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 ☐ Name change

Name of foundation BEN & ESTHER ROSENBLOOM FOUNDATION, INC.	**A Employer identification number** 52-1258672
Number and street (or P O box number if mail is not delivered to street address) 8 RESERVOIR CIRCLE — Room/suite 202	B Telephone number 410-653-0239
City or town, state, and ZIP code BALTIMORE, MD 21208	C If exemption application is pending, check here ☐ D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
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)* ▶$ 33059524. 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))

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	726472.	726472.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-73907.			
	b Gross sales price for all assets on line 6a 14755698.				
	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	-107.	-107.		Statement 2
	12 **Total.** Add lines 1 through 11	652458.	726365.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	169870.	25480.		144390.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	5096.	764.		4332.
	16a Legal fees Stmt 3	3280.	3280.		0.
	b Accounting fees Stmt 4	22000.	3300.		18700.
	c Other professional fees Stmt 5	193846.	193846.		0.
	17 Interest	5379.	5379.		0.
	18 Taxes Stmt 6	74216.	12226.		10563.
	19 Depreciation and depletion	1691.	0.		
	20 Occupancy	16903.	2535.		14368.
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 7	64206.	0.		64206.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	556487.	246810.		256559.
	25 Contributions, gifts, grants paid	700249.			700249.
	26 **Total expenses and disbursements** Add lines 24 and 25	1256736.	246810.		956808.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-604278.			
	b **Net investment income** (if negative, enter -0-)		479555.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	32983.	39278.	39278.
	2 Savings and temporary cash investments	762371.	1479535.	1479535.
	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 ▶ 19769.			
	Less: allowance for doubtful accounts ▶ 0.	106840.	19769.	19769.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations Stmt 8	2680902.	2573558.	2696594.
	b Investments - corporate stock Stmt 9	5557488.	8275540.	9888331.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 10	20546216.	16757743.	18910057.
	14 Land, buildings, and equipment: basis ▶ 14443.			
	Less accumulated depreciation Stmt 11▶ 7863.	8271.	6580.	6580.
	15 Other assets (describe ▶ Statement 12)	80590.	19380.	19380.
	16 **Total assets** (to be completed by all filers)	29775661.	29171383.	33059524.
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 ▶ Statement 13)	1237.	1237.	
	23 **Total liabilities** (add lines 17 through 22)	1237.	1237.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	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	29774424.	29170146.	
	30 **Total net assets or fund balances**	29774424.	29170146.	
	31 **Total liabilities and net assets/fund balances**	29775661.	29171383.	

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	29774424.
2	Enter amount from Part I, line 27a	2	-604278.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	29170146.
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	29170146.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	See Attached Statement			
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	14755698.		14829605.	-73907.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				-73907.

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 — -73907.

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	1208922.	25645157.	.047140
2008	2267493.	33079282.	.068547
2007	2274036.	37686480.	.060341
2006	2170837.	35758527.	.060708
2005	2178190.	35130326.	.062003

2	**Total** of line 1, column (d)	2	.298739
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	.059748
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	28548302.
5	Multiply line 4 by line 3	5	1705704.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	4796.
7	Add lines 5 and 6	7	1710500.
8	Enter qualifying distributions from Part XII, line 4	8	956808.

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	9591.
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	9591.
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	9591.
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 17760.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 3000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	20760.
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	
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	11169.
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶ 11169. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

		Line	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)?	1b		X
	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.*			
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?	4b	X	
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) ▶ MD			
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 ▶ HOWARD ROSENBLOOM Telephone no. ▶410-653-0239

Located at ▶8 RESERVOIR CIRCLE, SUITE 202, BALTIMORE, MD ZIP+4 ▶21218

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	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)*

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
See Statement 14		169870.	12197.	0.

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

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

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

Form **990-PF** (2010)

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12-07-10

12521107 758923 6309267 2010.04050 BEN & ESTHER ROSENBLOOM FOU 63092671

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 THE FOUNDATION AWARDS GRANTS AND CONTRIBUTIONS TO OTHER SECTION 501(C)(3) ORGANIZATIONS. SEE ATTACHED LIST.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	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	27768980.
b	Average of monthly cash balances	1b	1158023.
c	Fair market value of all other assets	1c	56045.
d	**Total** (add lines 1a, b, and c)	1d	28983048.
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	28983048.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	434746.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	28548302.
6	**Minimum investment return** Enter 5% of line 5	6	1427415.

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	1427415.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a: 9591.		
b	Income tax for 2010. (This does not include the tax from Part VI.) — 2b: 1632.		
c	Add lines 2a and 2b	2c	11223.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1416192.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1416192.
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	1416192.

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	956808.
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	956808.
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	956808.

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					1416192.
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	459944.				
b From 2006	468599.				
c From 2007	450012.				
d From 2008	623803.				
e From 2009					
f **Total** of lines 3a through e		2002358.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $	956808.				
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					956808.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)		459384.			459384.
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1542974.			
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		560.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		1542414.			
10 Analysis of line 9:					
a Excess from 2006	468599.				
b Excess from 2007	450012.				
c Excess from 2008	623803.				
d Excess from 2009					
e Excess from 2010					

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	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).)

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

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

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

See Statement 15

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 ATTACHED SCHEDULE	NONE	PUBLIC	UNRESTRICTED	700249.
Total			▶ 3a	700249.
b Approved for future payment				
SEE ATTACHED SCHEDULE	NONE	PUBLIC	UNRESTRICTED	
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					
4 Dividends and interest from securities			14	726472.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property			16		
6 Net rental income or (loss) from personal property					
7 Other investment income			01	-107.	
8 Gain or (loss) from sales of assets other than inventory			18	-73907.	
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.		652458.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 652458.

(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).

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	Title
[signature]	11/10/11	PRESIDENT

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID F. GONANO	[signature]	11-9-11		

Firm's name ▶ RSM MCGLADREY, INC. | Firm's EIN ▶

Firm's address ▶ 100 INTERNATIONAL DRIVE, SUITE 1400 BALTIMORE, MD 21202 | Phone no. (410)246-9300

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	INVESTMENT GAIN/LOSS - UBS INSTITUTIONAL CONSULTI	P	Various	Various
b	INVESTMENT GAIN/LOSS - UBS INSTITUTIONAL CONSULTI	P	Various	Various
c	EAST SIDE CAPITAL, LP	P	Various	Various
d	EAST SIDE CAPITAL, LP	P	Various	Various
e	ACL ALTERNATIVE FUND SAC LIMITED	P	Various	Various
f	ACL ALTERNATIVE FUND SAC LIMITED	P	Various	Various
g	CARE MARKET NEUTRAL FUND LTD	P	Various	Various
h	CARE MARKET NEUTRAL FUND LTD	P	Various	Various
i	GEMINI US LIMITED PARTNERSHIP	P	Various	Various
j	TOWERPOWER LLC - LIQUIDATION OF PARTNERSHIP	P	Various	Various
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	14259982.		14322244.	-62262.
b			425022.	-425022.
c			23133.	-23133.
d	415534.			415534.
e	40067.			40067.
f	40067.			40067.
g	48.			48.
h			3818.	-3818.
i			19857.	-19857.
j			35531.	-35531.
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-62262.
b				-425022.
c				-23133.
d				415534.
e				40067.
f				40067.
g				48.
h				-3818.
i				-19857.
j				-35531.
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	-73907.
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

023591
05-01-10

2010 DEPRECIATION AND AMORTIZATION REPORT

Form 990-PF Page 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	FURNITURE & EQUIPMENT	Varies		.000	16	14443.			14443.	6172.		1691.
	* Total 990-PF Pg 1 Depr					14443.		0.	14443.	6172.	0.	1691.

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
ACL ALTERNATIVE FUND	492.	0.	492.
CARE MARKET NEUTRAL FUND, LTD	695.	0.	695.
CRTI EXEMPT INVESTORS I, LLC	5740.	0.	5740.
EAST SIDE CAPITAL LP	86507.	0.	86507.
OCELOT ENERGY RESOURCES LLC	3.	0.	3.
UBS INSTITUTIONAL CONSULTING 11591	81.	0.	81.
UBS INSTITUTIONAL CONSULTING 11593	55891.	0.	55891.
UBS INSTITUTIONAL CONSULTING 11594	132798.	0.	132798.
UBS INSTITUTIONAL CONSULTING 11595	3854.	0.	3854.
UBS INSTITUTIONAL CONSULTING 11596	20088.	0.	20088.
UBS INSTITUTIONAL CONSULTING 11598	65404.	0.	65404.
UBS INSTITUTIONAL CONSULTING 11599	22587.	0.	22587.
UBS INSTITUTIONAL CONSULTING 11600	2491.	0.	2491.
UBS INSTITUTIONAL CONSULTING 11601	34104.	0.	34104.
ubS INSTITUTIONAL CONSULTING 11737	65398.	0.	65398.
UBS INSTITUTIONAL CONSULTING 11752	508.	0.	508.
UBS INSTITUTIONAL CONSULTING 11790	28716.	0.	28716.
UBS INSTITUTIONAL CONSULTING 11793	130588.	0.	130588.
UBS INSTITUTIONAL CONSULTING 11804	67989.	0.	67989.
uBS INSTITUTIONAL CONSULTING 12973	1.	0.	1.
UBS INSTITUTIONAL CONSULTING 13986	2537.	0.	2537.
Total to Fm 990-PF, Part I, ln 4	726472.	0.	726472.

Form 990-PF Other Income Statement 2

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
OTHER PORTFOLIO INCOME	-1233.	-1233.	
ORDINARY INCOME FROM PARTNERSHIPS	1126.	1126.	
Total to Form 990-PF, Part I, line 11	-107.	-107.	

Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	3280.	3280.		0.
To Fm 990-PF, Pg 1, ln 16a	3280.	3280.		0.

Form 990-PF Accounting Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
REVIEW AND TAX PREPARATION FEES	22000.	3300.		18700.
To Form 990-PF, Pg 1, ln 16b	22000.	3300.		18700.

Form 990-PF Other Professional Fees Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PARTNERSHIP INVESTMENT MGT FEES	73147.	73147.		0.
INVESTMENT MGT FEES UBS INSTITUTIONAL CONSULTING	120699.	120699.		0.
To Form 990-PF, Pg 1, ln 16c	193846.	193846.		0.

Form 990-PF — Taxes — Statement 6

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
PAYROLL TAXES	12427.	1864.		10563.
EAST SIDE LP FOREIGN TAXES	3656.	3656.		0.
FOREIGN TAXES - UBS	6706.	6706.		0.
EXCISE TAX	51427.	0.		0.
To Form 990-PF, Pg 1, ln 18	74216.	12226.		10563.

Form 990-PF — Other Expenses — Statement 7

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
MEALS AND ENTERTAINMENT	43253.	0.		43253.
DUES AND SUBSCRIPTIONS	1141.	0.		1141.
OFFICE EXPENSES	5163.	0.		5163.
OTHER EXPENSES	2452.	0.		2452.
HEALTH INSURANCE	12197.	0.		12197.
To Form 990-PF, Pg 1, ln 23	64206.	0.		64206.

Form 990-PF — U.S. and State/City Government Obligations — Statement 8

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
UBS INSTITUTIONAL CONSULTING US OBLIGATIONS	X		2573558.	2696594.
Total U.S. Government Obligations			2573558.	2696594.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			2573558.	2696594.

Form 990-PF	Corporate Stock	Statement 9

Description	Book Value	Fair Market Value
UBS INSTITUTIONAL CONSULTING CORPORATE STOCK	8275540.	9888331.
Total to Form 990-PF, Part II, line 10b	8275540.	9888331.

Form 990-PF	Other Investments	Statement 10

Description	Valuation Method	Book Value	Fair Market Value
UBS INSTITUTIONAL CONSULTING MUTUAL FUNDS	COST	7463351.	8396612.
ISRAEL BONDS	COST	250000.	250000.
PARTNERSHIP INVESTMENTS	COST	5502777.	6090472.
OTHER INVESTMENTS	COST	4115.	4115.
CRTI EQUITY INVESTMENTS	COST	37500.	37500.
HARRIS AURORA OFFSHORES II	COST	3000000.	3631358.
AURORA OFFSHORES III	COST	500000.	500000.
Total to Form 990-PF, Part II, line 13		16757743.	18910057.

Form 990-PF	Depreciation of Assets Not Held for Investment	Statement 11

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
FURNITURE & EQUIPMENT	14443.	7863.	6580.
Total To Fm 990-PF, Part II, ln 14	14443.	7863.	6580.

Form 990-PF | Other Assets | Statement 12

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
SECURITY DEPOSIT	1620.	1620.	1620.
EXCISE TAX RECEIVABLE	70399.	17760.	17760.
FEDERAL WITHHOLDING TAX RECEIVABLE	8571.	0.	0.
To Form 990-PF, Part II, line 15	80590.	19380.	19380.

Form 990-PF | Other Liabilities | Statement 13

Description	BOY Amount	EOY Amount
DUE TO RELATED PARTY	1237.	1237.
Total to Form 990-PF, Part II, line 22	1237.	1237.

Form 990-PF Part VIII - List of Officers, Directors Trustees and Foundation Managers Statement 14

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
HOWARD ROSENBLOOM 8 RESERVOIR CIRCLE BALTIMORE, MD 21208	PRESIDENT/TREASURER 40.00	122000.	12197.	0.
MICHELLE ROSENBLOOM 8 RESERVOIR CIRCLE BALTIMORE, MD 21208	TRUSTEE 2.00	0.	0.	0.
KEITH ROSENBLOOM 8 RESERVOIR CIRCLE BALTIMORE, MD 21208	TRUSTEE 2.00	0.	0.	0.
ROBERT M. ROSENBLOOM 8 RESERVOIR CIRCLE BALTIMORE, MD 21208	TRUSTEE 2.00	0.	0.	0.
SANFORD ROSENBLOOM 8 RESERVOIR CIRCLE BALTIMORE, MD 21208	VICE PRESIDENT 16.00	47870.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		169870.	12197.	0.

Form 990-PF Grant Application Submission Information Statement 15
Part XV, Lines 2a through 2d

Name and Address of Person to Whom Applications Should be Submitted

HOWARD ROSENBLOOM
8 RESERVOIR CIRCLE, SUITE 202
BALTIMORE, MD 21208

Telephone Number

410-653-0239

Form and Content of Applications

CALL THE FOUNDATION OFFICE TO RECEIVE INFORMATION ON THE SUBMISSION PROCESS AND REQUIRED DOCUMENTATION

Any Submission Deadlines

NO DEADLINES EXIST - APPLICATIONS ARE REVIEWED AS RECEIVED.

Restrictions and Limitations on Awards

APPLICATIONS ARE LIMITED TO CORPORATIONS THAT QUALIFY UNDER SECTION 501(C)(3).

Ben & Esther Rosenbloom Foundation, Inc.
EIN: 52-1258672
Schedule of Grants and Contributions Paid
Form 990PF, Page 11, Part XV, Line 3(a)

Recipient Name	Location	Relationship	Foundation Status	Purpose of Grant	Amount
Achim (Paysach Diskind)	Baltimore	None	Public	Unrestricted	$ 1,000
ACHARAI	Baltimore	None	Public	Unrestricted	$ 2,500
AICE	Maryland	None	Public	Unrestricted	25,000
Aleph Society	New York	None	Public	Unrestricted	5,000
American Friends of Leket Israel	Israel	None	Public	Unrestricted	1,500
American Jewish Committee Ad Campaign	New York	None	Public	Unrestricted	15,000
American University (Israeli Internship)	Washington DC	None	Public	Unrestricted	11,000
American Visionary Art Museum	Baltimore	None	Public	Unrestricted	6,000
Associated Jewish Federation (Captital Campaign)	Baltimore	None	Public	Unrestricted	106,216
Associated Jewish Federation of Baltimore (PJ Library)	Baltimore	None	Public	Unrestricted	34,000
AssociatedJewishFederationBal (Weinberg Day School Match)	Baltimore	None	Public	Unrestricted	10,000
Association of Jewish Outreach Professionals (AJOP)	Baltimore	None	Public	Unrestricted	1,500
Baltimore Symphony Orchestra	Baltimore	None	Public	Unrestricted	15,000
Boys Town Jerusalem (David Herman)	Israel	None	Public	Unrestricted	3,000
Chase Brexton Health Service	Baltimore	None	Public	Unrestricted	1,000
Decade of Opportunities	Baltimore	None	Public	Unrestricted	1,000
Everyman Theatre	Baltimore	None	Public	Unrestricted	750
Friends of the Israel Defense Forces (&Sponsorship Galla)	Israel	None	Public	Unrestricted	5,000
GEDCO	Baltimore	None	Public	Unrestricted	2,500
Hadassah (Hospital room)	Israel	None	Public	Unrestricted	2,500
Hillel - University of Maryland	Baltimore	None	Public	Unrestricted	25,000
Hillel Board of Gov (Howard&Keith)	Washington DC	None	Public	Unrestricted	50,000
Institute for Christian & Jewish Studies	Baltimore	None	Public	Unrestricted	10,000
ICIS	Baltimore	None	Public	Unrestricted	75,000
JCC (Camping)	Baltimore	None	Public	Unrestricted	32,000
JCC (Ha Zamir Scholarship)	Baltimore	None	Public	Unrestricted	25,000
JCC of Baltimore scholarship Fund (for Buddys mother)	Baltimore	None	Public	Unrestricted	1,293
Jewish Funders Network Leadership Fund	Baltimore	None	Public	Unrestricted	25,000
Jewish National Fund	Israel	None	Public	Unrestricted	15,000
Jews for Judaism	Baltimore	None	Public	Unrestricted	2,000
John Hopkins Kimmel Cancer Center	Baltimore	None	Public	Unrestricted	10,000
Kayam Farm at Pearlstone	Baltimore	None	Public	Unrestricted	2,500
Krieger Schechter Day School	Baltimore	None	Public	Unrestricted	1,800
Lake Center	Baltimore	None	Public	Unrestricted	3,000
Maryland Society for SisUT	Baltimore	None	Public	Unrestricted	2,500
Melitz (Capital Campain)	Israel	None	Public	Unrestricted	5,000
Middle East Forum	Philadelphia	None	Public	Unrestricted	2,500
Midstream	Baltimore	None	Public	Unrestricted	90
National Christian Leadership Foundation	Baltimore	None	Public	Unrestricted	5,000
Ngo Monitor	Israel	None	Public	Unrestricted	16,000
Prath Society	Baltimore	None	Public	Unrestricted	1,000
RAVSAK	New York	None	Public	Unrestricted	1,000
Shema Isreal	Baltimore	None	Public	Unrestricted	20,000
Technion Perpetual Fellowship	Israel	None	Public	Unrestricted	62,830
Temple Israel of Hollywood	Los Angeles	None	Public	Unrestricted	30,000
Washington Institute For Near East Policy	Washington DC	None	Public	Unrestricted	26,000
Willis of MD, Inc	Baltimore	None	Public	Unrestricted	270
Young Advisors of Maryland	Baltimore	None	Public	Unrestricted	1,000
					700,249

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

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

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

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

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

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

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

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

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

Type or print File by the due date for filing your return See instructions		
	Name of exempt organization BEN & ESTHER ROSENBLOOM FOUNDATION, INC.	**Employer identification number** 52-1258672
	Number, street, and room or suite no If a P O box, see instructions 8 RESERVOIR CIRCLE, NO. 202	
	City, town or post office, state, and ZIP code For a foreign address, see instructions BALTIMORE, MD 21208	

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 ▶ HOWARD ROSENBLOOM
  8 RESERVOIR CIRCLE, SUITE 202 - BALTIMORE, MD 21218
  Telephone No ▶ 410-653-0239 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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	**3a**	$ 20,760.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit.	**3b**	$ 17,760.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	**3c**	$ 3,000.

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

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2011)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ▶ [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	Employer identification number
	BEN & ESTHER ROSENBLOOM FOUNDATION, INC.	52-1258672
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 8 RESERVOIR CIRCLE, No. 202	
	City, town or post office, state, and ZIP code For a foreign address, see instructions BALTIMORE, MD 21208	

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 ▶ HOWARD ROSENBLOOM 8 RESERVOIR CIRCLE, SUITE 202 - BALTIMORE, MD 21218

Telephone No ▶ 410-653-0239 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 IS REQUIRED TO GATHER INFORMATION TO FILE A COMPLETE AND ACCURATE 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	$ 20760.
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	$ 20760.
c	**Balance due.** Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	$ 0.

Signature and Verification

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

Signature ▶ Title ▶ PRESIDENT Date ▶

023842
01-24-11

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