Form 990-PF

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

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

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

Name of foundation
JAY MORRIS FOUNDATION, INC.
C/O SQUAR MILNER

A Employer identification number
36-4300685

Number and street (or P O box number if mail is not delivered to street address): 12121 WILSHIRE BLVD
Room/suite: 1221

B Telephone number
(310) 826-4474

City or town, state, and ZIP code
LOS ANGELES, CA 90025

C If exemption application is pending, check here [X]
D 1. Foreign organizations, check here [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 1833313.

J Accounting method: [X] Cash [ ] Accrual
[ ] Other (specify)
(Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	1000000.			
	2	Check ▶ [ ] if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	9443.	9443.	9443.	STATEMENT 1
	4	Dividends and interest from securities	29.	29.	29.	STATEMENT 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	-1767.	-1767.	-1767.	STATEMENT 3
	12	**Total** Add lines 1 through 11	1007705.	7705.	7705.	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees STMT 4	1463.	0.	0.	0.
	b	Accounting fees				
	c	Other professional fees				
	17	Interest				
	18	Taxes STMT 5	429.	0.	0.	0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses STMT 6	15838.	0.	0.	0.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	17730.	0.	0.	0.
	25	Contributions, gifts, grants paid	735683.			735683.
	26	**Total expenses and disbursements.** Add lines 24 and 25	753413.	0.	0.	735683.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	254292.			
	b	**Net investment income** (if negative, enter -0-)		7705.		
	c	**Adjusted net income** (if negative, enter -0-)			7705.	

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11541028 741958 3185 2010.04050 JAY MORRIS FOUNDATION, INC. 3185___1

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	42308.	40044.	40044.
	2	Savings and temporary cash investments	1533645.	1736009.	1736009.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock STMT 7	0.	31376.	34550.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 8	0.	22816.	22710.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	1575953.	1830245.	1833313.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	1575953.	1830245.	
	30	**Total net assets or fund balances**	1575953.	1830245.	
	31	**Total liabilities and net assets/fund balances**	1575953.	1830245.	

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	1575953.
2	Enter amount from Part I, line 27a	2	254292.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1830245.
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	1830245.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	NONE			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

	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				
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

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

Part 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	495117.	890904.	.555747
2008	361907.	559992.	.646272
2007	258298.	355731.	.726105
2006	374914.	295243.	1.269849
2005	180446.	267126.	.675509

2	Total of line 1, column (d)	2	3.873482
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	.774696
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1261577.
5	Multiply line 4 by line 3	5	977339.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	77.
7	Add lines 5 and 6	7	977416.
8	Enter qualifying distributions from Part XII, line 4	8	735683.

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b	1	154.
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	154.
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	154.
6	Credits/Payments:		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a		
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	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	154.
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** ▶ **Refunded** ▶	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?	1a		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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3	X	
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JAY MORRIS FOUNDATION, INC. Telephone no. ▶ (310) 826-4474
Located at ▶ 12121 WILSHIRE BLVD #1221, LOS ANGELES, CA ZIP+4 ▶ 90025

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

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	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 ▶			

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

				Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.				
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)*	N/A	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)*

		Yes	No
5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
If "Yes" to 6b, file Form 8870.			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JACOB GRAFF 1141 S BEVERLY DRIVE, 3RD FLOOR LOS ANGELES, CA 90035	PRESIDENT/DIRECTOR 5.00	0.	0.	0.
PNINA GRAFF 1141 S BEVERLY DRIVE, 3RD FLOOR LOS ANGELES, CA 90035	SECRETARY/TREASURER 5.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A	0.00	0.	0.	0.

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
N/A		0.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	1264752.
b	Average of monthly cash balances	1b	16037.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	1280789.
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	1280789.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19212.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1261577.
6	**Minimum investment return** Enter 5% of line 5	6	63079.

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	63079.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	154.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	154.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	62925.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	62925.
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	62925.

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	735683.
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	735683.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	735683.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				62925.
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 — 167194.				
b From 2006 — 360300.				
c From 2007 — 240676.				
d From 2008 — 334129.				
e From 2009 — 450841.				
f **Total** of lines 3a through e	1553140.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 735683.				
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				62925.
e Remaining amount distributed out of corpus	672758.			
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	2225898.			
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	167194.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	2058704.			
10 Analysis of line 9:				
a Excess from 2006 — 360300.				
b Excess from 2007 — 240676.				
c Excess from 2008 — 334129.				
d Excess from 2009 — 450841.				
e Excess from 2010 — 672758.				

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)

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 9

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT				735683.
Total			▶ 3a	735683.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

023611 12-07-10

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	9443.	
4 Dividends and interest from securities			14	29.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	-1767.	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		7705.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 7705.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

023621
12-07-10

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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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 — Date 11/4/11 — Title DIRECTOR

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
SHELLY PAIALII	Shelly Paialii	11/4/11		

Firm's name ▶ SQUAR MILNER PETERSON MIRANDA WILLIAMSO — Firm's EIN ▶

Firm's address ▶ 12121 WILSHIRE BOULEVARD, SUITE 1221 LOS ANGELES, CA 90025 — Phone no. (310)826-4474

Form **990-PF** (2010)

023622 04-26-11

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**
JAY MORRIS FOUNDATION, INC. C/O SQUAR MILNER	36-4300685

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 foundation

Check 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).

Name of organization
JAY MORRIS FOUNDATION, INC.
C/O SQUAR MILNER

Employer identification number
36-4300685

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	JACOB & PNINA GRAFF 1154 S BEVERLY DRIVE 3RD FLOOR LOS ANGELES, CA 90035	$ 1000000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
JAY MORRIS FOUNDATION, INC. C/O SQUAR MILNER	36-4300685

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

JAY MORRIS FOUNDATION, INC.
C/O SQUAR MILNER

Employer identification number

36-4300685

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

(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

(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

(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

Jay Morris Foundation
2010 Contributions
36-11300658

Organization	Purpose	Amount
ACHDUS Foundation 472 malbone street, #2 Brooklyn, NY 11225	Charity	180.00
Adas Torah 1135 S Beverly Drive Los Angeles, CA 90035	Religious	4,138 54
ADL (Anti-Defamation League) 10495 Santa Monica Blvd Los Angeles, CA 90025	Religious	36.00
Aish Ha Torah 1417 South Doheny Drive Los Angeles, CA 90036	Religious	2,919.80
Aish Los Angeles 1417 South Doheny Drive Los Angeles, CA 90035	Religious	6,562 50
American Committee for Shaare Zedek 8671 Wilshire Blvd Ste 712 Beverly Hills, CA 90211	Medical	5,000.00
American Diabetes Association 1701 North Beauregard Street Alexandria, VA 22311	Medical	72.00
American Friends of Ayelet Hashachar 455 North Formosa Avenue Los Angeles, CA 90036	Charity	120.18
American Friends of Heritage House Inc. 163 Ascension Street Passaic, NJ 07055	Charity	7,236.18
American Friends of Kupat Ha'ir 4415 14th Avenue Brooklyn, NY 11219	Charity	516.00
American Heart Association 7272 Greenville Avenue Dallas, TX 75231	Scientific	18.00
American Jewish Committee 165 E 56th Street New York, NY 10022	Religious	18 00
AMIT	Charity	20,100 00

817 Broadway
New York, NY 10003

Aneinu Widows and Orphans Fund 1341 40th Street New York, NY 11218	**Charity**	18.00
Bnai Brith International 2020 K Street, NW, 7th Floor Washington, DC 20006	**Charity**	36.00
Bensalem Jewish Outreach Center 2446 Bristol Road Bensalem, PA 19020	**Religious**	1,800 00
Beth Hatalmud Rabbinical College 2127 82nd Street Brooklyn, NY 11214	**Education**	5,000.00
Beth Jacob Congregation 9030 West Olympic Boulevard Beverly Hills, CA 90211	**Religious**	3,926.14
Bikur Cholim of Palm Springs PO Box 2934 Palm Springs, CA 92263	**Religious**	36 18
Chabad Hebrew Academy 10785 Pomerado Road San Diego, CA 92131	**Educational**	2,000 00
Chabad in The Hills 1012 Cory Avenue Los Angeles, CA 90069	**Religious**	30,391.08
Chabad Jewish Center 25 Tanglewood Aliso Viejo, CA 92656	**Religious**	1,100.36
Chabad Jewish Center of Newport 3412 Via Oporto Newport Beach, CA 92663	**Religious**	3,600.18
Chabad of Aliso Viejo 25 Tanglewood Aliso Viejo, CA 92656-1821	**Religious**	2,180.36
Chabad of Beverly Hills 409 N Foothill Road Beverly Hills, CA 90210	**Religious**	3,700.54
Chabad of Hawaii 410 Atkinson Drive Honolulu, HI 96814	**Religious**	1,900.54

Chabad of La Jolla 2466 Hidden Valley Road La JolLos Angeles, ca 92037 USA	**Religious**	1,000 00
Chabad of Marina Del Rey 2929 Washington Boulevard Marina del Rey, CA 90292	**Religious**	2,080 54
Chabad of New Mexico 4000 San Pedro NE Albuquerque, NM 87110	**Religious**	38,684 18
Chabad of Newport Beach 2865 East Coast Highway, Suite 340 Corona Del Mar, CA 92625	**Religious**	900.18
Chabad of North Beverly Hills 409 N. Foothill Road Beverly Hills, CA 90210	**Religious**	30,802.52
Chabad of Port Washington 80 Shore Road Port Washing, NY 11050	**Religious**	30,000 36
Chabad of the Conejo 30345 Canwood Street Agoura Hills, CA 91301	**Religious**	27,530.18
Chabad of Toluca Lake 4444 Lankershim Blvd Ste 104 Toluca Lake, CA 91602	**Religious**	15,000 00
Chabad Ohel Lubavitch 226-20 Francis Lewis Blvd. Cambria Heights, NY 11411	**Religious**	3,600 18
Chabad UNLV 1261 S. Arville Street Las Vegas, NV 89102	**Religious**	360.18
Chasdey Moshe 2112 East 4th Street Brooklyn, NY 11223	**Charity**	180 00
Cheder Menachem 1606 S. La Cienega Blvd. Los Angeles, CA 90035	**Education**	5,000 18
Chicago Center for Torah & Chesed 7542 Saint Louis Avenue Skokie, IL 60076-4034	**Religious**	500.00
Children's Cancer Research Fund P.O. Box 7006 Albert Lea, MN 56007	**Scientific**	18.00

Congregation Bais Noftoli 221 S. La Brea Avenue Los Angeles, CA 90036	**Religious**	180.18
Congregation Bais Yehudah 360 North La Brea Avenue Los Angeles, CA 90036	**Religious**	360.00
Congregation Bnei Ruven 6350 N Whipple Street Chicago, IL 60659	**Religious**	180.18
Congregation Kehillas Yaacov 7211 Beverly Blvd Los Angeles, CA 90036	**Religious**	3,600.18
Congregation of Zichron Moshe 1441 Monmouth Avenue Lakewood, NJ 08701	**Religious**	100.00
Congregation Shaarei Tefilla 7269 Beverly Boulevard Los Angeles, CA 90036	**Religious**	1,180.18
Derech Chaim Alei Stach 1573 39th Street Brooklyn, NY 11218	**Charity**	360 18
EFRAT-C.R.I.B 1612 57th Street Brooklyn, NY 11204	**Charity**	180.00
Eirgun Baruch U'Marpeh 1269 44th Street Brooklyn, NY 11219	**Religious**	1,000.18
Ezer Yoldot Homercazi 1312 44th Atreet, Suite 247 Brooklyn, NY 11219	**Religious**	180.00
FLAME PO Box 590359 San Francisco, CA 94159	**Charity**	198.00
Friendship Circle 6892 West Maple Road West Bloomfield, Michigan 48322	**Education**	360.00
Gateways 11 Wallenberg Circle Monsey, NY 10952	**Religious**	8,000 18
Global Kindness 9224 Alcott Street	**Charity**	2,350 00

Los Angeles, CA 90035

Hatzolah of Los Angeles 1417 S. Doheny Drive Los Angeles, CA 90035	**Charity**	36.00
Hebrew Theological College 7135 N Carpenter Rd Skokie, IL	**Education**	5,350.18
IDA Crown Jewish Academy 2828 West Pratt Blvd., Chicago, IL 60645	**Education**	1,000 00
JETS 16601 Rinaldi Street Granada Hills, CA 91344	**Education**	9,250.00
Kollel-Los Angeles 223 S Formosa Avenue Los Angeles, CA 90036	**Religious**	78,600 90
Los Angeles Cheder 801 North La Brea Avenue Los Angeles, CA 90038	**Education**	7,780 00
Los Angeles Jewish Home 7150 Tampa Avenue Los Angeles, CA 91335	**Charity**	100.00
Los Angeles Mikvah 9548 West Pico Blvd, Los Angeles, CA 90035	**Religious**	206.00
Marbeh Tzedaka PO Box 481270 Los Angeles, CA 90048	**Charity**	1,800.00
March of Dimes P.O.Box 55877 Boston, MA 02205	**Research/Education**	274.00
Memorial Sloan-Kettering Cancer Center 1275 York Avenue New York, NY 10065	**Scientific**	18 00
Mesifta Beth Shraga 28 Saddle River Road PO BOX 412 Monsey, NY 10952	**Education**	36.00
Mesivta Birkas Yitzchok 6022 W. Pico Blve., Los Angeles, CA 90035	**Religious**	84,780.54

Mesivta of Greater Los Angeles 25115 Mureau Road Hidden Hills, CA 91302	**Religious**	1,800.00
Mesivta Tifereth Israel of Rizhin 247 E Broadway New York, NY 10002-5660	**Religious**	24,601.98
Mesorah Heritage Foundation 4401 Second Avenue Brooklyn, NY 11232	**Religious**	172,500.00
MSKCC 1275 York Avenue New York, NY 10065.	**Scientific**	36.00
Nation Foundation for Cancer Research 4600 East West Highway Suite 525 Bethesda, MD 20814	**Scientific**	18 00
National Jewish Health 1400 Jackson Street Denver, CO 80206	**Scientific**	18 00
Od Yosef Chai 860 44TH Street Brooklyn, NY 11220	**Charity**	18.00
Ohel Chabad-Lubavitch 226-20 Francis Lewis Blvd. Cambria Heights, NY 11411	**Religious**	1,000.00
Ohr Torah Stone Ins of Israel 49 W. 45th Street, Suite 701 New York, NY 10036	**Education**	268.00
Pacific Jewish Center 726 Rose Avenue Venice, CA 90291	**Religious**	10,060.36
Providence Hebrew Day School 450 Elmgrove Avenue Providence, RI 02906-3469	**Education**	1,000.00
Shaarei Tefillah 7269 Beverly Boulevard Los Angeles, CA 90036	**Religious**	1,360 00
Simon Wiesenthal Center 1399 Roxbury Drive Los Angeles, CA 90035-4709	**Education**	20,086.18
Soille San Diego Hebrew Day School 3630 Afton Road San Diego, CA 92123	**Education**	1,941.00

Stand With Us PO Box 641069 Los Angeles, CA 90034	**Education**	360.18
Sulam 1513 45th Street Brooklyn, NY 11219	**Religious**	180 00
The Hebron Fund 1760 Ocean Avenue Brooklyn, NY 11230	**Charity**	780.00
Tzedaka Fund 162 N Alta Vista Blv Los Angeles, CA 90036	**Charity**	12,000 18
Tzidkat Yosef Naphtali 5121 17th Avenue Brooklyn, NY 11204	**Charity**	18.00
United Jewish Counsel of the East Side 235 E. Broadway New York, NY 10002	**Religious**	1,000.18
USC Norris Comprehensive Cancer Center 1441 Eastlake Avenue Los Angeles, CA 90033	**Scientific**	18.00
USOC P.O. Box 7010 Albert Lea, MN 56007-8010	**Charity**	20.00
Va'ad Ha Chesed PO Box 3147 NY NY 10277-0074	**Religious**	700.18
World Jewish Congress P.O Box 90400 Washington, DC 20090	**Charity**	216.00
Yavneh Hebrew Academy 5353 West 3rd Street Los Angeles, CA 90020	**Education**	3,000.00
Yeshiva Beth Moshe 930 Hickory Street Scraton, PA 18505	**Education**	36.00
Yeshiva Gedolah of Toronto 1221 Ave S Brooklyn, NY 11229	**Education**	2,600.00
Yeshiva Rav Isacsohn 540 N. La Brea Avenue	**Education**	250.00

Los Angeles, CA 90036

Yeshiva University 500 W. 185th Street BH 725 New York, NY 10033	**Education**	10,000.18
Young Israel of Century City 9315 W. Pico Blvd Los Angeles, CA 90035	**Religious**	1,040.00
Young Israel of Jamaica Estates 83-10 188th Street Jamaica Estates, NY 11423	**Religious**	900.00
Zionist Organization of America 4 East 34th St reet New York, NY 10016	**Charity**	1,558.00
Misc Organizations		574.93
		735,683 31

A0706060

ENDORSED - FILED
In the office of the Secretary of State
of the State of California

AUG 1 3 2010

CERTIFICATE OF AMENDMENT
OF ARTICLES OF INCORPORATION OF

GRAFF FAMILY FOUNDATION, INC.,
a California nonprofit public benefit corporation

The undersigned certify that

1 They are the President and Secretary, respectively, of the Graff Family Foundation, Inc , a California nonprofit public benefit corporation

2 Article I of the Articles of Incorporation of this corporation is amended to read as follows

"I

The name of this corporation is.

Jay Morris Foundation, Inc "

3 The foregoing amendment of Articles of Incorporation has been duly approved by the Board of Directors of the corporation

4 The corporation has no members

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge

Dated August 11, 2010

Jacob Graff, President

Pnina R. Graff

Pnina Graff, Secretary

7160PPRlv1

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

SOURCE	AMOUNT
BANK FINANCIAL	9443.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	9443.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
UBS	29.	0.	29.
TOTAL TO FM 990-PF, PART I, LN 4	29.	0.	29.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
POWERSHARES DB US DOLLAR INDEX	-1767.	-1767.	-1767.
TOTAL TO FORM 990-PF, PART I, LINE 11	-1767.	-1767.	-1767.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	1463.	0.	0.	0.
TO FM 990-PF, PG 1, LN 16A	1463.	0.	0.	0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INTERNAL REVENUE SERVICE	269.	0.	0.	0.
OFFICE OF ATTORNEY GENERAL	150.	0.	0.	0.
FRANCHISE TAX BOARD	10.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	429.	0.	0.	0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	1967.	0.	0.	0.
OFFICE	13871.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 23	15838.	0.	0.	0.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BANK OF AMERICA	12034.	13340.
JPMORGAN CHASE	19342.	21210.
TOTAL TO FORM 990-PF, PART II, LINE 10B	31376.	34550.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
POWERSHARES DB US DLR INDEX	COST	22816.	22710.
TOTAL TO FORM 990-PF, PART II, LINE 13		22816.	22710.

FORM 990-PF PART XV - LINE 1A STATEMENT 9

LIST OF FOUNDATION MANAGERS

NAME OF MANAGER
JACOB GRAFF
PNINA GRAFF

Form **8868**
(Rev. January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

OMB No. 1545-1709

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

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

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

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

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ [ ]

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

Type or print File by the due date for filing your return See instructions	Name of exempt organization JAY MORRIS FOUNDATION, INC. C/O SQUAR MILNER	**Employer identification number** 36-4300685
	Number, street, and room or suite no. If a P.O. box, see instructions. 12121 WILSHIRE BLVD, NO. 1221	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOS ANGELES, CA 90025	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

- The books are in the care of ▶ GRAFF FAMILY FOUNDATION 12121 WILSHIRE BLVD #1221 - LOS ANGELES, CA 90025

  Telephone No. ▶ (310) 826-4474 FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2011 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 2010 or

▶ [ ] tax year beginning ______________ , and ending ______________ .

2 If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return

[ ] Change in accounting period

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

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

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

Part II **Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Type or print	Name of exempt organization JAY MORRIS FOUNDATION, INC. C/O SQUAR MILNER	Employer identification number 36-4300685
File by the extended due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 12121 WILSHIRE BLVD, NO. 1221	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOS ANGELES, CA 90025	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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

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

● The books are in the care of ▶ GRAFF FAMILY FOUNDATION 12121 WILSHIRE BLVD #1221 - LOS ANGELES, CA 90025

Telephone No. ▶ (310) 826-4474 FAX No. ▶

● If the organization does not have an office or place of business in the United States, check this box ▶ [ ]

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

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

5 For calendar year 2010 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME NEEDED TO ACQUIRE THE NECESSARY DOCUMENTS TO COMPLETE THE INCOME TAX RETURN

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 160.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 160.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification

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

Signature ▶ [signature] Title ▶ CPA Date ▶ 8/12/11