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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 ☐ Initial return of a former public charity ☐ Final return
☐ Amended return ☐ Address change ☐ Name change

Name of foundation THE JOSEPH AND FELICIA WEBER FAMILY FOUNDATION, INC.		A Employer identification number 20-0510704
Number and street (or P.O. box number if mail is not delivered to street address) BLDG ONE, 7000 PEACHTREE DUNWOODY ROAD		B Telephone number 770-804-8044
City or town, state, and ZIP code ATLANTA, GA 30328		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 9,902,328.	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		4,683.	4,683.		STATEMENT 1
4 Dividends and interest from securities		142,825.	142,825.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		284,180.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from Part IV, line 2)			284,180.		
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		32.	32.		STATEMENT 3
12 Total. Add lines 1 through 11		431,720.	431,720.		
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 4		9,675.	8,708.		967.
c Other professional fees					
17 Interest		62,163.	62,163.		0.
18 Taxes STMT 5		1,752.	1,752.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 6		72,467.	72,467.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		146,057.	145,090.		967.
25 Contributions, gifts, grants paid		3,778,550.			3,778,550.
26 Total expenses and disbursements. Add lines 24 and 25		3,924,607.	145,090.		3,779,517.
27 Subtract line 26 from line 12		-3,492,887.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			286,630.		
c Adjusted net income (if negative, enter -0-)				N/A	

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**THE JOSEPH AND FELICIA WEBER FAMILY
FOUNDATION, INC.**

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	5,066,129.	2,795,995.	2,795,995.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 7	2,565,138.	3,035,609.	3,035,609.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	4,801,525.	4,070,524.	4,070,524.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 9)	0.	200.	200.
	16 Total assets (to be completed by all filers)	12,432,792.	9,902,328.	9,902,328.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	12,432,792.	9,902,328.	
	30 Total net assets or fund balances	12,432,792.	9,902,328.	
	31 Total liabilities and net assets/fund balances	12,432,792.	9,902,328.	

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	12,432,792.
2 Enter amount from Part I, line 27a	2	-3,492,887.
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS	3	962,423.
4 Add lines 1, 2, and 3	4	9,902,328.
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	9,902,328.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a HIGH RISE INSTITUTIONAL PARTNERS, L.P. K-1	P		
b HIGH RISE INSTITUTIONAL PARTNERS, L.P. K-1	P		
c			
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			240,634.
b			43,546.
c			
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			240,634.
b			43,546.
c			
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	284,180.
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	4,150,990.	13,752,039.	.301845
2008	1,314,081.	16,012,147.	.082068
2007	1,728,911.	18,674,979.	.092579
2006	545,585.	18,766,109.	.029073
2005	477,557.	17,353,340.	.027520

2 Total of line 1, column (d)	2	.533085
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	.106617
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	9,640,541.
5 Multiply line 4 by line 3	5	1,027,846.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,866.
7 Add lines 5 and 6	7	1,030,712.
8 Enter qualifying distributions from Part XII, line 4	8	3,779,517.

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

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FOUNDATION, INC.**

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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	2,866.
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	2,866.
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	2,866.
6 Credits/Payments			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	2,602.	
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	2,602.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	264.	
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 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?	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
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.	<input checked="" type="checkbox"/>	<input checked="" type="checkbox"/>
c Did the foundation file Form 1120-POL for this year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
b If "Yes," has it filed a tax return on Form 990-T for this year?	<input type="checkbox"/>	<input type="checkbox"/>
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	<input type="checkbox"/>	<input checked="" type="checkbox"/>
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?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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	<input checked="" type="checkbox"/>	<input type="checkbox"/>
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> GA		
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	<input checked="" type="checkbox"/>	<input type="checkbox"/>
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	<input type="checkbox"/>	<input checked="" type="checkbox"/>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<input type="checkbox"/>	<input checked="" type="checkbox"/>

N/A

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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)	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? Website address ► N/A	13	X	
14	The books are in care of ► MICHAEL A. KELLER Telephone no ► 770-804-8044 Located at ► 7000 PEACHTREE DUNWOODY ROAD, BUILDING 1, ATLANTA ZIP+4 ► 30328			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A <input type="checkbox"/>	1b	
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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.)	3b	X
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

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
JOSEPH F. WEBER BLDG ONE, 7000 PEACHTREE DUNWOODY RD ATLANTA, GA 30328	TRUSTEE AND CHAIRMAN 0.00	0.	0.	0.
FELICIA P. WEBER BLDG ONE, 7000 PEACHTREE DUNWOODY RD ATLANTA, GA 30328	TRUSTEE, SECRETARY, & TREAS 0.00	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

**THE JOSEPH AND FELICIA WEBER FAMILY
FOUNDATION, INC.**

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	2,890,935.
b	Average of monthly cash balances	1b	3,243,472.
c	Fair market value of all other assets	1c	3,652,944.
d	Total (add lines 1a, b, and c)	1d	9,787,351.
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	9,787,351.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	146,810.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,640,541.
6	Minimum investment return. Enter 5% of line 5	6	482,027.

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	482,027.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,866.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,866.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	479,161.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	479,161.
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	479,161.

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	3,779,517.
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	3,779,517.
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	2,866.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,776,651.

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.

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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				479,161.
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				
c From 2007				35,650.
d From 2008				523,178.
e From 2009				3,468,584.
f Total of lines 3a through e	4,027,412.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 3,779,517.				
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				479,161.
e Remaining amount distributed out of corpus	3,300,356.			
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	7,327,768.			
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	7,327,768.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				35,650.
c Excess from 2008				523,178.
d Excess from 2009				3,468,584.
e Excess from 2010				3,300,356.

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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))

JOSEPH F. WEBER

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

NONE

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

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

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

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

c Any submission deadlines

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 10				
Total			3a	3778550.
b Approved for future payment				
NONE				
Total			3b	0.

Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	4,683.	
4 Dividends and interest from securities			14	142,825.	
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			01	32.	
8 Gain or (loss) from sales of assets other than inventory			18	284,180.	
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.		431,720.	0.
13 Total. Add line 12, columns (b), (d), and (e)				13 431,720.	

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B

Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

THE JOSEPH AND FELICIA WEBER FAMILY FOUNDATION, INC.

EIN: 20-0510704

2010 – FORM 990-PF

STATEMENT REGARDING PAPER FILING OF TAX RETURN

TAXPAYER IS NOT ELECTRONIC FILING FORM 990-PF FOR 2010 BECAUSE THE ACCOUNTANT'S SOFTWARE DISQUALIFIES IT FROM E-FILING DUE TO AN IRS-REQUIRED ATTACHMENT TO PART II, LINE 10B.

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

SOURCE	AMOUNT
FIRST MANHATTAN CO.	1,358.
WELLS FARGO - 3172	3,325.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,683.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST MANHATTAN CO.	57,123.	0.	57,123.
HIGH RISE INSTITUTIONAL PARTNERS L.P.	67,385.	0.	67,385.
HIGH RISE INSTITUTIONAL PARTNERS L.P.	13,317.	0.	13,317.
ISRAEL BONDS	5,000.	0.	5,000.
TOTAL TO FM 990-PF, PART I, LN 4	142,825.	0.	142,825.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME - HIGH RISE INSTITUTIONAL PARTNERS LP K-1	32.	32.	
TOTAL TO FORM 990-PF, PART I, LINE 11	32.	32.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,675.	8,708.		967.
TO FORM 990-PF, PG 1, LN 16B	9,675.	8,708.		967.

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 PAID	1,752.	1,752.		0.
TO FORM 990-PF, PG 1, LN 18	1,752.	1,752.		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
BANK SERVICE CHARGES	212.	212.		0.
INVESTMENT MANAGEMENT FEES	72,255.	72,255.		0.
TO FORM 990-PF, PG 1, LN 23	72,467.	72,467.		0.

FORM 990-PF	CORPORATE STOCK		STATEMENT 7
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
FIRST MANHATTAN CO. (See attached)	3,035,609.	3,035,609.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,035,609.	3,035,609.	

Customer Service Information

Your Investment Advisor: 068

Account Default Disposition Method: FIRST IN FIRST OUT
Mutual Fund Default Disposition Method: FIRST IN FIRST OUT

Portfolio Holdings

Quantity	Description	Opening Balance	Closing Balance	Accrued Income	Income This Year	30-day Yield
	Cash, Money Funds, and FDIC Deposits 34.00% of Portfolio					
	Cash Balance	1,574,101.68	1,582,138.28			
	Total Cash, Money Funds, and FDIC Deposits	\$1,574,101.68	\$1,582,138.28	\$0.00	\$0.00	

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
	Equities 66.00% of Portfolio				
	Common Stocks				
2,800.000	SAP AG SYSTEME ANWENDUNGEN PRODUKTE IN DER DATENVERARBEITUNG ORD ISIN#DE0007164600 Dividend Option: Cash Security Identifier: SAPGF	60.5249	169,469.93		
3,676.000	ALLSTATE CORP Dividend Option: Cash Security Identifier: ALL	30.5300	112,228.28	3,087.84	2.75%
1,288.000	BP PLC SPONS ADR Dividend Option: Cash Security Identifier: BP	44.2900	57,045.52	2,163.84	3.79%
2,000	BERKSHIRE HATHAWAY INC DEL CL A Dividend Option: Cash Security Identifier: BRK A	116,105.0000	232,210.00		
982.000	BERKSHIRE HATHAWAY INC DEL CL B NEW Dividend Option: Cash Security Identifier: BRK B	77.3900	75,996.98		
1,772.000	CAPITAL ONE FINL CORP COM Dividend Option: Cash Security Identifier: COF	51.6700	91,559.24	354.40	0.38%
270.000	CAVCO INDS INC(DEL) COM Dividend Option: Cash Security Identifier: CVCO	45.0000	12,150.00		
1,000.000	COLGATE PALMOLIVE CO COM Dividend Option: Cash Security Identifier: CL	87.4100	87,410.00	2,320.00	2.65%

Brokerage Account Statement

Statement Period: 06/01/2011 - 06/30/2011

Portfolio Holdings (continued)

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities (continued)					
Common Stocks (continued)					
2,400.000	CULLEN FROST BANKERS Dividend Option Cash Security Identifier: CFR	56.8500	136,440.00	4,416.00	3.23%
4,248.000	DISNEY WALT CO DISNEY COM Dividend Option Cash Security Identifier: DIS	39.0400	165,841.92	1,699.20	1.02%
1,500.000	DISCOVER FINL SVCS COM INC Dividend Option Cash Security Identifier: DFS	26.7500	40,125.00	360.00	0.89%
2,790.000	ENERGY CORP NEW COM Dividend Option Cash Security Identifier: ETR	68.2800	190,501.20	9,262.80	4.86%
3,414.000	GLAXOSMITHKLINE PLC SPONS ADR Dividend Option Cash Security Identifier: GSK	42.9000	146,460.60	7,190.74	4.90%
1,870.000	HOMED-CORP COM PAR \$.01 Dividend Option Cash Security Identifier: HOFD	22.0000	41,140.00		
1,000.000	JOHNSON & JOHNSON COM Dividend Option Cash Security Identifier: JNJ	66.5200	66,520.00	2,280.00	3.42%
7,800.000	LOEWS CORP COM Dividend Option Cash Security Identifier: L	42.0900	328,302.00	1,950.00	0.59%
1,000.000	PROCTER & GAMBLE CO COM Dividend Option Cash Security Identifier: PG	63.5700	63,570.00	2,100.00	3.30%
2,000.000	SCHLUMBERGER LTD COM ISIN#AN8068571086 Dividend Option Cash Security Identifier: SLB	86.4000	172,800.00	2,000.00	1.15%
8,300.000	SPIRIT AEROSYSTEMS HLDGS INC CL A Dividend Option Cash Security Identifier: SPR	22.0000	182,600.00		
1,800.000	3M CO COM Dividend Option Cash	94.8500	170,730.00	3,960.00	2.31%



Portfolio Holdings (continued)

Quantity	Description	Market Price	Market Value	Estimated Annual Income	Estimated Yield
Equities (continued)					
Common Stocks (continued)					
	Security Identifier: MMM				
4,000.000	UNITED TECHNOLOGIES CORP COM	88.5100	354,040.00	7,680.00	2.16%
	Dividend Option Cash				
	Security Identifier: UTX				
10,174.000	VALLEY NATL BANCORP COM	13.6100	138,468.14	7,020.06	5.06%
	Dividend Option Cash				
	Security Identifier: VLY				
Total Common Stocks			\$3,035,608.81	\$57,844.88	
Total Equities			\$3,035,608.81	\$57,844.88	

Description	Market Value	Accrued Interest	Estimated Annual Income
Total Portfolio Holdings	\$4,617,747.09	\$0.00	\$57,844.88

Disclosures and Other Information

Pricing - This section includes the net market value of the securities in your account on a settlement date basis, including short positions, at the close of the statement period. The market prices have been obtained from quotation services, which we believe to be reliable, however, we cannot guarantee their accuracy. Securities for which a price is not available are marked "N/A" and are omitted from the Total. The estimated annual income (EAI) and estimated current yield (ECY) figures are estimates and for informational purposes only. These figures are not considered to be a forecast or guarantee of future results. These figures are computed using information from providers believed to be reliable, however, no assurance can be made as to the accuracy. Since interest and dividend rates are subject to change at any time, and may be affected by current and future economic, political, and business conditions, they should not be relied on for making investment, trading, or tax decisions. These figures assume that the position quantities, interest and dividend rates, and prices remain constant. A capital gain or return of principal may be included in the figures for certain securities, thereby overstating them. Refer to www.pershing.com/business_continuity.html for specific details as to formulas used to calculate the figures. Accrued interest represents interest earned but not yet received.

The Estimated Price as of Date only appears when the price date does not equal the statement date and the price indicated is estimated since it is not reflective of a last trade price on a recognized exchange. Reinvestment - The dollar amount of Mutual Fund distributions, Money Market Fund dividend income, Bank Deposit interest income, or dividends for other securities shown on your Statement may have been reinvested. You will not receive confirmation of these reinvestments. However, information pertaining to these transactions which would otherwise appear on confirmations, including the time of execution and the name of the person from whom your security was purchased, will be furnished to you upon written request to your introducing firm. In dividend reinvestment transactions, Pershing acts as your agent and receives payment for order flow, the source and nature of which payment will be furnished to you upon written request to your introducing firm.

Option Disclosure - Information with respect to commissions and other charges incurred in connection with the execution of option transactions has been included in confirmations previously furnished to you. A summary of this information is available to you promptly upon your written request directed to your introducing firm. In order to assist your introducing firm in maintaining current background and financial information concerning your option accounts, please promptly advise them in writing of any material change in your investment objectives or financial situation. Expiring options which are exercisable are exercised automatically pursuant to the exercise by exception procedure of the Options Clearing Corporation. Additional information regarding this procedure is available upon written request to your introducing firm.

Foreign Currency Transactions - Pershing may execute foreign currency transactions as principal for your account. Pershing may automatically convert foreign currency to or from U.S. dollars for dividends and similar corporate action transactions unless you instruct your financial organization otherwise. Pershing's currency conversion rate will not exceed the highest interbank conversion rate identified from customary banking sources on the conversion date or the prior business day, increased by up to 1%, unless a particular rate is required by applicable law. Your financial organization may also increase the currency conversion rate. This conversion rate may differ from rates in effect on the date you executed a transaction, incurred a charge, or received a credit. Transactions converted by agents (such as depositories) will be billed at the rates such agents use.

Proxy Vote - Securities held by you on margin (securities not fully paid for by you) may be lent by Pershing to itself or others in accordance with the terms outlined in the Margin Agreement. The right to vote your

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HIGH RISE INSTITUTIONAL PARTNERS, LP	COST	0.	0.
ISRAEL BONDS	COST	100,000.	100,000.
V3 REALTY PARTNERS OFFSHORE FUND	COST	3,970,524.	3,970,524.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,070,524.	4,070,524.

FORM 990-PF	OTHER ASSETS	STATEMENT	9
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PREPAID FEDERAL TAX	0.	200.	200.
TO FORM 990-PF, PART II, LINE 15	0.	200.	200.

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
THE BREMAN JEWISH HERITAGE MUSEUM 1440 SPRING STREET NW ATLANTA, GA 30309	NONE GENERAL	PUBLIC CHARITY	1,000.
UNITED SERVICE ORANIZATIONS INC. P.O. BOX 96860 WASHINGTON, DC 20077	NONE GENERAL	PUBLIC CHARITY	500.
COALITION TO SALUTE AMERICA'S HEROES P.O. BOX 96440 WASHINGTON, DC 20090	NONE GENERAL	PUBLIC CHARITY	500.
ATLANTA BELTLINE PARTNERSHIP P.O. BOX 93351 ATLANTA, GA 30377	NONE GENERAL	PUBLIC CHARITY	1,000.
AMERICAN ISRAEL EDUCATION FOUNDATION 251 H STREET, NW WASHINGTON, DC 20001	NONE GENERAL	PUBLIC CHARITY	75,000.
AMERICAN JEWISH COMMITTEE SIX PIEDMONT CENTER, STE. 510 ATLANTA, GA 30305	NONE GENERAL	PUBLIC CHARITY	7,500.
ATLANTA JEWISH FEDERATION PO BOX 116046 ATLANTA, GA 30368	NONE GENERAL	PUBLIC CHARITY	160,000.
FREEDOM CENTER 6928 COMMERCIAL DRIVE MORROW , GA 30260	NONE GENERAL	PUBLIC CHARITY	1,000.

THE JOSEPH AND FELICIA WEBER FAMILY FOUN

20-0510704

ATLANTA SCHOLARS KOLLEL 1959 LA VISTA RD. ATLANTA, GA 30329	NONE GENERAL	PUBLIC CHARITY	20,000.
WOUNDED WARRIOR PROJECT P.O. BOX 758516 TOPEKA, KS 66675	NONE GENERAL	PUBLIC CHARITY	250.
CAMERA(COMMITTEE FOR ACCURACY IN MIDDLE EAST REPORTING IN AMERICA) - PO BOX 35040 BOSTON, MA 021350001	NONE GENERAL	PUBLIC CHARITY	75,000.
CHABAD OF GEORGIA 5065 HIGHPOINT RD ATLANTA, GA 30342	NONE GENERAL	PUBLIC CHARITY	5,000.
CHAMBON FOUNDATION 8033 SUNSET BOULEVARD LOS ANGELES, CA 90046	NONE GENERAL	PUBLIC CHARITY	15,000.
CONGREGATION SHEARITH ISRAEL 1180 UNIVERSITY DRIVE, NE ATLANTA, GA 30306	NONE GENERAL	PUBLIC CHARITY	11,800.
CORNELL LAB OF ORNITHOLOGY 159 SAPSUCKER WOODS RD ITHACA, NY 14850	NONE GENERAL	PUBLIC CHARITY	45,000.
CURE FOR BLINDNESS P.O. BOX 3554 NEW YORK, NY 10163	NONE GENERAL	PUBLIC CHARITY	50,000.
EMORY UNIVERSITY SCHOOL OF MEDICINE 101 WOODRUFF CIRCLE ATLANTA, GA 30322	NONE GENERAL	PUBLIC CHARITY	50,000.
FIRE 601 WALNUT STREET, SUITE 510 PHILADELPHIA, PA 19106	NONE GENERAL	PUBLIC CHARITY	2,500.

THE JOSEPH AND FELICIA WEBER FAMILY FOUN

20-0510704

FOUNDATION FIGHTING BLINDNESS P.O. BOX 17279 BALTIMORE, MD 21203	NONE GENERAL	PUBLIC CHARITY	5,000.
FRIENDS OF YEMIN ORDE 4501 CONNECTICUT AVENUE, SUITE 813 WASHINGTON, DC 20008	NONE GENERAL	PUBLIC CHARITY	5,000.
GENESIS SHELTER INC. 173 BOULEVARD NE ATLANTA, GA 30312	NONE GENERAL	PUBLIC CHARITY	2,500.
GEORGIA STATE SCHOOL OF MUSIC PO BOX 4097 ATLANTA, GA 30302	NONE GENERAL	PUBLIC CHARITY	5,000.
HORIZON THEATRE COMPANY PO BOX 5376 ATLANTA, GA 31107	NONE GENERAL	PUBLIC CHARITY	5,000.
JEWISH FAMILY AND CAREER SERVICES 4549 CHAMBLEE DUNWOODY RD ATLANTA, GA 30338	NONE GENERAL	PUBLIC CHARITY	2,500.
ORT AMERICA 2200 CENTURY PARKWAY SUITE 550 ATLANTA, GA 30345	NONE GENERAL	PUBLIC CHARITY	3,000.
GEORGIA STATE UNIVERSITY FOUNDATION P.O. BOX 4018 ATLANTA, GA 30302	NONE GENERAL	PUBLIC CHARITY	10,000.
THE DAVIS ACADEMY 8105 ROBERTS DRIVE ATLANTA, GA 30350	NONE GENERAL	PUBLIC CHARITY	10,000.
THE EPSTEIN SCHOOL 335 COLEWOOD WAY SANDY SPRINGS, GA 30328	NONE GENERAL	PUBLIC CHARITY	2,500.

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THE FOUNDATION FOR THE DEFENSE OF DEMOCRACIES 1726 M STREET, NW, STE. 700 WASHINGTON, DC 20036	NONE GENERAL	PUBLIC CHARITY	100,000.
THE FRIENDS OF THE IDF 350 5TH AVENUE, SUITE 2011 NEW YORK, NY 10118	NONE GENERAL	PUBLIC CHARITY	5,000.
THE VALENTINO ACHAK DENG FOUNDATION 849 VALENCIA ST. SAN FRANCISCO, CA 94110	NONE GENERAL	PUBLIC CHARITY	10,000.
THE WEBER SCHOOL 6751 ROSWELL ROAD ATLANTA, GA 30328	NONE GENERAL	PUBLIC CHARITY	3,000,000.
WASHINGTON LEGAL FOUNDATION 2009 MASSACHUSSETTS AVENUE., NW WASHINGTON, DC 20036	NONE GENERAL	PUBLIC CHARITY	15,000.
WILLIAM BREMAN JEWISH HOME 3150 HOWELL MILL ROAD ATLANTA, GA 30327	NONE GENERAL	PUBLIC CHARITY	1,000.
YESHIVA ATLANTA 3130 RAYMOND DRIVE ATLANTA, GA 30340	NONE GENERAL	PUBLIC CHARITY	1,000.
JEWISH FEDERATION OF GREATER ATLANTA 1440 SPRING STREET NW ATLANTA, GA 30309	NONE GENERAL	PUBLIC CHARITY	75,000.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

3,778,550.