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 JUL 1, 2010 , and ending JUN 30, 2011

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

Name of foundation
THE MARKS FAMILY FOUNDATION

A Employer identification number
16-1385716

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
283 GREENWOOD COURT

B Telephone number
716-652-5560

City or town, state, and ZIP code
EAST AURORA, NY 14052

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 ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 2,184,523.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	39,797.	39,797.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	119,990.			
	b Gross sales price for all assets on line 6a 884,218.				
	7 Capital gain net income (from Part IV, line 2)		119,990.		
	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	6.	6.		STATEMENT 2
	12 **Total.** Add lines 1 through 11	159,793.	159,793.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	2,300.	2,300.		0.
	c Other professional fees STMT 4	21,240.	21,208.		0.
	17 Interest				
	18 Taxes STMT 5	8.	8.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	982.	382.		600.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	24,530.	23,898.		600.
	25 Contributions, gifts, grants paid	93,155.			93,155.
	26 **Total expenses and disbursements.** Add lines 24 and 25	117,685.	23,898.		93,755.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	42,108.			
	b **Net investment income** (if negative, enter -0-)		135,895.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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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			
	2 Savings and temporary cash investments	4,988.	1,551.	1,551.
	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	313,736.		
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	1,711,583.	2,070,864.	2,182,972.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers)	2,030,307.	2,072,415.	2,184,523.
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 ▶ ☐ 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	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	2,030,307.	2,072,415.	
	30 **Total net assets or fund balances**	2,030,307.	2,072,415.	
	31 **Total liabilities and net assets/fund balances**	2,030,307.	2,072,415.	

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	2,030,307.
2 Enter amount from Part I, line 27a	2	42,108.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	2,072,415.
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	2,072,415.

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	MELLON INVESTMENTS	P	VARIOUS	VARIOUS
b	BNY MELLON SMALL/MID CAP FUND	P	VARIOUS	12/14/10
c	BNY MELLON BOND FD CL M	P	VARIOUS	12/17/10
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	884,132.		764,228.	119,904.
b	70.			70.
c	16.			16.
d				
e				

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

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				119,904.
b				70.
c				16.
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** 119,990.

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	97,879.	1,852,429.	.052838
2008	126,543.	2,040,382.	.062019
2007	42,125.	2,505,155.	.016815
2006	155,443.	2,259,034.	.068809
2005	119,174.	2,367,272.	.050342

2	**Total** of line 1, column (d)	2	.250823
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	.050165
4	Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,020,591.
5	Multiply line 4 by line 3	5	101,363.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,359.
7	Add lines 5 and 6	7	102,722.
8	Enter qualifying distributions from Part XII, line 4	8	93,755.

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 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		1	2,718.
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	2,718.
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	2,718.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a 1,827.		
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	1,827.
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	891.
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
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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? *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		X
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
4a 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? N/A	4b		
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, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see 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 ▶ RANDOLPH A. MARKS Telephone no. ▶ 716-652-5560
Located at ▶ 283 GREENWOOD COURT, EAST AURORA, NY ZIP+4 ▶ 14052

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

			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 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 ▶			

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.			
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? ☐ 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 page 22 of the instructions)? N/A	1b		
	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 ▶ ______, ______, ______, ______			
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? ☐ 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.)* 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)? N/A **5b**

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

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

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

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

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

If "Yes" to 6b, file Form 8870

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 8		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
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 THIS FOUNDATION IS SOLELY ENGAGED IN CHARITABLE GIVING AND DOES NOT CONDUCT ANY DIRECT CHARITABLE ACTIVITIES OR MAKE PROGRAM RELATED INVESTMENTS	0.
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 SAME AS PART IX-A	0.
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	2,048,091.
b	Average of monthly cash balances		1b	3,270.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	2,051,361.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	2,051,361.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	30,770.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	2,020,591.
6	**Minimum investment return.** Enter 5% of line 5		6	101,030.

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	101,030.
2a	Tax on investment income for 2010 from Part VI, line 5	2a 2,718.		
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	2,718.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	98,312.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	98,312.
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	98,312.

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	93,755.
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	93,755.
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	93,755.

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				98,312.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			91,419.	
b Total for prior years: ____ , ____ , ____		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: ▶ $ 93,755.				
a Applied to 2009, but not more than line 2a			91,419.	
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				2,336.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				95,976.
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	0.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

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 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).)

SEE STATEMENT 9

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 ▶ [X] 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	93,155.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	39,797.	
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	6.	
8 Gain or (loss) from sales of assets other than inventory			18	119,990.	
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.		159,793.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 159,793.

(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

023621
12-07-10

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	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(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

Randolph Marks | 10/18/11 | Trustee

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KATHLEEN S. CAREY	Kathleen S. Carey	10/12/11		

Firm's name ▶ RSM MCGLADREY INC — Firm's EIN ▶

Firm's address ▶ 800 LIBERTY BLDG. 420 MAIN ST. BUFFALO, NY 14202-3508 — Phone no. 716-847-2651

Form 990-PF (2010)

023622 04-26-11

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MELLON	39,112.	0.	39,112.
MELLON	685.	0.	685.
TOTAL TO FM 990-PF, PART I, LN 4	39,797.	0.	39,797.

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS	6.	6.	
TOTAL TO FORM 990-PF, PART I, LINE 11	6.	6.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,300.	2,300.		0.
TO FORM 990-PF, PG 1, LN 16B	2,300.	2,300.		0.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	21,240.	21,208.		0.
TO FORM 990-PF, PG 1, LN 16C	21,240.	21,208.		0.

FORM 990-PF — TAXES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	8.	8.		0.
TO FORM 990-PF, PG 1, LN 18	8.	8.		0.

FORM 990-PF — OTHER EXPENSES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISCELLANEOUS	132.	132.		0.
STATE FILING FEE	250.	250.		0.
BOARD EXPENSES	600.	0.		600.
TO FORM 990-PF, PG 1, LN 23	982.	382.		600.

FORM 990-PF — OTHER INVESTMENTS — STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MELLON #3AR0	COST	2,070,864.	2,182,972.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,070,864.	2,182,972.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RANDOLPH A. MARKS 6 LACOSTA WAY PALM BEACH, FL 33480	TRUSTEE 0.50	0.	0.	0.
THEODORE E. MARKS 108 LEXINGTON AVE. BUFFALO, NY 14222	TRUSTEE 0.50	0.	0.	0.
JOSHUA R. MARKS 679 DEGRAW STREET, APT. 1 BROOKLYN, NY 11217	TRUSTEE 0.50	0.	0.	0.
SALLY MARKS 6 LACOSTA WAY PALM BEACH, FL 33480	TRUSTEE 0.50	0.	0.	0.
WENDELYN W. DUQUETTE RR#1, 1890 GREG HILL RD WATERBURY, CT	TRUSTEE 0.50	0.	0.	0.
HEATHER A. MARKS 107 GOLDBROOK CIRCLE STOWE, VT 05672	TRUSTEE 0.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 9

NAME OF MANAGER

RANDOLPH A. MARKS
THEODORE E. MARKS
JOSHUA R. MARKS
WENDELYN W. DUQUETTE
HEATHER A. MARKS

FORM 990-PF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR STATEMENT 10

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
32ND MASONIC LEARNING CENTER OF CHILDREN	NONE GENERAL CHARITABLE USE	PUBLIC	1,000.
ALBRIGHT-KNOX ART GALLERY	NONE GENERAL CHARITABLE USE	PUBLIC	10,000.
BIG ORBIT GALLERY	NONE GENERAL CHARITABLE USE	PUBLIC	100.
BRONX RIVER ALLIANCE	NONE GENERAL CHARITABLE USE	PUBLIC	50.
BUFFALO PREP	NONE GENERAL CHARITABLE USE	PUBLIC	500.
CENTER FOR EMPLOYMENT OPPORTUNITY	NONE GENERAL CHARITABLE USE	PUBLIC	50.
CENTRAL TERMINAL RESTORATION CORP.	NONE GENERAL CHARITABLE USE	PUBLIC	10,000.
CEPA GALLERY	NONE GENERAL CHARITABLE USE	PUBLIC	100.

CITY HARVEST	NONE GENERAL CHARITABLE USE	PUBLIC	85.
COMMUNITY FOUNDATION FOR GREATER BUFFALO	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.
DCCC	NONE GENERAL CHARITABLE USE	PUBLIC	25.
FRANK LLOYD WRIGHT ROWING BOAT HOUSE CORP	NONE GENERAL CHARITABLE USE	PUBLIC	100.
HALLWALLS OF BUFFALO	NONE GENERAL CHARITABLE USE	PUBLIC	100.
HEALTH SCIENCES CHARTER SCHOOL	NONE GENERAL CHARITABLE USE	PUBLIC	20,000.
HELEN OWEN CAREY CHILD DEVELOPMENT CENTER	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.
HOBART & WILLIAMS SMITH COLLEGE	NONE GENERAL CHARITABLE USE	PUBLIC	250.
HOSPICE FOUNDATION	NONE GENERAL CHARITABLE USE	PUBLIC	100.
KING URBAN LIFE CENTER	NONE GENERAL CHARITABLE USE	PUBLIC	500.

KRAVIS CENTER FOR THE PERFORMING ARTS	NONE GENERAL CHARITABLE USE	PUBLIC	125.
LAMOILLE FAMILY CENTER	NONE GENERAL CHARITABLE USE	PUBLIC	10,000.
MARINE MIDLAND BANK	NONE GENERAL CHARITABLE USE	PUBLIC	50.
NATIONAL MULTIPLE SCLEROSIS SOCIETY	NONE GENERAL CHARITABLE USE	PUBLIC	25.
NORTON ART MUSEUM	NONE GENERAL CHARITABLE USE	PUBLIC	500.
NY PUBLIC LIBRARY	NONE GENERAL CHARITABLE USE	PUBLIC	25.
PARKINSON'S DISEASE FOUNDATION	NONE GENERAL CHARITABLE USE	PUBLIC	100.
PLANNED PARENTHOOD	NONE GENERAL CHARITABLE USE	PUBLIC	50.
PLANNED PARENTHOOD OF NYC	NONE GENERAL CHARITABLE USE	PUBLIC	50.
PRESERVATION BUFFALO NIAGARA	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.

PROSPECT PARK ALLIANCE	NONE GENERAL CHARITABLE USE	PUBLIC	35.
ROSWELL PARK ALLIANCE FOUNDATION	NONE GENERAL CHARITABLE USE	PUBLIC	5,000.
SKIDMORE COLLEGE ANNUAL FUND	NONE GENERAL CHARITABLE USE	PUBLIC	100.
ST. JOHNS IN THE MOUNTAINS	NONE GENERAL CHARITABLE USE	PUBLIC	250.
STOWE EDUCATION FUND	NONE GENERAL CHARITABLE USE	PUBLIC	250.
THE DOE FUND	NONE GENERAL CHARITABLE USE	PUBLIC	50.
THE LEUKEMIA & LYMPHOMA SOCIETY	NONE GENERAL CHARITABLE USE	PUBLIC	25.
UNITED WAY OF BUFFALO & ERIE COUNTY	NONE GENERAL CHARITABLE USE	PUBLIC	15,000.
UNIVERSITY OF TEXAS AT AUSTIN	NONE GENERAL CHARITABLE USE	PUBLIC	100.
UNIVERSITY OF VERMONT	NONE GENERAL CHARITABLE USE	PUBLIC	250.

VERMONT COMMON SCHOOL	NONE GENERAL CHARITABLE USE	PUBLIC	250.
VERMONT WOMEN'S FUND	NONE GENERAL CHARITABLE USE	PUBLIC	250.
WALNUT HILL SCHOOL	NONE GENERAL CHARITABLE USE	PUBLIC	300.
WEST SIDE ROWING CLUB	NONE GENERAL CHARITABLE USE	PUBLIC	2,350.
WNYC RADIO	NONE GENERAL CHARITABLE USE	PUBLIC	60.
TOTAL TO FORM 990-PF, PART XV, LINE 3A			93,155.

THE MARKS FAMILY FOUNDATION
GAIN (LOSS) SUMMARY ON INVESTMENTS
6/30/2011

GAIN (LOSS) PER MELLON INVESTMENT STATEMENTS:

DATE	SHARES	DESCRIPTION	PROCEEDS	COST	GAIN (LOSS)
7/7/2010	90	Time Warner Inc	2,567 77	2,213 48	354 29
7/12/2010	190	Gap Inc	3,700.13	3,815 85	(115 72)
8/12/2010	30	Target Corp	1,597 63	1,500 24	97 39
8/13/2010	10	Amgen Inc	557 65	495.36	62 29
8/16/2010	70	Hewlett Packard Co	2,858 39	3,424 29	(565 90)
8/16/2010	20	Hewlett Packard Co	815 01	887 72	(72 71)
8/16/2010	50	Amgen Inc	2,691 80	2,469 40	222 40
8/17/2010	70	Hewlett Packard Co	2,810 61	3,107 01	(296 40)
8/17/2010	2	Visa Inc - Class A Shares	145 67	87 76	57 91
8/17/2010	16	Visa Inc - Class A Shares	1,164.79	702 05	462 74
8/18/2010	9	Visa Inc - Class A Shares	653 73	394 90	258 83
8/18/2010	3	Visa Inc - Class A Shares	217 81	131 63	86 18
8/20/2010	40	Cvs Casemark Corp	1,151 38	1,455 41	(304 03)
8/27/2010	6	Exelon Corp	241 19	290 33	(49 14)
8/27/2010	3	Exelon Corp	120 88	145 16	(24 28)
8/27/2010	81	Exelon Corp	3,252 86	2,919.62	333 24
9/8/2010	10	Tyco International LTD	385 03	368 78	16 25
9/8/2010	20	Tyco International LTD	768 61	737 55	31 06
9/8/2010	20	Tyco International LTD	768 56	563 47	205 09
9/10/2010	1	Cummins Inc	81 10	51 74	29 36
9/10/2010	9	Cummins Inc	729 39	465 64	263 75
9/10/2010	11	Kbr Inc	266 85	227 78	39 07
9/13/2010	14	Kbr Inc	341 22	289 91	51 31
9/14/2010	1	Kbr Inc	24 42	20 71	3 71
9/14/2010	10	Kbr Inc	245 04	172 13	72 91
9/15/2010	22	Kbr Inc	537 56	327 42	210 14
9/16/2010	10	Kbr Inc	246 58	148 83	97 75
9/16/2010	2	Blackrock Inc	302 46	473 34	(170 88)
9/16/2010	8	Kbr Inc	198 44	119 06	79 38
9/16/2010	2	Blackrock Inc	301 09	387 01	(85 92)
9/16/2010	48	Kbr Inc	1,170 62	714 38	456 24
9/17/2010	6	Blackrock Inc	920 35	902 03	18 32
9/17/2010	4	Blackrock Inc	615.01	601 35	13.66
9/23/2010	41	Merck & Co Inc	1,489 90	1,609 17	(119 27)
9/23/2010	20	Autoliv Inc	1,232 34	881 46	350 88
9/23/2010	10	Autoliv Inc	616 03	274 61	341 42
9/23/2010	9	Merck & Co Inc	327 24	353 23	(25 99)
10/5/2010	30	E M C Corp Mass	609 10	599 40	9 70
10/5/2010	200	E M C Corp Mass	4,059 99	3,334 59	725 40
11/17/2010	60	Cisco Systems Inc	1,233 29	1,247 65	(14 36)
11/17/2010	70	Cisco Systems Inc	1,429 30	1,265 34	163 96
11/26/2010	20	Limited Brands Inc	657 89	390 58	267 31
11/26/2010	5	Whirlpool Corp	381 28	411 94	(30.66)
11/26/2010	35	Whirlpool Corp	2,650.47	2,365 14	285 33
12/22/2010	12155 039	BNY Mellon Intermediate Bond FD CL M	156,800 00	151,232 30	5,567 70
12/22/2010	4916 420	BNY Mellon US Core Equity 130/30 FD	57,374 62	50,000 00	7,374 62
12/22/2010	4541 326	BNY Mellon Focused Equity Opp-M	56,630 34	50,000 00	6,630 34
12/22/2010	4620 061	Dreyfus Prem Lt Trm Hi Yld-I	30,400 00	28,761 52	1,638 48
12/22/2010	38.351	Dreyfus Diversified Int'l	400 00	382 36	17 64
12/27/2010	80	Carnival Corp	3,592 74	2,498 38	1,094 36
12/27/2010	50	Caterpillar Inc	4,722.42	3,217 41	1,505 01
12/27/2010	60	DU Pont (E I) De Nemours	2,997.55	1,669 78	1,327 77
12/27/2010	40	Energizer Hldgs Inc	2,995 15	2,818 00	177 15
12/27/2010	80	Medtronic Inc	2,947 95	3,948 34	(1,000.39)
12/27/2010	40	Praxair Inc	3,836 34	2,131 05	1,705 29
12/27/2010	80	Nordstrom Inc	3,441 54	2,726 19	715 35
12/27/2010	90	Proctor & Gamble Co	5,831 00	4,928 35	902 65
12/27/2010	50	Raytheon Co	2,244 46	2,618 06	(373 60)
12/27/2010	60	Nextera Energy Inc	3,070 15	3,278 70	(208 55)
12/27/2010	60	Alliance Data Sys Corp	4,278 53	3,648 16	630 37
12/27/2010	220	Amylin Pharmaceuticals Inc	3,313 15	4,153 94	(840 79)
12/27/2010	130	American Express Co	5,614 62	5,442 55	172 07
12/27/2010	40	Anadarko Petroleum Corp	2,704.75	1,701 44	1,003 31
12/27/2010	75	Apache Corp	8,855 85	5,903 34	2,952.51
12/27/2010	48	Apple Inc	15,536 90	8,561.31	6,975 59
12/27/2010	60	Autoliv Inc	4,861 71	1,586.12	3,275 59
12/27/2010	680	Bank of America Corp	8,744 65	9,445 48	(700 83)
12/27/2010	80	Cigna Corp	2,957.55	2,208 54	749 01
12/27/2010	50	Cvs Casemark Corp	1,717 48	1,743 99	(26 51)
12/27/2010	160	Capital One Financial Corp	6,742 30	6,582 21	160 09
12/27/2010	200	Cisco Systems Inc	3,904 40	3,583 69	320 71
12/27/2010	80	Chubb Corp	4,737 52	4,074 06	663 46
12/27/2010	100	Comerica Inc	4,256 94	3,671.36	585 58
12/27/2010	110	Conocophillips	7,319 29	4,352 20	2,967 09
12/27/2010	70	Cummins Inc	7,783 87	2,563 55	5,220 32

THE MARKS FAMILY FOUNDATION
GAIN (LOSS) SUMMARY ON INVESTMENTS
6/30/2011

GAIN (LOSS) PER MELLON INVESTMENT STATEMENTS:

DATE	SHARES	DESCRIPTION	PROCEEDS	COST	GAIN (LOSS)
12/27/2010	80	Danaher Corp	3,776 74	2,397 75	1,378 99
12/27/2010	160	E M C Corp Mass	3,662 33	2,196 05	1,466 28
12/27/2010	170	Exxon Mobile Corp	12,372 41	4,707 28	7,665 13
12/27/2010	220	Ford Motor Co	3,733 33	3,622 47	110 86
12/27/2010	29	Franklin Res Inc	3,245 91	1,887 35	1,358 56
12/27/2010	110	Halliburton Co	4,443.94	3,510 77	933 17
12/27/2010	400	General Electric company	7,171 88	4,056 25	3,115 63
12/27/2010	100	Home Depot Inc	3,514 95	1,919 80	1,595 15
12/27/2010	170	Human Genome Sciences Inc	4,132 63	4,852 34	(719 71)
12/27/2010	110	Honeywell Intl Inc	5,884 90	3,905 60	1,979 30
12/27/2010	70	Informatica Corp	3,149 60	2,127 28	1,022 32
12/27/2010	65	International Business Machines Corp	9,463 19	7,706 83	1,756 36
12/27/2010	221	Jpmorgan Chase & Co	9,040 97	7,267 85	1,773 12
12/27/2010	210	Limited Brands Inc	6,686 31	3,797 12	2,889 19
12/27/2010	316	Microsoft Corporation	8,863 65	8,848 01	15.64
12/27/2010	100	Mckesson Corporation	6,982 89	5,451 71	1,531 18
12/27/2010	140	Morgan Stanley	3,735 13	3,827 38	(92 25)
12/27/2010	280	Motorola Inc	2,517 15	2,240 34	276 81
12/27/2010	210	Newell Rubbermaid Inc	3,855 54	3,683 36	172.18
12/27/2010	90	Norfolk Southern Corp	5,627 61	4,550 47	1,077 14
12/27/2010	120	Occidental Petroleum Corp	11,611 01	8,916 39	2,694 62
12/27/2010	340	Oracle Corp	10,777 82	7,421 95	3,355 87
12/27/2010	90	Omnicom Group Inc	4,201 14	4,350 14	(149 00)
12/27/2010	110	Pepsico Inc	7,169 69	5,896 14	1,273 55
12/27/2010	610	Pfizer Inc	10,583 32	11,020 97	(437.65)
12/27/2010	150	Qualcomm Inc	7,480 38	6,402 73	1,077 65
12/27/2010	130	Schwab Charles Corp New	2,199 56	2,123 02	76 54
12/27/2010	240	Public Svc Enterprise Group Inc	7,471 11	7,742 87	(271 76)
12/27/2010	120	Target Corp	7,162 74	4,838 58	2,324 16
12/27/2010	190	Textron Inc	4,472 55	4,705 30	(232 75)
12/27/2010	120	Thermo Fisher Scientific Inc	6,649.10	5,465 51	1,183 59
12/27/2010	140	Allscripts Healthcare Solutions Inc	2,718 76	2,392 72	326 04
12/27/2010	210	Unilever PLC ADR	6,434 31	6,119 32	314.99
12/27/2010	330	Wells Fargo & company	10,140 77	9,105 08	1,035 69
12/27/2010	90	Hospira Inc	5,122 72	3,794 66	1,328 06
12/27/2010	17	Google Inc - Cl A	10,256 44	8,031 16	2,225 28
12/27/2010	460	News Corp	7,424 32	7,779 93	(355 61)
12/27/2010	70	American Financial Inc	3,982 93	1,791 51	2,191 42
12/27/2010	250	At & T Inc	7,262 41	9,013 54	(1,751 13)
12/27/2010	108	Hess Corp	8,179 80	3,810 37	4,369 43
12/27/2010	130	Philip Morris Internat	7,597 08	5,915 83	1,681 25
12/27/2010	120	Tyco International LTD	5,002 73	2,336 32	2,666 41
12/27/2010	170	Vale SA-SP ADR	5,846 64	3,083 63	2,763 01
12/27/2010	86	Time Warner Inc	2,728 74	1,714 36	1,014 38
12/27/2010	171	Merck & Co Inc	6,193 54	4,278 87	1,914 67
12/27/2010	460	SPDR S&P 500 ETF Trust	57,665 82	58,650 00	(984 18)
12/27/2010	80	Ishares TR S&P Small Cap 600	5,555 10	4,788 74	766 36
4/29/2011	717	Ishares S&P GSCI	27,630 50	23,248.37	4,382 13
6/30/2011	835 422	BNY Mellon L/C Mkt Opp-M	10,000 00	9,532 16	467 84
6/30/2011	273 973	Rydex Managed Futures Strategy FD-Y	7,000 00	7,019 19	(19 19)
6/30/2011	459 318	BNY Mellon Sm/Mid Cap-M	7,000 00	6,623 37	376 63
6/30/2011	352 423	Dreyfus L/C Equity Fund-In	4,000 00	3,862 56	137 44
6/30/2011	230 592	BNY Mellon Intermediate Bd-M	3,000 00	2,833 98	166 02
6/30/2011	226 244	BNY Mellon Bond Fund-M	3,000 00	2,952.48	47 52
6/30/2011	047 259	Dreyfus Diversified Int'l	500 00	471.17	28 83
6/30/2011	42 882	BNY Mellon Emerging Mkts-M	500 00	862 36	(362 36)
			884,132.32	764,228.12	119,904.20