Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No. 1545-0052

2010

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

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

Name of foundation: The Birk Family Foundation, Inc.

A Employer identification number: 65-0661100

Number and street (or P O. box number if mail is not delivered to street address): c/o Merrill Lynch 900 U.S. Highway

Room/suite:

B Telephone number (see page 10 of the instructions): (561) 745-1415

City or town, state, and ZIP code: Jupiter FL 33477

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, col. (c), line 16)* ▶ $ 4,302,142

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 page 11 of 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 (attach schedule)				
	2 Check ▶☐ if the foundation is **not** required to attach Sch. B				
	3 Interest on savings and temporary cash investments	615	615		
	4 Dividends and interest from securities	197,052	197,052		
	5 a Gross rents		0		
	b Net rental income or (loss) 0				
	6 a Net gain or (loss) from sale of assets not on line 10	0			
	b Gross sales price for all assets on line 6a 0				
	7 Capital gain net income (from Part IV, line 2)		39,377		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10 a Gross sales less returns and allowances 0				
	b Less: Cost of goods sold 0				
	c Gross profit or (loss) (attach schedule)	0			
	11 Other income (attach schedule)	0	0	0	
	12 **Total.** Add lines 1 through 11	197,667	237,044	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16 a Legal fees (attach schedule)	2,874	0	0	0
	b Accounting fees (attach schedule)	0	0	0	0
	c Other professional fees (attach schedule)	0	0	0	0
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	3,650	3,650	0	
	19 Depreciation (attach schedule) and depletion	0	0	0	
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	20,124	20,124	0	0
	24 **Total operating and administrative expenses.** Add lines 13 through 23	26,648	23,774	0	
	25 Contributions, gifts, grants paid	182,500			182,500
	26 **Total expenses and disbursements.** Add lines 24 and 25	209,148	23,774	0	182,500
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-11,481			
	b **Net investment income** (if negative, enter -0-)		213,270		
	c **Adjusted net income** (if negative, enter -0-)			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		1,322	1,322
	2	Savings and temporary cash investments	79,144	73,414	73,414
	3	Accounts receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	4	Pledges receivable ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)	0	0	0
	7	Other notes and loans receivable (attach schedule) ▶ 0			
		Less allowance for doubtful accounts ▶ 0	0	0	0
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments—U S and state government obligations (attach schedule)	0	0	0
	b	Investments—corporate stock (attach schedule)	1,994,187	2,794,538	3,045,416
	c	Investments—corporate bonds (attach schedule)	1,676,964	865,091	1,177,171
	11	Investments—land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	0
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	0	0	0
	14	Land, buildings, and equipment basis ▶ 0			
		Less accumulated depreciation (attach schedule) ▶ 0	0	0	
	15	Other assets (describe ▶ Estimated accrued interest)	0	0	4,819
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,750,295	3,734,365	4,302,142
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons	0	0	
	21	Mortgages and other notes payable (attach schedule)	0	0	
	22	Other liabilities (describe ▶)	0	0	
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		0	
	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)	3,750,295	3,734,365	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,750,295	3,734,365	

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	3,750,295
2	Enter amount from Part I, line 27a	2	-11,481
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,738,814
5	Decreases not included in line 2 (itemize) ▶ decrease in book value of assets	5	4,449
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,734,365

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 attached schedule of publicly tranded securities	P		
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	0	0	0	0
b	0	0	0	0
c	0	0	0	0
d	0	0	0	0
e	0	0	0	0

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

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

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	39,377
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	0

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	203,000	3,556,267	0.057082
2008	236,000	4,092,675	0.057664
2007	221,900	4,866,965	0.045593
2006	219,843	4,852,584	0.045304
2005	214,000	4,540,723	0.047129

2	**Total** of line 1, column (d)	2	0.252772
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	0.050554
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	3,966,111
5	Multiply line 4 by line 3	5	200,503
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,133
7	Add lines 5 and 6	7	202,636
8	Enter qualifying distributions from Part XII, line 4	8	182,500

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)

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 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	4,265
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0
3 Add lines 1 and 2		3	4,265
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	4,265
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 3,985		
b Exempt foreign organizations—tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c 0		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	3,985
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	0
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	280
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	0
11 Enter the amount of line 10 to be **Credited to 2011 estimated tax** ▶	Refunded ▶	11	0

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 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
4 a 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	N/A	
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	
8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ Florida			
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 ▶ not applicable

14 The books are in care of ▶ Roger E. Birk Telephone no ▶ (561) 745-1415

Located at ▶ c/o Merrill Lynch 900 U.S. Highway 1 Jupiter FL ZIP+4 ▶ 33477

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 ▶ 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 page 22 of 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)*

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 page 22 of the 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 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? *If "Yes," attach the statement required by Regulations section 53 4945–5(d).*	☐ 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**		
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?		**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 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
See Attached Statement	.00	0	0	0
	.00	0	0	0
	.00	0	0	0
	.00	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				
Total number of other employees paid over $50,000 ▶				

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

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	
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	
2	
All other program-related investments See page 24 of the instructions 3	0
Total. Add lines 1 through 3 ▶	0

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	3,997,132
b	Average of monthly cash balances	1b	29,377
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	4,026,509
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	
3	Subtract line 2 from line 1d	3	4,026,509
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	60,398
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,966,111
6	**Minimum investment return.** Enter 5% of line 5	6	198,306

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	198,306
2a	Tax on investment income for 2010 from Part VI, line 5	2a	4,265		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	0		
c	Add lines 2a and 2b			2c	4,265
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	194,041
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	194,041
6	Deduction from distributable amount (see page 25 of the instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	194,041

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	182,500
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	182,500
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	182,500

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					194,041
2 Undistributed income, if any, as of the end of 2010:					
a Enter amount for 2009 only				181,729	
b Total for prior years 20____, 20____, 20____			0		
3 Excess distributions carryover, if any, to 2010.					
a From 2005	0				
b From 2006	0				
c From 2007	0				
d From 2008	0				
e From 2009	0				
f Total of lines 3a through e		0			
4 Qualifying distributions for 2010 from Part XII, line 4. ▶ $ 182,500					
a Applied to 2009, but not more than line 2a				181,729	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)		0			
d Applied to 2010 distributable amount					771
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))*		0			0
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		0			
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					
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions			0		
e Undistributed income for 2009 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				0	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011					193,270
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)					
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)		0			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9.					
a Excess from 2006	0				
b Excess from 2007	0				
c Excess from 2008	0				
d Excess from 2009	0				
e Excess from 2010	0				

Part XIV Private Operating Foundations (see page 27 of the 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			(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	0				0
b 85% of line 2a	0	0	0	0	0
c Qualifying distributions from Part XII, line 4 for each year listed	0				0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c	0	0	0	0	0
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	0				0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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))

Roger E Birk

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 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.

Roger E Birk c/o Merrill Lynch , 900 Highway 1, Suite 305, Jupiter, FL 33477 (561-745-1415

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

An application should be in writing and contain a detailed description of the project

c *Any submission deadlines:*

None

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

The Foundation does not make any gifts to individuals or to organizations which are private foundations

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*				182,500
See attached schedule				
Total . . . . . . ▶ 3a				182,500
b *Approved for future payment*				
Total . . . . . . ▶ 3b				0

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions)
1 Program service revenue:					
a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
f		0		0	0
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	615	
4 Dividends and interest from securities			14	197,052	
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			14	39,377	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a		0		0	0
b		0		0	0
c		0		0	0
d		0		0	0
e		0		0	0
12 Subtotal Add columns (b), (d), and (e)		0		237,044	0

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 237,044

(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)

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

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
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		
	0		

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

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

Roger E Birk 5/4/11 Director

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
Alvin C Martin	A Martin	5/3/2011		P01464883
Firm's name ▶ Drinker Biddle & Reath LLP			Firm's EIN ▶ 23-1423089	
Firm's address ▶ 500 Campus Drive, Florham Park, NJ 07932			Phone no (973) 549-7000	

BIRK FAMILY FOUNDATION, INC.
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Item 14	Taxes	Foreign Taxes	$ 3,650.00
Item 16a	Legal Fees	Drinker Biddle & Reath LLP 500 Campus Drive Florham Park, New Jersey 07932-1047	$ 2,874.72
Item 23	Other Expenses	Merrill Lynch Investment Management Fee	$18,844.00
		Philadelphia Ins. Co. (Directors' and Officers' Insurance	$ 785.00
		The Association of Small Foundations (annual dues)	$ 495.00
	Total Other Expenses		$20,124.00

THE BIRK FAMILY FOUNDATION, INC.
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ITEM 10b– CORPORATE STOCK – PAGE 1

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
1,881	AT& T INC	08/06/10	49,823.36	55,263.78	5,440.42	3,236.00
257	AT& T INC	09/16/10	7,179.32	7,550.66	371.34	443.00
100	AT& T INC	09/16/10	2,794.00	2,938.00	144.00	172 00
1,200	AUTOMATIC DATA PROC	06/18/09	42,540.01	55,536.00	12,995.99	1,728.00
1,506	BANCO SANTANDER SA ADR	12/14/09	24,982.58	16,038.90	(8,943.68)	969 00
1,518	BANCO SANTANDER SA ADR	12/23/09	24,984.91	16,166.70	(8,818.21)	977.00
731	BANCO SANTANDER SA ADR	03/03/10	9,992.11	7,785.15	(2,206.96)	471 00
836	BANCO SANTANDER SA ADR	11/09/10	9,986.69	8,903.40	(1,083 29)	538 00
446	BOEING COMPANY	12/15/09	24,974.80	29,105.96	4,131.16	750.00

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ITEM 10b– CORPORATE STOCK – PAGE 2

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
100	BANK OF AMERICA CORP	05/02/07	5,118.02	1,334.00	(3,784.02)	4.00
	Total Equities		**99,388.86**	**28,814.40**	**(70,574.46)**	**88.00**
	Mutual Funds/Closed End Funds/UIT					
3,773	S&P US PFD STK INDEX FD ISHARES	08/24/10	149,961.78	146,392.40	(3,569.38)	10,727 00
1,160	ISHARES IBOXX$ HIGH YIEL CORPORATE BOND FUND	07/16/10	100,688.00	104,736.40	4,048.40	8,643 00
563	ISHARES IBOXX$ HIGH YIEL CORPORATE BOND FUND	09/29/10		50,833.27		4,195.00
2,600	SPDR BARCLY CAPTL HIGH YIELD BOND ETF	07/16/10	100,360.00	103,246.00	2,886.00	9,649.00
1,261	SPDR BARCLY CAPTL HIGH YIELD BOND ETF	09/29/10		50,074.31		4,680.00
	Total Mutual Funds/Closed End Funds/UIT		**351,009.78**	**455,282.38**	**3,365.02**	**37,894.00**

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ITEM 10b– CORPORATE STOCK – PAGE 3

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
250	BOEING COMPANY	12/23/09	13,877.50	16,315.00	2,437.50	420.00
200	BOEING COMPANY	12/23/09	11,101.90	13,052.00	1,950.10	336.00
474	CREDIT SUISSE GP SP ADR	11/27/09	24,944.06	19,154.34	(5,789.72)	550.00
604	CREDIT SUISSE GP SP ADR	12/14/09	30,014.75	24,407.64	(5,607.11)	701.00
466	CREDIT SUISSE GP SP ADR	10/21/10	19,979.89	18,831.06	(1,148.83)	541 00
435	CHEVRON CORP	01/03/00	18,054.14	39,693.75	21,639.61	1,253 00
375	CHEVRON CORP	12/24/01	16,691.25	34,218.75	17,527.50	1,081 00
2,317	CONAGRA FOODS INC	09/16/10	50,925.57	52,317.86	1,392.29	2,132 00
3,115	GENERAL ELECTRIC	10/21/10	50,151.50	56,973 35	6,821.85	1,745 00
1,500	GENUINE PARTS CO	11/12/09	54,750.00	77,010.00	22,260 00	2,461 00
69	HALLIBURTON COMPANY	07/18/08	3,267.05	2,817.27	(449 78)	25 00
1,590	HALLIBURTON COMPANY	06/22/09	32,595.00	64,919 70	32,324 70	573.00
100	HUDSON CITY BANCORP INC	12/08/09	1,318.00	1,274 00	(44.00)	60 00
3,700	HUDSON CITY BANCORP INC	12/08/09	48,764.15	47,138.00	(1,626.15)	2,221 00
425	HSBC HLDG PLC SP ADR	12/14/09	24,994.25	21,692.00	(3,302 25)	723 00
437	HSBC HLDG PLC SP ADR	12/23/09	24,974.16	22,304.48	(2,669.68)	743.00
189	HSBC HLDG PLC SP ADR	03/03/10	9,945.18	9,646.56		

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ITEM 10b– CORPORATE STOCK – PAGE 4

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
9	HSBC HLDG PLC SP ADR	07/08/10	420.40	459.36	38 96	16 00
269	HSBC HLDG PLC SP ADR	11/09/10	14,973.91	13,729.76	(1,244.15)	458 00
584	INTEL CORP	05/21/09	8,906.00	12,281.52	3,375 52	368 00
2,616	INTEL CORP	05/21/09	39,894.00	55,014 48	15,120.48	1,649 00
110	JPMORGAN CHASE & CO	08/20/07	5,082.57	4,666.20	(416.37)	22 00
670	JPMORGAN CHASE & CO	10/30/07	31,246.46	28,421.40	(2,825.06)	135 00
400	JPMORGAN CHASE & CO	11/09/07	17,008.68	16,968.00	(40 68)	80.00
320	JPMORGAN CHASE & CO	12/06/07	14,675.58	13,574.40	(1,101.18)	64.00
300	KRAFT FOODS INC VA CL A	09/23/09	7,931.40	9,453.00	1,521.60	348.00
100	KRAFT FOODS INC VA CL A	09/23/09	2,643.81	3,151.00	507.19	116 00
400	KRAFT FOODS INC VA CL A	09/23/09	10,575.36	12,604.00	2,028.64	464.00
500	KRAFT FOODS INC VA CL A	09/23/09	13,219.25	15,755.00	2,535.75	580.00
700	KRAFT FOODS INC VA CL A	09/23/09	18,507.30	22,057.00	3,549.70	813 00
836	KIMBERLY CLARK	03/04/10	49,982.85	52,701.44	2,718 59	2,208.00
440	METLIFE INC COM	04/01/08	27,310.54	19,553.60	(7,756.94)	326.00
450	METLIFE INC COM	04/23/08	26,731.04	19,998.00	(6,733 04)	334.00
710	METLIFE INC COM	06/15/09	21,300.00	31,552.40	10,252 40	526 00

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ITEM 10b– CORPORATE STOCK – PAGE 5

Quantity	Security Description	Date Acquired.	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
2,253	MOBILE TELESYS OJSC ADR	10/21/10	50,061.66	47,020.11	(3,041.55)	1,848.00
200	MOBILE TELESYS OJSC ADR	12/23/10	4,039.74	4,174.00	134.26	164.00
200	MOBILE TELESYS OJSC ADR	12/23/10	4,040.00	4,174.00	134.00	164.00
589	MOBILE TELESYS OJSC ADR	12/23/10	11,901.98	12,292.43	390.45	483 00
1,401	MERCK AND CO INC SHS	09/16/10	50,976.51	50,492.04	(484.47)	2,130.00
100	MERCK AND CO INC SHS	10/21/10	3,699.00	3,604.00	(95.00)	152 00
170	MERCK AND CO INC SHS	10/21/10	6,290.00	6,126.80	(163.20)	259 00
570	MICROSOFT CORP	09/06/07	16,511.14	15,908.70	(602.44)	365 00
1,000	MICROSOFT CORP	09/12/07	29,091.40	27,910.00	(1,181.40)	640 00
430	MICROSOFT CORP	10/15/07	12,973.96	12,001.30	(972.66)	276 00
792	MICROSOFT CORP	09/16/10	19,972.42	22,104.72	2,132.30	507 00
2,074	NATL AUSTRALIA B ADR	09/16/10	49,983.40	50,385.13	401.73	2,890.00
931	NOVARTIS ADR	03/31/10	50,404.34	54,882.45	4,478.11	1,539 00
1,163	NATIONAL GRID PLC SP ADR	09/16/10	50,876.83	51,613.94	737.11	3,253.00
1,150	NEXTERA ENERGY INC SHS	09/25/01	30,729.35	59,788.50	29,059.15	2,300.00
1,200	NOKIA CORP SPON ADR	12/09/09	15,012.00	12,384.00	(2,628.00)	422.00
2,800	NOKIA CORP SPON ADR	12/09/09	35,026.04	28,896.00	(6,130 04)	983 00

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ITEM 10b– CORPORATE STOCK – PAGE 6

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
3,111	NOKIA CORP SPON ADR	08/03/10	30,049.46	32,105.52	2,056.06	1,092 00
825	NORTHROP GRUMMAN CORP	06/16/09	38,775.00	53,443.50	14,668.50	1,551.00
50	PHILPPNE L D TEL ADR	04/06/10	2,750.00	2,913.50	163.50	130.00
100	PHILPPNE L D TEL ADR	04/06/10	5,503.00	5,827.00	324.00	259.00
277	PHILPPNE L D TEL ADR	04/06/10	15,257.16	16,140.79	883 63	716 00
167	PHILPPNE L D TEL ADR	08/04/10	9,095.94	9,731.09	635.15	432.00
200	PHILPPNE L D TEL ADR	08/04/10	10,900.00	11,654.00	754.00	517 00
268	PHILPPNE L D TEL ADR	11/09/10	14,975.84	15,616.36	640.52	693 00
200	PROGRESS ENERGY INC	07/25/08	8,242.00	8,696.00	454.00	496.00
400	PROGRESS ENERGY INC	07/25/08	16,488.00	17,392.00	904.00	992.00
900	PROGRESS ENERGY INC	07/25/08	37,097.10	39,132.00	2,034 90	2,233 00
1,607	PAYCHEX INC	04/14/10	50,006.95	49,672.37	(334 58)	1,993 00
452	PAYCHEX INC	08/03/10	11,764.79	13,971.32	2,206.53	561.00
700	PAYCHEX INC	08/03/10	18,221.00	21,637.00	3,416.00	868.00
2,215	PENNYMAC MTG INVT TR	12/23/10	40,002.90	40,202.25	199.35	3,722 00
872	ROYAL DUTCH SHELL PLC SPONS ADR A	09/16/10	51,203.84	58,232.16	7,028.32	2,491 00

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ITEM 10b– CORPORATE STOCK – PAGE 7

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
6,754	TELECOM C NW ZLND SPNADR	09/16/10	50,898.14	56,733.60	5,835.46	4,161 00
791	TOTAL S A. SP ADR	12/14/09	50,021.42	42,302.68	(7,718 74)	1,965.00
174	TOTAL S A. SP ADR	03/03/10	9,969.57	9,305.52	(664.05)	433.00
473	TOTAL S A SP ADR	08/04/10	24,987.27	25,296.04	308.77	1,175.00
550	TRAVELERS COS INC	03/05/08	26,101.46	30,640.50	4,539.04	792.00
530	TRAVELERS COS INC	03/11/08	25,329.97	29,526.30	4,196.33	764.00
120	TRAVELERS COS INC	06/05/09	5,234.40	6,685.20	1,450.80	173 00
566	TRANSOCEAN LTD	04/06/10	49,947.46	39,342.66	(10,604.80)	
251	TRANSOCEAN LTD	09/16/10	15,014.87	17,447.01	2,432.14	
713	TELEFONICA SA SPAIN ADR	09/16/10	50,950.98	48,783.46	(2,167.52)	2,977 00
756	VEOLIA ENVIRONNEMENT ADR	12/14/09	24,981.94	22,196.16	(2,785.78)	927 00
700	VEOLIA ENVIRONNEMENT ADR	12/23/09	22,820.00	20,552.00	(2,268.00)	859 00
66	VEOLIA ENVIRONNEMENT ADR	12/23/09	2,151.26	1,937.76	(213.50)	81 00
65	VEOLIA ENVIRONNEMENT ADR	06/21/10	2,203.50	1,908.40	(295.10)	80 00
904	VEOLIA ENVIRONNEMENT ADR	08/03/10	26,004.64	26,541.44	536.80	1,109 00
395	VEOLIA ENVIRONNEMENT ADR	09/16/10	9,981.65	11,597.20	1,615 55	485 00
192	VERIZON COMMUNICATNS COM	04/20/06	5,658.95	6,869.76	1,210.81	375.00

x

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ITEM 10b– CORPORATE STOCK – PAGE 8

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Annual Income
			Equities			
1,308	VERIZON COMMUNICATNS COM	10/10/08	29,433.08	46,800.24	17,367.16	2,551.00
239	VERIZON COMMUNICATNS COM	03/04/10	6,543.77	8,551 42	2,007.65	467.00
319	VERIZON COMMUNICATNS COM	09/16/10	9,979.92	11,413.82	1,433 90	623.00
1,144	VODAFONE GROP PLC SP ADR	05/21/09	20,592.00	30,247.36	9,655.36	1,492 00
1,000	VODAFONE GROP PLC SP ADR	11/13/09	22,918.50	26,440.00	3,521.50	1,304 00
742	VODAFONE GROP PLC SP ADR	04/06/10	16,999.15	19,618.48	2,619.33	968 00
1,061	VIVO PARTICIPACOES SA SP ADR	12/23/10	33,635.40	34,577.99	942.59	1,103 00
200	VIVO PARTICIPACOES SA SP ADR	12/23/10	6,342.00	6,518.00	176.00	208 00
1,800	WASTE MANAGEMENT INC NEW	06/23/09	49,500.00	66,366.00	16,866 00	2,268.00
	Total Equities		**2,344,139.33**	**2,561,318.85**	**217,179.52**	**98,139.00**

THE BIRK FAMILY FOUNDATION, INC.
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SCHEDULE TO PART II, ITEM 10c PAGE 2
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ITEM 10c CORPORATE BONDS – PAGE 1

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
			Corporate Bonds				
50,000	GOLDMAN SACHS GROUP INC GLB 06 875% JAN 15 2011	05/19/09	50,061.41	50,081.00	19.59	1,585.07	3,438 00
50,000	COMMONWEALTH EDISON 1ST MORTGAGE SER 105 05 400% DEC 15 2011	05/19/09	50,679.82	52,150.50	1,470.68	120 00	2,700.00
50,000	GENERAL ELEC CAP CORP GLB 05 000% NOV 15 2011	05/19/09	50,563.71	51,907.00	1,343.29	319 44	2,500.00
75,000	MORGAN ST DEAN WITTER GLB 06.750% APR 15 2011	09/25/07	75,299.85	76,251.00	951.15	1,068.75	5,063.00
50,000	WELLS FARGO BANK NA SUBORDINATED GLB 06.450% FEB 01 2011	07/24/09		50,205.50		1,343.75	3,225 00
25,000	NM BANK AMERICA CORP BE SUBORDINATED SER NOTZ 06 500% FEB 15 2011	07/08/08	25,045.36	25,131.00	85 64	207 64	1,625.00

THE BIRK FAMILY FOUNDATION, INC.
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ITEM 10c CORPORATE BONDS – PAGE 2

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
			Corporate Bonds				
15,000	HSBC FINANCE CORP SER NOTE 05.500% APR 15 2011	07/08/08	14,943.75	15,161.10	217.35	174.17	825.00
2,000	DB CONT CAP TRST II NEW MONEY 06 550% PERPETUAL	09/17/08	26,080.00	46,300.00	20,220.00		3,275 00
1,000	DB CONT CAP TRST II	12/08/09	20,170.00	23,150.00	2,980.00		1,638 00
500	DB CONT CAP TRST II	12/08/09	10,090.00	11,575.00	1,485 00		819 00
4,000	GOLDMAN SACHS GROUP INC NEW MONEY SER D FLT% PERPETUAL	08/12/08	60,000.00	86,080.00	26,080 00		4,089.00
2,000	HSBC FINANCE CORPORATION 06 360% PERPETUAL MOODY'S BAA2 S&P BBB-	07/09/08	36,280.00	45,680.00	9,400.00		3,181 00
300	HSBC FINANCE CORPORATION	12/08/09	5,937.00	6,852.00	915.00		477 00
700	HSBC FINANCE CORPORATION	12/08/09	13,860.00	15,988.00	2,128 00		1,113 00
2,000	HCP INC NEW MONEY SER F 07 100% PERPETUAL	09/18/08	35,080.00	49,160.20	14,080.20		3,551 00
1,100	METLIFE INC 3M LIBOR +100, 4% FLOOR NON-CUM FLOAT RATE PFD	09/16/08	13,794.00	26,114.00	12,320.00		1,113 00
900	METLIFE INC	09/17/08	11,286.00	21,366.00	10,080.00		910.00

THE BIRK FAMILY FOUNDATION, INC.
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INVESTMENTS HELD AS OF DECEMBER 31, 2010

ITEM 10c CORPORATE BONDS – PAGE 3

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
	Corporate Bonds						
1,000	METLIFE INC	06/17/09	16,250.00	23,740 00	7,490.00		1,011 00
100	MORGAN STANLEY NEW MONEY SER A FLT% PERPETUAL	09/09/08	1,348.00	1,928 00	580.00		103 00
1,400	MORGAN STANLEY	09/09/08	18,900.00	26,992.00	8,092.00		1,431 00
500	MORGAN STANLEY	09/10/08	6,750.00	9,640.00	2,890 00		511 00
1,000	MORGAN STANLEY	06/17/09	14,500.00	19,280.00	4,780.00		1,022.00
1,000	MORGAN STANLEY	12/08/09	19,250.00	19,280.00	30.00		1,022 00
2,000	PNC CAPITAL TRUST D TRUST PFD SECS 06.125% DEC 15 2033	09/17/08	33,409.86	49,880.00	16,470.14		3,062 00
600	PLC CAPITAL TRUST V CUM PFD STK 06 125% JAN 27 2034	08/05/09	9,767.92	14,022.00	4,254.08		919 00
2,400	PLC CAPITAL TRUST V	08/05/09	39,191.67	56,088.00	16,896.33		3,675.00
1,200	PLC CAPITAL TRUST V	12/08/09	21,467.40	28,044.00	6,576 60		1,838 00
2,000	WELLS FARGO CAPITAL IX DEF INT TR ORIG PFD SECS 5.625% APRIL 08 2034	09/17/08	35,040.94	48,400.00	13,359.06		2,812 00
2,153	HSBC FINANCE CORPORATION NEWM 06 000% NOV 30 2033	02/20/09	35,702.12	51,650.47	15,948.35		3,230 00

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SCHEDULE TO PART II, ITEM 10c PAGE 2
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ITEM 10c CORPORATE BONDS – PAGE 4

Quantity	Security Description	Date Acquired	Total/Adj Cost Basis	Fiscal Year Value 12/31/10	Unrealized Gain or (Loss)	Est Accrued Interest	Est Annual Income
	Corporate Bonds						
1,447	HSBC FINANCE CORPORATION	12/08/09	30,652.28	34,713.53	4,061.25		2,171 00
3,000	SANTANDER FINANCE SER 6 NON CUM PFD	05/20/09	27,690.00	54,600.00	26,910.00		3,000 00
1,000	SANTANDER FINANCE	06/17/09	11,300.00	18,200.00	6,900 00		1,000 00
3,000	US BANCORP SHRS REP 1/1000 SHR SR B FLTR PERP NON CUM	06/17/09	44,700.00	67,560.00	22,860.00		2,682 00
	Total Corporate Bonds		865,091.09	1,177,170.30	261,873.71	4,818.82	69,031.00

THE BIRK FAMILY FOUNDATION, INC.
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SCHEDULE TO PART VIII, ITEMS 1 AND 2, PAGE 6

LIST OF DIRECTORS

Roger E. Birk
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Mary L. Birk
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Dr. Kathleen A. Birk
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Mary E. Colas
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Barbara J. Billstrand
c/o Merrill Lynch
900 U.S. Highway 1
Jupiter, FL 33477

Each director devoted approximately an average of one hour per month to the foundation. No compensation was paid to any director, no contribution was made to any employee benefit plan or to any deferred compensation plan, and there was no expense account or other allowance.

THE BIRK FAMILY FOUNDATION, INC.
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SCHEDULE XV – LINE 3a – PAGE 11

GRANTS AND CONTRIBUTIONS PAID

01/05/2010	NY Foundling Hospital 590 Avenue of the Americas New York, New York 10011 For: General Purpose	$5,000
01/15/2010	Haitian Development Fund 4043 Guilford Springfield, Illinois 62711-8040 For: Hurricane Relief	5,000
01/25/2010	TechnoServe 1800 M Street NW Suite 1066, South Tower Washington, DC 20036 For: General Purpose	1,000
02/26/2010	Cathedral High School Education Foundation P O Box 1579 St. Cloud, Minnesota 56302-1579 For: General Purpose	5,000
02/26/2010	Volunteers in Medicine Clinic 417 SE Balboa Avenue Stuart, Florida 34994 For: General Purpose	1,000
03/02/2010	Memorial Sloan Kettering Cancer Center 1275 York Avenue New York, New York 10065 For: General Purpose	1,000
03/09/2010	National Multiple Sclerosis Society Upstate New York Chapter 1610 South Avenue, Suite 100 Rochester, New York 14620-3901 For: MS Rochester Walk	2,500
03/26/2010	Light of the World Charities P O Box 273 Palm City, Florida 34991 For: General Purpose	10,000
04/05/2010	Jupiter Hills Community Foundation, Inc. 11800 SE Hills Club Terrace Tequesta, Florida 33468-1794 For: General Purpose	1,000

04/30/2010	Sunrise Community Inc. 11975 SW 1440th Terrace Miami, Florida 33186 For: Hurricane Shutter Protection Program	7,000
06/23/2010	San Lucas Mission Office 1400 6th Street North New Ulm, Minnesota 56073-2099 For: General Purpose	5,000
06/23/2010	St. John's University P O Box 7222 Collegeville, Minnesota 56374 For: Scholarship Fund	10,000
06/23/2010	College of St. Benedict 37 College Avenue St. Joseph, Minnesota 56374 For: General Purpose	10,000
07/27/2010	Muscular Dystrophy Association, Inc. 1903 South Congress Avenue #400 Boynton Beach, Florida 33426 For: MDA Summer Camp	2,000
07/27/2010	Memorial Sloan-Kettering Cancer Center 1275 York Avenue New York, New York 10065 For: general Purpose	1,000
08/18/2010	Christian Community Action 200 South Mill Street Lewisville, Texas 75057 For: Summer Programs	10,000
08/18/2010	Pedi Place 502 S. Old Orchard Lane, Suite 126 Lewisville, Texas 76132 For: General Purpose	10,000
09/20/2010	Moffitt Cancer Center Foundation 12902 Magnolia Drive Tampa, Florida 33612-9416 For: General Purpose	5,000
09/20/2010	Bascom Palmer Eye Institute 7101 Fairway Drive Palm Beach Gardens, Florida 33148 For: General Purpose	5,000

09/20/2010	Jupiter Medical Center Foundation 1210 South Old Dixie Highway Jupiter, Florida 33458 For: General Purpose	10,000
09/21/2010	Hope Hall 1612 Buffalo Road Rochester, New York For: High School Expansion	10,000
10/04/2010	Little Sisters of the Poor 330 Exchange Street South Saint Paul, Minnesota 55102-2397 For: Dining Room Service Project	3,000
10/07/2010	Alliance for Neighbors, Inc. c/o Michael Stein, Director 737 Tea Lane Altamonte Springs, Florida 32701 For: General Purpose	2,500
10/28/2010	Oblate Sisters of Providence 701 Gun Road Baltimore, Maryland 21227 For: Response to Love Campaign	2,500
10/28/2010	Hearing Research Institute, Inc. 7000 S.W. 62nd Avenue, Suite 210 South Miami, Florida 33143 For: General Purpose	2,000
10/28/2010	St. Mary Star of the Sea Catholic Church 1010 Windsor Lane Key West, Florida 33040 For: Star of the Sea Outreach Mission	3,000
11/01/2010	National MS Society Upstate NY Chapter 1610 South Avenue, Suite 100 Rochester, New York 14620-3901 For: General Purpose	20,000
11/01/2010	Epilepsy Foundation of Rochester-Syracuse-Binghampton 1650 South Avenue Suite 300 Rochester, New York 14620 For: Stephen A. Segar Scholarship Fund	10,000
12/20/2010	Deliver the Dream 3223 NW 10th Terrace, Suite 602 Fort Lauderdale, Florida 33309	3,000

	For: Family Retreat Program	
12/20/2010	Camp Sunshine 35 Arcadia Road Casco, Maine 04015 For: General Purpose	2,000
12/20/2010	The School of the Holy Childhood 100 Groton Parkway Rochester, New York 14623 For: Swimming Program	2,500
12/20/2010	Molly's House 430 SE Osceola Street Stuart, Florida 34994 For: Adopt a Family Program	1,000
12/20/2010	Healthy Mothers, Healthy Babies 500 Gulfstream Blvd, Suite 201 Delray beach, Florida 33483 For: General Purpose	2,500
12/28/2010	Lupus Research Institute 330 Seventh Avenue Suite 1701 New York, New York 10001 For: General Purpose	2,000
12/28/2010	New York Foundling Hospital 590 Avenue of the Americas New York, New York 10011 For: Haven Academy	2,000
12/28/2010	St. Vincent de Paul c/o St. Jude Catholic Church 204 North US Highway One P O Box 3726 Tequesta, Florida 33469 For: General Purpose	5,000
12/28/2010	Season to Share (PB Post) P O Box 24696 West Palm Beach, Florida 33416 For: General Purpose Giving	3,000
TOTAL		**$182,500**