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Form **990-PF**

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

OMB No 1545-0052

**2010**

Department of the Treasury  
Internal Revenue Service

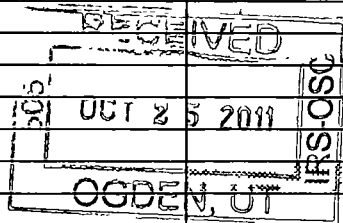
*Note.* The foundation may be able to use a copy of this return to satisfy state reporting requirements

**For calendar year 2010, or tax year beginning 02/01/10, and ending 01/31/11**

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

Name of foundation <b>ROBERT GOELET FOUNDATION C/O JPMORGAN SERVICES INC</b>		A Employer identification number <b>13-6146654</b>
Number and street (or P O box number if mail is not delivered to street address) <b>PO BOX 6089</b>		B Telephone number (see page 10 of the instructions) <b>212-464-1940</b>
City or town, state, and ZIP code <b>NEWARK DE 19714-6089</b>		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 2,298,571</b>	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc., received (attach schedule)	164,295			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	28	28		
	4 Dividends and interest from securities	58,148	58,088		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	49,025			
	b Gross sales price for all assets on line 6a <b>435,135</b>				
	7 Capital gain net income (from Part IV, line 2)		49,025		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 <b>Total.</b> Add lines 1 through 11	271,496	107,141	0		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc	30,191	21,134		9,057
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) <b>STMT 1</b>	924	453		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) <b>STMT 2</b>	147	147		
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	31,262	21,734	0	9,057
25 Contributions, gifts, grants paid	120,000			120,000	
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	151,262	21,734	0	129,057	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	120,234				
b Net investment income (if negative, enter -0-)		85,407			
c <b>Adjusted net income</b> (if negative, enter -0-)			0		



20

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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	43,099	36,517	36,517
	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 page 15 of the instructions)			
	7	Other notes and loans receivable (att schedule) ▶ Less allowance for doubtful accounts ▶	0		
	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) <b>SEE STMT 3</b>	1,027,403	1,196,119	1,684,470
	c	Investments—corporate bonds (attach schedule) <b>SEE STMT 4</b>	576,248	534,346	577,584
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
15	Other assets (describe ▶ )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	1,646,750	1,766,982	2,298,571	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ )			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,646,750	1,766,982	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see page 17 of the instructions)	1,646,750	1,766,982		
31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	1,646,750	1,766,982		

**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	1,646,750
2	Enter amount from Part I, line 27a	2	120,234
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,766,984
5	Decreases not included in line 2 (itemize) ▶ <b>SEE STATEMENT 5</b>	5	2
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30	6	1,766,982

**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.)
<b>1a SCHEDULE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>b SCHEDULE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>c SCHEDULE ATTACHED</b>	<b>P</b>	<b>VARIOUS</b>	<b>VARIOUS</b>
<b>d LT CAPITAL GAIN DISTRIBUTIONS</b>			
<b>e</b>			

(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)
<b>a 5,408</b>		<b>4,672</b>	<b>736</b>
<b>b 426,756</b>		<b>381,438</b>	<b>45,318</b>
<b>c 147</b>			<b>147</b>
<b>d 2,824</b>			<b>2,824</b>
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>			<b>736</b>
<b>b</b>			<b>45,318</b>
<b>c</b>			<b>147</b>
<b>d</b>			<b>2,824</b>
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span 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</span>	<b>2</b>	<b>49,025</b>
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8	<b>3</b>	<b>883</b>

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

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

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

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

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

**1** Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2009	102,207	1,823,649	0.056045
2008	116,471	1,975,692	0.058952
2007	116,410	2,378,427	0.048944
2006	138,789	2,232,381	0.062171
2005	126,226	2,193,810	0.057537

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>0.283649</b>
<b>3</b> 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	<b>3</b>	<b>0.056730</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	<b>4</b>	<b>2,144,522</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>121,659</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>854</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>122,513</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18	<b>8</b>	<b>129,057</b>

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

<b>1a</b>	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)		
<b>b</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	<b>1</b>	<b>854</b>
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	<b>0</b>
<b>3</b>	Add lines 1 and 2	<b>3</b>	<b>854</b>
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	<b>0</b>
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	<b>5</b>	<b>854</b>
<b>6</b>	Credits/Payments		
<b>a</b>	2010 estimated tax payments and 2009 overpayment credited to 2010	<b>6a</b>	<b>400</b>
<b>b</b>	Exempt foreign organizations—tax withheld at source	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	<b>500</b>
<b>d</b>	Backup withholding erroneously withheld	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d	<b>7</b>	<b>900</b>
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	<b>10</b>	<b>46</b>
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2011 estimated tax</b> <b>46</b> <b>Refunded</b>	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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?		<b>X</b>
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to <b>1a</b> or <b>1b</b> , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		<b>X</b>
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year?		<b>X</b>
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <b>\$</b> _____ <b>(2)</b> On foundation managers <b>\$</b> _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <b>\$</b> _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		<b>X</b>
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		<b>X</b>
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year?		<b>X</b>
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?	<b>N/A</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		<b>X</b>
<b>6</b> 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?	<b>X</b>	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	<b>X</b>	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <b>NY</b>		
<b>b</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	<b>X</b>	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		<b>X</b>
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		<b>X</b>

**Part VII-A Statements Regarding Activities (continued)**

<p><b>11</b> At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)</p>	11		X
<p><b>12</b> Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?</p>	12		X
<p><b>13</b> Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>N/A</b></p>	13	X	
<p><b>14</b> The books are in care of ► <b>JPMORGAN SERVICES INC.</b> Telephone no ► <b>302-634-2931</b> <b>PO BOX 6089</b></p> <p>Located at ► <b>NEWARK</b> DE ZIP+4 ► <b>19714-6089</b></p>			
<p><b>15</b> 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</p>	15	► <input type="checkbox"/>	
<p><b>16</b> 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 ►</p>	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
<p><b>1a</b> During the year did the foundation (either directly or indirectly):</p> <p>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(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</p> <p>(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</p>			
<p><b>b</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 ► <input type="checkbox"/></p>	1b		X
<p><b>c</b> 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? <b>N/A</b></p>	1c		
<p><b>2</b> 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))</p>			
<p><b>a</b> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20 , 20 , 20 , 20</p>			
<p><b>b</b> Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 22 of the instructions ) <b>N/A</b></p>	2b		
<p><b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20</p>			
<p><b>3a</b> 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 <input checked="" type="checkbox"/> No</p>			
<p><b>b</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 ) <b>N/A</b></p>	3b		
<p><b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?</p>	4a		X
<p><b>b</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?</p>	4b		X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)?  Yes  No **N/A** 5b

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? 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 page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JP MORGAN CHASE BANK, N.A. 270 PARK AVE NEW YORK NY 10017	TRUSTEE 5.00	26,764	0	0
LOUIS FROST, C/O JP MORGAN CHASE 270 PARK AVE NEW YORK NY 10017	TRUSTEE 5.00	3,427	0	0

**2 Compensation of five highest-paid employees (other than those included on line 1 — see page 23 of the instructions). If none, enter "NONE."**

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

Total number of other employees paid over \$50,000 ▶ 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 page 23 of the instructions). If none, enter "NONE."**

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

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

**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 page 24 of the instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
3 All other program-related investments See page 24 of the instructions	

Total. Add lines 1 through 3 ▶

**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,135,710
b	Average of monthly cash balances	1b	41,470
c	Fair market value of all other assets (see page 25 of the instructions)	1c	0
d	<b>Total</b> (add lines 1a, b, and c)	1d	2,177,180
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	2,177,180
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	32,658
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,144,522
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	107,226

**Part XI Distributable Amount** (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part)

1	Minimum investment return from Part X, line 6	1	107,226
2a	Tax on investment income for 2010 from Part VI, line 5	2a	854
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	854
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	106,372
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	106,372
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	106,372

**Part XII Qualifying Distributions** (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	129,057
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	129,057
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	854
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	128,203

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

**Part XIII Undistributed Income** (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
<b>1</b> Distributable amount for 2010 from Part XI, line 7				<b>106,372</b>
<b>2</b> Undistributed income, if any, as of the end of 2010:				
<b>a</b> Enter amount for 2009 only			<b>2,570</b>	
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2010:				
<b>a</b> From 2005				
<b>b</b> From 2006				
<b>c</b> From 2007				
<b>d</b> From 2008				
<b>e</b> From 2009				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ <b>129,057</b>				
<b>a</b> Applied to 2009, but not more than line 2a			<b>2,570</b>	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
<b>d</b> Applied to 2010 distributable amount				<b>106,372</b>
<b>e</b> Remaining amount distributed out of corpus	<b>20,115</b>			
<b>5</b> Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	<b>20,115</b>			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions				
<b>e</b> Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
<b>f</b> Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				<b>0</b>
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2005 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	<b>20,115</b>			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2006				
<b>b</b> Excess from 2007				
<b>c</b> Excess from 2008				
<b>d</b> Excess from 2009				
<b>e</b> Excess from 2010	<b>20,115</b>			

**Part XIV Private Operating Foundations** (see page 27 of the instructions and Part VII-A, question 9)

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

**2a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
<b>b</b> 85% of line 2a					
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed					
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities					
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
<b>3</b> Complete 3a, b, or c for the alternative test relied upon					
<b>a</b> "Assets" alternative test—enter					
<b>(1)</b> Value of all assets					
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
<b>c</b> "Support" alternative test—enter					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
<b>(3)</b> Largest amount of support from an exempt organization					
<b>(4)</b> Gross investment income					

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

**1 Information Regarding Foundation Managers:**

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

**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  
**N/A**

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

**a** The name, address, and telephone number of the person to whom applications should be addressed  
**CINDY BEROZSKY 212-464-0761**  
**270 PARK AVENUE FL 26 NEW YORK NY 10017**

**b** The form in which applications should be submitted and information and materials they should include  
**NO FORMAL APPLICATIONS. RECIPIENTS S/B QUALIFIED ORG'S**

**c** Any submission deadlines  
**NONE. FUNDS DISTRIBUTED THROUGHOUT TAX YEAR.**

**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
**NO RESTRICTIONS. HOWEVER, RECIPIENTS CHOSEN BY TRUSTEES.**

**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 <b>SEE STATEMENT 6</b>				<b>120,000</b>
<b>Total</b>			▶ <b>3a</b>	<b>120,000</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			▶ <b>3b</b>	





**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)  
Department of the Treasury  
Internal Revenue Service

## Schedule of Contributors

OMB No 1545-0047

# 2010

▶ Attach to Form 990, 990-EZ, or 990-PF.

<b>Name of the organization</b> <b>ROBERT GOELET FOUNDATION</b> <b>C/O JPMORGAN SERVICES INC</b>	<b>Employer identification number</b> <b>13-6146654</b>
--	--

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use exclusively for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use exclusively for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an exclusively religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization <b>ROBERT GOELET FOUNDATION</b>	Employer identification number <b>13-6146654</b>
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**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<b>FERNANDA GOELET TR U/A</b> <b>C/O JPMORGAN, PO BOX 6089</b>  <b>NEWARK DE 19714</b>	\$ 164,295	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution )

Name of organization <b>ROBERT GOELET FOUNDATION</b>	Employer identification number <b>13-6146654</b>
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**Part II Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SCHEDULE ATTACHED	\$ 202,139	03/10/10
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

# Federal Statements

13-6146654

**Statement 1 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FOREIGN TAXES WITHHELD	\$ 453	\$ 453	\$	\$
EXCISE TAXES PAID	471			
<b>TOTAL</b>	<b>\$ 924</b>	<b>\$ 453</b>	<b>\$ 0</b>	<b>\$ 0</b>

**Statement 2 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXPENSES				
UIT INVESTMENT EXPENSES	147	147		
<b>TOTAL</b>	<b>\$ 147</b>	<b>\$ 147</b>	<b>\$ 0</b>	<b>\$ 0</b>

# Federal Statements

13-6146654

**Statement 3 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED	\$ 1,027,403	\$ 1,196,119	COST	\$ 1,684,470
TOTAL	\$ 1,027,403	\$ 1,196,119		\$ 1,684,470

**Statement 4 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SEE ATTACHED	\$ 576,248	\$ 534,346	COST	\$ 577,584
TOTAL	\$ 576,248	\$ 534,346		\$ 577,584

13-6146654

# Federal Statements

## Statement 5 - Form 990-PF, Part III, Line 5 - Other Decreases

Description	Amount
ROUNDING ADJUSTMENT	\$ 2
TOTAL	\$ 2

**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description

NO FORMAL APPLICATIONS. RECIPIENTS S/B QUALIFIED ORG'S

**Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description

NONE. FUNDS DISTRIBUTED THROUGHOUT TAX YEAR.

**Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description

NO RESTRICTIONS. HOWEVER, RECIPIENTS CHOSEN BY TRUSTEES.

# Federal Statements

13-6146654

**Statement 6 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Name	Address	Relationship	Status	Purpose	Amount
NEW YORK CITY BALLET	70 LINCOLN CENTER PLAZA	NONE	PUBLIC	GENERAL	15,000
NEW YORK NY 10023					
THE METROPOLITAN OPERA	30 LINCOLN CENTER	NONE	PUBLIC	GENERAL	20,000
NEW YORK NY 10023					
OLD WESTBURY GARDENS, INC	PO BOX 430	NONE	PUBLIC	GENERAL	5,000
OLD WESTBURY NY 11568					
SISTERS SERVANTS OF MARY	3305 COUNTRY CLUB ROAD	NONE	PUBLIC	GENERAL	5,000
BRONX NY 10465					
ABBOTT HOUSE	100 NORTH BROADWAY	NONE	PUBLIC	GENERAL	10,000
IRVINGTON NY 10533-1254					
PELHAM ART CENTER	155 FIFTH AVENUE	NONE	PUBLIC	GENERAL	10,000
PELHAM NY 10803					
LEGION OF CHRIST	666 5TH AVENUE	NONE	PUBLIC	GENERAL	15,000
NEW YORK NY 10103					
HOPE FOR A HEALTHIER	PO BOX 90547	NONE	PUBLIC	GENERAL	5,000
STATEN ISLAND NY 10309					
CENTER FOR HEARING	50 BROADWAY	NONE	PUBLIC	GENERAL	10,000
NEW YORK NY 10004					
ALS ASSOCIATION	PO BOX 127	NONE	PUBLIC	GENERAL	5,000
ELBRIDGE NY 13060					
PICTURE HOUSE REGIONAL	175 WOLFS LANE	NONE	PUBLIC	GENERAL	10,000
PELHAM NY 10803					
SOUND SHORE MEDICAL	16 GUION PLACE	NONE	PUBLIC	GENERAL	10,000
NEW ROCHELLE NY 10801					
TOTAL					<u>120,000</u>

**ROBERT GOELET FOUNDATION**  
**13-6146654**  
**FORM 990-PF, SCHEDULE B**  
**YEAR ENDED 31 JANUARY 2011**  
**SCHEDULE OF SECURITIES RECEIVED**

	Tax Cost	Market Value
AFLAC INC	457.60	517.45
ABBOTT LABORATORIES	2,154.38	2,173.40
ALTRIA GROUP INC	712.46	1,555.50
APACHE CORP	777.40	1,064.35
BB & T CORP	549.40	572.20
BANK OF AMERICA CORP	1,243.50	1,260.00
BANK OF NEW YORK MELLON CORP	717.75	737.38
CVS/CAREMARK CORPORATION	1,230.23	3,496.60
CELGENE CORPORATION	1,346.47	1,540.94
CISCO SYSTEMS INC	486.70	516.20
COCA COLA CO	2,441.16	3,002.73
DEERE & CO	694.20	889.20
DEVON ENERGY CORP	632.30	694.35
EOG RESOURCES INC	371.68	488.05
EDISON INTERNATIONAL	333.10	337.20
EL PASO CORP	1,930.00	2,860.00
EMERSON ELECTRIC CO	478.80	482.71
EXXON MOBIL CORP	1,873.00	1,662.75
GENERAL ELECTRIC CO	504.11	1,471.95
GENERAL MILLS INC	293.60	361.60
GILEAD SCIENCES INC	2,294.43	2,357.50
GOLDMAN SACHS GROUP INC	476.30	845.38
GOOGLE INC	1,515.40	2,815.48
HEWLETT-PACKARD CO	1,848.00	3,883.50
INTERNATIONAL BUSINESS MACHINES CORP	2,320.59	3,807.90
INTERNATIONAL GAME TECHNOLOGY	387.38	344.30
ISHARES RUSSELL 2000 INDEX FUND	9,873.22	11,676.44
JOHNSON & JOHNSON	2,674.88	3,210.75
JPMORGAN TR I TAX AWARE REAL RETURN FUND	7,500.00	7,803.11
JPMORGAN CHINA REGION FUND	2,500.00	3,153.98
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND	11,000.00	11,047.50
JPMORGAN HIGH YIELD BOND FUND	10,000.00	10,328.94
LOWES COMPANIES INC	597.00	600.63
MC DONALDS CORP	390.75	1,622.10
MERCK & CO INC	731.20	746.50
MICROSOFT CORP	2,484.10	2,584.35

**ROBERT GOELET FOUNDATION**  
**13-6146654**  
**FORM 990-PF, SCHEDULE B**  
**YEAR ENDED 31 JANUARY 2011**  
**SCHEDULE OF SECURITIES RECEIVED**

	<u>Tax Cost</u>	<u>Market Value</u>
MONSANTO CO	649.60	724.10
NORFOLK SOUTHERN CORP	2,052.00	2,648.50
OCCIDENTAL PETROLEUM CORP	795.60	815.55
ORACLE CORP	552.38	620.63
PARKER-HANNIFIN CORP	484.65	629.25
PHILIP MORRIS INTERNATIONAL	1,091.19	2,549.13
PRAXAIR INC	1,131.55	2,782.15
PRUDENTIAL FINANCIAL INC	463.81	551.20
QUALCOMM INC	1,658.07	1,552.40
SPDR GOLD TRUST	4,331.08	5,520.50
SCHLUMBERGER LTD	446.90	642.15
SOUTHERN CO	497.23	485.40
UNITED TECHNOLOGIES CORP	1,339.80	1,421.80
URBAN OUTFITTERS INC	270.15	527.25
YUM BRANDS INC	1,089.25	1,766.75
COVIDIEN PLC	802.40	1,000.00
ACE LTD NEW	218.60	258.48
AMERICAN CENTURY EQUITY INC	15,000.00	17,839.28
ARTISAN INTL VALUE FUND	5,500.00	5,391.42
EDGEWOOD GROWTH FUND	10,000.00	11,219.24
IVY GLOBAL NATURAL RESOURCE-I	4,500.00	4,521.47
MANNING & NAPIER WORLD OPPORTUNITIES SERIES FUND	7,500.00	10,903.03
MATTHEWS PACIFIC TIGER FUND	18,099.59	21,831.30
NUVEEN NWQ VALUE OPPORTUNITIES FUND	10,000.00	13,425.35
>>> TOTAL	<u>164,294.94</u>	<u>202,139.25</u>

THE ROBERT GOELET FDN ACCT 962701001  
For the Period 10/01 to 10/01

Asset Categories	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Dividends	Yield
<b>US Large Cap</b>							
ETIQUETTE DE HENRI & CO	130.000	50.68	6,588.40	4,864.40	1,924.00	212.20	3.24%
GOOSEWOOD GROWTH FUND	8,772.637	11.53	76,080.06	65,000.00	13,080.06		
EDISON INTERNATIONAL	60.000	36.26	2,175.60	1,998.60	177.00	76.60	3.53%
ENERGY SERVICES INC	95.000	58.88	5,593.60	4,548.60	1,045.00	131.10	2.34%
GENERAL ELECTRIC	55.000	108.39	5,958.45	4,988.49	1,172.96	34.10	0.58%
GOODYEAR TIRE & RUBBER	475.000	80.68	38,323.00	11,520.08	26,802.94	838.00	2.18%
GOODYEAR TIRE & RUBBER	40.000	108.75	4,350.00	4,437.37	(137.37)	80.00	1.84%
GENERAL ELECTRIC	490.000	20.14	9,868.60	2,297.28	7,571.32	274.40	2.78%
GENERAL MILLS INC	110.000	34.76	3,823.60	3,229.00	598.20	123.20	3.22%
GOLDMAN SACHS GROUP INC	30.000	153.62	4,608.60	2,657.80	2,050.80	42.00	0.88%
GOOGLE INC	80.000	600.36	12,007.20	6,981.60	5,845.60		

THE ROBERT GOELET FDN ACCT 962701001  
For the Period 10/01 to 10/01

Asset Categories	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Dividends	Yield
<b>US Large Cap</b>							
HEWLETT-PACKARD CO	375.000	45.68	17,133.75	9,240.00	7,893.75	190.00	0.70%
INTERNATIONAL BUSINESS MACHINES CORP	300.000	162.00	48,600.00	23,205.90	25,394.10	796.00	1.60%
JOHNSON & JOHNSON	400.000	59.77	23,908.00	21,399.07	2,508.93	664.00	3.61%
JOHNSON CONTROLS INC	125.000	38.39	4,798.75	4,875.00	(76.25)	60.00	1.67%
LOWES COMPANIES INC	195.000	24.60	4,836.00	4,650.00	179.40	65.00	1.77%
MC DONALD'S CORP	275.000	79.67	20,252.25	4,298.25	15,954.00	671.00	3.31%
MERCK AND CO INC	170.000	33.17	5,638.90	6,215.20	(576.30)	259.40	4.58%
METLife INC	350.000	45.77	16,019.50	14,927.47	1,092.03	259.00	1.62%
MICROSOFT CORP	640.000	27.73	17,744.00	17,772.62	(28.62)	409.00	2.31%
MORFLE SOUTHERN CORP	300.000	61.19	18,357.00	12,312.00	6,045.00	480.00	2.61%
OCCIDENTAL PETROLEUM CORP	100.000	96.68	15,468.00	12,635.58	2,832.42	243.20	1.57%
ORACLE CORP	300.000	32.03	9,609.00	7,614.02	1,994.98	50.00	0.52%

THE ROBERT GOELET FDN ACCT 962701001  
For the Period 10/01 to 10/01

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change in Value	Current Allocation
US Large Cap	718,681.10	748,875.68	30,194.58	32%
US Mid Cap/Small Cap	185,823.50	186,911.25	1,087.75	9%
Non US Equity	658,634.46	873,987.83	15,333.37	29%
Emerging Markets	68,904.78	64,715.07	(4,189.71)	3%
<b>Total Value</b>	<b>\$1,642,043.84</b>	<b>\$1,684,489.83</b>	<b>\$42,425.99</b>	<b>73%</b>

Equity Detail

Market Value	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Dividends	Yield
<b>US Large Cap</b>							
ABBOTT LABORATORIES	265.000	45.18	11,967.40	14,272.79	(2,305.39)	468.40	3.90%

THE ROBERT GOELET FDN ACCT 962701001  
For the Period 10/01 to 10/01

Asset Categories	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Dividends	Yield
<b>US Large Cap</b>							
AMGEN INC	60.000	57.58	3,454.80	2,745.60	709.20	72.00	2.08%
ALTRIA GROUP INC	600.000	23.51	14,106.00	5,899.88	8,206.12	912.00	6.47%
APACHE CORP	60.000	119.36	7,161.60	4,664.40	2,497.20	36.00	0.50%
BANK OF AMERICA CORP	575.000	13.73	7,884.75	9,533.50	(1,648.75)	23.00	0.29%
BANK OF NEW YORK MELLON CORP	200.000	31.25	6,250.00	5,742.00	508.00	70.00	1.15%
BENTLEY SYSTEMS INC	145.000	27.64	4,007.80	3,883.15	24.65	87.00	2.17%
CELGENE CORP	125.000	51.53	6,441.25	8,732.36	(2,291.11)	21.75	
CHRYSLER GROUP LLC	355.000	62.85	22,311.75	15,756.80	6,555.15	624.00	2.80%
CISCO SYSTEMS INC	375.000	34.20	12,825.00	4,813.34	8,011.66	187.50	1.46%
COOKSON INC	140.000	90.90	12,726.00	8,479.18	4,246.82	195.00	1.54%
DEERE & CO	110.000	88.69	9,755.90	7,448.80	2,307.10	70.40	0.72%
DEERE PREMIER GROWTH FUND	5,307.854	18.77	89,012.75	50,000.00	39,012.75		



THE ROBERT GOELET FDN ACCT P62701001  
For the Period 10/11 to 10/11

	Quantity	Price	Market Value	Te. Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
<b>Non US Equity</b>							
AFRICAN CHINA REGION FUND	1,485,507	20.66	30,720.26	20,500.00	10,220.26	124.76	0.41%
4812AS-2S-8 ACQS X							
WORLD OPPORTUNITIES SERIES FUND	10,231,317	6.61	60,137.96	57,250.00	32,637.96	786.04	0.63%
4812AS-2S-8 ACQS X							
MATTHEWS PACIFIC TIGER FD	8,237,758	22.41	185,045.36	133,304.41	51,740.97	644.06	0.35%
503821 34 3 EDWA X							
INDIAN NMO VALUE OPPORTUNITES FUND	3,149,266	35.15	110,698.70	73,000.00	37,698.70	1,650.06	1.68%
670441-63-8 MGR X							
SPDR GOLD TRUST	350,000	129.87	45,454.50	30,317.56	15,136.94		
78453V 10-7 GLD							
T ROWE PRICE INTERNATIONAL FUNDS INC	2,664,721	16.58	48,024.12	45,000.00	3,024.12	232.62	0.48%
779661 50-0 PRUS X							
NEW ASIA FUND	500,000	46.49	23,245.00	21,450.70	1,794.30	407.50	1.75%
VANGUARD EMERGING MARKET ETF	32,057,253		672,987.83	509,284.87	168,673.16	82,208.41	0.77%
4812AS-2S-8 ACQS X						329.06	
<b>Emerging Markets</b>							
J.P.MORGAN EMERGING MARKETS EQUITY	1,975,541	23.06	45,553.96	42,000.00	3,553.96	252.86	0.96%
SELECT EMERGING CLASS							
4812AS-2S-8 ACQS X							

J.P.Morgan



THE ROBERT GOELET FDN ACCT P62701001  
For the Period 10/11 to 10/11

	Quantity	Price	Market Value	Te. Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
<b>US Large Cap</b>							
PARKER HANFERN CORP	85,000	86.41	7,349.85	4,119.53	3,480.32	108.80	1.43%
701094 10-4 PH							
PHILIP MORRIS INTERNATIONAL	275,000	57.24	15,741.00	8,901.55	6,739.45	704.00	4.47%
718172 10-5 PM							
PRAXAIR INC	210,000	53.04	19,538.40	8,211.80	11,326.60	450.00	2.15%
74005P 10-4 PX							
PROCTER & GAMBLE CO	350,000	63.13	22,095.50	15,295.75	6,799.75	674.45	3.05%
742716 10-5 PG						184.83	
PRUDENTIAL FINANCIAL INC	60,000	61.51	3,690.60	2,782.87	907.73	69.00	1.87%
744320 10-2 PRU							
QUALCOMM INC	295,000	54.13	15,968.35	12,420.68	3,547.67	224.20	1.40%
747255 10-3 QCOM							
SCHLUMBERGER LTD	110,000	68.99	9,789.90	4,915.90	4,874.00	110.00	1.12%
806857 10-5 SJB							
SOUTHERN CO	140,000	37.62	5,266.80	4,640.84	625.96	254.80	4.84%
842587 10-7 SO							
UNITED TECHNOLOGIES CORP	140,000	61.30	11,382.00	9,328.20	2,053.80	228.00	2.00%
913017 10-9 UTX							
URBAN OUTFITTERS INC	140,000	33.82	4,734.80	2,521.79	2,213.01		
917047 10-2 URBN							
WELLS FARGO & CO	150,000	30.42	4,863.00	4,495.50	367.50	30.00	0.62%
949746 10-1 WFC							
YUM BRANDS INC	850,000	46.76	39,746.00	14,317.25	25,428.75	850.00	2.14%
980458 10-1 YUM						215.50	

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THE ROBERT GOELET FDN ACCT P62701001  
For the Period 10/11 to 10/11

	Quantity	Price	Market Value	Te. Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
<b>Emerging Markets</b>							
VIRTUS INSIGHT TR	2,272,727	6.43	19,158.09	20,000.00	(840.91)	170.45	0.88%
4812AS-2S-8 ACQS X							
<b>Total Emerging Markets</b>	4,248,248		84,718.07	82,000.00	2,718.07	842.31	0.85%

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THE ROBERT GOELET FDN ACCT P62701001  
For the Period 10/11 to 10/11

	Quantity	Price	Market Value	Te. Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income Accrued Dividends	Yield
<b>US Large Cap</b>							
3M CO	75,000	87.92	6,594.00	6,479.00	115.00	157.50	2.39%
852791 10-1 3M							
<b>Total US Large Cap</b>	23,065,843		\$748,875.88	\$481,106.17	\$267,775.51	\$17,708.65	1.70%
						\$726.81	
<b>US Mid Cap/Small Cap</b>							
AMERICAN CENTURY EQUITY INCOME FUND	18,750,000	7.28	136,500.00	105,000.00	31,500.00	3,900.00	2.86%
025076 10-0 TWEI X							
CHARLES RUSSELL 2000 INDEX FUND	775,000	77.95	60,411.25	43,174.26	16,686.99	622.65	1.15%
464267 45-5 RWX							
<b>Total US Mid Cap/Small Cap</b>	19,525,000		\$196,911.25	\$148,174.26	\$48,736.99	\$4,522.65	2.33%
<b>Non US Equity</b>							
ACE LTD NEW	65,000	61.59	3,987.45	2,404.60	982.85	72.60	2.14%
80023P 10-5 ACE							
ARTIFEX INTL VALUE FUND - RMV	2,330,853	27.28	63,588.40	55,500.00	8,088.40	625.15	1.30%
043144 85-1 ARTX X							
CONYEN PLC	145,000	47.47	6,883.15	6,817.40	665.75	110.00	1.63%
02554F 10-5 CON						29.00	
ROY GLOBAL NATURAL RESOURCE	2,968,220	22.50	66,784.95	59,500.00	7,284.95	130.80	0.20%
465893 50-3 RGN X							

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THE ROBERT GOELET FIDTN ACCT PR6701001  
For the Period 10/01 to 10/01

Fixed Income Detail

	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income	Yield
<b>US Fixed Income - Taxable</b>							
HARBOR HIGH YIELD BOND FUND - INS 411511-55-3	4,099.351	11.06	45,429.84	45,000.00	429.84	2,795.06	6.16%
JPMORGAN STRATEGIC INCOME OPPORTUNITIES FUND 3844 30-Day Annualized Yield 2.81%	8,131.261	11.93	73,145.64	71,000.00	2,145.64	3,047.23	4.17%
481244-35-1						165.54	
JPMORGAN CORE BOND FUND SELECT SHARE CLASS 30-Day Annualized Yield 3.50%	24,884.228	11.46	285,319.26	283,674.66	22,644.60	13,166.66	4.60%
481200-38-1						924.42	
JPMORGAN HIGH YIELD BOND FUND SELECT CLASS 30-Day Annualized Yield 8.82%	14,312.787	8.31	118,932.26	105,061.13	13,841.13	10,561.46	8.80%
481200-60-3						715.64	
CHARLES MERRILL TIPS BOND FUND 464287-17-6	500.000	107.54	53,770.00	49,540.00	4,190.00	1,348.50	2.50%
Total US Fixed Income Taxable	60,028.638		\$377,584.26	\$354,344.78	\$44,239.48	\$30,846.86	5.86%

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THE ROBERT GOELET FIDTN ACCT PR6701001  
For the Period 10/01 to 10/01

Cash & Short Term Summary\*

Asset Categories	Beginning Market Value	Ending Market Value	Change in Value	Current Allocation
Cash	43,384.73	36,729.19	(6,655.54)	2%

\*Includes Principal balances only

Market Value/Cost	Current Period Value
Market Value	36,729.19
Tax Cost	36,729.19
Estimated Annual Income	18.36
Accrued Interest	2.74
Yield	0.05%

Note: \* This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding. There is no change in the interest rate and all interest is left in the account.

Cash & Short Term Detail

Cash	Quantity	Price	Market Value	Tax Cost Adjusted Original	Unrealized Gain/Loss	Estimated Annual Income	Yield
US DOLLAR PRINCIPAL	36,729.19	1.00	36,729.19	36,729.19		18.36	0.05%
						2.74	

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THE ROBERT GOELET FIDTN ACCT PR6701001  
For the Period 10/01 to 10/01

Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change in Value	Current Allocation
US Fixed Income Taxable	623,628.14	577,584.26	(46,043.88)	25%

Market Value/Cost	Current Period Value
Market Value	577,584.26
Tax Cost	43,384.73
Unrealized Gain/Loss	(43,239.48)
Estimated Annual Income	30,846.86
Accrued Interest	1,805.60
Yield	5.36%

SUMMARY BY MATURITY

Fixed Income	Market Value	% of Bond Portfolio
Less than 5 years*	577,584.26	100%

\* This figure reflects the number of years until the bond is scheduled to mature based on the statement end date. Some bonds may be called or paid in full before their stated maturity.

SUMMARY BY TYPE

Fixed Income	Market Value	% of Bond Portfolio
Mutual Funds	577,584.26	100%

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