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

2010

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

For calendar year 2010, or tax year beginning **MAY 1, 2010**, and ending **APR 30, 2011**G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name changeName of foundation **ISADORE & BERTHA GUDELSKY FAMILY FOUNDATION, INC. C/O MARGOLIUS FIRM LLC**A Employer identification number **52-6036621**

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

4201 CONNECTICUT AVE, NWRoom/suite **600**B Telephone number **202-332-6600**

City or town, state, and ZIP code

WASHINGTON, DC 20008H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year **\$ 12,911,220.** (from Part II, col. (c), line 16) J Accounting method: Cash Accrual Other (specify) **MODIFIED CASH** (Part I, column (d) must be on cash basis.)C If exemption application is pending, check here ►
D 1. Foreign organizations, check here ►
2. Foreign organizations meeting the 85% test, check here and attach computation ►
E If private foundation status was terminated under section 507(b)(1)(A), check here ►
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► Part I Analysis of Revenue and Expenses
(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
	1 Contributions, gifts, grants, etc., received			N/A	
Revenue	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B interest on savings and temporary cash investments				
	3 Dividends and interest from securities	122.	122.		STATEMENT 1
	5a Gross rents	258,018.	258,018.		STATEMENT 2
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a	392,285.			CEIVED
	7 Capital gain net income (from Part IV, line 2)		392,285.		13 OCT 4 2011
	8 Net short-term capital gain				
	9 Income modifications Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	1,783.	1,783.		STATEMENT 3
	12 Total. Add lines 1 through 11	652,208.	652,208.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
Operating and Administrative Expenses	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 4	6,676.	3,338.	3,338.
	c Other professional fees	STMT 5	80,850.	65,850.	15,000.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 6	199.	0.	199.
	24 Total operating and administrative expenses. Add lines 13 through 23		87,725.	69,188.	18,537.
	25 Contributions, gifts, grants paid		554,951.		554,951.
	26 Total expenses and disbursements. Add lines 24 and 25		642,676.	69,188.	573,488.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements		9,532.		
	b Net investment income (if negative, enter -0-)			583,020.	
	c Adjusted net income (if negative, enter -0-)				N/A

	Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	40,653.	9,777.	9,777.
	2 Savings and temporary cash investments	665,991.	2,294,899.	2,294,899.
	3 Accounts receivable ►			
	Less: allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ►			
	Less: allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock	STMT 7	3,927,213.	4,602,699.
	c Investments - corporate bonds	STMT 8	3,170,954.	3,868,272.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other	STMT 9	4,001,570.	1,878,705.
	14 Land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ►)			
	16 Total assets (to be completed by all filers)		11,806,381.	12,654,352.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)		0.	0.
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds		0.	0.
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.
	29 Retained earnings, accumulated income, endowment, or other funds		11,806,381.	12,654,352.
	30 Total net assets or fund balances		11,806,381.	12,654,352.
	31 Total liabilities and net assets/fund balances		11,806,381.	12,654,352.

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	11,806,381.
2 Enter amount from Part I, line 27a	2	9,532.
3 Other increases not included in line 2 (itemize) ► <u>UNREALIZED GAIN ON INVESTMENTS</u>	3	838,439.
4 Add lines 1, 2, and 3	4	12,654,352.
5 Decreases not included in line 2 (itemize) ►	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	12,654,352.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			P	VARIOUS	VARIOUS
b PARTNERSHIPS			P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)	
a 1,008,860.		1,088,889.		<80,029.	>
b 2,537,714.		2,122,865.		414,849.	
c 57,465.				57,465.	
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a				<80,029.	>
b				414,849.	
c				57,465.	
d					
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	392,285.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8			3	N/A	

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

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

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

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

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	677,757.	10,551,762.	.064232
2008	555,830.	12,254,329.	.045358
2007	830,112.	15,032,212.	.055222
2006	828,758.	14,735,633.	.056242
2005	828,339.	14,796,527.	.055982

2 Total of line 1, column (d)	2	.277036
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	.055407
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	11,112,099.
5 Multiply line 4 by line 3	5	615,688.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,830.
7 Add lines 5 and 6	7	621,518.
8 Enter qualifying distributions from Part XII, line 4	8	573,488.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

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Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)1a Exempt operating foundations described in section 4940(d)(2), check here ► and enter "N/A" on line 1.

Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)

b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2010 estimated tax payments and 2009 overpayment credited to 2010

6a 4,757.

b Exempt foreign organizations - tax withheld at source

6b

c Tax paid with application for extension of time to file (Form 8868)

6c 10,000.

d Backup withholding erroneously withheld

6d

7 Total credits and payments. Add lines 6a through 6d

7 14,757.

8 Enter any penalty for underpayment of estimated tax. Check here 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

10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

10 3,097.

11 Enter the amount of line 10 to be: Credited to 2011 estimated tax ►

11 0.

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

Yes No

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?

1a *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.*1b

c Did the foundation file Form 1120-POL for this year?

1c

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?

2 *If "Yes," attach a detailed description of the activities*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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

N/A

4a

b If "Yes," has it filed a tax return on Form 990-T for this year?

4b

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

5 *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:

6

• By language in the governing instrument, or

7

• 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?

8b *If "Yes," complete Part II, col. (c), and Part XV*

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ►

9

MD

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)

10 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*9 10 Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*10

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Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14 The books are in care of ► PHILIP MARGOLIUS Telephone no. ► 202-332-6600		
Located at ► 4201 CONNECTICUT AVE, NW, SUITE 600, WASHINGTON, ZIP+4 ► 20008		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A		
16 At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ► 16 Yes No X		

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 checked="" type="checkbox"/>	Yes <input type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► 1b		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? 1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ► 2a	<input type="checkbox"/>	Yes <input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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. ► 2c		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 3a	<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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (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)?
- (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

Yes No

Yes No

Yes No

Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

►

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

Yes No

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

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

Yes No

6b

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

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.

(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 10		0.	0.	0.

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

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

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

►

0

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

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

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



0

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B Summary of Program-Related Investments

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

Amount

1	N/A	
2		
3		
Total. Add lines 1 through 3		0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 6,637,287.
b	Average of monthly cash balances	1b 1,341,904.
c	Fair market value of all other assets	1c 3,302,128.
d	Total (add lines 1a, b, and c)	1d 11,281,319.
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 11,281,319.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 169,220.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5 11,112,099.
6	Minimum investment return. Enter 5% of line 5	6 555,605.

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	1 555,605.
2a	Tax on investment income for 2010 from Part VI, line 5	2a 11,660.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 11,660.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 543,945.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 543,945.
6	Deduction from distributable amount (see instructions)	6 0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 543,945.

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 573,488.
b	Program-related investments - total from Part IX-B	1b 0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a
b	Cash distribution test (attach the required schedule)	3b
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 573,488.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5 0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6 573,488.

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				543,945.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	114,516.			
b From 2006	119,196.			
c From 2007	107,512.			
d From 2008				
e From 2009	157,621.			
f Total of lines 3a through e	498,845.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 573,488.			0.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount			543,945.	
e Remaining amount distributed out of corpus	29,543.			
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:	528,388.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011			0.	
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	114,516.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	413,872.			
10 Analysis of line 9:				
a Excess from 2006	119,196.			
b Excess from 2007	107,512.			
c Excess from 2008				
d Excess from 2009	157,621.			
e Excess from 2010	29,543.			

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i>				
SEE ATTACHED STATEMENT	NONE	PUBLIC	GENERAL OPERATIONS	554,951.
Total			► 3a	554,951.
<i>b Approved for future payment</i>				
NONE				
Total			► 3b	0.

023611 12-07-10

Form 990-PF (2010)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

1 Program service revenue:

a _____
b _____
c _____
d _____
e _____
f _____

g Fees and contracts from government agencies

2 Membership dues and assessments

3 Interest on savings and temporary cash investments

14 122.

4 Dividends and interest from securities

14 258,018.

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

14 1,783.

8 Gain or (loss) from sales of assets other than inventory

18 392,285.

9 Net income or (loss) from special events

10 Gross profit or (loss) from sales of inventory

11 Other revenue:

a _____
b _____
c _____
d _____
e _____

12 Subtotal. Add columns (b), (d), and (e)

0. 652,208. 0.

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

13 652,208.

(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).
N/A	

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

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

Date _____

Date

1000000000

1000

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	FRANK H. SMITH	<i>Frank H. Smith</i>	09/19/11		
	Firm's name ► RAFFA, P.C.			Firm's EIN ►	
Firm's address ► 1899 L STREET NW, SUITE 900 WASHINGTON, DC 20036			Phone no. 202-822-5000		

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

SOURCE	AMOUNT
MONEY FUND INTEREST	122.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	122.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BOND INTEREST	35,184.	0.	35,184.
CAPITAL GAIN DISTRIBUTIONS	57,465.	57,465.	0.
DIVIDENDS	222,834.	0.	222,834.
TOTAL TO FM 990-PF, PART I, LN 4	315,483.	57,465.	258,018.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER	1,783.	1,783.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,783.	1,783.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
RAFFA, PC	6,676.	3,338.		3,338.
TO FORM 990-PF, PG 1, LN 16B	6,676.	3,338.		3,338.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CHARLES SCHWAB (INVESTMENTS)	50,850.	50,850.		0.
THE MARGOLIUS FIRM, LLC (MANAGEMENT FEES)	30,000.	15,000.		15,000.
TO FORM 990-PF, PG 1, LN 16C	80,850.	65,850.		15,000.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADMINISTRATIVE COSTS	199.	0.		199.
TO FORM 990-PF, PG 1, LN 23	199.	0.		199.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE EQUITY SECURITIES	4,602,699.	4,602,699.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,602,699.	4,602,699.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MARKETABLE DEBT SECURITIES	3,868,272.	3,868,272.
TOTAL TO FORM 990-PF, PART II, LINE 10C	3,868,272.	3,868,272.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
IRONWOOD INTERNATIONAL LTD	COST	1,195,400.	1,169,275.
SIRE DISCOVERY GROUP OFFSHORE LTD	COST	29,973.	42,159.
WHITEBOX COMBINED FUND LP	COST	19,984.	28,463.
WHITEBOX MULTI-STRATEGY FUND LP	COST	207,125.	424,321.
SANDALWOOD OVERSEAS LIQUIDATING SPV	COST		
SPC LTD		419,672.	463,562.
IRONWOOD PARTNERS III	COST	6,551.	6,480.
UNIVERSA BLACK SWAN PROTECTION	COST		
PROTOCOL FUND II		0.	1,313.
TOTAL TO FORM 990-PF, PART II, LINE 13		1,878,705.	2,135,573.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10	
NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ARLENE KAUFMAN 11751 ELING COURT PALM BEACH GARDENS, FL 33418	PRESIDENT 0.00	0.	0.	0.
SHELLEY MULITZ 2500 MULLINIX MILL ROAD MT AIRY, MD 21771	VICE PRESIDENT 0.00	0.	0.	0.
PHILIP MARGOLIUS C/O 4201 CONNECTICUT AVE, NW WASHINGTON, DC 20008	SECRETARY/TREASURER 2.00	0.	0.	0.
PAUL S. BERGER C/O ARNOLD PORTER, 555 12TH ST, NW WASHINGTON, DC 20004	BOARD MEMBER 0.00	0.	0.	0.
MICHAEL FRIEDMAN 12609 GREENBRIAR ROAD POTOMAC, MD 20854	BOARD MEMBER 0.00	0.	0.	0.
LAURA BRYNA GUDELSKY MULITZ 2500 MULLINIX MILL ROAD MT AIRY, MD 21771	BOARD MEMBER 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

The Isadore & Bertha Gudelsky Family Foundation, Inc.
Form 990-PF, Part II, Line 10b and 10c- Investments
Year Ended April 30, 2011

52-6036621

	Ending FMV Balance
Corporate Stock	
<i>Equity</i>	
ARTISAN INTL SMALL CAP	\$ 192,238
ARTISAN SMALL CAP VALUE	222,521
EATON VANCE TAX MANAGED	726,609
FAIRHOLME FUND	466,273
FIRST EAGLE OVERSEAS	466,072
HARBOR INTERNATIONAL	478,671
PIMCO COMMODITY REAL	316,868
THIRD AVENUE REAL ESTATE	261,444
	3,130,696
<i>Other Assets</i>	
ISHARES TRUST S&P 500	1,047,043
SPDR GOLD TRUST	<u>424,960</u>
	1,472,003
Total Marketable Equity Securities	<u>4,602,699</u>
Corporate Bonds	
<i>Bonds</i>	
LOOMIS SAYLES BOND	\$ 224,265
PIMCO DEVELOPING LOCAL	336,225
PIMCO EMRG LOCAL	201,431
PIMCO FOREIGN BOND FD	474,178
RIDGEWORTH INVESTMENT	902,535
T ROWE PRICE INST INTL	221,253
VANGUARD INFLATION	447,471
VANGUARD INTERM TERM US	642,729
Total Corporate Bonds	<u>3,450,086</u>
<i>Other Assets</i>	
ISRAEL ST 4.84% 8/1/2012	<u>418,186</u>
Total Marketable Debt Securities	<u>3,868,272</u>

The Isadore & Bertha Gudelsky Family Foundation, Inc.
 Form 990-PF, Part XV, Line 3a – Grants and Contributions Paid During the Year
 Year Ended April 30, 2011

52-6036621

Organization	Amount	Purpose	Organization address
American Friends of Shalom Hartman Institute	\$ 20,000	Program support	One Pennsylvania Plaza Suite 1606 New York, NY 10119
American Jewish Committee	20,000	Project Interchange support	Jacob Blaustein Building 165 East 56th Street New York, NY 10022
The American Jewish Joint Distribution Committee	22,000	To be applied toward participant cost for the trip to South America	711 Third Avenue New York, NY 10017-4014
Charles E. Smith Jewish Day School	19,510	Kindergarten tuition assistance	1901 East Jefferson St. Rockville, MD 20852
The Children's Hospital Foundation	60,000	For Autism Speaks - new projects/pilot studies in autism research	111 Michigan Ave Washington, DC 20010
Columbia Center for Theatrical Arts	5,000	Program support	66555 Dobbin Road, #4 Columbia, MD 21045
Hebrew Home of Greater Washington	5,000	Centennial celebrations and general support	6121 Montrose Road Rockville, MD 20852
Heifitz International Music Institute	10,000	To subsidize faculty salaries	PO Box 6443 Ellicott, MD 21042
Head Start in Art / Howard County Arts Council	5,000	To subsidize art education of low-income kids	8510 High Ridge Road Ellicott, MD 21043
Independent College Fund of Maryland	10,000	Scholarship fund	3225 Ellerslie Avenue Suite C160 Baltimore, MD 21218
Israel Guide Dog Center for the Blind	10,000	To help with the costs of breeding, caring for, training and matching one dog with one blind/visually impaired client	732 South Settlers Circle Warrington, PA 18976
The Israel Project	10,000	To help subsidize any budgetary shortfalls	2020 K Street Suite 7600 Washington, DC 20006
JAFI North America	50,000	Program support	6101 Montrose Rd. Rockville, MD 20852
The Jewish Community Center of Greater Washington	15,000	For Gudelsky Swim Program	6125 Montrose Rd. Rockville, MD 20852
Jewish Community Relations Council of Greater Washington	15,000	To help subsidize any budgetary shortfalls	6101 Montrose Rd. Suite 206 Rockville, MD 20852
Jewish Federation of Greater Washington	125,000	For 2011 Annual Campaign	6101 Montrose Blvd. Rockville, MD 20852
Jewish Social Service Agency	25,000	For increased costs of weekly baths and additional meal support for current elderly services recipients	200 Wood Hill Road Rockville, MD 20850
John F. Kennedy Center for the Performing Arts	12,000	Support for artistic and educational initiatives	Washington, DC 20566-0001
National Guard Youth Foundation	5,000	Costs of Aberdeen, MD program	1001 N Fairfax Street Suite 205 Alexandria, VA 22314
Save a Child's Heart	25,000	For training of 1 medical professional from a developing country	10050 Chapel Road Suite 18 Potomac, MD 20854
The Columbia Foundation	30,000	For domestic violence programs in Howard County	10227 Wiccopin Circle Suite G15 Columbia, MD 21044
The Larry King Cardiac Foundation	5,000	High school outreach program and/or to bring echocardiograms directly to student athletes	15720 Crabs Branch Way Rockville, MD 20855
University of Maryland	20,000	Israel Studies Institute	4100H Samuel Riggs IV Alumni Center College Park, MD 20742-1541
Menorah Synagogue	31,441	For construction of the synagogue	2 Gately Road Cheadle, England SK8 1PY
Total Grants Paid	\$ 554,951		