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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

1012
OMB No 1545-0052

2010

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 , **2010, and ending** ,

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

THE GREENBAUM FOUNDATION
P.O. BOX 9910
RANCHO SANTA FE, CA 92067-4910

RECEIVED
FEB 21 2014
TAX BRANCH

A Employer identification number
87-6217358
B Telephone number (see the instructions)
(858) 759-8835
C If exemption application is pending, check here ☐
D 1 Foreign organizations, check here ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ☐
E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation
I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 30,490,121.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc. received (att sch)	782,812.			
2 Ck <input checked="" type="checkbox"/> If the foundn is not req to att Sch B				
3 Interest on savings and temporary cash investments	379,750.	379,750.		
4 Dividends and interest from securities	341,214.	341,214.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	575,832.			
b Gross sales price for all assets on line 6a	7,507,269.			
7 Capital gain net income (from Part IV, line 2)		575,832.		
8 Net short-term capital gain			225,093.	
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit/(loss) (att sch)				
11 Other income (attach schedule)				
SEE STATEMENT 1	-114,751.			
12 Total. Add lines 1 through 11	1,964,857.	1,296,796.	225,093.	
13 Compensation of officers, directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach sch)				
c Other prof fees (attach sch)	15,921.	15,921.		
SEE ST 2				
17 Interest				
18 Taxes (attach schedule)(see instr)	5,091.	5,091.		
SEE STM 3				
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	12,460.	12,460.		
22 Printing and publications				
23 Other expenses (attach schedule)				
SEE STATEMENT 4	47.	47.		
24 Total operating and administrative expenses. Add lines 13 through 23	33,519.	33,519.		
25 Contributions, gifts, grants paid PART XV	2,034,530.			2,034,530.
26 Total expenses and disbursements. Add lines 24 and 25	2,068,049.	33,519.	0.	2,034,530.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-103,192.			
b Net investment income (if negative, enter -0-)		1,263,277.		
c Adjusted net income (if negative, enter 0)			225,093.	

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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			
	2	Savings and temporary cash investments	2,291,470.	913,333.	913,333.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7	Other notes and loans receivable (attach sch.)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments — U.S. and state government obligations (attach schedule)			
	b	Investments — corporate stock (attach schedule)	26,275,967.	29,576,788.	29,576,788.
	c	Investments — corporate bonds (attach schedule)			
	LIABILITIES	11	Investments — land, buildings, and equipment: basis		
		Less: accumulated depreciation (attach schedule)			
12		Investments — mortgage loans			
13		Investments — other (attach schedule)			
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 instructions. Also, see page 1, item 1)	28,567,437.	30,490,121.	30,490,121.
17		Accounts payable and accrued expenses			
18		Grants payable	12,500.		
19	Deferred revenue				
20	Loans from officers, directors, trustees, & other disqualified persons				
21	Mortgages and other notes payable (attach schedule)				
22	Other liabilities (describe)				
23	Total liabilities (add lines 17 through 22)	12,500.	0.		
NET FUND ASSETS	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	28,554,937.	30,490,121.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see the instructions)	28,554,937.	30,490,121.	
	31	Total liabilities and net assets/fund balances (see the instructions)	28,567,437.	30,490,121.	

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	28,554,937.
2	Enter amount from Part I, line 27a	2	-103,192.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 5	3	2,038,393.
4	Add lines 1, 2, and 3	4	30,490,138.
5	Decreases not included in line 2 (itemize) SEE STATEMENT 6	5	17.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	30,490,121.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 7				
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	575,832.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 </div>		3	225,093.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009	1,992,556.	26,668,794.	0.074715
2008	1,992,985.	32,692,952.	0.060961
2007	1,996,323.	34,210,271.	0.058354
2006	2,271,764.	32,515,042.	0.069868
2005	789,584.	30,040,386.	0.026284

2 Total of line 1, column (d)	2	0.290182
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	0.058036
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5.	4	28,246,078.
5 Multiply line 4 by line 3	5	1,639,289.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,633.
7 Add lines 5 and 6	7	1,651,922.
8 Enter qualifying distributions from Part XII, line 4	8	2,034,530.

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.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instr.)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	12,633.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	12,633.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	12,633.
6 Credits/Payments			
a 2010 estimated tax pmts and 2009 overpayment credited to 2010	6a	66,422.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	66,422.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	53,789.	
11 Enter the amount of line 10 to be Credited to 2011 estimated tax 53,789. 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions) CA		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Part VII-A: Statements Regarding Activities (Continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>JAMES R. GREENBAUM, JR.</u> Telephone no <u>(858) 759-8835</u> Located at <u>P.O. BOX 9910, RANCHO SANTA FE, CA</u> ZIP + 4 <u>92067-4910</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 — Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>	16	Yes	No X

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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	N/A
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? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement — see the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__ , 20__ , 20__ , 20__</u>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010</i>)	3b	X
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

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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 instructions)

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

☐**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?☐ Yes ☒ No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

*Equivalency Determination method used***6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b X

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JAMES R. GREENBAUM, JR. P.O. BOX 9910 RANCHO SANTA FE, CA 92067-4910	TRUSTEE 40	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE'.

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

Total number of others receiving over \$50,000 for professional services 0**Part IX-A** Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	25,877,975.
b Average of monthly cash balances	1b	1,764,828.
c Fair market value of all other assets (see instructions)	1c	1,033,418.
d Total (add lines 1a, b, and c)	1d	28,676,221.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	28,676,221.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	430,143.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,246,078.
6 Minimum investment return. Enter 5% of line 5	6	1,412,304.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6		1	1,412,304.
2a Tax on investment income for 2010 from Part VI, line 5	2a	12,633.	
b Income tax for 2010 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b	2c		12,633.
3 Distributable amount before adjustments Subtract line 2c from line 1	3		1,399,671.
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5		1,399,671.
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7		1,399,671.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	2,034,530.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,034,530.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	12,633.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,021,897.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				1,399,671.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006	711,186.			
c From 2007	322,929.			
d From 2008	379,227.			
e From 2009	675,464.			
f Total of lines 3a through e	2,088,806.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 2,034,530.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				1,399,671.
e Remaining amount distributed out of corpus	634,859.			
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	2,723,665.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	2,723,665.			
10 Analysis of line 9:				
a Excess from 2006	711,186.			
b Excess from 2007	322,929.			
c Excess from 2008	379,227.			
d Excess from 2009	675,464.			
e Excess from 2010	634,859.			

BAA

Form 990-PF (2010)

N/A

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

b 85% of line 2a

d Amounts included in line 2c not used directly for active conduct of exempt activities.

3 Complete 3a, b, or c for the alternative test relied upon.

a 'Assets' alternative test – enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c 'Support' alternative test – enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization.

(4) Gross investment income

Part XV **Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)**

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2))

JAMES R. GREENBAUM, JR.

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

JAMES R. GREENBAUM, JR.

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

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

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

SEE STATEMENT 8

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED LIST		PUBLIC	GENERAL FUND	2,034,530.
Total			3a	2,034,530.
b Approved for future payment				
Total			3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1	Program service revenue					
a						
b						
c						
d						
e						
f						
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	379,750.	
4	Dividends and interest from securities			14	341,214.	
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					575,832.
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue					
a	FEE REBATES-OTHER INCOME			14		
b	PARTNERSHIP INCOME (LOSS)			14	-114,751.	
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				606,213.	575,832.
13	Total. Add line 12, columns (b), (d), and (e)				13	1,182,045.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

THE GREENBAUM FOUNDATION

87-6217358

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

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME (LOSS)			
TOTAL	\$ -114,751.	\$ -114,751.	0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES				
TOTAL	\$ 15,921.	\$ 15,921.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES				
TOTAL	\$ 5,091.	\$ 5,091.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER PORTFOLIO EXPENSES				
TOTAL	\$ 47.	\$ 47.	\$ 0.	\$ 0.

STATEMENT 5
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

CHANGE IN UNREALIZED GAINS/LOSSES				
TOTAL			\$ 2,038,393.	\$ 2,038,393.

THE GREENBAUM FOUNDATION

87-6217358

STATEMENT 6
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

NON-DEDUCTIBLE EXPENSES

TOTAL \$ 17.
 TOTAL \$ 17.

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	1256 CONTRACT ST	PURCHASED	VARIOUS	VARIOUS
2	1256 CONTRACT LT	PURCHASED	VARIOUS	VARIOUS
3	MS CHARTER CAMPBELL LP ST	PURCHASED	VARIOUS	VARIOUS
4	MS CHARTER CAMPBELL LP LT	PURCHASED	VARIOUS	VARIOUS
5	MS CHARTER ASPECT ST	PURCHASED	VARIOUS	VARIOUS
6	MS CHARTER ASPECT LT	PURCHASED	VARIOUS	VARIOUS
7	MS CHARTER GRAHAM LP ST	PURCHASED	VARIOUS	VARIOUS
8	MS CHARTER GRAHAM LP LT	PURCHASED	VARIOUS	VARIOUS
9	MS CHARTER WNT LP ST	PURCHASED	VARIOUS	VARIOUS
10	MS CHARTER WNT LP LT	PURCHASED	VARIOUS	VARIOUS
11	MS ACCT#026607 ST	PURCHASED	VARIOUS	VARIOUS
12	MS ACCT#026607 LT	PURCHASED	VARIOUS	VARIOUS
13	MS ACCT#022039 ST	PURCHASED	VARIOUS	VARIOUS
14	MS ACCT#114273 ST	PURCHASED	VARIOUS	VARIOUS
15	MS ACCT#114273 LT	PURCHASED	VARIOUS	VARIOUS

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	157,951.		0.	157,951.				\$ 157,951.
2	236,927.		0.	236,927.				236,927.
3	17,957.		0.	17,957.				17,957.
4	3,961.		0.	3,961.				3,961.
5	4,916.		0.	4,916.				4,916.
6	6,071.		0.	6,071.				6,071.
7	0.		53,739.	-53,739.				-53,739.
8	6,558.		0.	6,558.				6,558.
9	13,601.		0.	13,601.				13,601.
10	6,790.		0.	6,790.				6,790.
11	359,118.		349,249.	9,869.				9,869.
12	391,679.		392,152.	-4,755.				-4,755.
13	842,760.		801,368.	41,392.				41,392.
14	467,433.		434,287.	33,146.				33,146.
15	146,642.		137,124.	9,518.				9,518.
TOTAL							\$	575,832.

STATEMENT 8
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM: N/A
 NAME:
 CARE OF:
 STREET ADDRESS:

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

CITY, STATE, ZIP CODE:

TELEPHONE:

FORM AND CONTENT: N/A

SUBMISSION DEADLINES: N/A

RESTRICTIONS ON AWARDS: N/A

Greenbaum Foundation 2010 Grants

Tostan (Africa)	364,220
Polaris Project	350,000
Worldwide Documentaries (Not My Life)	250,000
Project Compassion Soldier Fund	124,800
La Conscience (Togo, W. Africa)	114,000 **
Rady Children's Hospital Foundation	100,000
The William J. Clinton Foundation (Health Access Initiative)	100,000
Women's Campaign International	100,000
Earth Island Institute (Dolphin Rescue Projects)	75,000
STOP Trafficking & Oppression of Children & Women (India)	55,000 **
Hands To Hearts International	50,000
Kidsave International	50,000
Rescue Foundation (Mumbai, India)	50,000 **
Whole Child International	40,000
One Heart World-Wide	34,000
End Slavery Now	31,640
Bilateral Safety Corridor Coalition-BSCC	30,120
T. Colin Campbell Foundation	25,000
Global Centurian (Haiti Project)	15,000
United Jewish Federation of San Diego Co	15,000
Animal Advocates of the United States	12,000
Elephants In Crisis	10,000
Mapendo International	10,000
The World Affairs Council of Northern CA	10,000
Doc to Dock (Haiti Project)	7,500
Temple Solel	4,400
Solana Santa Fe P.T.O.	3,000
Voice For The Animals Foundation	1,100
Earl Warren Middle School PTSA	1,000
Sundt Memorial Foundation	1,000
Rancho Coastal Humane - Encinitas, CA	750
Total	<hr/> 2,034,530

**** EQUIVALENCY DETERMINATIONS WERE MADE RELATED TO THESE
FOREIGN CHARITIES. ALL RELEVANT DOCUMENTATION IS ON
FILE WITH THE FOUNDATION.**

The Greenbaum Foundation - EIN # 87-6217358
2010 Realized Gain/Loss for Account 632 114273

Name	Symbol/Cusip	Buy/Dividend	Quantity	Date Acquired	Date Sold	Unit Cost	Total Cost	Adj. Cost	Proceeds	Realized Gain/Loss	Period
BB&T CORP 5 200 12-23-15	054937AE7	Buys	200,000.00	8/27/2009	8/20/2010	101.44	202884	202489.79	219,308.00	16818.21	Short
BP CAPITAL MKRKS 3 7/8 3-10-15	05565QBH0	Buys	250,000.00	7/14/2010	8/20/2010	92.72	231797.5	231797.5	248,125.00	16327.5	Short
AMERIPRISE FINL 5 3/50 11-15-10	03076CAAA	Buys	50,000.00	4/6/2006	11/15/2010	100.32	50157.55	50000	50,000.00	0	Long
BANK OF AMERICA 7 400 1-15-11	060505AG9	Buys	250,000.00	3/18/2009	12/2/2010	88	220005.25	220005.25	251,622.50	31617.25	Long
FHR 2801 SU FLR 16 141 10-15-32	31394YDZ4	Buys	259.62	3/9/2005	6/15/2010	87.5	227.17	227.17	259.62	32.45	Long ADJ 4/20/09
FHR 2801 SU FLR 16 162 10-15-32	31394YDZ4	Buys	65.86	3/9/2005	7/15/2010	87.5	57.63	57.63	65.86	8.23	Long ADJ 4/20/09
FHR 2801 SU FLR 16 172 10-15-32	31394YDZ4	Buys	1,514.75	3/9/2005	5/15/2010	87.5	1325.41	1325.41	1,514.75	189.34	Long ADJ 4/20/09
FHR 2801 SU FLR 16 319 10-15-32	31394YDZ4	Buys	53.35	3/9/2005	8/15/2010	87.5	46.68	46.68	53.35	6.67	Long ADJ 4/20/09
FHR 2801 SU FLR 16 364 10-15-32	31394YDZ4	Buys	1,075.47	3/9/2005	9/15/2010	87.5	941.04	941.04	1,075.47	134.43	Long ADJ 4/20/09
FHR 2801 SU FLR 16 366 10-15-32	31394YDZ4	Buys	3,056.16	3/9/2005	10/15/2010	87.5	2674.14	2674.14	3,056.16	382.02	Long ADJ 4/20/09
FHR 2801 SU FLR 16 373 10-15-32	31394YDZ4	Buys	1,038.04	3/9/2005	4/15/2010	87.5	908.29	908.29	1,038.04	129.75	Long ADJ 4/20/09
FHR 2801 SU FLR 16 371 10-15-32	31394YDZ4	Buys	3,739.47	3/9/2005	11/15/2010	87.5	3272.04	3272.04	3,739.47	467.43	Long ADJ 4/20/09
FHR 2801 SU FLR 16 422 10-15-32	31394YDZ4	Buys	2,716.13	3/9/2005	1/15/2010	87.5	2376.61	2376.61	2,716.13	339.52	Long ADJ 4/20/09
FHR 2801 SU FLR 16 428 10-15-32	31394YDZ4	Buys	1,647.14	3/9/2005	2/15/2010	87.5	1441.25	1441.25	1,647.14	205.89	Long ADJ 4/20/09
FHR 2801 SU FLR 16 430 10-15-32	31394YDZ4	Buys	4,979.20	3/9/2005	3/15/2010	87.5	4356.8	4356.8	4,979.20	622.4	Long ADJ 4/20/09
FHR 2875 CB 5 1/2 8-15-33	31395HD49	Buys	58,208.61	3/6/2007	1/15/2010	100.63	58572.41	58572.41	58,208.61	-363.8	Long
FHR 2875 CB 5 1/2 8-15-33	31395HD49	Buys	36,934.75	3/6/2007	2/15/2010	100.63	37165.59	37165.59	36,934.75	-230.84	Long
FHR 2875 CB 5 1/2 8-15-33	31395HD49	Buys	86,199.75	3/6/2007	3/15/2010	100.63	86738.5	86738.5	86,199.75	-538.75	Long
FHR 3056 DS 23 201 4-15-35	31396CSW6	Buys	2,635.74	5/14/2007	6/15/2010	99	2609.38	2609.38	2,635.74	26.36	Long
FHR 3056 DS 23 230 4-15-35	31396CSW6	Buys	5,830.08	5/14/2007	7/15/2010	99	5771.78	5771.78	5,830.08	58.3	Long
FHR 3056 DS 23 244 4-15-35	31396CSW6	Buys	4,754.45	5/14/2007	5/15/2010	99	4706.91	4706.91	4,754.45	47.54	Long
FHR 3056 DS 23 452 4-15-35	31396CSW6	Buys	3,834.17	5/14/2007	8/15/2010	99	3795.83	3795.83	3,834.17	38.34	Long
FHR 3056 DS 23 506 4-15-35	31396CSW6	Buys	9,835.74	5/14/2007	12/15/2010	99	9737.38	9737.38	9,835.74	98.36	Long
FHR 3056 DS 23 516 4-15-35	31396CSW6	Buys	10,187.69	5/14/2007	9/15/2010	99	10085.81	10085.81	10,187.69	101.88	Long
FHR 3056 DS 23 519 4-15-35	31396CSW6	Buys	10,569.82	5/14/2007	10/15/2010	99	10464.12	10464.12	10,569.82	105.7	Long
FHR 3056 DS 23 526 4-15-35	31396CSW6	Buys	4,810.72	5/14/2007	4/15/2010	99	4762.61	4762.61	4,810.72	48.11	Long
FHR 3056 DS 23 529 4-15-35	31396CSW6	Buys	10,088.75	5/14/2007	11/15/2010	99	9987.86	9987.86	10,088.75	100.89	Long
FHR 3056 DS 23 598 4-15-35	31396CSW6	Buys	5,372.35	5/14/2007	1/15/2010	99	5318.63	5318.63	5,372.35	53.72	Long
FHR 3056 DS 23 607 4-15-35	31396CSW6	Buys	4,680.89	5/14/2007	2/15/2010	99	4634.08	4634.08	4,680.89	46.81	Long
FHR 3061 SC 16 913 11-15-35	31396EXD3	Buys	31,291.44	5/14/2007	3/15/2010	99	30978.53	30978.53	31,291.44	312.91	Long
FHR 3061 SC 16 937 11-15-35	31396EXD3	Buys	10,422.34	2/27/2008	6/15/2010	94.5	9849.11	9849.11	10,422.34	573.23	Long
FHR 3061 SC 16 948 11-15-35	31396EXD3	Buys	1,251.72	2/27/2008	7/15/2010	94.5	1182.88	1182.88	1,251.72	68.84	Long
FHR 3061 SC 17 159 11-15-35	31396EXD3	Buys	34,334.60	2/27/2008	5/15/2010	94.5	32446.2	32446.2	34,334.60	1888.4	Long
FHR 3061 SC 17 167 11-15-35	31396EXD3	Buys	33,129.71	2/27/2008	12/15/2010	94.5	31307.58	31307.58	33,129.71	1822.13	Long
FHR 3061 SC 17 170 11-15-35	31396EXD3	Buys	18,378.93	2/27/2008	9/15/2010	94.5	17368.09	17368.09	18,378.93	1010.84	Long
FHR 3061 SC 17 175 11-15-35	31396EXD3	Buys	16,191.27	2/27/2008	10/15/2010	94.5	15300.75	15300.75	16,191.27	890.52	Long
FHR 3061 SC 17 178 11-15-35	31396EXD3	Buys	9,804.54	2/27/2008	4/15/2010	94.5	9265.29	9265.29	9,804.54	539.25	Long
FHR 3061 SC 17 242 11-15-35	31396EXD3	Buys	37,940.31	2/27/2008	11/15/2010	94.5	35853.59	35853.59	37,940.31	2086.72	Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	46,737.02	2/27/2008	3/15/2010	94.5	44166.48	44166.48	46,737.02	2570.54	Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	2,648.70	11/30/2006	1/15/2010	100.5	2661.94	2661.94	2,648.70	-13.24	Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	3,471.76	11/30/2006	2/15/2010	100.5	3489.12	3489.12	3,471.76	-17.36	Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	18,247.78	11/30/2006	3/15/2010	100.5	18339.02	18339.02	18,247.78	-91.24	Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	5,169.64	11/30/2006	4/15/2010	100.5	5195.49	5195.49	5,169.64	-25.85	Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	3,684.14	11/30/2006	5/15/2010	100.5	3702.56	3702.56	3,684.14	-18.42	Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	5,256.79	11/30/2006	6/15/2010	100.5	5283.07	5283.07	5,256.79	-26.28	Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	3,732.81	11/30/2006	7/15/2010	100.5	3751.47	3751.47	3,732.81	-18.66	Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	1,760.29	11/30/2006	8/15/2010	100.5	1769.09	1769.09	1,760.29	-8.8	Long

FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	4,111 14	11/30/2006	9/15/2010	100 5	4131 7	4131 7	4131 7	4,111 14	-20 56 Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	2,482 89	11/30/2006	10/15/2010	100 5	2495 3	2495 3	2495 3	2,482 89	-12 41 Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	2,882 07	11/30/2006	11/15/2010	100 5	2896 48	2896 48	2896 48	2,882 07	-14 41 Long
FHR 3237 CB 5 1/2 7-15-36	31397CDN6	Buys	5,394 75	11/30/2006	12/15/2010	100 5	5421 72	5421 72	5421 72	5,394 75	-26 97 Long
FHR 3305 AA 5 1/2 2-15-25	31397GSQ4	Buys	9,000 00	4/13/2007	1/13/2010	100	9000	9000	9000	9,000 00	0 Long
FHR 3305 AA 5 1/2 2-15-25	31397GSQ4	Buys	1,000 00	4/13/2007	2/9/2010	100	1000	1000	1000	1,000 00	0 Long
FHR 3305 AA 5 1/2 2-15-25	31397GSQ4	Buys	52,000 00	4/13/2007	3/10/2010	100	52000	52000	52000	52,000 00	0 Long
FHR 3305 AA 5 1/2 2-15-25	31397GSQ4	Buys	8,000 00	4/13/2007	4/12/2010	100	8000	8000	8000	8,000 00	0 Long
FHR 3305 AA 5 1/2 2-15-25	31397GSQ4	Buys	12,000 00	4/13/2007	5/12/2010	100	12000	12000	12000	12,000 00	0 Long
FHR 3305 AA 5 1/2 2-15-25	31397GSQ4	Buys	9,000 00	4/13/2007	6/9/2010	100	9000	9000	9000	9,000 00	0 Long
FHR 3305 AA 5 1/2 2-15-25	31397GSQ4	Buys	3,000 00	4/13/2007	7/15/2010	100	3000	3000	3000	3,000 00	0 Long
FHR 3305 AA 5 1/2 2-15-25	31397GSQ4	Buys	12,000 00	4/13/2007	8/11/2010	100	12000	12000	12000	12,000 00	0 Long
FHR 3305 AA 5 1/2 2-15-25	31397GSQ4	Buys	3,000 00	4/13/2007	9/16/2010	100	3000 06	3000 06	3000 06	-0 06 Long	
FHR 3305 AA 5 1/2 2-15-37	31397HEP9	Buys	15,000 00	5/2/2007	1/13/2010	100	15000	15000	15000	0 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	8,000 00	5/2/2007	2/9/2010	100	8000	8000	8000	0 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	47,000 00	5/2/2007	3/10/2010	100	47000 99	47000 99	47000 99	-0 99 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	25,000 00	5/22/2007	3/10/2010	99 63	24906 25	24906 25	24906 25	93 75 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	14,000 00	5/22/2007	4/12/2010	99 63	13947 5	13947 5	13947 5	52 5 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	17,000 00	5/22/2007	5/12/2010	99 63	16936 25	16936 25	16936 25	63 75 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	15,000 00	5/22/2007	6/10/2010	99 63	14943 75	14943 75	14943 75	56 25 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	11,000 00	5/22/2007	7/15/2010	99 63	10958 75	10958 75	10958 75	41 25 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	18,000 00	5/22/2007	8/11/2010	99 63	17932 5	17932 5	17932 5	67 5 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	24,000 00	5/22/2007	9/10/2010	99 63	23910	23910	23910	90 Long	
FHR 3319 CC 5 1/2 2-15-37	31397HEP9	Buys	26,000 00	5/22/2007	10/18/2010	99 63	25903 41	25903 41	25903 41	96 59 Long	
FHR 3320 NB 5 1/2 11-15-36	31397HGV4	Buys	7,704 15	6/1/2007	1/15/2010	99 13	7636 74	7636 74	7,704 15	67 41 Long	
FNR 07-80 TJ 6 000 2-25-37	31396XEF7	Buys	10,617 68	8/15/2007	1/25/2010	100	10617 68	10617 68	10,617 68	0 Long	
FNR 07-80 TJ 6 000 2-25-37	31396XEF7	Buys	3,161 67	8/15/2007	2/25/2010	100	3161 67	3161 67	3,161 67	0 Long	
FNR 07-80 TJ 6 000 2-25-37	31396XEF7	Buys	2,284 20	8/15/2007	3/25/2010	100	2284 2	2284 2	2,284 20	0 Long	
GECC 552 9-15-14	36962GK94	Buys	250,000 00	3/16/2009	9/24/2010	72	180005 25	180005 25	59619 75 Long	\$136,590.59	
							\$1,795,822.71	\$1,795,270.95	\$1,933,861.54		

The Greenbaum Foundation - EIN # 87-6217358
2010 Realized Gain/Loss for Account 632 022039

Name	Symbol/Cusip	Buy/Dividend	Quantity	Date Acquired	Date Sold	Unit Cost	Total Cost	Adj. Cost	Proceeds	Realized Gain/Loss	Period
CITIGROUP INC	C	Buys	33,000 00	12/6/2010	12/7/2010	4 35	143550	143550	149,498 12	5948 12	Short
DELTA AIR LINES INC NEW	DAL	Buys	0	1/7/2010	1/7/2010	0	0	0	6 88	6 88	Cash in Lieu
DELTA AIR LINES INC NEW	DAL	Buys	0	1/7/2010	10/6/2010	0	0	0	4 65	4 65	Cash in Lieu
DELTA AIR LINES INC NEW	DAL	Buys	0	1/7/2010	12/29/2010	0	0	0	5 61	5 61	Cash in Lieu
GENERAL MTRS CO	GM	Buys	5,000 00	11/18/2010	11/18/2010	33	165000	165000	176,250 56	11250 56	Short
GENL MTRS CO B MAND CV JR PFD	GM B	Buys	5,000 00	11/18/2010	11/18/2010	50	250000	250000	259,583 78	9583 78	Short
MORGAN STANLEY 2 350 5-14-10	61746BDD5	Buys	250,000 00	3/27/2009	2/17/2010	97 13	242817 75	242817 75	251,019 75	8202	Short
SYRATECH CORP RST	871824983	Buys	0	8/1/2005	1/20/2010	0	0	0	6,390 45	6390 45	Cash in Lieu
							\$801,367.75	\$801,367.75	\$842,759.80		\$41,392.05

The Greenbaum Foundation - EIN # 87-6217358
2010 Realized Gain/Loss for Account 632 026607

Name	Symbol/Cusip	Buy/Dividend	Quantity	Date Acquired	Date Sold	Unit Cost	Total Cost	Adj Cost	Proceeds	Realized Gain/Loss	Period
ISHARES MSCI JAPAN INDEX FUND	EWJ	Buys	2,000.00	5/18/2010	10/29/2010	9.77	19548	19548	20,056.86	508.86	Short
LOCKHEED MARTIN CORP	LMT	Buys	350	5/18/2010	8/4/2010	80.83	28290.4	28290.4	26,255.02	-2035.38	Short
MC DONALDS CORP	MCD	Buys	1,230.00	8/27/2009	5/17/2010	56.98	70083.06	70083.06	85,618.36	15535.3	Short
RESEARCH IN MOTION	RIMM	Buys	3,100.00	11/11/2009	5/7/2010	64.74	200681.6	200681.6	203,014.94	2333.34	Short
WELLS FARGO & CO NEW	WFC	Buys	1,000.00	5/18/2010	10/18/2010	30.65	30645.8	30645.8	24,172.49	-6473.31	Short
ADOBE SYSTEMS	ADBE	Buys	5,900.00	7/15/2008	9/23/2010	40.4	238338.76	238338.76	156,878.34	-81460.42	Long
ANADARKO PETE	APC	Buys	4,200.00	1/5/2009	5/25/2010	42.52	178565.94	178565.94	214,675.59	36109.65	Long
Coca Cola Co	KO	Buys	6,000.00	5/4/2007	5/17/2010	53.25	319492.2	319492.2	318,991.80	-500.4	Long
CVS CAREMARK CORP	CVS	Buys	3,380.00	10/7/2004	6/16/2010	21.86	73894.41	73894.41	107,955.37	34060.96	Long
CVS CAREMARK CORP	CVS	Buys	1,200.00	3/22/2005	6/16/2010	26.33	31590	31590	38,327.35	6737.35	Long
CVS CAREMARK CORP	CVS	Buys	220	4/26/2005	6/16/2010	26.09	5739.8	5739.8	7,028.68	1286.88	Long
CVS CAREMARK CORP	CVS	Buys	300	8/15/2005	6/16/2010	29.78	8934	8934	9,581.84	647.84	Long
CVS CAREMARK CORP	CVS	Buys	300	9/15/2005	6/16/2010	29.12	8736	8736	9,581.84	845.84	Long
CVS CAREMARK CORP	CVS	Buys	1,300.00	2/8/2006	6/16/2010	28.21	36673	36673	41,521.30	4848.3	Long
CVS CAREMARK CORP	CVS	Buys	1,300.00	7/25/2006	6/16/2010	32.7	68665.38	68665.38	67,072.86	-1592.52	Long
GILEAD SCIENCE	GILD	Buys	6,500.00	4/12/2006	1/5/2010	30.5	198268.85	198268.85	278,908.48	80639.63	Long
INTEL CORP	INTC	Buys	9,700.00	7/17/2009	9/14/2010	18.31	177597.3	177597.3	181,124.06	3526.76	Long
ISHARES MSCI JAPAN INDEX FUND	EWJ	Buys	2,210.00	3/22/2005	10/29/2010	10.98	24265.8	24265.8	22,162.83	-2102.97	Long
ISHARES MSCI JAPAN INDEX FUND	EWJ	Buys	10	4/19/2005	10/29/2010	10.1	101	101	100.28	-0.72	Long
ISHARES MSCI JAPAN INDEX FUND	EWJ	Buys	2,800.00	4/19/2005	10/29/2010	10.1	28280	28280	28,079.60	-200.4	Long
ISHARES MSCI JAPAN INDEX FUND	EWJ	Buys	1,260.00	6/8/2005	10/29/2010	10.27	12940.2	12940.2	12,635.82	-304.38	Long
ISHARES MSCI JAPAN INDEX FUND	EWJ	Buys	720	8/15/2005	10/29/2010	11.06	7963.2	7963.2	7,220.47	-742.73	Long
ISHARES MSCI JAPAN INDEX FUND	EWJ	Buys	7,000.00	8/27/2009	10/29/2010	10.19	71318.8	71318.8	70,199.01	-1119.79	Long
ISHARES MSCI JAPAN INDEX FUND	EWJ	Buys	2,500.00	2/14/2008	8/25/2010	58.69	146733.75	146733.75	106,362.45	-40371.3	Long
ITT CORP	ITT	Buys	1,500.00	3/19/2008	8/25/2010	54.63	81938.4	81938.4	63,817.47	-18120.93	Long
JOHNSON & JOHNSON	JNJ	Buys	2,360.00	9/16/2008	8/5/2010	69.89	164936.15	164936.15	140,957.34	-23978.81	Long
JOHNSON & JOHNSON	JNJ	Buys	840	9/19/2008	8/5/2010	70.08	58867.62	58867.62	50,171.26	-8696.36	Long
LOCKHEED MARTIN CORP	LMT	Buys	2,060.00	1/30/2009	8/4/2010	83.46	171923.07	171923.07	154,529.52	-17393.55	Long
LOWES COMPANIES INC	LOW	Buys	4,850.00	8/12/2008	3/30/2010	24.09	116838.93	116838.93	118,400.07	1561.14	Long
MC DONALDS CORP	MCD	Buys	2,170.00	1/24/2008	5/17/2010	55.53	120490.34	120490.34	151,060.28	30559.94	Long
METLIFE INCORPORATED	MET	Buys	5,200.00	9/23/2009	11/15/2010	38.64	200944.64	200944.64	208,397.39	7452.75	Long
MONSANTO CO/NEW	MON	Buys	280	7/2/2007	4/16/2010	68.49	19178.38	19178.38	17,896.93	-1281.45	Long
MONSANTO CO/NEW	MON	Buys	840	12/17/2008	4/16/2010	77.05	64718.39	64718.39	53,690.80	-11027.59	Long
MONSANTO CO/NEW	MON	Buys	1,120.00	7/2/2007	5/13/2010	68.49	76713.5	76713.5	62,372.52	-14340.98	Long
PEPSICO INC NC	PEP	Buys	83	3/20/2003	5/17/2010	40.22	3338.26	3338.26	5,507.81	2169.55	Long
PEPSICO INC NC	PEP	Buys	450	4/16/2003	5/17/2010	39.62	17829	17829	29,861.63	12032.63	Long
PEPSICO INC NC	PEP	Buys	350	5/14/2003	5/17/2010	43.47	15213	15213	23,225.71	8012.71	Long
PEPSICO INC NC	PEP	Buys	480	6/12/2003	5/17/2010	44.22	21225.6	21225.6	31,852.41	10626.81	Long
PEPSICO INC NC	PEP	Buys	370	7/8/2003	5/17/2010	44.77	16564.9	16564.9	24,552.90	7988	Long
PEPSICO INC NC	PEP	Buys	407	8/13/2003	5/17/2010	44.97	18302.79	18302.79	27,008.19	8705.4	Long
PEPSICO INC NC	PEP	Buys	1,310.00	3/22/2005	5/17/2010	52.31	68526.1	68526.1	86,930.52	18404.42	Long
PEPSICO INC NC	PEP	Buys	170	6/8/2005	5/17/2010	55.4	9418	9418	11,281.06	1863.06	Long
PEPSICO INC NC	PEP	Buys	40	6/15/2005	5/17/2010	55.74	2229.6	2229.6	2,654.37	424.77	Long
PEPSICO INC NC	PEP	Buys	440	8/15/2005	5/17/2010	54.99	24195.6	24195.6	29,198.04	5002.44	Long
PEPSICO INC NC	PEP	Buys	800	2/8/2006	5/17/2010	57.04	45632	45632	53,087.34	7455.34	Long
PEPSICO INC NC	PEP	Buys	40	6/15/2005	5/17/2010	35.26	1410.2	1410.2	1,844.11	433.91	Long
PHILIP MORRIS INTL INC	PM	Buys	1,860.00	2/8/2006	5/17/2010	37.92	70528.95	70528.95	85,751.25	15222.3	Long
PHILIP MORRIS INTL INC	PM	Buys	300	3/10/2006	5/17/2010	38.83	11647.85	11647.85	13,830.85	2183	Long
PHILIP MORRIS INTL INC	PM	Buys	1,000.00	6/20/2006	5/17/2010	38.16	38157.58	38157.58	46,102.82	7945.24	Long
PHILIP MORRIS INTL INC	PM	Buys	2,700.00	4/3/2007	5/17/2010	48.05	129730.26	129730.26	124,477.62	-5252.64	Long
POWERSHARES QQQ TR	QQQQ	Buys	7,900.00	10/16/2006	2/10/2010	42.48	335593.58	335593.58	340,935.18	5341.6	Long
WAL MART STORES INC	WMT	Buys	800	3/11/2008	4/16/2010	49.93	39944.95	39944.95	43,180.95	3236	Long
WAL MART STORES INC	WMT	Buys	2,000.00	1/12/2009	4/16/2010	51.28	102555.8	102555.8	107,952.37	5396.57	Long
WELLS FARGO & CO NEW	WFC	Buys	5,290.00	12/8/2008	10/18/2010	31.4	166101.24	166101.24	127,872.48	-38228.76	Long
							\$4,202,041.93	\$4,202,041.93	\$4,275,914.83	\$73,872.90	

Application for Extension of Time To File an Exempt Organization Return

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service▶ **File a separate application for each return.**

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

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

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

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).A corporation required to file Form 990-T and requesting an automatic 6-month extension — check this box and complete Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns*

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization	Employer identification number
	THE GREENBAUM FOUNDATION	87-6217358
	Number, street, and room or suite number. If a P.O. box, see instructions.	
	P.O. BOX 9910	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	RANCHO SANTA FE, CA 92067-4910	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ JAMES R. GREENBAUM, JR.

Telephone No. ▶ (858) 759-8835 FAX No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 20 11, to file the exempt organization return for the organization named above. The extension is for the organization's return for
- ▶ ☒ calendar year 20 10 or
 - ▶ ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	20,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	66,422.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.**BAA For Paperwork Reduction Act Notice, see Instructions.**Form **8868** (Rev. 1-2011)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of exempt organization	Employer identification number
	THE GREENBAUM FOUNDATION	87-6217358
	Number, street, and room or suite number If a P O box, see instructions	
	JEFF HILL CPA, LLC 425 MEDICAL DR STE 219	
File by the extended due date for filing the return See instructions	City, town or post office, state, and ZIP code For a foreign address, see instructions	
	BOUNTIFUL, UT 84010	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in care of **JAMES R. GREENBAUM, JR.**
Telephone No **(858) 759-8835** FAX No _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 4 I request an additional 3-month extension of time until 11/15, 20 11
- 5 For calendar year 2010, or other tax year beginning _____, 20____, and ending _____, 20____
- 6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension ADDITIONAL TIME IS NEEDED TO GATHER THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	\$	12,633.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	66,422.
c Balance due. Subtract line 8b from line 8a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	8c	\$	0.

Signature and Verification

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

Signature BAA Title _____ Date _____

FIFZ0502L 11/15/10

Form 8868 (Rev 1-2011)