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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

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

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

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

Name of foundation FAIGEN FAMILY FOUNDATION, INC.		A Employer identification number 31-1509512
Number and street (or P O box number if mail is not delivered to street address) 231 BRADLEY PLACE, SUITE 200	Room/suite	B Telephone number 561-833-0377
City or town, state, and ZIP code PALM BEACH, FL 33480		C If exemption application is pending, check here <input type="checkbox"/> D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 10,858,059.	J Accounting method: <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input checked="" type="checkbox"/> Other (specify) MODIFIED CASH	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		1,001,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		192,661.	185,761.		STATEMENT 2
4 Dividends and interest from securities		137,100.	137,100.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		99,036.			STATEMENT 1
b Gross sales price for all assets on line 6a	3,193,428.				
7 Capital gain net income (from Part IV, line 2)			174,605.		
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					
12 Total. Add lines 1 through 11		1,429,797.	497,466.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	1,468.	294.		1,174.
c Other professional fees	STMT 5	48,646.	47,993.		0.
17 Interest					
18 Taxes	STMT 6	4,748.	259.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 7	192.	0.		61.
24 Total operating and administrative expenses. Add lines 13 through 23		55,054.	48,546.		1,235.
25 Contributions, gifts, grants paid		580,000.			580,000.
26 Total expenses and disbursements. Add lines 24 and 25		635,054.	48,546.		581,235.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		794,743.			
b Net investment income (if negative, enter -0-)			448,920.		
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		
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			332,955.	58,080.	58,080.
	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			6,787.	3,976.	3,976.
	10a Investments - U.S. and state government obligations STMT 8			2,101,843.	2,580,475.	2,525,311.
	b Investments - corporate stock STMT 9			4,886,640.	5,696,802.	6,458,503.
	c Investments - corporate bonds STMT 10			1,636,380.	1,429,342.	1,569,827.
11 Investments - land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other STMT 11			264,345.	256,747.	242,362.	
14 Land, buildings, and equipment: basis ▶						
Less: accumulated depreciation ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers)			9,228,950.	10,025,422.	10,858,059.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶ EXCISE TAX PAYBLE)			0.	1,729.	
23 Total liabilities (add lines 17 through 22)			0.	1,729.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			9,228,950.	10,023,693.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
28 Paid-in or capital surplus, or land, bldg., and equipment fund						
29 Retained earnings, accumulated income, endowment, or other funds						
30 Total net assets or fund balances			9,228,950.	10,023,693.		
31 Total liabilities and net assets/fund balances			9,228,950.	10,025,422.		

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	9,228,950.
2 Enter amount from Part I, line 27a	2	794,743.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	10,023,693.
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	10,023,693.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE STATEMENT 13A			P	VARIOUS	VARIOUS
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 3,193,428.		3,018,823.	174,605.		
b					
c					
d					
e					
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			174,605.		
b					
c					
d					
e					
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	174,605.	
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	543,609.	8,782,781.	.061895
2008	421,105.	10,018,574.	.042032
2007	615,969.	11,306,089.	.054481
2006	612,333.	10,504,292.	.058294
2005	640,353.	10,622,925.	.060280
2 Total of line 1, column (d)			2 .276982
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 .055396
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5			4 10,300,679.
5 Multiply line 4 by line 3			5 570,616.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 4,489.
7 Add lines 5 and 6			7 575,105.
8 Enter qualifying distributions from Part XII, line 4			8 581,235.

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)			
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	4,489.
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	4,489.
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	4,489.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,760.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	2,760.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,729.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>FL</u>		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	X	
14	The books are in care of ► BRENDA MCGOWAN Telephone no. ► 561-833-0377 Located at ► 231 BRADLEY PLACE, SUITE 200, PALM BEACH, FL ZIP+4 ► 33480			
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 <input type="checkbox"/> N/A	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <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		
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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ 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

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?

If "Yes" to 6b, file Form 8870.

☐ Yes ☒ No**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
SEE STATEMENT 12		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 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	10,193,756.
b	Average of monthly cash balances	1b	263,786.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	10,457,542.
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	10,457,542.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	156,863.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,300,679.
6	Minimum investment return. Enter 5% of line 5	6	515,034.

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	515,034.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,489.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,489.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	510,545.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	510,545.
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	510,545.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	581,235.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	581,235.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4,489.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	576,746.

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.

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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				510,545.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	61,120.			
b From 2006	100,878.			
c From 2007	60,917.			
d From 2008				
e From 2009	109,982.			
f Total of lines 3a through e	332,897.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	581,235.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				510,545.
e Remaining amount distributed out of corpus	70,690.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	403,587.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				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	61,120.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	342,467.			
10 Analysis of line 9:				
a Excess from 2006	100,878.			
b Excess from 2007	60,917.			
c Excess from 2008				
d Excess from 2009	109,982.			
e Excess from 2010	70,690.			

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

[illegible]

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ST. COLUMBA'S STEP PROGRAM 4201 ALBEMARLE ST, NW WASHINGTON, DC 20016		IRC SEC 501(C)(3)	CHARITABLE	95,000.
ST. MARY'S CATHOLIC CHURCH 1200 EAST MAIN STREET PAHOKEE, FL 33476		IRC SEC 501(C)(3)	CHARITABLE	60,000.
THE SEE FOREVER FOUNDATION 1851 9TH STREET NW WASHINGTON, DC 20001		IRC SEC 501(C)(3)	CHARITABLE	425,000.
Total			3a	580,000.
b Approved for future payment				
NONE				
Total			3b	0.

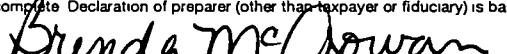

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
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		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
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		5/4/11 Date		Treasurer Title
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date
	DARLINE RICHTER		 Darline Richter		4/29/11
	Firm's name ▶ TRAVANI & RICHTER, P.A. 8895 NORTH MILITARY TRAIL, SUITE 306E		Firm's EIN ▶		
Firm's address ▶ PALM BEACH GARDENS, FL 33410					Phone no. 561-626-5655

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, 990-EZ, or 990-PF.

OMB No 1545-0047

2010

Name of the organization

Employer identification number

FAIGEN FAMILY FOUNDATION, INC.**31-1509512**

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

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

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

Employer identification number

FAIGEN FAMILY FOUNDATION, INC.

31-1509512

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	GRETA FAIGEN 525 S. FLAGLER DRIVE, GPH1 WEST PALM BEACH, FL 33401	\$ 1,000,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	CONTRIBUTIONS < \$5,000	\$ 1,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

Employer identification number

FAIGEN FAMILY FOUNDATION, INC.

31-1509512

Part II Noncash Property (see instructions)[illegible]

Name of organization

Employer identification number

FAIGEN FAMILY FOUNDATION, INC.**31-1509512**

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$

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

FORM 990-PF	GAIN OR (LOSS) FROM SALE OF ASSETS	STATEMENT	1
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(A) DESCRIPTION OF PROPERTY		MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE STATEMENT 13 B		PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,193,428.	3,094,392.	0.	0.	99,036.
CAPITAL GAINS DIVIDENDS FROM PART IV				0.
TOTAL TO FORM 990-PF, PART I, LINE 6A				99,036.

FORM 990-PF	INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS	STATEMENT	2
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SOURCE	AMOUNT
CHEVY CHASE TRUST CO.	192,449.
WACHOVIA BANK	212.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	192,661.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CHEVY CHASE TRUST CO.	137,100.	0.	137,100.
TOTAL TO FM 990-PF, PART I, LN 4	137,100.	0.	137,100.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	1,468.	294.		1,174.
TO FORM 990-PF, PG 1, LN 16B	1,468.	294.		1,174.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	44,940.	44,336.		0.
CUSTODIAL FEE	3,706.	3,657.		0.
TO FORM 990-PF, PG 1, LN 16C	48,646.	47,993.		0.

FORM 990-PF	TAXES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	4,489.	0.		0.
FOREIGN TAXES	259.	259.		0.
TO FORM 990-PF, PG 1, LN 18	4,748.	259.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL FILING FEE	61.	0.		61.
TELECONFERENCE FEE	131.	0.		0.
TO FORM 990-PF, PG 1, LN 23	192.	0.		61.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS	STATEMENT	8
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DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS-U.S.OBLIGATIONS	X		0.	0.
MUNICIPAL OBLIGATIONS-SEE STMT 15		X	2,580,475.	2,525,311.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			2,580,475.	2,525,311.
TOTAL TO FORM 990-PF, PART II, LINE 10A			2,580,475.	2,525,311.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS-SEE STMT 14	5,696,802.	6,458,503.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,696,802.	6,458,503.

FORM 990-PF	CORPORATE BONDS	STATEMENT	10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS-SEE STMT 15	1,429,342.	1,569,827.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,429,342.	1,569,827.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ISHARES MSCI EAFE INDEX FUND	COST	131,591.	110,618.
SPDR S&P MIDCAP 400 ETF	COST	125,156.	131,744.
TOTAL TO FORM 990-PF, PART II, LINE 13		256,747.	242,362.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/YR	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GRETA FAIGEN 525 SOUTH FLAGLER DRIVE WEST PALM BEACH, FL 33401	PRESIDENT 160.00 / yr	0.	0.	0.
DR. ANDREW FAIGEN 1013 COUNTRY CLUB DRIVE NORTH PALM BEACH, FL 33408	TREASURER 25.00 / yr	0.	0.	0.
DR. AMANDA FAIGEN 1013 COUNTRY CLUB DRIVE NORTH PALM BEACH, FL 33408	DIRECTOR 25.00 / yr	0.	0.	0.
WARREN MILLER 5225 STRATHMORE AVENUE KENNSINGTON, MD 20895	DIRECTOR 40.00 / yr	0.	0.	0.
LISA SEIGEL 2120 WYOMING AVENUE WASHINGTON, DC 20008	VICE PRESIDENT 60.00 / yr	0.	0.	0.
BRENDA MCGOWAN 231 BRADLEY PLACE, STE 200 PALM BEACH, FL 33480	SECRETARY 125.00 / yr	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FAIGEN FAMILY FOUNDATION, INC
TAX BASIS CAPITAL GAINS (LOSSES) - 2010
Updated: 12/31/10

SHARES	SECURITY	GROSS SALE PRICE	ACQUISITION COST	SHORT TERM GAIN (LOSS)	LONG TERM GAIN (LOSS)	DATE ACQUIRED	DATE SOLD
500	3M Company	40,276.58	28,262.50		12,014.08	07/18/01	02/02/10
150	Apple Inc	40,680.77	17,050.50		23,630.27	08/16/07	06/17/10
100	Apple Inc	30,952.48	11,367.00		19,585.48	08/16/07	10/20/10
100	Caterpillar Inc	7,941.11	7,063.46		877.65	09/02/08	10/20/10
92	Chevron Corp	7,693.82	6,839.28	854.54		02/02/10	10/20/10
100,000	Citigroup Inc Note	102,800.00	105,356.00		(2,556.00)	06/28/01	05/11/10
1,000	EMC Corp Mass	19,979.66	10,350.00		9,629.66	04/16/02	07/13/10
1,000	EMC Corp Mass	20,842.44	10,350.00		10,492.44	04/16/02	10/19/10
1,000	EMC Corp Mass	20,989.64	10,350.00		10,639.64	04/16/02	10/27/10
50,000	Federal Farm Credit Bank	50,000.00	50,000.00	0.00		04/13/10	06/02/10
150,000	Federal Farm Credit Bank	150,000.00	150,000.00		0.00	06/03/09	06/17/10
150,000	Federal Farm Credit Bank	150,000.00	150,000.00	0.00		08/07/09	06/17/10
100,000	Federal Home Loan Bank	100,000.00	103,171.00	(3,171.00)		03/19/09	02/08/10
200,000	Federal Home Loan Bank	200,000.00	200,000.00	0.00		07/22/09	02/12/10
150,000	Federal Home Loan Bank	150,000.00	149,775.00	225.00		07/28/09	02/20/10
100,000	Federal Home Loan Bank	100,000.00	99,750.00	250.00		09/15/09	03/30/10
150,000	Federal Home Loan Bank	150,000.00	149,925.00		75.00	05/02/08	05/21/10
100,000	Federal Home Loan Bank	100,000.00	100,000.00	0.00		02/02/10	05/26/10
150,000	Federal Home Loan Bank	150,000.00	150,000.00	0.00		10/27/09	05/28/10
100,000	Federal Home Loan Bank	150,000.00	149,850.00		150.00	06/09/09	06/11/10
100,000	Federal Home Loan Bank	100,000.00	99,900.00	100.00		02/25/10	06/18/10
150,000	Federal Home Loan Bank	150,000.00	149,850.00		150.00	06/30/09	07/15/10
100,000	Federal Home Loan Bank	100,000.00	100,000.00		0.00	07/05/07	07/20/10
100,000	Federal Home Loan Bank	100,000.00	100,000.00	0.00		10/19/09	07/29/10
150,000	Federal Home Loan Bank	150,000.00	150,000.00		0.00	06/23/09	08/05/10
150,000	Federal Home Loan Bank	150,000.00	150,000.00	0.00		02/10/10	08/26/10
200,000	Federal Home Loan Bank	200,000.00	199,000.00	1,000.00		03/12/10	09/30/10
150,000	Federal Home Loan Bank	153,900.00	149,850.00		4,050.00	06/24/09	10/19/10
100,000	Federal Home Loan Bank	100,000.00	99,900.00	100.00		03/25/10	10/21/10
0.14	Frontier Communications	1.09	1.39		(0.30)	01/22/08	07/27/10
719.98	Frontier Communications	5,514.95	6,996.62		(1,481.67)	1/22/08 & 4/15/08	08/26/10
120.02	Frontier Communications	919.34	939.84	(20.50)		02/02/10	08/26/10
400	Honeywell Intl Inc	18,667.68	9,600.00		9,067.68	12/17/02	10/27/10
200	IBM Corporation	28,001.52	5,281.11		22,720.41	07/26/96	10/21/10
100	Ishares MSCI EAFE Fund	4,967.91	7,598.00		(2,630.09)	02/21/07	08/26/10

FAIGEN FAMILY FOUNDATION, INC
TAX BASIS CAPITAL GAINS (LOSSES) - 2010
Updated: 12/31/10

SHARES	SECURITY	GROSS SALE PRICE	ACQUISITION COST	SHORT TERM GAIN (LOSS)	LONG TERM GAIN (LOSS)	DATE ACQUIRED	DATE SOLD
370	Marriott Intl Inc	13,867.36	6,043.68		7,823.68	11/20/02	10/27/10
400	McDonalds Corp	30,791.47	10,416.00		20,375.47	04/05/01	10/19/10
200	Nike Inc Class B	16,213.32	4,166.50		12,046.82	02/04/98	10/20/10
200	Norfolk Southern Corp	12,257.79	8,137.96		4,119.83	06/05/09	10/20/10
100,000	Pfizer Inc Note	116,169.00	101,682.00		14,487.00	03/17/09	10/19/10
TOTALS:		3,193,427.93	3,018,822.84	(661.96)	175,267.05		

TOTAL SHORT TERM GAINS (LOSSES)	(661.96)
TOTAL LONG TERM GAINS (LOSSES)	175,267.05
TOTAL GAINS (LOSSES)	174,605.09

FAIGEN FAMILY FOUNDATION, INC
BOOK BASIS CAPITAL GAINS (LOSSES) - 2010
Updated: 12/31/10

SHARES	SECURITY	GROSS SALE PRICE	BOOK VALUE	GAIN (LOSS)	DATE ACQUIRED	DATE SOLD
500	3M Company	40,276.58	35,461.25	4,815.33	09/24/03	02/02/10
150	Apple Inc	40,680.77	34,405.50	6,275.27	03/24/10	06/17/10
100	Apple Inc	30,952.48	22,937.00	8,015.48	03/24/10	10/20/10
100	Caterpillar Inc	7,941.11	7,063.46	877.65	09/02/08	10/20/10
92	Chevron Corp	7,693.82	6,839.28	854.54	02/02/10	10/20/10
100,000	Citigroup Inc Note	102,800.00	105,356.00	(2,556.00)	06/28/01	05/11/10
1,000	EMC Corp Mass	19,979.66	12,910.00	7,069.66	09/24/03	07/13/10
1,000	EMC Corp Mass	20,842.44	12,910.00	7,932.44	09/24/03	10/19/10
1,000	EMC Corp Mass	20,989.64	12,910.00	8,079.64	09/24/03	10/27/10
50,000	Federal Farm Credit Bank	50,000.00	50,000.00	0.00	04/13/10	06/02/10
150,000	Federal Farm Credit Bank	150,000.00	150,000.00	0.00	06/03/09	06/17/10
150,000	Federal Farm Credit Bank	150,000.00	150,000.00	0.00	08/07/09	06/17/10
100,000	Federal Home Loan Bank	100,000.00	103,171.00	(3,171.00)	03/19/09	02/08/10
200,000	Federal Home Loan Bank	200,000.00	200,000.00	0.00	07/22/09	02/12/10
150,000	Federal Home Loan Bank	150,000.00	149,775.00	225.00	07/28/09	02/20/10
100,000	Federal Home Loan Bank	100,000.00	99,750.00	250.00	09/15/09	03/30/10
150,000	Federal Home Loan Bank	150,000.00	149,925.00	75.00	05/02/08	05/21/10
100,000	Federal Home Loan Bank	100,000.00	100,000.00	0.00	02/02/10	05/26/10
150,000	Federal Home Loan Bank	150,000.00	150,000.00	0.00	10/27/09	05/28/10
150,000	Federal Home Loan Bank	150,000.00	149,850.00	150.00	06/09/09	06/11/10
100,000	Federal Home Loan Bank	100,000.00	99,900.00	100.00	02/25/10	06/18/10
150,000	Federal Home Loan Bank	150,000.00	149,850.00	150.00	06/30/09	07/15/10
100,000	Federal Home Loan Bank	100,000.00	100,000.00	0.00	07/05/07	07/20/10
100,000	Federal Home Loan Bank	100,000.00	100,000.00	0.00	10/19/09	07/29/10
150,000	Federal Home Loan Bank	150,000.00	150,000.00	0.00	06/23/09	08/05/10
150,000	Federal Home Loan Bank	150,000.00	150,000.00	0.00	02/10/10	08/26/10
200,000	Federal Home Loan Bank	200,000.00	199,000.00	1,000.00	03/12/10	09/30/10
150,000	Federal Home Loan Bank	153,900.00	149,850.00	4,050.00	06/24/09	10/19/10
100,000	Federal Home Loan Bank	100,000.00	99,900.00	100.00	03/25/10	10/21/10
0.14	Frontier Communications	1.09	1.39	(0.30)	01/22/08	07/27/10
840	Frontier Communications	6,434.29	7,936.46	(1,502.17)	1/22/08-2/2/10	08/26/10

FAIGEN FAMILY FOUNDATION, INC
BOOK BASIS CAPITAL GAINS (LOSSES) - 2010
Updated: 12/31/10

SHARES	SECURITY	GROSS SALE PRICE	BOOK VALUE	GAIN (LOSS)	DATE ACQUIRED	DATE SOLD
400	Honeywell Intl Inc	18,667.68	17,792.00	875.68	03/24/10	10/27/10
200	IBM Corporation	28,001.52	23,920.00	4,081.52	05/24/01	10/21/10
100	Ishares MSCI EAFE Fund	4,967.91	7,598.00	(2,630.09)	02/21/07	08/26/10
370	Marriott Intl Inc	13,867.36	10,977.90	2,889.46	03/24/10	10/27/10
400	McDonalds Corp	30,791.47	10,416.00	20,375.47	04/05/01	10/19/10
200	Nike Inc Class B	16,213.32	4,166.50	12,046.82	02/04/98	10/20/10
200	Norfolk Southern Corp	12,257.79	8,137.96	4,119.83	06/05/09	10/20/10
100,000	Pfizer Inc Note	116,169.00	101,682.00	14,487.00	03/17/09	10/19/10
TOTALS:		3,193,427.93	3,094,391.70	99,036.23		

FAIGEN FAMILY FOUNDATION, INC
CURRENT VALUE OF STOCKS & BONDS
AT HERITAGE INVESTORS MGT
Updated: December 31, 2010

Stocks:

Shares	Description	Cost	Book Value	Market Value
2,000	3M Company	110,593.00	141,845.00	172,600.00
1,400	Air Prod & Chems Inc	27,940.50	63,070.00	127,330.00
700	Altria Group Inc	7,230.74	14,329.00	17,234.00
2,000	American Express Co	67,065.49	67,065.49	85,840.00
2,650	Amgen Inc	108,821.50	176,685.50	145,485.00
900	Apple Inc	80,430.98	206,433.00	290,304.00
1,900	Caterpillar Inc	112,818.98	112,818.98	177,954.00
1,800	Chevron Corporation	110,192.16	127,613.88	164,250.00
2,000	Cisco Systems Inc	27,160.00	52,900.00	40,460.00
1,200	Coca-Cola Co	24,607.43	100,950.00	78,924.00
2,000	ConocoPhillips	27,186.04	67,392.68	136,200.00
9,000	EMC Corp Mass	84,751.60	139,830.00	206,100.00
3,500	Exxon Mobil Corp	55,853.90	165,145.01	255,920.00
1,600	Fluor Corporation	29,509.00	29,509.00	106,016.00
1,700	Gannett Inc	45,526.00	113,730.00	25,653.00
13,000	General Electric Corp	166,251.12	391,805.25	237,770.00
3,400	Hewlett Packard Co	48,551.79	171,001.42	143,140.00
8,000	Home Depot Inc	220,742.50	323,800.00	280,480.00
2,100	Honeywell Intl Inc	50,120.00	93,408.00	111,636.00
1,600	IBM Corporation	42,248.89	191,360.00	234,816.00
21,000	Intel Corporation	163,048.18	469,345.50	441,630.00
3,200	Johnson & Johnson	173,190.25	180,380.00	197,920.00
1,000	Marriott Intl Inc	16,334.27	29,670.00	41,540.00
1,500	Martin Marietta Matls Inc	32,902.50	73,920.00	138,360.00
2,500	McDonald's Corporation	54,114.30	112,188.00	191,900.00
3,300	Medtronic Inc	108,966.00	108,966.00	122,397.00
2,700	Merck & Company Inc	45,548.48	167,707.97	97,308.00
5,600	Microsoft Corp	159,193.72	162,733.20	156,296.00
5,000	Morgan Stanley	119,185.28	283,732.31	136,050.00
1,400	Nike Inc Class B	29,165.50	29,165.50	119,588.00
2,000	Norfolk Southern Corp	81,379.60	81,379.60	125,640.00
2,300	Pepsico Inc	84,916.56	117,140.00	150,259.00
3,500	Pfizer Inc	55,635.70	82,642.00	61,285.00
700	Philip Morris International	16,611.70	36,323.00	40,971.00
2,579	Procter & Gamble Co	32,478.62	116,265.77	165,907.07
2,000	Raytheon Company	52,440.00	58,150.00	92,680.00
3,000	Schlumberger Ltd	34,898.23	95,775.00	250,500.00
2,500	SunTrust Banks Inc	5,091.38	98,958.49	73,775.00
2,000	T Rowe Price Group Inc	33,332.50	43,280.00	129,080.00
3,000	United Technologies Corp	97,169.65	158,595.00	236,160.00
3,500	Verizon Communications	117,780.43	117,780.43	125,230.00
5,000	Walmart Stores Inc	143,923.64	272,720.00	269,650.00
1,500	Walt Disney Co	20,187.90	49,291.61	56,265.00
Total Stocks:		3,125,096.01	5,696,801.59	6,458,503.07

FAIGEN FAMILY FOUNDATION, INC
CURRENT VALUE OF STOCKS & BONDS
AT HERITAGE INVESTORS MGT
Updated: December 31, 2010

Corporate Obligations:

Shares	Description	Cost	Book Value	Market Value
\$100,000	AT&T Inc (5.5%)	99,107.00	99,107.00	111,088.00
\$100,000	Boeing Company (6%)	102,434.00	102,434.00	115,052.00
\$100,000	ConocoPhillips (5.75%)	101,850.00	101,850.00	113,961.00
\$100,000	Cons Edison Co (6.65%)	101,353.00	101,353.00	119,188.00
\$100,000	Dupont El DeNemours (5.25%)	101,500.00	101,500.00	111,851.00
\$100,000	Dupont El DeNemours (5.75%)	97,170.00	97,170.00	113,385.00
\$150,000	General Elec Cap Corp (5.625%)	149,799.00	149,799.00	163,576.50
\$150,000	Oracle Corp (5%)	149,917.50	149,917.50	162,750.00
\$140,000	Pitney Bowes Inc (4.75%)	134,636.60	134,636.60	144,249.00
\$150,000	Pitney Bowes Inc (5.75%)	157,585.50	157,585.50	157,917.00
\$150,000	Verizon Communications (5.5%)	149,917.50	149,917.50	164,841.00
\$80,000	Walt Disney Company (6%)	84,072.00	84,072.00	91,968.00
Total Corporate Obligations:		1,429,342.10	1,429,342.10	1,569,826.50

Taxable Municipal Obligations:

Shares	Description	Cost	Book Value	Market Value
\$100,000	Anderson Cnty, SC Sch (5.375%)	102,071.00	102,071.00	100,387.00
\$100,000	Anne Arundel Cnty, MD (5.3%)	101,939.00	101,939.00	103,239.00
\$200,000	Brunswick Cnty, NC Wtr (5.35%)	200,000.00	200,000.00	195,348.00
\$150,000	California State Pub Wks (6.282%)	161,281.50	161,281.50	156,805.50
\$115,000	Contra Costa, CA Gen Oblig (5.882%)	123,550.25	123,550.25	120,413.05
\$100,000	East Baton Rouge, LA Swr (5.25%)	99,265.00	99,265.00	99,142.00
\$100,000	Florida State Brd Gov (4.9%)	101,456.00	101,456.00	101,109.00
\$200,000	Florida State Dept Environ (5.4%)	201,130.00	201,130.00	193,316.00
\$100,000	Florida State Govt Util (5.72%)	99,204.00	99,204.00	93,740.00
\$175,000	Harford Cnty, MD Gen Oblig (5%)	175,000.00	175,000.00	171,815.00
\$125,000	Lanse Creuse, MI Sch Dist (5.482%)	126,607.50	126,607.50	128,315.00
\$200,000	Longmont, CO Wtr (4.70%)	192,594.00	192,594.00	186,596.00
\$100,000	Metro Wash DC Arpt (5.59%)	102,713.00	102,713.00	101,614.00
\$100,000	New York, NY Gen Oblig (5.199%)	97,599.00	97,599.00	99,111.00
\$100,000	New York State Dorm (5%)	100,000.00	100,000.00	98,474.00
\$200,000	Ohio State Bldg Auth (5.20%)	201,544.00	201,544.00	189,752.00
\$150,000	Phoenix, AZ Gen Oblig (6.5%)	162,000.00	162,000.00	155,098.50
\$80,000	San Francisco, CA Water (5.30%)	82,520.80	82,520.80	76,818.40
\$150,000	Virginia State Hsg (4.6%) [Tax Exempt]	150,000.00	150,000.00	154,218.00
Total Municipal Obligations:		2,580,475.05	2,580,475.05	2,525,311.45

ACCOUNT
No. 754

Faigen Family Foundation

Transfer of assets from the Greta Faigen Declaration of Trust

SHARES	SYMBOL	DESCRIPTION	ACQUI. DATE	UNIT PRICE	TOTAL COST	03/24/10		
						UNIT PRICE	MARKET VALUE	Accrued Income
200	AAPL	APPLE INC	03/02/2009	89.860	17,972.00	229.370	45,874.00	0.00
250	AAPL	APPLE INC	10/15/2008	104.754	26,188.48	229.370	57,342.50	0.00
300	AAPL	APPLE INC	08/16/2007	113.670	34,101.00	229.370	68,811.00	0.00
400	AAPL	APPLE INC	01/23/2006	76.468	30,587.00	229.370	91,748.00	0.00
150	AMGN	AMGEN INC	09/25/1997	11.950	1,792.50	59.070	8,860.50	0.00
2,000	CSCO	CISCO SYSTEMS INC	02/05/2003	13.580	27,160.00	26.450	52,900.00	0.00
492	CVX	CHEVRON CORP	08/16/2002	38.520	18,951.84	73.930	36,373.56	0.00
2,000	EMC	E M C CORP	04/16/2002	10.350	20,700.00	18.820	37,640.00	0.00
2,000	EMC	E M C CORP	12/18/2002	6.151	12,301.60	18.820	37,640.00	0.00
1,000	HON	HONEYWELL INTERNATIONAL INC	12/19/2002	23.720	23,720.00	44.480	44,480.00	0.00
1,500	HON	HONEYWELL INTERNATIONAL INC	12/17/2002	24.000	36,000.00	44.480	66,720.00	0.00
2,000	HPQ	HEWLETT PACKARD CO	08/20/2003	19.849	39,698.80	53.060	106,120.00	160.00
200	JNJ	JOHNSON & JOHNSON	09/25/1997	28.801	5,760.25	64.750	12,950.00	0.00
1,370	MAR	MARRIOTT INTERNATIONAL INC CL A	11/20/2002	16.334	22,377.95	29.670	40,647.90	0.00
200	MCD	MCDONALDS CORP	12/17/2002	16.000	3,200.00	66.800	13,360.00	54.80
1,000	MCD	MCDONALDS CORP	11/22/2002	18.886	18,886.30	66.800	66,800.00	0.00
75	MO	ALTRIA GROUP INC	12/24/2002	9.447	708.53	20.470	1,535.25	26.25
125	MO	ALTRIA GROUP INC	12/27/2002	9.447	1,180.89	20.470	2,558.75	43.75
500	MO	ALTRIA GROUP INC	06/25/2002	10.683	5,341.32	20.470	10,235.00	175.00
250	PEP	PEPSICO INC	09/27/1996	26.401	6,600.16	66.260	16,565.00	112.50
350	PEP	PEPSICO INC	07/19/2002	37.249	13,037.08	66.260	23,191.00	157.50
75	PM	PHILIP MORRIS INTL INC	12/24/2002	21.704	1,627.77	51.890	3,891.75	43.50
125	PM	PHILIP MORRIS INTL INC	12/27/2002	21.704	2,712.95	51.890	6,486.25	72.50
500	PM	PHILIP MORRIS INTL INC	06/25/2002	24.542	12,270.98	51.890	25,945.00	290.00
200	UTX	UNITED TECHNOLOGIES CORP	06/29/2001	36.620	7,324.00	73.040	14,608.00	0.00
1,000	UTX	UNITED TECHNOLOGIES CORP	10/09/2002	24.825	24,824.65	73.040	73,040.00	0.00
500	XOM	EXXON MOBIL CORP	12/24/2002	35.720	17,860.00	66.500	33,250.00	0.00
		Cash			-709.26		-709.26	
		Subtotal			432,176.79		998,864.20	1,135.80
		Accrued Income					1,135.80	
		Total Portfolio					1,000,000.00	