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Return of Private Foundation

Department of the Treasury,
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2010

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

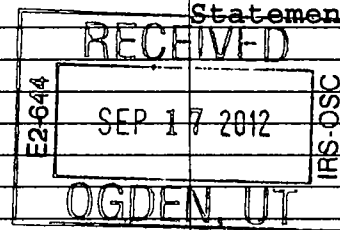
For calendar year 2010, or tax year beginning NOV 1, 2010, and ending OCT 31, 2011

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 Bennie & Martha Benjamin Foundation, Inc		A Employer identification number 13-3555717
Number and street (or P.O. box number if mail is not delivered to street address) c/o David A Beale, 55 SE 2nd Avenue	Room/suite 301	B Telephone number 561-243-1477
City or town, state, and ZIP code Delray Beach, FL 33444		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) \$ 1,985,436. (Part I, column (d) must be on cash basis)	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"/>
		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		21,577.			Statement 1
4 Dividends and interest from securities		13,033.			Statement 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		151.			
b Gross sales price for all assets on line 6a		109,190.			
7 Capital gain net income (from Part IV, line 2)			151.		
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		150,607.	140,193.		Statement 3
12 Total Add lines 1 through 11		185,368.	140,344.		
13 Compensation of officers, directors, trustees, etc		59,700.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 4		3,964.	3,964.		0.
b Accounting fees Stmt 5		4,000.	2,000.		2,000.
c Other professional fees Stmt 6		23,273.	21,648.		1,625.
17 Interest		129.	129.		0.
18 Taxes Stmt 7		1,901.	1,901.		0.
19 Depreciation and depletion					
20 Occupancy		1,650.	825.		825.
21 Travel, conferences, and meetings		9,380.	0.		9,380.
22 Printing and publications					
23 Other expenses Stmt 8		4,989.	3,402.		1,619.
24 Total operating and administrative expenses. Add lines 13 through 23		108,986.	33,869.		15,449.
25 Contributions, gifts, grants paid		93,730.			93,730.
26 Total expenses and disbursements. Add lines 24 and 25		202,716.	33,869.		109,179.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-17,348.			
b Net investment income (if negative, enter -0-)			106,475.		
c Adjusted net income (if negative, enter -0-)				N/A	

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**The Bennie & Martha Benjamin
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	72,677.	72,957.	72,957.
	2 Savings and temporary cash investments	142,045.	75,192.	75,192.
	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 Stmt 10	443,317.	437,868.	444,678.
	b Investments - corporate stock Stmt 11	281,524.	331,308.	425,664.
	c Investments - corporate bonds Stmt 12	335,660.	335,660.	333,945.
	11 Investments - land, buildings, and equipment basis ▶	220,000.		
Less: accumulated depreciation ▶	220,000.	220,000.	220,000.	
12 Investments - mortgage loans Stmt 13	125,000.	125,000.	125,000.	
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ Closely Held Stock)	288,000.	288,000.	288,000.	
16 Total assets (to be completed by all filers)	1,908,223.	1,885,985.	1,985,436.	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	1,908,223.	1,885,985.		
30 Total net assets or fund balances	1,908,223.	1,885,985.		
31 Total liabilities and net assets/fund balances	1,908,223.	1,885,985.		

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)	1,908,223.
2 Enter amount from Part I, line 27a	-17,348.
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	1,890,875.
5 Decreases not included in line 2 (itemize) ▶ Federal Taxes Paid	4,890.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,885,985.

**The Bennie & Martha Benjamin
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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 US Treasury Note 4.5% 100,000shs	P	09/14/06	11/15/10
b Abbott Labs 200shs	P	12/17/10	02/14/11
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 100,000.		99,367.	633.
b 9,190.		9,672.	-482.
c			
d			
e			

(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			633.
b			-482.
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	151.
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	142,647.	1,950,278.	.073142
2008	210,222.	2,021,508.	.103993
2007	214,822.	2,196,085.	.097820
2006	187,409.	2,256,804.	.083042
2005	263,745.	2,305,005.	.114423

2 Total of line 1, column (d)	2	.472420
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	.094484
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	1,942,910.
5 Multiply line 4 by line 3	5	183,574.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,065.
7 Add lines 5 and 6	7	184,639.
8 Enter qualifying distributions from Part XII, line 4	8	109,179.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <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 type="checkbox"/> and enter 1% of Part I, line 27b		1	2,130.
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	2,130.
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	2,130.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	3,328.	
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	3,328.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,198.	
11 Enter the amount of line 10 to be: Credited to 2011 estimated tax <input type="checkbox"/> 1,198. Refunded <input type="checkbox"/>	11	0.	

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?		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.		X
c Did the foundation file Form 1120-POL for this year?		X
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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> <u>NY, FL</u>		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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 ► <u>bennieandmartha.org</u>	13	X	
14	The books are in care of ► <u>David A Beale</u> Telephone no. ► <u>561-243-1477</u> Located at ► <u>55 SE 2nd Avenue #301, Delray Beach, FL</u> ZIP+4 ► <u>33444</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	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 <input type="checkbox"/> N/A <input checked="" 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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. <input type="checkbox"/> N/A <input checked="" type="checkbox"/>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ 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

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?

If "Yes" to 6b, file Form 8870

6b

X

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
Jack N Albert	Director			
7500 Bondsberry Court				
Boca Raton, FL 33434	5.00	17,650.	0.	0.
David A Beale	Director			
11894 Island Lake Lane				
Boca Raton, FL 33498	5.00	27,900.	0.	0.
Seymour Braun, Esq.	Director			
110 East 59th Street, S-3201				
New York, NY 10022	5.00	14,150.	0.	0.

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

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

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

0

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Part 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	1,154,039.
b	Average of monthly cash balances	1b	185,458.
c	Fair market value of all other assets	1c	633,000.
d	Total (add lines 1a, b, and c)	1d	1,972,497.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,972,497.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	29,587.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,942,910.
6	Minimum investment return. Enter 5% of line 5	6	97,146.

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	97,146.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	2,130.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,130.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	95,016.
4	Recoveries of amounts treated as qualifying distributions	4	10,414.
5	Add lines 3 and 4	5	105,430.
6	Deduction from distributable amount (see instructions)	6	10,414.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	95,016.

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	109,179.
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	109,179.
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	109,179.

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				95,016.
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	153,819.			
b From 2006	78,763.			
c From 2007	92,986.			
d From 2008	90,920.			
e From 2009	48,330.			
f Total of lines 3a through e	464,818.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	109,179.			
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				95,016.
e Remaining amount distributed out of corpus	14,163.			
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	478,981.			
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	153,819.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	325,162.			
10 Analysis of line 9:				
a Excess from 2006	78,763.			
b Excess from 2007	92,986.			
c Excess from 2008	90,920.			
d Excess from 2009	48,330.			
e Excess from 2010	14,163.			

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)

- 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

[illegible]

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See attached Statement A

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

b The form in which applications should be submitted and information as
 per attached Statement A

- c Any submission deadlines:**

Any submission deadlines: See attached Statement A

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

See attached Statement A

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

023611 12-07-10

Part XVI-A 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 Individuals Return of						
b Grants Rescinded Various						10,414.
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	21,577.		
4 Dividends and interest from securities			14	13,033.		
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			15	140,193.		
8 Gain or (loss) from sales of assets other than inventory			18	151.		
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.		174,954.		10,414.
13 Total. Add line 12, columns (b), (d), and (e)					13	185,368.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

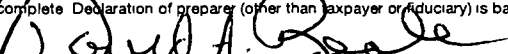


[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.				
	 Signature of officer or trustee		9/11/2012 Date		 Title
Paid Preparer Use Only	Print/Type preparer's name Elizabeth A Dunn, CPA		Preparer's signature 		Date 07/19/12
	Firm's name ▶ Elizabeth A Dunn, CPA, PA				Check <input type="checkbox"/> if self-employed
	Firm's address ▶ 1001 Yamato Road #100 Boca Raton, FL 33431				Firm's EIN ▶ Phone no. 561-391-1120

Form **990-PF** (2010)

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	Amount
Citibank	45.
UBS/Paine Webber	21,532.
Total to Form 990-PF, Part I, line 3, Column A	21,577.

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
UBS/Paine Webber	13,033.	0.	13,033.
Total to Fm 990-PF, Part I, ln 4	13,033.	0.	13,033.

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Royalties	140,193.	140,193.	
Individuals Return of Grants			
Rescinded Various	10,414.	0.	
Total to Form 990-PF, Part I, line 11	150,607.	140,193.	

Form 990-PF Legal Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	3,964.	3,964.		0.
To Fm 990-PF, Pg 1, ln 16a	3,964.	3,964.		0.

Form 990-PF	Accounting Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Accounting Fees	4,000.	2,000.		2,000.	
To Form 990-PF, Pg 1, ln 16b	4,000.	2,000.		2,000.	

Form 990-PF	Other Professional Fees			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Professional Secretary	16,252.	14,627.		1,625.	
Investment Management Fees	7,021.	7,021.		0.	
To Form 990-PF, Pg 1, ln 16c	23,273.	21,648.		1,625.	

Form 990-PF	Taxes			Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Real Estate	1,270.	1,270.		0.	
Foreign Taxes	631.	631.		0.	
To Form 990-PF, Pg 1, ln 18	1,901.	1,901.		0.	

Form 990-PF	Other Expenses			Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Bank Service Charges	68.	68.		0.	
Admin & Operating Expenses	4,671.	3,084.		1,619.	
Licenses & Fees	250.	250.		0.	
To Form 990-PF, Pg 1, ln 23	4,989.	3,402.		1,619.	

Footnotes

Statement 9

Form 990-PF Part VI Line 6a 2009 overpayment credited to
2010 represents:

6/3/11 overpayment applied	10.
8/4/11 overpayment applied	55.
Refund check October 2011 attached	1,573.
Total overpayment applied	1,638.

Form 990-PF U.S. and State/City Government Obligations Statement 10

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
	X		437,868.	444,678.
Total U.S. Government Obligations			437,868.	444,678.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			437,868.	444,678.

Form 990-PF Corporate Stock Statement 11

Description	Book Value	Fair Market Value
	331,308.	425,664.
Total to Form 990-PF, Part II, line 10b	331,308.	425,664.

Form 990-PF Corporate Bonds Statement 12

Description	Book Value	Fair Market Value
	335,660.	333,945.
Total to Form 990-PF, Part II, line 10c	335,660.	333,945.

Form 990-PF Mortgage Loans Statement 13

Description	Book Value	Fair Market Value
Mortgage Receivable	125,000.	125,000.
Total to Form 990-PF, Part II, line 12	125,000.	125,000.

Form 990-PF

Grants and Contributions
Paid During the Year

Statement 14

Recipient Name and Address	Recipient Relationship and Purpose of Grant	Recipient Status	Amount
Cherian Joseph-Jnofinn #2U Whites Bay Fredriksted, VI 00840	None Grant- Reimbursement for Books	Individual Student	217.
Gov Juan F Luis Hospital 4007 Estate Diamond Ruby Christiansted, VI 00820	None Contribution - Cardiac Center (2 installments)	Public- Medical	17,412.
JudyAnne T Ross	None Grant- Reimbursement for Books & Travel	Individual Student	1,140.
National Youth Leadership Forum 1919 Gallows Road, Suite 700 Vienna, VA 22182	None Scholarship	Public- Education	500.
New England School of Acupuncture 150 California Street Newton, MA 02458	None Scholarship	Public- Education	5,000.
Regis University 3333 Regis Blvd Denver, CO 80221	None Scholarship	Public- Medical	1,575.
Schneider Regional Medical Center 9048 Sugar Estate St Thomas, VI 00802	None Nursing Program, Computer Lab	Public- Medical	27,016.
Stony Brook University School of Medicine Nicolls Road & Health Sciences Dr Stony Brook, NY 11794	None Scholarship	Public- Education	4,448.

The Bennie & Martha Benjamin Foundation,

13-3555717

The Ascap Foundation One Lincoln Plaza New York, NY 10023	None Contribution	Public	500.
University of Massachusetts 300 Massachusetts Ave Amherst, MA 01003	None Scholarship	Public- Education	9,135.
University of Southern California Fin Aid Office-JHH324, 700 Childs Way Los Angeles, CA	None Scholarship	Public- Education	10,000.
University of Virgin Islands RR 1, Box 10000 Kingshill St Croix, VI 00802	None Scholarship	Public- Education	16,787.

Total to Form 990-PF, Part XV, line 3a

93,730.

The Bennie & Martha Benjamin
Foundation, Inc

EIN: 13-3555717

FORM 990-PF

Year Ended October 31, 2011

Section XV, Part 2:

2a:

David A. Beale, Executive Director
The Bennie and Maratha Benjamin Foundation, Inc.
55 SE 2nd Avenue, Suite #301,
Delray Beach, FL 33444

2b:

Forms and material are available on website: <http://www.benniebenjaminfoundation.org>

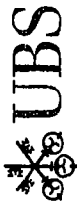
2c:

Submission deadlines for grant, loans, scholarships and other awards are set forth on website:
<http://www.benniebenjaminfoundation.org>
There are no deadlines for other grants

2d:

Restrictions and limitations are set forth on website:
<http://www.benniebenjaminfoundation.org>, but generally (i) grants and awards are strictly limited to 501(c) corporations located in the United States Virgin Islands and authorized under its laws who provide health care services that directly benefit the residents of the US Virgin Islands and (ii) scholarships and loans are restricted to people who have resided in the US Virgin Islands for at least the preceding five (5) years and who seek education or training in a health care field that directly impacts the delivery of health care in the US Virgin Islands and have committed to practice in the US Virgin Islands making use of such education and skills for a designated period of years.

STATEMENT A



Business Services Account
October 2011

Bennie + Martha Benjamin Foundation
EIN: 13-3555717

Your Financial Advisor
SOUNDVIEW WEALTH MANAGEMENT
203-622-8666/800-628-817

Your assets

Some prices, income and current values shown may be approximate. As a result, gains and losses may not be accurately reflected. See important information about your statement at the end of this document for more information.

Cash

Cash and money balances

Holding	Opening balance on Oct 1 (\$)	Closing balance on Oct 31 (\$)	Price per share on Oct 31 (\$)	Average rate	Dividend/Interest period	Days in period
Cash	120.80	0.00				
RMA GOVERNMENT PORTFOLIO	73,851.36	75,191.81	1.00	0.01%	Sep 26 to Oct 24	29
Total	\$73,972.16	\$75,191.81				

Equities

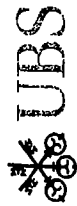
Common stock

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
AUTOMATIC DATA PROCESSING INC								
Symbol ADP Exchange: OTC								
EAI: \$360 Current yield: 2.75%	Oct 12, 10	250,000	41.750	10,452.50	52.330	13,082.50	2,630.00	LT
CENOVUS ENERGY INC CAD								
Symbol CVE Exchange: NYSE								
EAI: \$239 Current yield: 2.33%	Jun 23, 03	300,000	9.239	2,775.42	34.200	10,260.00	7,484.58	LT
COCA COLA CO COM								
Symbol KO Exchange: NYSE								
EAI: \$376 Current yield: 2.75%	Sep 30, 10	200,000	58.578	11,727.68	68.320	13,664.00	1,936.32	LT
CONOCOPHILLIPS								
Symbol COP Exchange: NYSE								
EAI: \$528 Current yield: 3.79%	Oct 19, 10	200,000	60.680	12,148.00	69.650	13,930.00	1,782.00	LT
DU PONT DE NEMOURS								
Symbol DD Exchange: NYSE								
EAI: \$328 Current yield: 3.41%	Sep 27, 10	200,000	45.409	9,093.84	48.070	9,614.00	520.16	LT
DUKE ENERGY HOLDING CORP NEW								
Symbol DUK Exchange: NYSE								
EAI: \$600 Current yield: 4.90%	Oct 19, 10	600,000	17.648	10,624.80	20.420	12,252.00	1,627.20	LT

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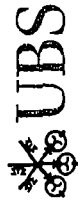
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Your assets › Equities › Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
ENCANA CORP CAD								
Symbol: ECA Exchange: NYSE								
EAI: \$240 Current yield: 3.69%	Jun 23, 03	300 000	9.810	2,947 08	21 700	6,510 00	3,562.92	LT
ENSCO INTL LTD SPON ADR								
Symbol: ESV Exchange: NYSE								
EAI: \$280 Current yield: 2.82%	Apr 26, 10	200 000	51.438	10,299 60	49 660	9,932 00	-367 60	LT
EXXON MOBIL CORP								
Symbol: XOM Exchange: NYSE								
EAI: \$564 Current yield: 2.41%	May 15, 01	300 000	44 500	13,438.70	78.090	23,427.00	9,988 30	LT
GENL ELECTRIC CO								
Symbol: GE Exchange: NYSE								
EAI: \$360 Current yield: 3.59%	Jan 3, 11	600 000	18 480	11,112 00	16.710	10,026 00	-1,086 00	ST
GENUINE PARTS CO								
Symbol: GPC Exchange: NYSE								
EAI: \$360 Current yield: 3.13%	Oct 26, 10	200 000	47.608	9,533.60	57 430	11,486 00	1,952 40	ST
ILLINOIS TOOL WORKS INC								
Symbol: ITW Exchange: NYSE								
EAI: \$576 Current yield: 2.96%	Oct 23, 95	400 000	14 437	5,823.15	48 630	19,452 00	13,628 85	LT
INTEL CORP								
Symbol: INTC Exchange: OTC								
EAI: \$420 Current yield: 3.42%	Sep 27, 10	500 000	19 267	9,653.50	24 540	12,270.00	2,616.50	LT
JOHNSON & JOHNSON COM								
Symbol: JNJ Exchange: NYSE								
EAI: \$456 Current yield: 3.54%	Feb 23, 07	200 000	64 218	12,855 70	64.390	12,878 00	22.30	LT
LEUCADIA NATIONAL CORP								
Symbol: LUK Exchange: NYSE								
EAI: \$125 Current yield: 0.93%	Jan 31, 05	500 000	18.990	9,510 00	26 830	13,415.00	3,905 00	LT
LOCKHEED MARTIN CORP								
Symbol: LMT Exchange: NYSE								
EAI: \$600 Current yield: 5.27%	Sep 27, 10	150 000	72.518	10,886 70	75.900	11,385.00	498 30	LT
MARATHON OIL CORP								
Symbol: MRO Exchange: NYSE								
EAI: \$150 Current yield: 2.31%	Jan 12, 11	250 000	24.729	6,182.35	26 030	6,507 50	325 15	ST

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Business Services Account
October 2011

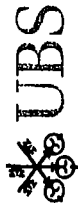
Your Financial Advisor
SOUNDVIEW WEALTH MANAGEMENT
203-622-8666/800-628-817

Your assets • Equities • Common stock (continued)

Holding	Trade date	Number of shares	Purchase price/ Average price per share (\$)	Cost basis (\$)	Price per share on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
MARATHON PETROLEUM CO								
Symbol: MPC Exchange: NYSE								
EAI: \$125 Current yield: 2.79%	Jan 12, 11	125 000	32 138	4,017.25	35 900	4,487.50	470.25	ST
MEDCO HEALTH SOLUTIONS INC								
Symbol: MHS Exchange: NYSE	Mar 27, 95	48 000	4 809	234.55	54 860	2,633.28	2,398.73	LT
MICROSOFT CORP								
Symbol: MSFT Exchange: OTC								
EAI: \$320 Current yield: 3.00%	Apr 19, 10	400 000	30.937	12,399.00	26.630	10,652.00	-1,747.00	LT
NORFOLK STN CORP								
Symbol: NSC Exchange: NYSE								
EAI: \$516 Current yield: 2.32%	Feb 3, 05	300 000	34.790	10,455.00	73.990	22,197.00	11,742.00	LT
NOVARTIS AG SPON ADR								
Symbol: NVS Exchange: NYSE								
EAI: \$401 Current yield: 3.55%	Sep 28, 10	200 000	57 990	11,610.00	56 470	11,294.00	-316.00	LT
PROCTER & GAMBLE CO								
Symbol: PG Exchange: NYSE								
EAI: \$840 Current yield: 3.28%		400 000	---This information was unavailable---			25,596.00		
SPECTRA ENERGY CORP								
Symbol: SE Exchange: NYSE								
EAI: \$448 Current yield: 3.91%	Nov 23, 10	400 000	23 629	9,471.68	28.630	11,452.00	1,980.32	ST
SYSCO CORP								
Symbol: SY Exchange: NYSE								
EAI: \$312 Current yield: 3.75%	Nov 23, 10	300 000	29 070	8,736.00	27 720	8,316.00	-420.00	ST
TEVA PHARMACEUTICALS IND LTD								
ISRAEL ADR								
Symbol: TEVA Exchange: OTC								
EAI: \$157 Current yield: 1.92%	Feb 14, 11	200 000	51 268	10,265.60	40.850	8,170.00	-2,095.60	ST
THERMO FISHER SCIENTIFIC INC								
Symbol TMO Exchange: NYSE	Apr 26, 10	200 000	54 048	10,821.60	50 270	10,054.00	-767.60	LT
Total				\$237,075.30		\$324,942.78	\$62,271.48	

Total estimated annual income: \$9,681





Your assets • Equities (continued)

Closed end funds & Exchange traded products

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
UTILITIES SECTOR SPDR TRUST								
SHS								
Symbol XLU Exchange NYSE								
EAI: \$405 Current yield: 3.87%	Dec 23, 09	300 000	31 217	9,383 33	34 850	10,455 00	1,071 67	LT
VANGUARD SECTOR INDEX FD								
INFORMATION TECH ETF								
Symbol VGT Exchange NYSE								
EAI: \$72 Current yield: 0.56%	Apr 26, 10	200 000	59 306	11,873 20	63,730	12,746 00	872 80	LT
VANGUARD MSCI EMERGING MARKETS								
ETF								
Symbol VWO Exchange NYSE								
EAI: \$163 Current yield: 1.96%	Apr 26, 10	200 000	43 048	8,621 60	41,530	8,306 00	-315 60	LT
Total				\$29,878.13		\$31,507.00	\$1,628.87	

Total estimated annual income: \$640

Fixed income

Corporate bonds and notes

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been adjusted for accreted original issue discount (OID) if you have made a tax election to deduct the premium amortization on taxable debt securities, you may request that UBS adjust cost basis for the bond premium amortization.

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
CONOCOPHILLIPS MW+15BP								
RATE 04.750% MATURES 10/15/12								
ACCRUED INTEREST \$105.55								
CUSIP 20825CAE4								
Moody: A1 S&P: A								
EAI: \$2,375 Current yield: 4.58%	Jan 22, 10	50,000 000	108 820	54,410 00	103 767	51,883.50	-2,526.50	LT
HEWLETT PACKARD CO NTS								
CALL@MW+25BPS								
RATE 04 500% MATURES 03/01/13								
ACCRUED INTEREST \$375 00								
CUSIP 428236AQ6								
Moody: A2 S&P: A								
EAI: \$2,250 Current yield: 4.32%	Jan 22, 10	50,000 000	107.402	53,701.00	104 073	52,036 50	-1,664.50	LT

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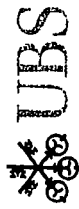
Business Services Account
October 2011

Your Financial Advisor
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203-622-8666/800-628-8174

Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
AT&T INC NTS								
MW+45BP								
RATE 04.850% MATURES 02/15/14								
ACCRUED INTEREST \$511.94								
CUSIP 002066RAQ5								
Moody: A2 S&P: A-								
EAI: \$2,425 Current yield 4.46%	Jan 22, 10	50,000,000	108.424	54,212.00	108.628	54,314.00	102.00	LT
BAXTER INTL INC								
MW +35BPS								
RATE 04.000% MATURES 03/01/14								
ACCRUED INTEREST \$333.33								
CUSIP 071813AZZ								
Moody: A3 S&P: A+								
EAI: \$2,000 Current yield: 3.74%	Jan 27, 10	50,000,000	105.673	52,836.50	107.083	53,541.50	705.00	LT
CHEVRON CORP NTS B/E								
OBP								
RATE 03.950% MATURES 03/03/14								
ACCRUED INTEREST \$267.28								
CUSIP 166751AHO								
Moody: Aa1 S&P: AA								
EAI: \$1,659 Current yield: 3.67%	Jan 27, 10	42,000,000	105.767	44,422.14	107.588	45,186.96	764.82	LT
COCA-COLA ENTERPRISES								
OBP NTS B/E								
RATE 04.250% MATURES 03/01/15								
ACCRUED INTEREST \$141.66								
CUSIP 191219BV5								
Moody: WR S&P: A+								
EAI: \$850 Current yield 3.89%	Jan 27, 10	20,000,000	106.739	21,347.80	109.139	21,827.80	480.00	LT
PRAXAIR INC								
CALL@M-W T+25BP								
RATE 04.625% MATURES 03/30/15								
ACCRUED INTEREST \$192.71								
CUSIP 74005PAR5								
Moody: A2 S&P: A								
EAI: \$2,313 Current yield 4.19%	Jan 27, 10	50,000,000	109.462	54,731.00	110.309	55,154.50	423.50	LT

continued next page



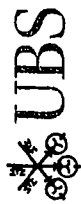
Your assets • Fixed income • Corporate bonds and notes (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
Total		\$312,000,000		\$335,660.44		\$333,944.76	-\$1,715.68	
Total accrued interest: \$1,927.47								
Total estimated annual income: \$13,872								

Asset backed securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. The cost basis for asset backed securities has been adjusted automatically for return of principal payments and if issued at a discount, accreted original issue discount (OID).

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Adjusted cost basis (\$)	Price on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
GNMA PL 001684M								
RATE 08.0000% MATURES 09/20/21								
CURRENT PAR VALUE 731								
ACCRUED INTEREST \$4 87								
CUSIP 3620282R5								
EAI: \$58 Current yield: 6.90%								
50,000 000								
---This information was unavailable---								
GNMA PL 430294X								
RATE 07.0000% MATURES 10/15/27								
CURRENT PAR VALUE 3,429								
ACCRUED INTEREST \$20 00								
CUSIP 36207E7F5								
EAI: \$240 Current yield: 6.01%								
100,000 000								
GNMA PL 002728M								
RATE 06.0000% MATURES 03/20/29								
CURRENT PAR VALUE 4,007								
ACCRUED INTEREST \$20 03								
CUSIP 36202DA50								
EAI: \$240 Current yield: 5.34%								
100,000 000								
GNMA PL 002796M								
RATE 07.0000% MATURES 08/20/29								
CURRENT PAR VALUE 244								
ACCRUED INTEREST \$1 42								
CUSIP 36202DC90								
EAI: \$17 Current yield: 5.99%								
15,000,000								
103 250								
251 70								
116 806								
285 00								
33 30								
LT								
continued next page								



Business Services Account
October 2011

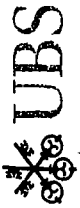
Your Financial Advisor
SOUNDVIEW WEALTH MANAGEMENT
203-622-8666/800-628-817

Your assets • Fixed income • Asset backed securities (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Adjusted cost basis (\$)	Price on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
GNMA PL 003150M								
RATE 06.5000% MATURES 10/20/31								
CURRENT PAR VALUE 2,361								
ACCURED INTEREST \$12.78								
CUSIP 36202DQ80								
EAI: \$153 Current yield 5.70%	Nov 06, 01	100,000.000	105.125	2,482.21	114.032	2,692.29	210.08	LT
GNMA PL 569801X								
RATE 06.0000% MATURES 05/15/32								
CURRENT PAR VALUE 1,754								
ACCURED INTEREST \$8.76								
CUSIP 36200RAA0								
EAI: \$105 Current yield 5.34%	Apr 22, 03	25,000.000	105.000	1,841.36	112.290	1,959.56	128.20	LT
GNMA PL 003239M								
RATE 06.5000% MATURES 05/20/32								
CURRENT PAR VALUE 1,455								
ACCURED INTEREST \$7.88								
CUSIP 36202DS44								
EAI: \$95 Current yield: 5.70%	May 30, 02	50,097.000	102.200	1,487.08	114.032	1,659.16	172.08	LT
GNMA PL 003249M								
RATE 06.0000% MATURES 06/20/32								
CURRENT PAR VALUE 3,248								
ACCURED INTEREST \$16.24								
CUSIP 36202DTE1								
EAI: \$195 Current yield: 5.35%	May 30, 02	50,000.000	100.500	3,264.34	112.217	3,644.80	380.46	LT
GNMA PL 003260M								
RATE 06.0000% MATURES 07/20/32								
CURRENT PAR VALUE 1,550								
ACCURED INTEREST \$7.74								
CUSIP 36202DTR2								
EAI: \$93 Current yield: 5.35%	Apr 22, 03	25,000.000	104.250	1,615.84	112.217	1,739.36	123.52	LT
GNMA PL 003474M								
RATE 06.0000% MATURES 11/20/33								
CURRENT PAR VALUE 15,676								
ACCURED INTEREST \$78.37								
CUSIP 36202DF7								
EAI: \$941 Current yield 5.35%	Nov 12, 03	100,000.000	104.000	16,302.93	112.217	17,591.13	1,288.20	LT



L



Your assets • Fixed income • Asset backed securities (continued)

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Adjusted cost basis (\$)	Price on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
Total		\$615,097,000		\$34,993.24		\$38,926.98	\$3,086.76	

Total accrued interest: \$178.09

Total estimated annual income: \$2,137

Closed end funds & Exchange traded products

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
ABERDEEN GLOBAL INCOME FUND INC								
Symbol: FCO Exchange AMEX								
EAI: \$3,360 Current yield: 6.40%	Jun 16, 03	4,000,000	12.050	48,400.00	13.120	52,480.00	4,080.00	LT

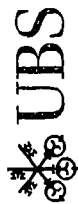
Government securities

Prices are obtained from independent quotation bureaus that use computerized valuation formulas to calculate current values. Actual market values may vary and thus gains/losses may not be accurately reflected. Cost basis has been adjusted for accreted original issue discount (OID) if you have made a tax election to deduct the premium amortization on taxable debt securities; you may request that UBS adjust cost basis for the bond premium amortization.

Holding	Trade date	Total face value at maturity (\$)	Purchase price (\$)	Cost basis (\$)	Price on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
U S TREASURY NOTE								
RATE 0.6250% MATURES 06/30/12								
ACCRUED INTEREST \$313.35								
EAI: \$938 Current yield: 0.62%	Jun 29, 10	150,000,000	100.062	150,093.75	100.336	150,504.00	410.25	LT
U S TREASURY NOTE								
RATE 1.3750% MATURES 03/15/13								
ACCRUED INTEREST \$260.64								
EAI: \$2,063 Current yield: 1.35%	Mar 24, 10	150,000,000	99.281	148,921.88	101.609	152,413.50	3,491.62	LT
CANADA GOVT B/E								
FOREIGN SECURITY								
RATE 02.000% MATURES 12/01/14								
ACCRUED INTEREST \$838.99								
ISIN CA135087YU24								
EAI: \$2,013 Current yield: 1.95%	Jun 21, 11	100,000,000	103.023	103,023.95	102.834	102,834.00	-189.95	ST
Total		\$400,000,000		\$402,039.58		\$405,751.50	\$3,711.92	

Total accrued interest: \$1,412.98

Total estimated annual income: \$5,014



Business Services Account
October 2011

Your Financial Advisor:
SOUNDVIEW WEALTH MANAGEMENT
203-622-8666/800-628-8174

Your assets (continued)

Broad commodities

Closed end funds & Exchange traded products

Holding	Trade date	Number of shares	Purchase price per share (\$)	Cost basis (\$)	Price per share on Oct 31 (\$)	Value on Oct 31 (\$)	Unrealized gain or loss (\$)	Holding period
SPDR GOLD TRUST Symbol GLD Exchange. NYSE	Dec 23, 09	100.000	106.608	10,666.80	167.340	16,734.00	6,067.20	LT

Your total assets

	Value on Oct 31 (\$)	Percentage of your account	Cost basis (\$)	Estimated annual income (\$)	Unrealized gain or loss (\$)
Cash	75,191.81	5.86%	75,191.81		
Equities	324,942.78		237,075.30	9,681.00	62,271.48
* Common stock					
Closed end funds & Exchange traded products	31,507.00		29,878.13	640.00	1,628.87
Total equities	356,449.78	27.78%	266,953.43	10,321.00	63,900.35
Fixed income	333,944.76		335,660.44	13,872.00	-1,715.68
* Asset backed securities	38,926.98		34,993.24	2,137.00	3,086.76
Closed end funds & Exchange traded products	52,480.00		48,400.00	3,360.00	4,080.00
Government securities	405,751.50		402,039.58	5,014.00	3,711.92
Total accrued interest	3,518.54				
Total fixed income	834,621.78	65.06%	821,093.26	24,383.00	9,163.00
Broad commodities	16,734.00	1.30%	10,666.80		6,067.20
Total	\$1,282,997.37	100.00%	\$1,173,905.30	\$34,704.00	\$79,130.55

* Missing cost basis information.



Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

► File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on **e-file for Charities & Nonprofits**.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print	Name of exempt organization The Bennie & Martha Benjamin Foundation, Inc	Employer identification number 13-3555717
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. c/o David A Beale, 55 SE 2nd Avenue, No. 301	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Delray Beach, FL 33444	

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

David A Beale

- The books are in the care of ► **55 SE 2nd Avenue #301 - Delray Beach, FL 33444**
Telephone No. ► **561-243-1477** FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until
June 15, 2012, to file the exempt organization return for the organization named above. The extension

is for the organization's return for:

- ☐ calendar year _____ or
► ☒ tax year beginning **NOV 1, 2010**, and ending **OCT 31, 2011**

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	2,130.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	3,328.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

LHA For Paperwork Reduction Act Notice, see Instructions.

Form 8868 (Rev. 1-2011)

m 3/14/12

• If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

• If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

Part II		Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).	
Type or print File by the extended due date for filing your return. See instructions.	Name of exempt organization The Bennie & Martha Benjamin Foundation, Inc		Employer identification number 13-3555717
	Number, street, and room or suite no. If a P.O. box, see instructions. c/o David A Beale, 55 SE 2nd Avenue, No. 301		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. Delray Beach, FL 33444		

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

David A Beale

• The books are in the care of **55 SE 2nd Avenue #301 - Delray Beach, FL 33444**

Telephone No. **561-243-1477**

FAX No.

• If the organization does not have an office or place of business in the United States, check this box ☐

• If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **September 15, 2012.**

5 For calendar year , or other tax year beginning **NOV 1, 2010**, and ending **OCT 31, 2011**

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

Certain required information that is needed for a complete and accurate income tax return is still not on hand.

8a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	2,130.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	3,328.
c	Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature **E. J. Beale**

Title **CPA**

Date **6/12/12**

Form 8868 (Rev. 1-2011)