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DLN: 93491318006081

OMB No 1545-0052

2010

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 For calendar year 2010, or tax year beginning 01-01-2010 , and ending 12-31-2010

G Ch	neck a	all that apply	Initial returi	_	of a former public ch	-	Final ref	:urn	
Nam	o of for	undation	A mended re	turn Address cha	nge Name	char		entification numbe	
		undation ER AND ROSEMARY I	ENRICO FOUNDATIO	DN				entification number	:1
							75-2871636		
				ot delivered to street address	Room/suite		B Telephone nu	mber (see page 10 c	of the instructions)
30	51 1010	THE CREEK BEVD 23	D				(214) 526-2401		
			le		l		C If exemption	application is pendin	g, check here 🕨 🗍
DALL	AS, IX	75219					D 1. Foreign o	ganızatıons, check he	ere 🕨 🔽
H Ch	neck t	ype of organizati	on 🔽 Section	501(c)(3) exempt priva	ate foundation		2. Foreign o	rganizations meeting	the 85% test, 🛌 🦵
Γ_{S}	ection	n 4947(a)(1) nor	nexempt charitat					e and attach comput	
				J Accounting method	▼ Cash	rual		undation status was t n 507(b)(1)(A), chec	
			(c),	Other (specify) (Part I, column (d) must	- the on cash hasis)			ation is in a 60-month	
			of Pevenue 3				under sectio	n 507(b)(1)(B), chec	k here F I (d) Disbursements
		total of amounts necessarily equa	s in columns (b), (c _i al the amounts in co), and (d) may not	(a) Revenue and expenses per books	(b) i	let investment income	(c) Adjusted net income	for charitable purposes (cash basis only)
	1	Contributions, gifts	s, grants, etc , recei	ved (attach schedule)	7,069,008				
	2	Check 🟲 🦵 ıf the	foundation is not i	required to attach Sch B					
H Che See I Fair of ye line	3	Interest on sav	ıngs and tempoi	rary cash investments	257,701		257,701		
	4	Dividends and	ınterest from sed	curities	354,592		353,669		
	5a	Gross rents .							
	b	Net rental inco	me or (loss)						
	6a	Net gain or (los	s) from sale of a	ssets not on line 10	928,224				
	b	Gross sales price fo	or all assets on line	6,744,075					
	7	Capital gain ne	t income (from P	'art IV , line 2)			928,224		
	8	Net short-term	capital gain .						
	9	Income modific	ations						
	10a								
	-	_							
					95. 100,977		100,977	0	
		•)	8,710,502		1,640,571	0	
				tors trustoes etc	8,710,302		1,040,371	0	C
		•	•	,			-	0	
Ą.				•					
듄									
of year (from Part II, col. (c), line 16) \$ 24,530,006 Part I Analysis of Revenue and Expensional total of amounts in columns (b), (c), and (d) may in necessarily equal the amounts in column (a) (see path the instructions) 1 Contributions, gifts, grants, etc., received (attach schedule) the instructions) 1 Contributions, gifts, grants, etc., received (attach schedule) interest on savings and temporary cash invented to attach and interest from securities. 5 Gross rents income or (loss) 6 Net gain or (loss) from sale of assets not on the decision of the decision o									
		26,303		26,303	0	C			
	17	·	·	•					
<u> </u>	18	Taxes (attach sche	edule) (see page 14	of the instructions)	5,672		5,672	0	C
	19	•	, , , , ,	and depletion					
Ē	20	Occupancy .							
4	21	Travel, confere	nces, and meeti	ngs					
and	22	Printing and pu	blications						
Ē	23	Other expense	s (attach schedu	ule)	391,776		391,563	0	C
rat	24	Total operating	g and administ ra	tive expenses.					
Operating		Add lines 13 th	nrough 23		423,751		423,538	0	C
U	25	Contributions,	gıfts, grants paid	1	4,031,470				4,031,470
	26	Total expenses a	ınd disbursement	s. Add lines 24 and 25	4,455,221		423,538	0	4,031,470
	27	Subtract line 2							
	а		_	es and disbursements	4,255,281				
	Ь		t income (If nega				1,217,033	_	
	C			e, enter -0-)	-6 + h - ! · ·	<u> </u>		0	000 85 (5.5.5.5
ror l	rivac	y Act and Paper	work Reduction	Act Notice, see page 30	of the instructions.	Сa	t No 11289X	Form	990-PF (2010)

Pai	t II	Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	(b) Boo		_	year (c) Fair Market Value
	1	Cash—non-interest-bearing	(a) Book value	(B) 500	K Value	1	(c) Fall Flance Value
	2	Savings and temporary cash investments	705,793		1,289,6	512	1,289,612
	3	Accounts receivable ►1,542	,		, ,	\dashv	
	•	Less allowance for doubtful accounts 🟲	800		1.5	542	1,542
	4	Pledges receivable -				-	
	•	Less allowance for doubtful accounts					
	5	Grants receivable				\dashv	
	6	Receivables due from officers, directors, trustees, and other				\dashv	
	Ū	disqualified persons (attach schedule) (see page 15 of the					
		instructions)					
	7	Other notes and loans receivable (attach schedule)				+	
	•						
١		Less allowance for doubtful accounts 🟲					
1004	8	Inventories for sale or use					
î	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)	371,995	<u> </u>	106,9	903	103,080
	b	Investments—corporate stock (attach schedule)	4,488,484	<u> </u>	10,733,1	102	11,007,295
	c	Investments—corporate bonds (attach schedule)	4,911,745	<u> </u>	1,818,2	249	1,853,145
	11	Investments—land, buildings, and equipment basis ▶					
		Less accumulated depreciation (attach schedule) 🕨					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	10,029,175	2	12,359,1	199	10,275,332
	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					
		ınstructions Also, see page 1, item I)	20,507,992		26,308,6	507	24,530,006
	17	Accounts payable and accrued expenses	95,000		95,0	000	
	18	Grants payable					
ا ۾	19	Deferred revenue					
[≧	20	Loans from officers, directors, trustees, and other disqualified persons					
<u> </u>	21	Mortgages and other notes payable (attach schedule)					
- I	22	Other liabilities (describe					
	23	Total liabilities (add lines 17 through 22)	95,000		95,0	000	
		Foundations that follow SFAS 117, check here 🕨 🦵					
ام		and complete lines 24 through 26 and lines 30 and 31.					
Fund Balances	24	Unrestricted					
ᆵ	25	Temporarily restricted					
8	26	Permanently restricted					
₽		Foundations that do not follow SFAS 117, check here 🕨 🔽					
Ξ		and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0			0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0			0	
Assets	29	Retained earnings, accumulated income, endowment, or other funds	20,412,992		26,213,6	507	
	30	Total net assets or fund balances (see page 17 of the					
될		ınstructions)	20,412,992		26,213,6	507	
- 1	31	Total liabilities and net assets/fund balances (see page 17 of					
		the instructions)	20,507,992		26,308,6	507	
Pa I	rt II	Analysis of Changes in Net Assets or Fund Balances					
L		Total net assets or fund balances at beginning of year—Part II, column	(a) line 30 (must ac	ree			
-		with end-of-year figure reported on prior year's return)			1		20,412,992
2		Enter amount from Part I, line 27a			2		4,255,281
2		Other increases not included in line 2 (itemize)			3		1,548,325
, 1		Add lines 1, 2, and 3			4		26,216,598
T 5		Decreases not included in line 2 (itemize)		 %3	5		2,991
5		Total net assets or fund balances at end of year (line 4 minus line 5)—P			\vdash		26,213,607

• •		d(s) of property sold (e g , re r common stock, 200 shs M		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Add	litional Data Table					
b						
С						
d						
е						
(e) Gross sa	•	(f) Depreciation allower (or allowable)	1 12/	or other basis pense of sale		or (loss)) minus (g)
	itional Data Table					
b						
С						
d						
е						
Complete onl	y for assets showing	gain in column (h) and owne	<u> </u>			(h) gain minus
(i) FMV as		(j) Adjusted basis as of 12/31/69		ess of col (ı) ol (j), ıf any		less than -0-) or om col (h))
a See Add	itional Data Table					
b						
С						
d						
e						
2 Capital	gain net income or (n	et capital loss)	If gain, also enter i If (loss), enter -0-		2	928,22
3 Netsho	t-term capital gain o	or (loss) as defined in section	ns 1222(5) and (6)	,	-	,
		ne 8, column (c) (see pages				
	, enter -0- in Part I,				} 3	
/as the foundatio		is part blank in 4942 tax on the distributa y under section 4940(e) Do			eriod?	┌ Yes ┌ No
1 Enter the app	ropriate amount in e	ach column for each year, se	ee page 18 of the in	structions before	makıng any entrıes	
(a) Base period years year (or tax year b		(b) isted qualifying distributions	(c) Net value of nonchar	ıtable-use assets	(d) Distributioi (col (b) divided	
2009		5,039,135		20,452,643	, , , ,	0 246381
2008		2,175,332		26,026,300		0 083582
2007		1,697,092		28,346,244		0 059870
2006		989,625		24,622,052		0 040193
2005		894,919		22,082,819	1	0 040526
2 Total of	line 1 column (d)				2	0 47055
		the 5-year base period—div		e 2 by 5 or hy	-	0 17033
		dation has been in existence			3	0 09411
4 Enter th	e net value of nonch	arıtable-use assets for 2010) from Part X, line 5		4	22,507,87
5 Multiply	line 4 by line 3				5	2,118,21
6 Enter 1°	% of net investment	ncome (1% of Part I, line 2	7b)		6	12,17
7 Add line	s 5 and 6				7	2,130,38
8 Enter qu	alifying distributions	from Part XII, line 4			8	4,031,47
	is equal to or greate					

	990-PF (2010)			age 4
Par	t VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the inst	ructio	ns)	
1a	Exempt operating foundations described in section 4940(d)(2), check here rand 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		1	2,170
	here 🟲 🔽 and enter 1% of Part I, line 27b			
С	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-)			0
3	Add lines 1 and 2		1	2,170
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0		1	2,170
6	C redits/P ay ments			
а	2010 estimated tax payments and 2009 overpayment credited to 2010 6a 15,545			
b	Exempt foreign organizations—tax withheld at source 6b			
С	Tax paid with application for extension of time to file (Form 8868) 6c 35,000			
d	Backup withholding erroneously withheld 6d			
7	Total credits and payments Add lines 6a through 6d		5	0,545
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			
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10		3	8,375
11	Enter the amount of line 10 to be Credited to 2011 estimated tax 38,375 Ref unded 11			0
	t VII-A Statements Regarding Activities	1		
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did		Yes	No
_	It participate or intervene in any political campaign?	1a		No
Ь	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of	۱		
	the instructions for definition)?	1b		No
	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.			N.
C al	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$\blue{\mathbb{F}} \\$			
•	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed			
-	on foundation managers \$0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	_		No
	If "Yes," attach a detailed description of the activities.	 		140
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
ь	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		110
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
•	If "Yes," attach the statement required by General Instruction T.	 		110
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		No
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the			
	instructions) ►TX			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the			l <u>.</u> .
	meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
	Website address ► <u>N/A</u>			
14	The books are in care of ►TERENCE C SULLIVAN CPA Telephone no ►(216)	491-	3990	
	Located at ► 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS OH ZIP+4 ► 44122			
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			
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over			
10	a bank, securities, or other financial account in a foreign country?	16		No
				140
	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			
Pai	t VII-B Statements Regarding Activities for Which Form 4720 May Be Required			
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1-	During the year did the foundation (either directly or indirectly)		1.00	
Id	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes V No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes V 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)?			
	(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 V No			
ь	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 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here	<u> </u>		
с	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		No
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))			
а	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 Vo			
	If "Yes," list the years 🕨 20			
ь	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 20 of the instructions)	2b		
С	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			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business			
	enterprise at any time during the year?			
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		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
ь	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?	4ь		No

Pai	rt VII-B	Statements Rega	rdir	ng Activities for	Wh	ich Form 4720	May	Be Required (cont	inue	<u>d)</u>	-	
5a	During th	e year did the foundatio					•	•				
	(1) Carry	on propaganda, or othe	rwise	attempt to influence	e leg	ıslatıon (section 49	45(e)) [?]	√ No			
	(2) Influe	nce the outcome of any	spec	ıfıc publıc electıon (see	section 4955), or to	carr	ry				
								\ Yes \	√ No			
	(3) Provi	de a grant to an individu	al for	travel, study, or oth	ners	ımılar purposes?		┌ Yes ि	√ No			
	(4) Provi	de a grant to an organiza	ation	other than a charita	ble, e	etc , organization de	scrib	oed				
	ın sed	ction 509(a)(1), (2), or (3), o	r section 4940(d)(2)? (s	ee page 22 of the in	struc	ctions) T Yes F	√ No			
		de for any purpose othe						,				
								Yes [フ No			
ь								exceptions described in				
				-				page 22 of the instruction		5b		
	-			_	-		•		_ `			
_		wer is "Yes" to question						,				
•		·	•	• •		•		T Yes 「	- _{No}			
		attach the statement requ					•		110			
6a		oundation, during the yea										
va								Yes	- No			
L										6		N.
Ь			аг, ра	y premiums, directly	yorı	ndirectly, on a perso	onait	benefit contract?	•	6b		No
_		o 6b, file Form 8870.							-			
7a		ne during the tax year, v								_		
ь	If yes, die							he transaction?		7b		
Pa	rt VIII		t Of	ficers, Directors	s, Tı	rustees, Founda	atior	n Managers, Highly	Paic	l Emp	loye	es,
		and Contractors				hair campanantian (and 22 of the instruction	1			
	LIST All OF	icers, directors, trustee		Title, and average		c) Compensation (oage 22 of the instructio (d) Contributions to	ns).			
	(a) Na	me and address	(5)	hours per week		If not paid, enter	1	mployee benefit plans		Expens		-
	. ,		d€	voted to position	L `	-0-)	1	deferred compensation	ot	her all	owance	es
ROGE	R A ENRICO		DIR	ECTOR		0		0				0
		CREEK 23B	0 00)								
	LAS,TX 7											
ROSE	MARY ENRIC	0	-	ECTOR		0		0				0
		CREEK 23B	0 00	J								
	LAS,TX 7	5219										
	N J ENRICO		DIR 0 00	ECTOR		0		0				0
		RIAR DRIVE PARK,TX 75225		,								
	NCE C SULLIV	•	TDE	ASURER		0		0				0
		IN BLVD SUITE 300	0 00			U		U				U
		HTS,OH 44122										
		•	l emr	lovees (other than	t hose	e included on line 1–	-see	page 23 of the instruction	ons).			
		nter "NONE."	•	, ,								
				(b) Title, and aver	age			(d) Contributions to				
(a)		l address of each emplo nore than \$50,000	yee	hours per week		(c) Compensation	n	employee benefit plans and deferred		Expens ther all		
	paiu i	nore than \$50,000		devoted to positi	on			compensation	"	iller all	owalic	e 5
NON	IE							'				
				1								
				1								
				-								
									<u>L</u>			
]								
Tota	l number o	f other employees paid (overs	50,000 								0

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 Total number of others receiving over\$50,000 for professional services. O	Form 990-PF (2010)		Page 7
(c) Compensation NONE Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services. Total number of others receiving over \$50,000 for professional services.		rustees, Foundation Managers, Highly	Paid Employees,
Total number of others receiving over \$50,000 for professional services. Description Descripti	3 Five highest-paid independent contractors for professional serv	vices (see page 23 of the instructions). If none, e	:nter "NONE".
Total number of others receiving over \$50,000 for professional services. Del the foundation's four largest direct charitable Activities List the foundation's four largest direct charitable activities during the lax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. 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 Amount Total. Add lines 1 through 3.	(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Dart IX-B 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 beneficianes served, conferences convened, research papers produced, etc. 1 2 3 3 4 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 A mount 1 A mount	NONE		
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3			•
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Total. Add lines 1 through 3		ctions	
Total Add Illies I tillough St	<u> </u>		1
Total Add Illies I tillough St			1
Total Add Illies I tillough St		_ 1	
	Iotal. Add lines 1 through 3		

Forn	n 990-PF (2010)		Page 8
Pa	Minimum Investment Return (All domestic foundations must complete this part. For see page 24 of the instructions.)	reign	foundations,
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc ,		
	purposes		
а	A verage monthly fair market value of securities	1a	10,973,070
b	A verage of monthly cash balances	1b	1,591,441
c	Fair market value of all other assets (see page 24 of the instructions)	1 c	10,286,123
d	Total (add lines 1a, b, and c)	1d	22,850,634
e	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation)		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	22,850,634
4	Cash deemed held for charitable activities $$ Enter 1 $$ 1/2% of line 3 (for greater amount, see page 25		
	of the instructions)	4	342,760
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	22,507,874
6	Minimum investment return. Enter 5% of line 5	6	1,125,394
Pa	Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(
	foundations and certain foreign organizations check here 🕨 🚺 and do not complete t		
1	Minimum investment return from Part X, line 6	1	1,125,394
2a	Tax on investment income for 2010 from Part VI, line 5 2a 12,170		
Ь	Income tax for 2010 (This does not include the tax from Part VI) 2b		
С	Add lines 2a and 2b	2c	12,170
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,113,224
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,113,224
6	Deduction from distributable amount (see page 25 of the instructions)	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,		
	line 1	7	1,113,224
Par	Qualifying Distributions (see page 25 of the instructions)		
1	A mounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
а	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	4,031,470
b	Program-related investments—total from Part IX-B	1b	0
2	A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc ,		
	purposes	2	
3	A mounts set aside for specific charitable projects that satisfy the		
а	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,031,470
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	12,170
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,019,300
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whetl	ner the	foundation qualifies for

Fori	m 990-PF (2010)				Page 9
Р	art XIII Undistributed Income (see pag	e 26 of the instruct	ons)		
		(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1	Distributable amount for 2010 from Part XI, line 7				1,113,224
2	Undistributed income, if any, as of the end of 2010				
а	Enter amount for 2009 only			0	
ь	Total for prior years 20, 20, 20		0		
3	Excess distributions carryover, if any, to 2010				
а	From 2005				
b	From 2006				
c	From 2007				
d	From 2008				
e	From 2009 4,013,485	3			
f	Total of lines 3a through e	4,013,483			
4	Qualifying distributions for 2010 from Part				
	XII, line 4 🕨 \$ 4,031,470				
а	Applied to 2009, but not more than line 2a			0	
b	Applied to undistributed income of prior years		0		
	(Election required—see page 26 of the instructions)		0		
С	Treated as distributions out of corpus (Election	0			
	required—see page 26 of the instructions) Applied to 2010 distributable amount				1,113,224
	Remaining amount distributed out of corpus	2,918,246			1,113,221
	Excess distributions carryover applied to 2010	2,513,210			0
3	,				
	(If an amount appears in column (d), the same amount must be shown in column (a).)				
6	Enter the net total of each column as				
	indicated below:				
а	Corpus Add lines 3f, 4c, and 4e Subtract line 5	6,931,729			
Ь	Prior years' undistributed income Subtract		_		
	line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed				
	income for which a notice of deficiency has				
	been issued, or on which the section 4942(a) tax has been previously assessed		0		
d	Subtract line 6c from line 6b Taxable				
	amount—see page 27 of the instructions		0		
e	Undistributed income for 2009 Subtract line				
	4a from line 2a Taxable amount—see page 27			0	
_	of the instructions			0	
T	Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must				
	be distributed in 2011				0
7	A mounts treated as distributions out of				
	corpus to satisfy requirements imposed by				
	section 170(b)(1)(F) or 4942(g)(3) (see page 27	0			
	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	6,931,729			
10	Analysis of line 9				
а	Excess from 2006	_			
b	Excess from 2007	_			
	Excess from 2008	_			
	Excess from 2009 4,013,483				
e	Excess from 2010 2,918,240	기			

1a	If the foundation has received a ruling or d foundation, and the ruling is effective for 2		•	•		
b	Check box to indicate whether the organiz	ation is a private o	perating foundation	n described in secti	on 「 4942(j)(3) o	or — 4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum	Tax year (a) 2010	(b) 2009	Prior 3 years (c) 2008	(d) 2007	(e) Total
	Investment return from Part X for each year listed					
	85% of line 2a					
	Qualifying distributions from Part XII, line 4 for each year listed					
	Amounts included in line 2c not used directly for active conduct of exempt activities					
е	Q ualifying 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					
а	"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	1		
	(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					
Pa	rt XV Supplementary Information assets at any time during				on had \$5,000	or more in
1	Information Regarding Foundation Manage	ers:				
а	List any managers of the foundation who habefore the close of any tax year (but only i					dation
b	List any managers of the foundation who or ownership of a partnership or other entity)		•		lly large portion of t	he
2	Information Regarding Contribution, Gran	t, Gift, Loan, Scho	larship, etc., Progra	ıms:		
	Check here F if the foundation only ma unsolicited requests for funds. If the found under other conditions, complete items 2 a	atıon makes gıfts,	to preselected char grants, etc (see p	ritable organizations age 28 of the instru	s and does not acce actions) to individual	pt Is or organizations
а	The name, address, and telephone numbe	r of the person to v	whom applications s	should be addressed	d	
b	The form in which applications should be s	submitted and info	rmation and materi	als they should incl	ude	
c	Any submission deadlines					
d	Any restrictions or limitations on awards, factors	such as by geogra	aphical areas, chari	table fields, kinds o	f institutions, or oth	er

3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to status of A mount any foundation manager contribution recipient Name and address (home or business) or substantial contributor a Paid during the year See Additional Data Table 4,031,470 **b** Approved for future payment

Enter gross amounts unless otherwise indicated	Unrelated b	usiness income	Excluded by section	512, 513, or 514	(e) Related or exempt
1 Program service revenue	(a) Business code	(b) A mount	(c) Exclusion code	(d) A mount	function income (See page 28 of the instructions)
a					
b					
c					
d					
e					
f g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	257,701	
4 Dividends and interest from securities			14	354,592	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	100,580	
8 Gain or (loss) from sales of assets other than inventory			18	928,224	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
ST PAUL SECURITY 11 Other revenue aLITIGATION			14	291	
b AIG SECURITY LITIGATION			14	106	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e).		0)	1,641,494	0
13 Total. Add line 12, columns (b), (d), and (e)			1	.3	1,641,494
(See worksheet in line 13 instructions on page 2					<u>, </u>
Part XVI-B Relationship of Activities to					
Line No. Explain below how each activity for wh					
the accomplishment of the organization	n's exempt purp	oses (other than b	y providing funds fo	or such purposes)	(See
page 28 of the instructions) TAX EXEMPT INCOME FROM TOWER E	ACT MAYEDIC	Y AND HEDGE C	TDATECY		
	ASI MAVERIC	K AND HEDGE 5	IRATEGI		
3 FUND K-1 EQUALS \$923					
1					

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501c(c)3) organizations or in section 527, relating to political organizations? 1 Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash	alue	No
a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash))))))	No No No No No No
a Transfers from the reporting foundation to a noncharitable exempt organization of (1) Cash. 1a((2) Other assets. 1a((3) Sales of assets to a noncharitable exempt organization. 1b((2) Purchases of assets from a noncharitable exempt organization. 1b((3) Rental of facilities, equipment, or other assets. 1b((5) Loans or loan guarantees. 1b((5) Loans or loan guarantees. 1b((5) Performance of services or membership or fundraising solicitations. 1b(d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market v of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market v air 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 nonchantable exempt organization (d) Description of transfers, transactions, and sharing a described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. 5 b If "Yes," complete the following schedule (a) Name of organization (b) Type of organization (c) Description of relationships	alue	No No No No No No
(1) Cash. (2) Other assets. (3) Other transactions (1) Sales of assets to a noncharitable exempt organization. (2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. (6) Performance of services or membership or fundraising solicitations. (6) Performance of services or membership or fundraising solicitations. (6) It the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market van the standard of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market van 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 a described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. 5 If "Yes," complete the following schedule. (a) Hame of organization. (b) Type of organization. (c) Description of relationships.	alue	No No No No No No
(2) Other transactions (1) Sales of assets to a noncharitable exempt organization. (2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. (6) Performance of services or membership or fundraising solicitations. (7) Ib(1) I	alue	No No No No No No
b Other transactions (1) Sales of assets to a noncharitable exempt organization. (2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. (6) Performance of services or membership or fundraising solicitations. (a) If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market vair 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 a described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. (b) If "Yes," complete the following schedule (a) Name of organization (b) Type of organization (c) Description of relationships.))))))))))) alue	No No No No No No
(1) Sales of assets to a noncharitable exempt organization. (2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. (7) Loans or facilities, equipment, mailing lists, other assets, or paid employees. (8) Add If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market vain any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market vain 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 nonchantable exempt organization. (d) Description of transfers, transactions, and sharing a described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. b If "Yes," complete the following schedule. (a) Name of organization. (b) Type of organization. (c) Description of relationships.	alue	No No No No No
(2) Purchases of assets from a noncharitable exempt organization. (3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. (7) Ib(1) (8) Performance of services or membership or fundraising solicitations. (8) Performance of services or membership or fundraising solicitations. (9) Ib(1) (10) Co Sharing of facilities, equipment, mailing lists, other assets, or paid employees. (11) Ib(1) (12) Ib(1) (13) Ib(1) (14) Ib(1) (15) Loans or loan guarantees. (15) Loans or loan guarantees. (16) Performance of services or membership or fundraising solicitations. (16) Performance of services or membership or fundraising solicitations. (17) Ib(1) (18) Ib(1) (19) Annual facilities, equipment, short assets, or paid employees. (18) Ib(1) (19) Annual facilities, equipment, ib(1) (19) Annual facilities, equipment, ib(1) (19) Annual facilities, equipment, ib(1) (18) Ib(1) (19) Ib(1) (19) Ib(1) (10)	alue	No No No No No
(3) Rental of facilities, equipment, or other assets. (4) Reimbursement arrangements. (5) Loans or loan guarantees. (6) Performance of services or membership or fundraising solicitations. (7) Sharing of facilities, equipment, mailing lists, other assets, or paid employees. (8) Interest of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market varian 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 nonchantable exempt organization (d) Description of transfers, transactions, and sharing a described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? (a) In Yes, "complete the following schedule (a) Name of organization (b) Type of organization (c) Description of relationships.)))))))) alue	No No No No
(4) Reimbursement arrangements	alue	No No No
(5) Loans or loan guarantees	alue	No No
(5) Loans or loan guarantees	alue Je	No No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	alue	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	alue	
d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market void the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market voin 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 a continuous distribution of transfers and sharing a continuous distribution. The foundation of transfers are continuous distribution of transfers and sharing a continuous distribution. The foundation of transfe	ne	ents
of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market vain 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 nonchantable exempt organization (d) Description of transfers, transactions, and sharing a line of transfers in transaction of transfers in transactions, and sharing a line of transfers in transaction of transfers in transactions, and sharing a line of transfers in transaction of transfers in transactions, and sharing a line of transfers in transaction of transfers in transactions, and sharing a line of transfers in transaction of transfers in transaction of transfers in transactions, and sharing a line of transfers in transaction of transfers in transaction of transfers in transaction of transfers, transactions, and sharing a line of transfers in transaction of transaction of transaction of transfers in transaction of transaction	ne	ents
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? b If "Yes," complete the following schedule (a) Name of organization (b) Type of organization (c) Description of relationship		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?		
Under populties of persury. I declare that I have examined this return, including accompanying schedules and statement	res	V N∘
Onder penalties of perjuly, I declare that I have examined this return, including accompanying schedules and stateme	nts, and	d to
the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fi based on all information of which preparer has any knowledge ****** 2011-11-14 *******	luciary) ıs
Signature of officer or trustee Date Title		
,	NI NI	
Check if self-	IN.	
Preparer's JOHN ZUPEC Signature		
PARAGON ADVISORS INC		
20820 CHAGRIN BLVD 300		
Firm's address F SHAKER HTS, OH 44122 Phone no (216) 49	-3990	

Schedule B	990, 990-EZ, D-PF)		OMB No 1545-0047
(Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service			2010
Name of organization THE ROGER AND ROSEMARY	ENRICO FOUNDATION	Employer ide	entification number
Organization type (ch		75-287163	6
Filers of:	Section:		
Form 990 or 990-EZ	501(c)() (enter number) organization		
	4947(a)(1) nonexempt charitable trust not treated as a private foundation		
	527 political organization		
Form 990-PF	√ 501(c)(3) exempt private foundation		
	4947(a)(1) nonexempt charitable trust treated as a private foundation		
	501(c)(3) taxable private foundation		
	ion filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more in any one contributor. Complete Parts I and II	(in money or	
under sections 5	1(c)(3) organization filing Form 990 or 990-EZ, that met the 33 ¹ /3% support test of the 09(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the yea ,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line	ır, a contributi	
during the year,	1(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any or aggregate contributions of more than \$1,000 for use <i>exclusively</i> for religious, charitar, or educational purposes, or the prevention of cruelty to children or animals. Comple	ble,	
during the year, not aggregate to the year for an e applies to this or	1(c)(7), (8), or (10) organization filing Form 990, or 990-EZ, that received from any or contributions for use <i>exclusively</i> for religious, charitable, etc., purposes, but these comore than \$1,000. If this box is checked, enter here the total contributions that were exclusively religious, charitable, etc., purpose. Do not complete any of the parts unles ganization because it received nonexclusively religious, charitable, etc., contributions	ontributions di received duri s the Gener a	nd ng al Rule
990-EZ, or 990-PF), but	on that is not covered by the General Rule and/or the Special Rules does not file Schett must answer "No" on Part IV, line 2 of its Form 990, or check the box on lin H of its 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedul		

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As Filed Data -

DLN: 93491318006081

Name of organization
THE ROGER AND ROSEMARY ENRICO FOUNDATION

Employer identification number

75-2871636

Part I	Contributors (see Instructions)				
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
1	ROGER A ENRICO 3831 TURTLE CREEK BLVD 23B DALLAS, TX 75219	\$\$	Person		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
_		\$	Person Payroll Noncash (Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
_		\$	Person		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
		\$	Person Fayroll Noncash Complete Part II if there is a noncash contribution)		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution		
_		\$	Person Payroll Noncash Noncash (Complete Part II if there is a noncash contribution)		

Name of organization
THE ROGER AND ROSEMARY ENRICO FOUNDATION

Employer identification number

75-2871636

Part II	Noncash Property (see Instructions)		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	219,540 SHARES OF DREAMWORKS ANIMATION SKG, INC COMMON STOCK	\$	2010-08-04
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		 \$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		_ _ _	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		 _	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Employer identification number

75-2871636

	ontributions of \$1,000 or less for the year	(Enter this information once See ii	nstructions) ► \$
) No. rom art I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
- - - -	Transferee's name, address, and	(e) Transfer of gift ZIP + 4 Rela	tionship of transferor to transferee
) No. rom art I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
- - -	Transferee's name, address, and	(e) Transfer of gift ZIP + 4 Rela	tionship of transferor to transferee
) No. om art I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	Transferee's name, address, and	(e) Transfer of gift ZIP + 4 Rela	tionship of transferor to transferee
) No. rom art I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

Software ID: Software Version:

EIN: 75-2871636

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
Α	GABELLI		2009-12-31	2010-12-31
В	GABELLI		2009-12-31	2010-12-31
С	J P MORGAN #5000		2009-12-31	2010-12-31
D	GOLDMAN SACH 667		2009-12-31	2010-12-31
Е	GOLDMAN SACH 199		2009-12-31	2010-12-31
F	CIC ADVANTAGE HOLDINGS	Р	2009-12-31	2010-12-31
G	CIC PARTNERS Q LP	Р	2009-12-31	2010-12-31
Н	K-1 CIC II LP	Р	2009-12-31	2010-12-31
I	K-1 CIC II LP SEC 1231	Р	2009-12-31	2010-12-31
J	K-1 CIC ADVANTAGE HOLDINGS SEC 1231 LOSS	Р	2009-12-31	2010-12-31
К	K-1 DALE EAST TEXAS MINERALS 2008 LP	Р	2009-12-31	2010-12-31
L	K-1 EVERCORE LEXINGTON	Р	2009-12-31	2010-12-31
М	K-1 EVERCORE LEXINGTON	Р	2009-12-31	2010-12-31
N	K-1 HEDGE STRATEGY FUND	Р	2009-12-31	2010-12-31
0	K-1 HEDGE STRATEGY FUND	Р	2009-12-31	2010-12-31
Р	K-1 HEDGE STRATEGY FUND SEC 1231	Р	2009-12-31	2010-12-31
Q	K-1 INTERNATIONAL STRATEGIES FUND	Р	2009-12-31	2010-12-31
R	K-1 INTERNATIONAL STRATEGIES FUND	Р	2009-12-31	2010-12-31
S	K-1 KA ENERGY PARTNERS	Р	2009-12-31	2010-12-31
Т	K-1 KA ENERGY PARTNERS SEC 1231	Р	2009-12-31	2010-12-31
U	K-1 KA ENERGY PARTNERS 2006	Р	2009-12-31	2010-12-31
٧	K-1 KA ENERGY PARTNERS 2006	Р	2009-12-31	2010-12-31
W	K-1 KA ENERGY PARTNERS 2006 SEC 1231	Р	2009-12-31	2010-12-31
Х	K-1 KAYNE ANDERSON MLP FUND	Р	2009-12-31	2010-12-31
Y	K-1 KAYNE ANDERSON MLP FUND	Р	2009-12-31	2010-12-31
Z	K-1 KAYNE ANDERSON MLP FUND SEC 1231	Р	2009-12-31	2010-12-31
АА	K-1 PECP 2005	Р	2009-12-31	2010-12-31
ΑВ	K-1 PECP 2005	Р	2009-12-31	2010-12-31
A C	K-1 PECP 2005 SEC 1231	Р	2009-12-31	2010-12-31
ΑD	K-1 PECP 2008	Р	2009-12-31	2010-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

	(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)
ΑE	K-1 RECF	Р	2009-12-31	2010-12-31
AF	K-1 RECF	Р	2009-12-31	2010-12-31
AG	K-1 RECF SEC 1231	Р	2009-12-31	2010-12-31
АН	K-1 RECF 2005	Р	2009-12-31	2010-12-31
ΑI	K-1 RECF 2005	Р	2009-12-31	2010-12-31
АЈ	K-1 RECF 2005 SEC 1231	Р	2009-12-31	2010-12-31
AK	K-1 RECF 2006	Р	2009-12-31	2010-12-31
AL	K-1 RECF 2006	Р	2009-12-31	2010-12-31
АМ	K-1 RECF 2006 SEC 1231	Р	2009-12-31	2010-12-31
AN	K-1 RECF 2008	Р	2009-12-31	2010-12-31
АО	K-1 RECF 2008	Р	2009-12-31	2010-12-31
ΑP	K-1 TEMF	Р	2009-12-31	2010-12-31
ΑQ	K-1 TEMF	Р	2009-12-31	2010-12-31
AR	T ROWE PRICE NEW ASIA FUND	Р	2009-12-31	2010-12-31
AS	GOLDMAN SACH 668	Р	2009-12-31	2010-12-31
АТ	K-1 EVERCORE LEXINGTON SEC 1231	Р	2009-12-31	2010-12-31

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	(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)
Α	34,851			34,851
В	4,401			4,401
С	4,844,831		4,279,417	565,414
D	261,543		252,054	9,489
Е	1,077,994		940,260	137,734
F	18,801		104,030	-85,229
G	817		817	0
Н	1,181			1,181
I	4,241			4,241
J			52	-52
К	1,456			1,456
L			322	-322
М	31,880			31,880
N	23,931			23,931
0	58,588			58,588
Р			1,935	-1,935
Q	22,250			22,250
R	44,354			44,354
S	3,257			3,257
Т	65,454			65,454
U			236	-236
٧			2,335	-2,335
W	100,415			100,415
Х			138,221	-138,221
Υ			71,182	-71,182
Z			2,912	-2,912
ΑА			299	-299
ΑВ	18,271			18,271
АC			5	-5
ΑD			4	-4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

	i 33011 Ture IV Cupite	ii camb ana 2005co ioi i	ux on investment income	
	(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)
ΑE	42			42
ΑF			567	-567
A G			1,477	-1,477
АН			1,075	-1,075
ΑI			3,734	-3,734
ΑJ			6,743	-6,743
AK			132	-132
ΑL			8,042	-8,042
АМ	871			871
ΑN	8,789			8,789
ΑО	6,378			6,378
ΑР	67,072			67,072
ΑQ	33,668			33,668
ΑR	6,674			6,674
AS	1,678			1,678
АТ	387			387

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69		(I) Gains (Col (h) gain minus	
	usted basıs 12/31/69	(k) Excess of col (ı) over col (j), ıf any	col (k), but not less than -0-) or Losses (from col (h))
			34,851
			4,401
			565,414
			9,489
			137,734
			-85,229
			0
			1,181
			4,241
			-52
			1,456
			-322
			31,880
			23,931
			58,588
			-1,935
			22,250
			44,354
			3,257
			65,454
			-236
			-2,335
			100,415
			-138,221
			-71,182
			-2,912
			-299
			18,271
			-5
			-4

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showir	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 (ı) over col (j), ıf any	col (k), but not less than -0-) or Losses (from col (h))		
AE			42		
AF			-567		
AG			-1,477		
АН			-1,075		
AI			-3,734		
AJ			-6,743		
AK			-132		
AL			-8,042		
АМ			871		
AN			8,789		
AO			6,378		
AP			67,072		
AQ			33,668		
AR			6,674		
AS			1,678		
AT			387		

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual,	Foundation	Purpose of grant or	A mount
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	status of recipient	contribution	
a Paid during the year				
ADVANCED PLACEMENT STRATEGIES 325 N ST PAUL STREET SUITE 2900 DALLAS,TX 75201	NONE	501(C)(3)	GENERAL	1,064,850
AMERICAN PRAIRIE FOUNDATION PO BOX 908 BOZEMAN,MT 59771	NONE	501(C)(3)	GENERAL	375,000
BABSON COLLEGE - BABSON RISING CAMPAIGN 231 FOREST STREET BABSON PARK, MA 02457	NONE	501(C)(3)	GENERAL	150,000
CATHOLIC CHARITIES OF DALLAS INC 9461 LBJ FREEWAY SUITE 128 DALLAS,TX 75243	NONE	501(C)(3)	GENERAL	1,028,847
CROSS INTERNATIONAL 370 W CAMINO GARDENS BLVD BOCA RATON,FL 33432	NONE	501(C)(3)	GENERAL	200,000
DALLAS OPERA ENDOWMENT 2403 FLORA STREET SUITE 500 DALLAS,TX 75201	NONE	501(C)(3)	GENERAL	112,500
DALLAS THEATRE CENTER 2400 FLORA STREET DALLAS,TX 75201	NONE	501(C)(3)	GENERAL	50,000
ENVIRONMENTAL DEFENSE FUND 1875 CONNECTICUT AVE NW WASHINGTON, DC 20009	NONE	501(C)(3)	GENERAL	250,000
FLOW THROUGH FROM K-1 CIC II LP 500 CRESCENT COURT SUITE 250 DALLAS,TX 75201	NONE	501(C)(3)	GENERAL	173
FLOW THROUGH FROM K-1 KA ENERGY PARTNERS 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS,OH 44122	NONE	501(C)(3)	GENERAL	9
FLOW THROUGH FROM K-1 KA ENERGY PARTNERS 2006 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS,OH 44122	NONE	501(C)(3)	GENERAL	30
FLOW THROUGH FROM K-1 KAYNE ANDERSON MLP FUND 1800 AVENUE OF THE STARS SUITE 200 LOS ANGELES, CA 90067	NONE	501(C)(3)	GENERAL	46
FLOW THROUGH FROM K-1 PRIVATE EQUITY CAPITAL FUND 2005 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS,OH 44122	NONE	501(C)(3)	GENERAL	3
FLOW THROUGH FROM K-1 REAL ESTATE CAPITAL FUND 2005 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS,OH 44122	NONE	501(C)(3)	GENERAL	2
FLOW THROUGH FROM K-1 REAL ESTATE CAPITAL FUND 2006 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS,OH 44122	NONE	501(C)(3)	GENERAL	4
Total				4,031,470

Form 990PF Part XV Line 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	A mount
a Paid during the year				
FLOW THROUGH FROM K-1 REAL ESTATE CAPITAL FUND 2008 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS,OH 44122	NONE	501(C)(3)	GENERAL	3
FLOW THROUGH FROM K-1 REAL ESTATE CAPITAL FUND 20820 CHAGRIN BLVD SUITE 300 SHAKER HEIGHTS,OH 44122	NONE	501(C)(3)	GENERAL	3
MADAGASCAR HEALTH 228 W LEXINGTON ST BALTIMORE,MD 21201	NONE	501(C)(3)	GENERAL	50,000
NATIONAL GEOGRAPHIC 1145 17TH STREET NW WASHINGTON,DC 20036	NONE	501(C)(3)	GENERAL	750,000
Total				4,031,470

TY 2010 General Explanation Attachment

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

ldentifier	Return	Explanation
	Reference	
PART X, LINE 1E DETAILED EXPLANATION	FORM 990- PF, PART X, LINE 1E	ASSET DESCRIPTION REDUCTION CLAIMED EXPLANATION HEDGE FUNDS HEDGE STRATEGY FUND NQP, LLC, \$2,433,260 \$243,326 SEE ITEM 1 INTERNATIONAL STRATEGIES FUND, 2,177,016 217,702 SEE ITEM 1 KAYNE ANDERSON MLP FUND, LP 2,803,585 280,359 SEE ITEM 1 TOWER EAST MAVERICK, LLC 1,515,948 151,595 SEE ITEM 1 CAPITAL GROUP OPPOR FUND 602,894 542,604 SEE ITEM 1 TOTAL ITEM 1 HEDGE FUNDS 9,532,703 953,270 CIC PARTNERS II 719,605 287,842 SEE ITEM 2 DALE EAST TEXAS MINERALS 2008 44,213 17,685 SEE ITEM 2 EVERCORE-LEXINGTON INVES FUND 232,725 93,090 SEE ITEM 2 KAYNE ANDERSON ENERGY PART 267,123 106,849 SEE ITEM 2 KAYNE ANDERSON ENERGY PART 2006 308,075 123,230 SEE ITEM 2 PRIVATE EQUITY CAP FUND 2005 311,352 124,541 SEE ITEM 2 PRIVATE EQUITY CAP FUND 2008 99,562 39,825 SEE ITEM 2 REAL ESTATE CAPITAL FUND, LLC 52,724 21,090 SEE ITEM 2 REAL ESTATE CAPITAL FUND 2005 219,510 87,804 SEE ITEM 2 REAL ESTATE CAPITAL FUND 2005 219,510 87,804 SEE ITEM 2 REAL ESTATE CAPITAL FUND 2006 310,968 124,387 SEE ITEM 2 REAL ESTATE CAPITAL FUND 2008 29,562 TIEM 2 REAL ESTATE CAPITAL FUND 2008 219,510 87,804 SEE ITEM 2 REAL ESTATE CAPITAL FUND 2018 219,510 87,804 SEE ITEM 2 REAL ESTATE TO A TOTAL ITEM 2 PRIVATE EQUITY 2,844,486 1,137,794 TOTALS 12,377,189 2,091,065 EXPLANATIONS 1 - PARTNERSHIPS DESIGNATED WITH A 1 ABOVE ARE PRIVATE INVESTMENT PARTNERSHIPS THAT RESTRICT THE ABILITY TO WITHDRAW FUNDS AS WELL AS THE ABILITY TO SELL INTERESTS TO OUTSIDE PARTIES THEREFORE THESE INVESTMENTS ARE NOT LIQUID ON A DAILLY BASIS, AND AS SUCH A 10% DISCOUNT FROM "NET ASSET VALUE" HAS BEEN REFLECTED ABOVE 2 - PARTNERSHIPS DESIGNATED WITH A 2 ABOVE ARE STAGED PAY-IN INVESTMENTS, WHERE EACH PARTNER COMMITS TO AN AMOUNT WHICH WILL BE FUNDED OVER A PERIOD OF APPROXIMATELY 3-8 YEARS WHEN THE PARTNERSHIP MANAGER ISSUES A "CAPITAL CALL", PARTNERS ARE REQUIRED TO FUND THEIR PRO RATA SHARE OF THE CALL, UNTIL OVER TIME THEIR ENTIRE COMMITMENT IS FUNDED INVESTORS HAVE NO RIGHT TO REQUEST A WITHDRAWAL FROM THESE PARTNERSHIPS WHEN CASH IS GENERATED, THE MANAGING MEMBER OF THE PARTNERSH

TY 2010 Investments Corporate Bonds Schedule

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

Name of Bond	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS (MAIN ACCOUNT)	407,353	408,221
JP MORGAN - MAIN BROKERAGE (BONDS)	1,410,896	1,444,924

TY 2010 Investments Corporate Stock Schedule

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

Name of Stock	End	d of Year Book Value	End of Year Fair Market Value
JP MORGAN - GABELLI		2,465,566	3,614,447
BRANDYWINE FUND		86,578	76,243
GOLDMAN SACHS (MANAGED EQUITY)		0	0
T ROWE PRICE		1,023,910	864,298
JP MORGAN - MAIN BROKERAGE (STOCK)		7,139,063	6,441,516
RED MANGO INC		17,985	10,791

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TY 2010 Investments Govern Obligations Schedule	ment	
Name:	THE ROGER AND R	ROSEMARY ENRICO FOUNDATION
EIN:	75-2871636	
US Government Securities - End of Year Book Value:	1	106,903
US Government Securities - End of Year Fair Market Value:	1	103,080
State & Local Government Securities - End of Year Book Value:		0
State & Local Government		

0

Securities - End of Year Fair

Market Value:

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TY 2010 Investments - Other Schedule

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

FIN: 75-2871636

EIN: 75-2871636				
Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value	
CIC II LP	AT COST	719,604	431,763	
CIC PARTNERS Q LLC	AT COST	0	0	
EVERCORE LEXINGTON	AT COST	232,724	139,635	
HEDGE STRATEGY FUND NPQ	AT COST	2,433,260	2,189,934	
INTERNATIONAL STRATEGIES FUND	AT COST	2,177,016	1,959,314	
KA ENERGY PARTNERS	AT COST	267,123	160,274	
KA ENERGY PARTNERS 2006	AT COST	308,075	184,845	
KAYNE ANDERSON MLP FUND	AT COST	2,803,585	2,523,227	
PRIVATE EQUITY CAPITAL PARTNERS 2005	AT COST	311,352	186,811	
REAL ESTATE CAPITAL FUND	AT COST	52,724	31,634	
REAL ESTATE CAPITAL FUND 2005	AT COST	219,510	131,706	
REAL ESTATE CAPITAL FUND 2006	AT COST	310,968	186,581	
TOWER EAST MAVERICK	AT COST	1,515,946	1,364,353	
DALE EAST TEXAS MINERALS 2008	AT COST	44,213	26,528	
CIC ADVANTAGE HOLDINGS	AT COST	0	0	
PRIVATE EQUITY CAPITAL PARTNERS 2008	AT COST	99,562	59,737	
REAL ESTATE CAPITAL FUND 2008	AT COST	260,644	156,386	
CAPITAL GROUP OPPORTUNISTIC FUND	AT COST	602,893	542,604	



TY 2010 Other Decreases Schedule

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

Description	Amount
M-1: K-1 NON DEDUCTIBLE EXPENSE	2,991

TY 2010 Other Expenses Schedule

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
K-1 INTEREST EXPENSE	111,388	111,388	0	0
K-1 OTHER DEDUCTIONS	17,143	17,143	0	0
K-1 PORTFOLIO DEDUCTIONS	140,612	140,612	0	0
K-1 ROYALTY DEDUCTIONS	77	77	0	0
K-1 SEC 179 EXPENSE	265	265	0	0
K-1 SEC 59E EXEPNSE	64,498	64,498	0	0
BANK FEES	8,749	8,749	0	0
BOND PREMIUM AMORTIZATION	22,631	22,631	0	0
K-1 ORDINARY RENTAL LOSS	26,200	26,200	0	0
K-1 BACKUP WITHHOLDING	213	0	0	0

TY 2010 Other Income Schedule

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 ROYALTY INCOME	3,986	3,986	
K-1 CANCELLED DEBT	2,108	2,108	
K-1 OTHER ORDINARY INCOME	94,486	94,486	
ST PAUL SECURITY LITIGATION	291	291	0
AIG SECURITY LITIGATION	106	106	0

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TY 2010 Other Increases Schedule

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

Description	Amount
M-1: K-1 UNREALIZED G/L	1,216,132
M-1: K-1 - BOOK/TAX DIFFERENCE	332,193

TY 2010 Other Professional Fees Schedule

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GABELLI INVESTMENT FEES	21,303	21,303	0	0
PARAGON ADVISORS	5,000	5,000	0	0

TY 2010 Reduction Explanation Statement

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

EIN: 75-2871636

Explanation: THE OTHER ASSETS REPRESENT PARTNERSHIP INTERESTS. THESE

INVESTMENTS ARE RESTRICTED IN THEIR ABILITY TO WITHDRAW FUNDS OR TO SELL INTERESTS TO OUTSIDE PARTIES. GIVEN THE LIMITATIONS ON LIQUIDITY, CONTROL, AND MARKETABILITY, DISCOUNTS FROM THE MARKET VALUES HAVE BEEN REFLECTED

ABOVE.THE FMV OF HEDGE FUND INVESTMENTS BEFORE

REDUCTION IS \$9,532,703. A 10% DISCOUNT IS CLAIMED WHICH TOTALS \$953,270. THE FMV OF PRIVATE EQUITY INVESTMENTS BEFORE REDUCTION IS \$2,844,486. A 40% DISCOUNT IS CLAIMED WHICH TOTALS \$1,137,794. FOR ADDITIONAL INFORMATION,

PLEASE CONTACT J. ZUPEC AT 216-491-3990.

TY 2010 Taxes Schedule

Name: THE ROGER AND ROSEMARY ENRICO FOUNDATION

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE WITHHOLDING	1,012	1,012	0	0
FOREIGN TAX	4,660	4,660	0	0