Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545 0052

2010

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

ARNOLD S. PENNER FOUNDATION, INC.
C/O A. PENNER 249 EAST 71ST STREET
NEW YORK, NY 10021

A Employer identification number: 13-3935352

B Telephone number (see the instructions): 212-980-6000

C If exemption application is pending, check here [ ]

D 1 Foreign organizations, check here [ ]

2 Foreign organizations meeting the 85% test, check here and attach computation [ ]

E If private foundation status was terminated under section 507(b)(1)(A), check here [ ]

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here [ ]

H Check type of organization [X] 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*) ► $ 1,144,918.

J Accounting method [X] Cash [ ] Accrual
[ ] Other (specify) ______________
(*Part I, column (d) must be on cash basis*)

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Part I Analysis of Revenue and Expenses (*The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions)*)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE 1 Contributions, gifts, grants, etc, received (att sch)	364,755.			
2 Ck ► [ ] if the foundn is **not** req to att Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	868.	868.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain/(loss) from sale of assets not on line 10	50,043.			
b Gross sales price for all assets on line 6a 938,539.				
7 Capital gain net income (from Part IV, line 2)		50,043.		
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)				
12 **Total.** Add lines 1 through 11	415,666.	50,911.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES 13 Compensation of officers directors, trustees, etc	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule) SEE ST 1	2,750.	413.		2,337.
b Accounting fees (attach sch) SEE ST 2	3,600.	540.		3,060.
c Other prof fees (attach sch)				
17 Interest				
18 Taxes (attach schedule)(see instr) SEE STM 3	216.			
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	4,857.	729.		4,128.
22 Printing and publications				
23 Other expenses (attach schedule) SEE STATEMENT 4	7,142.	6,959.		183.
24 **Total operating and administrative expenses.** Add lines 13 through 23	18,565.	8,641.		9,708.
25 Contributions, gifts, grants paid PART XV	203,083.			203,083.
26 **Total expenses and disbursements.** Add lines 24 and 25	221,648.	8,641.	0.	212,791.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	194,018.			
b **Net investment income** (if negative enter -0-)		42,270.		
c **Adjusted net income** (if negative, enter -0-)			0.	

G18

Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	29,374.	89,630.	89,630.
	2 Savings and temporary cash investments			
	3 Accounts receivable ►			
	Less allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) STATEMENT 5	530,841.	138,105.	222,784.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) STATEMENT 6		832,504.	832,504.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
	15 Other assets (describe ►)			
	16 **Total assets** (to be completed by all filers – see instructions Also, see page 1, item I)	560,215.	1,060,239.	1,144,918.
LIABILITIES	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 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	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	560,215.	1,060,239.	
	30 **Total net assets or fund balances** (see the instructions)	560,215.	1,060,239.	
	31 **Total liabilities and net assets/fund balances** (see the instructions)	560,215.	1,060,239.	

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	560,215.
2	Enter amount from Part I, line 27a	2	194,018.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 7	3	306,006.
4	Add lines 1, 2, and 3	4	1,060,239.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	1,060,239.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	S. BERNSTEIN (037-83432)-SEE SCHEDULE	P	VARIOUS	VARIOUS
b	S. BERNSTEIN (037-83432)-SEE SCHEDULE	P	VARIOUS	VARIOUS
c	6,675.567 UNITS MTB MID CAP GROWTH FUND CLASS A	P	1/12/11	2/02/11
d	5,000 UNITS AB GLOBAL DIVERSIFIED STRATEGY HEDGE FD	P	2/01/07	4/01/10
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	145,742.		139,312.	6,430.
b	346,172.		309,274.	36,898.
c	99,965.		93,250.	6,715.
d	346,660.		346,660.	0.
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than 0-) or Losses (from column (h))
a				6,430.
b				36,898.
c				6,715.
d				0.
e				

2 Capital gain net income or (net capital loss) — If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 — **2** 50,043.

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) N/A

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2009			
2008			
2007			
2006			
2005			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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 ► ☐ 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 ► ☐ and enter 1% of Part I, line 27b	1	845.
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	845.
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	845.
6	Credits/Payments		
a	2010 estimated tax pmts and 2009 overpayment credited to 2010 — 6a		
b	Exempt foreign organizations – tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	6.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** SEE STATEMENT 8 ►	9	934.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	
11	Enter the amount of line 10 to be **Credited to 2011 estimated tax** ► | **Refunded** ►	11	

Part VII-A Statements Regarding Activities

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

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► ARNOLD S PENNER Telephone no ►

Located at ► 249 EAST 71ST STREET NEW YORK NY ZIP + 4 ► 10021

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
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?	16		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
	File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.			
1 a	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? ☐ **Yes** ☒ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☒ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☒ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☒ **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)? ☐ **Yes** ☒ **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) ☐ **Yes** ☒ **No**			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)?	1b	N/A	
	Organizations relying on a current notice regarding disaster assistance check here ► ☐			
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? ☐ **Yes** ☒ **No**			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see the instructions)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here			
	► 20__ , 20__ , 20__ , 20__			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☒ **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 ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

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

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SEE STATEMENT 9		0.	0.	0.

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

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

Total number of other employees paid over $50,000 ► 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

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

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

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	966,237.
b Average of monthly cash balances		1b	59,502.
c Fair market value of all other assets (see instructions)		1c	
d **Total** (add lines 1a, b, and c)		1d	1,025,739.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2 Acquisition indebtedness applicable to line 1 assets		2	0.
3 Subtract line 2 from line 1d		3	1,025,739.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	15,386.
5 **Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,010,353.
6 **Minimum investment return.** Enter 5% of line 5		6	50,518.

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	50,518.
2a Tax on investment income for 2010 from Part VI, line 5	2a 845.		
b Income tax for 2010 (This does not include the tax from Part VI)	2b		
c Add lines 2a and 2b		2c	845.
3 Distributable amount before adjustments Subtract line 2c from line 1		3	49,673.
4 Recoveries of amounts treated as qualifying distributions		4	
5 Add lines 3 and 4		5	49,673.
6 Deduction from distributable amount (see instructions)		6	
7 **Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	49,673.

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	212,791.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 **Qualifying distributions** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	212,791.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 **Adjusted qualifying distributions.** Subtract line 5 from line 4	6	212,791.

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

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

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				49,673.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years: 20___, 20___, 20___		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006				
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 ► $ 212,791.				
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2010 distributable amount				49,673.
e Remaining amount distributed out of corpus	163,118.			
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	163,118.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	163,118.			
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 163,118.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2010	**(b)** 2009	**(c)** 2008	**(d)** 2007	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
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))

ARNOLD PENNER

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 10				
Total ► **3a**				203,083.
b *Approved for future payment*				
Total ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	868.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	50,043.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				50,911.	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 50,911.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See the instructions)
N/A	

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If 'Yes,' complete the following schedule

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 8/9/12 Title: Pres

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check if ☐ if self employed	PTIN
ROY S. TUMPOWSKY	[signature]	8/9/12		P00310070

Firm's name ▶ JOEL POPKIN & COMPANY, P.C. Firm's EIN ▶ 13-2910608

Firm's address ▶ 1430 BROADWAY NEW YORK, NY 10018 Phone no (212) 575-7800

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

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► **Attach to Form 990, 990-EZ, or 990-PF**

OMB No 1545-0047

2010

Name of the organization	Employer identification number
ARNOLD S. PENNER FOUNDATION, INC.	13-3935352

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)(____) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

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

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

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

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

Name of organization: ARNOLD S. PENNER FOUNDATION, INC.

Employer identification number: 13-3935352

Part I Contributors (see instructions.)

(a) Number	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	ARNOLD S. PENNER 249 EAST 71ST STREET NEW YORK, NY 10021	$ 364,755.	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization	Employer identification number
ARNOLD S. PENNER FOUNDATION, INC.	13-3935352

Part II **Noncash Property** (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	13,583 SHARES-MTB MID CAP GROWTH FUND.THE MUTUAL FUND SHARES WERE ORIGINALLY PURCHASED IN 2001 WITH A COST BASIS OF $ 13.97 PER SHARE. THIS WAS THE AMOUNT USED TO VALUE THE CONTRIBUTION.THE JANUARY 31, 2011 FAIR MARKET VALUE WAS $ 14.71 PER SHARE	$ 189,755.	1/12/11

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization: ARNOLD S. PENNER FOUNDATION, INC.

Employer identification number: 13-3935352

Part III ***Exclusively* religious, charitable, etc, individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** Complete cols **(a)** through **(e)** and the following line entry

For organizations completing Part III, enter total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year (Enter this information once See instructions) ► $ N/A

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

STATEMENT 5
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
3,988 SHARE- CONSTANT CONTACT	COST	$ 41,600.	$ 115,373.
6,907.433 SHS MTB MID CAP GROWTH FUND	COST	96,505.	107,411.
	TOTAL	$ 138,105.	$ 222,784.

STATEMENT 6
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER INVESTMENTS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
406.378 UNITS SCOPIA INTERNATIONAL LTD	COST	$ 832,504.	$ 832,504.
	TOTAL	$ 832,504.	$ 832,504.

STATEMENT 7
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

BOOK-TAX BASIS ADJUSTMENT	$ 306,006.
TOTAL	$ 306,006.

STATEMENT 8
FORM 990-PF, PART VI, LINE 9
TAX DUE

TAX DUE	$ 851.
TOTAL	$ 934.

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
01/05/2010	03/23/2010	24.204	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	13.32	327.48	322.40	5.08
12/08/2009	03/23/2010	2.111	BERNSTEIN EMERGING MARKETS PORTFOLIO	29.17	28.18	60.96	59 49	1.47
09/24/2009	03/23/2010	349.228	BERNSTEIN INTERNATIONAL PORTFOLIO	15.27	14.89	5,332.72	5,200.00	132.72
12/14/2009	03/23/2010	56.973	BERNSTEIN INTERNATIONAL PORTFOLIO	15.27	15.14	869.98	862.57	7.41
02/23/2010	03/23/2010	66.841	BERNSTEIN INTERNATIONAL PORTFOLIO	15.27	14.18	1,020.66	947.81	72.85
SUBTOTAL FOR SHORT-TERM						145,742.47	139,311.81	6,430.66
LONG-TERM								
03/04/2009	03/23/2010	2,585.173	ALLIANCEBERNSTEIN LARGE-CAP GROWTH FD ADVISOR CL	24.38	14.68	63,026.51	37,950.34	25,076.17
03/04/2009	03/23/2010	6,781.093	ALLIANCE BERNSTEIN VALUE F-AD	8.88	5.21	60,216.10	35,329.50	24,886.60
03/04/2009	03/23/2010	3,355.145	BERNSTEIN GOVERNMENT SHORT DURATION PORTFOLIO	12.74	12 50	42,744.54	41,939.32	805.22
01/04/2007	03/23/2010	5,595.733	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	13.20	75,710.27	73,863.70	1,846.57
01/11/2007	03/23/2010	702.888	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	13.16	9,510.07	9,250.00	260.07
05/24/2007	03/23/2010	373.760	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	13.11	5,056.97	4,900.00	156.97
12/09/2008	03/23/2010	68.121	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	11.46	921.68	780.67	141.01
03/04/2009	03/23/2010	2,856.525	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	11.57	38,648.78	33,050.00	5,598.78
03/16/2009	03/23/2010	.727	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	11.55	9.84	8.40	1.44
03/17/2009	03/23/2010	1 534	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	11.53	20.76	17.69	3.07
12/11/2007	03/23/2010	56 506	BERNSTEIN EMERGING MARKETS PORTFOLIO	29.17	40.96	1,631 80	2,314.49	-682.69
12/09/2008	03/23/2010	104.218	BERNSTEIN EMERGING MARKETS PORTFOLIO	29.17	14.72	3,009.64	1,534.08	1,475.56
01/13/2009	03/23/2010	142.819	BERNSTEIN EMERGING MARKETS PORTFOLIO	29.17	15.40	4,124.37	2,200.00	1,924.37
01/11/2007	03/23/2010	123.761	BERNSTEIN INTERNATIONAL PORTFOLIO	15.27	25.48	1,889.83	3,153.45	-1,263.62
10/08/2007	03/23/2010	1,159.420	BERNSTEIN INTERNATIONAL PORTFOLIO	15.27	29.67	17,704.34	34,400 00	-16,695.66
12/11/2007	03/23/2010	572.182	BERNSTEIN INTERNATIONAL PORTFOLIO	15.27	25.26	8,737.22	14,453.32	-5,716.10
02/14/2008	03/23/2010	74	BERNSTEIN INTERNATIONAL	15.27	22.12	1,139.04	1,650.00	-510.96

Attachments - Part IV

Attachment Part IV

Capital Gains Report

ARNOLD S. PENNER FOUNDATION INC (Account: 037-83432) January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
SHORT-TERM								
09/24/2009	03/23/2010	459 .280	ALLIANCEBERNSTEIN LARGE-CAP GROWTH FD ADVISOR CL	24 38	21.12	11,197.25	9,700 00	1,497.25
09/24/2009	03/23/2010	1,150 990	ALLIANCE BERNSTEIN VALUE F-AD	8.88	8.08	10,220.79	9,300.00	920.79
12/24/2009	03/23/2010	150 .815	ALLIANCE BERNSTEIN VALUE F-AD	8.88	8.31	1,339.24	1,253.27	85.97
06/10/2009	03/23/2010	254 .777	BERNSTEIN GOVERNMENT SHORT DURATION PORTFOLIO	12.74	12.56	3,245.86	3,200.00	45.86
07/23/2009	03/23/2010	47 .415	BERNSTEIN GOVERNMENT SHORT DURATION PORTFOLIO	12.74	12.66	604.07	600.27	3.80
01/22/2010	03/23/2010	46 .168	BERNSTEIN GOVERNMENT SHORT DURATION PORTFOLIO	12.74	12.75	588.18	588.64	-0.46
03/24/2009	03/23/2010	37 .646	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	11.71	509.35	440.84	68.51
03/30/2009	03/23/2010	.553	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 53	11.81	7.48	6.53	0.95
04/01/2009	03/23/2010	.423	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 53	11.82	5.72	5.00	0.72
04/02/2009	03/23/2010	,615	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	11.82	8.32	7.27	1.05
04/03/2009	03/23/2010	5 ,586	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	11.80	75.58	65.91	9.67
04/13/2009	03/23/2010	.830	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	11.92	11.23	9.89	1.34
04/22/2009	03/23/2010	48 .633	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	12.02	658.00	584.57	73.43
05/06/2009	03/23/2010	1 .028	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	12.26	13.91	12.60	1.31
05/22/2009	03/23/2010	46 .516	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	12.39	629.36	576.33	53 03
06/10/2009	03/23/2010	454 .098	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	12.20	6,143.95	5,540 00	603.95
06/23/2009	03/23/2010	51 .078	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 53	12 41	691.09	633.88	57.21
08/24/2009	03/23/2010	51 .286	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 53	12.88	693.90	660 57	33 33
09/22/2009	03/23/2010	47 027	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 53	13.12	636.28	617.00	19 28
09/24/2009	03/23/2010	7,256 .839	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13 53	13.16	98,185.02	95,500.00	2,685.02
10/23/2009	03/23/2010	59 .678	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	13.24	807.44	790.14	17.30
11/24/2009	03/23/2010	75 .296	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	13.33	1,018.76	1,003 70	15.06
12/22/2009	03/23/2010	62 .076	BERNSTEIN INTERMEDIATE DURATION PORTFOLIO	13.53	13.26	839.89	823.13	16.76

Attachment Part III

Capital Gains Report

ARNOLD S. PENNER FOUNDATION INC (Account: 037-83432) January 1, 2010 through December 31, 2010

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
		.593	PORTFOLIO					
09/26/2008	03/23/2010	506	BERNSTEIN INTERNATIONAL	15 27	17.78	7,729.47	9,000.00	-1,270.53
		.187	PORTFOLIO					
12/17/2008	03/23/2010	275	BERNSTEIN INTERNATIONAL	15.27	12.32	4,214.12	3,400.00	814.12
		.974	PORTFOLIO					
03/10/2009	03/23/2010	1	BERNSTEIN INTERNATIONAL	15.27	9.37	30.23	18.55	11 68
		.980	PORTFOLIO					
03/12/2009	03/23/2010	6	BERNSTEIN INTERNATIONAL	15.27	9.64	96.55	60.95	35.60
		.323	PORTFOLIO					
SUBTOTAL FOR LONG-TERM						346,172.13	309,274.46	36,897.67
TOTAL						491,914.60	448,586.27	43,328.33

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L		43,328.33
SHORT TERM	6,430.66	
LONG TERM	36,897.67	

Capital-Gains Distributions: If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.

Capital Gains Report

ARNOLD S. PENNER FOUNDATION INC. (Account: 079-54129) January 1, 2010 through December 31, 2010

Attachment Part IV

Open Date	Close Date	Quantity	Description	Sale Price	Unit Cost	Total Proceeds	Total Cost	Gain or Loss
LONG-TERM								
02/01/2007	04/01/2010	5,000	AB GLOBAL DIVERSIFIED STRATEGY	69.33	69 33	346,659.85	346,659.85	0.00
SUBTOTAL FOR LONG-TERM						346,659.85	346,659.85	0.00
TOTAL						346,659.85	346,659.85	0.00

** ACCOUNT TOTALS **

CURRENT PERIOD - G/L		0.00
SHORT TERM	0.00	
LONG TERM	0 00	

Capital-Gains Distributions. If you own shares of the Sanford C. Bernstein Fund, Inc., you may have received an annual capital-gains distribution (different from the capital gains or losses on securities sold, which are listed in this report). Long-term capital-gains distributions are a separate item on the I.R.S. forms, and appear on the Summary-of-Key-Items report.

Zero-Cost Transactions: If you transferred securities to Bernstein for which the purchase price was unavailable, the total capital-gains figure that appears on this report needs to be adjusted. Any such transactions are segregated on the Capital-Gains report, with the cost entered as zero. You will need to update the report data with the correct purchase information.

This information should be reviewed by your tax advisor or accountant.

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL EXPENSES	$ 2,750.	$ 413.		$ 2,337.
TOTAL	$ 2,750.	$ 413.	$ 0.	$ 2,337.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX RETURN PREPARATION	$ 3,600.	$ 540.		$ 3,060.
TOTAL	$ 3,600.	$ 540.	$ 0.	$ 3,060.

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	$ 216.			
TOTAL	$ 216.	$ 0.	$ 0.	$ 0.

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

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	$ 10.	$ 2.		$ 8.
DUES AND SUBSCRITPITONS	95.	14.		81.
INVESTMENT ADVISORY FEES	6,927.	6,927.		
NEW YORK STATE FILING FEES	110.	16.		94.
TOTAL	$ 7,142.	$ 6,959.	$ 0.	$ 183.

STATEMENT 9
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN-SATION	CONTRI-BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
ARNOLD PENNER 249 EAST 71ST STREET NEW YORK, NY 10021	PRESIDENT & CEO 0	$ 0.	$ 0.	$ 0.
MADALEINE BERLEY 249 EAST 71ST STREET NEW YORK, NY 10021	TREASURER 0	0.	0.	0.
AMY BERLEY 14 5TH AVENUE NEW YORK, NY 10021	DIRECTOR 0	0.	0.	0.
NANCY BERLEY 324 CHESTNUT HILL BRIGHTON, MA 02135	DIRECTOR 0	0.	0.	0.
JENNIFER BERLEY 233 WEST 77TH STREET NEW YORK, NY 10021	DIRECTOR 0	0.	0.	0.
MARK BERLEY 225 WEST 106TH STREET NEW YORK, NY 10025	DIRECTOR 0	0.	0.	0.
	TOTAL	$ 0.	$ 0.	$ 0.

STATEMENT 10
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
SEPTEMBER CONCERT FOUNDATION 601 WEST 57TH STREET #37D NEW YORK, NY 10019	NONE	N/A	CHARITABLE	$ 600.
THE VALTARESE FOUNDATION 2301 33RD STREET ASTORIA, NY 11105	NONE	N/A	CHARITABLE	250.
GROWTH & DEVELOPMENT SERV DBA CAMP EXCEL 216 FORT WASHINGTON AVENUE NEW YORK, NY 10032	NONE	N/A	CHARITABLE	5,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
PROJECT EZRA 465 GRAND STREET #4 NEW YORK, NY 10002	NONE	N/A	CHARITABLE	$ 36.
FAIRFIELD POLICE ATHLETIC LEAGUE 100 REEF ROAD FAIRFIELD , CT 06824	NONE	N/A	CHARITABLE	25.
TRUTH IN GOVERNMENT WASHINGTON, DC	NONE	N/A	CHARITABLE	1,000.
LONG ISLAND HEARING AND SPEECH SOCIETY 430 LAKEVILLE ROAD NEW HYDE PARK, NY 11042	NONE	N/A	CHARITABLE	1,000.
FOUR WINDS FOUNDATION PO BOX 688 SISTERS, OR 97789	NONE	N/A	CHARITABLE	500.
HATZOLAH EMS 1340 EAST 9TH STREET BROOKLYN, NY 11230	NONE	N/A	CHARITABLE	100.
SEARCH DAY PROGRAM (AUTISM) 73 WICKAPECKO ROAD #B OCEAN TOWNSHIP, NJ 07712	NONE	N/A	CHARITABLE	1,000.
THE JEWISH MUSEUM 1109 FIFTH AVENUE NEW YORK, NY 10128	NONE	N/A	CHARITABLE	1,000.
PROSTATE ACTION SOCIETY PO BOX 870 HANOVER, MD 21076	NONE	N/A	CHARITABLE	500.
FISHKILL FIRE DEPARTMENT 1132 MAIN STREET FISHKILL, NY 12524	NONE	N/A	CHARITABLE	50.
JUVENILE DIABETES FOUNDATION 120 WALL STREET #19 NEW YORK, NY 10005	NONE	N/A	CHARITABLE	500.
THERAPY THROUGH ART NEW YORK, NY	NONE	N/A	CHARITABLE	1,000.
FRIARS FOUNDATION 57 EAST 55TH STREET NEW YORK, NY 10022	NONE	N/A	CHARITABLE	1,800.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
NORTH SHORE ANIMAL LEAGUE 25 DAVIS AVENUE PORT WASHINGTON, NY 11050	NONE	N/A	CHARITABLE	$ 50.
JEWISH HISTORICAL SOCIETY 15 WEST 16TH STREET NEW YORK, NY 10011	NONE	N/A	CHARITABLE	1,800.
THE JEWISH MUSEUM 1109 FIFTH AVENUE NEW YORK, NY 10128	NONE	N/A	CHARITABLE	2,500.
ST. VINCENTS FOUNDATION BRIDGEPORT, CT	NONE	N/A	CHARITABLE	500.
YESHIVA UNIVERSITY 500 WEST 185TH STREET NEW YORK, NY 10033	NONE	N/A	EDUCATIONAL	6,000.
STAMFORD MUSEUM AND NATURE CENTER 39 SCOFIELDTOWN ROAD STAMFORD, CT 06903	NONE	N/A	EDUCATIONAL	100.
INTREPID MUSEUM 36 WEST 44TH STREET NEW YORK, NY 10036	NONE	N/A	CHARITABLE	270.
MEALS ON WHEELS 355 LEXINGTON AVENUE NEW YORK, NY 10017	NONE	N/A	CHARITABLE	1,437.
NATIONAL MULTIPLE SCLEROSIS SOCIETY(MS) 733 THIRD AVENUE- 3RD FLOOR NEW YORK, NY 10017	NONE	N/A	CHARITABLE	500.
MANN FOUNDATION NEW YORK, NY	NONE	N/A	CHARITABLE	500.
ISRAEL SPECIAL KIDS 505 EIGHTH AVENUE NEW YORK, NY 10018	NONE	N/A	CHARITABLE	2,000.
YM YWHA NEW YORK, NY	NONE	N/A	CHARITABLE	1,000.
MUSEUM OF MODERN ART(MOMA) 11 WEST 53RD STREET NEW YORK, NY 10019	NONE	N/A	CHARITABLE	1,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
CHARNA RADBELL FOUNDATION NEW YORK, NY	NONE	N/A	CHARITABLE	$ 250.
ALBERT EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVENUE BRONX, NY 10451	NONE	N/A	EDUCATIONAL	17,500.
JEWISH CHILDRENS MUSEUM 792 EASTERN PARKWAY BROOKLYN, NY 11213	NONE	N/A	EDUCATIONAL	1,500.
ALZHEIMERS ASSOCIATION OF NY 360 LEXINGTON AVENUE NEW YORK, NY 10017	NONE	N/A	CHARITABLE	2,500.
THE EDUCATIONAL ALLIANCE 197 EAST BROADWAY NEW YORK, NY 10002	NONE	N/A	EDUCATIONAL	1,000.
THE NATIONAL KIDNEY FOUNDATION 30 EAST 33RD STREET NEW YORK, NY 10016	NONE	N/A	CHARITABLE	1,200.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEW YORK, NY 10028	NONE	N/A	CHARITABLE	700.
THE SALVADORI CENTER 475 RIVERSIDE DRIVE # 1370 NEW YORK, NY 10115	NONE	N/A	CHARITABLE	300.
USO OF METROPOLITAN NEW YORK 625 EIGHTH AVENUE NEW YORK, NY 10018	NONE	N/A	CHARITABLE	100.
THE ASHLEY LAUREN FOUNDATION 315 ROUTE 34 SUITE 135 COLTS NECK, NJ 07722	NONE	N/A	CHARITABLE	1,000.
THE ALVIN AILEY DANCE COMPANY 405 WEST 55TH STREET NEW YORK, NY 10019	NONE	N/A	EDUCATIONAL	750.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
THE MARITIME AQUARIUM AT NORWALK 10 NORTH WATER STREET NORWALK, CT 06854	NONE	N/A	EDUCATIONAL	$ 120.
STAR, INC. LIGHTING THE WAY 182 WOLFPIT AVENUE NORWALK, CT 06851	NONE	N/A	EDUCATIONAL	5,500.
THE CENTER FOR DISCOVERY 60 HOLMES ROAD MONTICELLO, NY 12701	NONE	N/A	EDUCATIONAL	1,000.
THE NATIONAL KIDNEY FOUNDATION 30 EAST 33RD STREET NEW YORK, NY 10016	NONE	N/A	CHARITABLE	5,000.
AMERICAN EXPRESS ACCOUNT-OTHER GRANTS NEW YORK, NY	NONE	N/A	CHARITABLE	2,000.
THE NATIONAL KIDNEY FOUNDATION 30 EAST 33RD STREET NEW YORK, NY 10016	NONE	N/A	CHARITABLE	200.
NATIONAL DANCE INSTITUTE 217 WEST 147TH STREET NEW YORK, NY 10039	NONE	N/A	CHARITABLE	30,000.
HINENI JEWISH HERITIGE FOUNDATION 232 WEST END AVENUE NEW YORK, NY 10023	NONE	PUBLIC	CHARITABLE	1,000.
ISRAEL SPECIAL KIDS FUND 505 EIGHTH AVENUE NEW YORK, NY 10018	NONE	PUBLIC	CHARITABLE	1,800.
AMERICAN JEWISH COMMITTEE NEW YORK, NY	NONE	PUBLIC	CHARITABLE	2,000.
LYMPHOMA RESEARCH FOUNDATION 115 BROADWAY SUITE 1301 NEW YORK, NY 10006	NONE	PUBLIC	CHARITABLE	1,000.
ORT AMERICA 75 MAIDEN LANE 10TH FLOOR NEW YORK, NY 10038	NONE	PUBLIC	CHARITABLE	250.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
DUTCHESS LAND CONSERVANCY PO BOX 138 4289 ROUTE 82 MILLBROOK, NY 12545	NONE	PUBLIC	CHARITABLE	$ 250.
BROOKE JACKMAN FOUNDATION PO BOX 354 MILL NECK, NY 11765	NONE	PUBLIC	CHARITABLE	200.
CIRCLE OF GENEROSITY PO BOX 1975 RADIO CITY STATION NEW YORK, NY 10101	NONE	PUBLIC	CHARITABLE	100.
EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVENUE BRONX, NY 10451	NONE	PUBLIC	EDUCATIONAL	25,000.
ISRAEL SPECIAL KIDS FUND 505 EIGHTH AVENUE NEW YORK, NY 10018	NONE	PUBLIC	CHARITABLE	1,800.
CENTER FOR JEWISH HISTORY 15 WEST 16TH STREET NEW YORK, NY 10011	NONE	PUBLIC	CHARITABLE	1,800.
SEVENTH REGIMENT ARMORY CONERVANCY 643 PARK AVENUE NEW YORK, NY 10021	NONE	PUBLIC	CHARITABLE	250.
SMITHSONIAN INSTITUTE PO BOX 37012 SI BUILDING, RM 153 WASHINGTON, DC 20013	NONE	PUBLIC	CHARITABLE	75.
POLICE ATHLETIC LEAGUE 34 1/2 EAST 12TH STREET NEW YORK, NY 10003	NONE	PUBLIC	CHARITABLE	2,500.
CHABAD OF BROOKVILLE 1447 CEDAR SWAMP ROAD BROOKVILLE, NY 11545	NONE	PUBLIC	CHARITABLE	1,000.
POLICE ATHLETIC LEAGUE 34 1/2 EAST 12TH STREET NEW YORK, NY 10003	NONE	PUBLIC	CHARITABLE	600.
YESHIVA UNIVERSITY 500 WEST 185TH STREET NEW YORK, NY 10033	NONE	PUBLIC	EDUCATIONAL	5,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND- ATION STATUS	PURPOSE OF GRANT	AMOUNT
CAMPHILL SPECIAL SCHOOL 1784 FAIRVIEW ROAD GLENMOORE, PA 19343	NONE	PUBLIC	EDUCATIONAL	$ 1,000.
HUDSON RIVER MUSEUM 511 WARBURTON AVENUE YONKERS, NY 10701	NONE	PUBLIC	EDUCATIONAL	7,000.
ORT AMERICA 75 MAIDEN LANE 10TH FLOOR NEW YORK, NY 10038	NONE	PUBLIC	CHARITABLE	50.
EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVENUE BRONX, NY 10451	NONE	PUBLIC	EDUCATIONAL	5,000.
CENTER FOR JEWISH HISTORY 15 WEST 16TH STREET NEW YORK, NY 10011	NONE	PUBLIC	CHARITABLE	1,000.
NATIONAL KIDNEY FOUNDATION 30 EAST 33RD STREET NEW YORK, NY 10016	NONE	PUBLIC	CHARITABLE	1,250.
ISRAEL SPECIAL KIDS FUND 505 EIGHTH AVENUE NEW YORK, NY 10018	NONE	PUBLIC	CHARITABLE	2,000.
NATIONAL DANCE INSTITUTE 217 WEST 147TH STREET NEW YORK, NY 10039	NONE	PUBLIC	CHARITABLE	400.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BOULEVARD BRONX, NY 10458	NONE	PUBLIC	CHARITABLE	200.
ACHILLES INTERNATIONAL TRACK CLUB 42 WEST 38TH STREET SUITE 400 NEW YORK, NY 10018	NONE	PUBLIC	CHARITABLE	250.
AMERICAN FRIENDS OF REUTH MEDICAL CENTER 185 MADISON AVENUE SUITE 1604 NEW YORK, NY 10016	NONE	PUBLIC	CHARITABLE	500.
PARK EAST SYNOGOGUE 50 EAST 87TH STREET NEW YORK, NY 10128	NONE	PUBLIC	CHARITABLE	1,000.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
NATIONAL DANCE INSTITUTE 217 WEST 147TH STREET NEW YORK, NY 10039	NONE	PUBLIC	CHARITABLE	$ 520.
ORT AMERICA WOMEN'S SERVICES 75 MAIDEN LANE 10TH FLOOR NEW YORK, NY 10038	NONE	PUBLIC	CHARITABLE	2,500.
CARNEGIE HALL SOCIETY 881 SEVENTH AVENUE AT 57TH STREET NEW YORK, NY 10019	NONE	PUBLIC	CHARITABLE	2,500.
PARK EAST SYNOGOGUE 50 EAST 87TH STREET NEW YORK, NY 10128	NONE	PUBLIC	CHARITABLE	2,500.
GLOBAL LEARNING COLLABORATIVE 145 WEST 84TH STREET NEW YORK, NY 10024	NONE	PUBLIC	EDUCATIONAL	250.
NORTH SHORE UNIVERSITY HOSPITAL 300 COMMUNITY DRIVE MANHASSET, NY 11030	NONE	PUBLIC	CHARITABLE	5,000.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BOULEVARD BRONX, NY 10458	NONE	PUBLIC	CHARITABLE	275.
ISRAEL GUIDE DOG CENTER FOR THE BLIND 968 EASTON ROAD - SUITE H WARRINGTON, PA 18976	NONE	PUBLIC	CHARITABLE	1,000.
92ND STREET Y 1395 LEXINGTON AVENUE NEW YORK, NY 10128	NONE	PUBLIC	CHARITABLE	250.
HOSPITAL FOR SPECIAL SURGERY 535 EAST 70TH STREET NEW YORK, NY 10065	NONE	PUBLIC	CHARITABLE	500.
EINSTEIN COLLEGE OF MEDICINE 1300 MORRIS PARK AVENUE BRONX , NY 10451	NONE	PUBLIC	CHARITABLE	375.

STATEMENT 10 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
B'NAI B'RITH INTERNATIONAL 2020 K STREET, NW, 7TH FLOOR WASHINGTON, DC 20006	NONE	PUBLIC	CHARITABLE	$ 200.
YESHIVA UNIVERSITY 500 WEST 185TH STREET NEW YORK, NY 10033	NONE	PUBLIC	CHARITABLE	150.
JEWISH CHILDREN'S MUSEUM 792 EASTERN PARKWAY BROOKLYN, NY 11213	NONE	PUBLIC	CHARITABLE	10,000.
WHITNEY MUSEUM 945 MADISON AVENUE NEW YORK, NY 10021	NONE	PUBLIC	CHARITABLE	900.
LINCOLN CENTER THEATER FOR THE ARTS 150 WEST 65TH STREET NEW YORK, NY 10023	NONE	PUBLIC	CHARITABLE	2,500.
NYU HOSPITAL FOR JOINT DISEASES 301 EAST 17TH STREET NEW YORK, NY 10003	NONE	PUBLIC	CHARITABLE	1,000.
ISRAEL SPECIAL KIDS FUND 505 EIGHTH AVENUE NEW YORK, NY 10018	NONE	PUBLIC	CHARITABLE	2,000.
UJA FEDERATION OF NEW YORK 130 EAST 59TH STREET NEW YORK, NY 10022	NONE			3,750.
			TOTAL	$ 203,083.