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

2010

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

For calendar year 2010, or tax year beginning DEC 1, 2010, and ending NOV 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 A Employer identification number

THE GREENBERG FOUNDATION

95-6037502

Number and street (or P O box number if mail is not delivered to street address) B Telephone number
6060 SEPULVEDA BLVD., #300 818-374-6161

City or town, state, and ZIP code

VAN NUYS, CA 91411

H Check type of organization: Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundationI Fair market value of all assets at end of year J Accounting method: Cash Accrual
(from Part II, col. (c), line 16) Other (specify) ► \$ 19,410,997. (Part I, column (d) must be on cash basis.)C If exemption application is pending, check here ► D 1. Foreign organizations, check here ► 2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ►

Part I	Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
		12,272,739.	5.	5.	STATEMENT 1
1 Contributions, gifts, grants, etc., received					
2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		5.	5.		STATEMENT 2
4 Dividends and interest from securities		716,762.	716,762.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		-278,640.			
b Gross sales price for all assets on line 6a	3,155,417.				
7 Capital gain net income (from Part IV, line 2)					
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					
12 Total. Add lines 1 through 11	12,710,866.	716,767.	0.		
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 3	6,424.	3,212.	0.	3,212.
c Other professional fees					
17 Interest					
18 Taxes	STMT 4	12,510.	12,500.	0.	10.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 5	25,021.	24,002.	0.	1,019.
24 Total operating and administrative expenses. Add lines 13 through 23		43,955.	39,714.	0.	4,241.
25 Contributions, gifts, grants paid		790,838.			790,838.
26 Total expenses and disbursements. Add lines 24 and 25		834,793.	39,714.	0.	795,079.
27 Subtract line 26 from line 12:		11,876,073.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		677,053.			
c Adjusted net income (if negative, enter -0-)				0.	

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing	19,559.	58,337.	58,337.
	2 Savings and temporary cash investments	159,563.	2,557,316.	2,557,316.
	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 6	6,145,576.	15,675,134.
	c Investments - corporate bonds	STMT 7	280,079.	220,182.
	11 Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ►			
	12 Investments - mortgage loans			
	13 Investments - other	STMT 8	177,381.	147,263.
	14 Land, buildings, and equipment: basis ►			
	Less accumulated depreciation ►			
	15 Other assets (describe ► ROUNDED)		1.	0.
	16 Total assets (to be completed by all filers)		6,782,159.	18,658,232.
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		6,782,159.	18,658,232.
	30 Total net assets or fund balances		6,782,159.	18,658,232.
	31 Total liabilities and net assets/fund balances		6,782,159.	18,658,232.

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	6,782,159.
2 Enter amount from Part I, line 27a	2	11,876,073.
3 Other increases not included in line 2 (itemize) ►	3	0.
4 Add lines 1, 2, and 3	4	18,658,232.
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	18,658,232.

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 11987 KEARSAGE AVE, LOS ANGELES, CA		D		03/18/11
b 861 VAN WYCKE ST, TRINIDAD, CA		D		09/02/11
c SEE SCHEDULE ATTACHED		P		
d SEE SCHEDULE ATTACHED		P		
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a 2,235,000.		2,395,238.	-160,238.	
b 560,000.		583,055.	-23,055.	
c 287,874.		386,061.	-98,187.	
d 72,543.		69,703.	2,840.	
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			-160,238.	
b			-23,055.	
c			-98,187.	
d			2,840.	
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	-278,640.
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	253,856.	6,539,055.	.038822
2008	240,998.	5,238,783.	.046003
2007	467,111.	6,912,667.	.067573
2006	747,745.	8,829,915.	.084683
2005	989,754.	9,027,673.	.109636

2 Total of line 1, column (d)	2	.346717
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	.069343
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	18,539,308.
5 Multiply line 4 by line 3	5	1,285,571.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	6,771.
7 Add lines 5 and 6	7	1,292,342.
8 Enter qualifying distributions from Part XII, line 4	8	795,079.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	13,541.
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			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
3	Add lines 1 and 2		2	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	13,541.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		4	0.
6	Credits/Payments:		5	13,541.
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a		11,000.
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		4,000.
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	15,000.
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	1,459.
11	Enter the amount of line 10 to be: Credited to 2011 estimated tax ► 1,459. Refunded ► 0.		11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a	<input checked="" type="checkbox"/>	
1b	<input checked="" type="checkbox"/>	
1c	<input checked="" type="checkbox"/>	
1d	<input type="checkbox"/> \$ 0.	<input type="checkbox"/> \$ 0.
e	<input type="checkbox"/> \$ 0.	
2	<input checked="" type="checkbox"/>	
3	<input checked="" type="checkbox"/>	
4a	<input checked="" type="checkbox"/>	
4b	<input type="checkbox"/>	
5	<input checked="" type="checkbox"/>	
6	<input checked="" type="checkbox"/>	
7	<input checked="" type="checkbox"/>	
8b	<input checked="" type="checkbox"/>	
9	<input checked="" type="checkbox"/>	
10	<input checked="" type="checkbox"/>	

N/A

1. 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?

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.

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

3. Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ► \$ 0. (2) On foundation managers. ► \$ 0.

4. Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ 0.

5. 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.

6. 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

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

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

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

If "Yes," attach the statement required by General Instruction T.

9. 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?

10. 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.

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

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

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

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

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? 13 **X**

Website address ► **N/A** Telephone no. ► **818-374-6161**

14 The books are in care of ► **DANIEL GREENBERG** Located at ► **6060 SEPULVEDA BLVD., VAN NUYS, CA** ZIP+4 ► **91411**

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? ► 16 **Yes** **No** X

See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

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

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

1a During the year did the foundation (either directly or indirectly):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No

(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) Yes No

b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ► N/A

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010? 1c **X**

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? Yes No

If "Yes," list the years ► _____, _____, _____, _____

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A 2b

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.

► _____, _____, _____, _____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No

b If "Yes," did it have excess business holdings in 2010 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2010) N/A 3b

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a **X**

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? 4b **X**

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

5a During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	<input checked="" type="checkbox"/>			
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?	<input type="checkbox"/> Yes <input type="checkbox"/> No		N/A	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		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
DANIEL GREENBERG 6060 SEPULVEDA BLVD, #300	PRESIDENT			
VAN NUYS, CA 91411	0.00	0.	0.	0.
BEN GREENBERG 22411 COLLINS ST WOODLAND HILLS, CA 91367	VP, TREASURER			
MARLA BROWN 264 BEECH RD NEWBURY PARK, CA 91320	SECRETARY			
	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

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

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

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

Part IX-A | Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B | Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3 ► 0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	16,909,084.
b	Average of monthly cash balances	1b	1,912,548.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	18,821,632.
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	18,821,632.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	282,324.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,539,308.
6	Minimum investment return. Enter 5% of line 5	6	926,965.

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	926,965.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	13,541.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	13,541.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	913,424.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	913,424.
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	913,424.

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	795,079.
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	795,079.
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	795,079.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				913,424.
2 Undistributed income, if any, as of the end of 2010			0.	
a Enter amount for 2009 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005	65,808.			
b From 2006	445,223.			
c From 2007	126,010.			
d From 2008	240,998.			
e From 2009	253,856.			
f Total of lines 3a through e	1,131,895.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$ 795,079.			0.	
a Applied to 2009, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				795,079.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a))	118,345.			118,345.
6 Enter the net total of each column as indicated below:	1,013,550.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
b Prior years' undistributed income. Subtract line 4b from line 2b				
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	1,013,550.			
10 Analysis of line 9:				
a Excess from 2006	392,686.			
b Excess from 2007	126,010.			
c Excess from 2008	240,998.			
d Excess from 2009	253,856.			
e Excess from 2010				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<i>a Paid during the year</i> SEE SCHEDULE ATTACHED		501C-3		790,838.
Total				► 3a 790,838.
<i>b Approved for future payment</i> NONE				
Total				► 3b 0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		(e) Related or exempt function income
		(a) Business code	(b) 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				
4 Dividends and interest from securities				
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				
8 Gain or (loss) from sales of assets other than inventory				
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.	438,127.
13 Total. Add line 12, columns (b), (d), and (e)				0.
(See worksheet in line 13 instructions to verify calculations.)				

Relationship of Activities to the Accomplishment of Exempt Purposes

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

► Attach to Form 990, 990-EZ, or 990-PF.

2010

Name of the organization

Employer identification number

THE GREENBERG FOUNDATION**95-6037502**

Organization type (check one):

Filers of:**Section:**Form 990 or 990-EZ 501(c)() (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organizationForm 990-PF 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h or (ii) Form 990-EZ, line 1. Complete Parts I and II.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, aggregate contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ► \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2010)

Name of organization

THE GREENBERG FOUNDATION

Employer identification number

95-6037502**Part I Contributors** (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	<u>RUTH GREENBERG INTER VIVOS TR</u> <u>1900 AVENUE OF THE STARS, SUITE 400</u> <u>LOS ANGELES, CA 90067</u>	\$ <u>9,087,628.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	<u>RUTH GREENBERG INTER VIVOS TR</u> <u>1900 AVENUE OF THE STARS, SUITE 400</u> <u>LOS ANGELES, CA 90067</u>	\$ <u>349,800.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	<u>RUTH GREENBERG INTER VIVOS TR</u> <u>1900 AVENUE OF THE STARS, SUITE 400</u> <u>LOS ANGELES, CA 90067</u>	\$ <u>12.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	<u>RUTH GREENBERG INTER VIVOS TR</u> <u>1900 AVENUE OF THE STARS, SUITE 400</u> <u>LOS ANGELES, CA 90067</u>	\$ <u>61,627.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	<u>RUTH GREENBERG INTER VIVOS TR</u> <u>1900 AVENUE OF THE STARS, SUITE 400</u> <u>LOS ANGELES, CA 90067</u>	\$ <u>560,000.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
6	<u>RUTH GREENBERG INTER VIVOS TR</u> <u>1900 AVENUE OF THE STARS, SUITE 400</u> <u>LOS ANGELES, CA 90067</u>	\$ <u>2,235,000.</u>	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE GREENBERG FOUNDATION

95-6037502

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
7	RUTH GREENBERG INTER VIVOS TR	\$ 21,328.	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input checked="" type="checkbox"/> Noncash
	1900 AVENUE OF THE STARS, SUITE 400		(Complete Part II if there is a noncash contribution.)
	LOS ANGELES, CA 90067		
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
		\$	<input type="checkbox"/> Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash
			(Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

THE GREENBERG FOUNDATION

95-6037502

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	579,938 SH ELECTRO RENT CORP	\$ 9,087,628.	12/15/10
2	20,000 SH GENERAL ELECTRIC	\$ 349,800.	12/15/10
3	10 ST TRONOX INC	\$ 12.	12/15/10
4	8,909.221 SH FIRST TR UNIT 1009	\$ 61,627.	12/15/10
5	861 VAN WYCKE ST, TRINIDAD, CA	\$ 560,000.	12/16/10
6	11987 KEARSAGE AVE, LOS ANGELES, CA	\$ 2,235,000.	12/16/10

Name of organization

THE GREENBERG FOUNDATION

Employer identification number

95-6037502

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
7	LESS EXPENSES PAYABLE RELATED TO CONTRIBUTION	\$ -21,328.	12/16/10
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Name of organization

Employer identification number

THE GREENBERG FOUNDATION

95-6037502

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once. See instructions.) ► \$

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

SOURCE	AMOUNT
CHECKING ACCOUNT	5.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	5.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
INTEREST AND DIVIDEND INCOME	716,762.	0.	716,762.
TOTAL TO FM 990-PF, PART I, LN 4	716,762.	0.	716,762.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	6,424.	3,212.	0.	3,212.
TO FORM 990-PF, PG 1, LN 16B	6,424.	3,212.	0.	3,212.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INTERNAL REVENUE SERVICE	12,480.	12,480.	0.	0.
FRANCHISE TAX BOARD	10.	0.	0.	10.
SECRETARY OF STATE	20.	20.	0.	0.
TO FORM 990-PF, PG 1, LN 18	12,510.	12,500.	0.	10.

FORM 990-PF

OTHER EXPENSES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC	285.	109.	0.	176.
PROPERTY UPKEEP PRIOR TO SALE, LOS ANGELES, CA	9,775.	9,775.	0.	0.
PROPERTY UPKEEP PRIOR TO SALE, TRINIDAD, CA	14,118.	14,118.	0.	0.
MEMBERSHIPS	843.	0.	0.	843.
TO FORM 990-PF, PG 1, LN 23	25,021.	24,002.	0.	1,019.

FORM 990-PF

CORPORATE STOCK

STATEMENT

6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ANGEION CORP 20,000 SH	190,560.	91,000.
ANGEION CORP 25,246 SH	109,203.	114,869.
BIO IMAGING TECH 5,000 SH	34,643.	21,600.
BLACKROCK DIVIDEND TR 5,000 SH	43,628.	45,550.
CAPE BANCORP INC 6,950 SH	67,595.	50,735.
CAPITAL FEDERAL FINANCIAL INC- 4,000 SH	42,502.	45,280.
CLAYMORE EXCHANGE TR GL WATER 1,000 SH	16,088.	19,550.
ELECTRO RENT- 60,000 SH	950,675.	983,400.
ELECTRO RENT CORP - 579,938 SH	9,087,628.	9,505,184.
ELECTRO RENT CORP - 60,496 SH	409,398.	991,529.
ELECTRO RENTS 16,566 SH	197,638.	271,517.
ELECTRO RENTS 25,000 SH	204,250.	409,750.
ELECTRO RENTS 53,434 SH	654,962.	875,783.
EVERCEL INC 3,000 SH	9,684.	2,070.
FIRST REGAL BANK CORP - 39,000 SH	0.	0.
FT UNIT 1009 SELECT 8,909.222 SG	0.	0.
FT UNIT 1235 VALUE ARCHIT 5,000 SH	0.	0.
FT UNIT 1279 SELECT 5,000 SG	48,720.	32,925.
FUELCELL ENERGY - 10,000 SH	70,597.	9,300.
GENERAL ELECTRIC - 20,000 SH	349,800.	318,200.
HEALTH CARE REIT INC 1,500 SH	66,021.	75,255.
KIMCO REALTY 355 SH	3,047.	5,598.
LEXINGTON CORPORATE 5,613 SH	107,798.	42,547.
MAKEMUSIC INC 28,103 SH	186,455.	126,464.
MARINE PETROLEUM 4,445 SH	81,171.	104,013.
MICROLOG - 75,000 SH	90,111.	4,500.
NEOGEN CORP 3,000 SH	0.	0.
NGP CAPITAL RESOURCES 2,000 SH	32,000.	14,840.
NORTH PENN BANCORP INC 3,000 SH	0.	0.

THE GREENBERG FOUNDATION

95-6037502

NORTHWEST BANCSHARES INC	1,250	SH	15,958.	15,526.	
NORWOOD FINANCIAL CORP	-	2,078	SH	29,990.	49,562.
NORTHWEST BANCSHARES INC	1,500	SH	15,000.	18,630.	
PANTRY, INC.	25,000	SH	1,009,083.	309,250.	
PARKWAY PPTYS	1,000	SH	32,996.	10,110.	
PATRIOT TRANSN HLDG INC	-	20,000	SH	853,473.	1,366,800.
PUTNAM MASTER INTER INC	2,563	SH	16,346.	12,687.	
REIS INC	10,000	SH	60,471.	91,500.	
RENTRAK CORP	14,714	SH	232,316.	206,732.	
RENTRAK CORP	2,000	SH	51,343.	28,100.	
RENTRAK CORP	3,286	SH	53,922.	46,168.	
SOMERSET HILL BANCORP	5513.053	SH	49,653.	43,277.	
TIDELANDS ROYALTY	1,223	SH	15,903.	9,478.	
TIDELANDS ROYALTY	10,600	SH	152,011.	82,150.	
VCA ANTECH INC COM	1,000	SH	32,495.	19,660.	
TOTAL TO FORM 990-PF, PART II, LINE 10B			15,675,134.	16,471,089.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DIXIE GROUP INC SUB DEB 16,000 FACE	0.	0.
GOLDMAN SACHS MED TERM 50,000 FACE	51,005.	53,362.
MARYLAND HEIGHTS MO 50,000 FACE	50,000.	53,452.
NATIONAL CITY CORP SENIOR 50,000 FACE	0.	0.
TRANS-LUX CORP SR SUB 118,000 FACE	119,177.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	220,182.	106,814.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LAACO LTD PTRS - 200.001 UNITS	FMV	123,802.	190,801.
MARINA LTD PTR - 3.33 UNITS	FMV	23,461.	26,640.
ROYAL PALM BCH COL LTD PTR 44,100 UNITS	FMV	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		147,263.	217,441.

Application for Extension of Time To File an
Exempt Organization Return

► 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 GREENBERG FOUNDATION	Employer identification number 95-6037502
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 6060 SEPULVEDA BLVD., #300	
	City, town or post office, state, and ZIP code For a foreign address, see instructions VAN NUYS, CA 91411	

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

0 4

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

DANIEL GREENBERG

- The books are in the care of ► 6060 SEPULVEDA BLVD, - VAN NUYS, CA 91411

Telephone No ► 818-374-6161 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

JULY 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 DEC 1, 2010, and ending NOV 30, 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	\$ 15,000.
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	\$ 11,000.
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	\$ 4,000.

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)

- 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 <small>File by the extended due date for filing your return. See instructions</small>	Name of exempt organization THE GREENBERG FOUNDATION	Employer identification number 95-6037502
	Number, street, and room or suite no. If a P O box, see instructions 6060 SEPULVEDA BLVD., #300	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions VAN NUYS, CA 91411	

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

0 4

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.

DANIEL GREENBERG

- The books are in the care of ► **6060 SEPULVEDA BLVD., - VAN NUYS, CA 91411**

Telephone No ► **818-374-6161** 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 **OCTOBER 15, 2012**

5 For calendar year , or other tax year beginning **DEC 1, 2010**, and ending **NOV 30, 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

ADDITIONAL TIME NEEDED TO OBTAIN THE INFORMATION NECESSARY IN ORDER TO PREPARE AN ACCURATE RETURN.

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	\$ 15,000.
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	\$ 15,000.
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 ► 

Title ► 

CPA

Date ►

7/15/2012

Form 8868 (Rev. 1-2011)

Stifel Nicolaus (was RB & Grun

8/10/12

Realized Capital Gains Report
12/1/10 Through 11/30/11

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
SHORT TERM						
FT Unit 1009 RG TrustDistr	8,909.221	12/15/10	1/21/11	62,516.00	61,626.86	889.14
FT Unit 1009 RG TrustDistr	110.183	12/31/10	1/21/11	773.15	780.45	-7.30
ft unit 1009 select	56.032	2/1/10	1/21/11	393.18	363.67	29.51
ft unit 1009 select	54.874	3/2/10	1/21/11	385.05	360.28	24.77
ft unit 1009 select	52.784	3/31/10	1/21/11	370.39	362.64	7.75
ft unit 1009 select	53.747	4/30/10	1/21/11	377.14	371.69	5.45
ft unit 1009 select	60.099	6/1/10	1/21/11	421.71	374.05	47.66
ft unit 1009 select	57.948	7/6/10	1/21/11	406.62	376.69	29.93
ft unit 1009 select	55.309	7/30/10	1/21/11	388.10	374.91	13.19
ft unit 1009 select	55.280	8/31/10	1/21/11	387.90	377.31	10.59
ft unit 1009 select	53.356	9/30/10	1/21/11	374.40	379.71	-5.31
ft unit 1009 select	52.997	10/29/10	1/21/11	371.88	385.55	-13.67
ft unit 1009 select	53.769	11/30/10	1/21/11	377.30	387.87	-10.57
Tronox RG TrustDistr	10.000	12/15/10	2/17/11	0.00	12.10	-12.10
Dixie Group XXX	5,000.000	4/15/11	5/17/11	5,000.00	3,169.23	1,830.77
TOTAL SHORT TERM				72,542.82	69,703.01	2,839.81
LONG TERM						
Ft Unit 1235 Value Archit	5,000.000	1/26/07	12/20/10	39,883.50	47,549.95	-7,666.45
Neogen Corp	3,000.000	9/15/06	12/27/10	125,455.94	26,699.55	98,756.39
ft unit 1009 select	5,000.000	7/26/05	1/21/11	35,085.00	47,279.67	-12,194.67
ft unit 1009 select	18.675	9/2/05	1/21/11	131.04	166.32	-35.28
ft unit 1009 select	39.117	10/4/05	1/21/11	274.48	343.09	-68.61
ft unit 1009 select	7.396	11/1/05	1/21/11	51.90	62.44	-10.54
ft unit 1009 select	20.777	11/1/05	1/21/11	145.79	175.37	-29.58
ft unit 1009 select	44.257	12/8/05	1/21/11	310.55	379.89	-69.34
ft unit 1009 select	20.042	1/3/06	1/21/11	140.63	172.77	-32.14
ft unit 1009 select	18.076	1/5/06	1/21/11	126.84	156.40	-29.56
ft unit 1009 select	47.103	2/8/06	1/21/11	330.52	416.43	-85.91
ft unit 1009 select	102.352	2/8/06	1/21/11	718.20	923.61	-205.41
ft unit 1009 select	34.725	3/3/06	1/21/11	243.67	316.00	-72.33
ft unit 1009 select	24.698	4/1/06	1/21/11	173.31	221.62	-48.31
ft unit 1009 select	33.088	5/3/06	1/21/11	232.18	291.11	-58.93
ft unit 1009 select	33.805	6/2/06	1/21/11	237.21	292.76	-55.55
ft unit 1009 select	34.418	7/3/06	1/21/11	241.51	294.44	-52.93
ft unit 1009 select	32.948	8/1/06	1/21/11	231.20	293.54	-62.34
ft unit 1009 select	32.119	9/6/06	1/21/11	225.38	295.62	-70.24
ft unit 1009 select	31.744	10/3/06	1/21/11	222.75	297.51	-74.76

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
ft unit 1009 select	30.168	11/7/06	1/21/11	211.69	290.27	-78.58
ft unit 1009 select	30.198	12/1/06	1/21/11	211.90	291.87	-79.97
ft unit 1009 select	85.788	12/28/06	1/21/11	601.97	856.02	-254.05
ft unit 1009 select	29.437	12/28/06	1/21/11	206.56	293.73	-87.17
ft unit 1009 select	10.267	2/2/07	1/21/11	72.04	101.56	-29.52
ft unit 1009 select	29.391	2/8/07	1/21/11	206.24	290.72	-84.48
ft unit 1009 select	29.324	3/2/07	1/21/11	205.77	292.80	-87.03
ft unit 1009 select	29.528	4/4/07	1/21/11	207.20	294.27	-87.07
ft unit 1009 select	29.593	5/3/07	1/21/11	207.65	301.66	-94.01
ft unit 1009 select	4.843	6/1/07	1/21/11	33.98	49.09	-15.11
ft unit 1009 select	29.901	6/5/07	1/21/11	209.82	304.71	-94.89
ft unit 1009 select	242.525	7/2/07	1/21/11	1,701.80	2,310.87	-609.07
ft unit 1009 select	32.115	7/2/07	1/21/11	225.35	306.00	-80.65
ft unit 1009 select	38.724	8/2/07	1/21/11	271.73	343.06	-71.33
ft unit 1009 select	39.740	9/5/07	1/21/11	278.86	345.03	-66.17
ft unit 1009 select	38.395	9/28/07	1/21/11	269.42	347.63	-78.21
ft unit 1009 select	39.991	10/31/07	1/21/11	280.62	359.50	-78.88
ft unit 1009 select	43.844	11/30/07	1/21/11	307.65	360.88	-53.23
ft unit 1009 select	43.084	12/31/07	1/21/11	302.32	363.64	-61.32
ft unit 1009 select	77.090	1/3/08	1/21/11	540.94	652.54	-111.60
ft unit 1009 select	98.744	1/31/08	1/21/11	692.89	822.62	-129.73
ft unit 1009 select	47.000	2/19/08	1/21/11	329.80	388.00	-58.20
ft unit 1009 select	4.000	2/29/08	1/21/11	28.07	33.02	-4.95
ft unit 1009 select	50.000	3/31/08	1/21/11	350.85	392.09	-41.24
ft unit 1009 select	46.000	4/30/08	1/21/11	322.78	378.48	-55.70
ft unit 1009 select	46.000	5/30/08	1/21/11	322.78	385.33	-62.55
ft unit 1009 select	49.000	6/30/08	1/21/11	343.83	386.07	-42.24
ft unit 1009 select	55.265	7/31/08	1/21/11	387.79	396.74	-8.95
ft unit 1009 select	56.005	9/2/08	1/21/11	392.99	399.90	-6.91
ft unit 1009 select	65.773	9/30/08	1/21/11	461.53	401.78	59.75
ft unit 1009 select	91.045	10/31/08	1/21/11	638.86	401.97	236.89
ft unit 1009 select	105.997	12/2/08	1/21/11	743.78	403.02	340.76
ft unit 1009 select	92.502	12/30/08	1/21/11	649.09	411.23	237.86
ft unit 1009 select	13.968	2/2/09	1/21/11	98.01	67.60	30.41
ft unit 1009 select	76.747	2/2/09	1/21/11	538.53	371.42	167.11
ft unit 1009 select	92.341	2/27/09	1/21/11	647.96	374.01	273.95
ft unit 1009 select	89.052	3/31/09	1/21/11	624.88	379.28	245.60
ft unit 1009 select	75.502	4/30/09	1/21/11	529.80	340.26	189.54
ft unit 1009 select	69.544	6/1/09	1/21/11	487.99	344.56	143.43
ft unit 1009 select	66.953	6/30/09	1/21/11	469.81	348.13	121.68
ft unit 1009 select	58.108	7/31/09	1/21/11	407.74	324.35	83.39
ft unit 1009 select	55.428	8/31/09	1/21/11	388.94	327.20	61.74
ft unit 1009 select	53.043	9/30/09	1/21/11	372.20	329.88	42.32

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Security	Shares	Bought	Sold	Sales Price	Cost Basis	Gain/Loss
ft unit 1009 select	54.795	11/3/09	1/21/11	384.50	334.29	50.21
ft unit 1009 select	54.119	11/30/09	1/21/11	379.75	344.15	35.60
ft unit 1009 select	172.828	11/30/09	1/21/11	1,212.73	1,099.03	113.70
ft unit 1009 select	53.982	12/31/09	1/21/11	378.79	353.88	24.91
National City Corp Senior N...	50,000.000	7/1/09	2/1/11	50,000.00	49,755.00	245.00
Royal Palm Ltd Ptr	9,100.000	4/12/93	2/14/11	0.91	1,748.99	-1,748.08
Royal Palm Ltd Ptr	7,000.000	4/22/93	2/14/11	0.70	1,368.92	-1,368.22
Royal Palm Ltd Ptr	5,000.000	6/16/93	2/14/11	0.50	978.56	-978.06
Royal Palm Ltd Ptr	10,000.000	8/31/93	2/14/11	1.00	1,203.15	-1,202.15
Royal Palm Ltd Ptr	200.000	1/14/94	2/14/11	0.02	31.06	-31.04
Royal Palm Ltd Ptr	2,800.000	1/14/94	2/14/11	0.28	557.62	-557.34
Royal Palm Ltd Ptr	10,000.000	5/25/94	2/14/11	1.00	1,273.95	-1,272.95
Dixie Group Inc Sub Deb	5,000.000	4/11/03	4/15/11	3,169.23	3,169.23	0.00
Norwood Financial Corp.	0.700	9/26/07	6/10/11	18.50	10.25	8.25
Dixie Group Inc Sub Deb	5,000.000	4/11/03	10/6/11	5,000.00	3,169.23	1,830.77
Dixie Group Inc Sub Deb	4,000.000	4/11/03	10/6/11	4,800.00	2,535.38	2,264.62
Dixie Group Inc Sub Deb	1,000.000	4/14/09	10/6/11	1,200.00	633.85	566.15
First Regl Bancorp	6,000.000	2/1/99	11/30/11	12.00	16,260.91	-16,248.91
First Regl Bancorp	3,000.000	2/4/99	11/30/11	6.00	8,153.17	-8,147.17
First Regl Bancorp	3,000.000	2/8/99	11/30/11	6.00	8,153.17	-8,147.17
First Regl Bancorp	1,500.000	2/12/99	11/30/11	3.00	4,088.40	-4,085.40
First Regl Bancorp	7,500.000	3/29/99	11/30/11	15.00	20,008.78	-19,993.78
First Regl Bancorp	3,000.000	4/14/99	11/30/11	6.00	8,157.61	-8,151.61
First Regl Bancorp	1,500.000	4/16/99	11/30/11	3.00	4,088.40	-4,085.40
First Regl Bancorp	4,500.000	4/19/99	11/30/11	9.00	12,213.09	-12,204.09
First Regl Bancorp	900.000	4/22/99	11/30/11	1.80	2,425.04	-2,423.24
First Regl Bancorp	9,000.000	7/8/04	11/30/11	18.00	90,154.95	-90,136.95
TOTAL LONG TERM				287,873.72	386,060.94	-98,187.22
OVERALL TOTAL				360,416.54	455,763.95	-95,347.41

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PT XV, LN 3A: GRANTS & CONTRIBUTIONS PAID DURING YEAR

NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
A WINDOW BETWEEN WORLDS 710 4TH AVENUE, SUITE 5 VENICE, CA 90291	NONE	501C3	COMMUNITY SERVICES / DOMESTIC VIOLENCE	250
ACCION INTERNATIONAL 56 ROLAND STREET, SUITE 300 BOSTON, MA 02129	NONE	501C3	WORLD POVERTY	1,000
ACLU FOUNDATION 125 BROAD STREET, 18TH FLOOR NEW YORK, NY 10004-2400	NONE	501C3	CIVIL RIGHTS	500
ALASKA CONSERVATION FOUNDATION 441 WEST 5TH AVE., SUITE 402 ANCHORAGE, AK 99501-2340	NONE	501C3	ENVIRONMENT	5,000
AMERICAN DIABETES SOCIETY 1701 NORTH BEAUREGARD STREET ALEXANDRIA, VA 22311	NONE	501C3	HEALTH	100
AMERICAN FARMLAND TRUST 1200 18TH STREET, NW, SUITE 800 WASHINGTON, DC 20036	NONE	501C3	ENVIRONMENT	500
AMERICAN INDIAN COLLEGE FUND 8333 GREENWOOD BLVD. DENVER, CO 80221-4488	NONE	501C3	EDUCATION	500
AMERICAN JEWISH UNIVERSITY 15600 MULLHOLLAND DR. LOS ANGELES, CA 90077	NONE	501C3	EDUCATION / ARTS	100
AMERICAN JEWISH WORLD SERVICE 45 WEST 36TH STREET, 11TH FLOOR NEW YORK, NY 10018-7904	NONE	501C3	GLOBAL JUSTICE	25
AMIE KAREN CANCER FUND FOR CHILDREN 1122 SAN YSIDRO DRIVE BEVERLY HILLS, CA 90210	NONE	501C3	MEDICAL / HEALTH	500

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AMNESTY INTERNATIONAL 5 PENN PLAZA NEW YORK, NY 10001-1810	NONE	501C3	HUMAN RIGHTS	1,000
ANDRE SOBEL RIVER OF LIFE FOUNDATION 201 N INDIAN HILL BLVD., SUITE 202 CLAREMONT, CA 91711	NONE	501C3	MEDICAL / HEALTH	300
APERTURE FOUNDATION 547 WEST 27TH STREET, 4TH FLOOR NEW YORK, NY 10001	NONE	501C3	EDUCATION / ARTS	250
ART ALLIANCE FOR CONTEMPORARY GLASS 11700 PRESTON ROAD, #660-327 DALLAS, TX 75230-2718	NONE	501C3	ARTS / EDUCATION	100
ASU FOUNDATION ARIZONA STATE UNIVERSITY P O BOX 2260 TEMPE, AZ 85280-2260	NONE	501C3	EDUCATION	5,000
BEVERLY HILLS HIGH SCHOOL ALUMNI ASSC 241 MORENO DRIVE BEVERLY HILLS, CA 90212	NONE	501C3	EDUCATION	2,000
BRADY CENTER TO PREVENT GUN VIOLENCE 1225 EYE STREET, NW, SUITE 1100 WASHINGTON, DC 20005	NONE	501C3	HUMAN RIGHTS / EDUCATION	500
BRENTWOOD GREEN 149 S BARRINGTON AVENUE # 194 LOS ANGELES, CA 90049	NONE	501C3	ENVIRONMENT	100
CALIFORNIA LAWYERS FOR THE ARTS FORT MASON CTR, BLDG C, ROOM 255 SAN FRANCISCO, CA 94123	NONE	501C3	ARTS / EDUCATION	500
CALIFORNIA ALLIANCE FOR ARTS EDUCATION 495 E COLORADO BLVD. PASADENA, CA 91101	NONE	501C3	EDUCATION / ARTS	250

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CALIFORNIA INSTITUTE OF THE ARTS 24700 MCBEAN PARKWAY VALENCIA, CA 91355-2340	NONE	501C3	EDUCATION / ARTS	10,000
CALIFORNIA SUPREME COURT HISTORICAL 4747 N FIRST STREET, SUITE 140 FRESNO, CA 93726	NONE	501C3	EDUCATION	55
CAMP MAX STRAUSS 6505 WILSHIRE BLVD., SUITE 600 LOS ANGELES, CA 90048-4918	NONE	501C3	COMMUNITY SERVICES/ EDUCATION	250
CENTER FOR BIOLOGICAL DIVERSITY P O BOX 710 TUCSON, AZ 85702-0710	NONE	501C3	BIODIVERSITY PRESERVATION	10,000
CENTER FOR REPRODUCTIVE RIGHTS 120 WALL STREET NEW YORK, NY 10005	NONE	501C3	HUMAN RIGHTS	500
CITY OF HOPE P O BOX 515092 LOS ANGELES, CA 90051-5092	NONE	501C3	MEDICAL / HEALTH	300
CLEAN WATER FUND 1010 VERMONT AVE. NW, SUITE 1100 WASHINGTON, DC 20005	NONE	501C3	ENVIRONMENT	1,000
COALITION AGAINST TRAFFICKING IN WOMEN P O BOX 7427 JAF STATION NEW YORK, NY 10116	NONE	501C3	HUMAN RIGHTS	1,000
COMMUNITY ALLIANCE FOR LEARNING P O BOX 6098 ALBANY, CA 94706	NONE	501C3	EDUCATION	250
CONSERVATION INTERNATIONAL 2011 CRYSTAL DRIVE, SUITE 500 ARLINGTON, VA 22202	NONE	501C3	ENVIRONMENT	5,500

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CONTEMPORARY MUSEUM 2411 MAKIKI HEIGHTS DRIVE HONOLULU, HI 96822	NONE	501C3	ARTS / EDUCATION	75
CORNING MUSEUM OF GLASS ONE MUSEUM WAY CORNING, NY 14830-2253	NONE	501C3	ARTS / EDUCATION	10,000
CRAFT EMERGENCY RELIEF FUND P O BOX 838 MONTPELIER, VT 05601	NONE	501C3	COMMUNITY / EMERGENCY SERVICES	1,000
CROCKER ART MUSEUM 216 O STREET SACRAMENTO, CA 95814	NONE	501C3	ARTS / EDUCATION	85
THE CRUCIBLE 1260 7TH STREET OAKLAND, CA 94607	NONE	501C3	COMMUNITY SERVICES / EDUCATION / ARTS	500
DEFENDERS OF WILDLIFE 1130 17TH STREET NW WASHINGTON, DC 20036	NONE	501C3	WILDLIFE CONSERVATION	1,000
DOCTORS WITHOUT BORDERS 333 SEVENTH AVENUE, 2ND FLOOR NEW YORK, NY 10001	NONE	501C3	MEDICAL / HEALTH	1,500
EARTHJUSTICE 426 17TH STREET, 6TH FLOOR OAKLAND, CA 94612-2820	NONE	501C3	ENVIRONMENT	5,000
FEEDING AMERICA 35 E WACKER DRIVE, SUITE 2000 CHICAGO, IL 60601	NONE	501C3	EMERGENCY SERVICES / HUNGER	500
FEMINIST MAJORITY FOUNDATION 433 SOUTH BEVERLY DRIVE BEVERLY HILLS, CA 90212	NONE	501C3	HUMAN RIGHTS	500

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
FIDELITY CHARITABLE GIFT FUND 100 CROSBY PARKWAY, MAIL ZONE KC1D-FCS COVINGTON, KY 41015-9325	NONE	501C3	CHARITY	192,250
FRIENDS OF THE LOS ANGELES COUNTY LAW LIBRARY 301 WEST FIRST STREET LOS ANGELES, CA 90012	NONE	501C3	EDUCATION	1,150
GEORGIA O'KEEFFE MUSEUM 217 JOHNSON STREET SANTA FE, NM 87501	NONE	501C3	EDUCATION / ARTS	80
GIRLS INC OF SANTA FE 301 HILLSIDE AVENUE SANTA FE, NM 87501	NONE	501C3	HUMAN RIGHTS/ EDUCATION	550
GLASS ALLIANCE OF LOS ANGELES 1505 SKYLARK LANE LOS ANGELES, CA 90069	NONE	501C3	ARTS / EDUCATION	200
GLASS ALLIANCE OF NEW MEXICO 12 CALLE DE LUZ SANTA FE, NM 87506	NONE	501C3	ARTS / EDUCATION	250
GLASS ART SOCIETY 6512 23RD AVENUE NW, SUITE 329 SEATTLE, WA 98117	NONE	501C3	ARTS / EDUCATION	52
GLOBAL GREENGRANTS FUND 2840 WILDERNESS PLACE, SUITE A BOULDER, CO 80301	NONE	501C3	ENVIRONMENT / SOCIAL JUSTICE	25,000
GRAND PERFORMANCES 350 SOUTH GRAND AVE., SUITE A-4 LOS ANGELES, CA 90071	NONE	501C3	COMMUNITY SERVICES/ ARTS	300
GUTTMACHER INSTITUTE 125 MAIDEN LANE, 7TH FLOOR NEW YORK, NY 10038	NONE	501C3	HEALTH RESEARCH / EDUCATION	500

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
HAMMER MUSEUM OF ART & CULTURAL CENTER 10899 WILSHIRE BLVD LOS ANGELES, CA 90024-4201	NONE	501C3	EDUCATION / ARTS	54,800
HARRIETT BUHAI CENTRER FOR FAMILY LAW 3250 WILSHIRE BLVD., STE. 710 LOS ANGELES, CA 90010	NONE	501C3	HUMAN RIGHTS / COMMUNITY SERVICES	2,100
HOMEBOUND GOLDEN RETRIEVER RESCUE & SANCTUARY 7495 NATOMAS ROAD ELVERTA, CA 95626	NONE	501C3	ANIMAL RESCUE / SANCTUARY	1,000
INTERNATIONAL PLANNED PARENTHOOD 120 WALL STREET, 9TH FLOOR NEW YORK, NY 10005-3902	NONE	501C3	HEALTH / EDUCATION	500
J PAUL GETTY MUSEUM 1200 GETTY CENTER DRIVE, SUITE 1000 LOS ANGELES, CA 90049-1687	NONE	501C3	ARTS / EDUCATION	14,300
JAPANESE AMERICAN NATIONAL MUSEUM 369 EAST FIRST STREET LOS ANGELES, CA 90012	NONE	501C3	EDUCATION	75
THE JEWISH FEDERATION 6505 WILSHIRE BLVD LOS ANGELES, CA 90048	NONE	501C3	EDUCATION / EMERGENCY SERVICES	300
JUBILEE USA NETWORK 212 EAST CAPITOL STREET, NE WASHINGTON, DC 20003	NONE	501C3	WORLD ECONOMIC JUSTICE	45,000
JUNIOR BLIND OF AMERICA 5300 ANGELES VISTA BLVD. LOS ANGELES, CA 90043	NONE	501C3	HEALTH	100
JUNIOR LEAGUE OF LOS ANGELES 630 NORTH LARCHMONT BLVD LOS ANGELES, CA 90004	NONE	501C3	COMMUNITY SERVICES/ EDUCATION	2,698

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
KCRW 1900 PICO BLVD SANTA MONICA, CA 90405-1628	NONE	501C3	ARTS / EDUCATION	12,500
KPFK 3729 CAHUENGA BLVD., WEST NORTH HOLLYWOOD, CA 91604	NONE	501C3	ARTS / EDUCATION	500
KUSC P O BOX 77913 LOS ANGELES, CA 90007	NONE	501C3	ARTS / EDUCATION	500
LAN SU CHINESE GARDEN P O BOX 3706 PORTLAND, OR 97208	NONE	501C3	ENVIRONMENT	50
L.V.T. VOICES OF PRAISE 11008 GAYNOR AVENUE GRANADA HILLS, CA 91344	NONE	501C3	COMMUNITY SERVICES / HUNGER	300
THE LEAP FOUNDATION 428 E THUNDERBIRD RD, #535 PHOENIX, AZ 85022	NONE	501C3	WORLD ECONOMIC JUSTICE / ENVIRONMENT	3,500
LEGAL MOMENTUM 395 HUDSON STREET NEW YORK, NY 10014	NONE	501C3	CIVIL RIGHTS / EDUCATION	250
LIBRARY FOUNDATION OF LOS ANGELES 630 WEST FIFTH STREET LOS ANGELES, CA 90071	NONE	501C3	EDUCATION	250
LIGHTHAWK 304 MAIN STREET, SUITE 14 LANDER, WY 82520	NONE	501C3	ENVIRONMENT / CONSERVATION	1,000
LOS ANGELES CONSERVANCY 523 WEST SIXTH STREET, SUITE 826 LOS ANGELES, CA 90014	NONE	501C3	HISTORIC PRESERVATION	500

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
LOS ANGELES COUNTY BAR FOUNDATION 1055 WEST 7TH STREET, SUITE 2700 LOS ANGELES, CA 90017	NONE	501C3	LEGAL JUSTICE / EDUCATION	300
LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BLVD LOS ANGELES, CA 90036	NONE	501C3	ARTS / EDUCATION	10,298
LOS ANGELES JEWISH HOME FOR THE AGED 7150 TAMPA AVENUE RESEDA, CA 91335	NONE	501C3	COMMUNITY SERVICES / HUMAN RIGHTS	250
LOS ANGELES NEIGHBORHOOD LAND TRUST 315 WEST NINTH STREET, SUITE 1002 LOS ANGELES, CA 90015	NONE	501C3	COMMUNITY SERVICES / ENVIRONMENT	100
LOS ANGELES REGIONAL FOOD BANK 1734 E. 41ST STREET LOS ANGELES, CA 90058-1502	NONE	501C3	COMMUNITY SERVICES / HUNGER	500
MACULAR DEGENERATION RESEARCH 22512 GATEWAY CENTER DRIVE CLARKSBURG, MD 20871	NONE	501C3	MEDICAL / HEALTH RESEARCH	250
THE MADISON PROJECT FOUNDATION (DBA THE BROAD STAGE) 1900 PICO BLVD SANTA MONICA, CA 90405-1628	Board of Trustees	501C3	ARTS / EDUCATION	65,000
MADRE 121 WEST 27TH STREET, # 301 NEW YORK, NY 10001	NONE	501C3	HUMAN RIGHTS	350
MASORTI FOUNDATION 475 RIVERSIDE DRIVE, STE 832 NEW YORK, NY 10115	NONE	501C3	EDUCATION / RELIGION	250
MAZON 10495 SANTA MONICA BLVD., STE 100 LOS ANGELES, CA 90025	NONE	501C3	EMERGENCY SERVICES / HUNGER	125

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
MOSTE 6601 CENTER WEST DRIVE, STE 544 LOS ANGELES, CA 90045	NONE	501C3	EDUCATION	500
MUSEUM AT ELDRIDGE STREET 12 ELDRIDGE STREET NEW YORK, NY 10002	NONE	501C3	EDUCATION / HISTORIC PRESERVATION	360
MUSEUM OF ARTS & DESIGN 2 COLUMBUS CIRCLE NEW YORK, NY 10019	NONE	501C3	ARTS / EDUCATION	15,000
MUSEUM OF CONTEMPORARY NATIVE ARTS 108 CATHEDRAL PLACE SANTA FE, NM 87501	NONE	501C3	ARTS / EDUCATION	85
MUSEUM OF GLASS 1801 DOCK STREET TACOMA, WA 98402-3217	NONE	501C3	ARTS / EDUCATION	11,875
MUSEUM OF LATIN AMERICAN ART 628 ALAMITOS AVENUE LONG BEACH, CA 90802	NONE	501C3	ARTS / EDUCATION	80
MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019-5497	NONE	501C3	ARTS / EDUCATION	120
MUSEUM OF NEW MEXICO FOUNDATION P O BOX 2065 SANTA FE, NM 87504-2065	NONE	501C3	ARTS / EDUCATION	9,100
NAMI NATIONAL ALLIANCE ON MENTAL ILLNESS 3803 N FAIRFAX DRIVE, STE 100 ARLINGTON, VA 22203	NONE	501C3	HEALTH	250
NARAL FOUNDATION 1156 15TH STREET NW, SUITE 700 WASHINGTON, DC 20005	NONE	501C3	REPRODUCTIVE RIGHTS EDUCATION	2,500

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NAME OF RECIPIENT	SHOW REL TO	FOUND-	PURPOSE OF	AMOUNT
	FOUNDATION	ATION	GRANT OR	
	MANAGER	STATUS	CONTRIBUTION	
NATIONAL MULTIPLE SCLEROSIS SOCIETY 2440 S SEPULVEDA BLVD., STE 115 LOS ANGELES, CA 90064	NONE	501C3	MEDICAL / HEALTH	300
NATIONAL MUSEUM OF WOMEN IN THE ARTS 1250 NEW YORK AVENUE, NW WASHINGTON, DC 20005-3970	NONE	501C3	ARTS / EDUCATION	100
NATIONAL PARTNERSHIP FOR WOMEN & FAM 1875 CONNECTICUT AVENUE, NW, SUITE 650 WASHINGTON, DC 20009	NONE	501C3	HUMAN RIGHTS	250
NATIONAL TRUST FOR HISTORIC PRESERVA 1785 MASSACHUSETTS AVE., NW WASHINGTON, DC 20036-2117	NONE	501C3	HISTORIC PRESERVATIO	50
NATIONAL WOMEN'S HALL OF FAME 76 FALL STREET SENECA FALLS, NY 13148	NONE	501C3	EDUCATION	500
NATIONAL WOMEN'S HEALTH NETWORK 1413 K STREET, N.W., 4TH FLOOR WASHINGTON, DC 20005	NONE	501C3	MEDICAL / HEALTH EDUCATION	300
NATURAL HISTORY MUSEUM FOUNDATION 900 EXPOSITION BLVD LOS ANGELES, CA 90007	NONE	501C3	EDUCATION	60
NEVADA MUSEUM OF ART 160 WEST LIBERTY STREET RENO, NEVADA 89501	NONE	501C3	ARTS EDUCATION	5,000
NOISE POLLUTION CLEARINGHOUSE 104 MAIN STREET MONTPELIER, VT 05602	NONE	501C3	ENVIRONMENT	1,000
NORTH AMERICAN CONFERENCE ON ETHIOPIAN JEWRY 255 WEST 36TH STREET, SUITE 701 NEW YORK, NY 10018	NONE	501C3	EDUCATION / HUNGER	200

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PEOPLE FOR THE AMERICAN WAY FOUNDAT 1101 15TH STREET NW, SUITE 600 WASHINGTON, DC 20005-5002	NONE	501C3	HUMAN RIGHTS	1,000
PILCHUCK GLASS SCHOOL 430 YALE AVENUE NORTH SEATTLE, WA 98109	NONE	501C3	EDUCATION	10,000
PLANNED PARENTHOOD LOS ANGELES 400 WEST 30TH STREET LOS ANGELES, CA 90007	NONE	501C3	COMMUNITY SERVICES / HEALTH EDUCATION	500
PORLAND ART MUSEUM 1219 SW PARK AVENUE PORTLAND, OREGON 97205-2430	NONE	501C3	ARTS / EDUCATION	85
PROLITERACY WORLDWIDE 1320 JAMESVILLE AVENUE SYRACUSE, NY 13210	NONE	501C3	EDUCATION	250
PUBLIC COUNSEL LAW CENTER 610 SOUTH ARDMORE AVENUE LOS ANGELES, CA 90005	NONE	501C3	COMMUNITY SERVICES	300
RAINFOREST ACTION NETWORK 221 PINE STREET, SUITE 500 SAN FRANCISCO, CA 94104	NONE	501C3	ENVIRONMENT	2,500
RAINFOREST ALLIANCE 665 BROADWAY, SUITE 500 NEW YORK, NY 10012	NONE	501C3	BIODIVERSITY CONSERVATION	2,500
RARE 1310 N COURTHOUSE ROAD, SUITE 110 ARLINGTON, VA 22201	NONE	501C3	GLOBAL CONSERVATION	1,000
REED COLLEGE 3203 SOUTHEAST WOODSTOCK BLVD PORTLAND, OR 97202-8199	BOARD OF TRUSTEES	501C3	EDUCATION	50,000

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
RELIGIOUS COALITION FOR REPRODUCTIVE 1413 K STREET, NW, 14TH FLOOR WASHINGTON, DC 20005	NONE	501C3	HEALTH / EDUCATION	350
THE RETREAT 13 GOODFRIEND DRIVE EAST HAMPTON, NY 11937	NONE	501C3	HUMAN RIGHTS	1,250
ROLLING HILLS COVENANT CHURCH 2222 PALOS VERDES DRIVE NORTH ROLLING HILLS ESTATES, CA 90274	NONE	501C.	COMMUNITY SERVICES / EDUCATION	100
SABAN FREE CLINIC 8405 BEVERLY BLVD. LOS ANGELES, CA 90048-3476	NONE	501C3	COMMUNITY SERVICES / HEALTH	250
SAN FRANCISCO MUSEUM OF MODERN ART 151 THIRD STREET SAN FRANCISCO, CA 94103-3107	NONE	501C3	EDUCATION / ARTS	10,000
SAN MATEO COUNTY COMMUNITY COLLEGES FOUNDATION 3401 CSM DRIVE SAN MATEO, CA 94402	NONE	501C3	EDUCATION / ARTS	1,000
SANTA FE CHAMBER MUSIC FESTIVAL P O BOX 2227 SANTA FE, NM 87504-2227	NONE	501C3	ARTS / EDUCATION	1,000
SCHOOL FOR ADVANCED RESEARCH P O BOX 2188 SANTA FE, NM 87504-2188	NONE	501C3	EDUCATION	50
SIERRA CLUB FOUNDATION 85 SECOND STREET, SUITE 750 SAN FRANCISCO, CA 94105	NONE	501C3	ENVIRONMENT	1,000
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	501C3	SOCIAL JUSTICE	1,000

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THE SHAKESPEARE CENTER OF LOS ANGEL 1238 WEST 1ST STREET LOS ANGELES, CA 90026	NONE	501C3	COMMUNITY SERVICES	100
SVHS GIRLS VOLLEYBALL BOOSTER CLUB 5400 COCHRAN ST SIMI VALLEY, CA 93063	NONE	501C3	COMMUNITY SERVICES	100
SOUTHWESTERN ASSOCIATION FOR INDIAN P O BOX 969 SANTA FE, NM 87504	NONE	501C3	ARTS / EDUCATION	2,500
TAHOE BAIKAL INSTITUTE P O BOX 13587 SO. LAKE TAHOE, CA 96151-3587	NONE	501C3	ENVIRONMENT / EDUCATION	250
TAHOE HERITAGE FOUNDATION P O BOX 8586 SOUTH LAKE TAHOE, CA 96158	NONE	501C3	HISTORIC PRESERVATI	125
TIDES CENTER 1014 TORNEY AVENUE SAN FRANCISCO, CA 94129-1755	NONE	501C3	CHARITY	80,000
TRICKLE UP PROGRAM 104 WEST 27TH STREET, 12TH FLOOR NEW YORK, NY 10001	NONE	501C3	POVERTY	1,000
TRUSTEES FOR ALASKA 1026 WEST FOURTH AVE., # 201 ANCHORAGE, AK 99501	NONE	501C3	ENVIRONMENT	1,000
UCLA FOUNDATION P O BOX 951549 LOS ANGELES, CA 90095-1549	NONE	501C3	EDUCATION	110
UCLA JONSSON CANCER CENTER FOUNDATION 8-950 FACTOR BUILDING BOX 951780 LOS ANGELES, CA 90095-1780	NONE	501C3	HEALTH / RESEARCH	100

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UNION RESCUE MISSION 545 S SAN PEDRO ST LOS ANGELES, CA 90013	NONE	501C3	POVERTY / HUNGER	50
UNITED STATES HOLOCAUST MEMORIAL MU 100 RAOUL WAGENBERG PLACE, SW WASHINGTON, DC 20024	NONE	501C3	EDUCATION / HISTORICAL PRESERVATION	1,025
UNIVERSITY OF ARIZONA FOUNDATION 1030 NORTH OLIVE ROAD TUCSON, AZ 85721-0103	NONE	501C3	EDUCATION / ARTS	1,000
UNIVERSITY OF CHICAGO LAW SCHOOL 1427 EAST 60TH STREET, SUITE 120 CHICAGO, IL 60637	NONE	501C3	EDUCATION	25,000
UNIVERSITY OF WASHINGTON FOUNDATION 50 COMMUNICATIONS BUILDING BOX 353765 SEATTLE, WA 98195-3765	NONE	501C3	EDUCATION / ARTS	10,000
VIRGINIA AVENUE PROJECT 3000 OLYMPIC BLVD. SANTA MONICA, CA 90404	NONE	501C3	EDUCATION / ARTS	50
WATER EDUCATION FOUNDATION 717 K STREET, SUITE 317 SACRAMENTO, CA 95814	NONE	501C3	EDUCATION	100
WELLESLEY CENTERS FOR WOMEN 106 CENTRAL STREET WELLESLEY, MA 02481-8203	NONE	501C3	EDUCATION / RESEARCH	50
WESTERN STATES ARTS FEDERATION 1743 WAZEE STREET, SUITE 300 DENVER, CO 80202	NONE	501C3	ARTS / EDUCATION	10,000
WHEELRIGHT MUSEUM OF THE AMERICAN IN 704 CAMINO LEJO SANTA FE, NM 87502	NONE	501C3	EDUCATION	250

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NAME OF RECIPIENT	SHOW REL TO FOUNDATION MANAGER	FOUND- ATION STATUS	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
THE WILDERNESS SOCIETY 1615 M STREET NW, SUITE 100 WASHINGTON, DC 20036	NONE	501C3	CONSERVATION	1,000
WILLIAM J CLINTON FOUNDATION 4571 VAN NUYS BLVD., #270 SHERMAN OAKS, CA 91403	NONE	501C3	GLOBAL CHARITY	1,000
WOMEN LAWYERS ASSOCIATION OF LOS ANGELES FOUNDATION 634 S SPRING STREET, STE 617 LOS ANGELES, CA 90014	NONE	501C3	SOCIAL JUSTICE/ COMMUNITY SERVICES	1,430
WOMEN AGAINST GUN VIOLENCE 8800 VENICE BLVD, STE 304 LOS ANGELES, CA 90034	NONE	501C3	COMMUNITY SERVICES / EDUCATION	150
WOOD TURNING CENTER 501 VINE STREET PHILADELPHIA, PA 19106	NONE	501C3	ARTS / EDUCATION PRESERVATION	250
YOLO BASIN FOUNDATION P O BOX 943 DAVIS, CA 95617	NONE	501C3	CONSERVATION / EDUCATION	100
				<u>790,838</u>