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

2010

Department of the Treasury
Internal Revenue Service

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

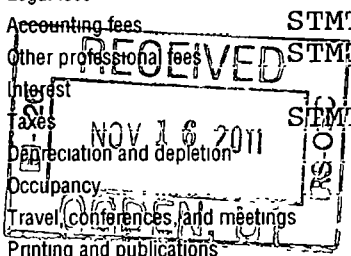
For calendar year 2010, or tax year beginning **JUL 1, 2010**, and ending **JUN 30, 2011**

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

Name of foundation: THE MARION & MAXIMILIAN HOFFMAN FOUNDATION, INC.
A Employer identification number: 11-2697957
Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 130 6000 NORTHERN BLVD.
Room/suite:
B Telephone number: (516) 624-4955
City or town, state, and ZIP code: EAST NORWICH, NY 11732
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: 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, col. (c), line 16): \$ 26,022,505.
J Accounting method: Cash, Accrual, Other (specify):

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))</small>		(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	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		23,283.	23,283.		STATEMENT 1
4 Dividends and interest from securities		585,038.	456,485.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		64,583.			
b Gross sales price for all assets on line 6a: 3,944,895.					
7 Capital gain net income (from Part IV, line 2)			64,583.		
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 or (loss)					
11 Other income		15,670.	33,168.		STATEMENT 3
12 Total. Add lines 1 through 11		688,574.	577,519.		
13 Compensation of officers, directors, trustees, etc		126,923.	19,038.		107,885.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 4		66,235.	33,117.		33,118.
c Other professional fees STMT 5		179,201.	179,201.		0.
17 Interest					
18 Taxes STMT 6		8,653.	1,298.		7,355.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		256,745.	210,068.		42,827.
24 Total operating and administrative expenses. Add lines 13 through 23		637,757.	442,722.		191,185.
25 Contributions, gifts, grants paid		1,167,450.			1,167,450.
26 Total expenses and disbursements. Add lines 24 and 25		1,805,207.	442,722.		1,358,635.
27 Subtract line 26 from line 12		<1,116,633.>			
a Excess of revenue over expenses and disbursements			134,797.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

NOV 12 2011
NOV 16 2011
SCANNED NOV 18 2011
Operating and Administrative Expenses



Handwritten initials: AC, 18

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FOUNDATION, INC.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	1,281,718.	1,511,289.	1,511,289.
	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			
	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 - US and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶	1,907,852.			
Less accumulated depreciation ▶	1,560,000.	347,852.	347,852.	
12 Investments - mortgage loans				
13 Investments - other	STMT 9	20,953,675.	19,317,256.	22,105,151.
14 Land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶ STATEMENT 10)		29,000.	166,065.	166,065.
16 Total assets (to be completed by all filers)		22,612,245.	21,342,462.	26,022,505.
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 ▶ DUE TO BROKER)		153,150.	0.
23 Total liabilities (add lines 17 through 22)		153,150.	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	22,411,602.	22,411,602.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	47,493.	<1,069,140. ▶		
30 Total net assets or fund balances	22,459,095.	21,342,462.		
31 Total liabilities and net assets/fund balances	22,612,245.	21,342,462.		

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	22,459,095.
2 Enter amount from Part I, line 27a	2	<1,116,633. >
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	21,342,462.
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	21,342,462.

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 SEE ATTACHED STATEMENT	P	VARIOUS	VARIOUS
b SEE ATTACHED STATEMENT	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 2,092,393.		2,186,708.	<94,315.>
b 1,726,129.		1,693,604.	32,525.
c 126,373.			126,373.
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			<94,315.>
b			32,525.
c			126,373.
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	64,583.
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	1,532,303.	25,539,552.	.059997
2008	1,635,889.	28,171,308.	.058069
2007	1,685,021.	31,200,774.	.054006
2006	1,615,205.	30,805,968.	.052432
2005	1,154,649.	29,231,914.	.039500

2 Total of line 1, column (d)	2	.264004
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	.052801
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	25,488,816.
5 Multiply line 4 by line 3	5	1,345,835.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,348.
7 Add lines 5 and 6	7	1,347,183.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,358,635.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	1,348.
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-)	2	0.
3	Add lines 1 and 2	3	1,348.
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	1,348.
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	614.
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	614.
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	16.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	750.
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 <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
d		
e		
2		X
3		X
4a		X
4b		
5		X
6	X	
7	X	
8a		
8b	X	
9		X
10		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	X	
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X	
14	The books are in care of ▶ <u>URSULA NIARAKIS</u> Telephone no ▶ <u>(516) 624-4955</u> Located at ▶ <u>6000 NORTHERN BLVD. MUTTONTOWN, NY</u> ZIP+4 ▶ <u>11732</u>		
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 ▶	Yes	No
			X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input 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 ▶ <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <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) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b	X

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

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

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

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

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

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

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

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

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? Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d) N/A

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? Yes 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? Yes No

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
URSULA NIARAKIS 55 PIPING ROCK ROAD UPPER BROOKVILLE, NY 11545	PRESIDENT 40.00	126,923.	0.	0.
WILLIAM NIARAKIS 55 PIPING ROCK ROAD UPPER BROOKVILLE, NY 11545	VICE PRESIDENT 10.00	0.	0.	0.
MARGARETA JACKEL C/O URSULA NIARAKIS; 55 PIPING ROCK RD UPPER BROOKVILLE, NY 11545	DIRECTOR 10.00	0.	0.	0.

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

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

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

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
WILLIAMS, JONES & ASSOCIATES, INC. NEW YORK, NY	INVESTMENT ADVISORY FEES	129,771.
EISNER & LUBIN LLP NEW YORK, NY	ACCOUNTING FEES	66,235.

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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	16,819,393.
b	Average of monthly cash balances	1b	1,396,504.
c	Fair market value of all other assets	1c	7,661,074.
d	Total (add lines 1a, b, and c)	1d	25,876,971.
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	25,876,971.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	388,155.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	25,488,816.
6	Minimum investment return. Enter 5% of line 5	6	1,274,441.

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	1,274,441.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	1,348.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,348.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,273,093.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,273,093.
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	1,273,093.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,358,635.
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	1,358,635.
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	1,348.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	1,357,287.

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				1,273,093.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2010				
a From 2005				
b From 2006	104,975.			
c From 2007	203,964.			
d From 2008	246,148.			
e From 2009	255,325.			
f Total of lines 3a through e	810,412.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 1,358,635.				
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				1,273,093.
e Remaining amount distributed out of corpus	85,542.			
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	895,954.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2009 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2010 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	895,954.			
10 Analysis of line 9				
a Excess from 2006	104,975.			
b Excess from 2007	203,964.			
c Excess from 2008	246,148.			
d Excess from 2009	255,325.			
e Excess from 2010	85,542.			

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				(e) Total
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	
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 foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines
N/A

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

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
<p><i>a Paid during the year</i> HOFFMAN CENTER</p>	N/A	PRIVATE OPERATING FOUNDATION	UNRESTRICTED	1100000.
SEE ATTACHED SCHEDULE	N/A	PUBLIC CHARITY	UNRESTRICTED	67,450.
Total				▶ 3a 1167450.
<p><i>b Approved for future payment</i></p> <p>NONE</p>				
Total				▶ 3b 0.

2010 DEPRECIATION AND AMORTIZATION REPORT
FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	BUILDINGS											
	2 BUILDING		SL	15.00	16	1,560,000.			1,560,000.	1,560,000.		0.
	* 990-PF PG 1 TOTAL											
	BUILDINGS					1,560,000.		0.	1,560,000.	1,560,000.	0.	0.
	LAND											
	1 LAND			.000	16	347,852.			347,852.			0.
	* 990-PF PG 1 TOTAL											
	LAND					347,852.		0.	347,852.	0.	0.	0.
	* GRAND TOTAL											
	990-PF PG 1 DEPR					1,907,852.		0.	1,907,852.	1,560,000.	0.	0.

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

(D) - Asset disposed

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

SOURCE	AMOUNT
CHASE - CHECKING	4.
CHASE - MM	63.
FIDUCIARY MM	62.
FLUSHING BANK - CD	23,100.
SCHWAB - MONEY MARKET	54.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	23,283.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ACCRUED INTEREST PAID	<5,552.>	0.	<5,552.>
CHARLES SCHWAB - COMMON STOCKS	70,724.	0.	70,724.
CHARLES SCHWAB - CORPORATE BONDS	22,548.	0.	22,548.
CHARLES SCHWAB - GNMA/FNMA	65,623.	0.	65,623.
CHARLES SCHWAB - MUNI INT	42,846.	0.	42,846.
FIDUCIARY - CAPITAL GAIN DISTRIBUTI	8,583.	8,583.	0.
FIDUCIARY - COMMON STOCK	22,335.	0.	22,335.
FIDUCIARY - CORP. BONDS	20,563.	0.	20,563.
FIDUCIARY - GNMA/FNMA	21,047.	0.	21,047.
FIDUCIARY - MUNI	85,707.	0.	85,707.
FIDUCIARY - MUTUAL FUNDS	43,015.	0.	43,015.
FIDUCIARY - PREF'D	7,000.	0.	7,000.
JP MORGAN CHASE - CAPITAL GAIN DISTRIBUTI	78,932.	78,932.	0.
JP MORGAN CHASE - MUTUAL FUND	35,130.	0.	35,130.
MORGAN TREAS MM	1.	0.	1.
SCHWAB - CAPITAL GAIN DISTRIBUTI	38,858.	38,858.	0.
SCHWAB - MUTUAL FUNDS	154,051.	0.	154,051.
TOTAL TO FM 990-PF, PART I, LN 4	711,411.	126,373.	585,038.

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ENERGY TRANSFER PARTNERS	62.	62.	
ENERGY TRANSFER PARTNERS - NONDEDUCTABLE EXPENSES	<577.>	0.	
ENERGY TRANSFER PARTNERS - UBTI	<6,294.>	0.	
ENTERPRISE PRODUCTS PARTNERS LP	<49.>	<49.>	
ENTERPRISE PRODUCTS PARTNERS LP -NONDEDUCTABLE EXPENSES	<8.>	0.	
ENTERPRISE PRODUCTS PARTNERS LP -UBTI	<5,381.>	0.	
HEDGE FUND # 7 (CHARLES SCHWAB)	23,249.	23,249.	
HEDGE FUND # 7 (CHARLES SCHWAB) - UBTI	<87.>	0.	
HEDGE FUND # 7 (CHARLES SCHWAB)- NONDEDUCTIBLE EXPENSES	<10.>	0.	
HEDGE FUND # 7 (CHARLES SCHWAB)- TAX EXEMPT INCOME	38.	0.	
HEDGE FUND # 9 (CHARLES SCHWAB)	56,986.	56,986.	
HEDGE FUND # 9 (CHARLES SCHWAB)- OTHER TAX EXEMPT INCOME	3.	0.	
HEDGE FUND # 9 (CHARLES SCHWAB)- UBTI	1,670.	0.	
KINDER MORGAN ENERGY PARTNERS LP	89.	89.	
KINDER MORGAN ENERGY PARTNERS LP - NONDEDUCTABLE EXPENSE	<19.>	0.	
KINDER MORGAN ENERGY PARTNERS LP- UBTI	<5,991.>	0.	
NATURAL RESOURCE PARTNERS LP	8,765.	8,765.	
NATURAL RESOURCE PARTNERS LP - NONDEDUCTABLE EXPENSES	<5.>	0.	
NATURAL RESOURCE PARTNERS LP - UBTI	<295.>	0.	
PLAINS ALL AMERICAN PIPELINE LP	41.	41.	
PLAINS ALL AMERICAN PIPELINE LP - UBTI	948.	0.	
WJA HEDGE FUND # 11 (SCHWAB)	8,983.	8,983.	
PLAINS ALL AMERICAN PIPELINE LP-NONDED EXP	<123.>	0.	
PAA NATURAL GAS STORAGE LP- UBTI	<1,288.>	0.	
THE BLACKSTONE GROUP	929.	929.	
THE BLACKSTONE GROUP	610.	610.	
ALLIANCEBERNSTEIN HOLDING LP	152.	152.	
ALLIANCEBERNSTEIN HOLDING LP- NONDEDUCTIBLE EXPENSE	<358.>	0.	
ALLIANCEBERNSTEIN HOLDING LP- UBTI	464.	0.	
WJA ALTERNATIVE INV STRATEGIES I-7	53.	53.	
WJA ALTERNATIVE INV STRATEGIES I SERIES I-2	114.	114.	

HEDGE FUND # 9 (FIDUCARY)	<7,719.>	<7,719.>
HEDGE FUND # 9 (FIDUCARY)-UBTI	<132.>	0.
WJA ALTERNATIVE INV STRATEGIES I SERIES I-10	<3,002.>	<3,002.>
WJA ALTERNATIVE INV STRATEGIES I SERIES I-10- UBTI	<53.>	0.
HEDGE FUND # 2 (FIDUCARY)	<56,095.>	<56,095.>
TOTAL TO FORM 990-PF, PART I, LINE 11	15,670.	33,168.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EISNER & LUBIN LLP	66,235.	33,117.		33,118.
TO FORM 990-PF, PG 1, LN 16B	66,235.	33,117.		33,118.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES - CHARLES SCHWAB	79,264.	79,264.		0.
INVESTMENT ADVISORY FEES - FIDUCIARY	50,508.	50,508.		0.
INVESTMENT / CUSTODIAL FEES	3,686.	3,686.		0.
LEGAL	45,743.	45,743.		0.
TO FORM 990-PF, PG 1, LN 16C	179,201.	179,201.		0.

FORM 990-PF	TAXES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	8,653.	1,298.		7,355.
TO FORM 990-PF, PG 1, LN 18	8,653.	1,298.		7,355.

FORM 990-PF	OTHER EXPENSES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
POSTAGE	250.	100.		150.
OFFICE EXPENSE	2,028.	812.		1,216.
NEW YORK FILING FEE	750.	0.		750.
MANAGEMENT FEE	35,000.	35,000.		0.
MEETINGS	14,504.	5,802.		8,702.
MTA COMMUTER TAX	431.	172.		259.
REAL ESTATE TAXES - FOR PROPERTY HELD FOR SALE	75,422.	75,422.		0.
OTHER EXPENSES FOR PROPERTY HELD FOR SALE	82,072.	82,072.		0.
COMM PROPERTY INSURANCE - FOR PROPERTY HELD FOR SALE	10,646.	10,646.		0.
PENSION	31,750.	0.		31,750.
FOREIGN TAXES	42.	42.		0.
NON DEDUCTIBLE EXPENSES	3,850.	0.		0.
TO FORM 990-PF, PG 1, LN 23	256,745.	210,068.		42,827.

FOOTNOTES

STATEMENT 8

CONTROLLED ORGANIZATION STATEMENT:

ORGANIZATION NAME: HOFFMAN CENTER

EIN: 22-3413122

TYPE: SEC. 501(C)(3) EXEMPT PRIVATE FOUNDATION

TWO OF THE FOUR BOARD MEMBERS OF HOFFMAN CENTER ARE COMMON
WITH THE MARION & MAXIMILLIAN HOFFMAN FOUNDATION.

GRANTS PAID TO HOFFMAN CENTER THIS FISCAL YEAR:

1,100,000.

CONTROLLED ORGANIZATION STATEMENT:
ORGANIZATION NAME: HOFLAND CORPORATION
EIN: N/A

HOFLAND CORPORATION

CASH TRANSFERED TO HOFLAND CORPORATION THIS FISCAL YEAR:

117,930.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN HOFLAND CORP.	COST	3,107,829.	2,762,800.
STATEMENT ATTACHED	COST	15,273,296.	18,406,220.
3 YEAR CD	COST	936,131.	936,131.
TOTAL TO FORM 990-PF, PART II, LINE 13		19,317,256.	22,105,151.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID TAXES	29,000.	0.	0.
DUE FROM BROKER	0.	166,065.	166,065.
TO FORM 990-PF, PART II, LINE 15	29,000.	166,065.	166,065.

HOFFMAN FOUNDATION
 INVESTMENT IN SECURITIES AND PARTNERSHIPS
 6/30/2011

	COST		COST		COST		COST		COST		FMV		FMV		
	FIDUCIARY	SCHWAB	CHASE	TOTAL	FIDUCIARY	SCHWAB	CHASE	TOTAL	FIDUCIARY	CHASE	SCHWAB	TOTAL	FIDUCIARY	SCHWAB	TOTAL
US GOVERNMENT AGENCY OBLIGATIONS	408,048 99	681,329 00		1,089,377 99	446,431 83			1,089,377 99	446,431 83			1,139,499 82	446,431 83		1,139,499 82
CORPORATE STOCKS	1,179,579 75	2,076,620 83		3,256,200 58	1,426,317 50			3,256,200 58	1,426,317 50			4,608,283 50	1,426,317 50		4,608,283 50
PREFERRED STOCKS	99,600 00			99,600 00	102,000 00			99,600 00	102,000 00			102,000 00	102,000 00		102,000 00
MUTUAL FUNDS	967,958 84	2,830,423 57	2,564,440 75	6,362,823 16	962,209 21		3,025,652 87	6,362,823 16	962,209 21	3,025,652 87		7,109,897 13	962,209 21		7,109,897 13
CORPORATE BONDS	138,125 00	204,515 00		342,640 00	116,250 00			342,640 00	116,250 00			333,250 00	116,250 00		333,250 00
MUNICIPAL OBLIGATIONS	977,094 00	859,775 40		1,836,869 40	979,045 10			1,836,869 40	979,045 10			1,870,550 65	979,045 10		1,870,550 65
PUBLICLY TRADED PARTNERSHIPS	222,872	59,348		282,220 00	437,530			282,220 00	437,530			599,770 00	437,530		599,770 00
INVESTMENT PARTNERSHIPS	1,146,146 00	857,418 00		2,003,564 00	1,593,712 75			2,003,564 00	1,593,712 75			2,642,968 75	1,593,712 75		2,642,968 75
TOTAL	5,139,424 58	7,569,429 80	2,564,440 75	15,273,295 13	6,063,496 39		3,025,652 87	15,273,295 13	6,063,496 39	3,025,652 87		18,406,219 85	6,063,496 39	9,317,070 59	18,406,219 85

Hoffman Foundation
Investment in Mutual Funds - Chase
6/30/2011

<u>Name</u>	<u>Shares</u>	<u>Cost Basis</u>	<u>Market Value</u>
GOLDMAN SACHS GOVERNMENT INCOME A	153,844.46	2,151,884.40	2,335,358.84
GOLDMAN SACHS SMALL CAP VALUE A	16,419.93	412,556.35	690,294.03
		<hr/>	<hr/>
		2,564,440.75	3,025,652.87

Hoffman Foundation
Investment in Fiduciary Trust
As of 6/30/2011

<u>Name</u>	<u>Shares</u>	<u>Market Value</u>	<u>Cost Basis</u>
<u>Common Stock</u>			
American Tower Corp Cl A	1,250	65,412 50	51,362 50
APPLE INC	250	83,917 50	87,163 80
Canadian Pac Railway	1,000	62,320 00	68,367 80
CME Group Inc	300	87,477 00	89,450 42
ConocoPhillips	1,000	75,190 00	73,611 10
E M C Corp Mass	2,000	55,100 00	54,634 20
Eaton Corp	2,000	102,900 00	105,455 60
Google Inc Class A	100	50,638 00	50,829 00
INTEL CORP	3,000	66,480 00	61,998 60
JOHNSON & JOHNSON	2,000	133,040 00	119,740 00
JP MORGAN CHASE & CO	3,000	122,820 00	118,652 70
LABORATORY CORP AMER HLDGS COM NEW	1,750	169,382 50	66,539 72
LEUCADIA NATIONAL CORP	3,000	102,300 00	50,942 90
MFA Financial Inc	10,000	80,400 00	79,694 00
MICROSOFT CORP	1,550	40,300 00	37,555 10
SOUTHWESTERN ENERGY CO	3,000	128,640 00	63,582 31
		<u>1,426,317 50</u>	<u>1,179,579 75</u>
<u>Corp Bond</u>			
BELO A H CORP DEB CALL DTD 6/13/1997 7 75% 6/1/2027	125,000	116,250 00	138,125 00
<u>Govt Bond</u>			
GNMA MTG PL #178208 DTD 3/1/1987 8 00% 3/15/2017	117 39	118 37	121 79
GNMA MTG PL #206447 DTD 3/1/1987 8 50% 3/15/2017 N/R	1,077 57	1,240 47	1150 34
GNMA II MTG PL #9269 DTD 9/1/1987 8 25% 7/20/2017 N/R	1,469 02	1,677 13	1,520 45
GNMA MTG PL #247630 DTD 9/1/1988 8 50% 9/15/2018 N/A	649 77	657 35	660 31
FNMA MTG PL #152771 DTD 3/1/1992 7 5% 3/1/2022	285 51	287 2	296 93
GNMA MTG PL #366766 DTD 5/1/1994 6 50% 4/15/2024 N/R	2 387 39	2,731 66	2,387 38
GNMA MTG PL #386890 DTD 9/1/1994 8 00% 9/15/2024 N/R	1,970 44	2,333 71	1,985 22
GNMA MTG PL #407058 DTD 9/1/1994 9 00% 9/15/2024 N/R	2,924 35	3,528 99	3,079 71
GNMA MTG PL #447729 DTD 6/1/1997 7 50% 6/15/2027 N/R	3,013 42	3,536 78	3,036 03
GNMA MTG PL #462379 DTD 11/1/1997 7 50% 11/15/2027 N/R	1,968 03	2,309 82	1,981 40
GNMA II MTG PL #2563 DTD 3/1/1998 6 50% 3/20/2028	2,020 12	2,289 47	1,976 85
FHLMC SER 2046 CL G DTD 4/1/1998 6 5% 3/20/2028	44,265 62	47,285 88	45,704 25
GNMA MTG PL #426706 DTD 8/1/1998 7 00% 8/15/2028 N/R	4,371 98	5,099 04	4,480 66
GNMA MTG PL #566373 DTD 8/1/2001 7 00% 8/15/2031 N/R	690 25	808 98	714 39
GNMA MTG PL #569703 DTD 2/1/2002 6 50% 2/15/2032	57,531 02	65,648 29	58,681 62
GNMA MTG PL #587074 DTD 5/1/2002 6 00% 5/15/2032 AAA	62,408 13	69,880 85	63,572 15
GNMA MTG PL #389737 DTD 10/1/2002 6 00% 10/15/2032	15,967 10	17,878 99	16,635 71
GNMA MTG PL #585186 DTD 2/1/2003 6 00% 2/15/2033	43,499 11	48,707 67	44,640 95
GNMA II PL #3417 DTD 7/1/2033 6 50% 7/20/2033	12,206 62	13,830 36	12,626 21
GNMA MTG PL #586225 DTD 8/12004 6 00% 8/15/2034	36,105 08	40,383 16	37,171 30
GNMA MTG PL #605699 DTD 9/1/2004 6 00% 9/15/2034	14,084 65	15,753 53	14,648 03
GNMA MTG PL #640958 DTD 5/1/2005 6 00% 5/15/2035 AAA	66,719 62	74,604 35	67,803 80
GNMA MTG PL #650699 DTD 1/1/2006 6 50% 1/15/2036 AAA	22,601 42	25,839 78	23,173 51
		<u>446,431 83</u>	<u>408,048 99</u>
<u>Hedge Fund</u>			
WJA ALT INV SER I-13	1,375 87	1,403,937 75	1,005,169 00
WJA ALT INV SERIES I-10	100	189,775 00	140,977 00
		<u>1,593,712 75</u>	<u>1,146,146 00</u>

Limited Ptrsp

Blackstone Group LP	4,000	66,240 00	44,477 00
Energy Transfers Partners LP	2,000	97,740 00	61,743 00
ENTERPRISE PRODS PARTNERS LP	2,000	86,420 00	33,718 00
KINDER MORGAN ENERGY PARTNERS LP	750	54,450 00	15,220 00
NATURAL RESOURCE PARTNERS L P	4,000	132,680 00	67,714 00
		<u>437,530 00</u>	<u>222,872 00</u>

Muni Bond

COLUMBUS GA BLDG AUTH LEASE REV CALL DTD 5/1/1999 6 55% 8/1/2014 AA	150,000	150,238 50	154,764 00
ERIE CNTY PA TAXABLE SER-C MBIA CALL DTD 8/1/2003 6% 9/1/2023 N/R	100,000	101,520 00	101,255 00
INDUSTRY CALIF URBAN DEV TXB CALL MBIA DTD 12/30/2003 5 5% 5/1/2016 AAA	100,000	97,965 00	103,260 00
Missouri St Hsg Commn Call 9/1/16 dtd 2/28/2007 5 61% 3/1/2018	30,000	30,998 70	30,750 00
N Y New York City Hsg Dev Corp Mfhr Ser A dtd 4/28/2006 6 42% due 1/1/2027	175,000	178,762 50	175,000 00
SC St Hsg Fin & Dev Auth Rev Rf Ins Cal Ser C-3 dtd 12/19/2006 5 5% 7/1/2026	105,000	104,924 40	107,205 00
VIRGINIA ST HSG DEV AUTH REV SER C DTD 6/27/2002 5 9% 9/1/2012 AA+	200,000	201,292 00	206,060 00
WILL CNTY IL CMNTY CNS SCH DIST GO INS SER C DTD 6/15/2007 5 6% 10/1/2017	100,000	113,344 00	98,800 00
		<u>979,045 10</u>	<u>977,094 00</u>

Mutual Fund

Doubleline Total Return Bd Fd Cl I	22,644 93	249,094 21	250,000 00
EATON VANCE TAX MANAGED GLOB DIVERS FD	5,000	52,350 00	102,940 64
Invesco High Yield Fund Inc	3,000	18,330 00	47,530 20
Ishares Barclays TIPS Bond Fund \$3 803	1,000	110,640 00	105,588 00
ISHARES DJ US BASIC MATERIAL SECTOR INDE	1,750	138,495 00	75,950 00
ISHARES MSCI Emerging Mkt Index Fd	2,000	95,200 00	84,300 00
MONTGOMERY STR INCOME SECS INC \$1 28	5,000	79,700 00	99,250 00
VANGUARD GNMA FUND \$0 535	20,000	218,400 00	202,400 00
		<u>962,209 21</u>	<u>967,958 84</u>

Preferred Stock

COMCAST CORP PFD 7 00% CALL BBB+	4,000	<u>102,000 00</u>	<u>99,600 00</u>
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Totals.

	<u>6,063,496 39</u>	<u>5,139,424 58</u>
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Hoffman Foundation
Investment in Charles Schwab
As of 6/30/2011

<u>Name</u>	<u>Shares</u>	<u>Market Value</u>	<u>Cost Basis</u>
<u>Common Stock</u>			
AUTOMATIC DATA PROCESSING INC	2,000	105,360 00	68,865 21
BAXTER INTERNATIONAL INC	4,000	238,760 00	100,400 00
Canadian Pac Railway	1,000	62,320 00	68,226 00
Chimera Investment Corp	20,000	69,200 00	72,994 00
Chubb Corporation	1,000	62,610 00	53,328 00
COCA COLA CO	2,000	134,580 00	50,965 00
ConocoPhillips	1,000	75,190 00	73,705 30
E M C Corp Mass	1,000	27,550 00	27,318 00
ECOLAB INC	4,000	225,520 00	63,708 41
EXXON MOBIL CORP	1,000	81,380 00	8,537 87
Goldman Sachs Group Inc	400	53,236 00	54,851 40
Google Inc Class A	250	126,595 00	120,673 15
INTERNATIONAL BUSINESS MACHINES	1,500	257,325 00	173,566 75
JOHNSON & JOHNSON	5,000	332,600 00	151,164 20
JP MORGAN CHASE & CO	3,000	122,820 00	125,298 10
MICROSOFT CORP	7,000	182,000 00	222,006 50
PROCTER & GAMBLE CO	3,000	190,710 00	146,444 17
QUALCOMM INC	2,000	113,580 00	72,718 00
Royal Dutch Shell plc ADR CI B	2,000	143,500.00	31,779 32
SOUTHWESTERN ENERGY CO	3,000	128,640 00	58,333 50
TECO ENERGY INC	5,000	94,450 00	82,099 95
UNITED TECHNOLOGIES CORP	4,000	354,040 00	249,638 00
		<u>3,181,966 00</u>	<u>2,076,620 83</u>
<u>Corp Bond</u>			
CROWN CASTLE INTL 9% DUE 01/15/15	200,000	<u>217,000 00</u>	<u>204,515 00</u>
<u>Govt Bond</u>			
FHLB 3 25% NOTES DUE 08/26/14	500,000	502,382 50	505,230 00
GNMA PL 612374 6% Due 11/15/33	500,000	90,369 13	80,919 00
GNMA PL 697654 6% Due 10/15/38	577,343	85,260.62	80,126 00
HUD Bond 6 93% Due 08/01/13	15,000	15,055.74	15,054 00
		<u>693,067.99</u>	<u>681,329 00</u>
<u>Limited Ptrsp</u>			
Blackstone Group LP	4,000	66,240 00	39,965 00
PLAINS ALL AMERICAN PIPELINE LP UT LTD PRTNRSHP	1,500	96,000 00	19,383 00
		<u>162,240 00</u>	<u>59,348 00</u>
<u>Muni Bond</u>			
Indiana Bd Bk Re 3 46% Rev Due 08/01/11	250,000	250,560 00	250,015 00
Indiana Bd Bk Re Rev Utx 5 87% Due 07/15/17	215,000	226,195 05	211,585.90
VIRGINIA ST HSG 4 43% Due 04/20/22	250,000	261,042 50	250,015 00
VIRGINIA ST HSG D 7.0% Due 03/01/39	150,000	153,708 00	148,159 50
		<u>891,505.55</u>	<u>859,775 40</u>

Mutual Fund

Doubleline Total Return Bd Fd Cl I	33,117 65	364,294 11	350,050 00
ISHARES MSCI BRAZIL INDX	2,675	196,211 25	118,583 82
Ishares TR Barclays TIPS Bond Fund	3,000	331,920 00	317,097 00
ISHARES TRUST INDEX FUND FTSE XINHUA HK CHINA 25	1,500	64,425 00	57,835 25
PIMCO Income Fund	50,200 80	568,775 10	500,025 00
VANGUARD GNMA FUND ADMIRAL SHARE	68,679 91	749,984 58	735,050 00
VANGUARD INTERM TERM INV GRADE ADMIRAL	68,318 73	678,405 01	600,050 00
WisdomTree Emerging EFT Mkts Local Debt Fund	2,000	107,040 00	101,065 20
WisdomTree Emerging Mkts Equity Income Fund	1,000	60,980 00	50,667 30
		<u>3,122,035 05</u>	<u>2,830,423 57</u>

HEDGE FUNDS - INVESTMENT PARTNERSHIPS

DAVISON KEMPNER- BOOLEIAN		672,771 00	569,390 00
PEAK SELECT		18,449 00	23,675 00
AURELIUS WJA ALT INV		358,036 00	264,353 00
		<u>1,049,256 00</u>	<u>857,418 00</u>

Totals:

	<u>9,317,070 59</u>	<u>7,569,429 80</u>
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Hoffman Foundation
Charitable Contributions
6/30/2011

<u>Name</u>	<u>Amount</u>
CINEMA ARTS CENTRE	5,000
CITY MEALS ON WHEELS	30,500
FRIENDS OF HEMPSTEAD PLAINS	5,500
FRIENDS OF NASSAU COUNTY RECREATION INC	5,300
FRIENDS OF THE BAY	1,000
LONG ISLAND NURSERY & LANDSCAPING ASSOC	750
NASSAU COUNTY MUSEUM OF ART	8,500
NATURAL RESOURCES DEFENCE COUNCIL	5,000
PLANTING FIELDS FDN	1,450
THE TRS & AUDUBON CTR, OYSTER BAY	4,450
	<u>67,450</u>

Hoffman Foundation
Realized Capital Gains -SUMMARY
6/30/2011

	COST	PROCEEDS	CAPITAL GAINS/LOSSES
CHARLES SCHWAB	2,186,708	2,092,393	(94,315)
FIDUCIARY	1,693,604	1,726,129	32,525
	<u>3,880,312</u>	<u>3,818,522</u>	<u>(61,790)</u>

Hoffman Foundation
 Realized Capital Gains - Schwab Account
 6/30/2011

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
COMMON STOCKS						
Hewlett-Packard Company	2000 0000	11/20/2009	10/25/2010	86,053.34	102,849.00	-16,795.66
Annaly Capital Mgmt REIT	3000 0000	11/20/2009	9/2/2010	51,639.02	53,914.80	-2,275.78
Annaly Capital Mgmt REIT	5000 0000	11/20/2009	10/4/2010	91,353.95	89,858.00	1,495.95
AMGEN INC	2000 0000	8/16/2004	1/28/2011	113,702.41	111,037.25	2,665.16
				342,748.72	357,659.05	-14,910.33
CORPORATE BONDS						
Range Res Corp 7 375% Sr Sub Nts Due 07/15/13	100000 0000	7/7/2009	8/27/2010	101,229.00	98,265.00	2,964.00
				101,229.00	98,265.00	2,964.00
FNMA/GNMA						
HUD Bond 6 93% Due 08/01/13	40000 0000	6/19/2008	8/1/2010	40,000.00	37,121.78	2,878.22
FNM Notes 3 25% Due 11/03/15	300000 0000	11/6/2009	8/3/2010	300,000.00	298,890.00	1,110.00
FNM Notes 3% Due 10/29/14	100000 0000	12/10/2009	10/29/2010	100,000.00	100,835.00	-835.00
FNM Notes 4 5% Due 12/23/16	100000 0000	12/24/2009	3/23/2011	100,000.00	102,459.00	-2,459.00
FHLM 5 5% NOTES DUE 03/28/16	500000 0000	9/10/2009	3/28/2011	500,000.00	532,515.00	-32,515.00
				1,040,000.00	1,071,820.78	-31,820.78
MUTUAL FUNDS						
ISHARES TRUST INDEX FUND FTSE XINHUA HK CHINA 25	1500 0000	4/17/2009	2/14/2011	61,949.11	48,258.75	13,690.36
				61,949.11	48,258.75	13,690.36
PUBLICLY TRADED PARTNERSHIPS - see D-7						
AllianceBernstein Hldg Unit Ltd Partnership	3000 0000	8/10/2010	1/25/2011	64,892.05	111,760	-46,867.45
PAA Natural Gas Storage	5000 0000	5/6/2010	4/1/2011	115,569.31	79,846	35,723.31
				180,461.36	191,605.50	(11,144.14)
Partnerships - HEDGE FUNDS - see WP D-8						
WJA HF 9	171	3/31/2008	7/1/2010	199,940.00	206,026.00	-6,086.00
PEAK SELECT	215	3/31/2008	6/30/2011	166,065.00	213,073.20	-47,008.20
				366,005.00	419,099.20	(53,094.20)
FIDUCIARY GRAND TOTAL - SECURITIES AND HEDGE FUNDS				2,092,393.19	2,186,708.28	(94,315.09)

Hoffman Foundation
 Realized Capital Gains - Fiduciary Account
 6/30/2011

Security	Shares	Bought	Sold	Gross Proceeds	Cost Basis	Realized Gain/Loss
COMMON STOCKS						
Annaly Capital Mgmt REIT	2000 0000	11/20/2009	9/2/2010	34,470 02	34 558 20	-88 18
Annaly Capital Mgmt REIT	3000 0000	11/20/2009	10/4/2010	54 854 37	51,837 30	3,017 07
BANK OF AMERICA CORP	4000 0000	8/10/2010	11/8/2010	45 518 83	56 558 00	-11 039 17
Cisco Systems Inc	3000 0000	8/10/2010	11/16/2010	61,388 88	72 419 70	-11 030 82
Hewlett-Packard Company	1500 0000	11/20/2009	10/25/2010	64,497 57	77 190 00	-12,692 43
STAPLES INC	4000 0000	6/11/2004	8/10/2010	80,074 64	77 627 46	2 447 18
SYSCO CORP	4000 0000	1/24/2007	8/10/2010	123 837 90	71 003 80	52 834 10
				464 642 21	441,194 46	23,447 75
CORP BONDS						
LEUCADIA NATL CORP DTD 8/15/2003 7% 8/15/2013 BB	100000 0000	6/17/2004	11/22/2010	106,375 00	98,375 00	8,000 00
LEUCADIA NATL CORP DTD 8/15/2003 7% 8/15/2013 BB	50000 0000	4/4/2007	11/22/2010	53,187 50	50 250 00	2,937 50
LEUCADIA NATL CORP DTD 8/15/2003 7% 8/15/2013 BB	50000 0000	9/18/2007	11/22/2010	53 187 50	49,000 00	4,187 50
Iron Mountain Inc Sr Sub Nf Call dtd 12/30/2002 7 75% 1/15/2015	100000 0000	11/22/2010	1/19/2011	100 000 00	100,750 00	-750 00
				312,750 00	298,375 00	14,375 00
GNMA/FNMA						
FNMA Nf Call Dtd 11/3/2009 3 25% 11/3/2015	200000 0000	11/6/2009	8/3/2010	200,000 00	199 250 00	750 00
GNMA MTG PL #285114 DTD 6/1/1990 8/50% 5/15/2020 N/R	1175 0900	1/19/1994	12/15/2010	82 99	82 99	0 00
				200 082 99	199 332 99	750 00
Partnerships - HEDGE FUNDS - see WP D-6						
NO SALE DURING CY				0 00	0 00	0 00
PUBLICLY TRADED PARTNERSHIPS - see WP D-7						
NO SALE DURING CY				0 00	0 00	0 00
MUNI BONDS						
CHICAGO ILL SINGLE FAMILY MTG REV SER A DTD 4/15/2000 5 6% 9/1/2019 AAA	5000 0000	9/13/2004	9/2/2010	5,000 00	5,125 00	-125 00
Missouri St Hsg Commn Call 9/1/16 dtd 2/28/2007 5 61% 3/1/2018	5000 0000	5/5/2010	7/2/2010	5,000 00	5 125 00	-125 00
Missouri St Hsg Commn Call 9/1/16 dtd 2/28/2007 5 61% 3/1/2018	5000 0000	5/5/2010	9/2/2010	5,000 00	5,125 00	-125 00
Missouri St Hsg Commn Call 9/1/16 dtd 2/28/2007 5 61% 3/1/2018	5000 0000	5/5/2010	11/2/2010	5,000 00	5 125 00	-125 00
Missouri St Hsg Commn Call 9/1/16 dtd 2/28/2007 5 61% 3/1/2018	5000 0000	5/5/2010	3/2/2011	5,000 00	5 125 00	-125 00
AVON COLO MULTIFAMILY REV TAXABLE CALL DTD 5/1/2002 7 22% 10/20/2027 A	100000 0000	6/9/2006	1/10/2011	100,000 00	103,375 00	-3,375 00
CHICAGO ILL SINGLE FAMILY MTG REV SER A DTD 4/15/2000 5 6% 9/1/2019 AAA	30000 0000	9/13/2004	11/1/2010	30 000 00	30,750 00	-750 00
MINNESOTA ST HSG FIN AHY SER B CALL DTD 4/1/1996 6 35% 7/1/2018 AA+	20000 0000	3/30/2005	7/1/2010	20 000 00	20,100 00	-100 00
MISSOURI ST DEV FIN INFRA REV CALL DTD 11/1/2001 6 05% 6/1/2016 N/R	170000 0000	5/31/2006	6/1/2011	170,000 00	173,221 50	-3,221 50
N Y New York City Hsg Dev Corp Mfhr Ser A dtd 4/28/2006 6 42% due 1/1/2027	10000 0000	7/20/2010	11/3/2010	10 000 00	10 000 00	0 00
N Y New York City Hsg Dev Corp Mfhr Ser A dtd 4/28/2006 6 42% due 1/1/2027	15000 0000	7/20/2010	5/3/2011	15,000 00	15 000 00	0 00
OHIO HSG FIN AGY MTG REV TAXABLE CALL SER C DTD 4/11/2007 5 95% 3/1/2021	50000 0000	4/11/2007	9/2/2010	50 000 00	50,000 00	0 00
OHIO HSG FIN AGY MTG REV TAXABLE CALL SER C DTD 4/11/2007 5 95% 3/1/2021	50000 0000	4/11/2007	3/1/2011	50 000 00	50 000 00	0 00
SC St Hsg Fin & Dev Auth Rev Rf Ins Cal Ser C-3 dtd 12/19/2006 5 5% 7/1/2026	15000 0000	6/29/2010	4/4/2011	15 000 00	15,315 00	-315 00
SC St Hsg Fin & Dev Auth Rev Rf Ins Cal Ser C-3 dtd 12/19/2006 5 5% 7/1/2026	30000 0000	6/29/2010	1/4/2011	30 000 00	30,630 00	-630 00
WISCONSIN ST TAXABLE SER D CALL DTD 9/15/1997 7 25% 11/1/2028 AA-	40000 0000	5/18/2000	5/2/2011	40 000 00	36,120 00	3,880 00
WISCONSIN ST TAXABLE SER D CALL DTD 9/15/1997 7 25% 11/1/2028 AA-	5000 0000	5/18/2000	8/3/2010	5,000 00	4,515 00	485 00
WISCONSIN ST TAXABLE SER D CALL DTD 9/15/1997 7 25% 11/1/2028 AA-	40000 0000	2/25/2009	5/2/2011	40,000 00	40,050 00	-50 00
				600 000 00	604,701 50	-4,701 50
MUTUAL FUNDS						
TCW TOTAL RETURN BOND FUND I CLASS	14955 1350	2/5/2010	6/13/2011	148 654 04	150 000 00	-1 345 96
				148,654 04	150 000 00	-1,345 96
FIDUCIARY GRAND TOTAL - SECURITIES AND HEDGE FUNDS				<u>1 726 129 24</u>	<u>1 693 603 95</u>	<u>32 525 29</u>
						<u>32,525 29</u>