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 , 20

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

THE SCHOENBAUM FAMILY FDN, INC. 50-7932192

A Employer identification number 65-0043921

Number and street (or P.O. box number if mail is not delivered to street address) | Room/suite

P.O. BOX 1908

B Telephone number (see page 10 of the instructions) ( ) -

City or town, state, and ZIP code

ORLANDO, FL 32802-1908

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: [X] 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, col. (c), line 16)* ▶ $ 16,492,785.

J Accounting method: [ ] Cash [X] 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 page 11 of the instructions).)*

	Line	Description	(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 (attach schedule)				
	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	259,509.	258,158.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	774,735.			
	b	Gross sales price for all assets on line 6a 16,495,325.				
	7	Capital gain net income (from Part IV, line 2)		949,162.		
	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) (attach schedule)				
	11	Other income (attach schedule)	505,329.	45,011.		STMT 2
	12	**Total.** Add lines 1 through 11	1,539,573.	1,252,331.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages	13,600.			13,600.
	15	Pension plans, employee benefits	1,040.			1,040.
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) STMT 3	81,175.	81,175.		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) STMT 4	35,895.	5.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	27,544.			27,544.
	22	Printing and publications				
	23	Other expenses (attach schedule) STMT 5	3,573.	102,066.		3,573.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	162,827.	183,246.		45,757.
	25	Contributions, gifts, grants paid	2,724,448.			2,724,448.
	26	**Total expenses and disbursements** Add lines 24 and 25	2,887,275.	183,246.		2,770,205.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,347,702.			
	b	**Net investment income** (if negative, enter -0-)		1,069,085.		
	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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	4,341,252.	2,088.	2,088.
	2	Savings and temporary cash investments		256,164.	256,164.
	3	Accounts receivable ▶ 1,003.			
		Less allowance for doubtful accounts ▶		1,003.	1,003.
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S. and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule)			
	c	Investments - corporate bonds (attach schedule)			
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule) STMT 6	15,645,032.	15,485,454.	16,233,530.
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	19,986,284.	15,744,709.	16,492,785.
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)			
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	19,986,284.	15,744,709.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	19,986,284.	15,744,709.	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	19,986,284.	15,744,709.	

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	19,986,284.
2	Enter amount from Part I, line 27a	2	-1,347,702.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	606,480.
4	Add lines 1, 2, and 3	4	19,245,062.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	3,500,353.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,744,709.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo , day, yr.)	(d) Date sold (mo., day, yr.)
1a	SEE PART IV DETAIL			
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			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2** 949,162.

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 pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8 . . . . . **3**

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of 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 (col (b) divided by col (c))
2009	2,133,037.	17,738,510.	0.12024893861
2008	3,212,261.	23,054,142.	0.13933552591
2007	1,990,319.	26,203,837.	0.07595525037
2006	1,261,898.	24,782,497.	0.05091892072
2005	1,314,250.	23,723,495.	0.05539866702

2	**Total** of line 1, column (d)	2	0.44185730263
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	0.08837146053
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	17,390,965.
5	Multiply line 4 by line 3	5	1,536,865.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,691.
7	Add lines 5 and 6	7	1,547,556.
8	Enter qualifying distributions from Part XII, line 4	8	2,770,205.

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 on page 18.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the 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 ruling 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	10,691.
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	
3	Add lines 1 and 2	3	10,691.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	10,691.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010 — 6a: 30,422.		
b	Exempt foreign organizations-tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments. Add lines 6a through 6d	7	30,422.
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	19,731.
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶ 10,692. **Refunded** ▶	11	9,039.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of 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. ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ________			
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 page 19 of the instructions) ▶ STMT 9			
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 on page 27)? *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 page 20 of the 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 ▶ SUNTRUST BANK Telephone no. ▶ (888)942-3272

Located at ▶ P.O BOX 1908, ORLANDO, FL ZIP + 4 ▶ 32802-1908

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

			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	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 ▶ ____, ____, ____, ____				
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 page 22 of the instructions.)		2b		X
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.)*		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)*

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 [X] 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 [X] No
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . [ ] Yes [X] 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 page 22 of the instructions) . . . [ ] Yes [X] 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 [X] 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 page 22 of the 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? . . . 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 [X] No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . 6b No: 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 [X] No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . 7b N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the 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
		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . ▶ NONE

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 page 23 of the instructions). If none, enter "NONE."

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See page 24 of the instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	15,506,384.
b	Average of monthly cash balances	1b	2,149,418.
c	Fair market value of all other assets (see page 25 of the instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	17,655,802.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e |		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	17,655,802.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	264,837.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	17,390,965.
6	**Minimum investment return.** Enter 5% of line 5	6	869,548.

Part XI Distributable Amount (see page 25 of the 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	869,548.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	10,691.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	10,691.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	858,857.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	858,857.
6	Deduction from distributable amount (see page 25 of the instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	858,857.

Part XII Qualifying Distributions (see page 25 of the 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	2,770,205.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,770,205.
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 page 26 of the instructions)	5	10,691.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,759,514.

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7					858,857.
2 Undistributed income, if any, as of the end of 2010					
a Enter amount for 2009 only				NONE	
b Total for prior years 20 08 ,20 ,20			NONE		
3 Excess distributions carryover, if any, to 2010					
a From 2005	197,074.				
b From 2006	135,766.				
c From 2007	795,432.				
d From 2008	2,072,046.				
e From 2009	1,254,437.				
f **Total** of lines 3a through e		4,454,755.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ $ 2,770,205.					
a Applied to 2009, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)			NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)		NONE			
d Applied to 2010 distributable amount					858,857.
e Remaining amount distributed out of corpus		1,911,348.			
5 Excess distributions carryover applied to 2010 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		6,366,103.			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions			NONE		
e Undistributed income for 2009. Subtract line 4a from line 2a Taxable amount - see page 27 of the instructions				NONE	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011					NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)		NONE			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		197,074.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		6,169,029.			
10 Analysis of line 9.					
a Excess from 2006	135,766.				
b Excess from 2007	795,432.				
c Excess from 2008	2,072,046.				
d Excess from 2009	1,254,437.				
e Excess from 2010	1,911,348.				

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

1a 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			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 foundation had $5,000 or more in assets at any time during the year - see page 28 of 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 ▶ [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 10				
Total ▶ 3a				2,724,448.
b *Approved for future payment*				
Total ▶ 3b				

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 page 28 of 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			14	259,509.	
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			18	774,735.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b FEDERAL TAX REFUND			01	18,234.	
c PARTNERSHIP INCOME			01	487,095.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,539,573.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,539,573.

(See worksheet in line 13 instructions on page 29 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 page 29 of the instructions.)
	NOT APPLICABLE

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

Betty Schwendbaum 11/15/2011 PRESIDENT

Signature of officer or trustee Date Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JEFFREY E. KUHLIN	Jeffrey E Kuhlin	11/11/2011		P00353001
Firm's name ▶ KPMG LLP			Firm's EIN ▶ 13-5565207	
Firm's address ▶ 100 WESTMINSTER ST, 6TH FL, SUITE A PROVIDENCE, RI 02903-9605			Phone no. 888-942-3272	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST		259,509.	258,158.
	TOTAL	259,509.	258,158.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME	487,095.	45,011.
FEDERAL TAX REFUND	18,234.	
TOTALS	505,329.	45,011.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	81,175.	81,175.
TOTALS	81,175.	81,175.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PRIOR YR BALANCE DUE	9,637.	
CURRENT YR ESTIMATES	26,258.	
FOREIGN TAXES		5.
TOTALS	35,895.	5.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
PARTNERSHIP DEDUCTIONS		102,066.	
DUES AND SUBSCRIPTIONS	35.		35.
COMPUTER INSURANCE	47.		47.
DIRECTORS & OFFIC. LIAB. INS.	1,543.		1,543.
OFFICE SUPPLIES	40.		40.
LICENSES & PERMITS	61.		61.
VERIZON DSL (TELEPHONE EXPENSE	413.		413.
TELEPHONE EXPENSE - OTHER	1,402.		1,402.
COMPUTER EQUIPMENT	32.		32.
TOTALS	3,573.	102,066.	3,573.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED	C	15,485,454.	16,233,530.
TOTALS		15,485,454.	16,233,530.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
BV ADJ WCP PARTNERS	44,480.
BV ADJ BEGINNING CHECKING ACCOUNT BALANCE	3,033.
PAYROLL ADJUSTMENT	297.
BV ADJ ROWE T PRICE	1,498.
BV ADJ FEDERAL NATL MTG ASSN 2.250%	150,329.
BV ADJ AMERICAN HEAVY LIFT	200,001.
BV AJD ELIZABETH NJ	50,484.
BV ADJ ABBEY CAPITAL MACRO	32,284.
BV ADJ ABBEY CAPITAL ACL	124,074.
TOTAL	606,480.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
BV ADJ ABBEY CAPITAL MACRO	9,047.
BV ADJ ACL	13,954.
BV ADJ SILVER POINT	381,004.
BV ADJ AMERICAN HEAVY LIFT	3,078,800.
BV ADJ GRANT DISTRIBUTED IN 2010 BUT RECOVERED 2011	2,000.
MISC BV ADJ	85.
BV ADJ BENNU II LTD PSHIP	15,463.
TOTAL	3,500,353.

STATE(S) WHERE THE FOUNDATION IS REGISTERED
FL

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
SEE ATTACHED SCHEDULE
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL CHARITABLE PURPOSE
FOUNDATION STATUS OF RECIPIENT:
N/A
AMOUNT OF GRANT PAID .... 2,724,448.

TOTAL GRANTS PAID: 2,724,448.

SCHEDULE D (Form 1041)

Department of the Treasury Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2010

Name of estate or trust: THE SCHOENBAUM FAMILY FDN, INC

Employer identification number: 55-0043921

Note: *Form 5227 filers need to complete **only** Parts I and II*

Part I **Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SEE ATTACHED STATEMENT					191,236.95

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	111,490.00
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2009 Capital Loss Carryover Worksheet	4	( )
5 **Net short-term gain or (loss).** Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ▶	5	302,726.95

Part II **Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo , day, yr)	(c) Date sold (mo , day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a SEE ATTACHED STATEMENT					583,498.05

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	62,937.00
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2009 Capital Loss Carryover Worksheet	11	( )
12 **Net long-term gain or (loss).** Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ▶	12	646,435.05

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

JSA

0F1210 2 000

Part III **Summary of Parts I and II**
Caution: *Read the instructions* ***before*** *completing this part*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13	302,726.95		302,726.95
14	**Net long-term gain or (loss):**				
a	Total for year	14a	646,435.05		646,435.05
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b			
c	28% rate gain	14c			
15	**Total net gain or (loss).** Combine lines 13 and 14a ▶	15	949,162.00		949,162.00

Note: *If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 14a and 15, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 15, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV **Capital Loss Limitation**

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of
a The loss on line 15, column (3) **or** b $3,000 . . . 16 ( )

Note: *If the loss on line 15, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *on page 7 of the instructions to figure your capital loss carryover*

Part V **Tax Computation Using Maximum Capital Gains Rates**

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero

Caution: *Skip this part and complete the worksheet on page 8 of the instructions if*

- *Either line 14b, col (2) or line 14c, col (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero*

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			17	0.00	
18	Enter the **smaller** of line 14a or 15 in column (2) but not less than zero	18				
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19				
20	Add lines 18 and 19	20				
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21				
22	Subtract line 21 from line 20 If zero or less, enter -0-			22		
23	Subtract line 22 from line 17 If zero or less, enter -0-			23		
24	Enter the **smaller** of the amount on line 17 or $2,300			24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ **Yes.** Skip lines 25 and 26, go to line 27 and check the "No" box ☐ **No.** Enter the amount from line 23			25		
26	Subtract line 25 from line 24			26		
27	Are the amounts on lines 22 and 26 the same? ☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **No.** Enter the **smaller** of line 17 or line 22			27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)			28		
29	Subtract line 28 from line 27			29		
30	Multiply line 29 by 15% (15)					30
31	Figure the tax on the amount on line 23 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					31
32	Add lines 30 and 31					32
33	Figure the tax on the amount on line 17 Use the 2010 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)					33
34	**Tax on all taxable income.** Enter the **smaller** of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)					34

Trade Date	Settle Date	Security Name	Symbol	Quantity	Amount
Short Term					
06-30-10	07-07-10	FPA FDS TR FPA CRESCENT I	FPAC X		$ 5,512.57
12-06-10	12-06-10	UNIFIED SER TR IRON STRAT INC	IFUN X		28,913 72
12-09-10	12-14-10	DFA INVT DIMENSION GRP EMRG MKTS VAL	DFEV X		3,645.26
12-17-10	12-17-10	FPA FDS TR FPA CRESCENT I	FPAC X		588 97
12-30-10	12-30-10	FEDERATED TAX-FREE OBLIGATIONS FUND	FEDTF		0 35
12-30-10	12-30-10	FEDERATED TAX-FREE OBLIGATIONS FUND	FEDTF		0 83
12-30-10	12-30-10	FEDERATED TAX-FREE OBLIGATIONS FUND	FEDTF		2 05
Total Short Term Capital Gain Distributions					$ 38,663 75

Investment Balances, Management Fees, and Performance Results are based on actual and estimated information as reported to GenSpring.

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Capital Gain Distributions

Trade Date	Settle Date	Security Name	Symbol	Quantity	Amount
Long Term					
12-06-10	12-06-10	UNIFIED SER TR IRON STRAT INC	IFUN X		$ 901 10
12-09-10	12-14-10	DFA INVT DIMENSION GRP EMRG MKTS VAL	DFEV X		25,696 39
12-17-10	12-17-10	FPA FDS TR FPA CRESCENT I	FPAC X		12,662 88
12-30-10	12-30-10	FEDERATED TAX-FREE OBLIGATIONS FUND	FEDTF		0 70
12-30-10	12-30-10	FEDERATED TAX-FREE OBLIGATIONS FUND	FEDTF		1 67
12-30-10	12-30-10	FEDERATED TAX-FREE OBLIGATIONS FUND	FEDTF		4 10
Total Long Term Capital Gain Distributions					$ 39,266 84
Total Capital Gain Distributions					$ 77,930 59

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
Short Term							
01-14-10	01-14-10	UNITED STATES TREAS NTS 3 375% Due 01-15-12	9128277J5	(215 0000)	$ 0 00	$ 0 00	$ 0 00
		ADJUSTMENT OF HOLDINGS DUE TO INFLATION, TO REFLECT CURENT TIP FACTOR					
01-14-10	01-14-10	UNITED STATES TREAS NTS 2 000% Due 01-15-14	912828BW9	(205 0000)	0 00	0 00	0 00
		ADJUSTMENT OF HOLDINGS DUE TO INFLATION, TO REFLECT CURENT TIP FACTOR					
01-14-10	01-14-10	UNITED STATES TREAS NTS 1 625% Due 01-15-15	912828DH0	(195 0000)	0 00	0 00	0 00
		ADJUSTMENT OF HOLDINGS DUE TO INFLATION, TO REFLECT CURENT TIP FACTOR					
02-12-10	02-12-10	UNITED STATES TREAS NTS 3 375% Due 01-15-12	9128277J5	305 0000	0 00	0 00	0 00
		ADJUSTMENT OF HOLDINGS DUE TO INFLATION, TO REFLECT CURENT TIP FACTOR					

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
02-12-10	02-12-10	UNITED STATES TREAS NTS 2 000% Due 01-15-14 ADJUSTMENT OF HOLDINGS DUE TO INFLATION, TO REFLECT CURENT TIP FACTOR	912828BW9	290 0000	0 00	0 00	0 00
02-12-10	02-12-10	UNITED STATES TREAS NTS 1 625% Due 01-15-15 ADJUSTMENT OF HOLDINGS DUE TO INFLATION, TO REFLECT CURENT TIP FACTOR	912828DH0	275 0000	0 00	0 00	0 00
02-17-10	02-22-10	WELLS FARGO & CO FDIC GTD TLGP 3 000% Due 12-09-11	949744AA4	350,000 0000	362,586 00	362,656 00	(70 00)
02-18-10	02-19-10	PIMCO FDS PAC INVT MGM COMM REALSTR I	PCRI X	1,692 0110	13,739 13	14,060 61	(321 48)
02-18-10	02-19-10	PIMCO FDS PAC INVT MGM COMM REALSTR I	PCRI X	846 6240	6,874 59	6,823 79	50 80
02-18-10	02-19-10	GATEWAY TR GATEWAY FD Y	GTEY X	105 9490	2,665 68	2,674 16	(8 48)
02-18-10	02-19-10	ARTISAN FDS INC INTL FD	ARTI X	90 6890	1,733 97	1,840 08	(106 11)
02-18-10	02-19-10	CAUSEWAY INTERNATIONAL VALUE FUND INST	CIVI X	200 1320	2,203 45	2,245 48	(42 03)
02-18-10	02-19-10	HARBOR INTERNATIONAL FUND	HAIN X	43 0260	2,261 02	2,301 02	(40 00)
02-18-10	02-19-10	T ROWE PRICE INTL BOND FUND	RPIB X	45 9090	444 86	476 08	(31 22)
02-18-10	02-19-10	T ROWE PRICE INTL BOND FUND	RPIB X	79 7470	772 75	787 10	(14 35)
02-18-10	02-19-10	T ROWE PRICE INTL BOND FUND	RPIB X	64 8030	627 94	635 72	(7 78)
02-18-10	02-19-10	AMERICAN CENTY INTL BD BENHAM EURO GV	BEGB X	250 6460	3,511 55	3,616 82	(105 27)
02-25-10	02-25-10	UNITED STATES TREAS NTS 3 375% Due 01-15-12 ADJUSTMENT OF HOLDINGS DUE TO INFLATION, TO REFLECT CURENT TIP FACTOR	9128277J5	340 0000	0 00	0 00	0 00
02-25-10	02-25-10	UNITED STATES TREAS NTS 2 000% Due 01-15-14 ADJUSTMENT OF HOLDINGS DUE TO INFLATION, TO REFLECT CURENT TIP FACTOR	912828BW9	330 0000	0 00	0 00	0 00
02-25-10	02-25-10	UNITED STATES TREAS NTS 1 625% Due 01-15-15 ADJUSTMENT OF HOLDINGS DUE TO INFLATION, TO REFLECT CURENT TIP FACTOR	912828DH0	325.0000	0 00	0 00	0 00
03-11-10	03-12-10	FEDERAL HOME LN MTG CORP 1 000% Due 10-15-12	3133F4GL9	175,000 0000	175,136 72	174,125 00	1,011.72

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
04-15-10	04-15-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	1,574 480	1,574 48	1,690 60	(116 12)
04-15-10	04-15-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	807 140	807 14	884 32	(77 18)
04-21-10	04-26-10	DU PONT E I DE NEMOURS & CO 5 000% Due 07-15-13	263534BU2	75,000 0000	81,587 25	81,975 00	(387 75)
04-25-10	04-26-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	1,696 940	1,696 94	1,751 03	(54 09)
05-15-10	05-17-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	1,293 600	1,293 60	1,389 00	(95 40)
05-15-10	05-17-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	823 740	823 74	902 51	(78 77)
05-17-10	05-17-10	FEDERAL HOME LN MTG CORP 1 250% Due 02-17-12	3128X9XT2	100,000 0000	100,000 00	100,000 00	0 00
05-25-10	05-25-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	1,168 010	1,168 01	1,205 24	(37 23)
06-15-10	06-15-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	1,600.830	1,600 83	1,718 89	(118 06)
06-15-10	06-15-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	1,863 780	1,863 78	2,042 00	(178 22)
06-16-10	06-16-10	FEDERAL HOME LN MTG CORP 4 125% Due 03-16-18	3128X9J84	100,000 0000	100,000 00	100,000 00	0 00
06-25-10	06-25-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	1,377 570	1,377 57	1,421 48	(43 91)
06-28-10	06-28-10	PROCTER & GAMBLE CO 4 600% Due 01-15-14	742718DL0	75,000 0000	81,897 82	81,123 27	774 55
07-07-10	07-12-10	ALLSTATE LIFE GLOBAL FDG SECD 5 375% Due 04-30-13	02003MBQ6	25,000 0000	27,394 50	27,400 25	(5 75)
07-07-10	07-12-10	BANK AMER FDG CORP 6 500% Due 08-01-16	06051GEA3	50,000 0000	54,123 00	53,238 00	885 00
07-07-10	07-12-10	BLACKROCK INC 2 250% Due 12-10-12	09247XAF8	25,000 0000	25,532 50	25,264 50	268 00
07-07-10	07-12-10	CME GROUP INC 5 750% Due 02-15-14	12572QAD7	50,000 0000	55,755 50	55,009 00	746 50

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
07-07-10	07-12-10	CITIGROUP INC 6 375% Due 08-12-14	172967EY3	50,000 0000	53,363 00	52,500 00	863 00
07-07-10	07-12-10	GENERAL ELEC CAP CORP MTN BE 5 625% Due 05-01-18	36962G3U6	50,000 0000	53,371 50	51,308 00	2,063 50
07-07-10	07-12-10	HEWLETT PACKARD CO 4 750% Due 06-02-14	428236AV5	25,000 0000	27,740 50	27,197 25	543 25
07-07-10	07-12-10	NATIONAL RURAL UTILS COOP FIN 7 250% Due 03-01-12	637432CU7	50,000 0000	54,791 50	55,458 00	(666.50)
07-07-10	07-12-10	PACIFICORP 4 950% Due 08-15-14	695114BY3	25,000 0000	27,168 50	27,224 25	(55 75)
07-07-10	07-12-10	UNITED TECHNOLOGIES CORP 4 500% Due 04-15-20	913017BR9	50,000 0000	54,072 00	49,750 50	4,321 50
07-07-10	07-12-10	XTO ENERGY INC 6 250% Due 08-01-17	98385XAL0	50,000 0000	59,495 00	56,214 00	3,281 00
07-07-10	07-12-10	BHP BILLITON FIN USA LTD 5 500% Due 04-01-14	055451AG3	50,000 0000	56,006 50	55,099 50	907 00
07-07-10	07-12-10	SHELL INTERNATIONAL FIN BV 4 000% Due 03-21-14	822582AF9	50,000 0000	53,014 00	52,418 00	596 00
07-07-10	07-12-10	NEW YORK ST ENVIRONMENTAL FACS REV BDS 4 900% Due 12-15-11	64985YDA5	100,000 0000	102,520 00	104,423 00	(1,903.00)
07-15-10	07-15-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	1,510 680	1,510 68	1,622 09	(111 41)
07-15-10	07-15-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	1,235 220	1,235 22	1,353 34	(118 12)
07-23-10	07-23-10	FEDERAL HOME LN MTG CORP 3 250% Due 04-23-15	3128X93P3	50,000 0000	50,000 00	50,000.00	0 00
07-25-10	07-27-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	1,835 960	1,835 96	1,894 48	(58 52)
07-27-10	07-27-10	FEDERAL NATL MTG ASSN 3 250% Due 01-27-16	3136FJV99	100,000 0000	100,000 00	100,000 00	0 00
07-30-10	08-02-10	FEDERAL HOME LN MTG CORP 2 125% Due 08-26-13	3128X9C40	125,000 0000	125,012 50	124,925 00	87 50

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
08-01-10	08-17-10	NATIONAL RURAL UTILS COOP FIN 7 250% Due 03-01-12	637432CU7	15,000 0000	16,275 00	16,637 40	(362 40)
08-05-10	08-06-10	FEDERAL HOME LN MTG CORP 2 125% Due 03-24-15	3128X9L81	50,000 0000	49,925 00	49,875 00	50 00
08-05-10	08-06-10	FEDERAL NATL MTG ASSN 1 500% Due 09-10-12	3136FMAV6	50,000 0000	49,900 00	49,968 75	(68 75)
08-09-10	08-12-10	NEW JERSEY ECONOMIC DEV AUTH R REV REF B 3 250% Due 06-15-14	645918XJ7	30,000 0000	30,378 00	30,098 10	279.90
08-09-10	08-12-10	STAFFORD CNTY & STAUNTON VA IN REV BDS 1 538% Due 02-15-12	852413AB9	45,000 0000	44,869 50	45,000 00	(130 50)
08-10-10	08-13-10	ALLSTATE LIFE GLOBAL FDG SECD 5 375% Due 04-30-13	02003MBQ6	15,000 0000	16,548 00	16,440 15	107 85
08-10-10	08-13-10	BLACKROCK INC 2 250% Due 12-10-12	09247XAF8	15,000 0000	15,300.00	15,158 70	141 30
08-10-10	08-13-10	CME GROUP INC 5 750% Due 02-15-14	12572QAD7	15,000 0000	16,846 05	16,502 70	343 35
08-12-10	08-17-10	DALLAS-FORT WORTH TEX INTL ARP REV BDS 6 600% Due 11-01-12	235034AM7	65,000.0000	67,139 80	69,062 50	(1,922 70)
08-15-10	08-16-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	293 080	293 08	314 69	(21 61)
08-15-10	08-16-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	1,062 410	1,062 41	1,140 76	(78 35)
08-15-10	08-16-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	224 710	224 71	246 20	(21 49)
08-15-10	08-16-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	988 720	988 72	1,083 27	(94 55)
08-23-10	08-24-10	FEDERAL NATL MTG ASSN 5 000% Due 03-15-16	31359MH89	50,000 0000	57,925 00	55,011 00	2,914 00
08-23-10	08-24-10	FEDERAL HOME LN MTG CORP 2 875% Due 02-09-15	3137EACH0	125,000 0000	132,025 00	127,984 25	4,040 75

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
08-23-10	08-24-10	FEDERAL NATL MTG ASSN 2 625% Due 11-20-14	31398AZV7	50,000 0000	52,350 00	50,132 00	2,218 00
08-25-10	08-25-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	277 090	277 09	285 92	(8 83)
08-25-10	08-25-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	1,177 620	1,177 62	1,215 16	(37 54)
08-26-10	08-26-10	FEDERAL HOME LN MTG CORP 2 125% Due 08-26-13	3128X9C40	50,000 0000	50,000 00	49,925 00	75 00
09-01-10	09-20-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	15,003 630	15,903.85	16,438 35	(534 50)
09-01-10	09-20-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	13,594 100	14,205 83	14,027 41	178 42
09-07-10	09-08-10	UNIFIED SER TR IRON STRAT INC	IFUN X	847 4580	10,067 80	10,000 00	67 80
09-07-10	09-08-10	UNIFIED SER TR IRON STRAT INC	IFUN X	813 9700	9,669 96	9,507 17	162 79
09-07-10	09-08-10	UNIFIED SER TR IRON STRAT INC	IFUN X	6,756 0800	80,262 24	78,235 41	2,026 83
09-08-10	09-20-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	18,281 870	19,515 90	19,630 15	(114 25)
09-10-10	09-10-10	FEDERAL NATL MTG ASSN 1 500% Due 09-10-12	3136FMAV6	50,000 0000	50,000 00	49,968 75	31 25
09-14-10	09-15-10	FEDERAL HOME LN MTG CORP 1 875% Due 03-08-13	3128X9H78	50,000 0000	50,187 50	49,995 00	192 50
09-15-10	09-15-10	FHLMC PC GOLD 15 YR 3 500% Due 08-01-25	3128PSC62	183 200	183 20	189 15	(5 95)
09-15-10	09-15-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	468 890	468 89	503 47	(34 58)
09-15-10	09-15-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	1,699 730	1,699 73	1,825 09	(125 36)
09-15-10	09-15-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	417 030	417 03	456 91	(39 88)
09-15-10	09-15-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	1,834 950	1,834 95	2,010 42	(175 47)
09-24-10	09-24-10	FEDERAL HOME LN MTG CORP 2 125% Due 03-24-15	3128X9L81	50,000 0000	50,000 00	49,875 00	125 00

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
09-25-10	09-27-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	265 500	265 50	273 96	(8 46)
09-25-10	09-27-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	1,128 360	1,128 36	1,164 33	(35 97)
10-15-10	10-15-10	FHLMC PC GOLD 15 YR 3 500% Due 08-01-25	3128PSC62	1,195 180	1,195 18	1,234 02	(38 84)
10-15-10	10-15-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	2,721 770	2,721 77	2,922 50	(200 73)
10-15-10	10-15-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	1,277 560	1,277 56	1,399 73	(122 17)
10-25-10	10-25-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	1,337 960	1,337 96	1,380 61	(42 65)
11-01-10	11-01-10	DALLAS-FORT WORTH TEX INTL ARP REV BDS 6 600% Due 11-01-12	235034AM7	15,000 0000	15,000 00	15,937 50	(937 50)
11-15-10	11-15-10	FHLMC PC GOLD 15 YR 3 500% Due 08-01-25	3128PSC62	1,287 390	1,287 39	1,329 23	(41 84)
11-15-10	11-15-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	2,241 000	2,241 00	2,406 27	(165 27)
11-15-10	11-15-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	1,912 640	1,912 64	2,095 54	(182 90)
11-17-10	11-18-10	XTO ENERGY INC 6 250% Due 08-01-17	98385XAL0	15,000 0000	18,380 25	16,864 20	1,516 05
11-17-10	11-18-10	XTO ENERGY INC 6 250% Due 08-01-17	98385XAL0	35,000 0000	42,887 25	39,349 80	3,537 45
11-25-10	11-26-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	1,300 270	1,300 27	1,341 72	(41 45)
12-08-10	12-09-10	FEDERAL NATL MTG ASSN 5 000% Due 03-15-16	31359MH89	50,000 0000	56,695 50	55,011 00	1,684 50
12-09-10	12-14-10	SPDR GOLD TRUST GOLD SHS	GLD	4,577 0000	619,107 49	499,990 11	119,117 38
12-09-10	12-10-10	UNIFIED SER TR IRON STRAT INC	IFUN X	1,075 3320	12,796 45	12,828 71	(32 26)
12-09-10	12-10-10	UNIFIED SER TR IRON STRAT INC	IFUN X	2,507 5540	29,839 89	29,814 82	25 07
12-09-10	12-10-10	UNIFIED SER TR IRON STRAT INC	IFUN X	25,828 8790	307,363 66	299,098 42	8,265 24

GENSPRING
FAMILY OFFICES

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
12-15-10	12-15-10	FHLMC PC GOLD 15 YR 3 500% Due 08-01-25	3128PSC62	2,580 540	2,580 54	2,664 41	(83 87)
12-15-10	12-15-10	FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	31294LTQ6	2,909 600	2,909 60	3,124 18	(214 58)
12-15-10	12-15-10	FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	31335HHS5	1,024 690	1,024 69	1,122 68	(97 99)
12-25-10	12-27-10	FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	31371LEP0	1,595 380	1,595 38	1,646 23	(50 85)
					$ 3,964,961 37	$ 3,812,388 17	$ 152,573.20
Long Term							
01-22-10	01-22-10	FEDERAL HOME LN MTG CORP 2 250% Due 10-22-12	3128X9HE3	200,000 0000	$ 200,000 00	$ 0 00	$ 200,000 00
02-17-10	02-22-10	AMERICAN HEAVY LIFT SHIPPING 5 382% Due 06-01-17	02649PAC1	215,000 0000	222,525 00	200,001.01	22,523.99
02-17-10	02-22-10	BERKSHIRE HATHAWAY FIN CORP 4 200% Due 12-15-10	084664AF8	250,000 0000	257,517 50	239,835 50	17,682 00
02-17-10	02-22-10	TARGET CORP 4 000% Due 06-15-13	87612EAM8	250,000 0000	264,487 50	229,385 00	35,102 50
02-18-10	02-23-10	BRISTOL MYERS SQUIBB COM	BMY	8,000 0000	198,557 47	427,600 00	(229,042 53)
02-18-10	02-23-10	COLGATE PALMOLIVE CO COM	CL	400 0000	32,889 58	23,008 00	9,881 58
02-18-10	02-23-10	CISCO SYS INC COM	CSCO	7,300 0000	177,461 47	123,516 00	53,945 47
02-18-10	02-23-10	CHEVRON CORP NEW COM	CVX	1,540 0000	113,219 36	68,183 50	45,035 86
02-18-10	02-23-10	FPL GROUP INC COM	FPL-OLD	2,000 0000	91,638 83	53,100 00	38,538 83
02-18-10	02-23-10	GENERAL ELEC CO COM	GE	7,000 0000	113,608 55	254,870 00	(141,261 45)
02-18-10	02-23-10	INTEL CORP COM	INTC	4,300 0000	89,353 72	105,006 00	(15,652 28)
02-18-10	02-23-10	MICROSOFT CORP COM	MSFT	12,800 0000	369,917 85	372,160 00	(2,242 15)
02-18-10	02-23-10	PEPSICO INC COM	PEP	3,500 0000	218,109 17	170,685 00	47,424 17
02-18-10	02-23-10	PROCTER & GAMBLE CO COM	PG	2,200 0000	139,203 23	80,527 37	58,675 86
02-18-10	02-23-10	AT&T CORP COM	T	3,200 0000	80,704 89	121,952 00	(41,247 11)
02-18-10	02-23-10	EXXON MOBIL CORP COM	XOM	8,044 0000	530,816 81	317,335 80	213,481 01
02-18-10	02-19-10	PIMCO FDS PAC INVT MGM COMM REALSTR I	PCRI X	68,871 4970	559,236 55	883,484 66	(324,248 11)

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
02-18-10	02-23-10	WISDOMTREE TRUST SMALLCAP DIVID	DES	5,250 0000	205,482 38	159,142 34	46,340 04
02-18-10	02-23-10	WISDOMTREE TRUST DEFA FD	DWM	6,325 0000	280,131 32	249,100 16	31,031 16
02-18-10	02-19-10	GATEWAY TR GATEWAY FD Y	GTEY X	25,937 5660	652,589 16	574,996 72	77,592 44
02-18-10	02-23-10	SPDR S&P MDCAP 400 ETF UTSER1 S&PDCRP	MDY	3,860 0000	515,920 65	397,501 64	118,419 01
02-18-10	02-23-10	SPDR TR UNIT SER 1	SPY	3,900 0000	432,821 18	446,080 61	(13,259 43)
02-18-10	02-23-10	VANGUARD INDEX FDS SMALL CP ETF	VB	3,500 0000	203,384 16	158,909 85	44,474 31
02-18-10	02-23-10	VANGUARD TR STK MRK VIPERS INDX	VTI X	13,250 0000	746,363 01	853,099 13	(106,736 12)
02-18-10	02-23-10	VANGUARD INTL EQTY IDX EMR MKT ETF	VWO	4,831 0000	191,595 02	167,205 84	24,389 18
02-18-10	02-19-10	ARTISAN FDS INC INTL FD	ARTI X	7,486 0710	143,133 68	177,300 53	(34,166 85)
02-18-10	02-19-10	CAUSEWAY INTERNATIONAL VALUE FUND INST	CIVI X	11,975 8210	131,853 79	188,792 58	(56,938 79)
02-18-10	02-23-10	ISHARES TR MSCI EMERG MKT	EEM	4,765 0000	189,549 29	158,670 51	30,878 78
02-18-10	02-23-10	ISHARES TR MSCI EAFE IDX	EFA	5,400 0000	287,600 34	250,965 35	36,634 99
02-18-10	02-19-10	HARBOR INTERNATIONAL FUND	HAIN X	3,264 6060	171,555 04	155,562 75	15,992 29
02-18-10	02-19-10	T ROWE PRICE INTL BOND FUND	RPIB X	144.4410	1,399 63	1,497 85	(98 22)
02-18-10	02-19-10	T ROWE PRICE INTL BOND FUND	RPIB X	31,671 9370	306,901 07	328,381 48	(21,480 41)
02-18-10	02-23-10	POWERSHARES DB CMDTY UNIT BEN INT	DBC	5,575.0000	132,511 04	123,885 86	8,625 18
02-18-10	02-19-10	AMERICAN CENTY INTL BD BENHAM EURO GV	BEGB X	21,618 7500	302,878 69	309,574 97	(6,696 28)
02-18-10	02-23-10	ISHARES TR HIGH YLD CORP	HYG	2,250 0000	194,094 45	174,869 05	19,225 40
02-18-10	02-23-10	ISHARES TR DJ US REAL EST	IYR	9,575 0000	433,071 74	313,146 31	119,925 43
02-19-10	02-23-10	UNITED PARCEL SERVICE INC 4 500% Due 01-15-13	911312AG1	200,000 0000	215,258 00	204,402 00	10,856 00
02-19-10	02-23-10	WAL MART STORES INC 4 250% Due 04-15-13	931142CL5	150,000 0000	160,621 50	149,437 50	11,184 00
02-23-10	02-24-10	UNITED STATES TREAS NTS 3 375% Due 01-15-12	9128277J5	608,280 0000	654,091 09	512,033 63	142,057 46
02-23-10	02-24-10	UNITED STATES TREAS NTS 2 000% Due 01-15-14	912828BW9	584,545 0000	623,636 45	611,848 48	11,787 97
02-23-10	02-24-10	UNITED STATES TREAS NTS 1 625% Due 01-15-15	912828DH0	565,650 0000	593,402 20	578,997 63	14,404 57

GENSPRING
FAMILY OFFICES

Portfolio Activity Detail

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
From 01-01-10 To 12-31-10

Sales/Maturities

Trade Date	Settle Date	Security Name	Symbol	Units	Proceeds	Cost	Gain/Loss
03-03-10	03-08-10	OREGON ST GO BDS 5.000% Due 10-01-11	68608KKW7	200,000 0000	211,682 00	204,341 11	7,340 89
03-04-10	03-05-10	FEDERAL FARM CR BKS CONS 5.375% Due 07-18-11	31331VJ80	250,000 0000	266,250 00	266,267 50	(17 50)
03-04-10	03-05-10	FEDERAL FARM CR BKS CONS 4.000% Due 05-21-13	31331YR51	250,000 0000	267,325.00	249,442 50	17,882 50
03-04-10	03-05-10	FEDERAL NATL MTG ASSN 4 000% Due 01-18-13	31398ALB6	200,000 0000	205,850 00	199,700 00	6,150 00
03-11-10	03-12-10	FEDERAL NATL MTG ASSN 2 250% Due 04-22-13	3136FJGG0	150,000 0000	150,164.06	150,328.50	(164.44)
					$ 12,530,363.42	$ 11,986,132.21	$ 544,231.21

THE SCHOENBAUM FAMILY FOUNDATION, INC.
2010 GRANTS

GRANTEE CONTRACT #	AMOUNT
All Faiths Food Bank, Sarasota, FL 2010-1 Backpack Kids Program	$50,000
Appalachian Center for the Economy & the 2010-2 Environment, Lewisburg, WV	10,000
Atlanta Community Food Bank, Atlanta, GA 2010-3	10,000
Atlanta Scholars Kollel, Atlanta, GA 2010-4	3,000
Bread for the City, Washington, DC 2010-5	20,000
Capital Area Food Bank, Washington, DC 2010-6	22,100
Community Action Stops Abuse (CASA), St. Petersburg, FL 2010-7	10,000
Congregation Beth Shalom, Clearwater, Florida 2010-8 $10,000 per year for 5 years is granted for rabbinic pay; this is 1st payment	10,000
Congregation Beth Shalom, Clearwater, Florida 2010-9 Building Improvements	11,430
Covenant House, Charleston, WV 2010-10	10,000
Daymark, Incorporated, Charleston, WV 2010-11	10,000
Direct Action Welfare Group, Inc. (DAWG), Charleston, WV 2010-12	10,000
Girls Incorporated of Sarasota County, Sarasota, FL 2010-13	5,000
Glasser/Schoenbaum Human Services Center, Sarasota, FL No#	25,000
Gulf Coast Community Foundation of Venice, Venice, FL 2010-14 For Betty Schoenbaum Charitable Fund	100,000
Gulf Coast Jewish Family Services, Inc., Clearwater, FL 2010-15	10,000
Hillels of Georgia, Atlanta, GA 2010-16	5,000

House of Ruth, Washington, DC 2010-17	25,000
Jewish Federation of Greater Atlanta, Atlanta, GA 2010-18	92,430
Jewish Federation of Pinellas/Pasco Counties, Inc., Largo, FL 2010-19 For Koved Fund	5,000
Jewish Federation of Pinellas/Pasco Counties, Inc., Largo, FL 2010-20 Funds to be held in escrow until Joann Miller is contacted for disbursement advice	25,000
Jewish Federation of Sarasota-Manatee, Sarasota, FL 2010-21 Annual Campaign - 50% directly to Israel	50,000
Jewish Federation of Sarasota-Manatee, Sarasota, FL 2010-22 For Tel Mond Library, Tel Mond, Israel, to be used only for technological upgrades	15,000
Jewish Museum of Florida, Miami, FL 2010-23	25,000
Mountain Institute, Appalachia Program, 2010-24 Morgantown, WV	50,000
Mountaineer Food Bank, Gassaway, WV 2010-25	30,993
My Sister's Place, Washington, DC 2010-26	18,430

National Conference on Soviet Jewry, Washington, DC 2010-27	3,000
Perry School Community Services Center, Inc., Washington, DC 2010-29	5,000
So Others Might Eat (SOME), Washington, DC 2010-30	30,994
Southern Institute for Education and Research, Tulane Univ., 2010-31 New Orleans, LA	2,000
Tampa Jewish Federation, Tampa, FL 2010-32 For Schoenbaum Family Philanthropic Fund managed by TOP Jewish Fuondation	103,430
Washington DC Jewish Community Center, Washington, DC 2010-33 $13,000 for Behrend Builders and $10,000 for Community	23,000

Service	
Weinstein Hospice, Atlanta, GA	5,000
2010-34	
West Virginia Health Right, Inc., Charleston, WV	10,000
2010-35	
William Breman Jewish Home, Atlanta, GA	5,000
2010-36	
Women's Health Center of West Virginia, Charleston, WV	20,000
2010-37	
World ORT 5/19/10 (towards 2008-1 pledge)	620,000
2008-1	
World ORT 7/30/10 (towards 2008-1 pledge)	620,000
2008-1	
World ORT 9/29/10 (final payment - 2008-1 pledge)	618,641
2008-1	
Total Grants for 2010	$2,724,448

GENSPRING FAMILY OFFICES

Portfolio Appraisal

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
December 31, 2010

Security Name	Trade Date	Quantity or Face	Cost	Market Value	% Assets
Cash & Cash Equivalents					
ACCRUED STOCK DIVIDENDS			1 002 74	1 002 74	0 0
FEDERATED TAX-FREE OBLIGATIONS FUND			127 434 55	127 434 55	0 8
FEDERATED TAX-FREE OBLIGATIONS FUND-INCOME			128 730 06	128,730 06	0 8
			257 167 35	257 167 35	1 6
Municipal Bonds					
ELIZABETH N J U S GOVT GTD NTS U S GOVT 7 080% Due 08-01-11	01-01-03	50,000 0000	50 485 00	50 263 50	0 3
UNIVERSITY OKLA REVS TAXABLE B 1 500% Due 11-01-11	03-25-10	75 000 0000	75,000 00	75,122 25	0 5
STAFFORD CNTY & STAUNTON VA IN REV BDS 1 538% Due 02-15-12	03-04-10	30 000 0000	30,000 00	30,047 10	0 2
NEW YORK ST ENVIRONMENTAL FACS REV BDS 4 750% Due 03-15-12	08-17-10	100,000 0000	105,421 00	103 930 00	0 6
DOUGLAS CNTY WASH PUB UTIL DIS TAXABLE R 1 484% Due 09-01-12	08-20-10	105 000 0000	105,000 00	104,712 30	0 6
DALLAS-FORT WORTH TEX INTL ARP REV BDS 6 600% Due 11-01-12	03-08-10	20,000 0000	21,250 00	20,644 20	0 1
IMPERIAL IRR DIST CALIF REV CT TAXABLE C 4 840% Due 07-01-13	03-03-10	75 000 0000	378,352 50	81 645 75	0 5
KAUAI CNTY HAWAII GO BDS 1 955% Due 08-01-13	03-03-10	75 000 0000	75 000 00	75 661 50	0 5
GREATER ORLANDO AVIATION AUTH SPL PURP 3 660% Due 10-01-13	02-18-10	60,000 0000	60 450 00	60,122 40	0 4
MILWAUKEE CNTY WIS PENSION OBL TAXABLE G 5 390% Due 12-01-13	11-23-10	30,000 0000	32 579 40	32,831 10	0 2
DU PAGE CNTY ILL SCH DIST NO 0 GO REF BD 2 740% Due 01-01-14	03-05-10	75,000 0000	75 000 00	75,690 75	0 5
ILLINOIS ST GO BDS 4 071% Due 01-01-14	02-17-10	75 000 0000	76 395 00	76,854 75	0 5
BLOOMINGTON MINN GO BDS 4 650% Due 02-01-14	03-03-10	75,000 0000	78 114 00	79 053 75	0 5
COMMONWEALTH HNG AUTH PA REV REV BDS 3 733% Due 06-01-14	10-18-10	30 000 0000	31 608 90	31,010 40	0 2
NEW JERSEY ECONOMIC DEV AUTH R REV REF B 3 250% Due 06-15-14	04-08-10	45,000 0000	45 147 15	45,445 95	0 3

GENSPRING
FAMILY OFFICES

Portfolio Appraisal

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
December 31, 2010

Security Name	Trade Date	Quantity or Face	Cost	Market Value	% Assets
KENTUCKY HSG CORP HSG REV FOR HOUSING R 4 780% Due 01-01-15	03-10-10	75,000 0000	79 710 00	79 647 75	0 5
INDIANA BD BK REV PURCHASE 3 234% Due 02-01-15	02-18-10	100 000 0000	100,000 00	101 763 00	0 6
JEA FLA BULK PWR SUPPLY SYS RE REV BDS 3 350% Due 10-01-15	03-19-10	100 000 0000	100 000 00	100,917 00	0 6
CALIFORNIA ST GO BDS 5 500% Due 03-01-16	03-25-10	60 000 0000	60 690 60	61,936 20	0 4
WASHOE CNTY NEV SCH DIST GO LTD TA 4 420% Due 04-01-16	03-10-10	75 000 0000	75 000 00	75,836 25	0 5
OKLAHOMA DEV FIN AUTH LEASE RE LEASE REV 3 030% Due 06-01-16	09-15-10	100 000 0000	100,000 00	97,038 00	0 6
BEVERLY HILLS CALIF PUB FING A LEASE REV 3 956% Due 06-01-17	08-12-10	50,000 0000	50 000 00	50,973 00	0 3
NORTH HILLS PA SCH DIST GO BDS 4 259% Due 10-15-17	04-21-10	55,000 0000	55 206 25	56,405 25	0 3
PARKER COLO CTFS PARTN COPS 5 150% Due 11-01-17	02-23-10	75 000 0000	75 704 25	80,539 50	0 5
NEW YORK N Y GO BDS 4 524% Due 03-01-18	03-19-10	75 000 0000	75 000 00	75,852 00	0 5
COLORADO ST BLDG EXCELLENT SCH CTFS PART 4 512% Due 03-15-18	03-03-10	75 000 0000	75 000 00	77 001 00	0 5
SAN FRANCISCO CALIF CITY & CNT GO REF BD 4 750% Due 06-15-18	08-27-10	100,000 0000	108 665 00	102 451 00	0 6
FLORIDA ST BRD ED LOTTERY REV REV BDS 4 941% Due 07-01-18	02-26-10	100,000 0000	100,000 00	103,062 00	0 6
CALIFORNIA ST GO BDS 6 200% Due 10-01-19	04-22-10	65,000 0000	67 449 19	67,252 90	0 4
KING CNTY WASH GO BDS 4 180% Due 12-01-19	11-16-10	85 000 0000	85 000 00	82,895 40	0 5
OHIO ST MAJOR NEW ST INFRASTRU REV BDS 4 418% Due 06-15-20	07-23-10	100 000 0000	100 937 00	98,615 00	0 6
OCEAN CNTY N J GEN IMPT 4 000% Due 08-01-20	07-28-10	95,000 0000	95 000 00	92,924 25	0 6
GIG HARBOR WASH WTR & SWR REV TAXABLE R 4 801% Due 10-01-20	07-27-10	100 000 0000	100 000 00	97 868 00	0 6
GAHANNA-JEFFERSON CITY SCH TAXABLE C 5 340% Due 12-01-20	02-22-10	100 000 0000	99 506 00	100 224 00	0 6

GENSPRING
FAMILY OFFICES

Portfolio Appraisal

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
December 31, 2010

Security Name	Trade Date	Quantity or Face	Cost	Market Value	% Assets
CLARK CNTY NEV SALES & EXCISE REV BDS 5 100% Due 07-01-21	07-30-10	85 000 0000	85 000 00	85 636 65	0 5
WASHINGTON ST MOTOR VHC 4 586% Due 08-01-21	08-05-10	100 000 0000	106,076 00	102 579 00	0 6
OHIO ST WTR DEV AUTH WTR POLLU WTR POLLU 3 742% Due 12-01-21	08-12-10	100 000 0000	100 000 00	94,850 00	0 6
ALUM ROCK CALIF UN ELEM SCH DI GO BDS 5 470% Due 06-01-26	06-15-10	50 000 0000	42 531 00	45,523 50	0 3
Accrued Interest				32,964 80	0 2
			3,176 278 24	2,907,791 15	17 6
International Bonds					
SHELL INTERNATIONAL FIN BV 4 000% Due 03-21-14	02-18-10	50 000 0000	52 418 00	53 205 00	0 3
BHP BILLITON FIN USA LTD 5 500% Due 04-01-14	02-18-10	50 000 0000	55 099 50	55,331 50	0 3
BP CAP MKTS P L C 4 750% Due 03-10-19	11-23-10	35 000 0000	37 274 65	36,085 00	0 2
Accrued Interest				1,755 66	0 0
			144 792 15	146,377 16	0 9
Fixed Income-Taxable Bonds					
NATIONAL RURAL UTILS COOP FIN 7 250% Due 03-01-12	02-18-10	35,000 0000	38 820 60	37,520 00	0 2
BLACKROCK INC 2 250% Due 12-10-12	03-03-10	35,000 0000	35 370 30	35 795 55	0 2
FEDERAL HOME LN MTG CORP 1 875% Due 03-08-13	02-22-10	50 000 0000	49,995 00	50,128 00	0 3
ALLSTATE LIFE GLOBAL FDG SECD 5 375% Due 04-30-13	03-03-10	35 000 0000	38 360 35	38 113 60	0 2
CAROLINA PWR & LT CO 5 125% Due 09-15-13	09-20-10	35 000 0000	38 829 35	38,391 15	0 2
CME GROUP INC 5 750% Due 02-15-14	02-18-10	35 000 0000	38 506 30	38,753 75	0 2
FEDERAL FARM CR BKS CONS 2 490% Due 03-03-14	02-19-10	100 000 0000	99 600 00	100 373 00	0 6
HEWLETT PACKARD CO 4 750% Due 06-02-14	03-08-10	50 000 0000	54 394 50	54 784 00	0 3

GENSPRING
FAMILY OFFICES

Portfolio Appraisal

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
December 31, 2010

Security Name	Trade Date	Quantity or Face	Cost	Market Value	% Assets
CITIGROUP INC 6 375% Due 08-12-14	02-18-10	50 000 0000	52 500 00	55,260 50	0 3
PACIFICORP 4 950% Due 08-15-14	02-25-10	50 000 0000	54 448 50	54,599 50	0 3
FEDERAL NATL MTG ASSN 2 625% Due 11-20-14	02-18-10	50 000 0000	50 132 00	51,901 00	0 3
FEDERAL HOME LN MTG CORP 2 875% Due 02-09-15	05-18-10	75 000 0000	76 724 25	78,084 75	0 5
AT&T INC 2 500% Due 08-15-15	07-27-10	50 000 0000	49 847 00	49,824 50	0 3
FEDERAL FARM CR BKS CONS 2 200% Due 03-28-16	09-28-10	50,000 0000	49,975 00	49,148 00	0 3
BANK AMER FDG CORP 6 500% Due 08-01-16	02-18-10	50,000 0000	53 238 00	54,254 50	0 3
GENERAL ELEC CAP CORP MTN BE 5 625% Due 05-01-18	02-25-10	50,000 0000	51 308 00	54 525 50	0 3
FNMA PASS-THRU INT 15 YEAR 4 000% Due 10-01-18	03-16-10	53 541 360	55 247 99	55 892 36	0 3
FHLMC PC GOLD CASH 20 6 500% Due 12-01-18	03-11-10	61,801 050	67 710 77	68 176 45	0 4
FEDERAL HOME LN MTG CORP 3 750% Due 03-27-19	08-27-10	50 000 0000	53 880 00	51,758 50	0 3
UNITED TECHNOLOGIES CORP 4 500% Due 04-15-20	02-23-10	50 000 0000	49 750 50	52,484 00	0 3
WAL MART STORES INC 3 625% Due 07-08-20	06-30-10	65,000 0000	64 940 20	63 256 70	0 4
FHLMC PC GOLD CASH 15 6 000% Due 07-01-22	03-16-10	58,399 400	62 706 36	64,044 29	0 4
FHLMC PC GOLD 15 YR 3 500% Due 08-01-25	08-18-10	39 753 690	41 045 68	40,051 84	0 2
FNMA PASS-THRU INT 15 YEAR 3 500% Due 12-01-25	12-16-10	53 000 000	53 248 44	53 488 66	0 3
Accrued Interest				12,770 50	0 1
			1,280 579 10	1 303 380 59	7 9
High Yield Bonds					
UNIFIED SER TR IRON STRAT INC	02-22-10	72 101 8900	835,162 46	851 523 32	5 2
			835 162 46	851 523 32	5 2

Investment Balances, Management Fees, and Performance Results are based on actual and estimated information as reported to GenSpring.

GenSpring
FAMILY OFFICES

Portfolio Appraisal

The Schoenbaum Family Foundation, Inc.
Account # 5861COMB
Discretionary, Non-Discretionary and Reported Assets
December 31, 2010

Security Name	Trade Date	Quantity or Face	Cost	Market Value	% Assets
Domestic Equities					
HUSSMAN INVT TR	02-22-10	35 183 7370	450 000 00	432 408 13	2 6
UNIFIED SER TR AUER GROWTH FD	02-22-10	72 231 1400	450 000 00	496 227 93	3 0
			900 000 00	928,636 06	5 6
Global Equities					
FPA FDS TR FPA CRESCENT I	03-30-10	30,115 322	778,114 00	806,789 48	4 9
			778,114 00	806,789 48	4 9
International Equities					
DFA INVT DIMENSION GRP EMRG MKTS VAL	02-22-10	18 872 9590	586 899 49	682,446 20	4 1
			586,899 49	682,446 20	4 1
Precious Metals					
MARKET VECTORS ETF TR GOLD MINER ETF	02-22-10	11,295 0000	499 970 92	694,303 65	4 2
			499,970 92	694,303 65	4 2
Alternative Investments					
ABBEY CAPITAL ACL ALTERNATIVE FUND LTD	03-01-10	3,616 6630	886 046 22	1 009,815 69	6 1
ABBEY CAPITAL MACRO FUND	03-01-10	8 091 2340	890 953 37	923,078 16	5 6
GROWTH CAPITAL TEI PORTFOLIO LLC	04-01-10	14,117 7002	1,500 000 00	1 525 794 04	9 3
PROTEGE PARTNERS QP FUND LTD	03-01-10	1 0000	1,500 000 00	1 588 936 38	9 6
THE 1794 EVENT DRIVEN OVERSEAS FUND LTD	03-01-10	1 0000	500 000 00	512 624 05	3 1
VERITABLE SILVER POINT PARTNERS LP	01-01-05	1 0000	-37 823 00	46 097 00	0 3
VERITABLE WCP PARTNERS LP	01-01-05	1 0000	44 481 00	33 815 00	0 2
YORK GLOBAL VALUE UNIT TR A - OFFSHORE	03-01-10	1 0000	2,000 000 00	2 272,121 97	13 8
			7 283 657 59	7 912,282 29	48 0
TOTAL PORTFOLIO			**15,742,621.30**	**16,490,697.25**	**100.0**
	checking		2,087.35	2087.35	
	Grand Total		15,744,708.65	16,492,784.60	

Investment Balances, Management Fees, and Performance Results are based on actual and estimated information as reported to GenSpring.

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

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

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

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

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

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

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

Type or print	Name of exempt organization THE SCHOENBAUM FAMILY FDN, INC. 50-7932192	**Employer identification number** 65-0043921
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O. box, see instructions P.O. BOX 1908	
	City, town or post office, state, and ZIP code For a foreign address, see instructions. ORLANDO, FL 32802-1908	

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 ▶ SUNTRUST BANK

Telephone No ▶ (888)942-3272 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 08/15 , 20 11 , 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 ________, 20 ___, and ending ________, 20 ___.

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	$ 10,688.
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	$ 30,422.
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	$ NONE

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.