
Monsanto Co	05/18/09	287	26,149.10						20,021.59	(26,149.10)	(6,127.51)			0	0.00		0	0.00	0.00
Netflix Com Inc	04/26/10				300		33,035.03							300	33,035.03		300	33,035.03	52,710.00
Netflix Com Inc	08/11/10				95		12,230.06							95	12,230.06		95	12,230.06	16,691.50
Netflix Com Inc	08/26/10				108		13,869.83							108	13,869.83		108	13,869.83	18,975.60
Noble Energy Inc	06/03/10				225		14,434.31							225	14,434.31		225	14,434.31	19,368.00
Noble Energy Inc	07/02/10				300		18,909.69							300	18,909.69		300	18,909.69	25,824.00
Nvidia Corp	12/03/09	1,475	21,023.20						24,557.95	(21,023.20)	3,534.75			0	0.00		0	0.00	0.00
Nxstage Medical Inc	10/14/10				966		20,441.83							966	20,441.83		966	20,441.83	24,034.08
Nxstage Medical Inc	10/25/10				325		6,984.65							325	6,984.65		325	6,984.65	8,086.00
Nxstage Medical Inc	11/09/10				700		15,622.73							700	15,622.73		700	15,622.73	17,416.00
Oclaro Inc	03/22/10				4,875		12,805.35		12,805.35	(12,805.35)	0.00			0	0.00		0	0.00	0.00
-Exch To Oclaro Inc New	04/30/10				(4,875)		(12,805.35)							0	0.00		0	0.00	0.00
-Oclaro Inc New - (1-5 Rev Split)	04/30/10				975		12,805.35		8,239.90	(12,805.35)	(4,565.45)			0	0.00		0	0.00	0.00
Olin Corp New	07/22/09	1,625	21,863.46						27,865.81	(21,863.46)	6,002.35			0	0.00		0	0.00	0.00
Pandora A S DKK1	10/06/10				725		35,297.87							725	35,297.87		725	35,297.87	43,737.37
Peabody Energy Corporation	12/01/10				800		48,876.60							800	48,876.60		800	48,876.60	51,184.00
Peabody Energy Corporation	12/20/10				400		25,198.74							400	25,198.74		400	25,198.74	25,592.00
Petroleo Brasileiro SA	05/26/09	862	36,404.59																0.00
PulteGroup Inc	05/03/10				1,275		16,659.95		27,128.38	(36,404.59)	(9,276.21)			0	0.00		0	0.00	0.00
Qualcomm Inc	12/23/10				550		27,816.62		10,321.03	(16,659.95)	(6,338.92)			0	0.00		0	0.00	0.00
Rackspace Hosting Inc	08/22/09	1,150	20,064.78						20,993.86	(20,064.78)	929.08			550	27,816.62		550	27,816.62	27,219.50
Renaissance Holdings Ltd	03/13/09	325	14,758.07											0	0.00		0	0.00	0.00
Research In Motion Ltd	05/31/02	2,397	5,780.45						5,909.14	(301.44)	5,607.70			325	14,758.07		325	14,758.07	20,699.25
Research In Motion Ltd									7,230.55	(361.73)	6,868.82			702	1,692.90		702	1,692.90	40,807.26
Research In Motion Ltd									22,164.89	(1,085.19)	21,079.70			0	0.00		0	0.00	0.00
Research In Motion Ltd									15,523.58	(723.46)	14,800.12			0	0.00		0	0.00	0.00
Research In Motion Ltd									7,241.79	(373.79)	6,868.00			0	0.00		0	0.00	0.00
Research In Motion Ltd									10,798.66	(602.88)	10,195.78			0	0.00		0	0.00	0.00
Research In Motion Ltd									11,711.09	(639.06)	11,072.03			0	0.00		0	0.00	0.00
Research In Motion Ltd	12/18/09	175	12,318.08						8,272.79	(12,318.08)	(4,045.29)			0	0.00		0	0.00	0.00
RTS CGA Mining Ltd	07/14/10				1,168		0.00							1,168	0.00		1,168	0.00	0.00
-Spinoff on CGA Mining Ltd Shs																			0.00
Exchanged RTS CGA Mining Ltd	08/12/10				(1,168)		0.00							(1,168)	0.00		(1,168)	0.00	0.00
Ryanair Holdings Plc	02/10/98	3,585	12,817.57						31,498.78	(3,843.48)	27,655.30			1,250	4,469.17		1,250	4,469.17	38,450.00
Ryanair Holdings Plc									37,050.27	(4,504.92)	32,545.35			0	0.00		0	0.00	0.00
Sodastream International	11/03/10				90		1,800.00		2,758.94	(1,800.00)	958.94			0	0.00		0	0.00	0.00
Solutia Inc	07/02/09	1,650	10,141.90											1,650	10,141.90		1,650	10,141.90	38,082.00
Solutia Inc	07/28/09	536	4,097.96											536	4,097.96		536	4,097.96	12,370.88
SPDR Gold TR	03/01/10				225		25,029.55		29,764.11	(25,029.55)	4,734.56			0	0.00		0	0.00	0.00

Zitrin Foundation FEIN: 26-4650967 2010 Form 990-PF Attachment	Acquired Date	Beginning of Year			Acquisitions			Sales			Short Term			Long Term			End of Year		
		Number of Shares	Cost or Other Basis		Number of Shares	Cost or Other Basis		Number of Shares	Proceed		Cost	Gain or (Loss)	Cost	Gain or (Loss)	Number of Shares	Cost or Other Basis	Market Value on 12/31/10		
Sprint Nextel Corporation	04/22/10				4,725	20,432.21			21,308.74		(20,432.21)	876.53			0	0.00	0.00		
Teradata Corp.	09/01/09	1,025	28,127.97						38,731.95		(28,127.97)			10,603.98	0	0.00	0.00		
Teradata Corp.	09/16/09	750	19,979.88						9,448.82		(6,659.96)			2,786.86	0	0.00	0.00		
Teradata Corp.									19,922.30		(13,319.92)			6,602.38	0	0.00	0.00		
Teradata Corp.	11/04/09	200	5,985.10						7,969.92		(5,985.10)			1,983.82	0	0.00	0.00		
Tesla Motors Inc	06/29/10				550	9,350.00									550	9,350.00	14,646.50		
Transatlantic Holdings Inc	10/28/09	575	29,249.45						29,057.24		(29,249.45)			(192.21)	0	0.00	0.00		
Transcend Svcs Inc	10/30/09	625	11,625.14						9,563.63		(11,625.14)	(2,061.51)			0	0.00	0.00		
United Continental Hldgs Inc	10/01/10				761	16,438.56			18,866.10		(16,438.56)	2,427.54			0	0.00	0.00		
Validus Holdings Ltd	05/18/09	850	20,432.50									840.97			250	6,009.56	7,652.50		
Validus Holdings Ltd	08/12/09	275	6,857.70												275	6,857.70	8,417.75		
Validus Holdings Ltd	08/14/09	412	10,467.95												412	10,467.95	12,611.32		
Validus Holdings Ltd	10/12/09	250	6,899.35												250	6,899.35	7,652.50		
Vancemfo Technologies Inc	09/28/10				600	20,032.46									600	20,032.46	20,724.00		
Vancemfo Technologies Inc	09/29/10				625	20,702.33									625	20,702.33	21,587.50		
Vancemfo Technologies Inc	11/23/10				400	14,472.00									400	14,472.00	13,816.00		
Venoco Inc	06/23/10				2,450	42,826.79									2,450	42,826.79	45,202.50		
Vera Bradley Inc	10/21/10				840	19,859.99									840	19,859.99	27,720.00		
Visa Inc	03/05/09	247	13,438.88						4,043.28		(2,448.38)	1,594.90			0	0.00	0.00		
Visa Inc									13,910.09		(10,990.50)	2,919.59			0	0.00	0.00		
Visa Inc	04/02/09	88	5,005.62						6,059.84		(5,005.62)	1,054.22			0	0.00	0.00		
Vistaprint Limited	06/18/09	900	37,990.47												900	37,990.47	0.00		
Exchanged to Vistaprint NV		(900)	(37,990.47)												(900)	(37,990.47)	0.00		
Vistaprint NV	09/04/09	900	37,990.47						29,382.29		(37,990.47)	(8,608.18)			0	0.00	0.00		
Vistaprint NV	01/04/10				200	11,453.01			6,529.40		(11,453.01)	(4,923.61)			0	0.00	0.00		
W R Berkley Corp	09/01/03	1,188	7,868.86						10,379.50		(4,081.54)	6,297.96			0	0.00	0.00		
W R Berkley Corp									6,490.51		(2,337.97)	4,152.54			0	0.00	0.00		
W R Berkley Corp									8,435.04		(1,449.35)	6,985.69			0	0.00	0.00		
W R Berkley Corp									5,688.49		0.00	5,688.49			0	0.00	0.00		
W R Berkley Corp	01/23/09	950	26,886.67						25,371.21		(26,886.67)	(1,515.46)			0	0.00	0.00		
W R Grace & Co	05/08/09	1,353	16,334.92												1,353	16,334.92	47,530.89		
W R Grace & Co	07/21/10				500	11,828.81									500	11,828.81	17,565.00		
Wabash National Corp	05/24/10				3,875	25,187.50									3,875	25,187.50	45,918.75		
Wal-Mart Stores Inc	12/23/10				200	10,876.13									200	10,876.13	10,786.00		
Webmd Health Corp	10/19/10				685	34,651.84									685	34,651.84	34,976.10		
Webmd Health Corp	11/09/10				300	15,862.53									300	15,862.53	15,318.00		
Whole Foods Market Inc	09/29/09	375	11,584.71						10,547.00		(11,584.71)	(1,037.71)			0	0.00	0.00		
Whole Foods Market Inc	11/04/09	325	10,763.14						2,812.53		(3,311.74)	(499.21)			0	0.00	0.00		
Whole Foods Market Inc									6,189.97		(7,451.40)	(1,261.43)			0	0.00	0.00		
Whole Foods Market Inc	11/05/09	750	21,985.29						3,438.87		(3,664.22)	(225.35)			625	18,321.07	31,618.75		
Whole Foods Market Inc	11/09/10				350	16,663.36									350	16,663.36	17,706.50		
Whole Foods Market Inc	11/26/10				250	11,981.81									250	11,981.81	12,647.50		
WTS Ford Motor Company	03/31/10				3,525	17,625.00									3,525	17,625.00	28,728.75		
Wynn Resorts Ltd	07/22/09	637	27,392.06						39,899.49		(27,392.06)	12,507.43			0	0.00	0.00		
Yoox Spa	12/03/09	2,240	16,148.55												2,240	16,148.55	28,832.16		
Total Stocks			1,394,256.45			1,607,026.31			1,573,661.81		(1,352,251.04)	22,195.37		199,215.40		1,678,275.63	2,485,306.65		

Zitrin Foundation		Beginning of Year		Acquisitions		Sales		End of Year		Market Value	
FEIN: 26-4650967		Number of Shares		Number of Shares		Number of Shares		Number of Shares		on 12/31/10	
2010 Form 990-PF Attachment		Cost or Other Basis		Cost or Other Basis		Cost or Other Basis		Cost or Other Basis		on 12/31/10	
Securities		Acquired Date		Sold Date		Proceeds		Gain or (Loss)		Gain or (Loss)	
Account #191-93115											
United States Treasury Notes		475,000		02/16/10		475,000.00		0.00		0.00	
Due 02/15/10 6.50%											
Total Fixed Income		491,274.69				475,000.00		0.00		0.00	
Grand Totals		1,885,531.14		1,607,026.31		2,048,661.81		22,195.37		1,878,275.63	

ZITRIN FOUNDATION  
FEIN 26-4650967  
2010 FORM 990-PF, PART XV ATTACHMENT

<u>Name &amp; Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
ACLU American Civil Liberties Union Foundation 39 Drumm Street San Francisco, CA 94111	None	501(c)3 ORG	Support the Leading Freedom Forward The ACLU Campaign for the future	5,500.00
Action Commity	None	501(c)3 ORG	Donation	25 00
AFMDA-American Friends of Magen David Adom 352 Seventh Avenue, Suite 400 New York, NY 10001	None	501(c)3 ORG	Support the lifesaving work and medical training	1,000 00
The Boston Conservatory P O Box 230193 Boston, MA 02215-0193	None	501(c)3 ORG	General support of programs and services	15,000 00
Brown Paper Tickets	None	501(c)3 ORG	Donation	61 99
Catalog Choice Berkeley, California	None	501(c)3 ORG	Support free mail preference services to consumers	20 00
The City College of New York Wille Administration Building, Room 300 160 Convent Avenue New York, NY 10031	None	501(c)3 ORG	Support services program for students	7,500.00
Challenged Athletes Foundation 9591 Waples Street San Diego, CA 92121	None	501(c)3 ORG	Support people with physical disabilities to join in athletic events	25 00
CNP Yele Haiti P O Box 2345 New York, NY 10108	None	501(c)3 ORG	Support projects in the fields of education, health, environment and community development	200 00
Community Living Campaign P O Box 460400 San Francisco, CA 94146	None	501(c)3 ORG	Support service program for seniors and persons with disabilities	100 00
Death Penalty Information Center 1015 18th Street NW, Suite 704 Washington, D C 20036	None	501(c)3 ORG	Support program information regarding capital punishment	1,000 00
Death Penalty Focus 870 Market Street, #859 San Francisco, CA 94102	None	501(c)3 ORG	Support to abolish death penalty	70,648 44
Democracy In Action 1700 Connecticut Avenue NW, Suite 403 Washington, DC 20009	None	501(c)3 ORG	General support of programs and services	540 00



ZITRIN FOUNDATION  
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2010 FORM 990-PF, PART XV ATTACHMENT

<u>Name &amp; Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Dead Man Walking School Theatre Project Sisters of St Joseph of Medalle 3250 19th Avenue San Francisco, CA 94132	None	501(c)3 ORG	Support theatre arts and academic study into the national discourse on the death penalty	15,000 00
Environmental Defense Fund 257 Park Avenue South New York, NY 10010	None	501(c)3 ORG	General support of programs and services	1,500.00
FirstGiving San Francisco 333 Bryant Street, Suite 140 San Francisco, CA 94107	None	501(c)3 ORG	General support of programs and services	25 00
Friends of the Library New York University School of Medicine 550 First Avenue New York, NY 10016	None	501(c)3 ORG	Medical library membership	500 00
Friendsgran	None	501(c)3 ORG	Donation	500 00
Great Neck Chapter of Hadassah 98 Cuttermill Road, Suite 256 South Great Neck, NY 11021	None	501(c)3 ORG	Support program for the Hadassah Medical Center in Jerusalem	5,000 00
Network for Good 7920 Norfolk Avenue, Suite 520 Bethesda, MD 20814	None	501(c)3 ORG	Support online services to recruit donors and volunteers for non-profits	1,850 00
HIAS The Hebrew Immigrant Aid Society 333 Seventh Avenue New York, NY 10001-5004	None	501(c)3 ORG	Support program for the immigrants, refugees and asylum-seekers	1,000 00
Institute For International Criminal Investigations 102 Buena Vista Terrace San Francisco, CA 94117	None	501(c)3 ORG	General support of programs and services	250 00
International Documentary Association (IDA) 1201 West 5th Street, Suite M270 Los Angeles, CA 90017	None	501(c)3 ORG	General support of programs and services	100 00
Latino Community Fund P O Box 30669 Seattle, WA 98103	None	501(c)3 ORG	General support of programs and services	100 00
Legal Services for Children 1254 Market Street, 3rd Floor San Francisco, CA 94102	None	501(c)3 ORG	Support legal assistance and social work to children and youth	3,000 00

ZITRIN FOUNDATION  
FEIN 26-4650967  
2010 FORM 990-PF, PART XV ATTACHMENT

<u>Name &amp; Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
The Metropolitan Opera Lincoln Center New York, NY 10023	None	501(c)3 ORG	General support of programs and services	660 00
The Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028-0198	None	501(c)3 ORG	General support of programs and services	1,000.00
Ms Magazine 1600 Wilson Blvd #801 Arlington, VA 22209	None	501(c)3 ORG	General support women's rights and American journalism	75 00
The Museum of Modern Art 11 West 53 Street New York, NY 10019	None	501(c)3 ORG	General support of programs and services	750 00
New Israel Fund 2100 M Street NW, Suite 619 Washington, DC 20037	None	501(c)3 ORG	Support equality and democracy for all Israelis	1,500 00
New York University School of Medicine 550 First Avenue, SLH 4-44-0 New York, NY 10016	None	501(c)3 ORG	General support of programs and services	10,000 00
Performing Arts Workshop 1661 Tennessee Street, Unit 3-O San Francisco, CA 94107	None	501(c)3 ORG	Support programs dedicated to helping young people develop critical thinking, creative expression and basic art skills	2,000 00
Santa Clara University Development Office 500 El Camino Real Santa Clara, CA 95053-1400	None	501(c)3 ORG	General support of programs and services	1,000 00
The Southern Center For Human Rights 83 Poplar Street, NW Atlanta, GA 30303	None	501(c)3 ORG	Support to change the criminal justice system in the South	1,000 00
TCADP Texas Coalition to Abolish the Death Penalty 2709 S Lamar Austin, TX 78704	None	501(c)3 ORG	Support to abolish death penalty	250 00
The Morgan Library and Museum 225 Madison Avenue at 36th Street New York, NY 10016	None	501(c)3 ORG	General support of programs and services	75 00
University of California, Berkeley School of Law Death Penalty Clinic Berkeley, CA 94720-7200	None	501(c)3 ORG	Support the Death Penalty Clinic's Southern Capital Assistance Project	10,000 00

ZITRIN FOUNDATION  
FEIN. 26-4650967  
2010 FORM 990-PF, PART XV ATTACHMENT

<u>Name &amp; Address</u>	<u>Relationship</u>	<u>Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
Witness To Innocence 3916 Locust Walk Philadelphia, PA 19104-6152	None	501(c)3 ORG	Support for the witness to innocence	15,000 00
WNYC Radio 160 Varck Street New York, NY 10013	None	501(c)3 ORG	General support of programs and services	562 00
			Total	<u>174,317 43</u>