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

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 3/01, 2010, and ending 2/28, 2011

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

**GROSS FOUNDATION INC.**  
PO BOX 040308 PARKVILLE STATION  
BROOKLYN, NY 11204

H Check type of organization  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation  
I Fair market value of all assets at end of year (from Part II, column (c), line 16) **J Accounting method**  Cash  Accrual  
 Other (specify)   
**► \$ 47,975,280.** (Part I, column (d) must be on cash basis)

|  | <b>Part I Analysis of Revenue and Expenses</b> (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions)) | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|---|------------------------------------|---------------------------|-------------------------|---|
| <b>REVENUE</b>   | 1 Contributions, gifts, grants, etc, received (att sch)   |                                    |                           |                         |   |
|  | 2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B  |                                    |                           |                         |   |
|  | 3 Interest on savings and temporary cash investments  | 748,334.                           | 748,334.                  | 748,334.                |   |
|  | 4 Dividends and interest from securities  | 52,188.                            | 52,188.                   | 52,188.                 |   |
|  | 5a Gross rents  | 156,310.                           | 156,310.                  | 156,310.                |   |
|  | b Net rental income or (loss)   | 51,343.                            |                           |                         |   |
|  | 6a Net gain/(loss) from sale of assets not on line 10   | -151,125.                          |                           |                         |   |
|  | b Gross sales price for all assets on line 6a   | 5,645,175.                         |                           |                         |   |
|  | 7 Capital gain net income (from Part IV, line 2)  |                                    | 0.                        |                         |   |
|  | 8 Net short-term capital gain   |                                    |                           |                         |   |
|  | 9 Income modifications  |                                    |                           |                         |   |
|  | 10a Gross sales less returns and allowances   |                                    |                           |                         |   |
| b Less Cost of goods sold  |   |                                    |                           |                         |   |
| c Gross profit/(loss) (att sch)  |   |                                    |                           |                         |   |
| 11 Other income (attach schedule)  |   |                                    |                           |                         |   |
| See Statement 1  | 965,365.  | 965,365.                           | 965,365.                  |                         |   |
| <b>12 Total.</b> Add lines 1 through 11  | <b>1,771,072.</b>   | <b>1,922,197.</b>                  | <b>1,922,197.</b>         |                         |   |
| <b>ADMINISTRATIVE EXPENSES</b>   | 13 Compensation of officers, directors, trustees, etc   | 0.                                 |                           |                         |   |
|  | 14 Other employee salaries and wages  |                                    |                           |                         |   |
|  | 15 Pension plans, employee benefits   |                                    |                           |                         |   |
|  | 16a Legal fees (attach schedule)  |                                    |                           |                         |   |
|  | b Accounting fees (attach sch)  |                                    |                           |                         |   |
|  | c Other prof fees (attach sch)  |                                    |                           |                         |   |
|  | 17 Interest   |                                    |                           |                         |   |
|  | 18 Taxes (attach schedule (see inst))   |                                    |                           |                         |   |
|  | 19 Depreciation (attach sch) and depletion  |                                    |                           |                         |   |
|  | 20 Occupancy  |                                    |                           |                         |   |
|  | 21 Travel, conferences, and meetings  |                                    |                           |                         |   |
|  | 22 Printing and publications  |                                    |                           |                         |   |
|  | 23 Other expenses (attach schedule)   |                                    |                           |                         |   |
|  | See Statement 2   | 51,327.                            | 51,327.                   | 1,442.                  |   |
| <b>24 Total operating and administrative expenses.</b> Add lines 13 through 23 | <b>106,409.</b>   | <b>106,409.</b>                    | <b>1,442.</b>             |                         |   |
| 25 Contributions, gifts, grants paid <b>Part XV</b>                            | 1,733,336.  |                                    |                           | 1,733,336.              |   |
| <b>26 Total expenses and disbursements.</b> Add lines 24 and 25                | <b>1,839,745.</b>   | <b>106,409.</b>                    | <b>1,442.</b>             | <b>1,733,336.</b>       |   |
| <b>27 Subtract line 26 from line 12:</b>                                       |   |                                    |                           |                         |   |
| <b>a Excess of revenue over expenses and disbursements</b>                     | <b>-68,673.</b>   |                                    |                           |                         |   |
| <b>b Net investment income (if negative, enter -0-)</b>                        |   | <b>1,815,788.</b>                  |                           |                         |   |
| <b>c Adjusted net income (if negative, enter -0-)</b>                          |   |                                    | <b>1,920,755.</b>         |                         |   |

| <b>Part II</b> <b>Balance Sheets</b> |   | Attached schedules and amounts in the description column should be for end-of-year amounts only<br>(See instructions.)        | Beginning of year   | End of year    |                       |
|--------------------------------------|---|---|---|----------------|-----------------------|
|                                      |   |   | (a) Book Value  | (b) Book Value | (c) Fair Market Value |
| <b>ASSETS</b>                        | 1   | Cash – non-interest-bearing   |   |                |                       |
|                                      | 2   | Savings and temporary cash investments  | 18,757,960.   | 19,096,242.    |                       |
|                                      | 3   | Accounts receivable   |   |                |                       |
|                                      |   | Less allowance for doubtful accounts  |   |                |                       |
|                                      | 4   | Pledges receivable  |   |                |                       |
|                                      |   | Less allowance for doubtful accounts  |   |                |                       |
|                                      | 5   | Grants receivable   |   |                |                       |
|                                      | 6   | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)   |   |                |                       |
|                                      | 7   | Other notes and loans receivable (attach sch) ► 764,591.  | Statement 3   |                |                       |
|                                      |   | Less allowance for doubtful accounts  | 3,135,791.  | 764,591.       |                       |
|                                      | 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) Statement 4   | 11,896,835.   | 13,082,828.    |                       |
|                                      | c   | Investments – corporate bonds (attach schedule)   |   | 10,528,377.    |                       |
|                                      | 11  | Investments – land, buildings, and equipment: basis ► 1,148,370.  |   |                |                       |
|                                      | Less accumulated depreciation (attach schedule) See Stmt 5 ►                                      | 3,104,538.  | 1,148,370.  |                |                       |
| 12                                   | Investments – mortgage loans  |   |   |                |                       |
| 13                                   | Investments – other (attach schedule) Statement 6   | 13,739,604.   | 16,437,700.   |                |                       |
| 14                                   | Land, buildings, and equipment basis ►  |   | 16,437,700.   |                |                       |
|                                      | Less accumulated depreciation (attach schedule)   |   |   |                |                       |
| 15                                   | Other assets (describe ► )  |   |   |                |                       |
| 16                                   | <b>Total assets</b> (to be completed by all filers – see instructions Also, see page 1, item I) ) | 50,634,728.   | 50,529,731.   |                |                       |
|                                      |   |   | 47,975,280.   |                |                       |
| <b>LIABILITIES</b>                   | 17  | Accounts payable and accrued expenses   |   |                |                       |
|                                      | 18  | Grants payable  |   |                |                       |
|                                      | 19  | Deferred revenue  |   |                |                       |
|                                      | 20  | Loans from officers, directors, trustees, & other disqualified persons.   |   |                |                       |
|                                      | 21  | Mortgages and other notes payable (attach schedule)   |   |                |                       |
|                                      | 22  | Other liabilities (describe ► )   |   |                |                       |
|                                      | 23  | <b>Total liabilities</b> (add lines 17 through 22) )  | 0.  | 0.             |                       |
|                                      |   | Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ► <input type="checkbox"/> |   |                |                       |
|                                      | <b>NET ASSETS</b>   | 24  | Unrestricted  |                |                       |
|                                      |   | 25  | Temporarily restricted  |                |                       |
|                                      |   | 26  | Permanently restricted  |                |                       |
|                                      |   |   | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ► <input checked="" type="checkbox"/> |                |                       |
|                                      |   | 27  | Capital stock, trust principal, or current funds  |                |                       |
|                                      |   | 28  | Paid-in or capital surplus, or land, building, and equipment fund   |                |                       |
|                                      |   | 29  | Retained earnings, accumulated income, endowment, or other funds  | 50,634,728.    | 50,529,731.           |
|                                      |   | 30  | <b>Total net assets or fund balances</b> (see the instructions)   | 50,634,728.    | 50,529,731.           |
| 31                                   |   | <b>Total liabilities and net assets/fund balances</b> (see the instructions)  | 50,634,728.   | 50,529,731.    |                       |

**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 | 50,634,728. |
| 2 | Enter amount from Part I, line 27a   | 2 | -68,673.    |
| 3 | Other increases not included in line 2 (itemize) ►   | 3 |             |
| 4 | Add lines 1, 2, and 3  | 4 | 50,566,055. |
| 5 | Decreases not included in line 2 (itemize) ► See Statement 7   | 5 | 36,324.     |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30  | 6 | 50,529,731. |

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

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company) |   |   | (b) How acquired<br>P — Purchase<br>D — Donation  | (c) Date acquired<br>(month, day, year) | (d) Date sold<br>(month, day, year) |
|--|---|---|---|---|-------------------------------------|
| 1a BUILDING ABILENE  |   |   | P   | 12/09/02                                | 12/31/10                            |
| b SEE SCHEDULE   |   |   | P   | Various                                 | Various                             |
| c  |   |   |   |   |                                     |
| d  |   |   |   |   |                                     |
| e  |   |   |   |   |                                     |
| (e) Gross sales price  | (f) Depreciation allowed<br>(or allowable)  | (g) Cost or other basis<br>plus expense of sale     | (h) Gain or (loss)<br>(e) plus (f) minus (g)  |   |                                     |
| a 2,000,000.   |   | 2,177,900.  | -177,900.   |   |                                     |
| b 3,645,175.   |   | 3,618,400.  | 26,775.   |   |                                     |
| c  |   |   |   |   |                                     |
| d  |   |   |   |   |                                     |
| e  |   |   |   |   |                                     |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  |   |   |   |   |                                     |
| (i) Fair Market Value<br>as of 12/31/69  | (j) Adjusted basis<br>as of 12/31/69  | (k) Excess of column (i)<br>over column (j), if any | (l) Gains (Column (h))<br>gain minus column (k), but not less<br>than -0- or Losses (from column (h)) |   |                                     |
| a  |   |   | -177,900.   |   |                                     |
| b  |   |   | 26,775.   |   |                                     |
| c  |   |   |   |   |                                     |
| d  |   |   |   |   |                                     |
| e  |   |   |   |   |                                     |
| 2 Capital gain net income or (net capital loss)  | If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7                                 |   | 2   | -151,125.                               |                                     |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)   | If gain, also enter in Part I, line 8, column (c) (see the instructions) If (loss), enter -0- in Part I, line 8 |   | 3   | 0.                                      |                                     |

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

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

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

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

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

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

| (a)<br>Base period years<br>Calendar year (or tax year<br>beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of<br>noncharitable-use assets | (d)<br>Distribution ratio<br>(column (b) divided by column (c)) |
|---|--|---|---|
| 2009  | 2,914,869.                               | 47,001,212.                                     | 0.062017  |
| 2008  | 611,937.                                 | 47,157,973.                                     | 0.012976  |
| 2007  | 2,597,502.                               | 47,404,602.                                     | 0.054794  |
| 2006  | 2,367,425.                               | 47,017,990.                                     | 0.050351  |
| 2005  | 3,569,461.                               | 42,647,062.                                     | 0.083698  |

2 Total of line 1, column (d) 2 0.263836

3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years 3 0.052767

4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5 4 47,399,378.

5 Multiply line 4 by line 3 5 2,501,123.

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 18,158.

7 Add lines 5 and 6 7 2,519,281.

8 Enter qualifying distributions from Part XII, line 4 8 1,733,336.

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

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

|   |            |
|---|------------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.                  |            |
| Date of ruling or determination letter _____ (attach copy of letter if necessary – see instr.)  |            |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b | 1 36,316.  |
| c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)                          |            |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  | 2 0.       |
| 3 Add lines 1 and 2   | 3 36,316.  |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  | 4 0.       |
| 5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-  | 5 36,316.  |
| 6 Credits/Payments  |            |
| a 2010 estimated tax pmts and 2009 overpayment credited to 2010   | 6a 24,000. |
| b Exempt foreign organizations – tax withheld at source   | 6b         |
| c Tax paid with application for extension of time to file (Form 8868)   | 6c 30,000. |
| d Backup withholding erroneously withheld   | 6d 56,169. |
| 7 Total credits and payments Add lines 6a through 6d  | 7 110,169. |
| 8 Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached                           | 8          |
| 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed  | 9 0.       |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid  | 10 73,853. |
| 11 Enter the amount of line 10 to be Credited to 2011 estimated tax ► 40,000. Refunded  | 11 33,853. |

**Part VII-A Statements Regarding Activities**

|   |       |
|---|-------|
| 1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?  | Yes X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?  | X     |
| If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities  |       |
| c Did the foundation file <b>Form 1120-POL</b> for this year?   | X     |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year<br>(1) On the foundation ► \$ 0. (2) On foundation managers ► \$ 0.   |       |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.  |       |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS?<br>If 'Yes,' attach a detailed description of the activities  | X     |
| 3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If 'Yes,' attach a conformed copy of the changes  |       |
| 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?<br>b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?  | X     |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?<br>If 'Yes,' attach the statement required by General Instruction T  |       |
| 6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either<br>• By language in the governing instrument, or<br>• 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? |       |
| 7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV   |       |
| 8 a Enter the states to which the foundation reports or with which it is registered (see the instructions)<br>NY  |       |
| 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   |       |
| 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  |       |
| 10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses.  |       |

BAA

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

|  |   |  |
|--|---|--|
| 11   |   | X  |
| 12   |   | X  |
| 13   | X   |  |
| 14   | The books are in care of ► <u>GROSS FOUNDATION</u><br>Located at ► <u>1660 49TH STREET BROOKLYN NY</u>  | Telephone no ► <u>718-851-7724</u><br>ZIP + 4 ► <u>11204</u>             |
| 15   | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> — Check here<br>and enter the amount of tax-exempt interest received or accrued during the year | N/A ► <u>15</u><br>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?     | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/><br>X |
| See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ► |   |  |

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

|  | Yes                          | No                                     |
|--|------------------------------|--|
| 1a During the year did the foundation (either directly or indirectly):   |                              |  |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)   | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b If any answer is 'Yes' to 1a(1)-(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?<br>Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>   | 1b                           | N/A                                    |
| c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?  | 1c                           | X                                      |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):   |                              |  |
| a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010?  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| If 'Yes,' list the years ► <u>20__ , 20__ , 20__ , 20__</u>  |                              |  |
| 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 the instructions)  | 2b                           | N/A                                    |
| c If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here<br>► <u>20__ , 20__ , 20__ , 20__</u>   |                              |  |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b If 'Yes,' did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) | 3b                           | N/A                                    |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?   | 4a                           | X                                      |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?  | 4b                           | X                                      |

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

 Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

 Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

 Yes  No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see 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  Nob 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)?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

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

5b N/A

6b X

7b

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

| (a) Name and address                                   | (b) Title and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|--|--|---|---|---------------------------------------|
| CHAIM GROSS<br>1660 49TH STREET<br>BROOKLYN, NY 11204  | PRESIDENT<br>0   | 0.  | 0.  | 0.                                    |
| FAIGIE GROSS<br>1660 49TH STREET<br>BROOKLYN, NY 11204 | Director<br>0  | 0.  | 0.  | 0.                                    |
| DOV GROSS<br>1660 49TH STREET<br>BROOKLYN, NY 11204    | Director<br>0  | 0.  | 0.  | 0.                                    |
| -----  | -----  | -----                                     | -----   | -----                                 |

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

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

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

► 0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| None  |                     |                  |
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## 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.

|  |     |
|--|-----|
| organizations and other beneficiaries served, conferences convened, research papers produced, etc. |     |
| 1  | N/A |
| 2  |     |
| 3  |     |
| 4  |     |

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

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

|  |     |   |
|--|-----|---|
| 1  | N/A |   |
| 2  |     |   |
| 3  |     |   |
| All other program-related investments See instructions |     |   |
| 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 | 10,031,385. |
| b Average of monthly cash balances   | 1b | 18,926,601. |
| c Fair market value of all other assets (see instructions)   | 1c | 19,163,210. |
| d <b>Total</b> (add lines 1a, b, and c)  | 1d | 48,121,196. |
| e Reduction claimed for blockage or other factors reported on lines 1a and 1c<br>(attach detailed explanation) | 1e | 0.          |
| 2 Acquisition indebtedness applicable to line 1 assets   | 2  | 0.          |
| 3 Subtract line 2 from line 1d   | 3  | 48,121,196. |
| 4 Cash deemed held for charitable activities Enter 1-1/2% of line 3<br>(for greater amount, see instructions)  | 4  | 721,818.    |
| 5 <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4   | 5  | 47,399,378. |
| 6 <b>Minimum investment return.</b> Enter 5% of line 5   | 6  | 2,369,969.  |

**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  | 2,369,969. |
| 2a Tax on investment income for 2010 from Part VI, line 5   | 2a | 36,316.    |
| b Income tax for 2010 (This does not include the tax from Part VI )                                       | 2b |            |
| c Add lines 2a and 2b   | 2c | 36,316.    |
| 3 Distributable amount before adjustments Subtract line 2c from line 1                                    | 3  | 2,333,653. |
| 4 Recoveries of amounts treated as qualifying distributions   | 4  |            |
| 5 Add lines 3 and 4   | 5  | 2,333,653. |
| 6 Deduction from distributable amount (see instructions)  | 6  |            |
| 7 <b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1 | 7  | 2,333,653. |

**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 | 1,733,336. |
| 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:<br>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  | 1,733,336. |
| 5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income<br>Enter 1% of Part I, line 27b (see instructions) | 5  |            |
| 6 <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4  | 6  | 1,733,336. |

**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)<br>Corpus | (b)<br>Years prior to 2009 | (c)<br>2009 | (d)<br>2010 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2010 from Part XI, line 7   |               |                            |             | 2,333,653.  |
| 2 Undistributed income, if any, as of the end of 2010  |               |                            | 1,216,574.  |             |
| a Enter amount for 2009 only   |               | 0.                         |             |             |
| b Total for prior years. 20_____, 20_____, 20_____<br>c Excess distributions carryover, if any, to 2010  |               |                            |             |             |
| a From 2005  |               |                            |             |             |
| b From 2006  |               |                            |             |             |
| c From 2007  |               |                            |             |             |
| d From 2008  |               |                            |             |             |
| e From 2009  |               |                            |             |             |
| f Total of lines 3a through e  | 0.            |                            |             |             |
| 4 Qualifying distributions for 2010 from Part XII, line 4 ► \$ 1,733,336.  |               |                            | 1,216,574.  |             |
| 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   |               |                            |             | 516,762.    |
| e Remaining amount distributed out of corpus   | 0.            |                            |             |             |
| 5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))   | 0.            |                            |             | 0.          |
| 6 Enter the net total of each column as indicated below:   |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5  | 0.            |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b  |               | 0.                         |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed |               | 0.                         |             |             |
| d Subtract line 6c from line 6b Taxable amount – see instructions  |               | 0.                         |             |             |
| e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount – see instructions  |               |                            | 0.          |             |
| f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011  |               |                            |             | 1,816,891.  |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)                                  | 0.            |                            |             |             |
| 8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)  | 0.            |                            |             |             |
| 9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a  | 0.            |                            |             |             |
| 10 Analysis of line 9  |               |                            |             |             |
| a Excess from 2006   |               |                            |             |             |
| b Excess from 2007   |               |                            |             |             |
| c Excess from 2008   |               |                            |             |             |
| d Excess from 2009   |               |                            |             |             |
| e Excess from 2010   |               |                            |             |             |

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Form 990-PF (2010)

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

N/A

|     |   |  |  |  |
|-----|---|--|--|--|
| 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             |  |  |  |
| 1b  | Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input checked="" type="checkbox"/> 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   |  |  |  |
| 2b  | 85% of line 2a  |  |  |  |
| 2c  | Qualifying distributions from Part XII, line 4 for each year listed   |  |  |  |
| 2d  | Amounts included in line 2c not used directly for active conduct of exempt activities   |  |  |  |
| 2e  | Qualifying distributions made directly for active conduct of exempt activities<br>Subtract line 2d from line 2c   |  |  |  |
| 3   | Complete 3a, b, or c for the alternative test relied upon   |  |  |  |
| a   | 'Assets' alternative test – enter   |  |  |  |
| (1) | Value of all assets   |  |  |  |
| (2) | Value of assets qualifying under section 4942(j)(3)(B)(i)   |  |  |  |
| b   | 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed  |  |  |  |
| c   | 'Support' alternative test – enter  |  |  |  |
| (1) | Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)   |  |  |  |
| (2) | Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)  |  |  |  |
| (3) | Largest amount of support from an exempt organization   |  |  |  |
| (4) | Gross investment income   |  |  |  |

**Part XV** Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year – see instructions.)**1 Information Regarding Foundation Managers:**

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

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

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

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

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

See Statement 8

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

See Statement for Line 2a

c Any submission deadlines

See Statement for Line 2a

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

See Statement for Line 2a

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

| Recipient<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to<br>any foundation manager or<br>substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution                   | Amount          |
|--|--|--------------------------------------|---|-----------------|
| <i>a Paid during the year</i><br>SEE SCHEDULE    |  | PUBLIC                               | TO FURTHER JEWISH<br>STUDIES AND<br>CHARITABLE CAUSES | 1,435,265.      |
| SEE SCHEDULE                                     |  | PUBLIC                               | TO FURTHER JEWISH<br>STUDIES AND<br>CHARITABLE CAUSES | 298,071.        |
| <b>Total</b>                                     |  |                                      |   | ► 3a 1,733,336. |
| <i>b Approved for future payment</i>             |  |                                      |   |                 |
| <b>Total</b>                                     |  |                                      |   | ► 3b            |

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

|   | Unrelated business income |               | Excluded by section 512, 513, or 514 |                   | (e)<br>Related or exempt<br>function income<br>(see the instructions) |
|---|---------------------------|---------------|--------------------------------------|-------------------|---|
|   | (a)<br>Business<br>code   | (b)<br>Amount | (c)<br>Exclu-<br>sion<br>code        | (d)<br>Amount     |   |
| <b>1 Program service revenue</b>                                  |                           |               |                                      |                   |   |
| a   |                           |               |                                      |                   |   |
| b   |                           |               |                                      |                   |   |
| c   |                           |               |                                      |                   |   |
| d   |                           |               |                                      |                   |   |
| e   |                           |               |                                      |                   |   |
| f   |                           |               |                                      |                   |   |
| <b>g Fees and contracts from government agencies</b>              |                           |               |                                      |                   |   |
| <b>2 Membership dues and assessments</b>                          |                           |               |                                      |                   |   |
| <b>3 Interest on savings and temporary cash investments</b>       |                           |               | 14                                   | <b>748,334.</b>   |   |
| <b>4 Dividends and interest from securities</b>                   |                           |               | 14                                   | <b>52,188.</b>    |   |
| <b>5 Net rental income or (loss) from real estate</b>             |                           |               |                                      |                   |   |
| a Debt-financed property  |                           |               |                                      |                   |   |
| b Not debt-financed property                                      | 531120                    |               | 16                                   | <b>51,343.</b>    |   |
| <b>6 Net rental income or (loss) from personal property</b>       |                           |               |                                      |                   |   |
| <b>7 Other investment income</b>                                  |                           |               | 14                                   | <b>965,365.</b>   |   |
| <b>8 Gain or (loss) from sales of assets other than inventory</b> |                           |               | 18                                   | <b>-151,125.</b>  |   |
| <b>9 Net income or (loss) from special events</b>                 |                           |               |                                      |                   |   |
| <b>10 Gross profit or (loss) from sales of inventory</b>          |                           |               |                                      |                   |   |
| <b>11 Other revenue</b>   |                           |               |                                      |                   |   |
| a   |                           |               |                                      |                   |   |
| b   |                           |               |                                      |                   |   |
| c   |                           |               |                                      |                   |   |
| d   |                           |               |                                      |                   |   |
| e   |                           |               |                                      |                   |   |
| <b>12 Subtotal Add columns (b), (d), and (e)</b>                  |                           |               |                                      | <b>1,666,105.</b> |   |
| <b>13 Total Add line 12, columns (b), (d), and (e)</b>            |                           |               |                                      |                   | <b>1,666,105.</b>   |

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

**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

Other transactions

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

6. Sharing of facilities, equipment, mailing lists, other assets, or paid employees

|        | Yes | No |
|--------|-----|----|
| 1a (1) | X   |    |
| 1a (2) | X   |    |
| 1b (1) | X   |    |
| 1b (2) | X   |    |
| 1b (3) | X   |    |
| 1b (4) | X   |    |
| 1b (5) | X   |    |
| 1b (6) | X   |    |
| 1c     | X   |    |

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

| <b>(a) Name of organization</b> | <b>(b) Type of organization</b> | <b>(c) Description of relationship</b> |
|---------------------------------|---------------------------------|--|
| N/A                             |                                 |  |
|                                 |                                 |  |
|                                 |                                 |  |
|                                 |                                 |  |

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

Sign  
Here

Signature of officer or trustee

Date \_\_\_\_\_

PRESIDENT

|  |   |  |                                |   |                    |
|--|---|--|--------------------------------|---|--------------------|
| Print/Type preparer's name<br><b>SAMUEL REINHOLD</b> |   | Preparer's Signature<br><i>SAMUEL REINHOLD</i> | Date<br><i>1/13/2013</i>       | Check if <input checked="" type="checkbox"/> if self-employed | PTIN<br><b>N/A</b> |
| <b>Paid<br/>Preparer<br/>Use Only</b>                | Firm's name ► <b>Henry Reinhold, CPA</b>                        |  | Firm's EIN ► <b>N/A</b>        |   |                    |
|  | Firm's address ► <b>1354 E. 13th St.<br/>Brooklyn, NY 11230</b> |  | Phone no <b>(718) 339-6640</b> |   |                    |

**BAA**

**Form 990-PF (2010)**

# Application for Extension of Time To File an Exempt Organization Return

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box

►

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

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

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

## Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only

►

*All other corporations (including 1120-C filers), partnerships, REMICS, and trusts must use Form 7004 to request an extension of time to file income tax returns*

|   |  |   |
|---|--|---|
| Type or print   | Name of exempt organization<br><br><b>GROSS FOUNDATION INC.</b>  | Employer identification number<br><br><b>11-3006419</b> |
| File by the due date for filing your return. See instructions | Number, street, and room or suite number. If a P O box, see instructions<br><br><b>PO BOX 040308 PARKVILLE STATION</b>   |   |
|   | City, town or post office, state, and ZIP code. For a foreign address, see instructions<br><br><b>BROOKLYN, NY 11204</b> |   |

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

**04**

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

- The books are in the care of ► **GROSS FOUNDATION**

Telephone No ► **718-851-7724**

FAX No. ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 10/15, 20 11, to file the exempt organization return for the organization named above

The extension is for the organization's return for

- calendar year 20 \_\_\_\_\_ or
- tax year beginning 3/01, 20 10, and ending 2/28, 20 11

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

|  |                       |
|--|-----------------------|
| 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions                                   | 3a \$ <b>54,000.</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 | 3b \$ <b>110,169.</b> |
| c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions             | 3c \$ <b>0.</b>       |

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

**BAA For Paperwork Reduction Act Notice, see Instructions.**

Form 8868 (Rev 1-2011)

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

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

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

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

|   |   |   |
|---|---|---|
| <b>Type or print</b><br><br>File by the extended due date for filing the return. See instructions | Name of exempt organization<br><br><b>GROSS FOUNDATION INC.</b>   | Employer identification number<br><br><b>11-3006419</b> |
|   | Number, street, and room or suite number. If a P O box, see instructions<br><br><b>Henry Reinhold, CPA<br/>1354 E. 13th St.</b> |   |
|   | City, town or post office, state, and ZIP code. For a foreign address, see instructions<br><br><b>Brooklyn, NY 11230</b>        |   |
|   |   |   |

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

**04**

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

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

- The books are in care of ► **GROSS FOUNDATION** -----  
Telephone No ► **718-851-7724** ----- 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 1/15, 20 12
- 5 For calendar year \_\_\_\_\_, or other tax year beginning 3/01, 20 10, and ending 2/28, 20 11
- 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 Taxpayer respectfully requests additional time to gather information necessary 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>36,316.</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>110,169.</b> |
| <b>c 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>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 ► **PRESIDENT**

Date ►

**BAA**

FIFZ0502L 11/15/10

Form 8868 (Rev 1-2011)

2010

## Federal Statements

Page 1

Client G1

GROSS FOUNDATION INC.

11-3006419

1/12/12

10 45AM

**Statement 1**  
**Form 990-PF, Part I, Line 11**  
**Other Income**

|                         | (a)<br>Revenue<br>per Books | (b) Net<br>Investment<br>Income | (c)<br>Adjusted<br>Net Income |
|-------------------------|-----------------------------|---------------------------------|-------------------------------|
| Other Investment Income | \$ 965,365.                 | \$ 965,365.                     | \$ 965,365.                   |
| Total                   | <u>\$ 965,365.</u>          | <u>\$ 965,365.</u>              | <u>\$ 965,365.</u>            |

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

|                 | (a)<br>Expenses<br>per Books | (b) Net<br>Investment<br>Income | (c)<br>Adjusted<br>Net Income | (d)<br>Charitable<br>Purposes |
|-----------------|------------------------------|---------------------------------|-------------------------------|-------------------------------|
| FEES            | \$ 1,442.                    | \$ 1,442.                       | \$ 1,442.                     |                               |
| Rental Expenses | 49,885.                      | 49,885.                         |                               |                               |
| Total           | <u>\$ 51,327.</u>            | <u>\$ 51,327.</u>               | <u>\$ 1,442.</u>              | <u>0.</u>                     |

**Statement 3**  
**Form 990-PF, Part II, Line 7**  
**Other Notes and Loans Receivable**

|   | Book Value         | Fair Market Value  | Doubtful Accounts Allowance |
|---|--------------------|--------------------|-----------------------------|
| Other Notes and Loans                   | \$ 764,591.        | \$ 764,591.        | \$ 0.                       |
| Total                                   | <u>\$ 764,591.</u> | <u>\$ 764,591.</u> |                             |
| Allowance for Doubtful Accounts         |                    | \$ 0.              |                             |
| Net Other Notes/Loans Rec. - Book Value |                    | <u>\$ 764,591.</u> |                             |

**Statement 4**  
**Form 990-PF, Part II, Line 10b**  
**Investments - Corporate Stocks**

|                  | Valuation<br>Method | Book<br>Value         | Fair Market<br>Value  |
|------------------|---------------------|-----------------------|-----------------------|
| Corporate Stocks |                     |                       |                       |
| SECURITIES       | Cost                | \$ 13,082,828.        | \$ 10,528,377.        |
|                  | Total               | <u>\$ 13,082,828.</u> | <u>\$ 10,528,377.</u> |

**2010****Federal Statements****Page 2****Client G1****GROSS FOUNDATION INC.****11-3006419**

1/12/12

10 45AM

**Statement 5**  
**Form 990-PF, Part II, Line 11**  
**Investments - Land, Buildings, and Equipment**

| <u>Category</u> | <u>Basis</u>         | <u>Accum.<br/>Deprec.</u> | <u>Book<br/>Value</u> | <u>Fair Market<br/>Value</u> |
|-----------------|----------------------|---------------------------|-----------------------|------------------------------|
| Buildings       | \$ 1,148,370.        | \$ 0.                     | \$ 1,148,370.         | \$ 1,148,370.                |
| Total           | <u>\$ 1,148,370.</u> | <u>\$ 0.</u>              | <u>\$ 1,148,370.</u>  | <u>\$ 1,148,370.</u>         |

**Statement 6**  
**Form 990-PF, Part II, Line 13**  
**Investments - Other**

|                           | <u>Valuation<br/>Method</u> | <u>Book<br/>Value</u> | <u>Fair Market<br/>Value</u> |
|---------------------------|-----------------------------|-----------------------|------------------------------|
| <u>Other Investments</u>  |                             |                       |                              |
| OTHER INVESTMENTS & LOANS | Cost                        | \$ 16,437,700.        | \$ 16,437,700.               |
| Total                     | <u>\$ 16,437,700.</u>       | <u>\$ 16,437,700.</u> |                              |

**Statement 7**  
**Form 990-PF, Part III, Line 5**  
**Other Decreases**

|               |                   |
|---------------|-------------------|
| FEDERAL TAXES | \$ 36,324.        |
| Total         | <u>\$ 36,324.</u> |

**Statement 8**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program:  
Name: CHAIM GROSS  
Care Of:  
Street Address: 1660 49TH STREET  
City, State, Zip Code: BROOKLYN, NY 11204  
Telephone:  
Form and Content: NO SPECIAL FORM. DOCUMENTS THAT ORGANIZATION IS TAX EXEMPT  
Submission Deadlines:  
Restrictions on Awards:

**GROSS FOUNDATION  
SECURITIES PORTFOLIO**

**2/28/2011**

| DISCRIPTION              | COST<br>END COST    | MARKET<br>VALUE     |
|--------------------------|---------------------|---------------------|
| ALPINE GLOBAL            | 239,660             | 270,530             |
| AMBIENT CORP             | 12,276              | 6,481               |
| AMERICAN INTL GROUP      | 42,348              | 37,060              |
| AMERICAN SAFETY          | 104,551             | 106,750             |
| BANK OF AMERICA          | 25,441              | 28,580              |
| CDKNET COM ARKADOS       |                     | 379                 |
| COLONIAL FINL SRVC       | 29,541              | 38,700              |
| COMMODORE SEP TECH       | 8,510               | 275                 |
| COMPUMED INC             | 876                 | 84                  |
| CRM HOLDING MAJC         | 40,655              | 14,322              |
| DRYSHIPS                 | 22,234              | 22,095              |
| EASTERN INS              | 20,468              | 25,960              |
| EMBLAZE                  | 1,759,204           | 734,783             |
| GEORGETOWN BANCORP INC   | 2,348               | 2,400               |
| GRAMERCY                 | 5,606               | 21,040              |
| GREAT GOLD MINES NL      | 49,372              | 0                   |
| HUDSON CITY              | 61,019              | 59,800              |
| INTEGRATED SURGICAL      | 0                   | 19                  |
| JER INVS TR INC          | 311                 | 1                   |
| MAIDEN HOLDING           | 24,023              | 23,970              |
| MAJOR AUTOMOTIVE COS INC | 109,499             | 38,584              |
| MEDIABAY INC             | 0                   | 2                   |
| NATIONAL WETN LIFE       | 44,712              | 52,464              |
| NEW JERSEY ST HIGH       | 100,000             | 100,000             |
| NEW YORK ST ENERGY       | 775,000             | 775,000             |
| NUTECH                   | 13,800              | 173                 |
| NUVEEN MUN               | 63,758              | 61,950              |
| ONSTREAM                 | 11,916              | 90,185              |
| PARKVALE                 | 8,452               | 11,090              |
| PEOPLES CHOICE FIN'L     | 150,000             | 0                   |
| PENNEY J                 | 76,541              | 87,400              |
| PRESIDENTIAL LIFE        | 29,676              | 34,178              |
| RAE SYSTEM               |                     | 6,931               |
| RAIT INV TRUST           | 43,894              | 106,362             |
| RENHE COMMERCIAL         | 238                 | 150                 |
| SOLUTIA                  | 7,946               | 39,105              |
| SOVEREIGN                | 527,500             | 51,940              |
| SPRINT NEXTEL            | 4,188               | 4,370               |
| THOMAS PPTYS             | 8,443               | 10,784              |
| TOLL BROS                | 16,758              | 21,260              |
| TOWER GROUP              | 67,358              | 81,540              |
| <br>                     |                     |                     |
| <b>SUBTOTAL</b>          | <b>\$4,508,120</b>  | <b>\$2,966,698</b>  |
| <br>                     |                     |                     |
| <b>PAGE 2</b>            | <b>\$8,574,708</b>  | <b>\$7,561,679</b>  |
| <br>                     |                     |                     |
| <b>TOTAL SECURITIES</b>  | <b>\$13,082,828</b> | <b>\$10,528,377</b> |

## GROSS FOUNDATION INC.

## PORTFOLIO

2/28/10

PAGE 2

| INVESTMENT            | BALANCE            | MARKET VALUE       |
|-----------------------|--------------------|--------------------|
| ADVANCED TECHNOLOGY   | 250,000            | 20,000             |
| AMERICAN EUROPEAN     | 1,308,750          | 1,308,750          |
| BAYBERRY CONSUMER     | 600,000            | 600,000            |
| BLZ                   | 498,968            | 498,968            |
| CELLMAX SYS           | 100,000            | 10,000             |
| CENTURION FUND        | 694,662            | 865,833            |
| CF SERVICES           | 20,000             | 2,000              |
| EMES CAPITAL          | 25,000             | 10                 |
| ESH LICHTENSTEIN PROP | 703,652            | 10                 |
| FCB POOL              | 100,000            | 100,000            |
| HAIN CAPITAL          | 11,906             | 860,965            |
| HIGH TECHNOLOGIES     | 10,000             | 100                |
| MABRIDGE ENERGY       | 1,000,000          | 1,000,000          |
| MICRO MATIX           | 20,000             | 20                 |
| MYRIAD ULTRASOUND     | 75,000             | 7,500              |
| NEWSGRADE             | 25,000             | 250                |
| ONSTREAM              | 478,024            | 478,024            |
| PEPTOR                | 150,000            | 150,000            |
| PLATINIUM FUND        | 2,428,746          | 1,584,249          |
| SHANGDONG TADA AUTO   | 25,000             | 25,000             |
| TAIYANG POULTRY       | 50,000             | 50,000             |
| <b>TOTAL</b>          | <b>\$8,574,708</b> | <b>\$7,561,679</b> |

**GROSS FOUNDATION INC.**  
**CAPITAL GAINS**  
**3/1/10-2/28/11**

| DESCRIPTION                  | SHARES  |         | COST             | SALES PRICE      | GAIN<br>(LOSS) |
|------------------------------|---------|---------|------------------|------------------|----------------|
|                              | BOUGHT  | SOLD    |                  |                  |                |
| ALPINE GLOBAL                | 5,000   | 5,000   | 30,242           | 31,276           | 1,034          |
| AMERICAN SAFETY              | 16,546  | 16,546  | 261,129          | 269,783          | 8,654          |
| ASSURED GUARANTY             | 1,000   | 1,000   | 15,908           | 16,182           | 274            |
| BANK OF AMERICA              | 2,000   | 2,000   | 25,441           | 24,233           | -1,208         |
| BP PLC                       | 500     | 500     | 18,508           | 20,987           | 2,479          |
| COLONIAL FINL SRVC           | 6,000   | 6,000   | 59,083           | 71,538           | 12,455         |
| CRYSTAL RIV CAP              | 10,000  | 10,000  | 10,708           | 5,884            | -4,824         |
| EASTERN INS                  | 1,000   | 1,000   | 10,234           | 10,992           | 758            |
| FIRST MERCURY                | 4,900   | 4,900   | 50,012           | 69,568           | 19,556         |
| GLOBAL INDEMNITY             | 8,000   | 8,000   | 124,407          | 127,079          | 2,673          |
| GRAMERCY                     | 1,000   | 1,000   | 1,402            | 4,992            | 3,590          |
| HELIOS HIGH                  | 2,900   | 2,900   | 19,149           | 19,647           | 498            |
| HELIOS MULTI SECTOR          | 3,091   | 3,091   | 13,948           | 14,450           | 501            |
| JER INVS TR INC              | 1,500   | 1,500   | 16,086           | 70               | -16,016        |
| MAIDEN HOLDING               | 9,259   | 9,259   | 64,935           | 61,447           | -3,489         |
| MERCER INS                   | 1,500   | 1,500   | 27,283           | 26,490           | -793           |
| METLIFE                      | 1,000   | 1,000   | 36,851           | 39,531           | 2,680          |
| NATIONAL WETN LIFE           | 2,900   | 2,900   | 432,214          | 462,771          | 30,558         |
| ONSTREAM                     | 50,987  | 50,987  | 28,447           | 58,021           | 29,574         |
| PARKVALE                     | 2,000   | 2,000   | 16,903           | 17,988           | 1,084          |
| PENN MILLERS                 | 100     | 100     | 0                | 1,457            | 1,457          |
| PIONEER MUN HIGH             | 10,000  | 10,000  | 123,508          | 122,482          | -1,026         |
| PMA CAPITAL                  | 9,100   | 9,100   | 53,529           | 61,439           | 7,910          |
| PRESIDENTIAL LIFE            | 2,500   | 2,500   | 22,160           | 25,349           | 3,189          |
| RAIT INV TRUST               | 800     | 800     | 7,010            | 13,392           | 6,382          |
| ROCKVILLE FINL               | 666     | 666     | 7,530            | 7,984            | 454            |
| SENIOR HOUSING               | 6,000   | 6,000   | 132,068          | 132,552          | 484            |
| SOLUTIA                      | 34,482  | 34,482  | 16,606           | 40,309           | 23,704         |
| SPDR SER                     | 11,200  | 11,200  | 427,825          | 436,619          | 8,794          |
| SPRINT NEXTEL                | 5,000   | 5,000   | 17,508           | 22,554           | 5,046          |
| SUN CMNTYS                   | 2,000   | 2,000   | 36,508           | 40,484           | 3,976          |
| THOMAS PPTYS                 | 5,000   | 5,000   | 11,530           | 17,456           | 5,926          |
| TOLL BROS                    | 1,000   | 1,000   | 17,828           | 20,682           | 2,854          |
| TOWER GROUP                  | 2,000   | 2,000   | 48,098           | 46,655           | -1,444         |
| VERMONT ST STUDENT           | 100,000 | 100,000 | 100,000          | 78,450           | -21,550        |
| W HLDNG                      | 112,006 | 112,006 | 1,249,694        | 28,377           | -1,221,317     |
| WESTERN ASSET HIGH           | 9,253   | 9,253   | 84,109           | 87,729           | 3,619          |
| HAIN CAPITAL INVESTORS       |         |         |                  | 160,649          | 160,649        |
| LANX OFFSHORE                |         |         |                  | 17               | 17             |
| PLATINUM                     |         |         |                  | 344,497          | 344,497        |
| CENTURION CREDIT GROUP INT'L |         |         |                  | 78,829           | 78,829         |
| BLEEKER STREET               |         |         |                  | 425,000          | 425,000        |
| MARBRIDGE                    |         |         |                  | 71,866           | 71,866         |
| BAYBERRY                     |         |         |                  | 27,423           | 27,423         |
|                              |         |         |                  |                  | 0              |
| <b>TOTAL</b>                 |         |         | <b>3,618,400</b> | <b>3,645,175</b> | <b>26,775</b>  |

**GROSS FOUNDATION INC.  
CONTRIBUTIONS PAID  
3/01/2010-2/28/2011**

**CASH CONTRIBUTIONS** SEE SCHEDULE **\$1,435,265**

**NON CASH CONTRIBUTIONS** SEE SCHEDULE **\$298,071**

**TOTAL CONTRIBUTIONS PAID** **\$1,733,336**

**GROSS FOUNDATION INC.**  
**CASH CONTRIBUTIONS PAID**  
**3/01/2010-2/28/2011**

| Chk# | Date | Amount | Organization |
|------|------|--------|--------------|
|------|------|--------|--------------|

|      |           |          |  |
|------|-----------|----------|--|
| 1499 | 01-Mar-10 | \$72     | YESHIVAT ITRI                            |
| 1548 | 02-Mar-10 | \$5,000  | CONG ALEXANDER                           |
| 1549 | 02-Mar-10 | \$250    | UNITED TALMUDICAL ACADEMY                |
| 1551 | 03-Mar-10 | \$50,000 | MERKAZ LECHINUCH TORANI                  |
| 1552 | 07-Mar-10 | \$1,000  | CHASDEI ELIEZER                          |
| 1554 | 08-Mar-10 | \$36,000 | AGUDAT REFUAH VECHAIM                    |
| 1556 | 08-Mar-10 | \$1,000  | CONG. IMREI CHAIM WILCHOVITZ             |
| 1553 | 08-Mar-10 | \$1,800  | MESAMCHE LEV                             |
| 1561 | 09-Mar-10 | \$240    | AMERICAN FRIENDS OF ZICHRON NAHUM        |
| 1557 | 09-Mar-10 | \$2,800  | CONGREGATION KHAL TORAS CHAIM            |
| 1560 | 09-Mar-10 | \$1,000  | CONGREGATION TZEMECH TZADIK              |
| 1558 | 09-Mar-10 | \$1,000  | KOLEL EMES VEMUNAH VIZNITZ               |
| 1562 | 09-Mar-10 | \$240    | KOLLEL OR YEOHIEL                        |
| 1559 | 09-Mar-10 | \$500    | MARBEH TORAH                             |
| 1565 | 10-Mar-10 | \$2,400  | CONG OHEL TORAH                          |
| 1563 | 10-Mar-10 | \$3,600  | OHR HAAGALIL INC.                        |
| 1564 | 10-Mar-10 | \$1,800  | TOMCHE SHABBOS OF BORO PARK              |
| 1567 | 11-Mar-10 | \$1,000  | CONG AHAVAS YERUSHALAIM                  |
| 1568 | 11-Mar-10 | \$1,000  | CONGREGATION AHAVAS CHESED               |
| 1569 | 11-Mar-10 | \$1,000  | FRIENDS OF MOSDOS DAAS MAYSHARIM         |
| 1571 | 11-Mar-10 | \$2,000  | MIFAL EZRA ZICHRON YEHIDA                |
| 1570 | 11-Mar-10 | \$418    | US FRIENDS OF YAD EZRA                   |
| 1566 | 11-Mar-10 | \$60,000 | ZICHRON YAakov                           |
| 1573 | 14-Mar-10 | \$200    | CONG TOLDOS AVRUHAM YITZHOK              |
| 1572 | 14-Mar-10 | \$500    | YESHIVAS DERECH HAMELECH                 |
| 1576 | 15-Mar-10 | \$150    | AMER FRIENDS OF TORAT CHESED INSTITUTION |
| 1577 | 15-Mar-10 | \$400    | CONGREGATION KHAL TORAS CHAIM            |
| 1574 | 15-Mar-10 | \$500    | CONGREGATION MINCHAS CHINUCH             |
| 1580 | 15-Mar-10 | \$518    | CONGREGATION ZICHRON YITZHOK             |
| 1578 | 15-Mar-10 | \$240    | LEVUSH MALCHUT                           |
| 1581 | 15-Mar-10 | \$360    | VIZNITZ INSTITUTIONS                     |
| 1575 | 15-Mar-10 | \$500    | YESHIVAS MIKDAsh MELECH                  |
| 1585 | 16-Mar-10 | \$400    | AM FRIENDS OF EMEK BRODIA                |
| 1584 | 16-Mar-10 | \$100    | CONGREGATION KHAL TORAS CHAIM            |
| 1583 | 16-Mar-10 | \$360    | CONGREGATION NAHILAS DAVID CHESED FUND   |
| 1582 | 16-Mar-10 | \$200    | MEOROT TRUST                             |
| 1587 | 17-Mar-10 | \$360    | AMERICAN FRIENDS OF REAIM                |
| 1588 | 17-Mar-10 | \$360    | CONG ICHUD AVREICHIM                     |
| 1586 | 17-Mar-10 | \$500    | CONGREGATION KOLEL AVREICHIM BRESLAV     |
| 1589 | 17-Mar-10 | \$500    | NACHAL NOVEA MEKOR CHOCHEM               |
| 1590 | 17-Mar-10 | \$1,000  | Ohr Matisyahu                            |
| 1594 | 18-Mar-10 | \$500    | CONG AVNEI NEIZER SOCHOTSHOV             |
| 1591 | 18-Mar-10 | \$460    | CONG MACZIKEI HADAS                      |
| 1593 | 18-Mar-10 | \$500    | CONGREGATION OHR HAGUNIS                 |
| 1592 | 18-Mar-10 | \$1,200  | KNESET SHRAGA c/o boyer                  |
| 1598 | 21-Mar-10 | \$2,500  | CONGREGATION KHAL TORAS CHAIM            |
| 1596 | 22-Mar-10 | \$360    | Kupas Boro Park                          |
| 1601 | 23-Mar-10 | \$360    | CONG BNEI LEVI                           |

**GROSS FOUNDATION INC.**  
**CASH CONTRIBUTIONS PAID**  
**3/01/2010-2/28/2011**

| Chk# | Date      | Amount   | Organization                            |
|------|-----------|----------|---|
| 1603 | 23-Mar-10 | \$120    | CONGREGATION BAIS ELIAIYU- R' ADEI TREI |
| 1605 | 23-Mar-10 | \$240    | CONGREGATION TZEMECH TZADIK             |
| 1602 | 23-Mar-10 | \$500    | Cong Nikelsburg                         |
| 1604 | 23-Mar-10 | \$500    | ICHUD CHASIDIM DBOBOV                   |
| 1597 | 23-Mar-10 | \$240    | MISGOV LA'DOH                           |
| 1600 | 23-Mar-10 | \$240    | YESHIVA IMREI YOSEF                     |
| 1607 | 24-Mar-10 | \$3,600  | CONG TOLDOS AVRUILAM YITZCHOK           |
| 1606 | 24-Mar-10 | \$1,200  | CONGREGATION AHAVAS TZEDOKO VO'IESED    |
| 1599 | 24-Mar-10 | \$1,000  | CONGREGATION KHAL TORAS CHAIM           |
| 1609 | 26-Mar-10 | \$500    | GOMLEI CHESED                           |
| 1610 | 27-Mar-10 | \$1,000  | CONGREGATION ATERET YESHUAH             |
| 1611 | 28-Mar-10 | \$5,000  | MOSDOS VIZNITZ                          |
| 1615 | 13-Apr-10 | \$72     | CONGREGATION TORA TEMIMA                |
| 1614 | 13-Apr-10 | \$1,100  | KHAL TZEMECH TZADIK                     |
| 1616 | 14-Apr-10 | \$360    | BAIS ULPANA DRABEINU YOCHONON           |
| 1619 | 20-Apr-10 | \$1,000  | CONGREGATION AHAVAS CHESED              |
| 1620 | 20-Apr-10 | \$700    | RAMOT TORAH SCHOOL                      |
| 1621 | 20-Apr-10 | \$150    | YESHIVA ZICHRON MEILECH                 |
| 1618 | 20-Apr-10 | \$360    | YESHIVAH BNOS AHAVAS ISRAEL             |
| 1623 | 21-Apr-10 | \$250    | CONG TOLDOS AVRUHAM YITZCHOK            |
| 1622 | 21-Apr-10 | \$1,000  | CONGREGATION DORG                       |
| 1625 | 22-Apr-10 | \$750    | MERKAZ HAKOLILIM DSHIKUN SQUARE         |
| 1624 | 22-Apr-10 | \$1,200  | YESHIVATH VIZNITZ                       |
| 1626 | 27-Apr-10 | \$360    | CONG BETH SCHMUEL                       |
| 1627 | 28-Apr-10 | \$25,000 | MIFAL EZRA ZICHRON YEHIDA               |
| 1632 | 30-Apr-10 | \$1,000  | CONG BNEI LEVI                          |
| 1635 | 04-May-10 | \$100    | CONG YESHIVA BRESLEV                    |
| 1636 | 04-May-10 | \$100    | KOLLEL KEHILAS YAKOV                    |
| 1634 | 04-May-10 | \$250    | YESHIVATH LELUV OF JERUSALEM            |
| 1638 | 06-May-10 | \$250    | YESHIVA NOAM HATORAH                    |
| 1641 | 11-May-10 | \$600    | TOMCHE SHABBOS OF BORO PARK             |
| 1640 | 11-May-10 | \$15,000 | YESHIVA GEDOLAH OF CENTRAL PARK, INC    |
| 1639 | 11-May-10 | \$500    | YESHIVAS MIKDAH MELEOI                  |
| 1643 | 12-May-10 | \$360    | BAIS AHARON VISROEL                     |
| 1642 | 12-May-10 | \$3,000  | CONGREGATION AHAVAS CHAVERIM            |
| 1646 | 13-May-10 | \$50,000 | ARACHIM AMERICA                         |
| 1644 | 13-May-10 | \$250    | CONG CHESED YISROEL                     |
| 1645 | 13-May-10 | \$1,000  | KEREN HATZOLAS DOROS                    |
| 1648 | 16-May-10 | \$25,000 | MIFAL EZRA ZICHRON YEHIDA               |
| 1649 | 23-May-10 | \$50,000 | AGUDAT REFUAH VECHAIM                   |
| 1651 | 24-May-10 | \$10,000 | YESHIVA GEDOLAH OF CENTRAL PARK, INC    |
| 1652 | 25-May-10 | \$200    | CONGREGATION KHAL TORAS CHAIM           |
| 1653 | 27-May-10 | \$150    | CONGREGATION TZEMECH TZADIK             |
| 1656 | 30-May-10 | \$250    | CONG MACZIKEI HADAS                     |
| 1657 | 31-May-10 | \$1,000  | CONGREGATION KHAL TORAS CHAIM           |
| 1658 | 31-May-10 | \$2,500  | KOLLEL CHASIDAI GER                     |
| 1659 | 01-Jun-10 | \$150    | AM FRIENDS OF BAIS MAOZ                 |
| 1660 | 01-Jun-10 | \$25,000 | CONG NACHLAS YAKOV                      |
| 1661 | 01-Jun-10 | \$5,000  | YESHIVA GEDOLAH OF CENTRAL PARK, INC    |

**GROSS FOUNDATION INC.**  
**CASH CONTRIBUTIONS PAID**  
**3/01/2010-2/28/2011**

| Chk# | Date      | Amount    | Organization                         |
|------|-----------|-----------|--------------------------------------|
| 1663 | 02-Jun-10 | \$50,000  | MERKAZ LECHINUCH TORANI              |
| 1664 | 02-Jun-10 | \$500     | TALMUD TORAH BAIS YECHIAL            |
| 1665 | 03-Jun-10 | \$1,200   | CONGREGATION AHAVAS CHESED           |
| 1666 | 08-Jun-10 | \$100,000 | ZICHRON YAakov                       |
| 1667 | 08-Jun-10 | \$100     | KOLEL AVRECIIIM DSATMER              |
| 1668 | 08-Jun-10 | \$80      | NEVE YERUSHLAAYIM                    |
| 1669 | 09-Jun-10 | \$250     | Cong Yeshiva Mevoi Hatalmid          |
| 1670 | 10-Jun-10 | \$1,000   | CONGREGATION AHAVAS CHAVERIM         |
| 1671 | 14-Jun-10 | \$500     | BONEH OLAM                           |
| 1673 | 14-Jun-10 | \$500     | CONG CHASIDEI ALEXANDER              |
| 1676 | 17-Jun-10 | \$250     | BETH HA'MEDRASH SHAAREI YOSHER       |
| 1675 | 17-Jun-10 | \$500     | FRIENDS OF THE TORAT CHAIM           |
| 1677 | 17-Jun-10 | \$3,000   | TSHECHENOV INSTITUTIONS              |
| 1678 | 19-Jun-10 | \$360     | NETIVOT OLAM INSTITUTIONS            |
| 1679 | 21-Jun-10 | \$500     | CONGREGATION ATERET YESHUAH          |
| 1682 | 22-Jun-10 | \$2,600   | AGUDAT REFUAH VECHAIM                |
| 1685 | 22-Jun-10 | \$25      | CONG SEDERIEL                        |
| 1683 | 22-Jun-10 | \$180     | CONG SHOTZ                           |
| 1684 | 22-Jun-10 | \$250     | CONGREGATION KHAL TORAS CHAIM        |
| 1687 | 23-Jun-10 | \$200     | Cong Migdal Eider                    |
| 1686 | 23-Jun-10 | \$1,800   | PAILE YOETZ                          |
| 1688 | 29-Jun-10 | \$250     | STAM GEMILAS CHESED FUND INC         |
| 1692 | 06-Jul-10 | \$150     | CONG ZEMACH DAVID OF DINOV           |
| 1693 | 08-Jul-10 | \$25,000  | CONG ZICHRON MENACHEM                |
| 1695 | 12-Jul-10 | \$200     | CONGREGATION RACHMISTRIVKA           |
| 1697 | 13-Jul-10 | \$500     | CONGREGATION BAIS SHMUEL             |
| 1696 | 13-Jul-10 | \$1,200   | CONGREGATION BNAI ABRAHAM            |
| 1698 | 13-Jul-10 | \$240     | CONGREGATION TZEMECH TZADIK          |
| 1700 | 14-Jul-10 | \$250     | FRIENDS OF YESHIVAT HARAN            |
| 2047 | 15-Jul-10 | \$10,000  | YESHIVA GEDOLAH OF CENTRAL PARK, INC |
| 1701 | 26-Jul-10 | \$3,600   | AGUDAT REFUAH VECHAIM                |
| 1702 | 26-Jul-10 | \$18,000  | CONGREGATION AHAVAS TZEDOKO V'CHESED |
| 1703 | 26-Jul-10 | \$18,000  | MIFAL EZRA ZICHRON YEHIEL            |
| 1707 | 27-Jul-10 | \$1,000   | CAMP LMAN ACHAI                      |
| 1704 | 27-Jul-10 | \$200     | CONG ANSHEI LAKE FOREST              |
| 1706 | 27-Jul-10 | \$180     | YESHIVA KESER DOVID                  |
| 1708 | 28-Jul-10 | \$600     | YESHIVA GEDOLA OF WOOD LAKES VILLAGE |
| 1711 | 03-Aug-10 | \$1,000   | SHAREY YOSHER JERUSALEM              |
| 2061 | 04-Aug-10 | \$10,000  | YESHIVA GEDOLAH OF CENTRAL PARK, INC |
| 1713 | 10-Aug-10 | \$100     | KOLEL KAMENITZ                       |
| 1714 | 10-Aug-10 | \$100     | KOLLEL OHR MOSHE                     |
| 1715 | 11-Aug-10 | \$1,000   | CONG OHEV YISROEL                    |
| 1717 | 12-Aug-10 | \$1,000   | CONGREGATION KHAL TORAS CHAIM        |
| 1716 | 12-Aug-10 | \$1,000   | VIZNITZER CHAIDER TIFERES YISROEL    |
| 1719 | 16-Aug-10 | \$5,000   | Yeshiva Karlin Stolin                |
| 1724 | 17-Aug-10 | \$100     | ANSIE MAAMED FOUNDATION              |
| 1721 | 17-Aug-10 | \$1,000   | CONGREGATION AHAVAS CHESED           |
| 1723 | 17-Aug-10 | \$100     | CONGREGATION LMAAN ACHAI INC         |
| 1725 | 18-Aug-10 | \$50,000  | AGUDAT REFUAH VECHAIM                |

**GROSS FOUNDATION INC.**  
**CASH CONTRIBUTIONS PAID**  
**3/01/2010-2/28/2011**

| Chk# | Date      | Amount   | Organization                         |
|------|-----------|----------|--------------------------------------|
| 1726 | 18-Aug-10 | \$5,000  | IRGUN SHIURAI TORAH                  |
| 2060 | 18-Aug-10 | \$5,000  | YESHIVA GEDOLAH OF CENTRAL PARK, INC |
| 1728 | 19-Aug-10 | \$1,000  | FRIENDS OF YESHIVAT HARAN            |
| 1729 | 23-Aug-10 | \$5,000  | AGUDAT REFUAH VECHAIM                |
| 1731 | 23-Aug-10 | \$1,000  | CONG. KHAL YEREIM                    |
| 1730 | 23-Aug-10 | \$500    | CONGREGATION ATERET YESHUAH          |
| 1732 | 24-Aug-10 | \$3,600  | MESAMCHE LEV                         |
| 1733 | 24-Aug-10 | \$50     | UNITED INSTITUTIONS OF KARLIN STOLIN |
| 1735 | 26-Aug-10 | \$500    | IIDABROOT                            |
| 1736 | 26-Aug-10 | \$240    | M B Y Fund                           |
| 1739 | 31-Aug-10 | \$600    | CONG OHEL ISRAEL                     |
| 1741 | 31-Aug-10 | \$2,500  | CONGREGATION KOLEL AVREICHIM BRESLAV |
| 1743 | 31-Aug-10 | \$5,000  | MOSDOS TORA VYIRAH                   |
| 1742 | 31-Aug-10 | \$900    | RAMOT TORAH SCHOOL                   |
| 1740 | 31-Aug-10 | \$250    | YESHIVA BAIS MEIR YAKOV              |
| 1745 | 01-Sep-10 | \$360    | MARGANITA DAVROHOM                   |
| 1744 | 01-Sep-10 | \$180    | MESIVTA ZIEV HATORA                  |
| 1746 | 02-Sep-10 | \$1,000  | KOLEL EMES VEMUNAH VIZNITZ           |
| 1748 | 05-Sep-10 | \$1,200  | CHASDEI MIRON                        |
| 1747 | 05-Sep-10 | \$360    | CONGREGATION ATERET YESHUAH          |
| 1749 | 05-Sep-10 | \$360    | CONGREGATION KOSOV                   |
| 1751 | 07-Sep-10 | \$250    | CONGREGATION KHAL TORAS CHAIM        |
| 1752 | 13-Sep-10 | \$10,000 | YESHIVA GEDOLAH OF CENTRAL PARK, INC |
| 1754 | 14-Sep-10 | \$500    | CONGREGATION ATERET YESHUAH          |
| 1756 | 15-Sep-10 | \$180    | CONG MACZIKEI HADAS                  |
| 1757 | 16-Sep-10 | \$4,000  | CONGREGATION MOSDOS AMRAM D'IASIDA   |
| 1758 | 16-Sep-10 | \$1,000  | Chesed Shel Emet                     |
| 1760 | 21-Sep-10 | \$1,000  | CONG. IMREI CHAIM WILCHOVITZ         |
| 1759 | 21-Sep-10 | \$250    | MISGOV LA'DOCH                       |
| 1761 | 21-Sep-10 | \$240    | Shiniver Congregation                |
| 1762 | 28-Sep-10 | \$15,000 | MOSDOS TORA VYIRAH                   |
| 1764 | 04-Oct-10 | \$450    | YESHIVA HAMASMIDIM D'VIZNITZ         |
| 1767 | 11-Oct-10 | \$5,000  | YESHIVATH SHEARITH HAPLETAH          |
| 1770 | 12-Oct-10 | \$100    | CONGREGATION KHAL TORAS CHAIM        |
| 1772 | 12-Oct-10 | \$2,000  | Ohr Matisyohu                        |
| 1774 | 13-Oct-10 | \$400    | CONGREGATION KHAL TORAS CHAIM        |
| 1776 | 14-Oct-10 | \$600    | Toras Zeev, Inc                      |
| 2048 | 14-Oct-10 | \$5,000  | YESHIVA GEDOLAH OF CENTRAL PARK, INC |
| 1775 | 14-Oct-10 | \$1,200  | YESHIVA GEDOLAH OHR YISROEL          |
| 1777 | 17-Oct-10 | \$1,800  | MOSDOS LELOV                         |
| 1778 | 17-Oct-10 | \$5,000  | SHEVES CHAIM                         |
| 1779 | 18-Oct-10 | \$500    | CONGREGATION TOV LAKOL               |
| 1781 | 19-Oct-10 | \$360    | CONGREGATION KOSOV                   |
| 1780 | 19-Oct-10 | \$200    | CONGREGATION RACHMISTRIVKA           |
| 1782 | 24-Oct-10 | \$250    | CONG TOLDOS AVRUHAM YITZCHOK         |
| 1783 | 25-Oct-10 | \$500    | CONGREGATION TZEDOKO VOHESED         |
| 1785 | 26-Oct-10 | \$500    | CONGREGATION ATERET YESHUAH          |
| 1786 | 26-Oct-10 | \$1,000  | KOLEL SHARY LIMUD                    |
| 1787 | 26-Oct-10 | \$360    | KOLLEL OF CONG RACHMISTRIVKA         |

**GROSS FOUNDATION INC.**  
**CASH CONTRIBUTIONS PAID**  
**3/01/2010-2/28/2011**

| Chk# | Date      | Amount   | Organization                             |
|------|-----------|----------|--|
| 1788 | 28-Oct-10 | \$250    | Yeshiva & Mesivta Ch'san Sofer           |
| 1789 | 31-Oct-10 | \$5,000  | MOSDOS VIZNITZ                           |
| 1795 | 01-Nov-10 | \$20,000 | AGUDAT REFUAH VECHAIM                    |
| 1791 | 01-Nov-10 | \$600    | YESHIVA BETH ISRAEL OF ALEXANDER         |
| 1793 | 01-Nov-10 | \$2,000  | YESHIVA MEOR EINAIM                      |
| 1794 | 02-Nov-10 | \$1,000  | CONG BAIS SIMCHA                         |
| 1796 | 03-Nov-10 | \$6,000  | CONG TOLDOS AVRUHAM YITZCHOK             |
| 1799 | 05-Nov-10 | \$250    | YESHIVAS MIKDA SH MELECH                 |
| 1800 | 08-Nov-10 | \$5,000  | MOSDOS MAKAVE ASHDOD BAIS LEVI           |
| 1802 | 10-Nov-10 | \$360    | YESHIVA AHAVAS YISROEL                   |
| 1803 | 11-Nov-10 | \$5,000  | CONG ALEXANDER                           |
| 1805 | 15-Nov-10 | \$1,000  | CONGREGATION ATERET YESHUAH              |
| 1806 | 16-Nov-10 | \$3,000  | PAILE YOETZ                              |
| 1807 | 22-Nov-10 | \$250    | CONG. BLEV ECHOD                         |
| 1810 | 23-Nov-10 | \$120    | YESHIVA BETH ABRAHAM SLONIM OF JERUSALEM |
| 1811 | 24-Nov-10 | \$900    | CONGREGATION AHAVAS CHESED               |
| 1812 | 24-Nov-10 | \$500    | CONGREGATION KHAL TORAS CHAIM            |
| 1813 | 25-Nov-10 | \$3,000  | CONGREGATION KHAL TORAS CHAIM            |
| 1792 | 01-Dec-10 | \$5,000  | Yeshiva Karlin Stolin                    |
| 1820 | 06-Dec-10 | \$1,000  | CONG AHAVAS YERUSHALAIM                  |
| 1819 | 06-Dec-10 | \$500    | CONG TOLDOS AVRUHAM YITZCHOK             |
| 1821 | 06-Dec-10 | \$1,000  | CONGREGATION KHAL TORAS CHAIM            |
| 1823 | 07-Dec-10 | \$300    | BIKUR CHOLIM - PARTNERS IN HEALTH        |
| 1825 | 08-Dec-10 | \$1,200  | MESIVTA TIFERES ISRAEL RIZHIN            |
| 1824 | 08-Dec-10 | \$1,000  | ROFEH CHOLIM CANCER SOCIETY              |
| 1826 | 09-Dec-10 | \$250    | KEREN MESAMACH YESOMIM                   |
| 1828 | 11-Dec-10 | \$250    | CONGREGATION TOLDOS YITZCHOK             |
| 1829 | 13-Dec-10 | \$180    | CONG BAIS YEHUDA                         |
| 2049 | 13-Dec-10 | \$13,000 | YESHIVA GEDOLAH OF CENTRAL PARK, INC     |
| 1833 | 14-Dec-10 | \$100    | CONG ZEMACH DAVID OF DINOV               |
| 1831 | 14-Dec-10 | \$180    | CONGREGATION KHAL TORAS CHAIM            |
| 1830 | 14-Dec-10 | \$360    | Mesivta Nesivos Hatalmud                 |
| 1832 | 14-Dec-10 | \$100    | OUR PLACE IN NEW YORK                    |
| 1838 | 15-Dec-10 | \$5,000  | AGUDATH ISRAEL OF AMERICA                |
| 2050 | 15-Dec-10 | \$25,000 | YESHIVA GEDOLAH OF CENTRAL PARK, INC     |
| 1837 | 15-Dec-10 | \$2,000  | YESHIVAT VIZNITZ                         |
| 1839 | 16-Dec-10 | \$360    | CONGREGATION SDEI YAKOV                  |
| 1840 | 17-Dec-10 | \$1,000  | CHASDEI MIRON                            |
| 1841 | 17-Dec-10 | \$950    | CONGREGATION ATERET YESHUAH              |
| 1843 | 19-Dec-10 | \$250    | CONG TOLDOS AVRUHAM YITZCHOK             |
| 1844 | 19-Dec-10 | \$1,000  | VIZNITZ INSTITUTIONS                     |
| 1846 | 22-Dec-10 | \$250    | CONGREGATION MINCHA CHADUSHIE            |
| 1849 | 23-Dec-10 | \$1,500  | THE ALUMNI OF RAB COLLEGE KNES SLOBOIDKA |
| 1847 | 23-Dec-10 | \$600    | Toras Zeev, Inc                          |
| 1842 | 24-Dec-10 | \$1,000  | CONGREGATION ATERET YESHUAH              |
| 1851 | 30-Dec-10 | \$30,000 | AGUDAT REFUAH VECHAIM                    |
| 1855 | 03-Jan-11 | \$1,800  | CONGREGATION DORG                        |
| 1857 | 03-Jan-11 | \$1,000  | CONGREGATION KHAL TORAS CHAIM            |
| 1856 | 03-Jan-11 | \$1,800  | SHAREY YOSHER JERUSALEM                  |

**GROSS FOUNDATION INC.**  
**CASH CONTRIBUTIONS PAID**  
**3/01/2010-2/28/2011**

| Chk#                            | Date      | Amount             | Organization                             |
|---------------------------------|-----------|--------------------|--|
| 1861                            | 04-Jan-11 | \$10,000           | CONG KEREN DIASANIM                      |
| 1862                            | 04-Jan-11 | \$2,500            | FRIENDS OF YESHIVAT HARAN                |
| 1858                            | 04-Jan-11 | \$2,500            | OHR HAGALIL INC                          |
| 1860                            | 04-Jan-11 | \$250              | VAAD L'HATZOLAS NIDOHEI YISROEL          |
| 1859                            | 04-Jan-11 | \$50,000           | ZICHIRON YAAKOV                          |
| 1866                            | 05-Jan-11 | \$300              | AMERICAN FRIENDS OF MAOZ CHAIM           |
| 1865                            | 05-Jan-11 | \$180              | AMERICAN FRIENDS OF ZVEHIL               |
| 1864                            | 05-Jan-11 | \$180              | NEZER SHRAGA                             |
| 1867                            | 05-Jan-11 | \$3,600            | TALMUD TORAH IMREI CHAIM VIZNITZ         |
| 1872                            | 10-Jan-11 | \$500              | CHABAD OF PALM SPRINGS                   |
| 1871                            | 10-Jan-11 | \$250              | CONG. KEDUSHAS LEVY                      |
| 1873                            | 11-Jan-11 | \$500              | CONGREGATION B. M. Z                     |
| 2051                            | 11-Jan-11 | \$2,000            | YESHIVA GEDOLAH OF CENTRAL PARK, INC     |
| 1875                            | 12-Jan-11 | \$600              | CHABAD OF PALM SPRINGS                   |
| 1874                            | 12-Jan-11 | \$240              | CONG BAS AIYEN                           |
| 2052                            | 14-Jan-11 | \$15,000           | YESHIVA GEDOLAH OF CENTRAL PARK, INC     |
| 1880                            | 18-Jan-11 | \$360              | MOSDOS CHASIDEI SQUARE                   |
| 1882                            | 20-Jan-11 | \$500              | CONGREGATION ZICHIRON SHLOMO             |
| 1883                            | 21-Jan-11 | \$360              | MERKAZ HAKOLILIM DSHIKUN SQUARE          |
| 1884                            | 24-Jan-11 | \$36               | STAM GEMILAS CHESED FUND INC.            |
| 2053                            | 24-Jan-11 | \$10,000           | YESHIVA GEDOLAH OF CENTRAL PARK, INC.    |
| 1886                            | 26-Jan-11 | \$5,000            | CONG BAIS KOSOV                          |
| 1885                            | 26-Jan-11 | \$180              | Toldos Yechiel Biala                     |
| 1889                            | 27-Jan-11 | \$500              | CONGREGATION KHAL TORAS DAIM             |
| 1890                            | 27-Jan-11 | \$150              | KOLLEL AVREICHIM D'MONSEY                |
| 1892                            | 01-Feb-11 | \$900              | RAMOT TORAH SCHOOL                       |
| 1897                            | 03-Feb-11 | \$500              | CONGREGATION KHAL TORAS DAIM             |
| 1896                            | 03-Feb-11 | \$1,800            | YESHIVAS DERECHI HAMELECH                |
| 2054                            | 08-Feb-11 | \$6,000            | YESHIVA GEDOLAH OF CENTRAL PARK, INC     |
| 1898                            | 16-Feb-11 | \$1,200            | CHABAD OF PALM SPRINGS                   |
| 1904                            | 21-Feb-11 | \$20,000           | AGUDAT REFUAH VECHAIM                    |
| 1903                            | 21-Feb-11 | \$900              | CONGREGATION AHAVAS CHESED               |
| 2055                            | 23-Feb-11 | \$10,000           | YESHIVA GEDOLAH OF CENTRAL PARK, INC.    |
| 1576                            | 27-Feb-11 | -\$150             | AMER FRIENDS OF TORAT CHESED INSTITUTION |
| 1783                            | 27-Feb-11 | -\$500             | CONGREGATION TZEDOKO VOCHESED            |
| 1700                            | 27-Feb-11 | -\$250             | FRIENDS OF YESHIVAT HARAN                |
| 1884                            | 27-Feb-11 | -\$36              | STAM GEMILAS CHESED FUND INC             |
| 1797                            | 28-Feb-11 | \$6,000            | CONG TOLDOS AVRUHAM YITZCHOK             |
| 10002                           | 02-Mar-10 | \$50,000           | ARACHIM AMERICA                          |
| 10001                           | 02-Mar-10 | \$250,000          | FRIENDS OF ARACHIM INC                   |
| <b>TOTAL CASH CONTRIBUTIONS</b> |           | <b>\$1,435,265</b> |  |

**GROSS FOUNDATION INC.  
SECURITIES DONATED  
3/01/2010-2/28/2011**

| DATE DONATED | ORGANIZATION                | STOCK                        | QUANTITY | COST             | MARKET VALUE     |
|--------------|-----------------------------|------------------------------|----------|------------------|------------------|
| 3/1/2010     | KOLLEL EMES VEMUNAH VIZNITZ | MERRILL LYNCH S&P 500 LINKED | 100,000  | \$99,607         | \$108,900        |
| 3/1/2010     | KOLLEL EMES VEMUNAH VIZNITZ | RABOBANK S&P 500 LINKED      | 100,000  | 98,757           | 107,500          |
| 3/1/2010     | KOLLEL EMES VEMUNAH VIZNITZ | SUNTRUST S&P 500 LINKED      | 100,000  | 99,707           | 108,600          |
| <b>TOTAL</b> |                             |                              |          | <b>\$298,071</b> | <b>\$325,000</b> |