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

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

FEB 1, 2010

, and ending

JAN 31, 2011

G Check all that apply

Initial return

Amended return

Initial return of a former public charity

Address change

Final return

Name change

Name of foundation

THE ENGELBERG FOUNDATION  
C/O ALFRED ENGELBERG

A Employer identification number

06-1309603

Number and street (or P O box number if mail is not delivered to street address)

1050 NORTH LAKE WAY

Room/suite

City or town, state, and ZIP code

PALM BEACH, FL 33480

H Check type of organization  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
► \$ 17,790,694. (Part I, column (d) must be on cash basis)J Accounting method  Cash  Accrual  
(from Part II, col. (c), line 16)  
 Other (specify) \_\_\_\_\_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 ► 

## 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))

		(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	0.		N/A	
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,068.	1,068.		STATEMENT 1
	4 Dividends and interest from securities	147,541.	147,541.		STATEMENT 2
Revenue	5a Gross rents			RECEIVED	
	b Net rental income or (loss)			01/31/2011	
	6a Net gain or (loss) from sale of assets not on line 10	1,433,831.			
	b Gross sales price for all assets on line 6a	9,020,037.			
	7 Capital gain net income (from Part IV, line 2)		1,433,831.		
	8 Net short-term capital gain			OPENED	
	9 Income modifications				
	Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	5,094.	5,094.		STATEMENT 3
	12 Total. Add lines 1 through 11	1,587,534.	1,587,534.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees	STMT 4	15,000.	0.	0.
	b Accounting fees	STMT 5	22,286.	0.	0.
	c Other professional fees				
	17 Interest				
	18 Taxes	STMT 6	15,267.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 7	65,698.	60,860.	4,338.
	24 Total operating and administrative expenses. Add lines 13 through 23		118,251.	60,860.	4,338.
	25 Contributions, gifts, grants paid		2,860,445.		2,860,445.
	26 Total expenses and disbursements. Add lines 24 and 25		2,978,696.	60,860.	2,864,783.
	27 Subtract line 26 from line 12		<1,391,162. >		
	a Excess of revenue over expenses and disbursements				
	b Net investment income (if negative, enter -0-)		1,526,674.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1	Cash - non-interest-bearing	266,075.	2,589,128.	2,589,128.
	2	Savings and temporary cash investments	638,865.	485,240.	488,935.
Assets	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			
	7	Other notes and loans receivable ►			
		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	STMT 8	1,064,997.	300,000.
	b	Investments - corporate stock	STMT 9	4,329,849.	2,785,989.
	c	Investments - corporate bonds	STMT 10	1,438,585.	1,701,824.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans	STMT 11	171,712.	79,564.
	13	Investments - other	STMT 12	6,442,144.	5,034,600.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ► PREPAID EXCISE TAX )		68,580.	53,300.
	16	Total assets (to be completed by all filers)		14,420,807.	13,029,645.
					17,790,694.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ► )			
	23	Total liabilities (add lines 17 through 22)		0.	0.
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
Net Assets or Fund Balances	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds		5,000,000.	5,000,000.
	28	Paid-in or capital surplus, or land, bldg , and equipment fund		0.	0.
	29	Retained earnings, accumulated income, endowment, or other funds		9,420,807.	8,029,645.
	30	Total net assets or fund balances		14,420,807.	13,029,645.
	31	Total liabilities and net assets/fund balances		14,420,807.	13,029,645.

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	14,420,807.
2	Enter amount from Part I, line 27a	2	<1,391,162. >
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	13,029,645.
5	Decreases not included in line 2 (itemize) ►	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	13,029,645.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
a					
b	SEE ATTACHED STATEMENTS				
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	9,020,037.	7,586,206.			1,433,831.
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F MV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a					
b					
c					
d					
e					1,433,831.
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	1,433,831.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				3	N/A
If gain, also enter in Part I, line 8, column (c)					
If (loss), enter -0- in Part I, line 8					

**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 instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	3,350,055.	17,789,402.	.188317
2008	4,343,291.	22,999,558.	.188842
2007	3,969,411.	29,222,155.	.135836
2006	3,408,374.	29,180,859.	.116802
2005	2,594,111.	28,932,676.	.089660

2 Total of line 1, column (d)

2 .719457

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 .143891

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5

4 17,828,078.

5 Multiply line 4 by line 3

5 2,565,300.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 15,267.

7 Add lines 5 and 6

7 2,580,567.

8 Enter qualifying distributions from Part XII, line 4

8 2,864,783.

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 instructions)**

1a	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 instructions)	1	15,267.
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			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2	2	0.	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	15,267.	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	4	0.	
6	<b>Credits/Payments</b>	5	15,267.	
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	68,692.	
b	Exempt foreign organizations - tax withheld at source	6b	0.	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.	
d	Backup withholding erroneously withheld	6d	0.	
7	Total credits and payments Add lines 6a through 6d	7	68,692.	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0.	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	53,425.	
11	Enter the amount of line 10 to be Credited to 2011 estimated tax ►	11	0.	

**Part VII-A | Statements Regarding Activities**

		Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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>	1b	X
c	Did the foundation file Form 1120-POL for this year?	1c	X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ <u>0.</u> (2) On foundation managers ► \$ <u>0.</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ <u>0.</u>		
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>	2	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>CT</u>		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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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 ► N/A	13	X
14	The books are in care of ► KEITH KRAMER, CPA Located at ► 462 SEVENTH AVE-ROOM 1600, NEW YORK, NY	Telephone no ► (212)-279-8430 ZIP+4 ► 10018	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► 15	N/A
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 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 ►	16	Yes X No

**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 X No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes X No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes X No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes X 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 X 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 X No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here	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 ►	<input type="checkbox"/>	Yes X 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 instructions)	N/A 2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/>	Yes X No
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010)	N/A 3b	
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)?  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)?

N/A



Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A

Yes  No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes" to 6b, file Form 8870.

Yes  No

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

**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.

(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
ALFRED B. ENGELBERG 1050 NORTH LAKE WAY PALM BEACH, FL 33480	TRUSTEE 10.00	0.	0.	0.

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

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

3 Five highest-paid independent contractors for professional services. 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

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	17,678,873.
b	Average of monthly cash balances	1b	420,699.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	18,099,572.
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	18,099,572.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	271,494.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,828,078.
6	Minimum investment return. Enter 5% of line 5	6	891,404.

**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	891,404.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	15,267.
b	Income tax for 2010 (This does not include the tax from Part VI )	2b	
c	Add lines 2a and 2b	2c	15,267.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	876,137.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	876,137.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	876,137.

**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	2,864,783.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,864,783.
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	5	15,267.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	2,849,516.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				876,137.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005	1,176,928.			
b From 2006	2,026,459.			
c From 2007	2,573,023.			
d From 2008	3,195,133.			
e From 2009	2,482,075.			
f Total of lines 3a through e	11,453,618.			
4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 2,864,783.			0.	
a Applied to 2009, but not more than line 2a				
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				876,137.
e Remaining amount distributed out of corpus	1,988,646.			
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:	13,442,264.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr				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)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	1,176,928.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	12,265,336.			
10 Analysis of line 9				
a Excess from 2006	2,026,459.			
b Excess from 2007	2,573,023.			
c Excess from 2008	3,195,133.			
d Excess from 2009	2,482,075.			
e Excess from 2010	1,988,646.			



THE ENGELBERG FOUNDATION  
C/O ALFRED ENGELBERG

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**Part XV** **Supplementary Information** (continued)

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

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE STATEMENT 14				
<b>Total</b>			► 3a	<b>2,860,445.</b>
<i>b Approved for future payment</i>				
NATIONAL SOCIETY OF GENETIC COUNSELORS 233 CANTERBURY DRIVE WALLINGFORD, PA 19086		JANE ENGELBERG MEMORIAL FELLOWSHIP (TO ENHANCE PRESENT RESEARCH)		1,500,000.
RELIGIOUS ACTION CENTER OF REFORM JUDAISM 2027 MASSACHUSETTS AVE NW WASHINGTON, DC 20036		TO TRAIN RABBIS AND Lay LEADERS ON SOCIAL JUSTICE ISSUES		1,800,000.
BROOKINGS INSTITUTION 1775 MASSACHUSETTS AVE NW WASHINGTON, DC 20036		ENGELBERG CENTER ON HEALTH REFORM		2,000,000.
<b>Total</b>			► 3b	<b>5,300,000.</b>

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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					
4 Dividends and interest from securities					
5 Net rental income or (loss) from real estate			14	1,068.	
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	5,094.	
8 Gain or (loss) from sales of assets other than inventory			18	1,433,831.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,587,534.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13	1,587,534.
(See worksheet in line 13 instructions to verify calculations )					

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

THE ENGELBERG FOUNDATION  
C/O ALFRED ENGELBERG

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**Part XVII** 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 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

**a Transfers from the reporting foundation to a noncharitable exempt organization of**

- (1) Cash
- (2) Other assets

- 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

**c Sharing of facilities, equipment, mailing lists, other assets, or paid employees**

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

**2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes  No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign  
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration by preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee

Day

## FOUNDATION MANAGER

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input checked="" type="checkbox"/> if self-employed	PTIN
	KEITH KRAMER	Keith Kramer, CPA	10-24-11		
	Firm's name ► KEITH KRAMER CPA			Firm's EIN ►	
Firm's address ► 462 SEVENTH AVE NEW YORK, NE 10018			Phone no (212)-279-8430		

**Part IV Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	ABB LTD-400 SHARES	P	12/02/09	09/17/10
b	ABB LTD-750 SHARES	P	09/19/08	09/17/10
c	ABB LTD-350 SHARES	P	05/14/09	09/17/10
d	ABB LTD-950 SHARES	P	03/29/05	10/18/10
e	ABB LTD-150 SHARES	P	10/29/08	10/18/10
f	BECTON DICKINSON-200 SHARES	D	09/29/09	10/07/10
g	BECTON DICKINSON-775 SHARES	D	09/29/09	10/07/10
h	BECTON DICKINSON-600 SHARES	D	12/01/09	10/08/10
i	BERKSHIRE HATHAWAY-750 SHARES	P	07/14/08	10/28/10
j	BOEING CAPITAL 7.375%-100,000	P	07/07/09	09/27/10
k	BP CAP MARKETS PLC 1.55%-100,000	P	08/19/09	04/29/10
l	CENOVUS ENERGY-900 SHARES	P	01/11/10	09/17/10
m	CHURCH & DWIGHT-450 SHARES	P	04/12/10	10/12/10
n	CHURCH & DWIGHT-200 SHARES	P	01/19/10	10/12/10
o	CISCO SYSTEMS-4200 SHARES	P	11/18/05	03/16/10

(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 8,264.		7,541.	723.
b 15,495.		15,979.	<484.>
c 7,231.		5,211.	2,020.
d 21,172.		6,036.	15,136.
e 3,343.		1,838.	1,505.
f 14,935.		14,057.	878.
g 57,872.		54,471.	3,401.
h 44,802.		45,459.	<657.>
i 60,158.		58,138.	2,020.
j 100,000.		106,372.	<6,372.>
k 100,847.		100,423.	424.
l 24,642.		23,497.	1,145.
m 31,245.		30,336.	909.
n 13,887.		12,755.	1,132.
o 109,835.		71,827.	38,008.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			723.
b			<484.>
c			2,020.
d			15,136.
e			1,505.
f			878.
g			3,401.
h			<657.>
i			2,020.
j			<6,372.>
k			424.
l			1,145.
m			909.
n			1,132.
o			38,008.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

2	
3	

**Part IV** Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	CITIGROUP 4.125%-100,000	P	06/26/09	02/22/10
b	COACH INC.-900 SHARES	P	04/20/10	09/17/10
c	COVANTA HOLDING-1800 SHARES	P	01/19/10	04/08/10
d	COVANTA HOLDING-2300 SHARES	P	01/19/10	04/09/10
e	COVANTA HOLDING-1100 SHARES	P	01/19/10	04/12/10
f	DANAHER CORP-200 SHARES	P	06/07/07	09/17/10
g	DEERE JOHN CAP 4.875%-100,000	P	06/10/09	10/15/10
h	EDWARDS LIFE SCIENCES-350 SHARES	P	08/13/09	05/05/10
i	EDWARDS LIFE SCIENCES-200 SHARES	P	09/29/09	05/05/10
j	EDWARDS LIFE SCIENCES-250 SHARES	P	09/22/09	05/05/10
k	EDWARDS LIFE SCIENCES-200 SHARES	P	10/15/09	05/05/10
l	EDWARDS LIFE SCIENCES-250 SHARES	P	08/13/09	08/26/10
m	EDWARDS LIFE SCIENCES-650 SHARES	P	08/13/09	01/06/11
n	EQUIFAX-200 SHARES	P	12/02/09	02/18/10
o	EQUIFAX-650 SHARES	P	09/29/09	02/18/10

(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 100,000.		100,000.	0.
b 37,601.		38,081.	<480. >
c 30,250.		35,004.	<4,754. >
d 38,645.		44,727.	<6,082. >
e 18,605.		21,391.	<2,786. >
f 8,076.		7,208.	868.
g 100,000.		103,493.	<3,493. >
h 35,871.		22,531.	13,340.
i 20,498.		14,003.	6,495.
j 25,622.		16,836.	8,786.
k 20,498.		13,998.	6,500.
l 14,319.		8,047.	6,272.
m 51,258.		20,921.	30,337.
n 6,421.		5,865.	556.
o 20,867.		18,917.	1,950.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			<480. >
c			<4,754. >
d			<6,082. >
e			<2,786. >
f			868.
g			<3,493. >
h			13,340.
i			6,495.
j			8,786.
k			6,500.
l			6,272.
m			30,337.
n			556.
o			1,950.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

3

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	<b>EQUIFAX-150 SHARES</b>	P	04/22/09	02/19/10
b	<b>EQUIFAX-500 SHARES</b>	P	10/15/09	02/19/10
c	<b>EQUIFAX-350 SHARES</b>	P	09/29/09	02/19/10
d	<b>EQUIFAX-300 SHARES</b>	P	10/23/09	02/19/10
e	<b>EQUIFAX-400 SHARES</b>	P	04/22/09	02/22/10
f	<b>EQUIFAX-1450 SHARES</b>	P	01/25/08	02/18/10
g	<b>FED FARM CREDIT 1.47%-100,000</b>	P	05/04/10	07/26/10
h	<b>FED HOME LOAN 0.73%-100,000</b>	P	03/23/10	05/26/10
i	<b>FED HOME LOAN 1.65%-100,000</b>	P	05/06/10	11/26/10
j	<b>FISERV-200 SHARES</b>	P	09/29/09	09/07/10
k	<b>FISERV-1225 SHARES</b>	P	08/22/07	09/07/10
l	<b>GENERAL ELECTRIC-1850 SHARES</b>	P	10/22/09	04/26/10
m	<b>GENERAL ELECTRIC-775 SHARES</b>	P	12/02/09	04/26/10
n	<b>GENERAL ELECTRIC-150 SHARES</b>	P	10/22/09	10/14/10
o	<b>GENERAL ELECTRIC-250 SHARES</b>	P	10/29/08	04/26/10
	(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	4,801.		3,986.	815.
b	16,003.		14,510.	1,493.
c	11,202.		10,186.	1,016.
d	9,602.		8,663.	939.
e	12,807.		10,630.	2,177.
f	46,550.		50,279.	<3,729.>
g	100,000.		99,875.	125.
h	100,000.		99,985.	15.
i	100,000.		100,000.	0.
j	10,430.		9,639.	791.
k	63,884.		58,600.	5,284.
l	35,531.		28,272.	7,259.
m	14,885.		12,484.	2,401.
n	2,564.		2,292.	272.
o	4,801.		4,939.	<138.>
	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a				815.
b				1,493.
c				1,016.
d				939.
e				2,177.
f				<3,729.>
g				125.
h				15.
j				0.
l				791.
k				5,284.
l				7,259.
m				2,401.
n				272.
o				<138.>
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }		2
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	{ If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 }	3	

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a GENERAL ELECTRIC-1275 SHARES		P	08/14/08	04/26/10
b GENERAL ELECTRIC-625 SHARES		P	07/17/09	10/14/10
c GENERAL ELECTRIC-950 SHARES		P	07/17/09	10/21/10
d GNMA 2009-93 3%-818		P	01/22/10	06/16/10
e GNMA 2009-93 3%-842		P	01/22/10	07/16/10
f GNMA 2009-93 3%-865		P	01/22/10	08/16/10
g GNMA 2009-93 3%-888		P	01/22/10	09/16/10
h GNMA 2009-93 3%-910		P	01/22/10	01/18/10
i GNMA 2009-93 3%-3089		P	01/22/10	11/16/10
j GNMA 2009-93 3%-4439		P	01/22/10	12/16/10
k GNMA 2009-93 3%-3836		P	01/22/10	01/18/11
l GNMA 2009-93 3%-721		P	01/22/10	02/16/10
m GNMA 2009-93 3%-746		P	01/22/10	03/16/10
n GNMA 2009-93 3%-770		P	01/22/10	04/16/10
o GNMA 2009-93 3%-794		P	01/22/10	05/17/10

(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 24,488.		37,693.	<13,205.>
b 10,682.		7,329.	3,353.
c 15,344.		11,139.	4,205.
d 818.		821.	<3.>
e 842.		845.	<3.>
f 865.		868.	<3.>
g 888.		891.	<3.>
h 910.		914.	<4.>
i 3,089.		3,101.	<12.>
j 4,439.		4,456.	<17.>
k 3,836.		3,850.	<14.>
l 721.		724.	<3.>
m 746.		749.	<3.>
n 770.		773.	<3.>
o 794.		797.	<3.>

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<13,205.>
b			3,353.
c			4,205.
d			<3.>
e			<3.>
f			<3.>
g			<3.>
h			<4.>
i			<12.>
j			<17.>
k			<14.>
l			<3.>
m			<3.>
n			<3.>
o			<3.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	GNMA 2009-93 3%-604	P	05/28/09	02/16/10
b	GNMA 2009-93 3%-72,028	P	05/28/09	02/18/10
c	HEWLETT PACKARD-500 SHARES	P	12/02/09	09/17/10
d	HEWLETT PACKARD-350 SHARES	P	08/04/09	09/17/10
e	HEWLETT PACKARD-2150 SHARES	P	07/20/09	09/17/10
f	HOLOGIC-1000 SHARES	P	06/02/09	09/17/10
g	ICONIX BRAND GROUP-3100 SHARES	P	07/27/09	04/22/10
h	ICONIX BRAND GROUP-500 SHARES	P	08/12/09	04/22/10
i	ICONIX BRAND GROUP-400 SHARES	P	08/04/09	04/22/10
j	ICONIX BRAND GROUP-700 SHARES	P	07/27/09	12/02/10
k	ICONIX BRAND GROUP-150 SHARES	P	09/29/09	12/02/10
l	ICONIX BRAND GROUP-125 SHARES	P	10/15/09	12/02/10
m	ICONIX BRAND GROUP-350 SHARES	P	09/03/09	12/02/10
n	ICONIX BRAND GROUP-300 SHARES	P	08/10/09	12/02/10
o	INGERSOLL RAND-1400 SHARES	P	10/21/10	12/30/10

(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 604.		610.	<6. >
b 73,019.		72,748.	271.
c 20,152.		24,679.	<4,527. >
d 14,107.		15,131.	<1,024. >
e 86,654.		86,770.	<116. >
f 16,450.		13,306.	3,144.
g 53,024.		53,371.	<347. >
h 8,552.		8,746.	<194. >
i 6,842.		7,100.	<258. >
j 13,232.		12,051.	1,181.
k 2,835.		2,378.	457.
l 2,363.		1,708.	655.
m 6,616.		5,856.	760.
n 5,671.		5,137.	534.
o 98.		98.	0.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<6. >
b			271.
c			<4,527. >
d			<1,024. >
e			<116. >
f			3,144.
g			<347. >
h			<194. >
i			<258. >
j			1,181.
k			457.
l			655.
m			760.
n			534.
o			0.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	INGERSOLL RAND-100 SHARES	P	10/22/10	12/30/10
b	IBM-475 SHARES	P	11/13/07	10/18/10
c	IBM-1300 SHARES	D	12/01/09	10/18/10
d	IBM-50 SHARES	P	11/13/07	11/15/10
e	J CREW GROUP-1000 SHARES	P	10/18/10	11/16/10
f	J CREW GROUP-600 SHARES	P	10/18/10	11/18/10
g	J CREW GROUP-600 SHARES	P	10/18/10	11/19/10
h	LENNAR CORP-3200 SHARES	P	11/16/09	04/15/10
i	LENNAR CORP-375 SHARES	P	11/16/09	01/06/11
j	LENNAR CORP-1100 SHARES	P	11/16/09	01/13/11
k	MCDONALDS CORP-300 SHARES	P	05/14/09	02/04/10
l	MCDONALDS CORP-1250 SHARES	D	12/01/09	02/04/10
m	MCDONALDS CORP-600 SHARES	D	09/29/09	03/01/10
n	MEDNAX-450 SHARES	P	10/08/09	05/06/10
o	MEDNAX-300 SHARES	P	10/08/09	09/17/10

(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 7.		7.	0.
b 67,595.		48,924.	18,671.
c 184,997.		165,906.	19,091.
d 7,207.		5,150.	2,057.
e 35,495.		35,393.	102.
f 21,905.		21,236.	669.
g 21,768.		21,236.	532.
h 57,164.		47,351.	9,813.
i 7,148.		5,549.	1,599.
j 22,171.		16,277.	5,894.
k 19,473.		16,107.	3,366.
l 81,138.		79,725.	1,413.
m 38,284.		34,413.	3,871.
n 26,977.		24,742.	2,235.
o 15,120.		16,495.	<1,375.>

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

(l) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (l) over col (j), if any	(I) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			0.
b			18,671.
c			19,091.
d			2,057.
e			102.
f			669.
g			532.
h			9,813.
i			1,599.
j			5,894.
k			3,366.
l			1,413.
m			3,871.
n			2,235.
o			<1,375.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
1a	MEDNAX-250 SHARES	P	03/08/10	01/06/11
b	MEDNAX-300 SHARES	P	10/08/09	11/01/10
c	MEDNAX-200 SHARES	P	10/08/09	11/02/10
d	MEDNAX-150 SHARES	P	10/08/09	01/06/11
e	MEDTRONIC 4.375%-100,000	P	04/28/09	09/15/10
f	MERRILL LYNCH 4.5%-75,000	P	06/22/09	11/04/10
g	METLIFE-200 SHARES	P	08/10/09	02/18/10
h	METLIFE-1500 SHARES	P	06/02/09	02/18/10
i	METLIFE-500 SHARES	P	06/23/09	02/18/10
j	OCCIDENTAL PETE-850 SHARES	D	09/29/09	12/02/10
k	OCCIDENTAL PETE-125 SHARES	D	09/29/09	01/28/11
l	ORACLE-3950 SHARES	D	09/29/09	09/07/10
m	ORACLE-450 SHARES	D	09/29/09	10/18/10
n	PEPSICO-50 SHARES	D	09/29/09	05/27/10
o	PEPSICO-1950 SHARES	P	09/24/02	06/17/10

(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 17,318.		13,549.	3,769.
b 17,851.		16,495.	1,356.
c 11,750.		10,996.	754.
d 10,391.		8,247.	2,144.
e 100,000.		103,473.	<3,473.>
f 75,000.		75,563.	<563.>
g 7,000.		7,304.	<304.>
h 52,499.		48,439.	4,060.
i 17,500.		14,609.	2,891.
j 76,917.		66,831.	10,086.
k 11,733.		9,828.	1,905.
l 95,605.		83,898.	11,707.
m 13,027.		9,558.	3,469.
n 3,132.		2,933.	199.
o 124,255.		114,377.	9,878.

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

(I) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			3,769.
b			1,356.
c			754.
d			2,144.
e			<3,473.>
f			<563.>
g			<304.>
h			4,060.
i			2,891.
j			10,086.
k			1,905.
l			11,707.
m			3,469.
n			199.
o			9,878.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

**Part IV Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	PRAXAIR-150 SHARES	P	12/24/09	09/30/10
b	PRAXAIR-200 SHARES	P	12/24/09	10/14/10
c	PRAXAIR-600 SHARES	P	09/19/08	07/29/10
d	PRAXAIR 0.4678%-100,000	P	05/20/09	05/26/10
e	RANGE RESOURCES-1050 SHARES	P	12/10/09	08/16/10
f	RANGE RESOURCES-350 SHARES	P	04/06/09	08/16/10
g	RANGE RESOURCES-250 SHARES	P	04/07/09	08/16/10
h	RANGE RESOURCES-300 SHARES	P	04/22/09	08/16/10
i	RANGE RESOURCES-150 SHARES	P	04/09/09	08/16/10
j	RANGE RESOURCES-350 SHARES	P	04/20/09	08/16/10
k	RANGE RESOURCES-350 SHARES	P	04/21/09	08/16/10
l	ROPER INDUSTRIES-525 SHARES	P	03/21/06	03/15/10
m	ROPER INDUSTRIES-275 SHARES	P	03/21/06	07/27/10
n	SCHLUMBERGER-1000 SHARES	D	09/29/09	12/30/10
o	SHELL INT'L FINANCE 1.875%-50,000	P	03/18/10	05/17/10

(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 13,543.		11,983.	1,560.
b 18,223.		15,977.	2,246.
c 51,599.		51,407.	192.
d 100,000.		100,000.	0.
e 37,014.		45,908.	<8,894. >
f 12,338.		15,179.	<2,841. >
g 8,813.		10,718.	<1,905. >
h 10,575.		12,020.	<1,445. >
i 5,288.		6,438.	<1,150. >
j 12,338.		14,084.	<1,746. >
k 12,338.		13,847.	<1,509. >
l 30,086.		23,650.	6,436.
m 17,462.		12,388.	5,074.
n 83,329.		60,585.	22,744.
o 50,259.		49,941.	318.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			1,560.
b			2,246.
c			192.
d			0.
e			<8,894. >
f			<2,841. >
g			<1,905. >
h			<1,445. >
i			<1,150. >
j			<1,746. >
k			<1,509. >
l			6,436.
m			5,074.
n			22,744.
o			318.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

3

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	SOTHEBYS HOLDINGS-950 SHARES	P	04/28/09	02/03/10
b	SOTHEBYS HOLDINGS-50 SHARES	P	06/23/09	02/03/10
c	SOTHEBYS HOLDINGS-350 SHARES	P	04/28/09	03/04/10
d	SOTHEBYS HOLDINGS-700 SHARES	P	04/28/09	05/06/10
e	SOTHEBYS HOLDINGS-750 SHARES	P	04/28/09	10/14/10
f	SOTHEBYS HOLDINGS-150 SHARES	P	04/28/09	11/01/10
g	TYCO INTERNATIONAL-250 SHARES	P	09/22/09	09/17/10
h	TYCO INTERNATIONAL-250 SHARES	P	08/13/09	09/17/10
i	UNILEVER CAPITAL 7.125%-100,000	P	08/28/09	11/01/10
j	US TREASURY BILLS 0% 2/10-865,000	P	12/02/09	02/04/10
k	US TREASURY BILLS 0% 5/10-865,000	P	02/03/10	05/06/10
l	US TREASURY BILLS 0% 6/10-600,000	P	05/06/10	05/17/10
m	VARIAN MEDICAL SYSTEMS-675 SHARES	D	09/29/09	07/29/10
n	VARIAN MEDICAL SYSTEMS-325 SHARES	D	09/29/09	10/13/10
o	VARIAN MEDICAL SYSTEMS-350 SHARES	D	09/29/09	11/11/10

(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 23,795.		10,014.	13,781.
b 1,252.		637.	615.
c 10,317.		3,689.	6,628.
d 23,883.		7,378.	16,505.
e 28,439.		7,906.	20,533.
f 6,533.		1,581.	4,952.
g 9,800.		8,591.	1,209.
h 9,800.		7,994.	1,806.
i 100,000.		106,913.	<6,913.>
j 864,997.		864,997.	0.
k 864,804.		864,804.	0.
l 599,941.		599,972.	<31.>
m 36,726.		28,596.	8,130.
n 20,083.		13,769.	6,314.
o 22,555.		14,828.	7,727.

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			13,781.
b			615.
c			6,628.
d			16,505.
e			20,533.
f			4,952.
g			1,209.
h			1,806.
i			<6,913.>
j			0.
k			0.
l			<31.>
m			8,130.
n			6,314.
o			7,727.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  
If gain, also enter in Part I, line 8, column (c)  
If (loss), enter "-0-" in Part I, line 8 }

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a VARIAN MEDICAL SYSTEMS-450 SHARES	P	09/29/09	12/29/10
b VERIZON GLOBAL 7.25%-100,000	P	06/19/09	07/07/10
c FARALLON CAPITAL INSTITUTIONAL PARTNERS, LP	P	02/01/02	12/01/10
d INSTITUTIONAL DIVERSIFIED ARBITRAGE STRATEGIES	P	02/01/02	01/13/11
e MISC. HEDGE FUND TRANSACTIONS	P	01/31/10	01/31/11
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

(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 31,331.		19,064.	12,267.
b 102,722.		106,878.	<4,156. >
c 4,657.			4,657.
d 2,500,000.		1,413,348.	1,086,652.
e		12,570.	<12,570. >
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			12,267.
b			<4,156. >
c			4,657.
d			1,086,652.
e			<12,570. >
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,433,831.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8 } 3		N/A

## FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
CITIBANK	1,068.
FARALLON CAPITAL	0.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,068.

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
NEUBERGER AND BERMAN LLC	147,541.	0.	147,541.
TOTAL TO FM 990-PF, PART I, LN 4	147,541.	0.	147,541.

## FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INVESTMENTS FROM OTHER PARTNERSHIPS	5,094.	5,094.	
TOTAL TO FORM 990-PF, PART I, LINE 11	5,094.	5,094.	

## FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EHRENKRANZ & EHRENKRANZ LLP	15,000.	0.		0.
TO FM 990-PF, PG 1, LN 16A	15,000.	0.		0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
KEITH KRAMER CPA	22,286.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	22,286.	0.		0.

FORM 990-PF

TAXES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	15,267.	0.		0.
TO FORM 990-PF, PG 1, LN 18	15,267.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	60,860.	60,860.		0.
GRANT EXPENSES	4,338.	0.		4,338.
MISCELLANEOUS EXPENSE	500.	0.		0.
TO FORM 990-PF, PG 1, LN 23	65,698.	60,860.		4,338.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT

8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US TREASURY BILLS	X		0.	0.
LAFAYETTE LA 2.34% 2011		X	100,000.	100,360.
REGIONAL TRANSIT AUTHORITY IL 2.843%		X	100,000.	101,115.
CITY OF NY GO 1.472% 2011		X	100,000.	100,126.
<b>TOTAL U.S. GOVERNMENT OBLIGATIONS</b>				
<b>TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS</b>			<b>300,000.</b>	<b>301,601.</b>
<b>TOTAL TO FORM 990-PF, PART II, LINE 10A</b>			<b>300,000.</b>	<b>301,601.</b>

FORM 990-PF

CORPORATE STOCK

STATEMENT

9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ABB LTD.-4400 SHARES	27,957.	104,148.
AMERICAN EXPRESS-2050 SHARES	77,775.	88,929.
APACHE CORP.-950 SHARES	87,229.	113,392.
APPLE-400 SHARES	97,985.	135,728.
BERKSHIRE HATHAWAY B-1000 SHARES	72,149.	81,750.
CENOVUS ENERGY-3000 SHARES	77,409.	103,830.
CHEVRON-1000 SHARES	73,918.	94,930.
CHURCH & DWIGHT-1425 SHARES	89,826.	98,054.
CISCO SYSTEMS-5650 SHARES	128,767.	119,497.
CME GROUP-295 SHARES	85,848.	91,025.
COACH INC.-900 SHARES	38,081.	48,681.
DANAHER CORP-3000 SHARES	106,422.	138,180.
EDWARDS LIFESCIENCES-1100 SHARES	35,406.	92,719.
EOG-1000 SHARES	76,304.	106,390.
FISERV-1575 SHARES	75,343.	97,288.
FLUSHING FINANCIAL-4000 SHARES	45,755.	57,000.
GENERAL ELECTRIC-3625 SHARES	29,938.	73,007.
HOLOGIC-5000 SHARES	66,529.	99,600.
IBM-700 SHARES	67,024.	113,400.
ICONIX BRAND GROUP-2875 SHARES	36,440.	57,069.
INGERSOLL RAND-1500 SHARES	58,172.	70,800.
JP MORGAN CHASE-3525 SHARES	136,892.	158,413.
LENNAR CORP-2825 SHARES	41,106.	54,692.
LUBRIZOL-725 SHARES	76,620.	77,908.
LUXOTTICA GROUP-1850 SHARES	57,147.	56,185.
MCDONALDS-1700 SHARES	63,754.	125,239.
MEDNAX-1100 SHARES	58,978.	72,765.

MOODYS-2950 SHARES	77,845.	86,641.
NESTLE-2350 SHARES	80,093.	127,673.
OCCIDENTAL PETE-775 SHARES	60,934.	74,927.
OMNICOM-2600 SHARES	97,666.	116,688.
ORACLE-3375 SHARES	71,685.	108,101.
PRAXAIR-850 SHARES	60,031.	79,084.
PRECISION CASTPARTS-400 SHARES	56,934.	57,196.
PROCTER & GAMBLE-2325 SHARES	135,001.	146,777.
ROPER INDUSTRIES-1650 SHARES	72,810.	128,189.
SCHLUMBERGER-1150 SHARES	61,453.	102,339.
SOTHEBYS-900 SHARES	9,487.	36,270.
TYCO INTERNATIONAL-2500 SHARES	79,384.	112,075.
VARIAN MEDICAL SYSTEMS-800 SHARES	33,892.	54,056.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,785,989.	3,760,635.

## FORM 990-PF

## CORPORATE BONDS

## STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AMERICAN EXPRESS 7.25% 2014	100,264.	114,210.
BANK MONTREAL 2.125% 2013	99,942.	102,064.
CITIBANK 1.50% 2011	99,930.	100,540.
CITIGROUP 4.125% 2010	83,991.	83,431.
DIAGEO FINANCE 3.875% 2011	103,219.	100,549.
EXPRESS SCRIPTS 5.25% 2012	74,941.	78,957.
HEWLETT PACKARD 2.25% 2011	100,509.	100,490.
NYSE EURONEXT 4.8% 2013	107,898.	107,623.
SHELL INTERNATIONAL 1.875% 2020	49,941.	50,872.
SIMON PROPERTY GROUP 5.45% 2103	91,638.	92,697.
SUNTRUST BANKS 5.25% 2012	51,846.	52,590.
TEVA PHARMACEUTICAL 1.50% 2020	49,951.	50,468.
VERIZON NEW ENGLAND 6.50% 2011	107,980.	103,532.
BARCLAYS BANK 4.343% 2014	100,000.	100,490.
CREDIT SUISSE 1.263% 2014	75,000.	75,347.
METLIFE-1.535% 2013	100,660.	101,557.
MORGAN STANLEY GLOBAL 1.535% 2013	101,250.	103,413.
WACHOVIA CORP GLOBAL 2.074% 2013	102,864.	103,048.
WESTPAC BANKING 1.032% 2013	100,000.	100,506.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,701,824.	1,722,384.

FORM 990-PF

MORTGAGE LOANS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GNMA SERIES 2009-93 3% 12/16/38	79,564.	80,519.
TOTAL TO FORM 990-PF, PART II, LINE 12	79,564.	80,519.

FORM 990-PF

OTHER INVESTMENTS

STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FARALLON INSTITUTIONAL PARTNERS LP INSTITUTIONAL DIVERSIFIED ARBITRAGE STRATEGIES	COST COST	192,688. 4,841,912.	140,566. 8,653,626.
TOTAL TO FORM 990-PF, PART II, LINE 13		5,034,600.	8,794,192.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 13

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ALFRED ENGELBERG  
1050 NORTH LAKE WAY  
PALM BEACH, FL 33480

TELEPHONE NUMBER

(212)-279-8430

FORM AND CONTENT OF APPLICATIONS

NO PARTICULAR FORM, HOWEVER PURPOSE AND DETAIL INFORMATION SHOULD BE  
SUBMITTED

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE LIMITED TO CHARITABLE ORGANIZATIONS SO RECOGNIZED BY THE  
INTERNAL REVENUE SERVICE

FORM 990-PF

GRANTS AND CONTRIBUTIONS  
PAID DURING THE YEAR

STATEMENT 14

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ALZHEIMER'S DRUG DISCOVERY FOUNDATION 57 WEST 57TH ST., SUITE 904 NEW YORK, NY 10019	UNRESTRICTED		8,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE, SUITE 2540 NEW YORK, NY 10110	UNRESTRICTED		5,000.
AMERICAN HEROES, INC. 387 MAGNOLIA AVENUE, SUITE 103-317 CORONA, CA 92879	UNRESTRICTED		250.
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET NEW YORK, NY 10018	UNRESTRICTED		10,000.
AMERICAN RED CROSS GREATER PALM BEACH 825 FERN STREET WEST PALM BEACH, FL 33401	UNRESTRICTED		5,000.
AMERICANS FOR THE ARTS 1000 VERMONT AVENUE, NW, 6TH FLOOR WASHINGTON, DC 20005	UNRESTRICTED		5,000.
ASPEN MUSIC FESTIVAL & SCHOOL 601 VEAN COURT ASPEN, CO 81611	UNRESTRICTED		2,000.
ASPEN VALLEY COMMUNITY FOUNDATION 110 EAST HALLAM STREET, SUITE 126 ASPEN, CO 81611	UNRESTRICTED		2,500.

ASPEN VALLEY MEDICAL FOUNDATION  
PO BOX 1639 ASPEN, CO 81612

5,000.

UNRESTRICTED

AVODA  
1601 NEW ROAD LINWOOD, NJ  
08221

1,000.

AVODA ALUMNI  
SCHOLARSHIP

BROOKINGS INSTITUTION  
1775 MASSACHUSETTS AVE NW  
WASHINGTON, DC 20036

50,000.

UNRESTRICTED

BROOKINGS INSTITUTION  
1775 MASSACHUSETTS AVE NW  
WASHINGTON, DC 20036

2000000.

ENGELBERG CENTER

CAREER TRANSITION FOR DANCERS  
165 WEST 46TH STREET NEW YORK,  
NY 10036

2,400.

UNRESTRICTED

CARNEGIE HALL SOCIETY  
881 7TH AVENUE NEW YORK, NY  
10019

5,000.

UNRESTRICTED

CENTRAL SYNAGOGUE  
123 EAST 55TH STREET NEW YORK,  
NY 10022

12,490.

UNRESTRICTED

CHILD MIND INSTITUTE  
445 PARK AVENUE NEW YORK, NY  
10022

1,000.

UNRESTRICTED

CLAL  
440 PARK AVENUE SOUTH NEW YORK,  
NY 10010

50,000.

UNRESTRICTED

CLAL  
440 PARK AVENUE SOUTH NEW YORK,  
NY 10010

100,000.

RABBIS WITHOUT BORDERS  
GRANT

CLAL

440 PARK AVENUE SOUTH NEW YORK, BETH ISRAEL SCHOLAR IN  
NY 10010 RESIDENCE

20,000.

COALITION FOR THE HOMELESS  
89 CHAMBERS STREET NEW YORK, NY UNRESTRICTED  
10007

25,000.

CONGREGATION BETH ISRAEL  
2501 SHORE RD. NORTHFIELD, NJ UNRESTRICTED  
08225

140,000.

FINCA  
1101 14TH STREET NW, 11TH FLOOR UNRESTRICTED  
WASHINGTON, DC 20005

2,500.

FOUNDATION FIGHTING BLINDNESS  
11435 CRONHILL DRIVE OWINGS  
MILLS, MD 21117

500.

HARVARD UNIVERSITY  
MASSACHUSETTS HALL CAMBRIDGE,  
MA 02138

2,000.

HARVARD LAW-JAMES FLUG  
PROGRAMINSTITUTE FOR FAMILY HEALTH  
16 EAST 16 STREET NEW YORK, NY  
10003

4,000.

INSTITUTE FOR FINE ARTS-NEW YORK  
UNIVERSITY  
1 EAST 78TH STREET NEW YORK, NY  
10021

25,000.

JAZZ AT LINCOLN CENTER  
33 WEST 60TH STREET NEW YORK,  
NY 10023

50,000.

JAZZ AT LINCOLN CENTER  
33 WEST 60TH STREET NEW YORK,  
NY 10023

50,000.

JEWISH FEDERATION OF PALM BEACH  
4601 COMMUNITY DRIVE WEST PALM BEACH, FL 33417 UNRESTRICTED

50,000.

JEWISH HOME & HOSPITAL  
120 WEST 106TH STREET NEW YORK, NY 10025 UNRESTRICTED

500.

MEDICARE RIGHTS CENTER  
1224 M STREET NW SUITE 100 WASHINGTON, NY 20005

5,500.

MEDICARE PART D  
INVESTIGATION GRANT

METROPOLITAN MUSEUM OF ART  
1000 5TH AVE NEW YORK, NY 10028 UNRESTRICTED

1,200.

MORSE LIFE  
4847 FRED GLADSTONE DRIVE WEST PALM BEACH, FL 33417 UNRESTRICTED

3,000.

MOUNT SINAI MEDICAL CENTER  
ONE GUSTAVE L. LEVY PLACE NEW YORK, NY 10029 UNRESTRICTED

2,000.

NATIONAL JEWISH HEALTH  
1400 JACKSON STREET DENVER, CO 80206 UNRESTRICTED

2,500.

NATIONAL MUSEUM OF AMERICAN JEWISH HISTORY  
INDEPENDENCE MALL EAST, 55 NORTH 5TH STREET PHILADELPHIA, PA UNRESTRICTED

10,000.

NATIONAL SOCIETY OF GENETIC COUNSELORS  
233 CANTERBURY DRIVE WALLINGFORD, PA 19086 JEMF GRANT

75,000.

NEW YORK ACADEMY OF MEDICINE  
1216 5TH AVE NEW YORK, NY 10029 UNRESTRICTED

3,000.

NEW YORK CITY CENTER  
130 WEST 56TH STREET NEW YORK, UNRESTRICTED  
NY 10019

3,000.

NYU SCHOOL OF LAW  
161 AVENUE OF THE AMERICAS NEW UNRESTRICTED  
YORK, NY 10013

60,000.

PALM BEACH CIVIC ASSOCIATION  
139 N. COUNTY RD # 33 PALM UNRESTRICTED  
BEACH, FL 33480

250.

PALM BEACH COUNTRY CLUB  
FOUNDATION  
760 N OCEAN BLVD PALM BEACH, FL  
33480

1,000.

PALM BEACH UNITED WAY  
2600 QUANTUM BLVD. BOYNTON  
BEACH, FL 33426

15,000.

PLANNED PARENTHOOD FEDERATION  
1699 SW 27TH AVENUE MIAMI, FL  
33415

5,000.

PROSPECT NEW ORLEANS  
135 GRAND STREET, 4TH FLOOR NEW UNRESTRICTED  
YORK, NY 10013

1,000.

RELIGIOUS ACTION CENTER OF  
REFORM JUDAISM  
2027 MASSACHUSETTS AVE NW  
WASHINGTON, DC 20036

BRICKNER SEMINAR GRANT

100,000.

SHALOM HARTMAN INSTITUTE NORTH  
AMERICA  
ONE PENNSYLVANIA PLAZA SUITE  
1606 NEW YORK, NY 10119

5,000.

SLE LUPUS FOUNDATION  
330 SEVENTH AVENUE, SUITE 1701  
NEW YORK, NY 10001

2,500.

SOLOMON R. GUGGENHEIM FOUNDATION  
1071 FIFTH AVENUE NEW YORK, NY LEARNING THROUGH ART  
10128

25,000.

THE ACTORS' FUND OF AMERICA  
729 SEVENTH AVENUE NEW YORK, NY UNRESTRICTED  
10019

2,500.

THE ASPEN INSTITUTE  
1000 NORTH THIRD STREET ASPEN, UNRESTRICTED  
CO 81611

5,700.

THE EDUCATIONAL ALLIANCE  
197 E. BROADWAY NEW YORK, NY UNRESTRICTED  
10002

1,000.

THE KENNEDY CENTER FOR THE  
PERFORMING ARTS  
2700 F STREET, NW WASHINGTON,  
DC 20566

1,500.

TUCSON HEBREW ACADEMY  
3888 E. RIVER ROAD TUCSON, AZ UNRESTRICTED  
85718

500.

UJA - ASPEN VALLEY  
P. O. BOX 1167 ASPEN, CO 81612 UNRESTRICTED

1,000.

UJA - FEDERATION OF NEW YORK  
130 EAST 59TH STREET NEW YORK,  
NY 10022

75,000.

UJA - FEDERATION OF NEW YORK  
130 EAST 59TH STREET NEW YORK,  
NY 10022

2,000.

UNITED HOSPITAL FUND  
350 FIFTH AVENUE - 23RD FLOOR  
NEW YORK, NY 10118

7,500.

THE ENGELBERG FOUNDATION C/O ALFRED ENGE

06-1309603

CONSUMERS UNION

101 TRUMAN AVENUE YONKERS, NY  
10703

REFUND-UNUSED GRANT  
FUNDS

<190,345. >

TOTAL TO FORM 990-PF, PART XV, LINE 3A

2,860,445.

- 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 <b>THE ENGELBERG FOUNDATION C/O ALFRED ENGELBERG</b>	Employer identification number <b>06-1309603</b>
File by the extended due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions <b>C/O KEITH KRAMER, CPA – 462 SEVENTH AVE</b>	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>NEW YORK, NY 10018</b>	

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

**0 4**

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

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

**KEITH KRAMER, CPA**

- The books are in the care of ► **462 SEVENTH AVE-ROOM 1600 – NEW YORK, NY 10018**

Telephone No. ► **(212) -279-8430** 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 **DECEMBER 15, 2011**.

5 For calendar year **\_\_\_\_\_**, or other tax year beginning **FEB 1, 2010**, and ending **JAN 31, 2011**.

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

**MORE TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE TAX RETURN.**

<b>8a</b> 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.	<b>8a</b>	<b>\$</b>	<b>0.</b>
<b>b</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.	<b>8b</b>	<b>\$</b>	<b>0.</b>
<b>c</b> <b>Balance due.</b> Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	<b>8c</b>	<b>\$</b>	<b>0.</b>

**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 ►

Title ► **FOUNDATION MANAGER**

Date ►

Form 8868 (Rev. 1-2011)