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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 , 2010, and ending ,

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

THE AARON STRAUS & LILLIE STRAUS FDN INC
5750 PARK HEIGHTS AVENUE
BALTIMORE, MD 21215

A Employer identification number 52-2040073
B Telephone number (see the instructions) 410-466-9010
C If exemption application is pending, check here ► ☐
D 1 Foreign organizations, check here ► ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ►$ 63,444,880.

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

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) (see the instructions).)*	(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 (att sch)				
2 Ck ► ☒ if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments			N/A	
4 Dividends and interest from securities	2,550,551.	2,550,551.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	4,448,361.			
b Gross sales price for all assets on line 6a 10,169,918.				
7 Capital gain net income (from Part IV, line 2)		4,448,361.		
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/(loss) (att sch)				
11 Other income (attach schedule) SEE STATEMENT 1	3,112.	515.		
12 **Total.** Add lines 1 through 11	7,002,024.	6,999,427.		
OPERATING AND ADMINISTRATIVE EXPENSES				
13 Compensation of officers, directors, trustees, etc	260,212.	52,042.		208,170.
14 Other employee salaries and wages	16,750.			16,750.
15 Pension plans, employee benefits	27,720.	4,900.		22,820.
16a Legal fees (attach schedule) SEE ST 2	6,737.			6,737.
b Accounting fees (attach sch) SEE ST 3	34,502.	17,251.		17,251.
c Other prof fees (attach sch) SEE ST 4	576,961.	576,961.		
17 Interest				
18 Taxes (attach schedule)(see instr) SEE STM 5	318,565.	86,972.		11,241.
19 Depreciation (attach sch) and depletion	88.			
20 Occupancy	20,813.			20,813.
21 Travel, conferences, and meetings	10,346.			10,346.
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 6	93,979.	10,129.		83,850.
24 **Total operating and administrative expenses.** Add lines 13 through 23	1,366,673.	748,255.		397,978.
25 Contributions, gifts, grants paid PART XV	2,085,431.			2,448,096.
26 **Total expenses and disbursements.** Add lines 24 and 25	3,452,104.	748,255.		2,846,074.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	3,549,920.			
b **Net investment income** (if negative, enter -0-)		6,251,172.		
c **Adjusted net income** (if negative, enter -0-)				

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

		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	370.	2,412.	2,412.
	2 Savings and temporary cash investments	2,480,017.	1,422,749.	1,422,749.
	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 (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►	245,504.		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	17,811.	9,467.	9,467.
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule)	14,604,430.	8,307,972.	8,307,972.
	c Investments – corporate bonds (attach schedule)		8,304,438.	8,304,438.
	11 Investments – land, buildings, and equipment: basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)	41,616,731.	45,341,124.	45,341,124.
	14 Land, buildings, and equipment basis ► 49,453.			
	Less accumulated depreciation (attach schedule) SEE STMT 7 ► 49,368.	173.	85.	85.
	15 Other assets (describe ► SEE STATEMENT 8)	43,131.	56,633.	56,633.
	16 **Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	59,008,167.	63,444,880.	63,444,880.
LIABILITIES	17 Accounts payable and accrued expenses	155,547.	249,654.	
	18 Grants payable	2,657,442.	2,294,776.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	2,812,989.	2,544,430.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.** ► [X]			
	24 Unrestricted	56,195,178.	60,900,450.	
	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			
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see the instructions)	56,195,178.	60,900,450.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	59,008,167.	63,444,880.	

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	56,195,178.
2	Enter amount from Part I, line 27a	2	3,549,920.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 9	3	1,155,352.
4	Add lines 1, 2, and 3	4	60,900,450.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	60,900,450.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SEE STATEMENT 10			
b				
c				
d				
e				

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

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
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	4,448,361.
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) (see the instructions) If (loss), enter -0- in Part I, line 8	3	1,087,169.

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 the 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 (column (b) divided by column (c))
2009	3,292,969.	53,470,208.	0.061585
2008	3,377,655.	62,650,118.	0.053913
2007	4,672,615.	73,823,598.	0.063294
2006	3,474,523.	69,430,285.	0.050043
2005	1,748,885.	65,823,573.	0.026569

2	**Total** of line 1, column (d)	2	0.255404
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	0.051081
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	60,308,125.
5	Multiply line 4 by line 3	5	3,080,599.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	62,512.
7	Add lines 5 and 6	7	3,143,111.
8	Enter qualifying distributions from Part XII, line 4	8	2,846,074.

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 the instructions)

1 a 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 instr.)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► [ ] and enter 1% of Part I, line 27b			1	125,023.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	125,023.
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	125,023.
6 Credits/Payments				
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	98,609.		
b Exempt foreign organizations – tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	103,609.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached			8	563.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** SEE STATEMENT 11 ►			9	22,836.
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
1 a 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 the 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, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see the 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 ► WWW.STRAUSFOUNDATION.ORG

14 The books are in care of ► JAN RIVITZ Telephone no ► 410-539-8308

Located at ► 2 EAST READ STREET, BALTIMORE, MD ZIP + 4 ► 21202

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

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 the instructions for exceptions and filing requirements for Form TD F 90-22 1 If 'Yes,' enter the name of the foreign country ► VARIOUS			

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
1 a 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 the instructions)?				1b	N/A	
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 ► 20__ , 20__ , 20__ , 20__						
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 the instructions.)				2b	N/A	
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__						
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)*				3b	N/A	
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)? (see instructions)	☐ 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)?		5b	N/A	
Organizations relying on a current notice regarding disaster assistance check here	► ☐			
c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? *If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)*	N/A ☐ Yes ☐ No			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If 'Yes' to 6b, file Form 8870*		6b		X
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 (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		260,212.	24,500.	0.

2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). 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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments (see instructions)

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	59,087,347.
b	Average of monthly cash balances	1b	1,952,774.
c	Fair market value of all other assets (see instructions)	1c	186,402.
d	**Total** (add lines 1a, b, and c)	1d	61,226,523.
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	61,226,523.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	918,398.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	60,308,125.
6	**Minimum investment return.** Enter 5% of line 5	6	3,015,406.

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	3,015,406.
2a	Tax on investment income for 2010 from Part VI, line 5 — 2a 125,023.		
b	Income tax for 2010 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	125,023.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,890,383.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,890,383.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	2,890,383.

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	2,846,074.
b	Program-related investments — total from Part IX-B	1b	
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	2,846,074.
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 (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,846,074.

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					2,890,383.
2 Undistributed income, if any, as of the end of 2010:					
a Enter amount for 2009 only				0.	
b Total for prior years. 20___, 20___, 20___			0.		
3 Excess distributions carryover, if any, to 2010.					
a From 2005					
b From 2006	144,409.				
c From 2007	1,123,777.				
d From 2008	261,650.				
e From 2009	719,239.				
f **Total** of lines 3a through e		2,249,075.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► $ 2,846,074.					
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					2,846,074.
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).*)		44,309.			44,309.
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5		2,204,766.			
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 instructions				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) (see instructions)		0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)		0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		2,204,766.			
10 Analysis of line 9					
a Excess from 2006	100,100.				
b Excess from 2007	1,123,777.				
c Excess from 2008	261,650.				
d Excess from 2009	719,239.				
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
2a 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 organization had $5,000 or more in assets at any time during the year — see 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 13

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 STATEMENT 14		PUBLIC	GENERAL SUPPORT	2,448,096.
,				
Total			► **3a**	2,448,096.
***b** Approved for future payment*				
SEE ATTACHED STATEMENT 15		PUBLIC	GENERAL SUPPORT	2,310,500.
,				
Total			► **3b**	2,310,500.

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 (see the instructions)
	(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					
4 Dividends and interest from securities					2,550,551.
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					4,448,361.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a MISC INVEST INCOME					515.
b PARTNERSHIP PASS THROUGH	90099	2,597.			
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		2,597.			6,999,427.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	7,002,024.

(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). (See the instructions.)
4, 8	MAKES GRANTS TO PUBLIC CHARITIES

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: [signature] Date: 11/3/11 Title: President

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if ☐ if self-employed	PTIN
NINA I. SCHERR, CPA	NINA I. SCHERR, CPA	10-27-11		N/A

Firm's name ▶ WILNER & SCHERR, P.A. Firm's EIN ▶ N/A

Firm's address ▶ 1829 REISTERSTOWN RD STE 420 BALTIMORE, MD 21208 Phone no 410-363-3424

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MISC INVEST INCOME	$ 515.	$ 515.	
PARTNERSHIP PASS THROUGH	2,597.		
TOTAL	$ 3,112.	$ 515.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	$ 6,737.			$ 6,737.
TOTAL	$ 6,737.	$ 0.		$ 6,737.

STATEMENT 3
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	$ 34,502.	$ 17,251.		$ 17,251.
TOTAL	$ 34,502.	$ 17,251.		$ 17,251.

STATEMENT 4
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	$ 576,961.	$ 576,961.		
TOTAL	$ 576,961.	$ 576,961.		$ 0.

STATEMENT 5
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE AND UBIT TAX	$ 220,352.			
FOREIGN TAXES	84,893.	$ 84,893.		
PAYROLL TAXES	13,320.	2,079.		$ 11,241.
TOTAL	$ 318,565.	$ 86,972.		$ 11,241.

STATEMENT 6
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DISABILITY INSURANCE	$ 8,465.	$ 1,693.		$ 6,772.
HEALTH INSURANCE EXPENSE	49,188.	6,923.		42,265.
INSURANCE	2,714.			2,714.
MANAGEMENT FEE-ADMINISTRATIVE	18,439.			18,439.
OFFICE EXPENSES	6,912.			6,912.
PARTNERSHIP PASS THROUGH	4,110.	1,513.		2,597.
POSTAGE	833.			833.
TELEPHONE	3,063.			3,063.
WORKERS COMPENSATION INSURANCE	255.			255.
TOTAL	$ 93,979.	$ 10,129.		$ 83,850.

STATEMENT 7
FORM 990-PF, PART II, LINE 14
LAND, BUILDINGS, AND EQUIPMENT

CATEGORY	BASIS	ACCUM. DEPREC.	BOOK VALUE	FAIR MARKET VALUE
AUTO./TRANSPORTATION EQUIP.	$ 0.	$ 0.	$ 0.	$ 85.
FURNITURE AND FIXTURES	36,205.	36,205.	0.	0.
MACHINERY AND EQUIPMENT	13,248.	13,163.	85.	0.
TOTAL	$ 49,453.	$ 49,368.	$ 85.	$ 85.

STATEMENT 8
FORM 990-PF, PART II, LINE 15
OTHER ASSETS

	BOOK VALUE	FAIR MARKET VALUE
EXECUTIVE COMPENSATION PLAN	$ 56,633.	$ 56,633.
TOTAL	$ 56,633.	$ 56,633.

STATEMENT 9
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

UNREALIZED APPRECIATION IN INVESTMENTS	$ 1,155,352.
TOTAL	$ 1,155,352.

STATEMENT 10
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	HICKS MUSE PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
2	HICKS MUSE PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
3	BALTIMORE FUND PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
4	BALTIMORE FUND PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
5	BRANDYWINE PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
6	BRANDYWINE PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
7	SILCHESTER PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
8	SILCHESTER PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
9	ADAGE PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
10	ADAGE PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
11	SCHWAB - #4267	PURCHASED	VARIOUS	VARIOUS
12	SCHWAB - #4267	PURCHASED	VARIOUS	VARIOUS
13	SILVERCREEK LIQUIDATION	PURCHASED	VARIOUS	VARIOUS
14	SCHWAB #4729	PURCHASED	VARIOUS	VARIOUS
15	SCHWAB #4729	PURCHASED	VARIOUS	VARIOUS
16	GLOBAL EMERGING MARKETS PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
17	GLOBAL EMERGING MARKETS PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
18	LANSDOWNE 1	PURCHASED	VARIOUS	VARIOUS
19	LANSDOWNE 12	PURCHASED	VARIOUS	VARIOUS
20	HIGHFIELDS PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
21	HIGHFIELDS PASS THROUGH	PURCHASED	VARIOUS	VARIOUS
22	MASTERS OFFSHORE	PURCHASED	VARIOUS	VARIOUS

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	538.		0.	538.				$ 538.
2	0.		14,328.	-14,328.				-14,328.
3	0.		153.	-153.				-153.
4	29,073.		0.	29,073.				29,073.
5	1,526.		0.	1,526.				1,526.
6	62,583.		0.	62,583.				62,583.
7	41,089.		0.	41,089.				41,089.
8	99,274.		0.	99,274.				99,274.
9	0.		3,307.	-3,307.				-3,307.
10	166,922.		0.	166,922.				166,922.
11	909,465.		791,088.	118,377.				118,377.
12	1655350.		927,015.	728,335.				728,335.
13	2827963.		2000922.	827,041.				827,041.
14	49,925.		66,492.	-16,567.				-16,567.
15	594,137.		779,678.	-185,541.				-185,541.
16	138,154.		0.	138,154.				138,154.
17	82,572.		0.	82,572.				82,572.
18	1849767.		1000000.	849,767.				849,767.
19	150,233.		118,892.	31,341.				31,341.
20	0.		19,682.	-19,682.				-19,682.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
21	55,168.		0.	55,168.				$ 55,168.
22	1456179.		0.	1456179.				1456179.
							TOTAL	$ 4448361.

STATEMENT 11
FORM 990-PF, PART VI, LINE 9
TAX DUE

TAX DUE	$ 21,977.
LATE PAYMENT PENALTY	642.
LATE INTEREST	217.
TOTAL	$ 22,836.

STATEMENT 12
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
SUSAN LEVITON 500 WEST BALTIMORE STREET BALTIMORE, MD 21201	DIRECTOR 0	$ 0.	$ 0.	$ 0.
JAN RIVITZ 2 EAST READ STREET BALTIMORE, MD 21202	PRESIDENT/TREAS 50.00	260,212.	24,500.	0.
TERRY UNDERBERG 136 EAST 56TH STREET NEW YORK, NY 10022	SECRETARY 1.00	0.	0.	0.
JANE ABRAHAM 11 SLADE AVENUE PIKESVILLE, MD 21208	DIRECTOR 0	0.	0.	0.
STEPHEN H. ABRAHAM 1758 PARK ROAD, N.W. WASHINGTON, DC 20010-2105	DIRECTOR 0	0.	0.	0.
SAMUEL HIMMELRICH 3600 CLIPPER MILL ROAD BALTIMORE, MD 21211-1934	DIRECTOR 0	0.	0.	0.

STATEMENT 12 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
LEE E. COPLAN 750 EAST PRATT STREET BALTIMORE, MD 21202	V.P./SECRETARY 1.00	$ 0.	$ 0.	$ 0.
CHARLES BAUM 2545 WILKENS AVENUE BALTIMORE, MD 21223	DIRECTOR 1.00	0.	0.	0.
	TOTAL	$ 260,212.	$ 24,500.	$ 0.

STATEMENT 13
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	ALL
NAME:	JAN RIVITZ
CARE OF:	THE AARON STRAUS AND LILLIE STRAUS FOUND
STREET ADDRESS:	2 EAST READ STREET, SUITE 100
CITY, STATE, ZIP CODE:	BALTIMORE, MD 21202
TELEPHONE:	410-539-8308
FORM AND CONTENT:	COMMON GRANT APPLICATION FORM (ABAG FORM)
SUBMISSION DEADLINES:	FEBRUARY 1 - JULY 1 - OCTOBER 1
RESTRICTIONS ON AWARDS:	NO ENDOWMENTS OR GRANTS TO INDIVIDUALS

The Aaron Straus and Lillie Straus Foundation, Inc.
Form 990-PF; Federal I.D. #52-2040073
Grants and Contributions Paid During the Year
Part XV - 3a
December 31, 2010

STATEMENT 14

Recipient	Fdn. Status of Recipient	Purpose of Grant	Amount Paid
ABAG	Public	General Support	$ 60,000
ACCE Academy (Baltimore City Foundation)	Public	General Support	10,000
ACLU-School Reform Work	Public	General Support	30,000
Active Minds	Public	General Support	20,000
Advocates for Children & Youth	Public	General Support	52,000
Alzheimers Foundation	Public	General Support	500
American Heart Association	Public	General Support	100
Arts Education in Maryland Schools	Public	General Support	500
Association of Baltimore Area Grantmakers	Public	General Support	8,000
Avalon Theatre Project	Public	General Support	75
Baltimore Chamber Orchestra	Public	General Support	3,000
Baltimore Chesapeake Bay - Outward Bound	Public	General Support	500
Baltimore Choral Arts Society	Public	General Support	200
Baltimore Leadership School for Young Women	Public	General Support	25,000
Baltimore School for the Arts Foundation	Public	General Support	30,200
Camp Airy & Camp Louise Foundation	Public	General Support	500,000
CASA of Baltimore	Public	General Support	100
Catholic High School of Baltimore	Public	General Support	6,000
Center for Urban Families	Public	General Support	500
Central Scholarship Bureau	Public	General Support	152,510
Central Synagogue	Public	General Support	1,000
Chana-Shofar Coalition	Public	General Support	25,000
Chesapeake Bay Foundation	Public	General Support	1,000
Children's Inn at NIH	Public	General Support	250
Children's Miracle Network	Public	General Support	500
Cystic Fibrosis Foundation	Public	General Support	500
Dayspring Programs	Public	General Support	20,000
Defenders of Wildlife	Public	General Support	500
Doctors Without Borders	Public	General Support	25,000
Everyman Theatre	Public	General Support	3,200
FONZ	Public	General Support	150
Foundation for National Lipid Associates	Public	General Support	2,000
Foundation for Public Broadcasting in Georgia	Public	General Support	635
Freestate Legal	Public	General Support	2,000
Fund for Educational Excellence	Public	General Support	20,000
Girls Scouts of Central Maryland	Public	General Support	6,000
Harbor City Services	Public	General Support	25,000
Historic East Baltimore Community Action Coalition	Public	General Support	25,000
Horace Mann School	Public	General Support	2,500
Jewish Historical Society of D.C.	Public	General Support	1,800
Jewish Women Organization of Baltimore	Public	General Support	36
JHU Kimmel Cancer Ctr - Dr. Blakeley's Research	Public	General Support	1,000
Job Opportunities Task Force	Public	General Support	50,000
Johns Hopkins-Div. of General Pediatrics & Adolescent Med	Public	General Support	46,000
Kipp-Carrera Partnership	Public	General Support	50,000
Kripalu Center for Yoga and Health	Public	General Support	2,000

CONTINUED

The Aaron Straus and Lillie Straus Foundation, Inc.
Form 990-PF; Federal I.D. #52-2040073
Grants and Contributions Paid During the Year
Part XV - 3a
December 31, 2010

STATEMENT 14

Recipient	Fdn. Status of Recipient	Purpose of Grant	Amount Paid
Leave No Trace	Public	General Support	350
Lifebridge Health Systems	Public	General Support	7,000
Lifebridge Health-A. Coplan Pediatric Oncology Ctr.	Public	General Support	100,000
Live Baltimore Home Center	Public	General Support	200
Marian House	Public	General Support	100
Maryland Association of Nonprofits	Public	General Support	1,200
Maryland Pesticide Network	Public	General Support	10,000
Maryland Volunteer Lawyers	Public	General Support	200
MCIP (Multicultural Intern Program)	Public	General Support	225
Montessori Middle School	Public	General Support	25,000
Mount Vernon Place Conservatory	Public	General Support	2,500
National Cathedral School	Public	General Support	500
National Council on Teacher Quality	Public	General Support	15,000
National Lipid Association Foundation	Public	General Support	1,000
National Outdoor Leadership School	Public	General Support	250
National Resources Defense Council	Public	General Support	5,000
New Leaders for New Schools	Public	General Support	50,000
NYU School of Medicine-Div. of General Internal Medicine	Public	General Support	3,000
Oak Grove Foundation of Dekalb Co., Georgia	Public	General Support	2,000
Open Society Institute	Public	General Support	27,000
PACT	Public	General Support	2,000
Pikesville Volunteer Fire Department	Public	General Support	100
Ronald McDonald House	Public	General Support	1,000
Salvation Army	Public	General Support	250
Second Genesis	Public	General Support	2,300
SEEDCO-Earn Benefits	Public	General Support	50,000
Sibley Memorial Hospital	Public	General Support	200
Siddha Yoga Meditation Center of Atlanta	Public	General Support	2,000
Sinai Hospital	Public	General Support	50,000
Southwest Charter School	Public	General Support	5,000
Tahirih Justice Center	Public	General Support	15,000
Teach for America	Public	General Support	125,000
Teach for America - Baltimore	Public	General Support	6,000
The Associated: Jewish Community	Public	General Support	
Federation of Baltimore	Public	General Support	27,000
The Associated-2010 Campaign	Public	General Support	500,000
The Associated-Capital Campaign	Public	General Support	100,000
The Associated-Emergency Assistance	Public	General Support	25,000
The Key School	Public	General Support	12,000
True Sisters	Public	General Support	450
U.S. Holocaust Memorial Museum	Public	General Support	100
UMBC Foundation - Choice Program	Public	General Support	200
Urban Teacher Center, Inc.	Public	General Support	50,000
Washington & Lee University	Public	General Support	1,000
Washington Hebrew Congregation	Public	General Support	400
Washington Hospital Center	Public	General Support	200

CONTINUED

The Aaron Straus and Lillie Straus Foundation, Inc.
Form 990-PF; Federal I.D. #52-2040073
Grants and Contributions Paid During the Year
Part XV - 3a
December 31, 2010

STATEMENT 14

Recipient	Fdn. Status of Recipient	Purpose of Grant	Amount Paid
WCLK (Public Radio)	Public	General Support	365
Wilderness, Leadership & Learning (WILL)	Public	General Support	10,250
World Wildlife Fund	Public	General Support	500
Young Survival Coalition	Public	General Support	1,000
TOTAL GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR			$ 2,448,096

THE AARON STRAUS AND LILLIE STRAUS FOUNDATION, INC.
FORM 990-PF; FEDERAL I.D. #52-2040073
GRANTS AND CONTRIBUTIONS APPROVED FOR FUTURE PAYMENT
PART XV - 3B
DECEMBER 31, 2010

STATEMENT 15

Recipient	Foundation Status of Recipient	Purpose of Grant or Contribution	Total Payable
ACLU	Public	General Support	$ 50,000
Advocates for Children & Youth	Public	General Support	50,000
Association of Baltimore Area	Public	General Support	15,000
Grantmakers	Public		
Baltimore City Health Department	Public	General Support	15,000
Central Scholarship Bureau	Public	General Support	200,000
Chana	Public	General Support	25,000
Fund for Educational Excellence	Public	General Support	50,000
Incentive Mentoring Program	Public	General Support	15,000
Job Opportunities Task Force -	Public		
Cash Campaign	Public	General Support	50,000
Johns Hopkins Division of General	Public		
Pediatrics and Adolescent Medicine	Public	General Support	3,000
Lifebridge Health - Alfred Coplan	Public		
Pediatric Oncology Center	Public	General Support	200,000
Maryland Citizens Health Initiative	Public	General Support	37,500
Mt. Washington Pediatric Capital	Public		
Campaign	Public	General Support	25,000
New Leaders for New Schools	Public	General Support	50,000
Seedco - Earn Benefits in	Public		
Baltimore Project	Public	General Support	50,000
Sinai Hospital - Community	Public		
Initiatives Social Support	Public	General Support	50,000
Southwest Charter School	Public	General Support	25,000
Teach for America	Public	General Support	150,000
The Associated: Annual Campaign	Public	General Support	500,000
The Camp Airy and Camp Louise	Public		
Foundation, Inc.	Public	General Support	600,000
Urban Teacher Project	Public	General Support	150,000
TOTAL PLEDGES PAYABLE			$ 2,310,500

2010 FEDERAL BOOK DEPRECIATION SCHEDULE

THE AARON STRAUS & LILLIE STRAUS FDN INC

52-2040073

NO.	DESCRIPTION	DATE ACQUIRED	DATE SOLD	COST/ BASIS	BUS. PCT.	CUR 179 BONUS	SPECIAL DEPR ALLOW.	PRIOR 179/ BONUS/ SP. DEPR.	PRIOR DEC BAL DEPR.	SALVAG /BASIS REDUCT.	DEPR BASIS	PRIOR DEPR.	METHOD	LIFE	RATE	CURRENT DEPR.
	FORM 990/990-PF															
	FURNITURE AND FIXTURES															
1	OFFICE FURNITURE	1/23/01		13,526							13,526	13,526	200DB HY	7		0
2	SHARP COPIER	12/31/01		3,865							3,865	3,865	200DB HY	7		0
3	WAITING ROOM FURNITURE	12/31/01		13,708							13,708	13,708	200DB HY	7		0
4	ARTWORK - JAN'S OFFICE	12/31/01		1,968							1,968	1,968	200DB HY	7		0
5	TOSHIBA PHONE SYSTEM	12/31/01		2,448							2,448	2,448	200DB HY	7		0
9	DESK CHAIR	6/22/00		690							690	690	200DB HY	7		0
	TOTAL FURNITURE AND FIXTURE			36,205		0	0	0	0	0	36,205	36,205				0
	MACHINERY AND EQUIPMENT															
6	NETWORK WEBSITE	2/26/04		5,000							5,000	5,000	S/L	5		0
7	DESIGN/PRODUCE WEBSITE	10/11/04		5,000							5,000	5,000	S/L	5		0
8	LAPTOP COMPUTER	10/05/05		1,724							1,724	1,724	S/L	5		0
10	JAN AND PAT'S COMPUTER	6/30/05		1,524							1,524	1,351	200DB HY	5	05760	88
	TOTAL MACHINERY AND EQUIPME			13,248		0	0	0	0	0	13,248	13,075				88
	TOTAL DEPRECIATION			49,453		0	0	0	0	0	49,453	49,280				88
	GRAND TOTAL DEPRECIATION			49,453		0	0	0	0	0	49,453	49,280				88

Certified Mail 7010 3090 0001 7527 3810

- 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 THE AARON STRAUS & LILLIE STRAUS FDN INC	Employer identification number 52-2040073
File by the extended due date for filing the return. See instructions	Number, street, and room or suite number. If a P O. box, see instructions. WILNER & SCHERR, P.A. 1829 REISTERSTOWN RD STE 420	
	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) 04

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 (section 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 care of ► JAN RIVITZ
  Telephone No. ► 410-539-8308 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 11/15 , 20 11.

5 For calendar year 2010 , or other tax year beginning ________ , 20 __ , and ending ________ , 20 __ .

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 . . TAXPAYER IS WAITING FOR ADDITIONAL INFORMATION FROM A THIRD PARTY. A COMPLETE AND ACCURATE RETURN CANNOT BE FILED UNTIL THIS INFORMATION IS RECEIVED.

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	$ 103,609.
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	$ 103,609.
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 ► 8-11-11